

Stock Code: 6243



2023 Annual Shareholders' Meeting

May 30th, 2023

ASIP Meeting Room No. 201

(No. 2, Prosperity Rd I, Hsinchu Science Park, Hsinchu, Taiwan)

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ENE TECHNOLOGY INC

2023 Shareholders' Meeting Procedure

1. Call Meeting to Order
2. Chairman's Address
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Meeting Agenda

ENE TECHNOLOGY INC.
2023 Annual Shareholders' Meeting Agenda

Time: 9:00 a.m., May 30th, 2023

Place: ASIP Meeting Room No. 201 (No. 2, Prosperity Rd I, Hsinchu Science Park, Hsinchu, Taiwan).

Attendants: All shareholders or their proxy holders

Chairman: Dylan Chung, Chairman of the Board

1. **Call Meeting to Order**
2. **Chairman's Address**
3. **Report items:**
 1. 2022 Business report
 2. 2023 Audit Committee's review reports on 2022 Financial Statements
 3. 2022 Remunerations for employees and BOD
4. **Acknowledgements:**
 1. To adopt 2022 Business Report and Financial Statements
 2. To approve the Proposal for 2022 Profit Appropriation
5. **Discussion items:**
 1. Amendments to Rules and Procedures of Shareholders' Meetings
 2. Amendments to Procedures of Acquisition and Disposal of Assets
6. **Extemporaneous motions**
7. **Meeting Adjourned**

Report Items

1. 2022 Business report (Attachment I)
2. 2023 Audit Committee's review reports on 2022 Financial Statements (Attachment II)
3. 2022 Remunerations for employees and BOD
 1. The proposal is handled in accordance with Article 32 of the Articles of Association of the Company
 2. It is proposed to allocate no less than 20% of the pre-tax benefits (NT\$18,274,717) as employee compensation for the year 2022
 3. It is proposed to allocate no more than 3% of the pre-tax benefits (NT\$2,741,208) as the BOD's remuneration for the year 2022
 4. The above mentioned allotments shall be in cash
 5. The above mentioned remuneration proposals have been approved by the Remuneration Committee and BOD.

6. Acknowledgements

1. To adopt 2022 Business Report and Financial Statements

Explanatory Notes:

- a. ENE TECHNOLOGY INC 2022 Financial Statements, individual and consolidated, have been approved by the Board of Directors on 2nd of March, 2023. The reports were audited by Chin-Chang Chen and Pei-Chun Huang of PWC Taiwan and sent to the Audit Committee for final review.
- b. 2022 Business Report, Financial Statements and Independent Auditors Report are attached hereto as Attachment I & III.

Voting by Poll:

2. To approve the Proposal for 2022 Profit Appropriation

Explanatory Notes:

- a. Proposal for 2022 Profit Appropriation has been approved by the Board of Directors on March 2nd, 2023.
- b. The net profit after tax was NT\$76,905,586, and the distributable surplus was NT\$7,208,045. 2022 distributable surplus is NT\$74,611,248. The dividends to be distributed to shareholders are NT\$54,375,409, (NT\$1.2 per share). All distributions will be in cash.
- c. If the company needs to revise the dividend ratio due to changes in the number of outstanding shares, the chairman of the board is authorized to handle the matters within the scope of the above-mentioned distribution amount.
- d. The cash dividends are calculated up to dollar unit, fractional payments less than NT\$1 shall be located into the company's other income.

- e. The chairman is authorized to decide the dividend record date and related matters
- f. Table of Profit Appropriation is attached hereto as Attachment IV.

Voting by Poll:

Discussion Items

1. Amendments to Rules and Procedures of Shareholders' Meetings

Explanatory Notes:

- 1. In accordance with the provisions of Article 172-2, paragraph 1 of the Company Law, the Company shall be able to convene the meetings by video conferences.
- 2. Please refer to Attachment V.

Voting by Poll:

2. Amendments to Procedures of Acquisition and Disposal of Assets

Explanatory Notes:

- 1. In order to comply the newly amended legislation and to reinforce management of related parties transactions and to improve the quality of Expert Opinion documents, the Company is proposed to

amend partial clauses of the Procedure.

2. Please refer to Attachment VI for comparison table and Attachment VII for the amended Procedure .

Voting by Poll:

Extemporary Motions

Meeting Adjourned

Attachments

Attachment I Business Report of 2022

ENE TECHNOLOGY INC

Business Report of 2022

A. Operation and Financial Performance

For fiscal year 2022, total revenue comes to NT\$713,885 thousands, a decrease of NT\$112,917 thousands) over NT\$826,802 thousands in 2021. Year 2022 gross margin is 33.7%, higher than 31.7% of 2021.

Total operation expense in 2022 is NT\$236,083 thousands, an increase of NT\$39,233 thousands over NT\$196,485 thousands in 2021. The increase of operation expenses is due to allocation of profits to employees.

Net profit is NT\$4,194 thousands, comparing to the net profit of NT\$65,496 thousands in Year 2021 (decrease \$61,302). Other non-operating profit is NT\$66,164 thousands. It is mainly due to foreign exchange gain of \$62,101. Net profit before income tax is NT\$70,358 thousands in comparison to net profit before income tax NT\$57,009 thousands in 2021.

B. Budget versus Actuals

The Company did not announce financial forecast of 2022.

C. Analysis on Profitability

Item	Consolidated		Independent	
	2022	2021	2022	2021
Return on Assets (%)	6.99%	6.40%	7.01%	6.42%
Return on Equity (%)	9.95%	10.10%	9.95%	10.10%
Return on Capital Employed (%)	15.52%	12.86%	15.52%	12.86%
Net income to sales	10.77%	7.29%	10.78%	7.31%
Earnings per Share	1.74	1.60	1.74	1.60

D. Status on Research and Development

The focus of 2022 is continuously on improving product performance and production yield. We have been making constant communication with customers to obtain the most updated specifications and successfully proceed to mass production. The strategic focus is to develop

broader product offerings.

E. Key Planning of 2023

1. Strategic focus: For Mobile computer products- continuous R&D on EC and related applications for the NB, and further expand the NB customer bases. For Consumer and Peripheral products- continuous developing new products and explore niche applications to strengthen the collaboration with major customers.
2. Operational target: The recent supply chain has been affected by the uneven supply (long and short) of materials, which consequently leads to shipments slow down, coupled with the impact of the Russian-Ukrainian war and global inflation, the impact on global NB is still uncertain. The company makes a comprehensive decision based on the current situation.
3. Major logistic policy: To obtain sufficient wafer capacity is the prime operational goal as global OEMs are fully packed.

F. Future development strategy

The Company has entered a strategic partnership in the second half of 2021 to further strengthen its finance and operation. NB will still be the mainframe of our product strategy but with extra emphasis to increase the penetration rate. In addition, the Company is continuously working on shortening the product development schedule, improving the product quality and after sale services. Supply chain relationship has become one of the strategic emphasis. The goal is to build a stable and in-depth relationship with the supplier to obtain manufacturing capacity.

G. Impact of external competition, legislations and macro economics

Electronic industry and technology development change rapidly nowadays. ENE not only keeps close eyes on the industry trends but also emphasizes on strengthening the R&D capability. The Company works closely with customers, plans products and fabricates mid to long term strategies.

ENE Technology has persistently improving the internal workflow as well as adjusting the operation hoshin. These efforts have gradually lead the Company into the positive direction with desirable outlook. As the global pandemic, COVID-19 has gradually subsided and people's life is back to normal, the demand for NB will be back to normal cycle. However, issues such as consuming power and market demand is not yet recovered, the Russia-Ukrainian war and the global inflation can bring uncertainty to the company operation. The Company shall continue to monitor the semiconductor supply chain and inflation issue and prepare for future growth.

ENE TECHNOLOGY INC
Board of Directors

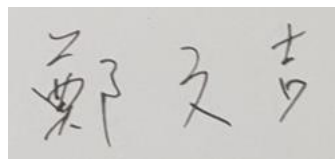
Attachment II Audit Committee's Review Report

ENE TECHNOLOGY INC Audit Committee's Review Report

The Board of Directors has prepared the Financial Statements and Consolidated Statements of 2021. The CPA firm of KPMG was retained to audit ENE Technology Inc.'s financial statements. CPA Mei-Yu Tseng and CPA Chien-Hui Lu of KPMG have reviewed and audited the above said financial statements and issued an audit report relating to the financial statements. The Committee has reviewed the above said financial statements, consolidated statements, business report and appropriation of loss statement and found no negligence. In pursuant to Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Law, we hereby submit this report.

ENE TECHNOLOGY INC.

Chairman of the Audit Committee:

A rectangular box containing a handwritten signature in black ink. The signature appears to be '鄭文士' (Zheng Wen-shi) in Chinese characters.

2022. March. 2nd

Attachment III Translated Independent Auditor's Report

This is a summary translation of the Independent Auditors' Report on ENE TECHNOLOGY INC. and its subsidiaries. Please refer to the Chinese version for full details.

To the Board of Directors of ENE TECHNOLOGY INC. :

Opinion

We have audited the accompanying consolidated financial statements of ENE TECHNOLOGY INC and subsidiaries (the "Company"), which comprise the consolidated balance sheets as of December 31, 2022 and 2021, 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 a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company as of December 31, 2022 and 2021, 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 the 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 Auditing and Attestation of Financial Statements by Certified Public Accountants and auditing stands generally accepted in 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 ENE Technology Inc. and its subsidiaries 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 judgement, were of most significance in our audit of the consolidated financial statements for the year ended December 31, 2022. 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.

Key audit matters for the Company's consolidated financial statements for the year ended December 31, 2022 are stated as follows:

1. Key Audit Matters - Allowance for impairment losses on inventories

Description of matters:

ENE TECHNOLOGY Group Company designs, manufactures, and sells integrated circuit-related products. Due to the short lifecycle of electronic products and intense market competition, there is a higher risk of inventory obsolescence and losses from price declines. For information regarding the accounting policies, accounting estimates, and assumption uncertainty of the valuation of inventory, as well as allowance to reduce inventory to market, please refer to Notes 4(11), 5(2), and 6(4).

Due to the rapid change of technologies industry in which ENE TECHNOLOGY Group Company operates, and the subjectivity involved in assessing the net realizable value of obsolete inventory and the basis for evaluating inventory obsolescence losses, there is a high degree of estimation uncertainty. Given the significant impact of inventory and its allowances for declines in value on the consolidated financial statements, the auditor has identified the assessment of inventory allowances for declines in value as the most critical area for audit in the current year.

Our key audit procedures performed in respect of the mentioned item included the following:

The auditor has performed the following procedures regarding the critical audit area mentioned above:

1. Based on the auditor's understanding of ENE TECHNOLOGY Group Company's business and industry characteristics, evaluating the policy on inventory valuation and impairment loss as well as the reasonableness of allowances on inventory valuation and impairment loss.
2. Verify the accuracy and completeness of the inventory aging report and its underlying system logic.
3. Test the market value basis for individual inventory item's net realizable value, and select samples to confirm the accuracy of their net realizable value calculations.

Other Matter - Last quarter was reviewed by other auditors

The consolidated and individual financial statements of ENE TECHNOLOGY Group Company for the year 2021 were audited by another auditor, who issued an unqualified audit opinion report on March 10, 2022.

Other Matter - Individual financial statements

ENE TECHNOLOGY INC has prepared the parent company only financial statements as of and for the

years ended December 31, 2022 and 2021, on which we have issued an unqualified audit opinion.

Responsibilities of Management and Those Charges 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 the IFRS, IAS, IFRIC, and 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 statement, management is responsible for assessing the ENE TECHNOLOGY Group 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 ENE TECHNOLOGY Group Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance (including members of the Audit Committee) are responsible for overseeing the ENE TECHNOLOGY Group Company'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 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 auditing standards generally accepted in 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 based on this consolidated financial statement.

As part of an audit in accordance with the auditing standards generally accepted in the Republic of China, we exercise professional judgement and maintain professional skepticism throughout the audit. We also do below :

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 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 ENE TECHNOLOGY Group 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 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 ENE TECHNOLOGY Group Company 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 appropriate audit evidence regarding the financial information of the entities or business activities within the Company 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, 2022 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.

PricewaterhouseCoopers Taiwan

Chin-Chang Chen

CPA

Pei-Chuan Huang

ENE Technology Inc. and Subsidiaries
Consolidated Balance Sheet
January 1st to December 31st, 2022 & 2021

Unit: NTD thousands

Assets			Note	<u>2 0 2 2 . 1 2 . 3 1</u>	<u>%</u>	<u>2 0 2 1 . 1 2 . 3 1</u>	<u>%</u>	
Current Assets								
1100	Cash & cash equivalents	6(1)	\$	229,124	20	\$	400,584	37
1136	Financial asset after amortization	6(2) & 8						
	current			261,454	23		225,087	21
1170	Net accounts receivables	6(3) & 8		167,160	14		189,091	18
1180	Accounts receivable- related	7						
	parties			32,871	3		29,163	3
130X	Inventories	6(4)		375,244	32		176,969	16
1410	Pre-payments			19,368	2		15,335	1
1479	Other current assets-others			4,953	-		3,338	-
11XX	Total Current Assets			1,090,174	94		1,039,567	96
Non-Current Asset								
1535	Financial assets after amortization	6(2) & 8						
	— non current			1,047	-		1,038	-
1600	Property, plant and equipment	6(5)		19,272	2		19,846	2
1755	Right-of-use asset	6(6)		11,022	1		8,658	1
1780	Intangible asset			20,835	2		1,512	-
1840	Deferred tax asset	6(18)		15,073	1		6,871	-
1900	Other non-current assets	6(10)		6,783	-		7,885	1
15XX	Total Non-current assets			74,032	6		45,810	4
1XXX	Total Assets		\$	1,164,206	100	\$	1,085,377	100

(Continue next page)

ENE Technology Inc. and Subsidiaries
Consolidated Balance Sheet
January 1st to December 31st, 2022 & 2021

Unit: NTD thousands

Liabilities and Equity			Note	2 0 2 2 . 1 2 . 3 1	%	2 0 2 1 . 1 2 . 3 1	%	
Current Liabilities								
2100	Short term loan	6(7)	\$	196,000	17	\$	162,272	15
2170	Account payables			111,137	10		102,119	9
2180	Account payable - related parties	7		3,349	-		5,491	-
2200	Other account payables	6(8)		42,725	4		39,612	4
2280	Lease liabilities-current	6(6)		3,187	-		6,505	1
2320	Loan term loan matured within 1	6(9)						
	year			3,636	-		7,273	1
2399	Other current liabilities-others			2,574	-		2,655	-
21XX	Total current liabilities			362,608	31		325,927	30
Non-Current liabilities								
2540	Loan term loan	6(9)		-	-		3,636	1
2570	Deferred income tax liabilities	6(18)		1,694	-		34	-
2580	Lease liabilities—non current	6(6)		7,014	1		2,580	-
2600	Other non current liabilities			6	-		-	-
25XX	Non current liabilities			8,714	1		6,250	1
2XXX	Total liabilities			371,322	32		332,177	31
Equity								
Equity attributed to Parent								
	Capital	6(12)						
3110	Ordinary share capital			453,228	39		443,228	41
	Capital surplus	6(13)						
3200	Capital surplus			276,767	24		254,767	23
	Retained earnings	6(14)						
3310	Legal reserve			6,007	-		-	-
3350	Undistributed earnings			81,820	7		60,069	5
	Other equity	6(16)						
3400	Other equity		(	24,938)	(2)	(	4,864)	-
3XXX	Total equity attributed to							
	Parent company			792,884	68		753,200	69
	Significant or liable and	9						
	unrecognized committed contract							
	Significant subsequent events	6(14)&11						
3X2X	Total liabilities and equity		\$	1,164,206	100	\$	1,085,377	100

Consolidated Statement of Comprehensive Income
January 1st to December 31st, 2022 & 2021

			<u>2022</u>	<u>2021</u>	<u>2022</u>	<u>2021</u>
Item		Note	A m o u n t	%	A m o u n t	%
4000	Operating revenue	6(15) & 7	\$ 713,885	100	\$ 862,802	100
5000	Operating cost	6(4)	(466,169)	(65)	(564,456)	(68)
5900	Gross margin		<u>247,716</u>	<u>35</u>	<u>262,346</u>	<u>32</u>
	Operating expense	6(17)				
6100	Selling expense		(80,545)	(11)	(57,184)	(7)
6200	General & admin expense		(78,648)	(11)	(76,131)	(9)
6300	R & D expense		(84,048)	(12)	(64,025)	(8)
6450	Expected credit loss	6(4)	(281)	-	490	-
6000	Total operating expense		(243,522)	(34)	(196,850)	(24)
6900	Operating profit (loss)		<u>4,194</u>	<u>(1)</u>	<u>65,496</u>	<u>8</u>
	Non-operating income and expense					
7100	Interest income		6,082	1	701	-
7010	Other income		543	-	-	-
7020	Other profit and loss	6(16)	61,748	8	(6,186)	(1)
7050	Financial cot		(2209)	-	(3,002)	-
7000	Total of non operating income and expense		<u>66,164</u>	<u>9</u>	<u>(8,487)</u>	<u>(1)</u>
7900	Profit before income tax		<u>70,358</u>	<u>10</u>	<u>57,009</u>	<u>7</u>
7950	Income tax expense	6(18)	<u>6,548</u>	<u>1</u>	<u>3,298</u>	<u>-</u>
8200	Net profit for the period		<u>\$ 76,906</u>	<u>11</u>	<u>\$ 60,307</u>	<u>7</u>
	Other comprehensive profit and loss (net)					
	Items may be reclassified to profit or loss					
8311	Gain/Loss of remeasurement of defined benefit plan	6(10)	\$ 175	-	(\$ 238)	-
8361	Cumulative translation differences of foreign operation		31	-	(27)	-
8399	Income tax relating to items may be reclassified	6(18)				
			(6)	-	5	-
8300	Other comprehensive profit and loss (net)		<u>\$ 200</u>	<u>-</u>	<u>(\$ 260)</u>	<u>-</u>
8500	Total comprehensive profit and loss		<u>\$ 77,106</u>	<u>11</u>	<u>\$ 60,047</u>	<u>7</u>
	Net profit attributed to					
8610	Parent company		<u>\$ 76,906</u>	<u>11</u>	<u>\$ 60,307</u>	<u>7</u>
	Total comprehensive profit & loss attributed to :					
8710	Parent company		<u>\$ 77,106</u>	<u>11</u>	<u>\$ 60,047</u>	<u>7</u>

