Stock Code：8289

TAITIEN ELECTRONICS CO., LTD.

Handbook for the 2024 Annual Meeting of Shareholders

Meeting Time：06/13/2024 09:00 a.m.

Place：No5,Shutan Street,Shulin Dist.,New Taipei City, TAIWAN R.O.C.

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VI. Discussion Matters

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TAITIEN ELECTRONICS CO., LTD.

Year 2024

Agenda of Annual Meeting of Shareholders

I. Form of Shareholders' Meeting: Physical

II. Meeting Time：06/13/2024 09:00 a.m.

III. Place：No 5,Shutan Street,Shulin Dist.,New Taipei City, TAIWAN R.O.C.

IV. Chairperson Remarks

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Proposal II	Acquire a real property from a related party

VIII. Questions and Proposals

IX. Adjournment

【Report Items】

Proposal 1

Summary: The 2023 business report is submitted for review.

Explanation: Please refer to Attachment 1 to the Handbook.

Proposal 2

Summary: The Audit Committee's review report on 2023 financial statements is submitted for review.

Explanation: Please refer to Attachment 2 to the Handbook for the Audit Committee's review report.

Proposal 3

Summary: The report on 2023 employee and director remuneration distribution is submitted for review.

Explanation:

I. The Company planned to provide the remuneration to director, NT$1,904,431, and the remuneration to employees, NT$9,522,156, all paid in cash.

II. There is no difference between said amounts and the estimates recognized in 2023.

Motion 4

Cause of motion: Amendments to the "Rules of Procedure for Board of Directors Meetings," submitted for review

Explanation: According to the "Regulations Governing Procedure for Board of Directors Meetings by Public Companies" and the actual needs of the Company, amendments to some clauses of the Company's "Rules of Procedure

for Board of Directors Meetings” have been proposed. For the comparison table of the clauses before and after amendment, please refer to Attachment 3 of this manual.

【Ratification】

Proposal 1　proposed by the Board of Directors

Summary:　The 2023 financial statements are submitted for ratification.

Explanation:

(I) The Board of Directors plans to prepare the Company's 2023 financial statements, including business report and consolidated financial statements (including parent company only financial statements). Please refer to Attachment 3 hereto.

(II) The financial statements referred to in the preceding paragraph have been audited and certified by Chiang-Shiun Chen, CPA and Sheng-Tai Liang, CPA of Deloitte Taiwan.

Resolution:

Proposal 2 proposed by the Board of Directors

Summary: The 2023 earnings distribution plan is submitted for ratification.

Explanation: The 2023 earnings distribution plan is set forth as following:

TAITIEN Electronics Co., Ltd.
2023 Earnings Distribution Plan

Unit: NT$

Item		Amount
Beginning undistributed earnings		220,800,983
Less: Remeasurements of defined benefit plan recognized into retained earnings		2,174,468
Undistributed earnings upon adjustment		222,975,451
Add: Current net profit after tax		88,175,558
Less: Provision of 10% legal reserve		(9,035,003)
Less: Provision of special reserve		(17,445,775)
Current distributable earnings		284,670,231
Earnings distribution items:		
Stock dividends to shareholders	0	
Cash dividends to shareholders	58,083,700	
Ending undistributed earnings		226,586,531

Remark: 1. It is proposed to distribute the cash dividends to shareholders at NT$0.85 per share. The amount of cash dividend shall be truncated to the nearest dollar. Fractional amounts are summed up and stated into the Company's other revenue. In the event that the payout ratio should be corrected due to the changes in capital resulting in changes in the number of actual outstanding shares, it is proposed to authorize the Board of Directors to adjust it. Upon resolution of the dividends and bonus to shareholders by a shareholders' meeting, it is proposed to authorize the Board of Directors to set the record date for distribution of dividends, date of payment and other related matters.

2. Under the earnings distribution plan for the current year, the earnings for the most recent year shall be distributed as the first priority.

Chairman: Sheng-Tai Song General Manager: Sheng-Tai Song Accounting Manager: Li-Chu Yang

Resolution:

【Discussion Matters】

Motion 1: Proposed by the Board of Directors

Cause of motion: Cash distribution from capital reserve, submitted for discussion.

Explanation:

I. In accordance with Article 241 of the Company Act, the Company intends to distribute cash dividends of NTD 10,250,065 from the premium of shares issued over the par value according to the original shareholding ratio. NTD 0.15 per share, the calculation of cash distribution is to the nearest NTD (rounded down below), and the total of the fractional amount is recorded in the Company's other income.

II. If the number of outstanding shares is affected by changes in share capital or other factors, and the ratio of cash dividends to shareholders changes, requiring the number of outstanding shares to be revised, the adjustment will be made by the Board of Directors with authorization of the shareholders' meeting.

III. The cash distribution from capital reserve shall be subject to the resolution of the shareholders' meeting and the authorization of the Board of Directors to determine the record day of dividend distribution, the payment date and other related matters.

Resolution:

Motion 2: Proposed by the Board of Directors

Cause of motion: Acquire a real property from a related party, submitted for discussion.

Explanation:

1. The company plans to acquire land located at Lot No. 224, Da'an Section, Shulin District, New Taipei City from the related party "Tai Tien Asset Development Co., Ltd." for a total area of approximately 907.17 pings at a price of NT$435,420 per ping and a total amount of approximately NT$395 million, which is to be handled in accordance with the provisions of the "Procedures for Acquisition or Disposal of Assets" of the Company Act and with the approval of the Audit Committee.
2. The purpose, necessity, and expected benefits of the acquisition or disposal of assets:
   (1) Purpose of acquisition: The head office is currently located in Shulin Factory. As the buildings on the ground is owned by the company, and the land has been leased by the company for a long time, it is advisable to purchase the land for the smooth operation of the company.
   (2) Necessity of acquisition: The demand for industrial land in Taiwan has increased in recent years. There are buyers already offering to purchase the land from the land owner "Tai Tien Asset Development Co., Ltd." TAITIEN ELECTRONICS CO., LTD. has priority to acquire the land if it is so intended. In addition, the factory buildings are owned by the company; therefore, if the relocation cost is high, it is necessary to re-establish the team and factory facilities.
   (3) Expected benefits: Due to the soaring prices and rents of industrial land in recent years, the current land rents and changing hand of land ownership are not beneficial to the company's operations; therefore, a proprietary land is to the advantage of the company for a sustainable operation.
3. The reason for selecting the related party as the transaction counterparty: The land is owned by the related party "Tai Tien Asset Development Co., Ltd." and the subject matter meets the company's needs.
4. Relevant information on acquiring real estate or its right-of-use assets from related parties and evaluating the reasonableness of predetermined transaction conditions in accordance with the provisions of Articles 12 and 13: Please refer to the appraisal report of Euro-Asia Real Estate Appraisers Firm [Annex 5] and cash

income and expense forecast statement [Annex 6].

5. The original acquisition date and price of the related party, transaction counterparty, relationship between the counterparty and the company and related party, etc.: The related party is the original acquirer; however, the transaction of acquisition has been completed for more than 30 years; therefore, no relevant information is found.
6. Prepare the estimated monthly income and expense statement for the next year starting from the contract month, and evaluate the necessity of the transaction and the rationality of the use of funds: Please refer to [Annex 6] for the estimated cash income and expense statement.
7. Appraisal reports issued by a professional appraiser in accordance with the provisions of the preceding article, or a CPA's opinion: This case has already been mandated.
   (1) Please refer to [Annex 5] of the [Appraisal Report] issued by Euro-Asia Real Estate Appraisers Firm for details.
   (2) Please refer to [Annex 6] of the [Opinion on the Reasonability of the Transaction Price] issued by YuanFu CPAs Firm for details.
8. Restrictions and other important agreements on this transaction: None
9. It is proposed to the Board of Directors to have the Chairman authorized to negotiate transaction details with the seller, sign the sales contract, handle ownership transfers, and other legal actions on behalf of the company for a transaction amount not more than NT$395 million, and to handle matters related to this transaction and sign relevant documents with full authorization, and to report the progress and execution of the transaction upon the completion of the sale in the latest board meeting.
10. The said transaction of acquiring real estate from a related party is for an amount exceeding 10% of the company's total assets; therefore, it must be presented to the shareholders' meeting for approval before having the transaction contract signed and payment made.

    It is proposed to the shareholders' meeting to have the Chairman authorized with full authority within the principles and scope of this proposal. If it is necessary to have amendments made due to the changes in laws and regulations, the requirements of the competent authorities, or objective market environment, the shareholders' meeting is also suggested to authorize the Chairman to have the relevant matters handled and all contracts and documents related to the

aforementioned matters signed in accordance with relevant regulations in order to have the necessary matters for the acquisition of real estate handled.

Resolution:

【Extempore Motions】

【Adjourned】

【Attachments】

Attachment 1

Business Report

In 2023, due to changes in the previous two years, the customer long/short supply risk in the end market was not fully lifted, and the commodity clearance curve was not as expected. This resulted in the revenue and earnings in the first and second half of the year being different from previous years, and the company failed to perform better than the previous year. It is expected that economic and trade barriers, political conflicts, shifts in the job market, and weak terminal market demand will still be factors plaguing business operations in 2024. Consequently, TAITIEN Electronics will maintain its robustness and focus on the needs of the AI generation, enhance the value of its products and services, continue to expand its potential customer base, and improve operational control to strive for steady and upward development.

The 2023 business report:

1. Business plan implementation result:
   The Company's consolidated net operating revenue was NT$1,580,171 thousand, consolidated gross profit NT$426,026 thousand, consolidated net operating profit NT$81,312 thousand, consolidated profit before tax NT$121,620 thousand, consolidated profit after tax NT$88,176 thousand, and earnings per share (EPS) NT$1.29, in 2023.
2. Budget implementation status: The Company didn't disclose any financial forecast in 2023.
3. Analysis on consolidated financial operating and expenditure, and profitability:

Item	2023	2022
Liability to asset ratio (%)	26.23	32.15
Current ratio (%)	412.56	314.76
Quick ratio (%)	293.68	215.16
ROA (%)	3.87	14.53
ROE (%)	5.31	22.03
Net profit margin (%)	5.58	15.15
EPS (NT$)	1.29	5.25

4. R&D:
   The Company completed the following in 2023:

(1) DT-5151, 1.5uSec. for 24 hours Holdover Timing Module
(2) 3225 Low g-sensitivity Crystal。
(3) 3225/2520 Molded Programmable Differential XO。
(4) 7050/5032 +/-0.5ppm, -55°C ~ 125°C TCXO。

Chairman: Sheng-Tai Song

General Manager: Sheng-Tai Song

Accounting Manager: Li-Chu Yang

Attachment 2

Audit Committee's Review Report

The Board of Directors of the Company has prepared the 2023 business report, financial statements and earnings distribution plan. Among them, the financial statements have been audited and certified by Chiang-Shiun Chen, CPA and Sheng-Tai Liang, CPA of Deloitte Taiwan, who also issued the audit report accordingly. Said business report, financial statements and earnings distribution plan have been audited by the Audit Committee and found to be in conformity with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act.

To:

2024 Annual General Meeting of TAITIEN Electronics Co., Ltd.

TAITIEN Electronics Co., Ltd.

Convener of Audit Committee: Hsiao-Ping Fan

March 14, 2024

Attachment 3

TAITIEN Electronics Co., Ltd.

Comparison Table of Amendments to Rules of Procedure for Board of Directors Meetings

After amendment		Current provisions		Description
Article number	**Content**	**Article number**	**Content**	
Article 2	A board meeting shall be convened at least once every quarter, with the reason for convening the meeting specified. The directors shall be notified of a board meeting seven days in advance. However, in case of emergency, a board meeting may be convened at any time. The notice as set forth in the preceding paragraph may be given by electronic means with the consent of the addressee. Matters referred to in Article 11-1 of these rules shall be listed in the reason for convening the meeting and shall not be raised by an extraordinary motion ~~unless there is an emergency or justified reason~~.	Article 2	A board meeting shall be convened at least once every quarter, with the reason for convening the meeting specified. The directors shall be notified of a board meeting seven days in advance. However, in case of emergency, a board meeting may be convened at any time. The notice as set forth in the preceding paragraph may be given by electronic means with the consent of the addressee. Matters referred to in Article 11-1 of these rules shall be listed in the reason for convening the meeting and shall not be raised by an extraordinary motion unless there is an emergency or justified reason.	Amended in accordance with the Regulations Governing Procedure for Board of Directors Meetings of Public Companies.

TAITIEN Electronics Co., Ltd.

