



**LandMark Optoelectronics Corporation**  
**2023 Annual General Shareholders' Meeting**  
**Meeting Minutes**

Time: 9:00 a.m., May 31, 2023 (Wednesday)

Venue: No.22, Nanke 3rd Rd., Xinshi Dist., Tainan City  
(Southern Taiwan Science Park Bureau Building First Floor Auditorium Hall)

Type of Meeting: Physical Shareholders' Meeting

Attendants: Total shares represented by shareholders present in person or by proxy were 49,193,916 shares (with 39,191,671 shares represented electronically). The attendance rate is 53.55%. (Total outstanding shares are 91,867,677 shares. The total outstanding voting shares are 91,861,677 after deducting the number of non-voting shares in accordance with Article 179 of the Company Law.)

Chairman: Ching-Yi Chang, Chairman of the Board of Directors

Recorder: Belinda Wu

Directors present: Ching-Yi Chang (Chairman), Wei Lin (Vice Chairman), Jerry Yang (Director), James Wang (Convener of the Audit Committee, Independent Director). Four members of the Board of Directors are present, which is over half of the seven seats on the board.

Attendance: Yen-Da Su, CPA, KPMG

**1. Call the Meeting to Order**

The aggregate shareholding of the shareholders and proxies present constituted a quorum. The Chairman called the meeting to order.

**2. Opening remarks by the Chairman** (omitted)

**3. Report Items**

**Item 1:** The Company's 2022 Business Report.

**Details:** The Company's 2022 Business Report (please refer to Attachment 1)

**Item 2:** Audit Committee's Review Report on the 2022 Financial Statements.

**Details:** Audit Committee's Review Report (please refer to Attachment 2)

**Item 3:** The Company's 2022 employees' profit sharing bonus and Directors' compensation.

**Details:** According to Article 20 of the Company's Articles of Incorporation, "If there is any profit for a specific fiscal year, the Company shall allocate no more than 2% of the profit as remuneration to Directors and shall allocate no less than 8% of the profit as the employees' compensation." Directors' remuneration and employees' profit sharing bonus of 2022 are NT\$ 4,253,251 (1% of net profit before tax) and NT\$ 42,532,503 (10% of net profit before tax), respectively. These amounts were approved at the Board of Directors meeting on February 1st, 2023 and are to be distributed in cash.

**Item 4:** The Company's 2022 earnings distribution.

**Details:**

- I. According to Article 240 of the Company Act and Article 20 of the Company's Articles of Incorporation, if profits are distributed in cash, the board of directors should approve it and the decision shall be reported to the shareholders' meeting.
- II. On February 1st, 2023, the board of the Company passed a resolution to distribute a cash dividend of NT\$275,603,031 to shareholders, which is equivalent to NT\$ 3 per share. The calculation of cash dividends is rounded down to the nearest whole number and any fractional amount less than NT\$1 will be recorded as other income of the Company.
- III. If there are any changes in the number of outstanding shares due to changes in the Company's capital before the dividend record date, causing the dividend distribution rate to change, the Chairman is designated to handle the condition in accordance with the Company Act or other relevant laws and regulations.

**Item 5:** The Company's cash distribution from capital surplus.

**Details:**

- I. According to Article 241 of the Company Act and Article 20 of the Company's Articles of Incorporation, if the capital surplus is to be distributed in cash, the board of directors should approve it and the decision shall be reported to the shareholders' meeting.
- II. The Company's board of directors has resolved at the meeting on February 1<sup>st</sup>, 2023 that it shall allocate NT\$45,933,838 dollars from the capital surplus derived from the issuance of shares above the par value, for distribution of NT\$ 0.5 per share. The calculation of cash dividends is rounded down to the nearest whole number

and any fractional amount less than NT\$1 will be recorded as other income of the Company .

- III. If there are any changes in the number of outstanding shares due to changes in the Company's capital before the dividend record date, causing the dividend distribution rate to change, the Chairman is designated to handle the condition in accordance with the Company Act or other relevant laws and regulations.

#### **4. Proposed Resolutions**

**Item 1:** (proposed by the Board of Directors)

**Proposal:** The Company's 2022 Business Report, Financial Statements and Earnings Distribution.

**Explanation:**

- I. The Company's 2022 Business Report and Financial Statements have been reviewed by the Audit Committee and approved by the Board of Directors. The financial statements have been audited by KPMG Taiwan and an unqualified opinion has been issued.
- II. The Company's 2022 Business Report, Independent Auditors' Report and Financial Statements are attached hereto as Attachment 1 and Attachment 3.
- III. The Company's 2022 Earnings Distribution has been approved at the board meeting on February 1st, 2023, and the Earnings Distribution Table is attached hereto as Attachment 4.

**Resolution:** The voting result is shown below:

Shares represented at the time of voting: 49,193,916

(including electronic votes: 39,191,671)

Voting results	Percentage of the total shares represented
Votes in favor: 41,980,525 (including electronic votes: 31,979,280)	85.34%
Votes against: 382,671 (including electronic votes: 382,671)	0.78%
Votes abstained/did not vote: 6,830,720 (including electronic votes: 6,829,720)	13.88%
Invalid Votes: 0 (including electronic votes: 0)	0.00%

The proposal was resolved and approved as submitted.

## 5. Matters for Discussion and Election

**Item 1:** (proposed by the Board of Directors)

**Proposal:** Discussion of amendments to the Company's "Procedures of Asset Acquisition and Disposal".

**Explanation:** In line with the partial revision of the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies" by financial supervisory commission, it is proposed to revise certain provisions of "Procedures of Asset Acquisition and Disposal" of the Company. Please refer to Attachment 5 for the comparison table of amended provisions.

**Resolution:** The voting result is shown below:

Shares represented at the time of voting: 49,193,916

(including electronic votes: 39,191,671)

Voting results	Percentage of the total shares represented
Votes in favor: 41,321,164 (including electronic votes: 31,319,919)	84.00%
Votes against: 18,677 (including electronic votes: 18,677)	0.04%
Votes abstained/did not vote: 7,854,075 (including electronic votes: 7,853,075)	15.96%
Invalid Votes: 0 (including electronic votes: 0)	0.00%

The proposal was resolved and approved as submitted.

**Item 2:** (proposed by the Board of Directors)

**Proposal:** Discussion of amendments to the Company's "Rules of Procedure for Shareholders' Meeting".

**Explanation:** In line with the revision of "Sample Rules of Procedures for Shareholders' Meetings" and the operational needs of the Company, it is proposed to revise certain provisions of the "Rules of Procedure for Shareholders' Meeting" of the Company. Please refer to Attachment 6 for the comparison table of amended provisions.

**Resolution:** The voting result is shown below:

Shares represented at the time of voting: 49,193,916

(including electronic votes: 39,191,671)

Voting results	Percentage of the total shares represented
Votes in favor: 41,320,464 (including electronic votes: 31,319,219)	83.99%
Votes against: 19,377 (including electronic votes: 19,377)	0.04%
Votes abstained/did not vote: 7,854,075 (including electronic votes: 7,853,075)	15.97%
Invalid Votes: 0 (including electronic votes: 0)	0.00%

The proposal was resolved and approved as submitted.

**Item 3:** (proposed by the Board of Directors)

**Proposal:** To elect Directors (including independent Directors) of the Company.

**Explanation:**

- I. The Company's 10th term of the Board of Directors expired on May 19, 2023, and has not been reelected. According to regulations, the term of office has been extended and is proposed to hold an election at the shareholders' meeting this year.
- II. According to Article 13 of Company's Articles of Incorporation, the Company has set up a Board of Directors with five to nine members. Seven directors (including three independent directors) are proposed to be elected this time. The newly elected directors shall take the position on the day of their appointment and shall serve for a term of three years from May 31, 2023 to May 30, 2026.
- III. A nomination system is adopted in the election of Company directors, and shareholders shall elect directors from the nominees listed in the roster of director candidates. The education, experience and other relevant information of the candidates are stated in Attachment 7.

**Election outcomes:** The elected directors is as below:

Title	Name	Number of votes received
Director	Representative of Huasheng International Investment Ltd.: Ching-Yi Chang	35,156,932
Director	Wei Lin	29,756,802
Director	Po-Yen Lu	29,957,919
Director	Jerry Yang	29,582,400
Independent Director	James Wang	31,429,370
Independent Director	Yong-Chang Chen	31,022,650
Independent Director	Yen-Hsi Lin	31,074,320

**Item 4:** (proposed by the Board of Directors)

**Proposal:** Release of the Directors' Non-Competition Obligation.

**Explanation:**

- I. As per Article 209 of the Company Act, a director who does anything for himself or on behalf of another person that is within the scope of the company's business, shall explain to the meeting of shareholders the essential contents of such an act and secure its approval.
- II. To leverage the experience and expertise of directors for the benefit of the Company, it is proposed to lift the restriction on competition for newly appointed directors at the shareholders' meeting. For details of the lifting items, please refer to Attachment 8 of this handbook.