		<u> </u>	
	Earning per share	6(19)	
9750	Basic earning per share	\$ <u>1.74</u>	\$ <u>1.60</u>
9850	Diluted earning per share	\$ <u>1.70</u>	\$ <u>1.59</u>

ENE Technology Inc. & Subsidiaries
Consolidated Statements of Changes in Equity
January 1st to December 31st, 2022 & 2021

Unit : NTD\$ Thousands

	Note	Equity attributed to Parent Company							
		Capital surplus			Retained earnings		Others		
		Ordinary shares capital	Capital Surplus — Premium	Capital Surplus — Others	Legal reserve	Undistributed earning	Cumulative translation differences of foreign operation	Unrealized P&L from financial assets measured at fair value through P&L	Other equity — Others
									Total equity
<u>2021</u>									
Balance as of 0101		\$ 749,767	\$ 68,283	\$ 13,684	\$ -	(\$ 386,539)	\$ 158	(\$ 5,000)	\$ -
Net profit of the period		-	-	-	-	60,307	-	-	-
Comprehensive P & L of the period	6(10)	-	-	-	-	(238)	(22)	-	(260)
Total of comprehensive P&L of the period		-	-	-	-	60,069	(22)	-	60,047
Cash capital increase	6(12)	80,000	172,800	-	-	-	-	-	252,800
Capital reduction to compensate loss	6(12)	(386,539)	-	-	-	386,539	-	-	-
Balance as of 1231		<u>\$ 443,228</u>	<u>\$ 241,083</u>	<u>\$ 13,684</u>	<u>\$ -</u>	<u>\$ 60,069</u>	<u>\$ 136</u>	<u>(\$ 5,000)</u>	<u>\$ 753,200</u>
<u>2022</u>									
Balance as of 0101		<u>\$ 443,228</u>	<u>\$ 241,083</u>	<u>\$ 13,684</u>	<u>\$ -</u>	<u>\$ 60,069</u>	<u>\$ 136</u>	<u>(\$ 5,000)</u>	<u>\$ 753,200</u>
Net profit of the period		-	-	-	-	76,906	-	-	76,906
Comprehensive P & L of the period	6(10)	-	-	-	-	175	25	-	200
Total of comprehensive P&L of the period		-	-	-	-	77,081	25	-	77,106
2021 earning distributions and allotment	6(14)								
Legal reserve		-	-	-	6,007	(6,007)	-	-	-
Cash dividends		-	-	-	-	(44,323)	-	-	(44,323)
Cash dividends from capital surplus	6(13)	-	(8,865)	-	-	-	-	-	(8,865)
Share-based payment transaction	6(11)	10,000	-	30,865	-	-	-	(25,099)	15,766
Disposal of equity instrument investments measured at fair value through other comprehensive income		-	-	-	-	(5,000)	-	5,000	-
Balance as of 1231		<u>\$ 453,228</u>	<u>\$ 232,218</u>	<u>\$ 44,549</u>	<u>\$ 6,007</u>	<u>\$ 81,820</u>	<u>\$ 161</u>	<u>\$ -</u>	<u>(\$ 25,099)</u>

ENE Technology Inc. and Subsidiaries
Consolidated Statements of Cash Flows
January 1st to December 31st, 2022 & 2021

Unit: NTD\$ Thousands

	Notes	20220101~1231	20210101~1231
<u>Cash flow from operating activities:</u>			
Income before income tax		\$ 70,358	\$ 57,009
Adjustments			
Income and expenses/loss items			
Depreciation	6(17)	15,622	12,573
Amortization	6(17)	4,369	954
Interest expenses		2,209	3,002
Interest income		(6,082)	(701)
Expected credit impairment loss	6(3)	281	(490)
Disposal of fixed assets loss		403	-
Net financial asset at fair value through P&L			
(profit) loss	6(16)	(148)	-
Profits from changes in lease		(15)	-
Cost for share-based payment compensation	6(11)	15,766	-
Changes in operating assets and liabilities			
Net changes in operating related assets			
Current financial assets at fair value through			
profit or loss		148	-
Account receivables (include related parties)		17,942	(28,170)
Inventories		(198,275)	(31,571)
Prepaid payments		(4,033)	(1,796)
Net defined benefit assets		141	(50)
Other current assets		(737)	(113)
Net changes in operating related liabilities			
Account payables (include related parties)		6,876	33,813
Other account payables		2906	18,646
Other current liabilities		(81)	48
Other non-current liabilities		6	-
Cash flows from operating activities (outflow) inflow		(72,344)	63,154
Interest received		5,454	715
Interest paid		(2,220)	(3,028)
Income tax paid		(250)	-
Income tax refund		-	914
Net cash outflow from operating activities		(69,360)	61,755
<u>Cash flow from investment activities</u>			
Acquisition of financial asset after amortization		(36,376)	-
Disposal of financial assets after amortization		-	66,540
Acquisition of real estate, plant and equipment	6(2)	(8,124)	(12,814)
Disposal of fixed asset		48	-
Acquisition of intangible assets		(23,692)	(2,466)
Decrease of refundable deposits (other non-current			
asset)		1,135	-
Net cash outflow from investment activities		(67,009)	(51,260)
<u>Cash flow from financing activities</u>			
Decrease short term loan		206,017	228,290
Increase short term loan	6(21)	(172,289)	(367,467)
Long term loan repayment	6(21)	(7,273)	(7,274)
Lease liabilities principle repayment	6(21)	(8,391)	(6,814)
Cash capital increase	6(12)	-	252,800
Cash dividend from capital surplus	6(13)	(8,865)	-
Cash dividend	6(14)	(44,323)	-
Net cash outflow from financing activities		(35,124)	99,535
Effect of exchange rate to cash and cash			
equivalent		33	(25)

Net decrease in cash and cash equivalent	(	<u>171,460</u>	)	<u>212,525</u>
Cash and cash equivalent at beginning of period		<u>400,584</u>		<u>188,059</u>
Cash and cash equivalent at end of period	\$	<u><u>229,124</u></u>	\$	<u><u>400,584</u></u>

Translated Independent Auditor's Review Report

This is a summary translation of the Independent Auditors' Report on ENE TECHNOLOGY INC. only. Please refer to the Chinese version for full details.

To the Board of Directors of ENE TECHNOLOGY INC. :

Opinion

We have audited the accompanying financial statements of ENE TECHNOLOGY INC (the "Company"), which comprise the balance sheets as of December 31, 2022 and 2021, 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 a summary of significant accounting policies.

In our opinion, the accompanying parent only financial statements present fairly, in all material respects, the parent only financial position of the Company as of December 31, 2022 and 2021, 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 and the 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 Auditing and Attestation of Financial Statements by Certified Public Accountants and auditing stands generally accepted in 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 ENE Technology Inc. and its subsidiaries 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 judgement, were of most significance in our audit of the parent only financial statements for the year ended December 31, 2022. These matters were addressed in the context of our audit of the parent only financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matters for the Company's parent only financial statements for the year ended December 31, 2022

are stated as follows:

2. Key Audit Matters - Allowance for impairment losses on inventories

Description of matters:

ENE TECHNOLOGY Inc designs, manufactures, and sells integrated circuit-related products. Due to the short lifecycle of electronic products and intense market competition, there is a higher risk of inventory obsolescence and losses from price declines. For information regarding the accounting policies, accounting estimates, and assumption uncertainty of the valuation of inventory, as well as allowance for inventory impairment loss, please refer to Notes 4(10), 5(2), and 6(4).

Due to the rapid change of technology industry in which ENE TECHNOLOGY Inc. operates, and the subjectivity involved in assessing the net realizable value of obsolete inventory and the basis for evaluating inventory obsolescence losses, there is a high degree of estimation uncertainty. Given the significant impact of inventory and its allowances for declines in value on the parent only financial statements, the auditor has identified the assessment of inventory allowances for declines in value as the most critical area for audit in the current year.

Our key audit procedures performed in respect of the mentioned item included the following:

The auditor has performed the following procedures regarding the critical audit area mentioned above:

4. Based on the auditor's understanding of ENE TECHNOLOGY Inc. business and industry characteristics, evaluating the policy on inventory valuation and Impairment loss as well as the reasonableness of allowances on inventory valuation and impairment loss.
5. Verify the accuracy and completeness of the inventory aging report and its underlying system logic.
6. Test the market value basis for individual inventory item's net realizable value, and select samples to confirm the accuracy of their net realizable value calculations.

Other Matter – Retrospective financial statement for 2021

As stated in the Note 4 (25), ENE has performed a simple merger with Janus Power on 2022.03.16. As requested by ARDF, the Company should regenerate the 2021 parent only financial statement. The CPA did not amend the opinion.

Other Matter

The parent only financial statements of ENE TECHNOLOGY Inc. for the year 2021 were audited by

another auditor, who issued an unqualified audit opinion report on March 10, 2022. We performed the necessary procedures to review the report and regard the report as adequate.

Responsibilities of Management and Those Charges with Governance for the Parent only Financial Statements

Management is responsible for the preparation and fair presentation of the parent only financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the IFRS, IAS, IFRIC, and 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 parent only financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the parent only financial statement, management is responsible for assessing the ENE TECHNOLOGY Inc. 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 ENE TECHNOLOGY Inc or to cease operations, or has no realistic alternative but to do so.

Those charged with governance (including members of the Audit Committee) are responsible for overseeing the ENE TECHNOLOGY Inc. financial reporting process.

Auditors' Responsibilities for the Audit of the Parent only Financial Statements

Our objectives are to obtain reasonable assurance about whether the parent only financial statements 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 auditing standards generally accepted in 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 based on this parent only financial statement.

As part of an audit in accordance with the auditing standards generally accepted in the Republic of China, we exercise professional judgement and maintain professional skepticism throughout the audit. We also do below :

7. Identify and assess the risks of material misstatement of the parent only 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.
8. 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.
9. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
10. 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 ENE TECHNOLOGY Inc. 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 parent only 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 ENE TECHNOLOGY Inc to cease to continue as a going concern.
11. Evaluate the overall presentation, structure and content of the parent only financial statements, including the disclosures, and whether the parent only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
12. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the parent only 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 parent only financial statements for the year ended December 31, 2022 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.

PricewaterhouseCoopers Taiwan

Chin-Chang Chen

CPA

Pei-Chuan Huang

ENE Technology Inc.
Parent only Balance Sheet
January 1st to December 31st, 2022 & 2021

Unit: NTD thousands

Assets			Note	2 0 2 2 . 1 2 . 3 1	%	2 0 2 1 . 1 2 . 3 1	%	
				A m o u n t		A m o u n t		
Current Assets								
1100	Cash & cash equivalents	6(1)	\$	227,895	20	\$	399,420	37
1136	Financial asset after amortization	6(2) & 8						
	current			261,454	23		225,087	21
1170	Net accounts receivables	6(3)		164,988	14		185,708	17
1180	Accounts receivable- related	7						
	parties			36,644	3		31,680	3
1220	Income tax asset			472			222	
130X	Inventories	6(4)		375,244	32		176,969	16
1410	Pre-payments			19,355	2		15,330	2
1479	Other current assets-others			4,332	-		2,952	-
11XX	Total Current Assets			1,090,384	94		1,037,368	96
Non-Current Asset								
1535	Financial assets after amortization	6(2)						
	— non current			1,047	-		1,038	-
1550	Investment by equity method	6(5)					2,115	
1600	Property, plant and equipment	6(6)		19,272	2		19,846	2
1755	Right-of-use asset	6(7)		10,372	1		8,404	1
1780	Intangible asset			20,835	2		1,512	-
1840	Deferred tax asset	6(19)		15,073	1		6,871	-
1900	Other non-current assets	6(11)		6,698	-		7,748	1
15XX	Total Non-current assets			73,297	6		47,534	4
1XXX	Total Assets		\$	1,163,681	100	\$	1,084,902	100

(Continue next page)

ENE Technology Inc.
Parent only Balance Sheet
January 1st to December 31st, 2022 & 2021

Unit: NTD thousands

Liabilities and Equity			Note	2 0 2 2 . 1 2 . 3 1	%	2 0 2 1 . 1 2 . 3 1	%		
Current Liabilities									
2100	Short term loan	6(8)	\$	196,000	17	\$	162,272	15	
2170	Account payables			111,137	10		102,119	9	
2180	Account payable - related parties	7		3,349	-		5,491	-	
2200	Other account payables	6(9)		42,652	4		39,766	4	
2280	Lease liabilities-current	6(7)		2,817	-		6,239	1	
2320	Loan term loan matured within 1 year	6(10)		3,636	-		7,273	1	
2399	Other current liabilities-others			2,574	-		2,292	-	
21XX	Total current liabilities			362,165	31		325,452	30	
Non-Current liabilities									
2540	Loan term loan	6(10)		-	-		3,636	1	
2570	Deferred income tax liabilities	6(19)		1,694	-		34	-	
2580	Lease liabilities—non current	6(7)		6,727	1		2,580	-	
2600	Other non current liabilities	6(5)		211	-		-	-	
25XX	Non current liabilities			8,632	1		6,250	1	
2XXX	Total liabilities			370,797	32		331,702	31	
Equity									
Equity attributed to Parent									
Capital			6(13)						
3110	Ordinary share capital			453,228	39		443,228	41	
Capital surplus			6(14)						
3200	Capital surplus			276,767	24		254,767	23	
Retained earnings			6(15)						
3310	Legal reserve			6,007	-		-	-	
3350	Undistributed earnings			81,820	7		60,069	5	
Other equity									
3400	Other equity		(24,938)	(2)	(4,864)	-
3XXX	Total equity attributed to Parent company			792,884	68		753,200	69	
Significant or liable and unrecognized committed contract			9						
Significant subsequent events			6(15)&11						
3X2X	Total liabilities and equity		\$	1,163,681	100	\$	1,084,902	100	

ENE Technology Inc.
Parent only Statement of Comprehensive Income
January 1st to December 31st, 2022 & 2021

			<u>2</u>	<u>0</u>	<u>2</u>	<u>2</u>	<u>1</u>
	Item	Note	A	m	o	u	n
			t				%
4000	Operating revenue	6(16) & 7	\$	713,684	100	\$	824,988
5000	Operating cost	6(4)	(	466,169)	(65)	(	563,671)
5900	Gross margin			247,515	35		261,317
	Operating expense	6(18)					
6100	Selling expense		(	80,881)	(11)	(	57,184)
6200	General & admin expense		(	76,124)	(11)	(	73,399)
6300	R & D expense		(	84,048)	(12)	(	64,025)
6450	Expected credit loss	6(3)	(	164)	-		490
6000	Total operating expense						
			(	241,217)	(34)	(	194,118)
6900	Operating profit (loss)			6,298	(1)		67,199
	Non-operating income and expense						
7100	Interest income			6,078	1		694
7010	Other income			536	-		631
7020	Other profit and loss	6(17)		61,986	9	(	7,077)
7050	Financial cost		(	2,188)	-	(	2,961)
7070	Share on subsidiaries by equity method, related enterprise and JV P&L	6(5)					
			(	2,352)	(1)	(	1,477)
7000	Total of non operating income and expense			64,060	9	(	10,190)
7900	Profit before income tax			70,358	10		57,009
7950	Income tax expense	6(19)		6,548	1		3,298
8200	Net profit for the period		\$	76,906	11	\$	60,307
	Other comprehensive profit and loss (net)						
	Items may be reclassified to profit or loss						
8311	Gain/Loss of remeasurement of defined benefit plan	6(11)	\$	175	-	(\$	238)
8361	Cumulative translation differences of foreign operation			31	-	(	27)
8399	Income tax relating to items may be reclassified	6(19)					
			(	6)	-		5
8300	Other comprehensive profit and loss (net)		\$	200	-	(\$	260)
8500	Total comprehensive profit and loss		\$	77,106	11	\$	60,047
	Net profit attributed to						

	Earning per share	6(20)		
9750	Basic earning per share		\$ <u>1.74</u>	\$ <u>1.60</u>
9850	Diluted earning per share		\$ <u>1.70</u>	\$ <u>1.59</u>

ENE Technology Inc.
Parent only Statements of Changes in Equity
January 1st to December 31st, 2022 & 2021