Comparison Table of Amendments to Rules of Procedure for Board of Directors Meetings

After amendment		Current provisions		Description
Article number	**Content**	**Article number**	**Content**	
Article 7	When a board meeting of the Company is convened, the President's Office shall prepare relevant information for the reference of participating directors at any time. As merited by the content of a proposal to be put forward at a board meeting, personnel from a relevant department or a subsidiary may be notified to attend the meeting as non-voting participants. When necessary, certified public accountants, attorneys, or other professionals may also be invited to attend the meeting as non-voting participants and to make explanatory statements. However, they shall leave the meeting when deliberation or voting takes place.	Article 7	When a board meeting of the Company is convened, the President's Office shall prepare relevant information for the reference of participating directors at any time. As merited by the content of a proposal to be put forward at a board meeting, personnel from a relevant department or a subsidiary may be notified to attend the meeting as non-voting participants. When necessary, certified public accountants, attorneys, or other professionals may also be invited to attend the meeting as non-voting participants and to make explanatory statements. However, they shall leave the meeting when deliberation or voting takes place.	Amended in accordance with the Regulations Governing Procedure for Board of Directors Meetings of Public Companies.

TAITIEN Electronics Co., Ltd.

Comparison Table of Amendments to Rules of Procedure for Board of Directors Meetings

After amendment		Current provisions		Description
Article number	**Content**	**Article number**	**Content**	
Article 7	The chair of the board shall call the meeting to order immediately when more than half of the directors have attended the meeting. If one-half of all the directors are not in attendance at the appointed meeting time, the chair may announce postponement of the meeting <u>on the day,</u> provided that no more than two such postponements may be made. If the quorum is still not met after two postponements, the chair may reconvene the meeting in accordance with the procedures in Article 2, Paragraph 2. The number of “all directors” as used in Paragraph 2, Subparagraph 2 shall be counted as the number of directors actually in office.	Article 7	The chair of the board shall call the meeting to order immediately when more than half of the directors have attended the meeting. If one-half of all the directors are not in attendance at the appointed meeting time, the chair may announce postponement of the meeting, provided that no more than two such postponements may be made. If the quorum is still not met after two postponements, the chair may reconvene the meeting in accordance with the procedures in Article 2, Paragraph 2. The number of “all directors” as used in Paragraph 2, Subparagraph 2 shall be counted as the number of directors actually in office.	Amended in accordance with the Regulations Governing Procedure for Board of Directors Meetings of Public Companies.

TAITIEN Electronics Co., Ltd.

Comparison Table of Amendments to Rules of Procedure for Board of Directors Meetings

After amendment		Current provisions		Description
Article number	**Content**	**Article number**	**Content**	
Article 10	Board meetings of the Company shall follow the agenda given in the meeting notice. However, the agenda may be changed with the approval of a majority of directors in attendance at the Board meeting. The chair may not declare the meeting closed without the approval of a majority of the directors in attendance at the meeting. At any time during the course of a Board meeting, if the number of directors present at the meeting does not constitute a majority of the attending directors, then upon the motion by a director present at the meeting, the chair shall declare a suspension of the meeting, in which case Article 7, Paragraph 2 shall apply mutatis mutandis.	Article 10	Board meetings of the Company shall follow the agenda given in the meeting notice. However, the agenda may be changed with the approval of a majority of directors in attendance at the Board meeting. The chair may not declare the meeting closed without the approval of a majority of the directors in attendance at the meeting. At any time during the course of a Board meeting, if the number of directors present at the meeting does not constitute a majority of the attending directors, then upon the motion by a director present at the meeting, the chair shall declare a suspension of the meeting, in which case Article 7, Paragraph 2 shall apply mutatis mutandis.	Amended in accordance with the Regulations Governing Procedure for Board of Directors Meetings of Public Companies.

TAITIEN Electronics Co., Ltd.

Comparison Table of Amendments to Rules of Procedure for Board of Directors Meetings

After amendment		Current provisions		Description
Article number	**Content**	**Article number**	**Content**	
Article 10	Article 6, Paragraph 3 shall apply to the appointment of proxies of the chair who is unable to preside over the meeting or adjourned without complying with the provisions of Article 6, Paragraph 3 when board meetings are in progress.	Article 10		Amended in accordance with the Regulations Governing Procedure for Board of Directors Meetings of Public Companies.

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
Taitien Electronics Co., Ltd.

Opinion

We have audited the accompanying consolidated financial statements of Taitien Electronics Co., Ltd. (the "Company") and its subsidiaries (collectively referred to as the "Group"), which comprise the consolidated balance sheets as of December 31, 2023 and 2022, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the consolidated financial statements, including material accounting policy information (collectively referred to as the "consolidated financial statements").

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2023 and 2022, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants and the Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended December 31, 2023. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matter of the Group's consolidated financial statements for the year ended December 31, 2023 is described as follows:

Occurrence of Sales Revenue

The revenue of the Group for the year ended December 31, 2023 had a decrease compared to revenue for the year ended December 31, 2022. In comparison with 2022, revenue derived from some major customers considerably increased. Considering that revenue recognition inherently carries a high risk of fraud and that management may be under pressure to achieve expected financial goals, we deemed the occurrence of sales revenue from major customers that meet the above indicators a key audit matter. For the relevant explanation of accounting policies and notes to the financial statements, refer to Notes 4 and 23.

Our audit procedures for the key audit matters were as follows:

1. We obtained an understanding of the design and implementation of the internal controls related to the recognition of sales revenue, and we designed appropriate audit procedures on internal controls related to the above-mentioned major customers in order to evaluate and test the effectiveness of the design and implementation of the Group's internal controls.

2. We performed substantive tests on the revenue transactions of the above-mentioned major customers for the current year. The procedures include selecting appropriate samples verifying external transaction documents and checking subsequent collection to confirm the occurrence of sales transactions.

3. We compared the changes in revenue, gross margin rate, turnover rate of accounts receivable and credit conditions of the above-mentioned major customers and we evaluated the reasonableness of the changes.

Other Matter

We have also audited the parent company only financial statements of Taitien Electronics Co., Ltd. as of and for the years ended December 31, 2023 and 2022 on which we have issued an unmodified opinion.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance, including the audit committee, are responsible for overseeing the Group's financial reporting process.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Standards on Auditing of the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with the Standards on Auditing of the Republic of China, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.

5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

6. Obtain sufficient and appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision, and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the year ended December 31, 2023 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audits resulting in this independent auditors' report are Chiang Hsun Chen and Sheng Tai Liang.

Deloitte & Touche
Taipei, Taiwan
Republic of China

March 14, 2024

Notice to Readers

The accompanying consolidated financial statements are intended only to present the consolidated financial position, financial performance and cash flows in accordance with accounting principles and practices generally accepted in the Republic of China and not those of any other jurisdictions. The standards, procedures and practices to audit such consolidated financial statements are those generally applied in the Republic of China.

For the convenience of readers, the independent auditors' report and the accompanying consolidated financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. If there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language independent auditors' report and consolidated financial statements shall prevail.

NT ASSETS			
ınd cash equivalents (Notes 4 and 6)	$ 622,608	29	$ 631,942
;ial assets at fair value through profit or loss - current (Notes 4 and 7)	23,007	1	29,887
;ial assets at amortized cost - current (Notes 4 and 9)	142,560	7	147,170
receivable (Notes 4, 11 and 23)	9,011	-	6,826
receivables (Notes 4, 11 and 23)	314,595	15	531,029
receivables (Notes 4 and 11)	5,353	-	7,751
ıt tax assets (Notes 4 and 25)	1,005	-	299
:ories (Notes 4 and 12)	429,707	20	602,172
yments (Note 18)	23,096	1	25,463
current assets	540	-	974
`otal current assets	1,571,482	73	1,983,513
JRRENT ASSETS			
;ial assets at fair value through other comprehensive income - non-current (Notes 4 and 8)	21,357	1	15,432
;ial assets at amortized cost - non-current (Notes 4, 9 and 32)	200	-	200
rty, plant and equipment (Notes 4, 14 and 33)	444,694	21	425,923
·of-use assets (Notes 4, 15 and 31)	38,611	2	55,958
ment properties (Notes 4 and 16)	720	-	725
Intangible assets (Notes 4 and 17)	3,326	-	3,390
;ed tax assets (Notes 4 and 25)	50,860	3	46,563
non-current assets (Note 18)	7,045	-	38,229
`otal non-current assets	566,813	27	586,420
	$ 2,138,295	100	$ 2,569,933
ITIES AND EQUITY			
NT LIABILITIES			
;term borrowings (Notes 4 and 19)	$ 150,000	7	$ 184,000
ıct liabilities (Note 23)	6,334	-	14,616
payables	109,353	5	172,562
payables (Note 20)	79,931	4	159,128
ıt tax liabilities (Notes 4 and 25)	16,809	1	81,113
liabilities - current (Notes 4, 15 and 31)	15,607	1	16,693
current liabilities (Note 20)	2,880	-	2,063
`otal current liabilities	380,914	18	630,175
JRRENT LIABILITIES			
;ed tax liabilities (Notes 4 and 25)	106,230	5	100,018
liabilities - non-current (Notes 4, 15 and 31)	19,067	1	34,713
;ed revenue - non-current (Notes 20 and 27)	7,522	-	6,480
:fined benefit liabilities - non-current (Notes 4 and 21)	32,060	1	38,581
non-current liabilities (Note 20)	15,107	1	16,310
`otal non-current liabilities	179,986	8	196,102
`otal liabilities	560,900	26	826,277
' ATTRIBUTABLE TO OWNERS OF THE COMPANY (Note 22)			
capital			
linary shares	683,338	32	683,338
ıl surplus	408,346	19	408,346
ıed earnings			
;al reserve	192,005	9	156,224
:cial reserve	80,963	4	96,067
ıppropriated earnings	311,150	14	480,644
`otal retained earnings	584,118	27	732,935
equity	(98,407)	(4)	(80,963
`otal equity attributable to owners of the Company	1,577,395	74	1,743,656
`otal equity	1,577,395	74	1,743,656

TAITIEN ELECTRONICS CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022
(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2023		2022	
	Amount	%	Amount	%
OPERATING REVENUE (Notes 4 and 23)	$ 1,580,171	100	$ 2,369,419	100
OPERATING COSTS (Notes 12, 24 and 31)	(1,154,145)	(73)	(1,555,765)	(66)
GROSS PROFIT	426,026	27	813,654	34
OPERATING EXPENSES (Notes 24 and 31)				
Selling and marketing expenses	(110,018)	(7)	(123,108)	(5)
General and administrative expenses	(169,780)	(11)	(204,059)	(8)
Research and development expenses	(59,558)	(4)	(64,727)	(3)
Expected credit loss (gain) (Note 11)	(5,358)	-	810	-
Total operating expenses	(344,714)	(22)	(391,084)	(16)
PROFIT FROM OPERATIONS	81,312	5	422,570	18
NON-OPERATING INCOME AND EXPENSES (Notes 4, 24 and 31)				
Interest income	14,513	1	3,755	-
Other income	10,693	1	12,672	1
Other gains and losses	18,855	1	54,259	2
Finance costs	(3,753)	-	(3,220)	-
Total non-operating income and expenses	40,308	3	67,466	3
PROFIT BEFORE INCOME TAX FROM CONTINUING OPERATIONS	121,620	8	490,036	21
INCOME TAX EXPENSE (Notes 4 and 25)	(33,444)	(2)	(131,181)	(6)
NET PROFIT FOR THE YEAR	88,176	6	358,855	15

(Continued)

TAITIEN ELECTRONICS CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022
(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2023		2022	
	Amount	%	Amount	%
OTHER COMPREHENSIVE INCOME				
Items that will not be reclassified subsequently to profit or loss:				
Remeasurement of defined benefit plans (Notes 4 and 21)	$ 2,718	-	$ (1,313)	-
Unrealized loss on investments in equity instruments at fair value through other comprehensive income (Notes 4 and 22)	(4,593)	-	(4,923)	-
Income tax related to items that will not be reclassified subsequently to profit or loss (Notes 4 and 25)	179	-	740	-
	(1,696)	-	(5,496)	-
Items that may be reclassified subsequently to profit or loss:				
Exchange differences on translation of the financial statements of foreign operations (Notes 4 and 22)	(17,197)	(1)	25,920	1
Unrealized gain (loss) on investments in debt instruments at fair value through other comprehensive income (Notes 4 and 22)	229	-	(1,482)	-
Income tax relating to items that may be reclassified subsequently to profit or loss (Notes 4 and 25)	3,395	-	(4,888)	-
	(13,573)	(1)	19,550	1
Other comprehensive (loss) income for the year, net of income tax	(15,269)	(1)	14,054	1
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	$ 72,907	5	$ 372,909	16
EARNINGS PER SHARE (Note 26)				
Basic	$ 1.29		$ 5.25	
Diluted	$ 1.28		$ 5.17	

The accompanying notes are an integral part of the consolidated financial statements. (Concluded)

	Equity Attributable to Owners of the Company							
	Share Capital			Retained Earnings			Other Equity	
	Shares (In Thousands)	Amount	Capital Surplus	Legal Reserve	Special Reserve	Unappropriated Earnings	Exchange Differences on Translation of the Financial Statements of Foreign Operations	Unr Valua (Lo Finan at Fa Throu Comp In
, 2022	68,334	$ 683,338	$ 408,346	$ 132,101	$ 95,295	$ 291,235	$ (90,397)	$
ıings (Note 22)								
	-	-	-	24,123	-	(24,123)	-	
	-	-	-	-	772	(772)	-	
	-	-	-	-	-	(143,501)	-	
ɛd December 31, 2022	-	-	-	-	-	358,855	-	
ıne for the year ended December 31, 2022								
	-	-	-	-	-	(1,050)	20,736	
ne for the year ended December 31, 2022	-	-	-	-	-	357,805	20,736	
31, 2022	68,334	683,338	408,346	156,224	96,067	480,644	(69,661)	
ıings (Note 22)								
	-	-	-	35,781	-	(35,781)	-	
ve	-	-	-	-	(15,104)	15,104	-	
	-	-	-	-	-	(239,168)	-	
ɛd December 31, 2023	-	-	-	-	-	88,176	-	
for the year ended December 31, 2023								
	-	-	-	-	-	2,175	(13,757)	
ne for the year ended December 31, 2023	-	-	-	-	-	90,351	(13,757)	
31, 2023	68,334	$ 683,338	$ 408,346	$ 192,005	$ 80,963	$ 311,150	$ (83,418)	$

re an integral part of the consolidated financial statements.