**Resolution:** The voting result is shown below:

Shares represented at the time of voting: 49,193,916

(including electronic votes: 39,191,671)

Voting results	Percentage of the total shares represented
Votes in favor: 41,693,490 (including electronic votes: 31,692,245)	84.75%
Votes against: 38,418 (including electronic votes: 38,418)	0.08%
Votes abstained/did not vote: 7,462,008 (including electronic votes: 7,461,008)	15.17%
Invalid Votes: 0 (including electronic votes: 0)	0.00%

The proposal was resolved and approved as submitted.

**6. Special Motion: None**

**7. Meeting Adjourned: 9:23a.m.**

Note: There are no shareholders' questions at this shareholders' meeting.

## 2022 Business Report

### Operational performance in 2022

In 2022, despite the impact of Covid-19 pandemic, the world still has been under the macroeconomic uncertainties of Ukraine-Russia war, inflation, and rising interest rates. Fortunately, with the efforts of all staff members, we still achieved a record high annual revenue. The driving momentum was mainly from the application of our InP(indium phosphide) products in electronic consumer products such as the US well-known mobile phones and wireless earphones brand, contributing to over 35% of the annual revenue. This has also led us to have a well fundamental growth and development of our various consumer application products afterward.

The operating revenue of the Company in 2022 was NT\$ 2.38 billion, 27% growth from the previous year. Net profit was NT\$ 329 million, 2.4% decrease compared with the previous year. EPS was NT\$3.61, 2.7% decrease compared with the previous year.

Unit: NT\$ in thousands

Item		2022	2021	Changes (%)
Operating results	Operating revenue	2,380,885	1,872,703	27%
	Gross profit	759,025	768,457	-1.2%
	Net profit	333,983	412,071	-19%
	Net profit after tax	329,536	337,544	-2.4%
Profitability	ROA(%)	6.60%	6.70%	-1.5%
	ROE(%)	7.64%	7.83%	-2.4%
	Net profit margin (%)	13.84%	18.02%	-23%
	EPS (NT\$)	3.61	3.71	-2.7%

#### R&D progress:

In 2022, the R&D expenditure was NT\$ 269 million, which was a 31% increase from the previous year. We focused on the research and development of high-speed components above 25G/50G, as well as for 400G and 800G data center related products. We also work closely with customers to develop next-generation 3D sensing and LiDAR products.

### 2023 Operational Plan Summary and Future Development Strategies

In 2023, although the global economy outlook may remain gloomy, we will continue to implement the following business strategies to pursue comprehensive operational performance growth.

- Leading technology in the industry

We will continue with our investment in research and development of laser epitaxy products applied in optical communication and data centers. Our customers have well recognized our technical capabilities. At the same time, we are also working with customers to develop laser and detective components for automotive LiDAR, long wavelength 3D sensing elements, and metaverse applications. Through a significant investment in research and development, we could maintain a leading position in the field of optical communication and the long-term growth momentum.

- Mass production advantage

Over the years, we have established a flexible and efficient production and operational business model to fulfill customers' diverse and different product scales and specifications. The newly completed factory in recent years also reserve medium and long-term capacity expansion space to meet the rapidly growing demand for various laser products in the global market.

- Manufacturing process integration

The Company continues to optimize the manufacturing process and improve capacity utilization. We pursue excellence in quality control, production yield, and scheduling management. Meanwhile, we've introduced a new SPC system to monitor the manufacturing process, control changes, and analyze abnormalities so as to continuously offer high-quality products. In response to the customers' needs for high-speed and high-quality components for optical communication, the Company has added multiple pre-processes and epitaxial growth technologies for various components. We also cooperate with outstanding manufacturer to provide full-chip process services to meet customers' product requirements at different stages of the manufacturing process.

- Alliance with the clients

Our core value is to continuously improve our service to customers. We will continue to collaborate with our clients on the development of application products such as 50G, 100G EML, 400G/800G high-speed modules, providing high-quality and competitive products, as well as flexible and efficient lead times, to assist customers in expanding their market share and to grow together.

## **Effects of external competition, laws & regulations, and overall business environment**

With the impacts of geopolitical uncertainties, financial market fluctuations, global supply chain restructuring and climate change risks, we have faced the increasing operational challenges and uncertainties. Therefore, we aim to strengthen risk



management, operational flexibility and decision-making efficiency so as to respond to the rapidly changing business environment carefully and diligently and to pursue the better business performance as well. In addition, we will keep devoting the resources on ESG-related topics by complying with laws and regulations, improving corporate governance, promoting environmentally friendly manufacturing procedure, caring for employees, and contributing to the community. These are all comprehensive and ongoing goals that we must pursue while striving for sustainable development and growth.

Lastly, we would like to once again express our gratitude to all shareholders on behalf of the Company's management and staff for your valuable support and encouragement. We will continue to endeavor to do our job in the hope of bringing growth and profit to all our shareholders.

Chairman: *Ching-Yi Chang*    General Manager: *Roger Lo*    CFO: *Jerry Yang*

## **Audit Committee's Review Report**

The Board of Directors has prepared the Company's 2022 Business Report, Financial Statements and proposal for allocation of earnings. The CPA firm of KPMG was retained to audit LandMark Optoelectronics Corporation's Financial Statements and has issued an audit report with unqualified opinion relating to the Financial Statements.

The Business Report, Financial Statements, and earnings allocation proposal have been reviewed and determined to be correct and accurate by the Audit Committee members of LandMark Optoelectronics Corporation. According to the Securities and Exchange Act and the Company Act, we hereby submit this report.

Chairman of the Audit Committee: *James Wang*

February 1, 2023



安侯建業聯合會計師事務所  
KPMG

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## Independent Auditors' Report

To the Board of Directors of LandMark Optoelectronics Corporation:

### Opinion

We have audited the financial statements of LandMark Optoelectronics Corporation("the Company"), which comprise the balance sheets as of December 31, 2022 and 2021, the statements of comprehensive income, changes in equity and cash flows for the years ended December 31, 2022 and 2021, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2022 and 2021, and its financial performance and its cash flows for the years ended December 31, 2022 and 2021 in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the International Financial Reporting Standards ("IFRSs"), International Accounting Standards ("IASs"). Interpretations developed by the International Financial Reporting Interpretations Committee ("IFRIC") or the former Standing Interpretations Committee ("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 Certification of Financial Statements by Certified Public Accountants and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Certified Public Accountants Code of Professional Ethics in Republic of China ("the Code"), and we have fulfilled our other ethical responsibilities in accordance with the Code. 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 matter is the matter that, in our professional judgment, was of most significance in our audit of the financial statements of the current period. The matter was addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on the matter.

#### Valuation of inventories

Please refer to Note 4(g) "Inventories", Note 5 "Significant accounting assumptions and judgments, and major sources of estimation uncertainty," and Note 6(D) "Inventories" of the financial statements.

#### Description of key audit matter:

The inventories of the Company are measured at the lower of cost and net realizable value. Since the technology in the optoelectronic industry changes rapidly, the old models may quickly be replaced by new ones, resulting in a risk wherein the carrying value of inventories may exceed its net realizable value. Therefore, we determined that the assessment of the valuation of inventories was a key audit matter.

#### How the matter was addressed in our audit:

- Understood whether the valuation of inventory was performed in accordance with the Company's policy.
- Inspected the inventory aging report and analyzed the trends of inventory aging.
- Assessed the provision for inventory valuation and obsolescence by categorizing the inventories, including sampling and inspecting the accuracy of the inventory aging report and net realizable value of inventories.
- Performed a retrospective review to comparatively analyze the historical accuracy of judgments with reference to actual disposal to assess the rationality of the judgments and assumptions of the current period.
- Assessed whether the disclosure of provision for inventory valuation and obsolescence was appropriate.

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

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

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

Those charged with governance (including the Audit Committee) are responsible for overseeing the Company's financial reporting process.

### **Auditor's Responsibilities for the Audit of the Financial Statements**

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

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

1. Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the individual 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 auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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 individual financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audit resulting in this independent auditors' report are Yen-Ta Su and Chen-Lung Hsu.

KPMG

Tainan, Taiwan (the Republic of China)  
February 1, 2023

#### **Notes to Readers**

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

The independent auditors' report and the accompanying financial statements are the English translation of the Chinese version prepared and used in the Republic of China. If there is any conflict between, or any difference in the interpretation of the English and Chinese language independent auditors' report and financial statements, the Chinese version shall prevail.