Unit : NTD\$ Thousands

	Note	Equity attributed to Parent Company							
		Capital surplus			Retained earnings		Others		
		Ordinary shares capital	Capital Surplus — Premium	Capital Surplus — Others	Legal reserve	Undistributed earning	Cumulative translation differences of foreign operation	Unrealized P&L from financial assets measured at fair value through P&L	Other equity — Others
									Total equity
<u>2021</u>									
Balance as of 0101		\$ 749,767	\$ 68,283	\$ 13,684	\$ -	(\$ 386,539)	\$ 158	(\$ 5,000)	\$ -
Net profit of the period		-	-	-	-	60,307	-	-	-
Comprehensive P & L of the period	6(11)	-	-	-	-	(238)	(22)	-	(260)
Total of comprehensive P&L of the period		-	-	-	-	60,069	(22)	-	60,047
Cash capital increase	6(13)	80,000	172,800	-	-	-	-	-	252,800
Capital reduction to compensate loss	6(13)	(386,539)	-	-	-	386,539	-	-	-
Balance as of 1231		<u>\$ 443,228</u>	<u>\$ 241,083</u>	<u>\$ 13,684</u>	<u>\$ -</u>	<u>\$ 60,069</u>	<u>\$ 136</u>	<u>(\$ 5,000)</u>	<u>\$ 753,200</u>
<u>2022</u>									
Balance as of 0101		<u>\$ 443,228</u>	<u>\$ 241,083</u>	<u>\$ 13,684</u>	<u>\$ -</u>	<u>\$ 60,069</u>	<u>\$ 136</u>	<u>(\$ 5,000)</u>	<u>\$ 753,200</u>
Net profit of the period		-	-	-	-	76,906	-	-	76,906
Comprehensive P & L of the period	6(11)	-	-	-	-	175	25	-	200
Total of comprehensive P&L of the period		-	-	-	-	77,081	25	-	77,106
2021 earning distributions and allotment	6(15)								
Legal reserve		-	-	-	6,007	(6,007)	-	-	-
Cash dividends		-	-	-	-	(44,323)	-	-	(44,323)
Cash dividends from capital surplus	6(14)	-	(8,865)	-	-	-	-	-	(8,865)
Share-based payment transaction	6(12)	10,000	-	30,865	-	-	-	(25,099)	15,766
Disposal of equity instrument investments measured at fair value through other comprehensive income		-	-	-	-	(5,000)	-	5,000	-
Balance as of 1231		<u>\$ 453,228</u>	<u>\$ 232,218</u>	<u>\$ 44,549</u>	<u>\$ 6,007</u>	<u>\$ 81,820</u>	<u>\$ 161</u>	<u>\$ -</u>	<u>(\$ 25,099)</u>

ENE Technology Inc.
Parent only Statements of Cash Flows
January 1st to December 31st, 2022 & 2021

Unit: NTD\$ Thousands

	Notes	20220101~1231	20210101~1231
<u>Cash flow from operating activities:</u>			
Income before income tax		\$ 70,358	\$ 57,009
Adjustments			
Income and expenses/loss items			
Depreciation	6(18)	15,114	11,964
Amortization	6(18)	4,369	954
Interest expenses		2,188	2,961
Interest income		(6,078)	(694)
Expected credit impairment loss	6(3)	163	(490)
Disposal of fixed assets loss		403	-
Net financial asset at fair value through P&L (profit) loss		(148)	-
Profits from changes in lease		(15)	-
Cost for share-based payment compensation	6(12)	15,766	-
Share for loss in related enterprise by equity method	6(5)	2,352	1,477
Changes in operating assets and liabilities			
Net changes in operating related assets			
Current financial assets at fair value through profit or loss		148	-
Account receivables (include related parties)		15,593	(26,845)
Inventories		(198,275)	(31,571)
Prepaid payments		(4,025)	(2,163)
Other current assets		(752)	656
Net defined benefit assets		141	(50)
Net changes in operating related liabilities			
Account payables (include related parties)		6,876	33,813
Other account payables		2,677	18,895
Other current liabilities		282	(293)
Other non-current liabilities		6	-
Cash flows from operating activities (outflow) inflow		(72,857)	65,623
Interest received		5,450	708
Interest paid		(2,199)	(2,987)
Income tax paid		(250)	-
Income tax refund		-	914
Net cash outflow from operating activities		(69,856)	64,258
<u>Cash flow from investment activities</u>			
Acquisition of financial asset after amortization		(36,376)	-
Disposal of financial assets after amortization		-	66,540
Acquisition of real estate, plant and equipment	6(21)	(8,124)	(12,814)
Disposal of fixed asset		48	-
Acquisition of intangible assets		(23,692)	(2,466)
Decrease of refundable deposits (other non-current asset)		1,084	-
Net cash outflow from investment activities		(67,060)	(51,260)
<u>Cash flow from financing activities</u>			
Increase short term loan	6(22)	206,017	228,290
Decrease short term loan		(172,289)	(367,467)
Long term loan repayment	6(22)	(7,273)	(7,274)
Lease liabilities principle repayment	6(22)	(7,876)	(6,204)
Cash capital increase	6(13)	-	252,800
Cash dividend from capital surplus	6(14)	(8,865)	-
Cash dividend	6(15)	(44,323)	-
Net cash outflow from financing activities		(34,609)	100,145
Net (decrease) increase in cash and cash equivalent		(171,525)	215,663
Cash and cash equivalent at beginning of period		399,420	183,757
Cash and cash equivalent at end of period		\$ 227,895	\$ 399,420

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Attachment IV Table of Deficit Appropriation for 2022

ENE TECHNOLOGY INC
Appropriation of Profit
For Year 2022

Unit: NT Dollars

Item	Total
Retained earnings at beginning of the period	9,738,837
Add: Net profits after tax for 2022	76,905,586
Add: remeasurement of defined benefit obligations	174,870
Less: disposal of equity tool investment measured at fair value through other comprehensive profit and loss	(5,000,000)
Less: legal reserve	(7,208,045)
Distributable net profit	74,611,248
Distributable items:	
Less: Dividends- cash (NT\$1 per share)	(54,375,409)
Retained earnings at the end of the period	20,235,839

* Dividends shall be calculated according to the distribution ratio up to dollar. Any amount under NT\$1 shall be rounded off. Total of the fractional amounts less than 1 dollar shall be listed under Other Income.

Attachment V Rules and Procedures of Shareholders' Meeting

ENE TECHNOLOGY INC Rules and Procedures of Shareholders' Meeting

Article 1

To establish a strong governance system and sound supervisory capabilities for ENE Technology Inc. (the Company) shareholders' meetings, and to strengthen management capabilities, these Rules are adopted pursuant to Article 5 of the Corporate Governance Best-Practice Principles for TWSE/GTSM Listed Companies.

Article 2

The rules of procedures for the Company's shareholders' meetings, except as otherwise provided by law, regulation, or the articles of incorporation, shall be as provided in these Rules.

Article 3

(Convening shareholders' meetings and shareholders' meeting notices)

Unless otherwise provided by law or regulation, the Company's shareholders' meetings shall be convened by the board of directors.

Changes to how the Company convenes its shareholders' meeting shall be resolved by the board of directors, and shall be made no later than mailing of the shareholders' meeting notice.

The Company shall prepare electronic versions of the shareholders' meeting notice and proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors or supervisors, and upload them to the Market Observation Post System (MOPS) before 30 days before the date of a regular shareholders' meeting or before 15 days before the date of a special shareholders' meeting. The Company shall prepare electronic versions of the shareholders' meeting agenda and supplemental meeting materials and upload them to the MOPS before 21 days before the date of the regular shareholders' meeting or before 15 days before the date of the special shareholders' meeting. If, however, the Company has the paid-in capital of NT\$10 billion or more as of the last day of the most current fiscal year, or total shareholding of foreign shareholders and PRC shareholders reaches 30% or more as recorded in the register of shareholders of the shareholders' meeting held in the immediately preceding year, transmission of these electronic files shall be made by 30 days before the regular shareholders' meeting. In addition, before 15 days before the date of the shareholders' meeting, the

Company shall also have prepared the shareholders' meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at the Company and the professional shareholder services agent designated thereby.

This Corporate shall make the meeting agenda and supplemental meeting materials in the preceding paragraph available to shareholders for review in the following manner on the date of the shareholders' meeting:

1. For physical shareholders' meetings, to be distributed on-site at the meeting.
2. For hybrid shareholders' meetings, to be distributed on-site at the meeting and shared on the virtual meeting platform.
3. For virtual-only shareholders' meetings, electronic files shall be shared on the virtual meeting platform.

The reasons for convening a shareholders' meeting shall be specified in the meeting notice and public announcement. With the consent of the addressee, the meeting notice may be given in electronic form.

Election or dismissal of directors or supervisors, amendments to the articles of incorporation, reduction of capital, application for the approval of ceasing its status as a public company, approval of competing with the company by directors, surplus profit distributed in the form of new shares, reserve distributed in the form of new shares, the dissolution, merger, or demerger of the corporation, or any matter under Article 185, paragraph 1 of the Company Act, Articles 26-1 and 43-6 of the Securities Exchange Act, Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be set out and the essential contents explained in the notice of the reasons for convening the shareholders' meeting. None of the above matters may be raised by an extraordinary motion.

Where re-election of all directors and supervisors as well as their inauguration date is stated in the notice of the reasons for convening the shareholders' meeting, after the completion of the re-election in said meeting such inauguration date may not be altered by any extraordinary motion or otherwise in the same meeting.

A shareholder holding one percent or more of the total number of issued shares may submit to the Company a proposal for discussion at a regular shareholders' meeting. The number of items so proposed is limited to one only, and no proposal containing more than one item will be included in the meeting agenda. When the circumstances of any subparagraph of Article 172-1, paragraph 4 of the Company Act apply to a proposal put forward by a shareholder, the board of directors may exclude it from the agenda. A shareholder may propose a recommendation for urging the corporation to promote public interests or fulfill its social responsibilities, provided

procedurally the number of items so proposed is limited only to one in accordance with Article 172-1 of the Company Act, and no proposal containing more than one item will be included in the meeting agenda.

Prior to the book closure date before a regular shareholders' meeting is held, the Company shall publicly announce its acceptance of shareholder proposals in writing or electronically, and the location and time period for their submission; the period for submission of shareholder proposals may not be less than 10 days.

Shareholder-submitted proposals are limited to 300 words, and no proposal containing more than 300 words will be included in the meeting agenda. The shareholder making the proposal shall be present in person or by proxy at the regular shareholders' meeting and take part in discussion of the proposal.

Prior to the date for issuance of notice of a shareholders' meeting, the Company shall inform the shareholders who submitted proposals of the proposal screening results, and shall list in the meeting notice the proposals that conform to the provisions of this article. At the shareholders' meeting the board of directors shall explain the reasons for exclusion of any shareholder proposals not included in the agenda.

Article 4

For each shareholders' meeting, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by the Company and stating the scope of the proxy's authorization.

A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders' meeting, and shall deliver the proxy form to the Company before five days before the date of the shareholders' meeting. When duplicate proxy forms are delivered, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment.

After a proxy form has been delivered to the Company, if the shareholder intends to attend the meeting in person or to exercise voting rights by correspondence or electronically, a written notice of proxy cancellation shall be submitted to the Company before two business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

If, after a proxy form is delivered to the Company, a shareholder wishes to attend the shareholders' meeting online, a written notice of proxy cancellation shall be submitted to the Company two business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

Article 5

(Principles determining the time and place of a shareholders' meeting)

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 a.m. and no later than 3 p.m. Full consideration shall be given to the opinions of the independent directors with respect to the place and time of the meeting.

The restrictions on the place of the meeting shall not apply when the Company convenes a virtual-only shareholders' meeting.

Article 6

(Preparation of documents such as the attendance book)

The Company shall specify in its shareholders' meeting notices the time during which attendance registrations for shareholders, solicitors and proxies (collectively "shareholders") will be accepted, the place to register for attendance, and other matters for attention.

The time during which shareholder attendance registrations will be accepted, as stated in the preceding paragraph, shall be at least 30 minutes prior to the time the meeting commences. The place at which attendance registrations are accepted shall be clearly marked and a sufficient number of suitable personnel assigned to handle the registrations. For virtual shareholders' meetings, shareholders may begin to register on the virtual meeting platform 30 minutes before the meeting starts.

Shareholders completing registration will be deemed as attend the shareholders' meeting in person.

Shareholders shall attend shareholders' meetings based on attendance cards, sign-in cards, or other certificates of attendance. The Company may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification.

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

The Company shall furnish attending shareholders with the meeting agenda book, annual report, attendance card, speaker's slips, voting slips, and other meeting materials. Where there is an election of directors or supervisors, pre-printed ballots shall also be furnished.

When the government or a juristic person is a shareholder, it may be represented by more than one representative at a shareholders' meeting. When a juristic person is appointed to attend as proxy, it may designate only one person to represent it in the meeting.

In the event of a virtual shareholders' meeting, shareholders wishing to attend the meeting online shall register with the Company two days before the meeting date. In the event of a virtual shareholders' meeting, the Company shall upload the meeting agenda book, annual report and other meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

Article 6-1

(Convening virtual shareholders' meetings and particulars to be included in shareholders' meeting notice)

To convene a virtual shareholders' meeting, the Company shall include the following particulars in the shareholders' meeting notice:

1. How shareholders attend the virtual meeting and exercise their rights.
2. Actions to be taken if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events, at least covering the following particulars:
 - A. To what time the meeting is postponed or from what time the meeting will resume if the above obstruction continues and cannot be removed, and the date to which the meeting is postponed or on which the meeting will resume.
 - B. Shareholders not having registered to attend the affected virtual shareholders' meeting shall not attend the postponed or resumed session.
 - C. In case of a hybrid shareholders' meeting, when the virtual meeting cannot be continued, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders' meeting online, meets the minimum legal requirement for a shareholder meeting, then the shareholders' meeting shall continue. The shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, and the shareholders attending the virtual meeting online shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders' meeting.
 - D. Actions to be taken if the outcome of all proposals have been announced and extraordinary motion has not been carried out.
3. To convene a virtual-only shareholders' meeting, appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders' meeting online shall be specified.

Article 7

(The chair and non-voting participants of a shareholders' meeting)

If a shareholders' meeting is convened by the board of directors, the meeting shall

be chaired by the chairperson of the board. When the chairperson of the board is on leave or for any reason unable to exercise the powers of the chairperson, the vice chairperson shall act in place of the chairperson; if there is no vice chairperson or the vice chairperson also is on leave or for any reason unable to exercise the powers of the vice chairperson, the chairperson 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 act as chair. Where the chairperson does not make such a designation, the managing directors or the directors shall select from among themselves one person to serve as chair.

When a managing director or a director serves as chair, as referred to in the preceding paragraph, the managing director or director shall be one who has held that position for six months or more and who understands the financial and business conditions of the company. The same shall be true for a representative of a juristic person director that serves as chair.

It is advisable that shareholders' meetings convened by the board of directors be chaired by the chairperson of the board in person and attended by a majority of the directors, at least one supervisor in person, and at least one member of each functional committee on behalf of the committee. The attendance shall be recorded in the meeting minutes.

If a shareholders' meeting is convened by a party with power to convene but other than the board of directors, the convening party shall chair the meeting. When there are two or more such convening parties, they shall mutually select a chair from among themselves.

The Company may appoint its attorneys, certified public accountants, or related persons retained by it to attend a shareholders' meeting in a non-voting capacity.

Article 8

(Documentation of a shareholders' meeting by audio or video)

The Company, beginning from the time it accepts shareholder attendance registrations, shall make an uninterrupted audio and video recording of the registration procedure, the proceedings of the shareholders' meeting, and the voting and vote counting procedures.

The recorded materials of the preceding paragraph shall be retained for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation. Where a shareholders' meeting is held online, the Company shall keep records of shareholder registration, sign-in, check-in, questions raised, votes cast and results of votes counted by the Company, and continuously audio and video record, without interruption, the proceedings of the virtual meeting from beginning to end.

The information and audio and video recording in the preceding paragraph shall be properly kept by the Company during the entirety of its existence, and copies of the audio and video recording shall be provided to and kept by the party appointed to handle matters of the virtual meeting.

In case of a virtual shareholders' meeting, the Company is advised to audio and video record the back-end operation interface of the virtual meeting platform.

Article 9

Attendance at shareholders' meetings shall be calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in, and the shares checked in on the virtual meeting platform, plus the number of shares whose voting rights are exercised by correspondence or electronically.

The chair shall call the meeting to order at the appointed meeting time and disclose information concerning the number of nonvoting shares and number of shares represented by shareholders attending the meeting.

However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined total of no more than one hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chair shall declare the meeting adjourned. In the event of a virtual shareholders' meeting, the Company shall also declare the meeting adjourned at the virtual meeting platform.

If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders' meeting shall be convened within one month. In the event of a virtual shareholders' meeting, shareholders intending to attend the meeting online shall re-register to the Company in accordance with Article 6.

When, prior to conclusion of the meeting, the attending shareholders represent a majority of the total number of issued shares, the chair may resubmit the tentative resolution for a vote by the shareholders' meeting pursuant to Article 174 of the Company Act.

Article 10

(Discussion of proposals)

If a shareholders' meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. Votes shall be cast on each separate proposal in the agenda (including extraordinary motions and amendments to the original proposals set out in the agenda). The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders' meeting.

The provisions of the preceding paragraph apply *mutatis mutandis* to a shareholders' meeting convened by a party with the power to convene that is not the board of directors.

The chair may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs (including extraordinary motions), except by a resolution of the shareholders' meeting. If the chair declares the meeting adjourned in violation of the rules of procedure, the other members of the board of directors shall promptly assist the attending shareholders in electing a new chair in accordance with statutory procedures, by agreement of a majority of the votes represented by the attending shareholders, and then continue the meeting. The chair shall allow ample opportunity during the meeting for explanation and discussion of proposals and of amendments or extraordinary motions put forward by the shareholders; when the chair is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the chair may announce the discussion closed, call for a vote, and schedule sufficient time for voting.