TAITIEN ELECTRONICS CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022
(In Thousands of New Taiwan Dollars)

	2023	2022
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax	$ 121,620	$ 490,036
Adjustments for:		
Depreciation expense	88,418	96,070
Amortization expense	1,124	1,166
Expected credit loss (gain)	5,358	(810)
Net gain on fair value changes of financial assets and liabilities at fair value through profit or loss	(2,995)	(1,870)
Finance costs	3,753	3,220
Interest income	(14,513)	(3,755)
Dividend income	-	(2,919)
Loss on disposal of property, plant and equipment	426	13
Write-down of inventories	-	2,043
Net loss (gain) on foreign currency exchange	8,750	(27,592)
Realized gain on deferred revenue	(1,046)	(900)
Changes in operating assets and liabilities:		
Notes receivable	(2,185)	4,377
Trade receivables	205,376	112,772
Other receivables	3,755	1,763
Inventories	169,266	(99,060)
Prepayments	2,186	(5,217)
Other current assets	427	(521)
Contract liabilities	(8,256)	3,426
Trade payables	(57,548)	(136,116)
Other payables	(84,518)	18,822
Deferred revenue	2,221	-
Other current liabilities	(114)	660
Net defined benefit liabilities	(3,803)	(4,288)
Cash generated from operations	437,702	451,320
Interest received	13,149	3,476
Interest paid	(3,753)	(3,280)
Income tax paid	(92,529)	(56,598)
Net cash generated from operating activities	354,569	394,918
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of financial assets at fair value through other comprehensive income	(15,000)	-
Proceeds from capital reduction on financial assets at fair value through other comprehensive income	4,700	-
Purchase of financial assets at amortized cost	-	(96,364)
Proceeds from sale of financial assets at amortized cost	4,564	-
Purchase of financial assets at fair value through profit or loss	-	(2,764)
Proceeds from sale of financial assets at fair value through profit or loss	9,875	5,058

(Continued)

TAITIEN ELECTRONICS CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022
(In Thousands of New Taiwan Dollars)

	2023	2022
Payments for property, plant and equipment	$ (58,037)	$ (117,210)
Proceeds from disposal of property, plant and equipment	79	315
Decrease (increase) in refundable deposits	109	(154)
Payments for intangible assets	(486)	(321)
Increase in prepayments for equipment	(1,765)	(27,426)
Dividends received	-	2,919
Net cash used in investing activities	(55,961)	(235,947)
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from short-term borrowings	50,000	39,000
Repayments of short-term borrowings	(84,000)	(91,550)
Refunds of guarantee deposits received	-	(443)
Repayments of the principal portion of lease liabilities	(16,881)	(16,674)
Dividend paid to owners of the company	(239,168)	(143,501)
Net cash used in financing activities	(290,049)	(213,168)
EFFECTS OF EXCHANGE RATE CHANGES ON THE BALANCE OF CASH HELD IN FOREIGN CURRENCIES	(17,893)	40,706
NET (DECREASE) IN CASH AND CASH EQUIVALENTS	(9,334)	(13,491)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	631,942	645,433
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	$ 622,608	$ 631,942

The accompanying notes are an integral part of the consolidated financial statements. (Concluded)

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
Taitien Electronics Co., Ltd.

Opinion

We have audited the accompanying financial statements of Taitien Electronics Co., Ltd. (the "Company"), which comprise the balance sheets as of December 31, 2023 and 2022, and the statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the financial statements, including material accounting policy information (collectively referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2023 and 2022, and its financial performance and its cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants and the Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the year ended December 31, 2023. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matter of the Company's financial statements for the year ended December 31, 2023 is described as follows:

Occurrence of Sales Revenue

The revenue of the Company for the year ended December 31, 2023 had a decrease compared to revenue for the year ended December 31, 2022. In comparison with 2022, revenue derived from some major customers considerably increased. Considering that revenue recognition inherently carries a high risk of fraud and that management may be under pressure to achieve expected financial goals, we deemed the occurrence of sales revenue from major customers that meet the above indicators a key audit matter. For the relevant explanation of accounting policies and notes to the financial statements, refer to Notes 4 and 22.

Our audit procedures for the key audit matters were as follows:

1. We obtained an understanding of the design and implementation of the internal controls related to the recognition of sales revenue, and we designed appropriate audit procedures on internal controls related to the above-mentioned major customers in order to evaluate and test the effectiveness of the design and implementation of the Company's internal controls.

2. We performed substantive tests on the revenue transactions of the above-mentioned major customers for the current year. The procedures include selecting appropriate samples verifying external transaction documents and checking subsequent collection to confirm the occurrence of sales transactions.

3. We compared the changes in revenue, gross margin rate, turnover rate of accounts receivable and credit conditions of the above-mentioned major customers and we evaluated the reasonableness of the changes.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance, including the audit committee, are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Standards on Auditing of the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with the Standards on Auditing of the Republic of China, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

5. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

6. Obtain sufficient and appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the financial statements. We are responsible for the direction, supervision, and performance of the audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements for the year ended December 31, 2023, and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audits resulting in this independent auditors' report are Chiang Hsun Chen and Sheng Tai Liang.

Deloitte & Touche
Taipei, Taiwan
Republic of China

March 14, 2024

Notice to Readers

The accompanying financial statements are intended only to present the financial position, financial performance and cash flows in accordance with accounting principles and practices generally accepted in the Republic of China and not those of any other jurisdictions. The standards, procedures and practices to audit such financial statements are those generally applied in the Republic of China.

For the convenience of readers, the independent auditors' report and the accompanying financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. If there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language independent auditors' report and financial statements shall prevail.

NT ASSETS			
ıd cash equivalents (Notes 4 and 6)	$ 119,222	6	$ 118,21
;ial assets at fair value through profit or loss - current (Notes 4, 7 and 28)	23,007	1	29,88
;ial assets at amortized cost - current (Notes 4, 9 and 10)	139,444	7	147,17
receivable (Notes 4, 11 and 22)	148	-	1,35
receivables (Notes 4, 11 and 22)	109,208	6	181,79
receivables from related parties (Notes 4, 22 and 29)	56,242	3	91,84
receivables (Notes 4 and 11)	5,268	-	7,69
receivables from related parties (Notes 4 and 29)	9	-	
;ories (Notes 4 and 12)	188,365	10	244,03
yments (Note 17)	10,048	-	10,46
`otal current assets	650,961	33	832,45
JRRENT ASSETS			
;ial assets at fair value through other comprehensive income - non-current (Notes 4, 8 28)	19,951	1	10,40
;ial assets at amortized cost - non-current (Notes 4, 9, 10 and 30)	200	-	20
ments accounted for using the equity method (Notes 4 and 13)	1,160,864	59	1,322,74
rty, plant and equipment (Notes 4, 14 and 31)	97,258	5	69,28
·of-use assets (Notes 4, 15 and 29)	8,965	-	12,10
intangible assets (Notes 4 and 16)	711	-	79
;ed tax assets (Notes 4 and 24)	32,940	2	28,73
non-current assets (Note 17)	588	-	9,90
`otal non-current assets	1,321,477	67	1,454,17
	$ 1,972,438	100	$ 2,286,62
ITIES AND EQUITY			
NT LIABILITIES			
;term borrowings (Note 18)	$ 150,000	8	$ 184,00
ıct liabilities (Note 22)	4,031	-	9,72
payables	30,527	2	28,17
payables to related parties (Note 29)	35,656	2	66,65
payables (Note 19)	43,032	2	91,58
payables to related parties (Note 29)	565	-	67
ıt tax liabilities (Notes 4 and 24)	18,381	1	42,79
liabilities - current (Notes 4, 15 and 29)	2,853	-	3,28
current liabilities (Note 19)	1,950	-	2,06
`otal current liabilities	286,995	15	428,95
JRRENT LIABILITIES			
;ed tax liabilities (Notes 4 and 24)	69,698	3	66,44
liabilities - non-current (Notes 4, 15 and 29)	6,290	-	8,98
;fined benefit liabilities - non-current (Notes 4 and 20)	32,060	2	38,58
`otal non-current liabilities	108,048	5	114,01
`otal liabilities	395,043	20	542,96
' (Note 21)			
capital			
linary shares	683,338	35	683,33
ıl surplus	408,346	21	408,34
ıed earnings			
;al reserve	192,005	9	156,22
;cial reserve	80,963	4	96,06
ıppropriated earnings	311,150	16	480,64
`otal retained earnings	584,118	29	732,93
equity	(98,407)	(5)	(80,96
`otal equity	1,577,395	80	1,743,65

TAITIEN ELECTRONICS CO., LTD.

STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022
(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2023		2022	
	Amount	%	Amount	%
SALES REVENUES (Notes 4, 22 and 29)	$ 840,636	100	$ 1,202,369	100
COST OF GOODS SOLD (Notes 12, 23 and 29)	(640,329)	(76)	(853,489)	(71)
GROSS PROFIT	200,307	24	348,880	29
UNREALIZED GAIN ON TRANSACTIONS WITH SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES (Note 4)	(7,986)	(1)	(7,304)	-
REALIZED GAIN ON TRANSACTIONS WITH SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES (Note 4)	7,304	1	3,147	-
REALIZED GROSS PROFIT	199,625	24	344,723	29
OPERATING EXPENSES (Notes 23 and 29)				
Selling and marketing expenses	(55,693)	(7)	(66,221)	(6)
General and administrative expenses	(59,341)	(7)	(81,209)	(7)
Research and development expenses	(40,102)	(5)	(39,293)	(3)
Expected credit loss (gain)	(2,750)	-	614	-
Total operating expenses	(157,886)	(19)	(186,109)	(16)
PROFIT FROM OPERATIONS	41,739	5	158,614	13
NON-OPERATING INCOME AND EXPENSES				
Interest income (Notes 4 and 23)	12,350	1	3,156	-
Other income (Notes 4, 23 and 29)	917	-	4,842	-
Other gains and losses (Note 23)	12,398	2	36,466	3
Finance costs (Notes 23 and 29)	(3,156)	-	(2,452)	-
Share of profit or loss of subsidiaries, associates and joint ventures (Note 4)	43,353	5	223,098	19
Total non-operating income and expenses	65,862	8	265,110	22
PROFIT BEFORE INCOME TAX FROM CONTINUING OPERATIONS	107,601	13	423,724	35
INCOME TAX EXPENSE (Notes 4 and 24)	(19,425)	(2)	(64,869)	(5)
NET PROFIT FOR THE YEAR	88,176	11	358,855	30

(Continued)

TAITIEN ELECTRONICS CO., LTD.

STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022
(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2023		2022	
	Amount	%	Amount	%
OTHER COMPREHENSIVE INCOME				
Items that will not be reclassified subsequently to profit or loss:				
Remeasurement of defined benefit plans (Notes 4 and 20)	$ 2,718	-	$ (1,313)	-
Unrealized loss on investments in equity instruments at fair value through other comprehensive income (Notes 4 and 21)	(981)	-	(2,538)	(1)
Share of the other comprehensive loss of subsidiaries, associates and joint ventures accounted for using the equity method (Notes 4 and 21)	(3,612)	-	(2,385)	-
Income tax relating to items that will not be reclassified subsequently to profit or loss (Notes 4 and 24)	179	-	740	-
	(1,696)	-	(5,496)	(1)
Items that may be reclassified subsequently to profit or loss:				
Exchange differences on translation of the financial statements of foreign operations (Notes 4 and 21)	(17,197)	(2)	25,920	2
Unrealized gain (loss) on investments in debt instruments at fair value through other comprehensive income (Notes 4 and 21)	229	-	(1,482)	-
Income tax relating to items that may be reclassified subsequently to profit or loss (Notes 4, 21 and 24)	3,395	-	(4,888)	-
	(13,573)	(2)	19,550	2
Other comprehensive (loss) income for the year, net of income tax	(15,269)	(2)	14,054	1
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	$ 72,907	9	$ 372,909	31
EARNINGS PER SHARE (Note 25)				
Basic	$ 1.29		$ 5.25	
Diluted	$ 1.28		$ 5.17	

The accompanying notes are an integral part of the financial statements. (Concluded)

				Retained Earnings			Other Equity	
	Shares (In Thousands)	Amount	Capital Surplus	Legal Reserve	Special Reserve	Unappropriated Earnings	Exchange Differences on Translation of the Financial Statements of Foreign Operations	Unr Valua (Lo Financ at Fa Throu Comp In
, 2022	68,334	$ 683,338	$ 408,346	$ 132,101	$ 95,295	$ 291,235	$ (90,397)	$
ıings (Note 21)								
	-	-	-	24,123	-	(24,123)	-	
	-	-	-	-	772	(772)	-	
	-	-	-	-	-	(143,501)	-	
ɔd December 31, 2022	-	-	-	-	-	358,855	-	
ıe for the year ended December 31, 2022								
	-	-	-	-	-	(1,050)	20,736	
ne for the year ended December 31, 2022	-	-	-	-	-	357,805	20,736	
31, 2022	68,334	683,338	408,346	156,224	96,067	480,644	(69,661)	
ıings (Note 21)								
	-	-	-	35,781	-	(35,781)	-	
ve	-	-	-	-	(15,104)	15,104	-	
	-	-	-	-	-	(239,168)	-	
ɔd December 31, 2023	-	-	-	-	-	88,176	-	
for the year ended December 31, 2023								
	-	-	-	-	-	2,175	(13,757)	
ne for the year ended December 31, 2023	-	-	-	-	-	90,351	(13,757)	
31, 2023	68,334	$ 683,338	$ 408,346	$ 192,005	$ 80,963	$ 311,150	$ (83,418)	$

re an integral part of the financial statements.

TAITIEN ELECTRONICS CO., LTD.

STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022
(In Thousands of New Taiwan Dollars)

	2023	2022
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax	$ 107,601	$ 423,724
Adjustments for:		
Depreciation expense	31,764	35,705
Amortization expense	565	563
Expected credit loss (gain)	2,750	(614)
Net (gain) loss on fair value changes of financial assets and liabilities at fair value through profit or loss	(197)	3,188
Finance costs	3,156	2,452
Interest income	(12,350)	(3,156)
Dividend income	-	(2,919)
Share of profit of subsidiaries, associates and joint ventures	(43,353)	(223,098)
Write-down of inventories	-	1,588
Unrealized gain on transactions with subsidiaries, associates and joint ventures	7,986	7,304
Realized gain on transactions with subsidiaries, associates and joint ventures	(7,304)	(3,147)
Net loss (gain) on foreign currency exchange	3,860	(7,291)
Changes in operating assets and liabilities:		
Notes receivable	1,204	(836)
Trade receivables	65,924	78,720
Trade receivables from related parties	34,430	(13,058)
Other receivables	3,781	933
Inventories	55,665	(30,730)
Prepayments	413	(9,195)
Other current assets	-	12
Contract liabilities	(5,696)	6,118
Trade payables	2,618	(21,436)
Trade payables to related parties	(29,661)	(43,958)
Other payables	(54,164)	22,731
Other payables to related parties	(95)	(2,283)
Other current liabilities	(113)	660
Net defined benefit liabilities	(3,803)	(4,288)
Cash generated from operations	164,981	217,689
Interest received	10,987	2,876
Interest paid	(3,156)	(2,452)
Income tax paid	(41,212)	(1,507)
Net cash generated from operating activities	131,600	216,606
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of financial assets at fair value through other comprehensive income	(15,000)	-
Proceeds from capital reduction on financial assets at fair value through other comprehensive income	4,700	-

(Continued)

TAITIEN ELECTRONICS CO., LTD.

STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022
(In Thousands of New Taiwan Dollars)

	2023	2022
Purchase of financial assets at amortized cost	$ 7,726	$ (96,364)
Purchase of financial assets at fair value through profit or loss	-	(2,764)
Proceeds from sale of financial assets at fair value through profit or loss	7,077	-
Payments for property, plant and equipment	(41,017)	(19,599)
Decrease in refundable deposits	101	-
(Increase) decrease in other receivables from related parties	(9)	25
Payments for intangible assets	(484)	(320)
Dividends received	-	2,919
Increase in prepayments for equipment	(445)	(9,662)
Net cash used in investing activities	(37,351)	(125,765)
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from short-term borrowings	50,000	39,000
Repayments of short-term borrowings	(84,000)	(35,000)
Repayment of the principal portion of lease liabilities	(3,378)	(3,067)
Cash dividends paid	(239,168)	(143,501)
Reduction of capital of subsidiaries	183,744	-
Net cash used in financing activities	(92,802)	(142,568)
EFFECTS OF EXCHANGE RATE CHANGES ON THE BALANCE OF CASH HELD IN FOREIGN CURRENCIES	(442)	10,400
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	1,005	(41,327)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	118,217	159,544
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	$ 119,222	$ 118,217

The accompanying notes are an integral part of the financial statements. (Concluded)

Euro-Asia Real Estate Appraisers Firm Appraisal Report

File Number: EAT2024040067

Consignor: TAITIEN Electronics Co., LTD

Subject Property: Lot No. 224, Da'an Section, Shulin District, New Taipei City

Total Valie: NT$403,690,650

Date of Value Opinion: April 16, 2024

Date of Publication: April 24, 2024

3F., No. 265, Zhongzheng 1st Rd., Lingya Dist.,
Kaohsiung City, Taiwan (R.O.C.)

TEL: 0800-589-920

Website: www.euroasia.com.tw

Summary of Real Eastate Valuation

1. Fuke Number: EAT2024040067
2. Consignor: TAITIEN Electronics Co., LTD
3. Basic Info.
   (1) The Subject Property: Lot No. 224, Da'an Section, Shulin District, New Taipei City
   (2) Land Area: 2,998.90 square meters (907.17 pings)
   (3) Owner: TAITIEN Asset Development Co., Ltd.
   (4) Zoning: Type B industrial land
   (5) There are two buildings on the ground, which are used by TAITIEN Electronics Co., LTD, the owner of the building. At the time of the on-site survey, these two buildings were used for production lines and office purposes.
   (6) Product Type: Industrial land.
4. Premise
   (1) Purpose of the Valuation: Reference for transaction.
   (2) Type of Price: Normal price.
   (3) Valuation Conditions: According to the intention of the Consignor, the valuation is based on the base land and does not take into account the impact of the buildings on the ground and lease contracts on land prices.
   (4) Value Date: April 16, 2024.
   (5) Survey Date: April 16, 2024.
5. Land Value-added Tax and Net Value for Calculation of Current Land Value: The total land value-added tax calculated based on the current value of the current year: NT$19, 483, 254.
6. Records on Setting of Other Rights and Restriction Registration:
   (1) According to the copy of the registration transcript issued by the New Taipei City Shulin Land Office on April 11, 2024, it shows that the subject matter of this case has no other record of setting of rights.
   (2) According to the copy of the registration transcript issued by the New

Taipei City Shulin Land Office on April 11, 2024, there are no restriction registration such as seizure, provisional seizure, registration of caution, and prohibition on disposal.

7. Conclusions:

The subject matter is the real estate located at Lot No. 224, Da'an Section, Shulin District, New Taipei City. The purpose of this report is for the purpose of valuation as a reference for the transaction price. The price type is the normal price. The price date is April 16, 2024. We took into account the information provided by the Consignor to reach a reasonable assessment of the value of the subject matter under current real estate market conditions.

After our appraisers conduct an analysis of the property rights, general factors, regional factors, individual factors, real estate market conditions, and the highest and best use of the subject matter, the comparative method and the land development analysis method are adopted to evaluate the final price as follows.

Final estimated valuation amount: NT$403, 690, 650

Net value after deducting the current land value-added tax: NT$384, 207, 395

The above valuation results are only applicable to the subject of appraisal and transaction price reference. In addition, those who use this valuation report shall carefully read the declarations, restrictions, descriptions of basic matters and valuation conditions contained therein to avoid the misuse of the valuation results.

Real Estate Appraiser: (signed)

License No.: (2021) Kao-Shi-Gu-Zi No. 000120
Membership No.: (2024)Lao-Shi-Gu-Shi-Zi No. 125

Assistant to the Real Estate Appraiser: YEN, YU-REN (seal affixed)

Attachment 6

Comments on the Reasonability of the Transaction Price and cash income and expense forecast statement reviewed by the accountant

TAITIEN Electronics Co., LTD

Comments on the Rationality of the Transaction Price of Acquisition of Real Estate from a Related Party

Summary

1. Name of Client: TAITIEN Electronics Co., LTD
2. Work: Rationality assessment of the price of real estate acquired from the related party.
3. Legal basis: Article 16 of the Regulations Governing the Acquisition and Disposal of Assets by Public Companies.
4. Basis for reaching the opinions: These opinions are based on a real estate valuation report issued by another professional appraisal agency entrusted by the Client, which has the valuation base date as April 16, 2024, and based on various assumptions in the valuation report, after analyzing the property rights, general factors, regional factors, individual factors, current real estate market conditions, highest and best use analysis, and the professional opinions of the appraiser, the comparative method and land development analysis method were adopted to comprehensively evaluate the fair value of the real estate at NT$403,690,650, which was adopted as the basis for determining the transaction price.
5. Conclusions: The transaction price of the real estate that TAITIEN Electronics Co., LTD intends to acquire is NT$395,000,000, which is less than the total transaction cost of the related party, and the difference from the fair value of the real estate assessed above is only 2.20%. The value is approximately the same, which is considered reasonable after evaluation.

YuanFu CPAs Firm
CPA: LIN, CHIN-HUA
Address: 8F-1, No. 36, Hengyang Rd.,
Zhongzheng Dist., Taipei City
April 25, 2024

Declarations

The CPA issues the valuation opinions based on the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies", "Expert Opinion Issuance Guidelines" and in compliance with relevant laws, and with reference to the Valuation Standards Bulletin of the Republic of China or relevant self-regulatory standards set by professional associations, etc., and hereby declares as follows:

1. The opinions issued by me and data sources, parameters and information used in executing the operating procedures are complete, correct and reasonable, and serve as the basis for issuing these opinions.

2. Before accepting this case, I have confirmed that I meet the qualifications of Paragraph 1 of Article 5 of the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies", and carefully evaluated my professional abilities and practical experience in accordance with Subparagraph 1 of Paragraph 2 of the Article.

3. When performing this case, the appropriate operating procedures have been properly planned and implemented to form conclusions and issue opinions based on them; the procedures executed, information collected and conclusions reached have been published in detail in the working papers of this case.

4. There is no contingent remuneration in this case and the no conclusions without opinions reached in advance.

5. There are no mutual relations or substantive relations between myself, the parties to the transaction in this case and the professional appraiser or appraisal staff who issued the valuation opinions as stipulated in Subparagraphs 2 and 3 of Paragraph 1 of Article 5 of the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies", and I hereby declare that there are no following circumstances:

(1) Myself or my spouse is currently employed by a party to the transaction in this case to hold a regular job position, receive a fixed salary or serve as a director or supervisor.

(2) Myself or my spouse once served as a director, supervisor, manager, or employee with a significant influence on this case, and was dismissed or resigned within the most recent two years.

(3) The unit where I or my spouse works is a related party to the transaction party in this case.

(4) The director, supervisor, manager and any staff with significant influence on this case is the spouse or second-degree kinship relative of the parties to the transaction of this case.

(5) Myself or my spouse has any significant investment or sharing financial interest relationship with the parties to the transaction in this case.

To: TAITIEN Electronics Co., LTD

YuanFu CPAs Firm
CPA: LIN, CHIN-HUA
April 25, 2024

Attachment

CV of Independent Expert	
Name	LIN, CHIN-HUA
Education	Bachelor of Department of Accounting, Fu Jen Catholic University Master of Institute of Accounting of Chinese Culture University
Working Experience	Current- CPA, YuanFu CPAs Firm Associate Manager of the Audit Team of Deloitte Taiwan
Qualifications	ROC CPA Certified Business Appraiser
Licenses	Bei-Shi-Zhen-Zi No. 4231 Certified Business Appraiser Certificate No. 557 of CHINESE ASSOCIATION OF BUSINESS AND INTANGIBLE ASSETS VALUATION

Taitien Electronics Co., Ltd.