(English Translation of Financial Statements and Report Originally Issued in Chinese)  
**LANDMARK OPTOELECTRONICS CORPORATION**

**Balance Sheets**

**December 31, 2022 and 2021**

(Expressed in Thousands of New Taiwan Dollars)

		<b>December 31, 2022</b>		<b>December 31, 2021</b>				<b>December 31, 2022</b>		<b>December 31, 2021</b>	
		<b>Amount</b>	<b>%</b>	<b>Amount</b>	<b>%</b>			<b>Amount</b>	<b>%</b>	<b>Amount</b>	<b>%</b>
<b>Assets</b>						<b>Liabilities and Equity</b>					
<b>Current assets:</b>						<b>Current liabilities:</b>					
1100	Cash and cash equivalents (note 6(a))	\$ 1,643,506	32	1,771,121	36	2120	Current financial liabilities at fair value through profit or loss (note 6(b))	\$ 18	-	-	-
1150	Notes receivable, net (note 6(c))	-	-	21,899	-	2130	Contract liabilities-current (note 6(o))	2,472	-	11,968	-
1170	Trade receivables, net (notes 6(c)(o))	458,320	9	274,737	6	2170	Trade payables	176,252	4	89,243	2
1310	Inventories (note 6(d))	376,152	8	289,465	6	2200	Other payables (note 6(j))	207,632	4	203,148	4
1410	Prepayments	17,357	-	14,706	-	2230	Current tax liabilities	54,791	1	78,174	2
1470	Other current assets	13,336	-	6,426	-	2280	Current lease liabilities (note 6(i))	7,141	-	7,363	-
1476	Other financial assets—current (note 8)	<u>2,593</u>	-	<u>2,569</u>	-	2300	Other current liabilities	<u>1,222</u>	-	<u>1,186</u>	-
		<u>2,511,264</u>	<u>49</u>	<u>2,380,923</u>	<u>48</u>			<u>449,528</u>	<u>9</u>	<u>391,082</u>	<u>8</u>
<b>Non-current assets:</b>						<b>Non-Current liabilities:</b>					
1600	Property, plant and equipment (notes 6(e) and 9)	2,163,544	43	2,122,813	43	2580	Non-current lease liabilities (note 6(i))	305,978	6	310,425	6
1755	Right-of-use assets (note 6(f))	305,964	6	312,381	6	2640	Net defined benefit liability—non-current (notes 6(j))	<u>5,377</u>	-	<u>7,324</u>	-
1780	Intangible assets (note 6(g))	6,090	-	5,992	-			<u>311,355</u>	<u>6</u>	<u>317,749</u>	<u>6</u>
1840	Deferred tax assets (note 6(k))	17,951	-	17,163	-		<b>Total liabilities</b>	<u>760,883</u>	<u>15</u>	<u>708,831</u>	<u>14</u>
1980	Other financial assets—non-current (note 8)	12,846	-	13,078	-		<b>Equity attributable to owners of the company (notes 6(k)(l)(m)):</b>				
1900	Other non-current assets (notes 6(h) and 9)	<u>99,763</u>	<u>2</u>	<u>128,770</u>	<u>3</u>	3110	Capital stock	<u>918,677</u>	<u>18</u>	<u>913,692</u>	<u>18</u>
		2,606,158	51	2,600,197	52	3200	Capital surplus	<u>1,872,362</u>	<u>37</u>	<u>1,844,873</u>	<u>38</u>
							Retained earnings:				
						3310	Legal reserve	615,067	12	581,480	12
						3350	Unappropriated earnings	<u>984,867</u>	<u>19</u>	<u>961,684</u>	<u>19</u>
								<u>1,599,934</u>	<u>31</u>	<u>1,543,164</u>	<u>31</u>
						3491	Deferred compensation cost arising from issuance of restricted stock	<u>(34,434)</u>	<u>(1)</u>	<u>(29,440)</u>	<u>(1)</u>
							<b>Total equity</b>	<u>4,356,539</u>	<u>85</u>	<u>4,272,289</u>	<u>86</u>
<b>Total assets</b>		<u><u>\$ 5,117,422</u></u>	<u><u>100</u></u>	<u><u>4,981,120</u></u>	<u><u>100</u></u>		<b>Total liabilities and equity</b>	<u><u>\$ 5,117,422</u></u>	<u><u>100</u></u>	<u><u>4,981,120</u></u>	<u><u>100</u></u>

(English Translation of Financial Statements and Report Originally Issued in Chinese)  
**LANDMARK OPTOELECTRONICS CORPORATION**

**Statements of Comprehensive Income**

**For the years ended December 31, 2022 and 2021**

**(Expressed in Thousands of New Taiwan Dollars , Except for Earnings Per Common Share)**

		<b>2022</b>		<b>2021</b>	
		<u><b>Amount</b></u>	<u><b>%</b></u>	<u><b>Amount</b></u>	<u><b>%</b></u>
4100	<b>Operating revenue (note 6(o))</b>	2,380,885	100	1,872,703	100
5000	<b>Operating costs (notes 6(d)(i)(j)(m)(p), 7 and 12)</b>	<u>1,621,860</u>	<u>68</u>	<u>1,104,246</u>	<u>59</u>
5900	<b>Gross profit</b>	<u>759,025</u>	<u>32</u>	<u>768,457</u>	<u>41</u>
6000	<b>Operating expenses (notes 6(c)(i)(j)(m)(p), 7 and 12):</b>				
6100	Selling and marketing expenses	40,967	2	40,922	2
6200	General and administrative expenses	113,836	5	111,508	6
6300	Research and development expenses	268,819	11	204,597	11
6450	Impairment losses (Impairment gains and reversal of impairment losses) determined in accordance with IFRS 9	<u>1,420</u>	<u>-</u>	<u>(641)</u>	<u>-</u>
		<u>425,042</u>	<u>18</u>	<u>356,386</u>	<u>19</u>
6900	<b>Operating income</b>	<u>333,983</u>	<u>14</u>	<u>412,071</u>	<u>22</u>
7000	<b>Non-operating income and expenses (notes 6(i)(q)):</b>				
7100	Interest income	10,342	-	7,234	-
7020	Other gains and losses	38,853	2	2,879	-
7050	Finance costs	<u>(4,789)</u>	<u>-</u>	<u>(4,199)</u>	<u>-</u>
		<u>44,406</u>	<u>2</u>	<u>5,914</u>	<u>-</u>
7900	<b>Profit before income tax</b>	378,389	16	417,985	22
7950	<b>Less: income tax expenses(notes 6(k))</b>	<u>48,853</u>	<u>2</u>	<u>80,441</u>	<u>4</u>
8200	<b>Net profit</b>	<u>329,536</u>	<u>14</u>	<u>337,544</u>	<u>18</u>
8300	<b>Other comprehensive income (notes 6(j)(k)):</b>				
8310	<b>Item that will not be reclassified subsequently to profit or loss:</b>				
8311	Remeasurements of the defined benefit plans	1,676	-	(2,090)	-
8349	Less: income tax related to components of other comprehensive income that will not be reclassified to profit or loss	<u>(335)</u>	<u>-</u>	<u>418</u>	<u>-</u>
8300	<b>Other comprehensive income (after tax)</b>	<u>1,341</u>	<u>-</u>	<u>(1,672)</u>	<u>-</u>
8500	<b>Total comprehensive income</b>	<u><u>\$ 330,877</u></u>	<u><u>14</u></u>	<u><u>335,872</u></u>	<u><u>18</u></u>
	<b>Earnings per share (in dollars), after tax (note 6(n))</b>				
9750	<b>Basic earnings per share</b>	<u><u>\$ 3.61</u></u>		<u><u>3.71</u></u>	
9850	<b>Diluted earnings per share</b>	<u><u>\$ 3.59</u></u>		<u><u>3.69</u></u>	

See accompanying notes to financial statements.

(English Translation of Financial Statements and Report Originally Issued in Chinese)

**LANDMARK OPTOELECTRONICS CORPORATION****Statements of Changes in Equity****For the years ended December 31, 2022 and 2021****(Expressed in Thousands of New Taiwan Dollars)**

			Retained earnings			
	Capital stock	Capital surplus	Legal reserve	Unappropriated earnings	Deferred compensation cost	Total equity
<b>Balance at January 1, 2021</b>	\$ 913,732	1,844,833	522,596	1,141,542	(73,601)	4,349,102
Net Profit	-	-	-	337,544	-	337,544
Other comprehensive income	-	-	-	(1,672)	-	(1,672)
Total comprehensive income	-	-	-	335,872	-	335,872
Appropriation of 2020 earnings in 2021:						
Legal reserve	-	-	58,884	(58,884)	-	-
Cash dividends	-	-	-	(456,846)	-	(456,846)
Compensation cost arising from restricted stock	-	-	-	-	44,161	44,161
Restricted stock retired	(40)	40	-	-	-	-
<b>Balance at December 31, 2021</b>	\$ 913,692	1,844,873	581,480	961,684	(29,440)	4,272,289
Net Profit	-	-	-	329,536	-	329,536
Other comprehensive income	-	-	-	1,341	-	1,341
Total comprehensive income	-	-	-	330,877	-	330,877
Appropriation of 2021 earnings in 2022:						
Legal reserve	-	-	33,587	(33,587)	-	-
Cash dividends	-	-	-	(274,107)	-	(274,107)
Cash distributed from capital surplus	-	(45,685)	-	-	-	(45,685)
The related liabilities of expired restricted stock transferred to capital surplus	-	2,170	-	-	-	2,170
Share-based payments transaction-restricted stock	4,990	59,748	-	-	(43,043)	21,695
Compensation cost arising from restricted stock	-	11,251	-	-	38,049	49,300
Restricted stock retired	(5)	5	-	-	-	-
<b>Balance at December 31, 2022</b>	\$ 918,677	1,872,362	615,067	984,867	(34,434)	4,356,539

See accompanying notes to financial statements.