Article 11

(Shareholder speech)

Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, his/her shareholder account number (or attendance card number), and account name. The order in which shareholders speak will be set by the chair.

A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail.

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

When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chair and the shareholder that has the floor; the chair shall stop any violation.

When a juristic person shareholder appoints two or more representatives to attend a shareholders' meeting, only one of the representatives so appointed may speak on the same proposal.

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

Where a virtual shareholders' meeting is convened, shareholders attending the virtual meeting online may raise questions in writing at the virtual meeting platform from the chair declaring the meeting open until the chair declaring the meeting adjourned. No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words. The regulations in paragraphs 1 to 5 do not apply.

As long as questions so raised in accordance with the preceding paragraph are not in violation of the regulations or beyond the scope of a proposal, it is advisable the questions be disclosed to the public at the virtual meeting platform.

Article 12

(Calculation of voting shares and recusal system)

Voting at a shareholders' meeting shall be calculated based the number of shares.

With respect to resolutions of shareholders' meetings, the number of shares held by a shareholder with no voting rights shall not be calculated as part of the total number of issued shares.

When a shareholder is an interested party in relation to an agenda item, and there is the likelihood that such a relationship would prejudice the interests of the Company, that shareholder may not vote on that item, and may not exercise voting rights as proxy for any other shareholder.

The number of shares for which voting rights may not be exercised under the preceding paragraph shall not be calculated as part of the voting rights represented by attending shareholders.

With the exception of a trust enterprise or a shareholder services agent approved by the competent securities authority, when one person is concurrently appointed as proxy by two or more shareholders, the voting rights represented by that proxy may not exceed three percent of the voting rights represented by the total number of issued shares. If that percentage is exceeded, the voting rights in excess of that percentage shall not be included in the calculation.

Article 13

A shareholder shall be entitled to one vote for each share held, except when the shares are restricted shares or are deemed non-voting shares under Article 179, paragraph 2 of the Company Act.

When the Company holds a shareholder meeting, it shall adopt exercise of voting rights by electronic means and may adopt exercise of voting rights by correspondence. When voting rights are exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders' meeting notice. A shareholder exercising voting rights by correspondence or electronic means will be deemed to have attended the meeting in person, but to have waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting; it is therefore advisable that the Company avoid the submission of extraordinary motions and amendments to original proposals.

A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph shall deliver a written declaration of intent to the Company before two days before the date of the shareholders' meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail, except when a declaration is made to cancel the earlier declaration of intent.

After a shareholder has exercised voting rights by correspondence or electronic means, in the event the shareholder intends to attend the shareholders' meeting in person or online, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to the Company, by the same means by which the voting rights were exercised, before two business days before the date of the shareholders' meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by correspondence or electronic means shall prevail. When a shareholder has exercised voting rights both by correspondence or electronic means and by appointing a proxy to attend a shareholders' meeting, the voting rights exercised by the proxy in the meeting shall prevail.

Except as otherwise provided in the Company Act and in the Company's 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 a vote, for each proposal, the chair or a person designated by the chair shall first announce the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be entered into the MOPS.

When there is an amendment or an 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 will be put to a vote. When any one among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.

Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chair, provided that all monitoring personnel shall be shareholders of the Company.

Vote counting for shareholders' meeting proposals or elections shall be conducted in public at the place of the shareholders' meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on-site at the meeting, and a record made of the vote.

When the Company convenes a virtual shareholders' meeting, after the chair declares the meeting open, shareholders attending the meeting online shall cast votes on proposals and elections on the virtual meeting platform before the chair announces the voting session ends or will be deemed abstained from voting.

In the event of a virtual shareholders' meeting, votes shall be counted at once after the chair announces the voting session ends, and results of votes and elections shall be announced immediately.

When the Company convenes a hybrid shareholders' meeting, if shareholders who have registered to attend the meeting online in accordance with Article 6 decide to attend the physical shareholders' meeting in person, they shall revoke their registration two days before the shareholders' meeting in the same manner as they registered. If their registration is not revoked within the time limit, they may only attend the shareholders' meeting online.

When shareholders exercise voting rights by correspondence or electronic means, unless they have withdrawn the declaration of intent and attended the shareholders' meeting online, except for extraordinary motions, they will not exercise voting rights on the original proposals or make any amendments to the original proposals or exercise voting rights on amendments to the original proposal.

Article 14

(Election of directors and supervisors)

The election of directors or supervisors at a shareholders' meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, and the voting results shall be announced on-site immediately, including the names of those elected as directors and supervisors and the numbers of votes with which they were elected, and the names of directors and supervisors not elected and number of votes they received.

The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the ballots shall be retained until the conclusion of the litigation.

Article 15

Matters relating to the resolutions of a shareholders' meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes may be produced and distributed in electronic form.

The Company may distribute the meeting minutes of the preceding paragraph by means of a public announcement made through the MOPS.

The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their voting results (including the number of voting rights), and disclose the number of voting rights won by each candidate in the event of an election of directors or supervisors. The minutes shall be retained for the duration of the existence of the Company.

Where a virtual shareholders' meeting is convened, in addition to the particulars to be included in the meeting minutes as described in the preceding paragraph, the start time and end time of the shareholders' meeting, how the meeting is convened, the chair's and secretary's name, and actions to be taken in the event of disruption to the virtual meeting platform or participation in the meeting online due to natural disasters, accidents or other force majeure events, and how issues are dealt with shall also be included in the minutes.

When convening a virtual-only shareholder meeting, other than compliance with the requirements in the preceding paragraph, the Company shall specify in the meeting minutes alternative measures available to shareholders with difficulties in attending a virtual-only shareholders' meeting online

Article 16

(Public disclosure)

On the day of a shareholders' meeting, the Company shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation, the number of shares represented by proxies and the number of shares represented by shareholders attending the meeting by correspondence or electronic means, and shall make an express disclosure of the same at the place of the shareholders' meeting. In the event a virtual shareholders' meeting, the Company shall upload the above meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

During the Company's virtual shareholders' meeting, when the meeting is called to

order, the total number of shares represented at the meeting shall be disclosed on the virtual meeting platform. The same shall apply whenever the total number of shares represented at the meeting and a new tally of votes is released during the meeting. If matters put to a resolution at a shareholders' meeting constitute material information under applicable laws or regulations or under Taiwan Stock Exchange Corporation (or Taipei Exchange Market) regulations, the Company shall upload the content of such resolution to the MOPS within the prescribed time period.

Article 17

(Maintaining order at the meeting place)

Staff handling administrative affairs of a shareholders' meeting shall wear identification cards or arm bands.

The chair may direct the proctors or security personnel to help maintain order at the meeting place. When proctors or security personnel help maintain order at the meeting place, they shall wear an identification card or armband bearing the word "Proctor."

At the place of a shareholders' meeting, if a shareholder attempts to speak through any device other than the public address equipment set up by the Company, the chair may prevent the shareholder from so doing.

When a shareholder violates the rules of procedure and defies the chair's correction, obstructing the proceedings and refusing to heed calls to stop, the chair may direct the proctors or security personnel to escort the shareholder from the meeting.

Article 18

(Recess and resumption of a shareholders' meeting)

When a meeting is in progress, the chair may announce a break based on time considerations. If a force majeure event occurs, the chair may rule the meeting temporarily suspended and announce a time when, in view of the circumstances, the meeting will be resumed.

If the meeting venue is no longer available for continued use and not all of the items (including extraordinary motions) on the meeting agenda have been addressed, the shareholders' meeting may adopt a resolution to resume the meeting at another venue.

A resolution may be adopted at a shareholders' meeting to defer or resume the meeting within five days in accordance with Article 182 of the Company Act.

Article 19

(Disclosure of information at virtual meetings)

In the event of a virtual shareholders' meeting, the Company shall disclose real-time

results of votes and election immediately after the end of the voting session on the virtual meeting platform according to the regulations, and this disclosure shall continue at least 15 minutes after the chair has announced the meeting adjourned.

Article 20

(Location of the chair and secretary of virtual-only shareholders' meeting)

When the Company convenes a virtual-only shareholders' meeting, both the chair and secretary shall be in the same location, and the chair shall declare the address of their location when the meeting is called to order.

Article 21

(Handling of disconnection)

In the event of a virtual shareholders' meeting, the Company may offer a simple connection test to shareholders prior to the meeting, and provide relevant real-time services before and during the meeting to help resolve communication technical issues.

In the event of a virtual shareholders' meeting, when declaring the meeting open, the chair shall also declare, unless under a circumstance where a meeting is not required to be postponed to or resumed at another time under Article 44-20, paragraph 4 of the Regulations Governing the Administration of Shareholder Services of Public Companies, if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events before the chair has announced the meeting adjourned, and the obstruction continues for more than 30 minutes, the meeting shall be postponed to or resumed on another date within five days, in which case Article 182 of the Company Act shall not apply.

For a meeting to be postponed or resumed as described in the preceding paragraph, shareholders who have not registered to participate in the affected shareholders' meeting online shall not attend the postponed or resumed session.

For a meeting to be postponed or resumed under the second paragraph, the number of shares represented by, and voting rights and election rights exercised by the shareholders who have registered to participate in the affected shareholders' meeting and have successfully signed in the meeting, but do not attend the postpone or resumed session, at the affected shareholders' meeting, shall be counted towards the total number of shares, number of voting rights and number of election rights represented at the postponed or resumed session.

During a postponed or resumed session of a shareholders' meeting held under the second paragraph, no further discussion or resolution is required for proposals for which votes have been cast and counted and results have been announced, or list of

elected directors and supervisors.

When the Company convenes a hybrid shareholders' meeting, and the virtual meeting cannot continue as described in second paragraph, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders' meeting online, still meets the minimum legal requirement for a shareholder meeting, then the shareholders' meeting shall continue, and not postponement or resumption thereof under the second paragraph is required.

Under the circumstances where a meeting should continue as in the preceding paragraph, the shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, provided these shareholders shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders' meeting.

When postponing or resuming a meeting according to the second paragraph, the Company shall handle the preparatory work based on the date of the original shareholders' meeting in accordance with the requirements listed under Article 44-20, paragraph 7 of the Regulations Governing the Administration of Shareholder Services of Public Companies.

For dates or period set forth under Article 12, second half, and Article 13, paragraph 3 of Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, and Article 44-5, paragraph 2, Article 44-15, and Article 44-17, paragraph 1 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall handle the matter based on the date of the shareholders' meeting that is postponed or resumed under the second paragraph.

Article 22

(Handling of digital divide)

When convening a virtual-only shareholders' meeting, the Company shall provide appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders' meeting online.

Article 23

These Rules is stipulated on 2023.05.30, and shall take effect after having been submitted to and approved by the Shareholders' meeting. Subsequent amendments thereto shall be taken effect in the same manner.

ENE TECHNOLOGY INC**Amendments of Procedures of Acquisition and Disposal of Assets****Comparison Table**Date:2023.05.30th

After	Before	Notes
<p>Article 6</p> <p>Professional appraisers and their staff, certified public accountants, attorneys, and securities underwriters that provide public companies with appraisal reports or statements of opinions shall follow the following regulations:</p> <ol style="list-style-type: none"> 1. May not have previously received a final and unappealable sentence to imprisonment for 1 year or longer for a violation of the Act, the Company Act, the Banking Act of The Republic of China, the Insurance Act, the Financial Holding Company Act, or the Business Entity Accounting Act, or for fraud, breach of trust, embezzlement, forgery of documents, or occupational crime. However, this provision does not apply if 3 years have already passed since completion of service of the sentence, since expiration of the period of a suspended sentence, or since a pardon was received. 2. May not be a related party or de facto related party of any party to the transaction. 3. If the company is required to obtain appraisal reports from two or more professional appraisers, the different professional appraisers or appraisal officers may not be related parties or de 	<p>Article 6</p> <p>Professional appraisers and their staff, certified public accountants, attorneys, and securities underwriters that provide public companies with appraisal reports or statements of opinions shall follow the following regulations:</p> <ol style="list-style-type: none"> 1. May not have previously received a final and unappealable sentence to imprisonment for 1 year or longer for a violation of the Act, the Company Act, the Banking Act of The Republic of China, the Insurance Act, the Financial Holding Company Act, or the Business Entity Accounting Act, or for fraud, breach of trust, embezzlement, forgery of documents, or occupational crime. However, this provision does not apply if 3 years have already passed since completion of service of the sentence, since expiration of the period of a suspended sentence, or since a pardon was received. 2. May not be a related party or de facto related party of any party to the transaction. 3. If the company is required to obtain appraisal reports from two or more professional appraisers, the different professional appraisers or appraisal officers may not be related parties or de 	<p>Update in according to the latest regulations</p>

After	Before	Notes
<p>facto related parties of each other.</p> <p>When issuing an appraisal report or opinion, the personnel referred to in the preceding paragraph shall comply with the related union rules and the following:</p> <ol style="list-style-type: none"> 1. Prior to accepting a case, they shall prudently assess their own professional capabilities, practical experience, and independence. 2. When examining a case, they shall appropriately plan and execute adequate working procedures, in order to produce a conclusion and use the conclusion as the basis for issuing the report or opinion. The related working procedures, data collected, and conclusion shall be fully and accurately specified in the case working papers. 3. They shall undertake an item-by-item evaluation of the reasonableness of the sources of data used, the parameters, and the information, as the basis for issuance of the appraisal report or the opinion. 4. They shall issue a statement attesting to the professional competence and independence of the personnel who prepared the report or opinion, and that they have evaluated and found that the information used is reasonable and that they have complied with applicable laws and regulations. 	<p>facto related parties of each other.</p> <p>When issuing an appraisal report or opinion, the personnel referred to in the preceding paragraph shall comply with the following:</p> <ol style="list-style-type: none"> 1. Prior to accepting a case, they shall prudently assess their own professional capabilities, practical experience, and independence. 2. When examining a case, they shall appropriately plan and execute adequate working procedures, in order to produce a conclusion and use the conclusion as the basis for issuing the report or opinion. The related working procedures, data collected, and conclusion shall be fully and accurately specified in the case working papers. 3. They shall undertake an item-by-item evaluation of the comprehensiveness, accuracy, and reasonableness of the sources of data used, the parameters, and the information, as the basis for issuance of the appraisal report or the opinion. 4. They shall issue a statement attesting to the professional competence and independence of the personnel who prepared the report or opinion, and that they have evaluated and found that the information used is reasonable and accurate, and that they have complied with applicable laws and regulations. 	
<p>Article 7</p> <p>A. Appraisal: the Company shall identify the purpose of acquisition or disposal of the real estate or other right-to-use assets to</p>	<p>Article 7</p> <p>E. Appraisal: the Company shall identify the purpose of acquisition or disposal of the real estate or other right-to-use assets to</p>	<p>Update in according to the latest regulations</p>

After	Before	Notes
<p>determine the value and method of transaction.</p> <p>B. Decision-Making:</p> <ol style="list-style-type: none"> 1. Acquisition or disposal of real estate shall take into consideration of the current assess value, appraised value and the actual trading price of neighboring properties when deciding terms and price of transaction. An analysis report should be proposed to General Manager or equivalent personnel and Chairman of the Board for approval and submit to the BOD for resolution. Should the proposal to be submitted before or after the transaction is completed shall depends on the total amount of an acquisition or disposal of the real estate. 2. Acquisition or disposal of right-to-use real estate, equipment or other right-to-use assets shall choose from one of the following methods namely inquiry, parity, bargaining or tender. The acquisition or disposal shall follow the rules of authorization. 3. The Company shall obtain approval from the BOD on acquisition or disposal of assets. If any board members expresses concerns or objections and is recorded in any form or by formal written declaration, the Company shall send such information to the Audit Committee. When submit acquisition/disposal proposal to the BOD, all opinions from independent directors shall take into deliberation and include all opinions and rationale for approval/disapproval into Meeting Minutes. 	<p>determine the value and method of transaction.</p> <p>F. Decision-Making:</p> <ol style="list-style-type: none"> 1. Acquisition or disposal of real estate shall take into consideration of the current assess value, appraised value and the actual trading price of neighboring properties when deciding terms and price of transaction. An analysis report should be proposed to General Manager or equivalent personnel and Chairman of the Board for approval and submit to the BOD for resolution. Should the proposal to be submitted before or after the transaction is completed shall depends on the total amount of an acquisition or disposal of the real estate. 2. Acquisition or disposal of right-to-use real estate, equipment or other right-to-use assets shall choose from one of the following methods namely inquiry, parity, bargaining or tender. The acquisition or disposal shall follow the rules of authorization. 3. The Company shall obtain approval from the BOD on acquisition or disposal of assets. If any board members expresses concerns or objections and is recorded in any form or by formal written declaration, the Company shall send such information to the Audit Committee. When submit acquisition/disposal proposal to the BOD, all opinions from independent directors shall take into deliberation and include all opinions and rationale for approval/disapproval into Meeting Minutes. 	