Cash Flow Forecast

Unit: NTD in Thousands

Item	2024							2025					Total
	Jun.	Jul.	Aug.	Sep.	Oct.	Nov.	Dec.	Jan.	Feb.	Mar.	Apr.	May.	Total
Cash Beginning Balance	274,883	273,980	274,517	260,905	192,718	192,460	189,895	163,158	168,671	174,499	170,645	573,679	2,910,010
Add: Non-financing Income	58,159	53,709	58,087	56,960	55,922	55,586	55,591	56,561	55,499	56,322	56,320	56,415	224,556
Deduct: Non-financing Expenditure	454,063	53,171	71,699	125,147	56,181	58,151	82,328	51,049	49,671	60,176	53,286	61,911	1,176,833
Add(Deduct): Net Financing	395,000	0	0	0	0	0	0	0	0	0	400,000	(395,000)	400,000
Cash Ending Balance	273,980	274,517	260,905	192,718	192,460	189,895	163,158	168,671	174,499	170,645	573,679	173,183	2,808,310

【Appendices】

Appendix 1

TAITIEN Electronics Co., Ltd.
Rules of Procedure for Board of Directors Meetings

Adopted upon approval of the Board of Directors on March 16, 2006
Amended upon approval of the Board of Directors on April 20, 2006
Amended upon approval of the Board of Directors on December 21, 2006
Amended upon approval of the Board of Directors on December 14, 2007
Amended upon approval of the Board of Directors on March 14, 2008
Amended upon approval of the Board of Directors on March 27, 2013
Amended upon approval of the Board of Directors on March 28, 2018
Amended upon approval of the Board of Directors on January 23, 2019
Amended upon approval of the Board of Directors on March 24, 2020

I. With respect to the Board of Directors meetings (“board meetings”) of the Company, the main agenda items, working procedures, required content of meeting minutes, public announcements, and other compliance requirements shall be handled in accordance with the provisions of these Rules.

II. A board meeting shall be convened at least once every quarter, with the reason for convening specified. The directors shall be notified of a board meeting seven days in advance. However, in case of an emergency, a board meeting may be convened at any time. The notice as set forth in the preceding paragraph may be given by electronic means with the consent of the addressee.
Matters referred to in Article 11-1 of these rules shall be listed in the reason for convening the meeting and shall not be raised by an extraordinary motion unless there is an emergency or justified reason.

III. The Company's Board of Directors designates the President's Office as the unit to handle meeting affairs.
The unit responsible for board meetings shall draft agenda items and prepare sufficient meeting materials, and shall deliver them together with notice of the meeting.
A director who is of the opinion that the meeting materials provided are insufficient may request their supplementation by the unit responsible for board meetings. If a director is of the opinion that materials concerning any proposal are insufficient, the deliberation of such a proposal may be postponed by a resolution from the Board of Directors.

IV. When a board meeting is held, an attendance book shall be provided for

signing-in by attending directors, which shall be made available for future reference.

Directors shall attend board meetings in person. A director unable to attend in person may appoint another director to attend the meeting in his or her place in accordance with the Company's articles of incorporation. Attendance by videoconference shall be deemed attendance in person.

A director who appoints another director to attend a board meeting shall in each instance issue a proxy form stating the scope of authorization with respect to the reasons for convening the meeting.

The proxy referred to in paragraph 2 may be the appointed proxy of only one person.

V. A board meeting shall be held at the premises and during the business hours of this Corporation, or at a place and time convenient for all directors to attend and suitable for holding board meetings.

VI. The Company’s board meetings shall be convened and chaired by the chairman. However, where the first meeting of each newly elected Board of Directors is convened by the director who received votes representing the largest portion of voting rights at the shareholders meeting in which the directors were elected, the meeting shall be chaired by that director; if there are two or more directors so entitled to call the meeting, they shall choose one person by and from among themselves to chair the meeting.

Where a meeting of the Board of Directors is called by a majority of directors on their own initiative in accordance with Article 203, paragraph 4 or Article 203-1, paragraph 3 of the Company Act, the directors shall choose one person by and from among themselves to chair the meeting.

When the chairman is on leave or for any reason is unable to exercise the powers of the chairman, the vice chairman shall do so in place of the chairman, or, if there is no vice chairman or the vice chairman also is on leave or for any reason is unable to act, by a managing director designated by the chairman, or, if there is no managing director, by a director designated thereby, or, if the chairman does not make such a designation, by a managing director or director elected by and from among themselves.

VII. When a board meeting of the Company is convened, the President's Office shall prepare relevant information for the reference of participating directors at any time. As merited by the content of a proposal to be put forward at a board meeting, personnel from a relevant department or a subsidiary may be notified to attend the meeting as non-voting participants. When necessary, certified public accountants, attorneys, or other professionals may also be invited to attend the meeting as non-voting participants and to make explanatory statements. However, they shall leave the meeting when deliberation or voting takes place.

The chair of the board shall call the meeting to order immediately when more than half of the directors have attended the meeting. If one-half of all the directors are not in attendance at the appointed meeting time, the chair may announce postponement of the meeting, provided that no more than two such postponements may be made. If the quorum is still not met after two postponements, the chair may reconvene the meeting in accordance with the procedures in Article 2, Paragraph 2.

The number of “all directors” as used in Paragraph 2, Subparagraph 2 shall be counted as the number of directors actually in office.

VIII. Proceedings of a board meeting shall be recorded in their entirety in audio or video, and the recordings shall be retained for a minimum of 5 years. The record may be retained in electronic form.

If any litigation arises with respect to a resolution of a board meeting before the end of the retention period of the preceding paragraph, the relevant audio or video record shall be retained until the conclusion of the litigation.

Where a board meeting is held by videoconference, the audio or video documentation of the meeting constitutes part of the meeting minutes and shall be retained for the duration of the existence of the Company.

IX. Agenda items for regular board meetings of the Company shall include at least the following:

(I) Matters to be reported:

1. Minutes of the previous meeting and their implementation.
2. Important financial and business matters.
3. Internal audit activities.
4. Other important matters to be reported.

(II) Matters for discussion:

1. Items for continued discussion from the last meeting.
2. Items for discussion at this meeting.

(III) Special motions.

X. Board meetings of the Company shall follow the agenda given in the meeting notice. However, the agenda may be changed with the approval of a majority of directors in attendance at the Board meeting.

The chair may not declare the meeting closed without approval of a majority of the directors in attendance at the meeting. At any time during the course of a Board meeting, if the number of directors present at the meeting does not constitute a majority of the attending directors, then upon the motion by a director present at the meeting, the chair shall declare a suspension of the meeting, in which case Article 7, Paragraph 2 shall apply mutatis mutandis.

XI. The matters listed below as they relate to Company shall be raised for discussion at a board meeting:

(I) The Company's business plan.
(II) Annual and semi-annual financial reports; With the exception of semi-annual financial reports which, under relevant laws and regulations, need not be audited and attested by a certified public accountant (CPA).
(III) Adoption or amendment of an internal control system pursuant to Article 14-1 of the Securities and Exchange Act and assessment of the effectiveness of the internal control system.
(IV) Establishment of or amendments to the procedures for acquisition or disposal of assets, engagement in derivative transactions, loans of funds to others, endorsements or guarantees for others in major financial businesses in accordance with Article 36-1 of the Securities and Exchange Act.
(V) Offering, issuance or private placement of equity-type securities.
(VI) Appointment and dismissal of financial, accounting or internal auditing officers.
(VII) A donation to a related party or a major donation to a non-related party, provided that a public-interest donation of disaster relief that is made for a major natural disaster may be submitted to the following Board of Directors meeting for retroactive recognition.
(VIII) Any matter that, under Article 14-3 of the Securities and Exchange Act or any other law, regulation, or bylaw, shall be approved by resolution at a shareholders meeting or board meeting, or any material matter as may be prescribed by the competent authority.

The term "related party" in subparagraph 7 of the preceding paragraph means a related party as defined in the Regulations Governing the Preparation of Financial Reports by Securities Issuers. The term "major donation to a non-related party" means an individual donation, or cumulative donations within a 1-year period to a single recipient, at an amount of NTD100 million or more, or at an amount equal to or greater than 1 percent of net operating revenue or 5 percent of paid-in capital as stated in the CPA-attested financial report for the most recent year.

The term "within a 1-year period" in the preceding paragraph means a period of 1 year calculated retroactively from the date on which the current Board of Directors meeting is convened. Amounts already submitted to and passed by a resolution of the board are exempted from inclusion in the calculation.

At least one independent director of the Company shall attend the meeting in person. With respect to the matters which shall be approved by resolutions at a board meeting as provided in the first paragraph, any and all independent directors shall attend the meeting. Where an independent director is unable to attend the meeting, that independent director shall appoint another independent

director to attend the meeting as proxy. If an independent director objects to or expresses reservations about any matter, it shall be recorded in the board meeting minutes; if an independent director intends to express an objection or reservation but is unable to attend the meeting in person, then unless there is a legitimate reason to do otherwise, that director shall issue a written opinion in advance, which shall be recorded in the board meeting minutes.

XII. When the chair at a board meeting is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the chair may announce the discussion closed and call a vote.

When a proposal comes to a vote at a board meeting, if no attending director voices an objection following an inquiry by the chair, the proposal shall be deemed approved.

If there is an objection following an inquiry by the chair, the proposal shall be brought to a vote. One voting method for proposals at a board meeting shall be selected by the chair from among those below, provided that when an attending director has an objection, the chair shall seek the opinion of the majority to make a decision:

(I) A show of hands or a vote by a voting machine.

(II) A roll call vote.

(III) A vote by ballot.

(IV) Voting at the Company's voluntary choice.

“Attending directors” as used in the preceding two paragraphs, does not include directors that may not exercise voting rights pursuant to Article 14, paragraph 1.

XIII. Except where otherwise provided by the Securities and Exchange Act and the Company Act, the passage of a proposal at a board meeting shall require the approval of a majority of the directors in attendance at a Board of Directors meeting attended by a majority of all directors.

When there is an amendment or alternative to a proposal, the chair shall present the amended or alternative proposal together with the original proposal and decide the order in which they shall be put to a vote.

If any one proposal is passed, the other proposals shall then be deemed rejected, and no further voting on them shall be required. If a vote on a proposal requires monitoring and counting personnel, the chair shall appoint such personnel, providing that all monitoring personnel shall be directors.

Voting results shall be made known on-site immediately and recorded in writing.

XIV. If any director or a juristic person represented by a director is an interested party with respect to any agenda item, the director shall state the important aspects of the interested party relationship at the respective meeting. When the relationship is likely to prejudice the interests of the Company, the director may not participate in discussion or voting on that agenda item, and further, shall enter recusal during

discussion and voting on that item and may not act as another director's proxy to exercise voting rights on that matter.

Where the spouse or a blood relative within the second degree of kinship of a director, or a company which has a controlling or subordinate relation with a director, is an interested party with respect to an agenda item as described in the preceding paragraph, such director shall be deemed to be an interested party with respect to that agenda item.

The provisions of Article 180, paragraph 2 of the Company Act, as applied *mutatis mutandis* under Article 206, paragraph 4 of that Act, apply to resolutions of Board of Directors meetings when a director is prohibited from exercising voting rights in accordance with the preceding two paragraphs.

XV. Discussions at a board meeting shall be recorded in the meeting minutes, and the minutes shall fully and accurately state the matters listed below:

(I) Session (or year), time, and place of meeting.

(II) Name of the meeting chair.

(III) Attendance of directors at the meeting, specifying the names and number of members present, excused, and absent.

(IV) Names and titles of those attending the meeting as nonvoting participants.

(V) Name of minutes taker.

(VI) Matters reported on.

(VII) Agenda items: the method of resolution and the result for each proposal; a summary of the comments made by directors, experts, or other persons; the name of any director that is an interested party as referred to in paragraph 1 of the preceding article, an explanation of the important aspects of the relationship of interest, the reasons why the director was required or not required to enter recusal, and the status of their recusal; opinions expressing objections or reservations at the meeting that were included in records or stated in writing; and any opinion issued in writing by an independent director under Article 11, paragraph 4.

(VIII) Extraordinary motions: the name of the proposer, method of resolution and the result for each proposal; a summary of the comments made by directors, experts, or other persons; the name of any director that is an interested party as referred to in paragraph 1 of the preceding article, an explanation of the important aspects of the relationship of interest, the reasons why the director was required or not required to enter recusal, and the status of their recusal; and opinions expressing objections or reservations at the meeting that were included in records or stated in writing.

(IX) Any other matters that require reporting.

Any of the following matters in relation to a resolution passed at a meeting of the

Board of Directors shall be stated in the meeting minutes and within two days of the meeting be published on an information reporting website designated by the designated by the Financial Supervisory Commission, Executive Yuan:

(I) Any matter about which an independent director expresses an objection or reservation that has been included in records or stated in writing.

(II) Any matter that has not been passed by the audit committee, but has been adopted with the approval of two-thirds or more of all board directors without having been passed by the audit committee.

The attendance book forms a part of the minutes for each Board of Directors meeting and shall be well preserved during the existence of the Company.

The minutes of a Board of Directors meeting shall bear the signature or seal of both the meeting chair and the minutes taker; a copy of the minutes shall be distributed to each director within 20 days after the meeting.