(English Translation of Financial Statements and Report Originally Issued in Chinese)

**LANDMARK OPTOELECTRONICS CORPORATION****Statements of Cash Flows****For the years ended December 31, 2022 and 2021****(Expressed in Thousands of New Taiwan Dollars)**

	<u>2022</u>	<u>2021</u>
<b>Cash flows from (used in) operating activities:</b>		
Profit before tax	\$ 378,389	417,985
Adjustments:		
Adjustments to reconcile profit / loss:		
Depreciation expenses	473,121	486,340
Amortization expenses	4,305	6,010
Impairment losses (impairment gains and reversal of impairment losses) determined in accordance with IFRS 9	1,420	(641)
Interest expense	4,789	4,199
Net loss on financial liabilities at fair value through profit or loss	18	-
Interest income	(10,342)	(7,234)
Compensation cost arising from restricted stocks	49,300	44,161
Loss on disposal of property, plan and equipment	52	-
Unrealized foreign exchange losses	7,910	609
<b>Total adjustments to reconcile profit / loss</b>	<u>530,573</u>	<u>533,444</u>
<b>Changes in operating assets and liabilities:</b>		
<b>Changes in operating assets:</b>		
Decrease (increase) in notes receivable	21,899	(21,899)
Decrease (increase) in trade receivables	(194,931)	355,536
Increase in inventories	(109,829)	(105,364)
Increase in prepayments	(2,651)	(1,516)
Increase in other current assets	(6,910)	(717)
<b>Total changes in operating assets</b>	<u>(292,422)</u>	<u>226,040</u>
<b>Changes in operating liabilities:</b>		
Increase (decrease) in contract liabilities	(9,496)	1,590
Decrease in notes payable	-	(248)
Increase (decrease) in trade payables	89,933	(20,746)
Increase (decrease) in other payables	10,376	(20,842)
Increase in other current liabilities	36	170
Decrease in defined benefit liability—non-current	(271)	(283)
<b>Total changes in operating liabilities</b>	<u>90,578</u>	<u>(40,359)</u>
<b>Net changes in operating assets and liabilities</b>	<u>(201,844)</u>	<u>185,681</u>
<b>Total adjustments</b>	<u>328,729</u>	<u>719,125</u>
Cash generated from operations	707,118	1,137,110
Interest received	10,342	7,234
Interest paid	(4,789)	(4,199)
Income tax paid	(73,359)	(118,195)
<b>Net cash generated from operating activities</b>	<u>639,312</u>	<u>1,021,950</u>
<b>Cash flows from (used in) investing activities:</b>		
Acquisition of property, plant and equipment	(363,286)	(205,980)
Acquisition of intangible assets	(350)	(847)
Decrease in other financial assets—current and non-current	208	1,256
Increase in other non-current assets	(96,990)	(127,012)
<b>Net cash used in investing activities</b>	<u>(460,418)</u>	<u>(332,583)</u>
<b>Cash flows from (used in) financing activities:</b>		
Cash dividends	(319,792)	(456,846)
Issuance of restricted stock	21,695	-
Repurchase of restricted stock	(22)	-
Payment of lease liabilities	(7,464)	(7,800)
<b>Net cash used in financing activities</b>	<u>(305,583)</u>	<u>(464,646)</u>
<b>Effects of exchange rate changes on balance of cash held in foreign currencies</b>	<u>(926)</u>	<u>(280)</u>
<b>Net increase (decrease) in cash and cash equivalents</b>	<u>(127,615)</u>	<u>224,441</u>
<b>Cash and cash equivalents at the beginning of year</b>	<u>1,771,121</u>	<u>1,546,680</u>
<b>Cash and cash equivalents at the end of year</b>	<u>\$ 1,643,506</u>	<u>1,771,121</u>

See accompanying notes to financial statements.

LandMark Optoelectronics Corporation  
2022 Earnings Distribution Table

Units: NTD	
Item	Amount
Unappropriated retained earnings, Dec. 31, 2021	\$ 653,990,337
Add:	
Remeasurement of Defined Benefit Plan	1,340,814
Net profit of 2022	<u>329,535,633</u>
Distributable net earnings	984,866,784
Less: 10% Legal Reserve	(33,087,645)
Distributable items(Note):	
Cash dividends to common shareholders (NT\$ 3 per share)	<u>(275,603,031)</u>
Unappropriated retained earnings, Dec. 31, 2022	<u>\$ 676,176,108</u>

Note: Total outstanding shares as of 12/31/2022: 91,867,677 common shares.

Chairman: *Ching-Yi Chang*    General Manager: *Roger Lo*    CFO: *Jerry Yang*

Comparison Table of the “Procedures of Asset Acquisition and Disposal”

Amended version	Original version	Description
<p>Article 4: Evaluation Procedure (1.omitted)</p> <p>2. When the Company acquires or disposes of securities with value, the most recent financial statements of the subject company verified or reviewed by a certified public accountant should be obtained <u>before the occurrence the fact</u>, as a reference for evaluating the transaction price. If the transaction amount reaches 20% of the Company’s paid-in capital or NT\$300 million or more, the Company should, before the day of the transaction, consult with the account for their opinions on the reasonableness of the transaction price. However, this does not apply if the securities have an active market with public quotes or if the Financial Supervisory Commission has other regulation.</p> <p>3. When the Company acquires or disposes of intangible assets, the right to use assets, or memberships certificates, and the transaction amount reaches 20% of the Company’s paid-in capital or NT\$300 millions or more, except for transactions with domestic government agencies, the Company should consult with the accountant before the occurrence of the transaction for their opinion on the reasonableness of the transaction price.</p>	<p>Article 4: Evaluation Procedure (1.omitted)</p> <p>2. When the Company acquires or disposes securities with value, the most recent financial statements of the subject company verified or reviewed by a certified public accountant should be obtained, as a reference for evaluating the transaction price. <del>If an accountant needs to provide a professional report, such reports should be compiled according to provisions of Article 20 of Regulations Governing Auditing Procedure compiled by Accounting research and development Foundations.</del> If the transaction amount reaches 20% of the Company’s paid-in capital or NT\$300 million or more, the Company should, before the day of the transaction, consult with the account for their opinions on the reasonableness of the transaction price. However, this does not apply if the securities have an active market with public quotes or if the Financial Supervisory Commission has other regulation.</p> <p>3. When the Company acquires or disposes of intangible assets, the right to use assets, or memberships certificates, and the transaction amount reaches 20% of the Company’s paid-in capital or NT\$300 millions or more, except for transactions with domestic government agencies, the Company should consult with the accountant before the occurrence of the transaction for their opinion on the reasonableness of the transaction price.<del>The</del></p>	<p>Amendments have been made to the fifth article of the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies" to require external experts who issue opinions to comply with their industry associations' self-disciplinary regulations. Therefore, the relevant sentence stating that the accountant should follow the Guidance for Auditing Standards can be deleted.</p>

Amended version	Original version	Description
<p>4. When the Company acquires or disposes of real estate assets, equipment, or the right to uses such assets, except for transaction with domestic government agencies, entrusting building projects on its own land or leased land, or to dispose equipment or right of use assets and the transaction price reaches 20% of the Company's paid-in capital or NT\$300 million dollars, an appraisal report made by professional appraisers should be obtained before the day of transaction, and the deal should follow the rules below:</p> <p>i. When the transaction price is based on a limited price, a specific price, or a special price for certain reasons, the transaction shall be approved by the Board of Directors before the transaction. If there are any changes in the transaction condition thereafter, the same applies.</p> <p>ii. If the transaction amount reaches NT\$ 1 billion, two or more professional appraisers shall be invited to appraise.</p> <p>iii. If any of the following situation occur in the appraisal results of the professional appraisers, except when the appraisal results of the acquired assets are all lower than the transaction amount, or appraisal of the disposed assets an accountant shall be consulted, a certified accountant should be requested to offer specific opinions on the reasons for the differences and the reasonableness of the transaction price:</p>	<p><del>accountant should also follow the guidelines set out in the Auditing Standards Bulletin No. 20 issued by the Accounting Research and Development Foundation.</del></p> <p>4. When the Company acquires or disposes of real estate assets, equipment, or the right to uses such assets, except for transaction with domestic government agencies, entrusting building projects on its own land or leased land, or to dispose equipment or right of use assets and the transaction price reaches 20% of the Company's paid-in capital or NT\$300 million dollars, an appraisal report made by professional appraisers should be obtained before the day of transaction, and the deal should follow the rules below:</p> <p>i. When the transaction price is based on a limited price, a specific price, or a special price for certain reasons, the transaction shall be approved by the Board of Directors before the transaction. If there are any changes in the transaction condition thereafter, the same applies.</p> <p>ii. If the transaction amount reaches NT\$ 1 billion, two or more professional appraisers shall be invited to appraise.</p> <p>iii. If any of the following situation occur in the appraisal results of the professional appraisers, except when the appraisal results of the acquired assets are all lower than the transaction amount, or appraisal of the disposed assets an accountant shall be consulted, a certified accountant should be requested to follow Article 20 of Regulations Governing Auditing procedure established by Accounting Research and Development Foundation to offer specific</p>	