After	Before	Notes
<p>C. Responsible department for execution</p> <p>When the Company is to acquire or dispose of real estate, equipment or right-to-use assets, designated user department and administration department shall follow the authorization and delegation regulations to process the transaction.</p> <p>D. Appraisal report and CPA opinions for acquiring or disposal of real estate, equipment or intangible assets</p> <p>Unless transacting with a domestic government agency, engaging others to build on its own land, engaging others to build on rented land, or acquiring or disposing of equipment or other right-to-use assets for business, when the Company acquiring or disposing of real property, equipment or other right-to-use assets where the transaction amount reaches 20% of the of the Company's paid-in capital or NT\$300 million or more, the Company shall obtain an appraisal report prior to the date of occurrence of the event from a professional appraiser and shall further comply with the following provisions:</p> <ol style="list-style-type: none"> 1. Where due to special circumstances it is necessary to give a limited price, specified price or special price as a reference basis for the transaction price, the transaction shall be submitted for approval in advance by the board of directors, and the same procedure shall be followed for any future changes to the terms and conditions of the transaction. 2. Where the transaction amount is NT\$1 billion or more, obtaining appraisals from two or more professional appraisers is 	<p>G. Responsible department for execution</p> <p>When the Company is to acquire or dispose of real estate, equipment or right-to-use assets, designated user department and administration department shall follow the authorization and delegation regulations to process the transaction.</p> <p>H. Appraisal report and CPA opinions for acquiring or disposal of real estate, equipment or intangible assets</p> <p>Unless transacting with a domestic government agency, engaging others to build on its own land, engaging others to build on rented land, or acquiring or disposing of equipment or other right-to-use assets for business, when the Company acquiring or disposing of real property, equipment or other right-to-use assets where the transaction amount reaches 20% of the of the Company's paid-in capital or NT\$300 million or more, the Company shall obtain an appraisal report prior to the date of occurrence of the event from a professional appraiser and shall further comply with the following provisions:</p> <ol style="list-style-type: none"> 1. Where due to special circumstances it is necessary to give a limited price, specified price or special price as a reference basis for the transaction price, the transaction shall be submitted for approval in advance by the board of directors, and the same procedure shall be followed for any future changes to the terms and conditions of the transaction. 2. Where the transaction amount is NT\$1 billion or more, obtaining appraisals from two or more professional appraisers is 	

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<p>compulsory.</p> <p>3. Unless all the appraisal results for the assets to be acquired are higher than the transaction amount, or all the appraisal results to be disposed of are lower than the transaction amount, if any of the professional appraisal results falls into the following category, a certified public accountant shall be engaged to perform the appraisal and render a specific opinion regarding the reason for the discrepancy and the appropriateness of the transaction price:</p> <p>3.1 The discrepancy between the appraisal result and the transaction amount is 20% or more of the transaction amount</p> <p>3.2 The discrepancy between the appraisal results of two or more professional appraisers is 10% or more of the transaction amount</p> <p>4. Period of time between the issue of appraisal report and the contract date shall not exceed 3 months. However, if the publicly announced current value for the same period is used and not more than 6 months have elapsed, an opinion may still be issued by the original professional appraiser.</p> <p>5. Where the Company acquires or disposes of assets through court auction procedures, the evidentiary documentation issued by the court may be substituted for the appraisal report or CPA opinions.</p>	<p>compulsory.</p> <p>3. Unless all the appraisal results for the assets to be acquired are higher than the transaction amount, or all the appraisal results to be disposed of are lower than the transaction amount, if any of the professional appraisal results falls into the following category, a certified public accountant shall be engaged to perform the appraisal in accordance with the provisions of Statement of Auditing Standards No. 20 published by the ROC Accounting Research and Development Foundation (ARDF) and render a specific opinion regarding the reason for the discrepancy and the appropriateness of the transaction price:</p> <p>3.1 The discrepancy between the appraisal result and the transaction amount is 20% or more of the transaction amount</p> <p>3.2 The discrepancy between the appraisal results of two or more professional appraisers is 10% or more of the transaction amount</p> <p>4. Period of time between the issue of appraisal report and the contract date shall not exceed 3 months. However, if the publicly announced current value for the same period is used and not more than 6 months have elapsed, an opinion may still be issued by the original professional appraiser.</p> <p>5. Where the Company acquires or disposes of assets through court auction procedures, the evidentiary documentation issued by the court may be substituted for the appraisal report or CPA</p>	

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	opinions.	
<p>Article 8 Procedures for acquiring/disposal of securities</p> <p>A. Acquire/disposal of securities shall follow Procedures for Investment Cycle Operation.</p> <p>B. Operation</p> <p>1. The Company shall delegate the Chairman to commence acquisition/disposal of securities within certain quota where the total amount shall not exceed the limitations set in Article 5 paragraph 2 & 3.</p> <p>2. The Company shall obtain most recent financial statements, CPA certified or reviewed, of the issuing company prior to the date of occurrence of the event as a reference of the transaction price. If the transaction amount is valued at 20% of the Company's paid-in capital or NT\$300 million or more, the Company shall further engage a certified public accountant prior to the date of occurrence of the event to provide an opinion on the reasonableness of the transaction price. This requirement does not apply to publicly quoted prices of securities that have an active market or where otherwise provided by regulations of the Financial Supervisory Commission (FSC).</p> <p>3. This Regulation is stipulated in compliance with relevant laws and approved by the BOD. If any member of the Board has any objection/opinions in written or other forms of record, the company shall send the information to the Audit Committee. If there are independent directors, the company shall fully consider</p>	<p>Article 8 Procedures for acquiring/disposal of securities</p> <p>A. Acquire/disposal of securities shall follow Procedures for Investment Cycle Operation.</p> <p>B. Operation</p> <p>1. The Company shall delegate the Chairman to commence acquisition/disposal of securities within certain quota where the total amount shall not exceed the limitations set in Article 5 paragraph 2 & 3.</p> <p>2. The Company shall obtain most recent financial statements, CPA certified or reviewed, of the issuing company prior to the date of occurrence of the event as a reference of the transaction price. If the transaction amount is valued at 20% of the Company's paid-in capital or NT\$300 million or more, the Company shall further engage a certified public accountant prior to the date of occurrence of the event to provide an opinion on the reasonableness of the transaction price. If the CPA needs to use the report of an expert as evidence, the CPA shall do so in accordance with the provisions of Statement of Auditing Standards No. 20 published by the ARDF. This requirement does not apply to publicly quoted prices of securities that have an active market or where otherwise provided by regulations of the Financial Supervisory Commission (FSC).</p> <p>3. This Regulation is stipulated in compliance with relevant laws and</p>	<p>Update in according to the latest regulations</p>

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<p>the opinions of independent directors and record fully in the Meeting Minutes of BOD.</p> <p>C. Responsible department</p> <p>Finance department shall be in charge of handling securities.</p>	<p>approved by the BOD. If any member of the Board has any objection/opinions in written or other forms of record, the company shall send the information to the Audit Committee. If there are independent directors, the company shall fully consider the opinions of independent directors and record fully in the Meeting Minutes of BOD.</p> <p>C. Responsible department</p> <p>Finance department shall be in charge of handling securities.</p>	
<p>Article 9 Transactions between Related Parties</p> <p>A. The Company shall follow Article 7 and Article 8 when engaging any transaction of assets with related parties. When the transaction amount reaches 10% or above of the Company total assets, the Company shall also obtain an appraisal report from a professional appraiser or a CPA's opinion in compliance with Article 7 and Article 8. When identifying the nature of a trading counterparty, both the legal formality and the substance of the relationship shall be considered.</p> <p>B. When the Company is to acquire or dispose real estate or right-to use assets, the following matters shall be submitted to the Board for approval and recognized by the Audit Committee before commencing any trading contracts and payment arrangement if the trading amount reaches 20% or more of paid-in capital, 10 % or more of the total company asset, or NT\$300 million or more (with exception</p>	<p>Article 9 Transactions between Related Parties</p> <p>A. The Company shall follow Article 7 and Article 8 when engaging any transaction of assets with related parties. When the transaction amount reaches 10% or above of the Company total assets, the Company shall also obtain an appraisal report from a professional appraiser or a CPA's opinion in compliance with Article 7 and Article 8. When identifying the nature of a trading counterparty, both the legal formality and the substance of the relationship shall be considered.</p> <p>B. When the Company is to acquire or dispose real estate or right-to use assets, the following matters shall be submitted to the Board for approval and recognized by the Audit Committee before commencing any trading contracts and payment arrangement if the trading amount reaches 20% or more of paid-in capital, 10 % or more of the total company asset, or NT\$300 million or more (with exception of domestic government</p>	<p>Update in according to the latest regulations</p>

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<p>of domestic government bond trading or bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises):</p> <ol style="list-style-type: none"> 1. The purpose, necessity and anticipated benefit of the acquisition or disposal of assets 2. The reason for choosing the related party as a trading counterparty. 3. When acquire real estate or right-to-use assets, to evaluate related information regarding rationality of the transaction terms and conditions in accordance with Clause 3, paragraph 1 & 4 of this Article. 4. The date and price at which the related party originally acquired the real estate, the original trading counterparty, and that trading counterparty's relationship to the Company and the related party. 5. One year forecasts on the monthly cash flow starting from the estimated contract commencement. Evaluation on the necessity of the trade and the rationality of the fund utilization. 6. An appraisal report from an accredited appraiser or a CPA's opinion in accordance to the Article 7 and Article 8. 7. Restrictive covenants and other important stipulations associated with the transaction. <p>The transaction amount referred to in the preceding paragraph shall be calculated in accordance with Article 14 paragraph 2 herein. The term "within the preceding year" herein refers to the year preceding the date of occurrence of the current transaction. Items</p>	<p>bond trading or bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises):</p> <ol style="list-style-type: none"> 1. The purpose, necessity and anticipated benefit of the acquisition or disposal of assets 2. The reason for choosing the related party as a trading counterparty. 3. When acquire real estate or right-to-use assets, to evaluate related information regarding rationality of the transaction terms and conditions in accordance with Clause 3, paragraph 1 & 4 of this Article. 4. The date and price at which the related party originally acquired the real estate, the original trading counterparty, and that trading counterparty's relationship to the Company and the related party. 5. One year forecasts on the monthly cash flow starting from the estimated contract commencement. Evaluation on the necessity of the trade and the rationality of the fund utilization. 6. An appraisal report from an accredited appraiser or a CPA's opinion in accordance to the Article 7 and Article 8. 7. Restrictive covenants and other important stipulations associated with the transaction. <p>The transaction amount referred to in the preceding paragraph shall be calculated in accordance with Article 14 paragraph 2 herein. The term "within the preceding year" herein refers to the year preceding the date of occurrence of the current transaction. Items approved by the Board and recognized by the</p>	

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<p>approved by the Board and recognized by the Audit Committee do not count towards the transaction amount.</p> <p>For transactions within certain amount over operational equipment between the Company and the parent/subsidiary, or subsidiaries with 100% holding of issued shares or total capital, directly or indirectly, the Chairman is delegated to make decision and then submit the decisions to the Board for rectification. The delegation is outlined in pursuant to Article 7:</p> <p style="padding-left: 40px;">a.To acquire or dispose of equipment or its right-to-use for operation</p> <p style="padding-left: 40px;">b.To acquire or dispose of real estate or its right-to-use for operation.</p> <p>For trading proposals submitted to the Board for deliberation, opinions of the Independent Directors shall be taken into full consideration. All opinions shall be faithfully recorded in the Meeting Minutes.</p> <p>If a public company or a subsidiary thereof that is not a domestic public company will have a transaction set out in paragraph 1 and the transaction amount will reach 10 percent or more of the public company's total assets, the public company shall submit the materials in all the subparagraphs of paragraph 1 to the shareholders meeting for approval before the transaction contract may be entered into and any payment made. However, this restriction does not apply to transactions between the public company and its parent company or subsidiaries or between its subsidiaries.</p>	<p>Audit Committee do not count towards the transaction amount.</p> <p>For transactions within certain amount over operational equipment between the Company and the parent/subsidiary, or subsidiaries with 100% holding of issued shares or total capital, directly or indirectly, the Chairman is delegated to make decision and then submit the decisions to the Board for rectification. The delegation is outlined in pursuant to Article 7:</p> <p style="padding-left: 40px;">a.To acquire or dispose of equipment or its right-to-use for operation</p> <p style="padding-left: 40px;">b.To acquire or dispose of real estate or its right-to-use for operation.</p> <p>For trading proposals submitted to the Board for deliberation, opinions of the Independent Directors shall be taken into full consideration. All opinions shall be faithfully recorded in the Meeting Minutes.</p>	
<p>Article 14 Procedures for Public Disclosure of Information</p> <p>1. The Company shall announce and report the relevant information on the FSC designated</p>	<p>Article 14 Procedures for Public Disclosure of Information</p> <p>1. The Company shall announce and report the relevant information on the FSC designated</p>	<p>Update in according to the latest regulations</p>

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<p>website under the following circumstances within 2 days of the occurrence of the event:</p> <p>1.1 Acquisition/disposal of real estate from or to a related party, or acquisition/disposal of assets other than real estate from or to a related party where the transaction amount reaches 20% or more of paid-in capital, 10% or more of the Company's total assets, or NT\$300 million or more; provided this shall not apply to trading of government bonds or bonds under repurchase and resale agreements or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.</p> <p>1.2 Merger, demerger, acquisition or transfer of shares</p> <p>1.3 Losses from derivatives trading reaching the limits on aggregate losses or losses on individual contracts set out in the procedures adopted by the Company.</p> <p>1.4 Where the type of asset acquired or disposed is equipment for business use, the trading counterparty is not a related party and the transaction amount:</p> <p>1.4.1 Actual capital is less than NT\$10 billion, and transaction amount is more than NT\$500 million.</p> <p>1.4.2 Actual capital is more than NT\$10 billion, and transaction amount is more than NT\$1 billion.</p> <p>1.5 Acquisition or disposal by a public company in the construction business or real estate for construction use, where the trading counterparty is not a related party, and the transaction amount reaches NT\$500 million. Among such cases, if the public company has paid-in capital of NT\$10 billion or more, and it is disposing of real</p>	<p>website under the following circumstances within 2 days of the occurrence of the event:</p> <p>1.1 Acquisition/disposal of real estate from or to a related party, or acquisition/disposal of assets other than real estate from or to a related party where the transaction amount reaches 20% or more of paid-in capital, 10% or more of the Company's total assets, or NT\$300 million or more; provided this shall not apply to trading of government bonds or bonds under repurchase and resale agreements or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.</p> <p>1.2 Merger, demerger, acquisition or transfer of shares</p> <p>1.3 Losses from derivatives trading reaching the limits on aggregate losses or losses on individual contracts set out in the procedures adopted by the Company.</p> <p>1.4 Where the type of asset acquired or disposed is equipment for business use, the trading counterparty is not a related party and the transaction amount:</p> <p>1.4.1 Actual capital is less than NT\$10 billion, and transaction amount is more than NT\$500 million.</p> <p>1.4.2 Actual capital is more than NT\$10 billion, and transaction amount is more than NT\$1 billion.</p> <p>1.5 Acquisition or disposal by a public company in the construction business or real estate for construction use, where the trading counterparty is not a related party, and the transaction amount reaches NT\$500 million. Among such cases, if the public company has paid-in capital of NT\$10 billion or more, and it is disposing of real</p>	

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<p>property from a completed construction project that it constructed itself, and furthermore the transaction counterparty is not a related party, then the threshold shall be a transaction amount reaching NT\$1 billion or more.</p> <p>1.6 where land is acquired under an arrangement on engaging others to build on the company's own land, engaging others to build on rented land, joint construction and allocation of housing units, joint construction and allocation of ownership percentages, or joint construction and separate sales, and furthermore the transaction counterparty is not a related party, and the amount the company expects to invest in the transaction reaches NT\$500 million.</p> <p>1.7 where an asset transaction other than any of those referred to in the preceding 3 paragraphs, a disposal of receivables by a financial institution or an investment in the mainland China area reaches 20% or more of paid-in capital or NT\$300 million; provided, this shall not apply to the following circumstances:</p> <p>1.7.1 Trading of government bond or foreign bonds rated no lower than sovereignty bonds</p> <p>1.7.2 Security trading by investment professionals on foreign or domestic securities exchanges or over-the-counter markets, or subscription by investment professionals of foreign bonds or ordinary corporate bonds or of general bank debentures without equity characteristics that are offered and issued in the domestic primary market, or subscription by a</p>	<p>property from a completed construction project that it constructed itself, and furthermore the transaction counterparty is not a related party, then the threshold shall be a transaction amount reaching NT\$1 billion or more.</p> <p>1.6 where land is acquired under an arrangement on engaging others to build on the company's own land, engaging others to build on rented land, joint construction and allocation of housing units, joint construction and allocation of ownership percentages, or joint construction and separate sales, and furthermore the transaction counterparty is not a related party, and the amount the company expects to invest in the transaction reaches NT\$500 million.</p> <p>1.7 where an asset transaction other than any of those referred to in the preceding 3 paragraphs, a disposal of receivables by a financial institution or an investment in the mainland China area reaches 20% or more of paid-in capital or NT\$300 million; provided, this shall not apply to the following circumstances:</p> <p>1.7.1 Trading of government bond</p> <p>1.7.2 Security trading by investment professionals on foreign or domestic securities exchanges or over-the-counter markets, or subscription by investment professionals of ordinary corporate bonds or of general bank debentures without equity characteristics that are offered and issued in the domestic primary market, or subscription by a securities firm of securities as necessitated by its undertaking business or as an advisory recommending securities firm for an</p>	

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<p>securities firm of securities as necessitated by its undertaking business or as an advisory recommending securities firm for an emerging stock company, in accordance with the rules of the Taipei Exchange.</p> <p>1.7.3 Trading of bonds under repurchases/resale agreements or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.</p>	<p>emerging stock company, in accordance with the rules of the Taipei Exchange.</p> <p>1.7.3 Trading of bonds under repurchases/resale agreements or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.</p>	
<p>Article 17 Effectiveness and amendments (omitted)</p> <p>Tenth amendment on June 13th, 2019</p> <p>Eleventh amendment on May 30th, 2023</p>	<p>Article 17 Effectiveness and amendments (omitted)</p> <p>Tenth amendment on June 13th, 2019</p>	<p>Add amendment date</p>

ENE TECHNOLOGY INC
Procedures of Acquisition and Disposal of Assets

Chapter 1 General Provision

Article 1: Purpose

To protect assets under the principle of information transparency

Article 2: Governing law

The procedures are stipulated in accordance with the Article 36-1 of Securities and Exchange Act and Regulations Governing the Acquisition and Disposal of Assets by Public Companies. Amendment made in accordance to Administrative order #1070341072 on November 26th, 2018 from Financial Supervisory Commission (FSC).