The production and distribution of the meeting minutes referred to in paragraph 1 may be done in electronic form.

XVI. Except for the matters under Article 11-1 that shall be submitted to the Board of Directors of the Company for discussion, the level and content of the authorization of the Board of Directors in accordance with the laws and regulations of the Company or the Articles of Incorporation, shall be specifically defined.

(I) Review of the Company's accounting system, financial position and financial reporting procedures.

(II) Reviewing the procedures for handling major financial business activities such as the acquisition or disposal of assets, loaning of funds, and endorsements/guarantees

(III) Communication with the Company's CPAs.

(IV) Evaluation of internal auditors and their work.

(V) Evaluation of the Company's internal control.

(VI) Assessment, inspection and supervision of existing or potential risks of the Company.

(VII) Checking of the Company's compliance with laws and regulations.

(VIII) Review of the transactions in which the directors shall recuse themselves from the exercise of voting rights due to conflicts of interest as set forth in Article 32 of these principles, in particular, major related-party transactions, acquisition or disposal of assets, loans of funds and endorsements/guarantees, and establishment of investment companies for investment purposes. Related party transactions, acquisition or disposal of assets, loaning of funds and endorsements/guarantees, and establishment of investment companies for investment purposes, etc.

(IX) Assess the qualifications of CPAs and nominate suitable candidates.

XVII. These Rules of Procedure shall be adopted by the approval of meeting of the Board of Directors and shall be reported to the shareholders meeting.

TAITIEN Electronics Co., Ltd.

Chapter I General

Article I This Company is established according to the limited company-related provisions provided by the Company Act and is named “TAITIEN Electronics Co., Ltd.”

Article II The businesses operated by the Company are as follows.

I. CC01080 Electronics Components Manufacturing.
II. F119010 Wholesale of Electronic Materials.
III. F219010 Retail Sale of Electronic Materials.
IV. F401010 International Trade.
V. CE01010 Precision Instruments Manufacturing.
VI. CC01050 Manufacturing of Data Storage and Processing Equipment.
VII. CC01990 Other Electrical Engineering and Electronic Machinery Equipment Manufacturing (Programmable Controllers).
VIII. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.

Article III The Company may reinvest in other businesses for external guarantees according to business needs, and the total amount of reinvestment may exceed 40% of the Company’s paid-in share capital.

Article IV The head office of the company is located in New Taipei City. Branch organizations shall be established in other locations when appropriate, and their establishment or abolition shall be determined by the board of directors.

Chapter II Shares

Article V The Company’s registered capital is NT$1.2 billion divided into 120 million shares, each share is valued at NT$10, and the board of directors shall be authorized to issue the unissued shares in batches.
For the registered capital mentioned in the preceding paragraph, NT$10 million shall be reserved for employee stock option certificate issuance for a total of one million shares at NT$10 per share. They shall be issued in installments according to the board of directors’ resolution.

Article VI The Company’s share certificates shall be in registered form and signed or sealed by the director representing the Company and shall be certified for issuance of the share certificates according to the laws.

Article VII When the company issues new shares, the total number of shares issued may be consolidated to print the share certificates, or the shares issued may be exempted from printing certificates.
For new shares issued according to the provisions of the preceding paragraph, the custody of printed certificates or the registration of shares exempt from printed certificates shall be handled by a centralized securities depository enterprise. They may also be merged and exchanged for large-denomination securities at the request of the centralized securities depository institution.

Article VIII The Company’s stock affairs shall be handled according to the Company Act, the “Regulations Governing the Administration of Shareholder

Services of Public Companies" issued by the competent authority, and other relevant laws and regulations.

Chapter III Shareholders' Meeting

Article IX Transfer of share ownership shall be suspended during the sixty days prior to a general shareholders' meeting, during the thirty days prior to an extempore shareholders' meeting, and during the five days prior to the baseline date of any dividend, bonus, or rights distribution.

Article X The Company's shareholders' meetings are divided into general and extempore types. General shareholders' meetings shall be convened every year and within six months after the end of each fiscal year, and each shareholder shall be notified thirty days in advance. An extempore meeting shall be convened when necessary according to the law, and the shareholders shall be notified fifteen days in advance.

The meeting notice shall specify the date, venue, and agendas to be discussed during the meeting.

Unless otherwise specified by the Company Act, the shareholders' meetings shall be convened by the board of directors.

The Company's shareholders' meetings may be held via video conference or other methods announced by the central competent authority.

Article XI The Company's shareholders shall have one voting right per share unless otherwise provided by the laws or regulations.

Article XII If a shareholder cannot attend the Shareholder Meeting in person, a proxy can be appointed by Completing the Company's proxy form and specifying the scope of delegated authority. However, except for a trust enterprise or a stock agency approved by the securities competent authority, when two or more shareholders appoint one proxy at the same time, the voting rights of the proxy shall not exceed 3% of the total voting rights of the issued shares. The excess voting rights shall not be included.

Unless otherwise provided by the Company Act, the shareholders' proxy attendance method shall be handled according to the "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies."

Article XIII Shareholders' meetings shall be conducted according to the Company's Shareholders' Meeting Procedure Rules.

Article XIV When the Company convenes a general shareholders' meeting, one of the channels for exercising voting rights is via electronic means. Shareholders who exercise voting rights electronically are deemed to have attended the general shareholders' meeting in person, and matters related to their exercise shall be handled according to the provisions provided by current laws and regulations.

Unless otherwise specified in the Company Act, any resolution at a shareholders' meeting shall be adopted by a majority of the shareholders present, who represent over half of the total number of the Company's outstanding shares, and shall be executed based on the majority of the voting rights from the shareholders present.

Chapter IV Board of Directors and Audit Committee

Article XV The Company shall establish seven to eleven directors. The shareholders shall adopt the candidate nomination system to elect the independent directors from the candidate list for 3-year terms and they may be re-elected.

The Company shall adopt the cumulative voting method for director elections. Each share shall have voting rights equal to the directors to be elected and may be cast for a single candidate or split among multiple candidates.

If the method must be revised, it shall be handled according to Article 172 of the Company Act and other relevant provisions. A revision comparison table shall be provided along with the grounds for convening.

The total number of the Company's registered shares held by its directors shall conform to the "Rules and Procedures for Director and Supervisor Share Ownership Ratios at Public Companies" announced by the competent authority.

The Company may purchase liability insurance for directors who are legally liable for compensation within the scope of business they performed.

The Company shall establish an audit committee composed of no less than three independent directors. Among them, one shall be the convener, and at least one member shall possess expertise in accounting or finance. The responsibilities, organizational rules, exercise of powers, and other matters the audit committee must abide by shall be handled according to the relevant laws and regulations or company rules.

Article XV-I According to Article 14-2 of the Securities and Exchange Act, the number of independent directors shall not be less than three and shall not be less than one-fifth of the number of directors among the Company's directors as mentioned above. The professional qualifications, shareholding,

part-time job restrictions, nomination and election methods, and other compliance matters for independent directors shall be handled according to the relevant regulations of the securities competent authority.

Article XVI A chairperson shall be elected during a board of directors meeting attended by two-thirds of the directors and by a majority vote from the directors present.

The chairperson shall chair the shareholders' meetings and the board of directors meetings internally and represent the Company externally. If the chairperson cannot perform the duties due to a leave of absence or any other reason, the chairperson may appoint one of the directors to act on his or her behalf. If no one is appointed, the remaining directors will appoint one person as an agent.

Article XVII The duties and powers of the board of directors are as follows:

I. Review and approval of important Company regulations.
II. Assess the Company's business policies.
III. Review and approve the Company's budget and final accounts.
IV. Propose the Company's profit distribution.
V. Propose to increase/decrease the Company's capital.
VI. Determine the appointment of key Company personnel.
VII. Review the Company's business report.
VIII. Purchase and disposal of important Company assets.
IX. Review and approval of major investment cases.
X. Other functions and powers conferred by laws and regulations and the shareholders' meeting.

Article XVIII All directors shall be notified seven days before the Company convenes a board of directors meeting. But a meeting may be convened at any time during an emergency. The convening notice mentioned in the preceding paragraph shall state the reason for convening in writing, by email, or fax. Furthermore, when a board of directors meeting is conducted via video conference, the directors taking part via video conferencing shall be deemed to have attended the meeting in person.

If a director is unable to attend a board of directors meeting in person, a director proxy can be appointed by completing the Company's proxy form and by specifying the scope of delegated authority.

Any proxy prescribed in the preceding paragraph shall only represent one director in the meeting.

Article XIX Unless otherwise specified by the Company Act, the Board of Directors' resolutions is passed only if over half of the board members are present during the meeting and the majority of the attending directors vote in favor.

Article XX The Company may also set up other functional committees according to

the law. The exercise of powers and other matters to be followed by each committee shall be handled according to the relevant laws and regulations as well as the Company's Articles of Incorporation.

Article XXI The directors' traveling expenses shall be decided by the board of directors meeting.

Article XXII When any of the directors perform the Company's duties, regardless of the Company's operating profit or loss, the Company shall pay the directors the remuneration negotiated based on their involvement in the Company's operations and the value of their contributions, which shall not exceed the highest salary scale stipulated by the Company's Salary Management Method.

Chapter V Managers

Article XXIII The Company shall establish one general manager and several deputy general managers, and their appointment, dismissal, and remuneration shall be handled according to Article 29 of the Company Act.

Chapter VI Accounting

Article XXIV The Company's fiscal year shall start on January 1 and end on December 31.

Article XXV Upon closing of each fiscal year, the board of directors shall work out the following documents to be acknowledged in the general shareholders' meeting according to the legal procedures:

I. Business report.
II. Financial statement.
III. Proposal for surplus distribution or loss supplement.

Article XXVI Suppose there is any balance after the Company has subtracted the pre-tax profits from the remunerations to the directors and employees and reserved the amount to make up for the accumulated losses. In that case, 5% to 15% shall be allocated for employee remunerations, and no more than 2% shall be allocated for director remunerations.

Employee and director remuneration shall be resolved by a board of directors meeting attended by at least two-thirds of all board members and by a majority vote from the attending directors. The resolution shall be reported to the shareholders' meeting.

Employee remuneration can be made in stock or cash distributions, and the recipients may include employees of subordinate companies who meet certain conditions.

Article XXVI-I If the Company's annual final accounts have surpluses, 10% shall be appropriated as the statutory surplus reserve after the taxes have been paid and accumulated losses have been offset pursuant to the law unless the statutory surplus reserve has already reached the paid-in capital of the Company. The rest shall be appropriated or revolved as a special surplus reserve. Suppose there is still balance and accumulated undistributed surplus. In that case, the board of directors shall make a surplus distribution proposal and submit the case to the board of directors to pass a resolution on the shareholder dividend allocation.

The Company shall adopt the principle of stability and balance and consider the Company's future operating development capital needs and sound financial conditions for its dividend policy. Among the shareholder

dividends and bonuses distributed in the current year, the distribution of cash dividends shall not be less than 50%. However, the board of directors may adjust the ratio according to the working capital demand for the year and submit it to the shareholders' meeting for resolution.

Chapter VII Supplementary Provisions

Article XXVII The Company's organizational charters and working rules shall be separately formulated.

Article XXVII Any matters not addressed in the Articles of Incorporation shall be governed by the Company Act and the relevant regulations.

Article XXIX This Articles of Incorporation was established on February 23, 2000.
The 1st amendment was made on May 10, 2000.
The 2nd amendment was made on May 12, 2000.
The 3rd amendment was made on August 21, 2000.
The 4th amendment was made on June 1, 2001.
The 5th amendment was made on June 30, 2001.
The 6th amendment was made on January 31, 2005.
The 7th amendment was made on June 2, 2006.
The 8th amendment was made on February 9, 2007.
The 9th amendment was made on February 9, 2007.
The 10th amendment was made on June 27, 2008.
The 11th amendment was made on September 19, 2008.
The 12th amendment was made on June 29, 2010.
The 13th amendment was made on June 24, 2011.
The 14th amendment was made on June 29,2012.
The 15th amendment was made on June 27, 2016.
The 16th amendment was made on June 22, 2017.
The 17th amendment was made on June 19, 2020.
The 18th amendment was made on June 17, 2022.

TAITIEN Electronics Co., Ltd.
Chairman: Sheng-Tai Sung

Appendix 3

TAITIEN Electronics Co., Ltd.
Shareholders' Meeting Procedure Rules

Passed by the first 2007 extempore shareholders' meeting on February 9, 2007

Passed by the general shareholders' meeting on June 29, 2012

Passed by the general shareholders' meeting on June 19, 2020

Passed by the general shareholders' meeting on August 27, 2021

Passed by the general shareholders' meeting on June 17, 2022

I. The Company's Shareholders' Meeting Procedure Rules shall prevail unless otherwise provided by the laws or the Articles of Incorporation.