Amended version	Original version	Description
<p>1. The difference between the appraisal result and the actual transaction price is 20% or more.</p> <p>2. The difference between the appraisal results from two professional appraisers is more than 10%.</p> <p>iv. For the case where appraise is before the transaction contract is established, the date of report shall not be over 3 months from the date of the contract.</p> <p>However, if the same period net present value is applicable and has not exceeded 6 months, an opinion letter may be issued by the professional appraisers.</p> <p>(The following is omitted.)</p>	<p>opinions on the reasons for the differences and the reasonableness of the transaction price:</p> <p>1. The difference between the appraisal result and the actual transaction price is 20% or more.</p> <p>2. The difference between the appraisal results from two professional appraisers is more than 10%.</p> <p>iv. For the case where appraise is before the transaction contract is established, the date of report shall not be over 3 months from the date of the contract.</p> <p>However, if the same period net present value is applicable and has not exceeded 6 months, an opinion letter may be issued by the professional appraisers.</p> <p>(The following is omitted.)</p>	
<p>Article 6: Public Announcement and Reporting Procedures</p> <p>1. Under any of the following circumstances, the Company acquiring or disposing of assets shall publicly announce and report the relevant information on the website designated by the competent authority in the appropriate format as prescribed by regulations within 2 days counting inclusively from the date of occurrence of the event:</p> <p>i. The deals is to acquire or to dispose of real estate or its right of use from related parties, or to acquire or dispose of assets other than real estate or its usage rights from related parties, and the transaction amount reaches 20% of the Company's paid-in capital, 10% of total asset, or NT\$300 million or more. However, this requirement does not apply to the purchase and sale of domestic government</p>	<p>Article 6: Public Announcement and Reporting Procedures</p> <p>1. Under any of the following circumstances, the Company acquiring or disposing of assets shall publicly announce and report the relevant information on the website designated by the competent authority in the appropriate format as prescribed by regulations within 2 days counting inclusively from the date of occurrence of the event:</p> <p>i. The deals is to acquire or to dispose of real estate or its right of use from related parties, or to acquire or dispose of assets other than real estate or its usage rights from related parties, and the transaction amount reaches 20% of the Company's paid-in capital, 10% of total asset, or NT\$300 million or more. However, this requirement does not apply to the purchase and sale of domestic government</p>	<p>In response to the fact that the authorities concerned have already exempted the announcement and declaration of the purchase and sale of foreign government bonds with credit ratings not lower than the sovereign credit rating of our country, the content of this provision has been revised accordingly.</p>

Amended version	Original version	Description
<p>bonds, <a href="#">foreign government bonds with credit ratings no lower than the sovereign credit rating of our country</a>, or bonds with repurchases of currency market funds issued by domestic securities investment trust enterprises.</p> <p>ii to v are omitted.</p> <p>vi. The principle applies to assets transactions or investments in Mainland China other than those listed in the preceding five paragraphs, if the transaction amount or the accumulated transaction amount within one year for the same counterparty in acquiring or disposing of assets of the same nature, or the accumulated amount of acquiring or disposing of (accumulated separately) real estate of the same development project or its right of use, or the accumulated transaction amount within one year of acquiring or disposing of securities of the same kind, reaches 20% of the Company's paid-in capital, or NT\$300 million or more. The term "within one year" is based on the date of the transaction and calculated retrospectively for one year, and the portion already disclosed in accordance with the Regulations Governing the Acquisition and Disposal of Assets by Public Companies need not be counted again. However, the following circumstances are not subject to this restriction:</p> <p>1. Purchase and sale of domestic government bonds <a href="#">or foreign government bonds with credit ratings no lower than the sovereign credit rating of our country</a>.</p> <p>2. Purchase and sale of bonds with repurchase and redeem conditions, or subscription or purchase of currency market</p>	<p>bonds, or bonds with repurchases of currency market funds issued by domestic securities investment trust enterprises.</p> <p>ii to v are omitted.</p> <p>vi. The principle applies to assets transactions or investments in Mainland China other than those listed in the preceding five paragraphs, if the transaction amount or the accumulated transaction amount within one year for the same counterparty in acquiring or disposing of assets of the same nature, or the accumulated amount of acquiring or disposing of (accumulated separately) real estate of the same development project or its right of use, or the accumulated transaction amount within one year of acquiring or disposing of securities of the same kind, reaches 20% of the Company's paid-in capital, or NT\$300 million or more. The term "within one year" is based on the date of the transaction and calculated retrospectively for one year, and the portion already disclosed in accordance with the Regulations Governing the Acquisition and Disposal of Assets by Public Companies need not be counted again. However, the following circumstances are not subject to this restriction:</p> <p>1. Purchase and sale of domestic government bonds.</p> <p>2. Purchase and sale of bonds with repurchase and redeem conditions, or subscription or purchase of currency market</p>	

Amended version	Original version	Description
finds issued by domestic securities investment trust enterprises. (The following is omitted.)	finds issued by domestic securities investment trust enterprises. (The following is omitted.)	
<p>Article 11: Resolution Procedure When the Company acquires or disposes of real estate or its right of use, or acquire or dispose of assets other than real estate or its right of use with a related party, and the transaction amount reaches 20% of the Company's paid-in capital, 10% of its total assets, or NT\$300 million or more, except for the purchase and sale of domestic government bonds, bonds with repurchase and sale conditions, or subscription or repurchase of money market funds issued by domestic securities investment trust enterprise, the executing unit shall submit the following information for approval by the Board of Directors and recognition by the Audit Committee before proceeding with the transaction: 1 to 7 are omitted <u>If the Company or its non-domestic publicly listed subsidiary has a transaction mentioned in the first paragraph, and the transaction amounts reaches 10% or more of the company's' total assets, the Company shall submit the information listed in the first item to the shareholders' meeting for approval before signing the transaction contract and making payment. However, transactions between the Company and its parent company, subsidiary, or subsidiary of its subsidiary, are not subject to this requirement.</u> The transaction amount <u>in the first item and</u> in the preceding paragraph shall be calculated according to provisions of Article</p>	<p>Article 11: Resolution Procedure When the Company acquires or disposes of real estate or its right of use, or acquire or dispose of assets other than real estate or its right of use with a related party, and the transaction amount reaches 20% of the Company's paid-in capital, 10% of its total assets, or NT\$300 million or more, except for the purchase and sale of domestic government bonds, bonds with repurchase and sale conditions, or subscription or repurchase of money market funds issued by domestic securities investment trust enterprise, the executing unit shall submit the following information for approval by the Board of Directors and recognition by the Audit Committee before proceeding with the transaction: 1 to 7 are omitted</p> <p>The transaction amount in the preceding paragraph shall be calculated according to provisions of Article 6 paragraph</p>	<p>The content of this article has been amended in order to have better management of transaction with related parties. It is added that for transactions in which the Company acquires or disposes of assets from related parties and the transaction amount exceeds 10% of the Company's total assets, the transaction must be approved by the shareholders' meeting before it can be conducted. However, this requirement does not apply to transactions between the Company and its subsidiaries, or between subsidiaries of the Company.</p>

Amended version	Original version	Description
<p>6 paragraph 1. The calculation of one year shall be based on the date of occurrence of the transaction, and shall be retroactively calculated for one year. In addition, the part that has been submitted to and approved by <a href="#">the shareholder's meeting</a> and the Board of Directors in accordance with the Regulations Governing the Acquisition and Disposal of Assets by Public Companies may be partially exempted from the calculation.</p> <p>(The following is omitted.)</p>	<p>1. The calculation of one year shall be based on the date of occurrence of the transaction, and shall be retroactively calculated for one year. In addition, the part that has been submitted to and approved by the Board of Directors in accordance with the Regulations Governing the Acquisition and Disposal of Assets by Public Companies may be partially exempted from the calculation.</p> <p>(The following is omitted.)</p>	



## Comparison Table of the “Rules of Procedure for Shareholders’ Meeting”

Amended version	Original version	Description
<p>Article 3 (Notice to convene shareholders’ meeting) Item 1 (omitted)</p> <p><a href="#">Any changes to the method of convening a shareholders’ meeting should be resolved by the board of directors and notified to the shareholders before the notice of the meeting is sent.</a></p> <p>The Company shall prepare the meeting notice 30 days before the regular shareholders’ meeting or 15 days before the special shareholders’ meeting, and prepare relevant documents and explanatory materials for each proposal, including items for recognition, discussion, election, or dismissal of directors, etc., as electronic files. The materials should be transmitted to the designated website of the authorities.</p> <p><a href="#">According to Article 6 of Regulations Governing Content and Compliance Requirements for Shareholders’ Meeting Agenda Handbooks of Public Companies</a>, the Company shall prepare handbooks of the meeting and supplementary materials and transmit them as electronic files to the designated website of the authorities. Fifteen days before the shareholders’ meeting, we shall prepare and make available the meeting handbook and supplementary materials for shareholders to access at any time. They will also be displayed at the Company and the professional shareholder agency appointed by the Company.</p>	<p>Article 3 (Notice to convene shareholders’ meeting) Item 1 (omitted)</p> <p>The Company shall prepare the meeting notice 30 days before the regular shareholders’ meeting or 15 days before the special shareholders’ meeting, and prepare relevant documents and explanatory materials for each proposal, including items for recognition, discussion, election, or dismissal of directors, etc., as electronic files. The materials should be transmitted to the designated website of the authorities.</p> <p><del>Additionally, 21 days before the regular shareholders’ meeting or 15 days before the special shareholders’ meeting, the Company shall prepare handbooks of the meeting and supplementary materials and transmit them as electronic files to the designated website of the authorities. Fifteen days before the shareholders’ meeting, we shall prepare and make available the meeting handbook and supplementary materials for shareholders to access at any time. They will also be displayed at the Company and the professional shareholder agency appointed by the Company, and distributed at the shareholders’ meeting.</del></p>	<p>1. The second paragraph is added to inform shareholders of changes in the method of convening shareholder meetings, the second paragraph has been added.</p> <p>2. The electronic files of shareholder meeting handbook and supplementary materials should be transmitted to shareholder following the requirements of Article 6 of the Regulations Governing Content and Compliance Requirements for Shareholders’ Meeting Agenda Handbooks of Public Companies.</p> <p>3. According to the Company’s Articles of Corporation, regular shareholders’ meetings can be convened through videoconferencing. To ensure that all shareholders, whether attending the physical meeting or participating via video conferencing, can access the</p>