Article 3: Scope of Assets

- A. Security investments: including stock, bonds, corporate bonds, bank indentures, fund securities, depository receipts, warrants, beneficiary securities, asset-based securities, etc.
- B. Real estate (including lands, plants and buildings, investment property, and inventory for construction) and equipment;
- C. Memberships
- D. Intangible assets: patent, copyright, trademark, charter right
- E. Right-of-use assets
- F. Claims of financial institutions (including receivables, bills purchased and discounted, loans and overdue receivables)
- G. Derivatives
- H. Assets that are acquired or disposed through merger, spin-off, acquisition or share transfer
- I. Other major assets

Article 4: Definitions

Terminologies used are defined in Article 4 of Regulations Governing the Acquisition and Disposal of Assets by Public Companies.

Article 5: Amount limits on real-estate for non-operating purpose or other right-to-use assets and long/short term securities investment:

- A. Total amount for the acquisition of non-operating purpose real estate or other right-to-use assets shall not exceed 30% of the net worth of this company or 5% of the net worth of any of the subsidiary.

- B. Total amount for the acquisition of security investments shall not exceed 50% of the net worth of this company or 20% of the net worth of any of the subsidiary.
- C. Individual amount for the acquisition of security investments shall not exceed 20% of the net worth of this company or 10% of the net worth of any of the subsidiary.

Article 6

Professional appraisers and their staff, certified public accountants, attorneys, and securities underwriters that provide public companies with appraisal reports or statements of opinions shall follow the following regulations:

- 4. May not have previously received a final and unappealable sentence to imprisonment for 1 year or longer for a violation of the Act, the Company Act, the Banking Act of The Republic of China, the Insurance Act, the Financial Holding Company Act, or the Business Entity Accounting Act, or for fraud, breach of trust, embezzlement, forgery of documents, or occupational crime. However, this provision does not apply if 3 years have already passed since completion of service of the sentence, since expiration of the period of a suspended sentence, or since a pardon was received.
- 5. May not be a related party or de facto related party of any party to the transaction.
- 6. If the company is required to obtain appraisal reports from two or more professional appraisers, the different professional appraisers or appraisal officers may not be related parties or de facto related parties of each other.

When issuing an appraisal report or opinion, the personnel referred to in the preceding paragraph shall comply with the rules of related unions and the following:

- 5. Prior to accepting a case, they shall prudently assess their own professional capabilities, practical experience, and independence.
- 6. When examining a case, they shall appropriately plan and execute adequate working procedures, in order to produce a conclusion and use the conclusion as the basis for issuing the report or opinion. The related working procedures, data collected, and conclusion shall be fully and accurately specified in the case working papers.
- 7. They shall undertake an item-by-item evaluation of the reasonableness of the sources of data used, the parameters, and the information, as the basis for issuance of the appraisal report or the opinion.
- 8. They shall issue a statement attesting to the professional competence and independence of the personnel who prepared the report or opinion, and that they

have evaluated and found that the information used is reasonable and that they have complied with applicable laws and regulations.

Chapter 2 Procedures

Article 7: Procedures for acquisition/disposal of real estate or other right-to-use assets:

I. Appraisal: the Company shall identify the purpose of acquisition or disposal of the real estate or other right-to-use assets to determine the value and method of transaction.

J. Decision-Making:

- 1.Acquisition or disposal of real estate shall take into consideration of the current assess value, appraised value and the actual trading price of neighboring properties when deciding terms and price of transaction. An analysis report should be proposed to General Manager or equivalent personnel and Chairman of the Board for approval and submit to the BOD for resolution. Should the proposal to be submitted before or after the transaction is completed shall depends on the total amount of an acquisition or disposal of the real estate.
- 2.Acquisition or disposal of right-to-use real estate, equipment or other right-to-use assets shall choose from one of the following methods namely inquiry, parity, bargaining or tender. The acquisition or disposal shall follow the rules of authorization.
- 3.The Company shall obtain approval from the BOD on acquisition or disposal of assets. If any board members expresses concerns or objections and is recorded in any form or by formal written declaration, the Company shall send such information to the Audit Committee. When submit acquisition/disposal proposal to the BOD, all opinions from independent directors shall take into deliberation and include all opinions and rationale for approval/disapproval into Meeting Minutes.

K. Responsible department for execution

When the Company is to acquire or dispose of real estate, equipment or right-to-use assets, designated user department and administration department shall follow the authorization and delegation regulations to process the transaction.

L. Appraisal report and CPA opinions for acquiring or disposal of real estate,

equipment or intangible assets

Unless transacting with a domestic government agency, engaging others to build on its own land, engaging others to build on rented land, or acquiring or disposing of equipment or other right-to-use assets for business, when the Company acquiring or disposing of real property, equipment or other right-to-use assets where the transaction amount reaches 20% of the of the Company's paid-in capital or NT\$300 million or more, the Company shall obtain an appraisal report prior to the date of occurrence of the event from a professional appraiser and shall further comply with the following provisions:

1. Where due to special circumstances it is necessary to give a limited price, specified price or special price as a reference basis for the transaction price, the transaction shall be submitted for approval in advance by the board of directors, and the same procedure shall be followed for any future changes to the terms and conditions of the transaction.
2. Where the transaction amount is NT\$1 billion or more, obtaining appraisals from two or more professional appraisers is compulsory.
3. Unless all the appraisal results for the assets to be acquired are higher than the transaction amount, or all the appraisal results to be disposed of are lower than the transaction amount, if any of the professional appraisal results falls into the following category, a certified public accountant shall be engaged to perform the appraisal and render a specific opinion regarding the reason for the discrepancy and the appropriateness of the transaction price:
 - 3.1 The discrepancy between the appraisal result and the transaction amount is 20% or more of the transaction amount
 - 3.2 The discrepancy between the appraisal results of two or more professional appraisers is 10% or more of the transaction amount
4. Period of time between the issue of appraisal report and the contract date shall not exceed 3 months. However, if the publicly announced current value for the same period is used and not more than 6 months have elapsed, an opinion may still be issued by the original professional appraiser.
5. Where the Company acquires or disposes of assets through court auction procedures, the evidentiary documentation issued by the court may be substituted for the appraisal report or CPA opinions.

Article 8 Procedures for acquiring/disposal of securities

D. Acquire/disposal of securities shall follow Procedures for Investment Cycle

Operation.

E. Operation

4. The Company shall delegate the Chairman to commence acquisition/disposal of securities within certain quota where the total amount shall not exceed the limitations set in Article 5 paragraph 2 & 3.
5. The Company shall obtain most recent financial statements, CPA certified or reviewed, of the issuing company prior to the date of occurrence of the event as a reference of the transaction price. If the transaction amount is valued at 20% of the Company's paid-in capital or NT\$300 million or more, the Company shall further engage a certified public accountant prior to the date of occurrence of the event to provide an opinion on the reasonableness of the transaction price. This requirement does not apply to publicly quoted prices of securities that have an active market or where otherwise provided by regulations of the Financial Supervisory Commission (FSC).
6. This Regulation is stipulated in compliance with relevant laws and approved by the BOD. If any member of the Board has any objection/opinions in written or other forms of record, the company shall send the information to the Audit Committee. If there are independent directors, the company shall fully consider the opinions of independent directors and record fully in the Meeting Minutes of BOD.

F. Responsible department

Finance department shall be in charge of handling securities.

Article 9 Transactions between Related Parties

- C. The Company shall follow Article 7 and Article 8 when engaging any transaction of assets with related parties. When the transaction amount reaches 10% or above of the Company total assets, the Company shall also obtain an appraisal report from a professional appraiser or a CPA's opinion in compliance with Article 7 and Article 8.**

When identifying the nature of a trading counterparty, both the legal formality and the substance of the relationship shall be considered.

- D. When the Company is to acquire or dispose real estate or right-to use assets, the following matters shall be submitted to the Board for approval and recognized by the Audit Committee before commencing any trading contracts and payment arrangement if the trading amount reaches 20% or more of paid-in capital, 10 % or more of the total company asset, or NT\$300 million or more (with exception of domestic government bond trading or bonds under repurchase and resale agreements, or subscription**

or redemption of money market funds issued by domestic securities investment trust enterprises):

8. The purpose, necessity and anticipated benefit of the acquisition or disposal of assets
9. The reason for choosing the related party as a trading counterparty.
10. When acquire real estate or right-to-use assets, to evaluate related information regarding rationality of the transaction terms and conditions in accordance with Clause 3, paragraph 1 & 4 of this Article.
11. The date and price at which the related party originally acquired the real estate, the original trading counterparty, and that trading counterparty's relationship to the Company and the related party.
12. One year forecasts on the monthly cash flow starting from the estimated contract commencement. Evaluation on the necessity of the trade and the rationality of the fund utilization.
13. An appraisal report from an accredited appraiser or a CPA's opinion in accordance to the Article 7 and Article 8.
14. Restrictive covenants and other important stipulations associated with the transaction.

The transaction amount referred to in the preceding paragraph shall be calculated in accordance with Article 14 paragraph 2 herein. The term "within the preceding year" herein refers to the year preceding the date of occurrence of the current transaction. Items approved by the Board and recognized by the Audit Committee do not count towards the transaction amount.

For transactions within certain amount over operational equipment between the Company and the parent/subsidiary, or subsidiaries with 100% holding of issued shares or total capital, directly or indirectly, the Chairman is delegated to make decision and then submit the decisions to the Board for rectification. The delegation is outlined in pursuant to Article 7:

- a. To acquire or dispose of equipment or its right-to-use for operation
- b. To acquire or dispose of real estate or its right-to-use for operation.

For trading proposals submitted to the Board for deliberation, opinions of the Independent Directors shall be taken into full consideration. All opinions shall be faithfully recorded in the Meeting Minutes.

If a public company or a subsidiary thereof that is not a domestic public company will have a transaction set out in paragraph 1 and the transaction amount will reach 10 percent or more of the public company's total assets, the public company shall submit the materials in all the subparagraphs of paragraph 1 to the shareholders meeting for approval before the transaction contract may be entered into and any payment made. However, this restriction does not apply to transactions

between the public company and its parent company or subsidiaries or between its subsidiaries.

E. Rationality of the transaction cost

1. When the Company acquires real estate or its right-for-use from a related party, rationality of the transaction cost shall be examined by the following means:

1.1 The transaction price of the related party plus necessary interest on funding and the costs to be duly borne by the buyer. “Necessary interest on funding” is imputed as the weighted average interest rate on borrowing in the year the Company purchases the property; provided that the price shall not be higher than the maximum non-financial industry lending rate announced by the Ministry of Finance.

1.2 Total loan value appraisal from a financial institution where the related party has previously created a mortgage on the property as security for a loan. The actual cumulative amount lent by the financial institution shall have been 70% or more of the appraised loan value on the property by the financial institution and the period of the loan shall have been 1 year or more. However, this shall not apply where the financial institution is a related party of one of the trading counterparties.

2. When land and buildings are traded or leased in single transaction, the cost for land and the building may be appraised respectively by the means listed in the preceding paragraph.

3. When the Company purchases real estate or its right-to-use from a related party, the cost shall be appraised in accordance with Article 9 Clause 3 paragraph 1 and 2 and engages a CPA to review the appraisal and render a specific opinion.

4. When the appraisal result conducted in accordance with Article 9 Clause 3 paragraph 1 and 2 are uniformly lower than the transaction price, the matter shall be proceeded in compliance with Article 9 Clause 3 paragraph 5. However, the restriction does not apply to the following circumstances where objective evidence, specific opinions on rationality from a professional real estate appraiser and a CPA specific opinion are provided:

4.1 Where the related party acquired undeveloped land or leased land for development, it may submit proof of compliance with one of the following

conditions:

4.1.1 where undeveloped land is appraised in accordance with the means in the preceding article, and the total of construction cost plus reasonable construction profit are valued in excess of the actual transaction price. The “reasonable construction profit” shall be deemed the average gross operating profit margin of the related party’s construction division over the most recent 3 year or the gross profit margin for the construction industry for the most recent period as announced by the Ministry of Finance, whichever is lower

4.1.2 Completed transactions by unrelated parties within the preceding year involving other floors of the same property or neighboring or closely valued parcels of land, where the land area and transaction terms are similar after calculation of reasonable price discrepancies in floor or area land prices in accordance with standard property market practices.

4.1.3 Complete leasing transactions by unrelated parties for other floors of the same property from within the preceding year, where the transaction terms are similar after calculation of reasonable price discrepancies among floors in accordance with standard property leasing market practices.

4.2 Completed transactions or lease for the right-to-use for neighboring or closely valued parcels of land in the preceding paragraph in principle refers to parcels on the same or an adjacent block and within a distance of no more than 500 meters or parcels close in publicly announced current value; transaction for similarly sized parcels in principle refers to transactions completed by unrelated parties for parcels with a land area of no less than 50% of the property in the planned transaction; within the preceding year refers to the year preceding the date of occurrence of the acquisition or lease of the real property.

5. When the Company acquires real estate or its right-to use from a related party and the results of appraisals conducted in accordance with Article 9 Clause 3 paragraph 1 and 2 are uniformly lower than the transaction price, the following steps shall be preceded. Moreover, for the Company and the invested public company using equity method to allocate featured surplus, the loss from disposal of asset or lease termination should be compensated or reconciliated or any evidence support the rationality and approved by the FSC, the special featured surplus can be accessed:

5.1 A special reserve shall be set aside in accordance with Article 41 paragraph 1 of the Securities and Exchange Act against the difference between the transaction price and the appraised cost of the real estate or its right-to-use, and may not be distributed or used for capital increase or issuance of bonus shares. When the Company uses the equity method to account for its investment in another

company, then the special reserve called for under Article 41 paragraph 1 of the Act shall be set aside pro rata in a proportion consistent with the share of public company's equity stake in the other company.

5.2 The Audit Committee shall comply with Article 218 of the Company Act.

5.3 Actions taken pursuant to Article 9 Clause 3 paragraph 1 and 2 shall be reported to Shareholders Meeting and the details of the transaction shall be disclosed in the annual report and any investment prospectus.

6. When one of the following circumstances comes up, the acquisition of the real estate or its right-to-use shall be conducted in accordance with Article 9 Paragraph 1 and 2, and the restrictions from the preceding paragraph do not apply:

6.1 The related party acquired the real estate or its right-to-use through inheritance or as a gift.

6.2 The time acquired the real estate or its right-to-use to the date of current transaction has elapsed more than 5 years..

6.3 The real estate is acquired through signing of a joint development contract with the related party, or through engaging a related party to construct building, either on the Company land or on rented land

7. When the Company obtains real estate or its right-to-use from a related party, it shall comply with Article 9 Clause 3 paragraph 5 if there is any evidence indicating any part of the transaction does not meet the common practice.

Article 10 Procedures for trading derivatives products

A. Trading principles and objectives

A1. Trading types

- 1. The term “derivative products” represent any trading contracts with value derived from assets, interest rates, foreign exchange rates, index or other interests, including forward contracts (not including insurance contracts, fulfilment contracts, aftersales service contracts, long-term lease contracts and long term purchase contracts), options, futures, swap and combined products consisted by any of the above. Deposits trading of bonds shall also follow this procedure.**
- 2. Trading of Repo and Reverse Repo bonds is exempt from the regulations of this procedure**

A2.Hedge strategy

The main purpose of trading derivatives is to ensure the profit of the Company is not eroded due to the fluctuation of foreign exchange rate,

interest rate or asset price. Arbitrage of speculative trading activities and others shall obtain approval from the Board before commencement.

A3. Authorization and delegation

1. Financial Department

1.1 Trader

1.1.1 Obtain market information, make judgement on trend and risk, being familiar with financial products and related regulations, trading techniques. To trade in according to the instruction of supervisors.

1.1.2 Monitor positions on regular basis, gather market information, trend analysis and risk assessment, make trading strategy and obtain approval from the supervisor.

1.1.3 Provide information on risk exposure

1.1.4 Assessment, monitoring and control of trading risks. Adjust trading strategy according to market changes.

1.2 Accounting personnel

1.2.1 Delivery and register the details

1.2.2 Ensure transactions are processed by authorization and follow the trading strategy

1.2.3 Book keeping and generate financial report accordingly

1.2.4 Report and announce in according to the regulations

1.3 Authorization and Delegation

Follow the regulations of the Company.

2. Auditing Department

Auditing department is to generate audit report covering appropriateness of derivatives trading and the execution of the procedures. Major defects shall be reported in written to the Audit Committee.

3. Performance evaluation

3.1 Hedge trading

3.1.1 Take the differences between booking cost of foreign exchange and profit/lost resulting from derivatives trading as the evaluation basis

3.1.2 The Company adopt monthly evaluation method to fully monitor the trading risks

3.1.3 Financial department shall provide FX trading evaluation and FX market analysis for GM as a reference for FX operation

3.2 Trading for specific purposes

Base on the actual profit/loss for performance evaluation, and accounting personnel shall generate position reports regularly for managerial review.