1. Unless otherwise specified by the laws or the Articles of Incorporation, the Company's shareholders' meetings shall be convened by the board of directors.
   Changes to the convening method for the Company's shareholders' meeting shall be subject to a resolution of the board of directors. They shall be implemented before the shareholders' meeting notice is dispatched.
   The Company shall, within thirty days prior to a general shareholders' meeting or fifteen days prior to an extempore shareholders' meeting, upload the notice to convene the shareholders' meeting, a power of attorney, the proposals for recognition, discussion, election, or dismissal of directors, etc., in electronic formats to the Market Observation Post System. The Company shall also formulate the shareholders' meeting handbook and supplementary materials into electronic files and upload them to the Market Observation Post System at least twenty-one days before a general shareholders' meeting or fifteen days before an extempore shareholders' meeting. However, if the Company's paid-in capital at the end of the most recent fiscal year is NT$10 billion or higher or the total shareholding ratio from foreign capital and capital from mainland China recorded in the shareholder register during a general shareholders' meeting in the most recent fiscal year has exceeded 30%, the transmission of the aforesaid electronic file shall be completed thirty days before the general shareholders' meeting. The Company shall complete the current meeting handbook and supplementary materials for shareholders' reference at any time and display this information at the premises of the Company and the professional stock agency appointed by the Company fifteen days prior to the shareholders' meeting.
   For the procedure manual and supplementary meeting materials mentioned in the preceding paragraph, the Company shall provide references to shareholders in the following manners on the shareholders' meeting day:
   (1) When a physical shareholders' meeting is held, distribute the references on the spot at the meeting.
   (2) When a video-assisted shareholders' meeting is held, distribute the references on the spot at the meeting and send the electronic files to the video-conferencing platform.

(3) When a video-assisted shareholders' meeting is held, send the electronic files to the video-conferencing platform.

The notice shall specify the reason for the convening; if the counterparty approves the notice, it may be prepared in electronic format.

Issues that involve election or dismissal of directors, changes to the Articles of Incorporation, capital reduction, application for suspension of a public offering, director's permission to compete, surplus capital increase, capital reserve conversion, corporate liquidation, merger, divestment, or any matters listed in Paragraph 1 of Article 185 of the Company Act, Article 26-1 or Article 43-6 of the Securities and Exchange Act, or Article 56-1 and Article 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers must be raised and have the main content explained as part of the regular motions (it cannot be raised in the form of special motions). The main content may be placed on websites designated by the competent securities authorities or the Company, and the website addresses shall be specified in the notice.

If the reasons for convening the general shareholders' meeting have stated the general re-election of directors and the date of their inauguration, after the re-election by the shareholders' meeting is completed, the same meeting shall not reach any resolution to change the date of the directors' inauguration by extempore motions or any other means.

2. Shareholders holding over 1% of the Company's outstanding shares are entitled to propose written motions for discussion in Annual General Meetings. Each shareholder may only propose one motion. Proposals exceeding this limit shall be excluded from the discussion. If a shareholder's proposal involves one of the conditions specified by Paragraph 4, Article 172-1 of the Company Act, the proposal shall be excluded from the board of directors meeting. Shareholders may submit proposals to urge the Company to promote public interests or CSR fulfillment. Only 1 item may be proposed pursuant to the provisions provided by Article 172-1 of the Company Act. Proposals containing over 1 item shall be rejected.

The Company shall announce the conditions, places, written or electronic acceptance method, and time within which shareholders proposals are accepted before the book closure date of the Annual General Meeting. The timing of acceptance must not be less than ten days.

A proposal made by a shareholder shall be limited to 300 characters. Anything exceeding 300 characters shall be excluded. The proposing shareholder shall attend the shareholders' meeting in person or entrust another to participate in the proposal discussion.

The Company shall advise the proposing shareholder of the handling results before the date of notice for the shareholders' meeting and list the proposals conforming to the provision of this Article in the meeting notice. For shareholders' proposals that are not included in the discussion, the board of directors shall explain the reasons for rejection at the shareholders' meeting.

3. At each shareholders' meeting, any of the shareholders may issue a power of attorney stipulated by the Company specifying the scope of authorization to appoint a proxy to attend the shareholders' meeting. Each shareholder may only issue one power of attorney to appoint only one proxy, which shall be delivered to the Company five days before the convening shareholders' meeting. In the event of any repetitive powers of attorney, the one served first shall prevail. However, such a provision does not apply to the powers of attorney issued before the declaration of revocation.

After a power of attorney is delivered to the Company, shareholders who wish to attend the shareholders' meeting shall notify the Company in writing of the revocation of the proxy two days before the shareholders' meeting. In the

event of overdue revocation, the voting right exercised by the authorized proxy shall prevail.
After a power of attorney is delivered to the Company, shareholders who wish to attend the shareholders' meeting via video conferencing shall notify the Company of the proxy revocation in writing two days prior to the shareholders' meeting. The voting rights of the entrusted proxy shall prevail if the revocation is not issued prior to the deadline.

II. The Company shall specify the reporting time, location, and other matters requiring attention for the accepted shareholders, solicitors, and entrusted proxies (hereafter "shareholders"). The preceding registration time shall be at least thirty minutes before the meeting. The registration area shall be clearly identified, and sufficient personnel must be deployed to handle the registration matters. For shareholders' meetings conducted via video conferencing, registration shall be accepted on the shareholders' meeting video conference platform thirty minutes before the start of the meeting. Shareholders who have completed the registration shall be deemed to be present at the shareholders' meeting in person. The shareholders must present the attendance certificate, sign-in card, or other attendance certificates to attend the shareholders' meeting. Except for the documents the shareholders require to attend, the Company shall not arbitrarily request other supporting documents. The proxy with a power of attorney must present ID documents for verification.

The shareholders' meeting shall furnish the attending shareholders or proxies with an attendance book to sign, or attending shareholders may hand in a sign-in card in lieu of signing in.

The Company shall deliver the procedures handbooks, annual reports, attendance certificates, speech slips, voting ballots, and other meeting materials to the shareholders attending the shareholders' meeting. If there is any election of directors, the election ballots shall be attached. For the shareholder who is a government or legal person, the number of representatives attending the shareholders' meeting is not limited to one person. When a legal person is appointed to attend the shareholders' meeting, only one representative of such a legal person may be appointed to participate in the meeting.

If a shareholders' meeting is held via video conferencing, shareholders who wish to attend by video conferencing shall register with the Company two days before the shareholders' meeting.

Suppose a shareholders' meeting is held via video conferencing. In that case, the Company shall upload the procedural manual, annual report, and other relevant materials to the shareholders' meeting video conferencing platform at least thirty minutes before the start of the meeting and continue to disclose the materials until the end of the meeting.

When the Company holds a shareholders' meeting via video conference, the following matters shall be stated in the shareholders' meeting convening notice:

1. Shareholder video conference participation and rights exercising method.
2. Handling method for video conference platform or participation obstacles

caused by natural disasters, incidents, or other force majeure circumstances shall include at least the following:

(1) If the preceding obstacles cannot be eliminated, the time in which the meeting must be extended or continued, as well as the extension or continuation date of the meeting.

(2) Shareholders who have not registered to participate in the original shareholders' meeting by video conferencing shall not participate in the extension or continuation of the meeting.

(3) If a video-assisted shareholders' meeting held by the Company cannot continue, the shareholders' meeting shall continue if the total number of shares in attendance still reaches the statutory quota for the shareholders' meeting resolution after deducting the number of shares attending the shareholders' meeting by video. For the shareholders who participate by video conference, the number of shares they represent shall be included in the total number of shares for the shareholders present. Still, it shall be regarded as abstention from the resolutions of this shareholders' meeting.

(4) Handle method if all motions' results have been declared, but no provisional motion has been made.

3. If a shareholders' meeting is convened via video conferencing, appropriate alternatives shall be provided for shareholders who have difficulty attending the shareholders' meeting via video conferencing.

III. The attendance and voting at a shareholders' meeting shall be calculated based on the number of shares. The number of shares held by those present and the number of shares registered via the video conferencing platform shall be calculated based on the signature book or the sign-in card submitted, plus the number of shares exercising voting rights in writing or electronically.

The Company shall prepare a statistical table according to the prescribed format containing the number of shares acquired by the solicitor, the number of shares represented by the proxy, and the number of shares held by the shareholders attending the meeting in writing or electronically, and disclose the information on the day of the shareholders' meeting in the meeting venue. Suppose a shareholders' meeting is held via video conferencing. In that case, the Company shall upload the preceding information to the shareholders' meeting video conferencing platform at least thirty minutes before the start of the meeting and continue to disclose it until the end of the meeting.

When the Company holds a shareholders' meeting via video conferencing, the total number of rights held by the attending shareholders shall be disclosed on the video conferencing platform when the meeting is adjourned. The same applies if there are other statistics regarding the total number of shares and voting rights from the shareholders present at the meeting.

IV. The venue for a shareholders' meeting shall be the premises of the Company or a place easily accessible to shareholders and suitable for a shareholders' meeting. The

meeting may begin no earlier than 9 AM or later than 3 PM. A shareholders' meeting convened by the Company via video conferencing is not subject to the preceding convening location restriction.

When the Company holds a video conference for a shareholders' meeting, the chairman and the minute taker shall be at the same place in Taiwan, and the chairman shall announce the address at the time of the official convening of the meeting.

V. If the board of directors convenes a shareholders' meeting, the meeting shall be chaired by the Chairman of the Board. When the Chairman of the Board is on leave or unable to exercise his/her power and authority, the Vice Chairman is to act as a proxy. Supposing there is no Vice-Chairman or the Vice Chairman is also on leave or unable to exercise his/her power and authority for any reason, in such case the Chairman shall appoint one of the Managing Directors to act as chair, or, if there are no Managing Directors, one of the Directors shall be appointed to serve as chair. Where the Chairman does not make such a designation, the Managing Directors or the Directors shall select one Director as a proxy from among themselves.

The convener shall act as the meeting chair for shareholders' meetings convened by any authorized party other than the board of directors. If there are two or more conveners at the same time, one shall be appointed among themselves to chair the meeting. A procedural manual shall be compiled when convening a shareholders' meeting.

VI. The Company may appoint lawyers, accountants, or relevant personnel to attend the shareholders' meeting as attendees.

VII. The Company shall record the entire registration, discussion, and voting process continuously and uninterruptedly during a shareholders' meeting, starting from accepting shareholders registration. The record shall be retained for one year. However, if the case involves a lawsuit, the materials shall be retained until the end of the case according to Article 189 of the Company Act.

If a shareholders' meeting is held via video conferencing, the Company shall record the shareholders' login, registration, check-in, questions, voting, and the Company's vote counting results. The entire video conferencing process shall be recorded continuously and uninterruptedly.

The Company shall properly preserve the preceding materials and audiovisual recordings throughout the Company's existence. Audiovisual recordings shall be provided to those entrusted to preserve the video conference affairs.

VIII. The chair shall call the meeting to order at the scheduled meeting time and announce the relevant information, such as the number of non-voting rights and the number of shares present.

However, when shareholders representing over half the total number of issued shares are not present, the chairman may postpone the meeting. The times of postponements shall not exceed two, and the entire postponement time shall not

exceed one hour. If the share amount present is still insufficient after 2 delays but is over 1/3 of the total issued shares, the chair shall abort the meeting. If the shareholders' meeting is to be held via video conferencing, the Company shall also announce the meeting has been aborted through the video conferencing platform.

Suppose the share amount present does not exceed one third of the total issued shares after two delays. In that case, a tentative resolution may be passed pursuant to the first paragraph in Article 175 of the Company Act, notify the shareholders of the tentative resolution, and reconvene the shareholder's meeting within one month. If the shareholders' meeting is to be held via video conferencing, Shareholders who wish to attend by video conferencing shall re-register with the Company according to Article 2.

Suppose the number of shares represented by the shareholders present has reached a majority of the total number of shares issued before the end of the meeting. In that case, the chair shall resubmit the tentative solutions passed to be voted by the shareholders' meeting according to Article 174 of the Company Act.

IX. If the board of directors convenes a shareholders' meeting, the meeting agenda shall be set by the board of directors. The meeting shall proceed in the order established by the agenda, which may not be changed without a resolution of the shareholders' meeting.

Suppose the shareholders' meeting is convened by a person other than the board of directors who has the right to convene. In that case, the preceding paragraph's provisions shall apply mutatis mutandis.

Before the meeting according to the preceding two paragraphs (including special motions) has been concluded, the chair shall not declare the meeting adjourned without a resolution. Suppose the chair violates the procedure rules and announces the meeting has adjourned. In that case, other members of the Board of Directors shall promptly assist the shareholders present in electing one person to serve as the chair and continue the meeting according to the procedures established by law, and continue the meeting.

The chairman shall provide sufficient explanations and opportunities for discussion on the proposals and the amendments or extempore motions proposed by shareholders. When the chairman deems that the voting has reached a sufficient level, he/she may announce the suspension of the discussion for voting and arrange a suitable time for voting.