Amended version	Original version	Description
<p><a href="#">The aforementioned handbook and supplementary materials of the meeting shall be made available for shareholders to review on the date of Shareholders' Meeting according to Article 6 of Regulations Governing Content and Compliance Requirements for Shareholders' Meeting Agenda Handbooks of Public Companies.</a></p> <p>The reasons for the convening the meeting should be stated in the notice; if agreed by the relevant parties, such notices can be transmitted in electronic means.</p> <p>Matters including the election or dismissal or directors, amendment of articles of incorporation, reduction of capital, application for suspension of public offering, directors' non-competition agreement, capital increase by retained earnings or capital surplus, company dissolution, merger, division, or any other matters mentioned in Article 185(1) of the Company Act, <a href="#">Article 26-1 and Article 43-6 of the Securities and Exchange Act, Article 56-1 and Article 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers</a>, shall be listed in the proceedings and the main content shall be explained, and such matters may not be raised as an ad hoc motion.</p> <p>The notice of convening the meeting shall state that the entire board of directors shall be re-elected and the date of inauguration, and after the election is completed at the</p>	<p>The reasons for the convening the meeting should be stated in the notice; if agreed by the relevant parties, such notices can be transmitted in electronic means.</p> <p>Matters including the election or dismissal or directors, amendment of articles of incorporation, reduction of capital, application for suspension of public offering, directors' non-competition agreement, capital increase by retained earnings or capital surplus, company dissolution, merger, division, or any other matters mentioned in Article 185(1) of the Company Act, shall be listed in the proceedings and the main content shall be explained, and such matters may not be raised as an ad hoc motion. <del>The main content shall be placed on the website designated by the securities regulatory authority or the company, and the website address shall be specified in the notice.</del></p> <p>The notice of convening the meeting shall state that the entire board of directors shall be re-elected and the date of inauguration, and after the election is completed at the</p>	<p>shareholders' meeting handbook and supplementary materials on the day of the meeting; the fourth paragraph is thus added.</p> <p>4. To avoid the misunderstanding that only matters listed in Article 185, paragraph 1 of the Company Act are not allowed to be proposed as ad hoc motion, the provision is amended to forbid other legal provisions outside the Company Act from being proposed by the way of temporary motion.</p> <p>5. In accordance with Article 172, paragraph 5 of Company Act, and with reference if official letter number 10700105410 from the Ministry of Economic Affairs, this clause is revised.</p>

Amended version	Original version	Description
<p>meeting, the inauguration date may not be changed during the ad hoc motion or other procedure in the same meeting.</p> <p>Shareholders who hold more than one percent of the total issued shares of the Company may propose one agenda item for the regular shareholders' meeting; any proposal that exceeds that limit shall not be listed in the agenda. Shareholders may propose advisory proposals to urge the company to enhance public interest or fulfill social responsibility, <u>which shall be limited to one proposal following the relevant regulations in Article 172-1 of the Company Act. If the proposal exceeds one item, it shall not be included in the agenda.</u></p> <p>(The following is omitted.)</p>	<p>ad hoc motion or other procedure in the same meeting.</p> <p>Shareholders who hold more than one percent of the total issued shares of the Company may propose one agenda item for the regular shareholders' meeting; any proposal that exceeds that limit shall not be listed in the agenda. Yet, shareholders may propose advisory proposals to urge the company to enhance public interest or fulfill social responsibility, <del>directors may still include such proposals in the agenda.</del></p> <p>(The following is omitted.)</p>	
<p>Article 5 (Principles for deciding the location and time of shareholders' meetings)</p> <p>1.(omitted)</p> <p><u>In the case of a videoconferencing shareholders' meeting, the limitation on locations in the preceding paragraph do not apply.</u></p>	<p>Article 5 (Principles for deciding the location and time of shareholders' meetings)</p> <p>1.(omitted)</p>	<p>The second clause is added to clearly stipulate that when the Company holds a videoconferencing shareholders' meeting, it is not subject to the limitation of meeting location.</p>
<p>Article 6</p> <p>In the meeting notice, the Company shall specify the check-in time and location for shareholders, <u>solicitors, and proxies (hereinafter referred to as 'shareholders')</u> as well as other matters that they should pay attention to. The check-in time shall be at least thirty minutes before the beginning of the meeting; the check-in location shall be clearly marked and staffed with adequate personnel. <u>For video conference</u></p>	<p>Article 6</p> <p>In the meeting notice, the Company shall specify the check-in time and location for shareholders, as well as other matters that they should pay attention to.</p> <p><del>The check-in time mentioned in the preceding paragraph shall be</del> at least thirty minutes before the beginning of the meeting; the check-in location shall be clearly marked and staffed with adequate personnel.</p>	<p>1. Paragraph 1 is amended in order to specify the check-in time and procedure for video conference shareholders' meetings.</p> <p>2. The original second paragraph is merged into the first paragraph.</p>

Amended version	Original version	Description
<u>shareholders' meetings, shareholders shall check in on online platform at least thirty minutes before the meeting begins. Shareholders who have completed the check-in process shall be deemed to have attended the shareholders' meeting in person.</u>		
<p>Article 7 (Preparation of sign-in sheets and other documents) Paragraph 1~4 (omitted) <u>In the case of a shareholders' meeting held via videoconferencing, shareholders who wish to attend via videoconference should register with the Company at least two days before the meeting.</u> <u>In the case of a shareholders' meeting held via videoconferencing, the Company shall upload the agenda, annual report, and other related documents to the videoconferencing platform at least thirty minutes before the beginning of the meeting and continue to disclose such materials until the end of the meeting.</u></p>	<p>Article 7 (Preparation of sign-in sheets and other documents) Paragraph 1~4 (omitted)</p>	<p>1. The fifth paragraph is added to specify that shareholders who plan to attend the shareholders' meeting via videoconferencing should register with the Company two days before the meeting. 2. The sixth paragraph is added to enable shareholders who attend the meeting via videoconferencing to access relevant documents such as the agenda and annual reports, the company should upload them to the video-conferencing platform.</p>
<p><u>Article 7-1 (Matters to be included in the notice of convening a videoconferencing shareholders' meeting)</u> <u>When the Company holds a virtual shareholders' meeting, the matters to be included in the notice of meeting should be handled according to the provisions of Article 44-21 of the Regulations Governing the Administration of Shareholder Service of Public Companies.</u></p>		<p>1. This is a newly added article. 2. In order to have shareholders be informed of their rights and limitations before the shareholders' meeting, it is stipulated that the content of the notice of the shareholders' meeting should be</p>

Amended version	Original version	Description
		compiled following the regulations that must be complied with.
<p>Article 9 (Preservation of the Proceedings of the Shareholders' meeting through Audio or Video Recording.) Paragraph 1 (omitted) <u>In the case where shareholders' meeting is held through videoconferencing, the Company shall record and preserve the registration, enrollment, check-in, raising questions, voting, and vote counting of the shareholders, and continuously and uninterruptedly record the entire videoconference. The aforementioned material and audio and video recordings should be preserved by the Company during the retention period, and the data shall be provided to the entrusted party responsible for handling the videoconference affairs for preservation.</u></p>	<p>Article 9 (Preservation of the Proceedings of the Shareholders' meeting through Audio or Video Recording.) Paragraph 1 (omitted)</p>	<p>Following the provisions of Article 183 of the Company Act and Article 18 of Regulations Governing Procedures for Board of Directors Meetings of Public Companies, it is stipulated that the Company shall record and preserve information related shareholders' listing, registration, check-in, raising questions, voting, and the Company's vote counting results. The Company is also required to conduct continuous and uninterrupted recording and filming of the entire process of the video conference. The recorded data shall be properly preserved during the Company's existence and provided to the designated personnel responsible for handling the video conference affairs for preservation. The second and third paragraphs are thus added to</p>