4. Total amount for the contract and the maximum limits for the loss.

4.1 Overall amount of contracts shall not exceed 80% of the revenue from most recent quarter.

4.2 Maximum limits for loss shall be 3 % of the contract, overall or individual.

B. Risk management measures

- 1 Credit Risk management: risk resulting from trading contract not fulfilled by counter party. Counter party is limited to financial institutions that the Company has business with.
- 2 Market risk management: risk resulting from market price fluctuation thus to pursuit hedge trading.
- 3 Liquidity risk management: risk resulting from not able to raise fund to fulfill contract. The company shall ensure the business line is sufficient to avoid liquidity risk.
- 4 Operation risk management: to ensure person in charge of operation follows the regulations and workflow to avoid operational risks.
- 5 Legal risk management: any document shall be reviewed by the legal personnel before signing with the bank.
- 6 Product risk management: internal personnel shall be equipped with full and correct knowledge of the financial product, and request the bank to fully disclose the risks involved to avoid exposure to any product risks.

C. Internal audit system

Internal auditor shall abide by the Regulations for Internal Auditing to fully monitor the appropriateness of derivative trading as well as the lawfulness of actual operation execution to generate the auditing report.

D. Periodical evaluation

- 1 Traders shall always monitor closely the trading risk and risk control of derivatives. Periodical review shall be conducted to see if the trading performance is complying with the company strategy, risk exposure is within tolerance level, and the trading procedure is effectively carried out.
- 2 Trading portion of derivatives shall be evaluated at least every week.

Trading portion for hedging purposes shall be reviewed at least twice a month.

E. Supervisory principles of the Board

- 1 The Board shall appoint an executive officer to closely monitor the trading of derivatives products by following the managerial principles:
 - 1.1 Periodically evaluation appropriateness and the execution of the current risk control measures.
 - 1.2 Monitor trading and earning results, any abnormality shall be reported to the BOD immediately and invite independent director to provide opinions.
- 2 Periodical review of the performance of derivatives trading to ensure the trading is complying with the company strategy and bearing tolerable risks.
- 3 When trading derivatives, the company shall authorize related personnel in accordance with the stipulated regulation and report to the BOD afterwards.
- 4 When trading derivatives, the company shall prepare a reference book to record details such as type, amount, approval date by BOD and items regulated in paragraph D2, E1 and E2.

Article 11

Deleted

Article 12

Deleted

Article 13 Procedures for mergers, splits, acquisition or transfer of shares

1. Evaluation and procedures

- 1.1 The Company shall engage a CPA, attorney, or securities underwriter to give opinions on merger, demerger, acquisition or transfer of shares. Opinions shall include the reasonableness of the share exchange ratio, acquisition price, or distribution of cash or other property to shareholders and submitted to the BOD for discussion and resolution. A project team shall be gathered and a legal-compatible schedule be constructed for the project team to follow and execute.
- 1.2 The Company shall prepare and send a public document prior to the Shareholders Meeting detailing important contractual contents and matters relevant to the merger, demerger or acquisition, together with the professional opinions prescribed in the previous paragraph and the Shareholders Meeting Notification. The information shall be the basis for shareholders to decide whether or not to approve the merger, demerger or

acquisition. However, if there is another act exempt the Company from convening a shareholders meeting to approve the merger, demerger or acquisition, this restriction shall not apply.

Moreover, any shareholders meeting convened by the participating parties of the merger, demerger or acquisition fails to pass a resolution due to lack of a quorum, insufficient votes, or other legal restriction, or rejections of the proposal, the participating party shall immediately announce the result, cause and counter measures to the public as well as the preliminary date of the next shareholders meeting.

2. Others

- 2.1 The Company shall convene a BOD Meeting and Shareholders Meeting on the same day of the transaction to resolve matters relevant to the merger, demerger, or acquisition, unless another act provides otherwise or the FSC is notified in advance of extraordinary circumstances and provide consent.

Public listed/OTC traded companies or participate in merger, demerger, acquisition or share transfer shall prepare the following documents and store for 5 years:

2.1.1 Personnel Data: title, name and ID number (or passport number for foreigners) of all personnel involved in the merger, demerge or share transfer

2.1.2 Important dates: including dates when a memorandum of understanding or letter of intent is signed, the hiring of a financial/legal adviser, the execution of a contract, and the convening of a BOD Meeting.

2.1.3 Important documents and minutes: including merger, demerger and share transfer plan, any letter of intent or memorandum of understanding, material contracts and minutes of BOD meetings

Public listed/OTC traded companies participating in a merger, demerger, acquisition or share transfer shall report the materials defined in subparagraphs 1 and 2 to the FSC via internet based information system within 2 days of the BOD meeting where the resolutions are made.

Where a non-public listed or non-OTC-traded company participating in merger, demerger, acquisition or share transfer, public-listed or OTC

traded company shall sign an agreement with such company and deal the related matters in accordance to the provisions of paragraph 3 and 4.

2.2 Confidentiality agreement: all personnel participating or privy to the plan for merger, demerger, acquisition or share transfer shall sign a confidentiality agreement of not disclosing the content of the plan prior to public disclosure of the information and may not trade in any stock or other equity security of any company related to the plan for merger, demerger, acquisition or transfer of shares.

2.3 Share exchange ratio or stipulation of acquisition price and principles of modification: companies participating merger, demerger, acquisition or share transfer shall have the CPA, the lawyer or underwriter to provide professional opinions on exchange ratio, acquisition price or cash dividends or other assets and submit to the Shareholder Meeting before the BOD meetings of participating companies. Share exchange ratio or acquisition price shall not be modified unless otherwise defined in the contract and publicly disclosed. Conditions for modifications are as follows:

2.3.1 Capital increase in cash, issuance of convertible corporate bonds, or issuance of bonus shares, issuance of corporate bonds with warrants, preferred shares with warrants, stock warrants, or other equity based securities.

2.3.2 Any disposal of major assets that shall has a major impact on company financial operation.

2.3.3. Any event such as major disaster or major change in technology that will affect shareholder equity or share price.

2.3.4 Any adjustment where any of the companies participating in the merger, demerger, acquisition or transfer of shares from another company, buys back treasury stock.

2.3.5. Any increase/decrease in the number of entities or companies participating in the merger, demerger, acquisition or transfer of shares.

2.3.6. Other terms/conditions for modification outlined in the contract and publicly disclosed.

2.4 Contract content: companies participating merger, demerger, acquisition or share transfer shall abide Article 317-1 of the Company Law and Article 22 of Corporate Merger Law as well outline the following:

2.4.1 Actions against breach of contract

- 2.4.2 Principles for handling previously issued equity-type securities or previously bought back treasury stock that is eliminated in a merger or that is demerged.
- 2.4.3 The amount of treasury stock permitted for buying back and the handling principles after the share exchange ration record date for the participating companies.
- 2.4.4 The manner of handling changes in the number of participating entities or companies.
- 2.4.5 Preliminary progress schedule for plan execution, and anticipated completion date.
- 2.4.6 Scheduled date for convening the legally mandated shareholders meeting if the plan exceeds the deadline without completion and relevant procedures.
- 2.5 When there is a number change of participating companies in merger demerger, acquisition or share transfer: after the public disclosure of information, if any of the participating company plans to proceed merger/demerger/acquisition/share transfer with another company, all of the participating companies shall carry out anew the procedures or legal actions that had originally been completed toward the merger, demerger, acquisition or share transfer; except that where the number of participating companies is decreased and a participating company's shareholders meeting has adopted a resolution authorizing the BOD to alter the limits of authority, such participating company may be exempted from calling another shareholders meeting to resolve on the matter anew.
- 2.6 Where any of the companies participating in a merger, demerger, acquisition or share transfer is not a public company, the public companies shall sign an agreement with the non-public company whereby the latter is required to abide by the Article 2.1 to convene a Shareholder Meeting, Article 2.2 signing a confidentiality agreement and Article 2.5 number changes of participating companies in merger, demerger, acquisition or share transfer.

Chapter 3 Public Disclosure of Information

Article 14 Procedures for Public Disclosure of Information

1. The Company shall announce and report the relevant information on the FSC designated website under the following circumstances within 2 days

of the occurrence of the event:

- 1.1 Acquisition/disposal of real estate from or to a related party, or acquisition/disposal of assets other than real estate from or to a related party where the transaction amount reaches 20% or more of paid-in capital, 10% or more of the Company's total assets, or NT\$300 million or more; provided this shall not apply to trading of government bonds or bonds under repurchase and resale agreements or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.
- 1.2 Merger, demerger, acquisition or transfer of shares
- 1.3 Losses from derivatives trading reaching the limits on aggregate losses or losses on individual contracts set out in the procedures adopted by the Company.
- 1.4 Where the type of asset acquired or disposed is equipment for business use, the trading counterparty is not a related party and the transaction amount:
 - 1.4.1 Actual capital is less than NT\$10 billion, and transaction amount is more than NT\$500 million.
 - 1.4.2 Actual capital is more than NT\$10 billion, and transaction amount is more than NT\$1 billion.
- 1.5 Acquisition or disposal by a public company in the construction business or real estate for construction use, where the trading counterparty is not a related party, and the transaction amount reaches NT\$500 million. Among such cases, if the public company has paid-in capital of NT\$10 billion or more, and it is disposing of real property from a completed construction project that it constructed itself, and furthermore the transaction counterparty is not a related party, then the threshold shall be a transaction amount reaching NT\$1 billion or more.
- 1.6 where land is acquired under an arrangement on engaging others to build on the company's own land, engaging others to build on rented land, joint construction and allocation of housing units, joint construction and allocation of ownership percentages, or joint construction and separate sales, and furthermore the transaction counterparty is not a related party, and the amount the company expects to invest in the transaction reaches NT\$500 million.
- 1.7 where an asset transaction other than any of those referred to in the preceding 3 paragraphs, a disposal of receivables by a financial institution or an investment in the mainland China area reaches 20%

or more of paid-in capital or NT\$300 million; provided, this shall not apply to the following circumstances:

1.7.1 Trading of government bond or foreign bonds rated no lower than sovereignty bonds

1.7.2 Security trading by investment professionals on foreign or domestic securities exchanges or over-the-counter markets, or subscription by investment professionals of foreign bonds or ordinary corporate bonds of general bank debentures without equity characteristics that are offered and issued in the domestic primary market, or subscription by a securities firm of securities as necessitated by its undertaking business or as an advisory recommending securities firm for an emerging stock company, in accordance with the rules of the Taipei Exchange.

1.7.3 Trading of bonds under repurchases/resale agreements or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.

2. The amount of transactions above shall be calculated as follows and so called within the preceding year in the preceding paragraph refers to the year preceding the date of occurrence of the current transaction. Items duly announced in accordance with these regulations need not be counted toward the transaction amount.

2.1 The amount of any individual transaction

2.2 The cumulative transaction amount of acquisitions and disposals of the same type of underlying asset with the same trading counterparty within the preceding year.

2.3 The cumulative transaction amount of real property or its right-of-use acquisitions and disposals (cumulative acquisitions and disposals, respectively) within the same development project within the preceding year.

2.4 The cumulative transaction amount of acquisitions and disposals (cumulative acquisitions and disposals, respectively) of the same security within the preceding year.

3. Public announcement and report procedure

3.1 The Company shall announce related information on the designated website by FSC.

3.2 The Company shall report the trading of derivatives by the Company and its subsidiaries to the designated website by 10th of every month.

3.3 If there is any mistake or missing information in the reported

information, the Company shall amend the announcement and submit a new announcement to replace the old one.

3.4 When the Company dispose/acquire assets shall keep related contracts, meeting minutes, reference book, evaluation report, opinion report by CPA, Lawyer or underwriter in the Company and preserved for at least 5 years.

3.5 The Company shall make announcement within 2 days if any of the following occurs after the Company completes announcement and report of the trading:

3.5.1 Any change or termination of the original contract

3.5.2 Merger, demerger, acquisition or transfer of shares is not completed by the scheduled date.

3.5.3 Changes to the original announcement

4. Announcement format: follow FSC Regulations Governing the Acquisition and Disposal of Assets by Public Companies.

Article 15 Any subsidiary of the Company shall follow the regulations:

1. The Subsidiary shall follow Regulations Governing the Acquisition and Disposal of Assets by Public Companies to carry out Procedures for Acquisition/Disposal of Assets, granted approval from the BOD of the Subsidiary and submit to Shareholders Meeting for Recognition.
2. Information to be announced and reported in accordance with the provisions of Chapter II on acquisitions and disposals of assets by a subsidiary of a public company that is not itself a public company in Taiwan shall be reported by the Company.
3. The paid-in capital or total assets of the Company shall be the standard for determining whether or not a subsidiary is required to announce and report in the event the type of transaction specified therein reaches 20% of paid-in capital or 10% of the total assets. Article 15-1 For the calculation of 10% of total assets under these Regulations, the total assets stated in the most recent parent company financial report or individual financial report prepared under the Regulations Governing the Preparation of Financial Reports by Securities Issuers shall be used. In the case of a company whose shares have no par value or a par value other than NT\$10, for the calculation of transaction amounts of 20% of paid-in capital under these Regulations, 10% of equity attributable to owners of the parent shall be substituted.

Article 15-1:

For the calculation of 10% of total assets shall be based on the total assets stated in the most recent financial report, parent or individual, under the

Regulations Governing the Preparation of Financial Reports by Securities Issuers.

When the shares have no par value or a par value other than NT\$10, for the transaction amounts of 20% of paid-in capital as regulated shall be calculated basing on the 10% of equity attributed to owners of the parent company. For calculations under the provisions regarding transaction amounts relative to paid-in capital of NT\$10 billion, NT\$20 billion of equity attributable to owners of the parent shall be substituted.

Chapter 4 Others

Article 16 Punitive provisions

Any employee of the Company violates the Procedures shall be reviewed and punished accordingly by the Human Resource Regulations and Employee Booklet.

Article 17 Effectiveness and amendments

The Procedures is stipulated and made effective on April 25th, 2000 by the Audit Committee, the Board and the Shareholder's Meeting. Future amendments shall follow the same procedure. If any Director has expressed any objection or opinion with any record or written memo, the matter shall be sent to Supervisors for deliberation. If the Company has independent directors, their opinion should be taken into account and recorded in the Meeting minutes of the Board when the matter is sent to the Board for deliberation.

First amendment on May 17th, 2001

Second amendment on May 28th, 2003

Third amendment on May 27th, 2005

Fourth amendment on May 22nd, 2007

Fifth amendment on June 18th, 2010

Sixth amendment on June 6th, 2012

Seventh amendment on June 24th, 2014

Eighth amendment on June 17th, 2015

Ninth amendment on June 13th, 2017

Tenth amendment on June 13th, 2019

Eleventh amendment on May 30th, 2023

Article 18 Supplementary

Matters not included in the Procedures shall be handled in according to related regulations.

Appendix

Appendix I Rules and Procedures of Shareholders' Meeting (before amendments)

ENE TECHNOLOGY INC Rules and Procedures of Shareholders' Meeting

1. Shareholder's Meeting of the Corporation (the "Meeting") shall be conducted in accordance with this set of Rules and Procedures. Any matter not included in the Rules and Procedures shall be handled in accordance with relevant laws and regulations.
2. The Corporation shall provide a check-in booklet for the attending shareholders. Presence of the Attendance Cards will also serve the purpose of signing in. The number of shares represented by shareholders attending the Meeting shall be calculated in accordance with the attendance cards submitted and the check-in booklet.
3. The presence of shareholders in the Meeting and their voting thereof shall be calculated in accordance with the number of shares.
4. The Meeting shall be held at the head office of the Corporation or at any other appropriate location that is convenient for the shareholders to attend. The starting time of the Meeting shall not be earlier than 9:00am or later than 3:00pm.
5. The Chairman of the Board shall be the chairman presiding at the Meeting in the case that the Meeting is convened by the Board of Directors. In the event that the Chairman of the Board is unable to preside at the Meeting, the Vice Chairman of the Board shall preside at the Meeting. If there is no Vice Chairman or the Vice Chairman is unable to fulfil the duty, Chairman of the Board shall assign a managing director or a member of the Board to preside at the meeting. If no proxy is assigned by the Chairman, Directors shall elect one member amongst themselves to be the Chairman.
If the Meeting is convened by any other person entitled to convene the Meeting, such person shall be the chairman to preside at the meeting.
Shareholder holding one percent (1%) or more of the total outstanding shares of the Corporation is entitled to propose discussion topics for the Meeting in written within the period of time set and announced by the Corporation. Each proposal shall be limited to one topic and at maximum of 300 words. Contents exceeding this guideline will be excluded from the agenda. The shareholder who made the proposal shall attend the Meeting in person or by a proxy and actively participate in the discussion.
6. The Corporation shall appoint designated counsel, CPA or other related personnel to attend the meeting. Personnel handling affairs of the Meeting shall wear identification cards or badges.
7. The Meeting shall be recorded on audio or video and preserved for at least one year.
8. Chairman shall call the Meeting to order on time in according to the prescribed schedule. If the number of shares represented by the shareholders present at the Meeting has not yet constituted the quorum at the time scheduled, the Chairman may postpone the Meeting. The postponements shall be limited to two times and the Meeting shall not be postponed for longer than one hour in aggregate. If after two postponements no quorum can yet to be constituted but the shareholders present at the Meeting represent more than one-third of the total outstanding shares, tentative resolutions may be made in accordance with Section 1 of Article 175 of the Company

Law of Taiwan the Republic of China. The aforesaid tentative resolutions shall be executed in accordance with relevant provisions of the Company Law of Taiwan the Republic of China. If the number of outstanding shares represented by the shareholders present becomes sufficient to constitute the quorum before the Meeting is adjourned, the Chairman may submit the tentative resolutions to the Meeting for approval in accordance with Article 174 of the Company Law of Taiwan the Republic of China.