X. Before a shareholder present delivers a speech in the meeting, he/she must fill out a speech slip that states the main points of his/her address, his/her shareholder account number (or attendance certificate number), and account name. The chair shall determine the order of speeches to be delivered.

The attending shareholders who only submit the speech slip without making speeches are deemed to have not made speeches. If the content of the spoken speech is inconsistent with the record of speech slip, the content of the verbal speech shall prevail.

When an attending shareholder makes a speech, other shareholders shall not interfere with his/her speech unless having obtained the consent of the chairman and the speaking shareholder. The chairman shall stop anyone from violating the provision.

XI. Except with the consent of the chair, a shareholder may not speak more than twice on the same proposal, and a single speech may not exceed five minutes.

If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chair may terminate the speech.

XII. When a juristic person is appointed to attend a shareholders' meeting as a proxy, it shall designate only one person to represent it during the meeting.

When a legal person shareholder appoints two or more representatives to attend the shareholders' meeting, only one of these representatives may make a speech on each proposal.

XIII. After an attending shareholder has spoken, the chair may respond in person or direct relevant personnel to respond.

Suppose a shareholders' meeting is held via video conferencing. In that case, the shareholders participating by video conferencing may ask questions in the text on the shareholders' meeting video conferencing platform after the chair announces the meeting and before the meeting adjournment is announced. Each shareholder shall not ask over two questions per meeting; each question is limited to 200 words, and the provisions provided in Articles 10 to 12 shall not apply.

XIV. The chairman shall designate the scrutineers and vote-counters for voting on the resolution, but the scrutineers shall have the identity as shareholders.

The counting of votes for voting on proposals or elections at the shareholders' meeting shall be done at a public place at the venue of the meeting. After the votes are fully counted, the results shall be announced on the spot. They shall include the weight for statistics, and a record shall be made.

When the Company convenes a shareholders' meeting via video conferencing, the shareholders participating by video shall conduct voting on the various resolutions and election proposals via the video conference platform after the chairman announces the meeting has started. The voting shall be completed before the chairman announces the voting is closed. Those who did not vote within this time frame shall be deemed to have abstained.

Suppose a shareholders' meeting is held via video conferencing. In that case, the votes shall be counted once the chair announces the voting is closed, and the voting and election results shall be announced.

When the Company holds a video-assisted shareholders' meeting, shareholders who have registered to attend the shareholders' meeting via video conferencing according to the provisions of Article 2 and wish to attend the physical shareholders' meeting in person shall cancel the registration two days before the shareholders' meeting in the same manner as making the registration. Those who failed to cancel

within this time limit shall only attend the shareholders' meeting via video conferencing.

Except for provisional motions, those who participated in the shareholders' meeting via video conferencing and exercised their voting rights in writing or electronically without revoking their declaration of shall not vote again on the original proposal, propose amendments to the original proposal, or exercise voting rights on the amendments to the original proposal.

XV. When a meeting is in progress, the chair may announce a break based on time considerations. During a force majeure event, the chair may rule to suspend the meeting temporarily and announce the meeting continuation time or postpone or continue the meeting within five days upon the shareholders' meeting resolution.

XVI. Except as otherwise provided in the Company Act and the Articles of Incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of voting, shareholders shall vote on a case-by-case basis, and the shareholders approval, opposition, and abstention voting results shall be uploaded to the Market Observation Post System.

1. Shareholders have one voting right per share, except those restricted or have no voting rights pursuant to Paragraph 2, Article 179 of the Company Act. When the Company convenes a shareholders' meeting, it may adopt electronic or written manners to exercise the voting rights; when exercising voting rights in writing or electronically, the method for exercising rights shall be specified in the shareholders' meeting convening notice. Shareholders who exercise their voting rights in writing or electronically are deemed to have attended the shareholders' meeting in person. However, they are considered to have waived their rights to participate in any special motions or amendments to the original motions that may arise during the shareholders' meeting.

   In the event of exercising voting rights in writing or electronically, according to the preceding paragraph, the statement of intent shall be delivered to the Company two days before the shareholders' meeting convenes. However, such a provision does not apply to those statements of intent issued before the declaration of revocation. After shareholders have exercised their voting rights in writing or electronically if they wish to attend the shareholders' meeting in person, they must revoke the preceding expressions of intent two days before the shareholders' meeting in the same way they exercised their vote rights. The voting rights exercised in writing or electronically shall prevail if the revocation is overdue. Suppose the voting rights are exercised in writing or electronically and a proxy is appointed via a power of attorney to attend the shareholders' meeting. In that case, the voting rights exercised by the proxy appointed shall prevail.

2. The resolutions of the shareholders' meeting shall be made into minutes,

which shall be signed or sealed by the chairman, and shall be distributed to all shareholders within twenty days after the meeting. The distribution mentioned in the preceding paragraph shall be handled pursuant to the Company Act.

3. If a shareholders' meeting is held via video conferencing, the shareholders' meeting adjournment time, the method of convening, the name of the chair recorded, and the handling method when a force majeure issue such as natural disaster or unpreventable incident has affected the video conferencing platform or if the platform has malfunctioned shall be recorded in the minutes in addition to the items stipulated by the preceding provisions.

   In addition to the provisions of the preceding paragraph, a shareholders' meeting held by the Company via video conferencing must also specify the alternative measures for shareholders who may have difficulty participating in video conferencing in the meeting minutes.

   Suppose the shareholders' meeting is held via video conference. In that case, the Company shall immediately disclose the voting and election results of various proposals on the shareholders' meeting video conference platform according to the regulations. It shall continue to disclose the information for at least fifteen minutes after the chairman announces the adjournment of the meeting.

XVII. When there is an amendment or alternative to the same proposal, the chairman shall determine the voting order with the original proposal. If one of the proposals is resolved, the other proposals shall be rejected, and no further voting is required.

XVIII. The election of directors during the shareholders' meeting must be handled according to the relevant election provisions set by the Company. The election results, including the list of elected directors, the final tally, the list of directors who have lost the election, and the number of voting rights they obtained shall be announced on-site.

The ballots for election in the preceding paragraph shall be sealed and signed by the scrutineers and be properly preserved for at least one year. However, if the case involves a lawsuit, the materials shall be retained until the end of the case according to Article 189 of the Company Act.

XIX. The staff serving at the shareholders' meeting shall wear identity certificates or armbands.

The chairman may direct proctors (or security personnel) to maintain order at the venue. When proctors (or security personnel) assist in maintaining order at the meeting place, they shall wear an armband bearing the word "Proctor."

If the venue has any amplifying equipment installed, the chairman may stop the shareholders from speaking with such equipment other than those provided by the Company.

Suppose a shareholder violates the procedure rules, does not obey the chairman's corrections, obstructs the progress of the meeting, and refuses to comply. In that

case, the chairman may direct the guards or security personnel to ask the shareholder to leave the venue.

XX. If the shareholders' meeting is held via video conferencing and if there is an obstacle to the video conferencing platform or video conferencing participation due to a natural disaster, unpreventable incident, or other force majeure issues that lasted for over thirty minutes before the chair announces the meeting adjourned; the shareholders' meeting must be extended or continued within five days, and Article 182 of the Company Act shall not apply.

If the preceding extension or continuation occurs, shareholders who have not registered to participate in the original shareholders' meeting by video conferencing shall not participate in the extended or continued meeting.

If a meeting is extended or continued according to Paragraph 1, the number of shares attended and the voting or election rights exercised at the original shareholders' meeting by shareholders who have registered to participate in the original shareholders' meeting via video conferencing and completed the registration but did not participate in the extended or continued meeting shall be counted as part of the shares attended and the voting or election rights exercised at the extended or continued meeting.

If the shareholders' meeting is extended or continued according to the provisions provided by Paragraph 1, the voting and vote counting that has been completed, the voting results declared, or the list of elected directors need not be re-discussed or resolved again.

Suppose a video-assisted shareholders' meeting held by the Company cannot continue due to issues described in Paragraph 1. In that case, the shareholders' meeting shall continue if the total number of shares in attendance still reaches the statutory quota for the shareholders' meeting resolution after deducting the number of shares attending the shareholders' meeting by video. There is no need to extend or continue the meeting according to Paragraph 1.

Suppose a meeting is continued due to matters specified in the preceding paragraph. In that case, the number of shared represented by shareholders participating via video conferencing shall be included as the total number of shares from the participating shareholders. Still, they shall be deemed as abstained from the shareholders' meeting resolutions.

If a shareholders' meeting is extended or continued by the Company according to Paragraph 1, the relevant preparatory work according to the original shareholders' meeting date and the relevant provisions shall be implemented according to Paragraph 7, Article 44-20 of the Regulations Governing the Administration of Shareholder Services of Public Companies.

The period specified by the latter part of Article 12 and Paragraph 3 of Article 13 of the Regulations Governing the Use of Proxies for Attendance at Shareholder

Meetings of Public Companies as well as Paragraph 2 of Article 44-5, Article 44-15, and Paragraph 1 of Article 44-17 of the Regulations Governing the Administration of Shareholder Services of Public Companies shall be handled by the Company according to the shareholders' meeting date postponement or reconvening provisions provided by Paragraph 1.

XXI. If the Company convenes a shareholders' meeting via video conferencing, appropriate alternatives shall be provided for shareholders who have difficulty attending the shareholders' meeting via video conferencing.

XXII. These provisions shall be implemented after approval by the shareholders' meeting, and the same shall apply to its amendments.

Appendix 4

The influence of the bonus shares proposed at the shareholders' meeting on the Company's operating performance and earnings per share

Item \ Year			2024 (Projected)
Beginning paid-in capital			683,337,650
Dividend/bonus distribution this year	Cash dividend per share		0.85 (Note 1)
	Dividend distributed per share after capital increase out of earnings		0
	Dividend distributed per share after capital increase out of capital surplus		0
Changes in operating performance	Operating income		Not applicable (Note 2)
	Increase/decrease in operating income from the same period of last year (%)		
	Net income		
	Increase/decrease in net income from the same period of last year (%)		
	EPS		
	Increase/decrease in EPS from the same period of last year (%)		
	Annual average rate of return (annual average 1/PE ratio)		
Imputed EPS and PE ratio	Dividends distributed in cash only, in the case of capital increase out of earnings.	Imputed EPS	Not applicable (Note 2)
		Imputed annual average rate of return	
	If no capital increase out of capital surplus is adopted	Imputed EPS	
		Imputed annual average rate of return	
	If no capital increase out of capital surplus is adopted, and dividends distributed in cash instead upon capital increase out of earnings.	Imputed EPS	
		Imputed annual average rate of return	

Note 1: (1) The 2023 earnings distribution plan has not yet been resolved by the shareholders' meeting.

(2) Where the quantity of outstanding stock is affected due to changes of the Company's capital stock and thereby the payout ratio is changed and needs to be adjusted, a shareholders' meeting shall be held to authorize the Board of Directors to adjust it.

Note 2: No financial forecast is disclosed by the Company this year.

Appendix 5

TAITIEN Electronics Co., Ltd.
Number of shares held by all the directors

Record date: April 15, 2024

Job title	Name	Date of election	Shares held when elected			Shares held currently		
			Type	Number of shares				Type
Chairman	Sheng-Tai Song	06/16/2023	Ordinary shares	9,800,618	14.34%	Ordinary shares	9,800,618	14.34%
Director	Justine Song	06/16/2023	Ordinary shares	0	0.00%	Ordinary shares	0	0.00%
Director	Tien-Hao Wang	06/16/2023	Ordinary shares	0	0.00%	Ordinary shares	0	0.00%
Director	Teh-Chang Yao	06/16/2023	Ordinary shares	0	0.00%	Ordinary shares	0	0.00%
Director	Bor-Ren Jeng	06/16/2023	Ordinary shares	0	0.00%	Ordinary shares	0	0.00%
Independent Director	Hsiao-Ping Fan	06/16/2023	Ordinary shares	15,000	0.02%	Ordinary shares	15,000	0.02%
Independent Director	Yu-Tun Wu	06/16/2023	Ordinary shares	0	0.00%	Ordinary shares	0	0.00%
Independent Director	Tung-Te Li	06/16/2023	Ordinary shares	6,200	0.01%	Ordinary shares	6,200	0.01%
Independent Director	Wan-Yuan Lin	06/16/2023	Ordinary shares	0	0.00%	Ordinary shares	0	0.00%
Total				9,821,818			9,821,818	

Total shares issued on June 16, 2023: 68,333,765 shares

Total shares issued on April 15, 2024: 68,333,765 shares

Remark:

1. Minimum number of shares to be held by the Company's whole directors pursuant to laws: 5,466,701 shares; 9,800,618 shares already held by April 15, 2024.
2. The Company already established the Audit Committee. Therefore, no requirements about minimum shares to be held by supervisors pursuant to laws shall apply.

◎ The number of shares held by independent directors is excluded from the calculation of shares to be held by directors.