Amended version	Original version	Description
		specify these requirements.
<p>Article 10</p> <p>The attendance rate of the shareholders' meeting should be based on the number of shares held by the shareholders present at the meeting. The number of shares present shall be calculated based on the number of shares signed in the register desk or recorded on the check-in card, <u>and the number of checked-in shares on the videoconferencing platform</u>, and the number of shares exercised by written or electronic means.</p> <p>At the time of the meeting, the chairman shall announce the beginning of the meeting, <u>and also disclose the number of shares without voting rights and the number of shares in attendance</u>. However, if the number of attending shareholders whose issued shares represent less than half of the total issued shares, the chairman may announce a postponement of the meeting. The number of times the meeting may be postponed shall be limited to two, and the total postponed time shall not exceed one hour. If after two postponements, the number of attending shareholders whose issued shares represent less than one-third of the total issued shares, the chairman shall declare the meeting adjourned. <u>If the shareholders' meeting is held via videoconferencing, the Company shall announce the adjournment on the shareholders' meeting video conference platform</u>.</p> <p>If after two postponements, the number of attending shareholders whose issued shares represent more than one-</p>	<p>Article 10</p> <p>The attendance rate of the shareholders' meeting should be based on the number of shares held by the shareholders present at the meeting. The number of shares present shall be calculated based on the number of shares signed in the register desk or recorded on the check-in card, and the number of shares exercised by written or electronic means.</p> <p>At the time of the meeting, the chairman shall announce the beginning of the meeting. However, if the number of attending shareholders whose issued shares represent less than half of the total issued shares, the chairman may announce a postponement of the meeting. The number of times the meeting may be postponed shall be limited to two, and the total postponed time shall not exceed one hour. If after two postponements, the number of attending shareholders whose issued shares represent less than one-third of the total issued shares, the chairman shall declare the meeting adjourned.</p> <p>If after two postponements, the number of attending shareholders whose issued shares represent more than one-</p>	<p>1. Paragraph 2 is amended in order to specify that when the Company's shareholders' meeting is held via video conference, the total number of shareholder who have checked in online should be included in the total number of shares present at the meeting.</p> <p>2. Paragraph 2 is amended to enhance corporate governance and protect the shareholders' rights.</p> <p>3. The second paragraph is amended to specify that when the Company's shareholders' meeting is held via videoconference and the chairman announces an adjournment, the Company should announce the adjournment on the shareholders' videoconferencing platform to inform the shareholders in a timely manner.</p> <p>4. Paragraph 3 is amended to specify that when the Company convenes another shareholders' meeting due to a</p>



Amended version	Original version	Description
third of the total issued shares, a temporary resolution may be passed according to Article 175, Paragraph 1 of the Company Act, and the temporary resolution shall be notified to all shareholders for the convening of another shareholders' meeting within one month. <a href="#">If the shareholders wish to attend via video conference, those who wish to attend the meeting online shall register with the Company according to Article 7.</a> If the number of shares represented by attending shareholders reaches more than half of the total issued shares before the end of the meeting, the chairman may resubmit the temporary resolution for voting, according to Article 174 of the Company Act.	third of the total issued shares, a temporary resolution may be passed according to Article 175, Paragraph 1 of the Company Act, and the temporary resolution shall be notified to all shareholders for the convening of another shareholders' meeting within one month. If the number of shares represented by attending shareholders reaches more than half of the total issued shares before the end of the meeting, the chairman may resubmit the temporary resolution for voting, according to Article 174 of the Company Act.	temporary resolution, shareholders who wish to attend via video conference should register with the Company.
Article 12 (Shareholders' speech) Paragraph 1 ~ 5 (omitted) <a href="#">When a shareholders' meeting is held via video conferencing, shareholders who participate via video conferencing may ask questions in writing on the video conferencing platform from the time the chairman announces the beginning of the meeting until the adjournment of the meeting. There should be no more than two questions for each agenda item, and each question shall be limited to 200 words in length. The provisions of paragraph 1~5 do not apply.</a>	Article 12 (Shareholders' speech) Paragraph 1 ~ 5 (omitted)	Paragraph 6 is added to specify the method, procedure, and restrictions for shareholders participating in the shareholders' meeting through videoconferencing to raise questions.
Article 14 Paragraph 1~2(omitted) Shareholders who have exercised their voting rights in writing or electronically, but wishes to attend the shareholders' meeting in person <a href="#">or via videoconferencing</a> , shall withdraw their previous expression of voting rights in the same manner as exercised, no	Article 14 Paragraph 1~2(omitted) Shareholders who have exercised their voting rights in writing or electronically, but wishes to attend the shareholders' meeting in person, shall withdraw their previous expression of voting rights in the same manner as exercised, no later than two days before the	1. Paragraph 3 is amended in order to specify that shareholders who have exercised their voting rights in writing or electronically, but wishes to attend the shareholders' meeting in person,

Amended version	Original version	Description
<p>later than two days before the meeting. If the withdrawal is made after the deadline, the voting rights exercised in writing or electronically shall prevail. If a shareholder has exercised voting rights in writing or electronically and entrusted an agent to attend the shareholders' meeting, the voting rights exercised by the proxy at the meeting shall prevail.</p> <p>Paragraph 4~7 (omitted)</p> <p><u>When a video conferencing shareholders' meeting is convened, shareholders who participate via videoconferencing platform should vote on each proposal and election proposal through the platform according to Article 44-17 of the Regulations Governing the Administration of Shareholder Service of Public Companies.</u></p> <p><u>Shareholders who have exercised their voting rights in writing or electronically and have not withdrawn their expression of voting rights, and those who attend the meeting via video conferencing, except for an ad hoc motion, shall not exercise their voting rights on the original proposal or submit amendments to the original proposal, or exercise their voting rights on the amended proposal.</u></p>	<p>meeting. If the withdrawal is made after the deadline, the voting rights exercised in writing or electronically shall prevail. If a shareholder has exercised voting rights in writing or electronically and entrusted an agent to attend the shareholders' meeting, the voting rights exercised by the proxy at the meeting shall prevail.</p> <p>Paragraph 4~7 (omitted)</p>	<p>shall withdraw their previous expression of voting rights in the same manner as exercised.</p> <p>2.Paragraph 8 is added to specify that when a shareholders' meeting is held via video conferencing, shareholders participating and voting on various proposals via videoconferencing platform should follow the regulations stated in Article 44-17 of Regulations Governing the Administration of Shareholder Service of Public Companies.</p> <p>3. Paragraph 9 is added to specify the methods of exercising voting rights for shareholders who participate in shareholders' meetings via videoconferencing according to Article 44-16 of Regulations Governing the Administration of Shareholder Service of Public Companies.</p>
<p>Article 15 (Matters of Elections)</p> <p>When an election of directors is held during the shareholders' meetings, it should be held according to relevant election</p>	<p>Article 15 (Matters of Elections)</p> <p>When an election of directors is held during the shareholders' meetings, it should be held according to relevant election</p>	<p>The first paragraph is amended to enhance corporate governance and protect the rights</p>



Amended version	Original version	Description
regulations established by the Company. The election results shall be announced on the spot, <a href="#">including the list of elected directors, their number of votes, and the list of unelected candidates and their number of votes.</a> Paragraph 2 (omitted)	regulations established by the Company. The election results shall be announced on the spot. Paragraph 2 (omitted)	of shareholders.
Article 16 Paragraph 1~2 (omitted) <a href="#">When a shareholders' meeting is held via videoconferencing, in addition to the matters that should be recorded as required in the preceding paragraphs, the minutes of the meeting should also include the matters that should be recorded as required by Article 44-22 of Regulations Governing the Administration of Shareholder Service of Public Companies.</a>	Article 16 Paragraph 1~2 (omitted)	Paragraph 3 is added to specify that when preparing the minutes of the shareholders' meeting, the company should follow the provision of Article 44-22 of the Regulations Governing the Administration of Shareholder Service of Public Companies in addition to the information requested by the existing regulations.
Article 17 (Public disclosure) On the day of the shareholders' meeting, the Company shall disclose the number of shares solicited by solicitors, the number of shares represented by proxies, <a href="#">and the number of shares held by shareholders attending in writing or electronically</a> , using a statistical table in the required format, and display it clearly in the meeting venue. <a href="#">If the shareholders' meeting is convened via videoconferencing, the Company shall upload the above mentioned information to the video conferencing platform at least 30 minutes before the meeting begins and continue to disclose it until the end of the meeting.</a>	Article 17 (Public disclosure) On the day of the shareholders' meeting, the Company shall disclose the number of shares solicited by solicitors, the number of shares represented by proxies, using a statistical table in the required format, and display it clearly in the meeting venue. (The following paragraphs are omitted.)	1. Paragraph 1 is amended to have shareholders informed about the number of shares acquired by solicitors, shares represented by proxies, and shares represented by shareholders who attend the meeting by written or electronic means, the Company should clearly disclose this information at the meeting venue. If the Company

Amended version	Original version	Description
<p><u>When the Company announces the opening of the video conference for the shareholders' meeting, it shall disclose the total number of shares represented by attending shareholders on the video conferencing platform. If there are other statistical data about the total number of shares represented by the attending shareholders and the total number of voting rights during the meeting, they shall also be disclosed accordingly.</u></p> <p>(The following paragraphs are omitted)</p>		<p>holds a video conference, it should be uploaded to the video conference platform.</p> <p>2. The second paragraph is added in order for shareholders participating in a video conference of a shareholders' meeting to simultaneously know whether the attendance of shareholders meets the threshold for holding the shareholders' meeting, it is stipulated that the Company should disclose the total number of shares attending the meeting on the video conferencing platform at the commencement of the meeting. If there are additional statistical data on the total number of shares attending the meeting and voting rights during the meeting, such data should also be disclosed on the video-conferencing platform.</p>
<p><u>Article 20 (Information disclosure for video conference )</u></p> <p><u>When the shareholders' meeting is held via video conferencing, the Company shall disclose the</u></p>		<p>1. This article is newly added.</p> <p>2. This article is added in order to provide</p>