9. The agenda of the Meeting shall be set the Board of Directors if the Meeting is convened by the Board of Directors. Unless otherwise resolved at the Meeting, the Chairman cannot announce adjournment of the Meeting before all discussion items (including extemporary motions) listed in the agenda is resolved. After the Meeting is adjourned, shareholders cannot elect any other person as chairman and continue the Meeting at the same or any other location.
10. When a shareholder wishes to speak at the Meeting, a Speech Note should be filled out with summary of the speech, the shareholder's number (or the number of Attendance Card) and the name of the shareholder. The sequence of speeches by shareholders should be decided by the Chairman. If a shareholder only submits the Speech Note without actual aural communication, this Speech Note of the shareholder is deemed as invalid. If the contents of the speech are inconsistent with the contents of the Speech Note, the contents of the actual speech shall prevail. Unless otherwise permitted by the Chairman and the shareholder in speaking, no shareholder shall interrupt the speeches of any other shareholder otherwise the Chairman shall stop such interruption.
11. Unless otherwise permitted by the Chairman, each shareholder shall not speak more than two times and each time shall not exceed 5 minutes for each discussion item. If the speech violates the above provision or exceeds the scope of the discussion item, the Chairman may stop the speech of such shareholder.
12. Any legal entity designated as proxy by a shareholder(s) to present at the Meeting may appoint only one representative to attend the Meeting. In Case the legal entity appoints two representatives to the Meeting, each discussion item shall only allow one representative to speak.
13. After the speech of a shareholder, the Chairman may respond himself/herself or appoint an appropriate person to respond. The Chairman may also terminate the discussion and go into voting if the Chairman deems it appropriate.
14. Except otherwise specified in the Company Law of Taiwan the Republic of China or the Articles of Incorporation, a resolution shall be adopted by a majority votes represented by the shareholders present at the Meeting. The resolution shall be deemed adopted and shall have the same effect as if it was voted by casting ballots if no objection is voiced after solicitation by the Chairman.
15. If there is amendment to or substitute for a discussion item, the chairman shall decide

the priority of voting for such discussion item, the amendment or the substitute. If any one of them has been adopted, the others shall be deemed vetoed and no further voting is necessary.

16. The person(s) to check and the person(s) to record the ballots during a vote by casting ballots shall be appointed by the Chairman. The person(s) checking the ballots shall be a shareholder of the Corporation. The result of voting shall be announced at the Meeting and placed on record.
17. The Chairman may set time for intermission during the progression of the Meeting.
18. The Chairman may ask the disciplinary officers or the security guard to maintain the order of the Meeting.
19. Other matters not specified in this regulation shall be governed in accordance with the Company Law and the Securities and Exchange Law.
20. These Rules and Procedures or any future revision shall be effective from the date it is approved by the Shareholder's Meeting.

Appendix II Articles of Incorporation

ENE TEHCNOLOGY INC.

Articles of Incorporation

Section 1-General Provisions

Article 1

The Corporation shall be incorporated, as a company limited by shares, under the Company Law of Taiwan, the Republic of China, and named as 迅杰科技股份有限公司 in Chinese language, and ENE TECHNOLOGY INC. in English language.

Article 2

The scope of business of the Corporation shall be as follows:

- a.CC01050 Data Storage and Process Device Manufacturing
- b.CC01080 Electronic Parts and Components Manufacturing.
- c.F118010 Wholesale of Computer Software
- d.F218010 Retail Sale of Computer Software
- e.I301010 Software Design Services
- f.F401010 International Trade
- g.I501010 Product Designing

Including the research, design, development, manufacturing and sales of the following products:

1. Computer Communication System Interface Control Device ICs
2. Power Controller ICs
3. NB Keyboard Controller ICs
4. Computer Communication System USB Controller ICs
5. Power Management ICs
6. SATA °
7. PCI EXPRESS °
8. ASSP of the above products
9. Extended application of the above products
10. ASIC
11. Software and Firmware of the above product series
12. International trading relating to the products and business of the Corporation

Article 3

The Corporation resides its head office in Science Based Industrial Park, Hsinchu, Taiwan the Republic of China, and upon approval of Board of Directors and government authorities in charge to set up representative and branch offices at various

locations within and without the territory of Taiwan the Republic of China.

Article 4

Public announcements of the Corporation shall be made in accordance with the Company Law and other relevant rules and regulations of Taiwan the Republic of China.

Section II-Capital Stock

Article 5

The total capital stock of the Corporation shall be in the amount of 950,000,000 New Taiwan Dollars, divided into 95,000,000 shares, at ten New Taiwan Dollars each, and may be paid-up in installments.

The Corporation may issue employee stock options in according to the resolution of the Board of Directors from time to time, A total of 5,000,000 shares, at ten New Taiwan Dollars each, among the above total capital stock should be reserved for issuing employee stock options.

Article 6

The share certificates of the Corporation shall all be name-bearing share certificates, stamped or signed by three or more members of the Board, and issued after attested by authorized institution. The Corporation may issue share without printing share certificates but the shares shall be registered at the Governing Centralized Securities Depository Enterprises, so are any other securities.

Article 7

Deleted.

Article 8

All stock related affairs shall follow the “Guidelines for Stock Operations for Public Companies” unless specified otherwise by law and securities regulations.

Article 9

Registration for transfer of shares shall be suspended immediately sixty (60) days prior to the date of regular meeting of shareholders, and thirty (30) days prior to the date of extraordinary meeting of shareholders, or within five days before the day on which dividends, bonus, or any other benefits is scheduled to be paid by the Corporation.

Section III – Shareholders’ Meeting

Article 10

Shareholders’ meetings of the Corporation are of two types, namely Regular Meetings and Extraordinary Meetings. Regular Meeting shall be convened once a year within six (6) months after the close of each fiscal year and Extraordinary Meetings shall be convened whenever is necessary. Written notice of the Regular Meeting/Extraordinary Meeting shall be sent to all shareholders according to the registered information with the Corporation. Shareholders shall be notified of the Regular Meeting at least thirty (30) days in advance; and at least fifteen (15) days in advance for the Extraordinary Meeting.

Shareholders’ meeting shall be convened by the Board of Directors unless otherwise specified in the Company Law of Taiwan the Republic of China. If Shareholders’ Meeting is convened by empowered personnel other than the Board of Directors, the said person shall chair the meeting. In the event of two or more people, only one shall be the Chairman of the meeting.

The shareholders’ meeting can be held via video conferencing, or any other methods approved by the Ministry of Economics.

Article 11

The shareholders’ meeting shall be presided over by the Chairman of the Board of Directors of the Corporation. In his/her absence, the Chairman shall assign a Director to act in lieu of him/her. If no such person is assigned, Board members shall elect one from amongst themselves to act in lieu of the Chairman.

Article 12

Following affairs related to the Corporation shall be approved in the Shareholders’ Meeting:

1. Amendment of the Articles of the Incorporation
2. Change of capital stock
3. Merger or Acquisition
4. Operation under entrustment
5. Dismissal or liquidation of the Incorporation
6. Election of the Board members
7. To exempt the Directors from Non-Competition Clause
8. Other affairs to be approved pursuant to the law

Article 13

Each share of stock shall be entitled to one vote. Shareholders are allow to exercise voting rights by correspondence or electronic means; when voting rights are to be exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders’ meeting notice.

Article 14

If a shareholder is unable to attend a meeting, he/she may appoint a proxy with a signed/stamped power of attorney issued by the Incorporation. When a person who acts as the proxy for two or more shareholders, the number of voting power represented by him/her shall not exceed 3% of the total number of voting shares of the company, otherwise, the portion of excessive voting power shall not be counted.

Article 15

When a juristic person is a shareholder, its proxy shall not be limited to one person, provided that the voting right that may be exercised shall be calculated on the basis of the total number of voting shares it holds.

Article 16

Resolutions at a shareholders' meeting shall, unless otherwise provided for in this Act, be adopted by a majority vote of the shareholders present, who represent more than one-half of the total number of voting shares.

Article 17

Resolutions adopted at a shareholders' meeting shall be recorded in the minutes of the meeting, which shall be affixed with the signature or seal of the chairman of the meeting and shall be distributed to all shareholders of the company within twenty (20) days after the close of the meeting.

The preparation and distribution of the minutes of shareholders' meeting as required in the preceding Paragraph may be affected by means of electronic transmission. The attendance list bearing the signatures of shareholders present at the meeting and the powers of attorney of the proxies shall be kept by the company.

Section IV- Directors and the Audit Committee

Article 18

The Corporation shall have seven to nine Directors, all elected by the Shareholders' Meeting. The term of office for Directors shall be three (3) years. The Corporation shall purchase Directors and Officers Liability Insurance which covering the Directors for claims made against them while serving the Corporation.

Article 18-1

In compliance with Article 14-2 of the Taiwan ROC Securities and Exchange Act, the Corporation shall have at least three independent Directors. The Company adopts candidate nomination system for the election of Directors. Election shall be conducted in accordance to Article 192-1 of the Corporate Law.

The prerequisites for professional Qualification, shareholding, concurrent position restriction, nomination and election shall follow the regulations of related authority.

Independent and non-independent directors shall be elected at the same time but on separate ballots.

The total holding of Directors shall be overlooked in according to the regulations of related authority.

Article 19

When election of new Board is not arranged upon expiration of the term of office, the Corporation shall extend the term of office until new directors are elected and assumed their office. When a director transfers more than 50% of the shareholding during the term of office, he/she shall, ipso facto, be discharged from the office of Director. The Corporation is a public listed company, when the number of directors falls short by one third of the total number prescribed are dismissed en masse, an extraordinary shareholders' meeting shall be convened within 60 days from the date of occurrence to hold a by-election to fill the vacancies.

Article 20

The Directors shall elect from amongst themselves a Chairman of the Board of Directors by a majority vote at a meeting attended by over two-thirds of the Directors. The Vice Chairman can be elected the same way if required. The Chairman will be the representative of the Corporation.

Article 21

In the absence of Chairman of the Board, any one of the Directors shall act for him according to Article 208 of the Company Law of Taiwan the Republic of China.

Article 22

Unless otherwise specified in the Company Law or the Articles of Incorporation, Board Meetings shall be convened by Chairman of the Board and attended by majority of total Directors and resolutions shall be adopted with the consent of the majority of the Directors present at the meeting. A Director may appoint another Director to attend on his/her behalf any Meeting of the Board provided with written authorization specifying authorized matters and actions for the meeting. No Director shall act as proxy for more than one Director.

Article 23

Power and Authority of the Board:

1. Stipulation of Business Hoshin, review of business plan and supervise of business operation
2. Election of Chairman of the Board

3. Appointment and dismissal of Managing Director and Vice Managing Director
4. Review and approve of Budget
5. Proposal on mending Articles of Incorporation, modify capital, and dismissal/merger of the Corporation
6. Proposal of surplus distribution and deficit compensation
7. Approval of bank loans
8. Selection of auditing accountant
9. Settlement and removal of branch operations
10. Related affairs on Directors and Officers Liability Insurance
11. Act in accordance to Company Law or resolutions of the Shareholders' Meeting

Article 24

Board Meeting shall be convened in accordance to Article 204 of Company Law at least once every quarter. In case of urgent circumstances, the Board Meeting shall be convened any time with written notice in form of emails or facsimiles. Resolutions of Board Meetings shall be recorded in the minutes and signed or stamped by the Chairman and delivered to Directors within 20 days after the meeting was adjourned.

Article 25

Affairs relating to the Audit Committee such as number of member, length of term, power scope, rules & procedures and resources to be provided by the Corporation when engaging power shall be stipulated in the Audit Committee Organization Rules.

Article 26

Supervisors shall not serve as Directors, Managers or other positions concurrently in the Corporation.

Article 27

The Corporation shall establish the Audit Committee in pursuant to the Securities and Exchange Act. The Committee consists of Independent Directors of the Corporation and is in charge of fulfilling the Supervisor duties regulated by the Company Law, Securities and Exchange Act and any other related legislations.

Article 28

Compensation of the Directors shall be determined in accordance to their contributions and reference on the common standards of the industry in regardless of financial performance of the Corporation.

Section V Managers and employees

Article 29

The Corporation appoints one Chief Executive Officer, Vice Presidents and other managers to meet the operational or managerial needs. Appointment, dismissal and compensation packages will be conducted in accordance to Article 29 of the Company Law of Taiwan the Republic of China.

Article 30

The recruitment/dismissal of employees and managerial regulations shall be prepared and provided by the Chief Executive Officer and present to the Board of Directors.

Section VI Financial Reports

Article 31

The fiscal year of the Corporation shall follow the calendar year. At the end of each fiscal year, the following reports shall be prepared by the Board of Directors and be submitted to the Shareholder's Meeting for acceptance:

1. Business Report;
2. Financial Statements;
3. Proposal concerning Appropriation of Net Profits or Covering of Losses.

Article 32

When there is profit, the Corporation shall set aside no less than 20% of the profits as employee bonus and no more than 3% of the profits as bonus to the Board of Directors. However, when there is still accumulated loss from previous years, the Corporation shall reserve the profit to offset its losses.

The employee bonus shall be in the form of company stock or cash and distributed to the entitled employees where the qualifications will be set by the Board of Directors. Bonus for the Board of Directors will be in the form of cash and the Bonus Distribution proposal shall be approved by the majority of the Board of Directors attending the Board Meeting with more than 2/3 of total Board of Directors are present at the meeting. The proposal shall be reported to the Shareholders' Meeting.

Article 32-1

When there is profit, other than reserve for annual taxation payment, the Corporation shall first offset its losses in previous years and set aside a legal capital reserve at 10% of the profits left over, until the accumulated legal capital reserve has equaled the total capital of the Corporation. The Corporation will then set special reserve when necessary, the profit left will be distributed in accordance to the resolution of the shareholders' meeting.

Article 32-2

In terms of stock options and treasury stock for employees, the price can be lower than

the last trading price of the day or the average buying cost. The reference dates shall be set in accordance to the Regulations set by the authority and approved by the Shareholders' Meeting. Limitations on the distributed treasury stock shall refer to the Regulations Governing Share Repurchase by Exchange-Listed and OTC-Listed Companies.

Article 33

The Dividends Policy is stipulated in accordance with the Articles of Incorporation and composed in considering the company capital, financial structure, business performance, profit earned and industrial status. Ratio for dividends distribution shall not lower than 50% of the total profit left and the cash dividends shall not lower than 50% of the total dividends distributed.

Section VII Supplementary Provisions

Article 34

The Total shareholding amount of investments in another unlimited liability company/limited liability company shall not exceed forty percent (40%) of the paid-up capital of the Corporation. Proposal of such investment shall be approved and authorized by the Board of Directors.

Article 35

The Corporation shall be able to make endorsements/guarantees. Policies on Endorsements & Guarantees shall be approved by Shareholders' Meeting. Any amendments shall be brought to the Shareholders' Meeting for approval.

Article 36

In regards to other matters not specified in this Articles of Incorporation shall be governed by the Company Law of Taiwan the Republic of China.

Article 37

This Articles of Incorporation are agreed to and signed on April 10th, 1998 and effective after submission to the Authority. All amendments shall be approved by the Shareholders' Meeting and submitted to the Authority for approval.

First Amendment: May 14th, 1998

Second Amendment: June 1st, 1998

Third Amendment: October 15th, 1998

Fourth Amendment: August 26th, 1999

Fifth Amendment: April 25th, 2000

Sixth Amendment: May 17th, 2001

Seventh Amendment: August 31st, 2001

Eighth Amendment: February 6th, 2002
Ninth Amendment: June 12th, 2002
Tenth Amendment: May 28th, 2003
Eleventh Amendment: May 27th, 2004
Twelfth Amendment: May 27th, 2004
Thirteenth Amendment: May 27th, 2005
Fourteenth Amendment: May 8th, 2006
Fifteenth Amendment: May 8th, 2006
Sixteenth Amendment: May 22nd, 2007
Seventeenth Amendment: September 11th, 2007
Eighteenth Amendment: June 13th, 2008
Nineteenth Amendment: June 10th, 2009
Twentieth Amendment: June 18th, 2010
Twenty-first Amendment: June 6th, 2012
Twenty-second Amendment: June 14th, 2016
Twenty-third Amendment: June 13th, 2018
Twenty-fourth Amendment: June 13th, 2019
Twenty-fifth Amendment: June 9th, 2022

Appendix III Shareholding of Directors

ENE TEHCNOLOGY INC

Shareholding of Directors

Record Date: 2023 April 1st

Title	Name	Current Shareholding
Chairman	Alcor Micro Corp. Representative: Dylan Chung	8,000,000
Director	Alcor Micro Corp. Representative: D. S. Chen	8,000,000
Director	Siguard Microelectronics Corporation Legal Representative: Chi Chan Chen	665,543
Director	ASUSTEK Computer Inc Legal Representative: Chin Ju Wu	444,364
Independent Director	Yi-Fong Lin	0
Independent Director	Wen Ji Chien	0
Independent Director	Chi Ming Wu	0
Total holding of Directors (excluding Independent Directors): 9,109,907 shares		

Note : 1.Actual paid-up capital: NT\$453,128,410; total share issues : 45,312,841 shares
2.The Company has allocated 3 independent directors amongst the Directors.
According to the Article 26 of Securities and Exchange Act and Article 2 of Rules and Review Procedures for Director and Supervisor Shareholding Ratios at Public Companies, the minimum holding of Directors in total should be 3,625,027 shares.