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<a href="#"><u>voting results and election results of each proposal on the agenda on the video conferencing platform immediately after the voting ends following the regulations. The disclosure shall continue for at least 15 minutes after the chairman announces the end of the meeting.</u></a>		shareholders participating via videoconferencing with real-time information on the voting status of each proposal and election results, and to ensure sufficient disclosure of time.
<a href="#"><u>Article 21 (Whereabouts of the chairman and minutes keeper of the shareholders' meeting) When the Company holds a video conference shareholders' meeting, the chairperson and the minutes keeper should be in the same place within the country. The chairman should announce the address of the place.</u></a>		1. The article is newly added. 2. The article is added to facilitate the shareholders' knowledge of the whereabouts of the chairman and minute keeper during the video conference shareholders' meeting. The chairman and the minute keeper should be located in the same place within the country. In addition, to inform the shareholders of the location of the chairman, the chairman shall announce the address of their location at the beginning of the meeting.
<a href="#"><u>Article 22 (Handling of disconnections) For a shareholders' meeting is convened through video conferencing, if problems occur with the video conferencing platform due to natural disasters, unpredictable incidents, or other unavoidable majeure events, before the chairman dismisses meeting, the meeting shall be</u></a>		1. The article is newly added. 2. Paragraph 1 is added to specify that when the Company holds a shareholders' meeting via video conferencing, if natural disasters, unpredictable

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<p><u>postponed or continued according to Article 44-20 in Regulations Governing the Administration of Shareholder Service of Public Companies. The provisions in Article 182 of the Company Act do not apply. In the case where the Company has video-conferencing as an alternative way for shareholders to participate in the meeting, and the video conference could not continue due to conditions mentioned in paragraph 1, if the total shareholding attendance still meets the legally required threshold for the meeting to continue after deducting the attendance of shareholders attending through video conferencing, the meeting shall proceed and shall not be postponed or continued afterwards according to the provisions in the first paragraph.</u></p>		<p>incidents, or other unavoidable matters cause problems with the video conferencing platform or causing problems in participating the meeting online, the meeting shall be postponed or continued afterwards according to Article 44-20 of Regulations Governing the Administration of Shareholder Service of Public Companies.</p> <p>3. The second paragraph is added so specify the condition for a shareholders' meeting that is held both by physical meeting and through video conferencing. In case of natural disasters, unpredictable incidents, or other unavoidable matters that cause problems to the video conferencing platform or participation through video conferencing, and yet the physical meeting is still ongoing, if the total number of shares present still meets the legal threshold for the shareholders'</p>

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		meeting after the number of shares attending via video conferencing is deducted, the shareholders' meeting shall continue without the need to postpone or continue afterwards as stipulated in the first paragraph.
Article 23 The regulations are implemented after being approved by the shareholders' meeting; the same applies to the amendments of the regulations.	Article 20 The regulations are implemented after being approved by the shareholders' meeting; the same applies to the amendments of the regulations.	The number of articles have been changed after new articles were added.

## List of Director (incl. Independent Director) Candidate for the 11th Board of Directors

Title	Name	Gender	Number of shares in possession (Note)	Major educational background and professional qualifications	Current position and major work experience	Whether the individual has served as an independent director for three consecutive terms / reasons
Director	Representative of Huasheng International Investment Ltd.: Ching-Yi Chang	male	7,674,640	<ul style="list-style-type: none"> <li>● Ph.D. in Business Administration, Shanghai Jiao Tong University</li> <li>● Master Degree in Business Administration, National Cheng Chi University</li> </ul>	<b>Current position :</b> <ul style="list-style-type: none"> <li>● Chairperson of CID Group Ltd.</li> <li>● Chairperson and Chief strategy officer of Landmark Optoelectronics Corporation</li> <li>● Director of Taiflex Scientific Co., Ltd.</li> <li>● Director of Eurocharm Holdings Co., Ltd.</li> <li>● Director of Entire Technology Co., Ltd.</li> </ul>	Not applicable
Director	Wei Lin	male	174,622	<ul style="list-style-type: none"> <li>● Ph.D. in electrical engineering, National Cheng Kung University</li> </ul>	<b>Current position :</b> <ul style="list-style-type: none"> <li>● Vice Chairperson and Chief Technology officer of Landmark Optoelectronics Corporation</li> </ul> <b>Work experience:</b> <ul style="list-style-type: none"> <li>● General Manager of Landmark Optoelectronics Corporation</li> <li>● Chairperson of sup-program, Chunghwa Telecom Research Institute</li> </ul>	Not applicable
Director	Po-Yen Lu	male	0	<ul style="list-style-type: none"> <li>● Ph.D. in Chemical Engineering, University of Illinois</li> </ul>	<b>Current position :</b> <ul style="list-style-type: none"> <li>● General Manager of CID Group Ltd. Business Integration Center</li> <li>● Director of Jie-Tang Investment Co., Ltd.</li> </ul> <b>Work experience:</b> <ul style="list-style-type: none"> <li>● Chairperson and CEO of Landmark Optoelectronics Corporation</li> <li>● Vice executive general manager of AUO Corporation</li> </ul>	Not applicable
Director	Jerry Yang	male	95,824	<ul style="list-style-type: none"> <li>● Master Degree in Financial management, National Cheng Chi University</li> <li>● CPA in Taiwan</li> <li>● CFA</li> </ul>	<b>Current position :</b> <ul style="list-style-type: none"> <li>● Director and CFO of Landmark Optoelectronics Corporation</li> <li>● Director of Advanced Power Electronics Corp.</li> <li>● Independent director of Elite Advanced Laser Corporation</li> </ul> <b>Work experience:</b> <ul style="list-style-type: none"> <li>● CFO of Cmax Technology Co., Ltd.</li> </ul>	Not applicable

Title	Name	Gender	Number of shares in possession (Note)	Major educational background and professional qualifications	Current position and major work experience	Whether the individual has served as an independent director for three consecutive terms / reasons
Independent Director	James Wang	male	0	<ul style="list-style-type: none"> <li>● Ph.D. in Business Administration, National Cheng Chi University</li> <li>● Master Degree in Accounting, National Cheng Chi University</li> <li>● Bachelor Degree in accounting, National Cheng Kong University</li> <li>● CPA in Taiwan and China</li> <li>● CPA/CMA in the US</li> </ul>	<b>Current position :</b> <ul style="list-style-type: none"> <li>● General manager of Tatung Company</li> <li>● Vice chairman (Legal representative) and General manager of Elitegroup Computer systems Co., Ltd.</li> <li>● Director (Legal representative) of Tatung System Technologies Inc.</li> <li>● Independent director of PCL technologies Inc.</li> <li>● Independent director of Metaage Corporation</li> </ul> <b>Work experience:</b> <ul style="list-style-type: none"> <li>● Certified Public Accountant of EY Taiwan</li> <li>● Director of EY Taiwan</li> <li>● President and CEO of affiliation companies of EY Taiwan, including Ernst &amp; Young Management Consulting Co., Ltd., Ernst &amp; Young Financial Management Advisory Services Co., Ltd., and Ernst &amp; Young Cultural and Educational Foundation</li> </ul>	No
Independent Director	Yong-Chang Chen	male	0	<ul style="list-style-type: none"> <li>● Bachelor Degree in Law, National Taiwan University</li> <li>● Certification of National certification for lawyers R.O.C., Trainee in the 19th session of training courses for sheriffs</li> </ul>	<b>Current position :</b> <ul style="list-style-type: none"> <li>● Leader of All-Pro Law Firm</li> <li>● Director (legal representative) of Flexium Interconnect, Inc.</li> <li>● Independent Director of Landmark Optoelectronics Corporation</li> <li>● Independent director of Collins Co., Ltd.</li> <li>● Independent director of Run Long Construction Co., Ltd.</li> </ul> <b>Work experience:</b> <ul style="list-style-type: none"> <li>● District court judge in Taoyuan, Shilin, Taipei, and Keelung.</li> <li>● Judge of the high court in Taiwan</li> </ul>	No
Independent Director	Yen-Hsi Lin	female	3,000	<ul style="list-style-type: none"> <li>● Bachelor Degree in Philosophy, Fu Jen Catholic University</li> </ul>	<b>Current position :</b> <ul style="list-style-type: none"> <li>● Independent director of Eurocharm Holdings Co., Ltd.</li> <li>● Independent director of Entire Technology Co., Ltd.</li> <li>● Director (Legal representative) of iMotion Inc.</li> <li>● Director of Teach For Taiwan Education Foundation</li> </ul> <b>Work experience:</b> <ul style="list-style-type: none"> <li>● General manager of Taiwan Branch of DDI-Asia / Pacific International Ltd., and consultant for directors of branches around the globe</li> </ul>	No

Note: The number of shares held at the time of nomination by the company's board of directors on February 1, 2023.

List of Positions Concurrently Served in Other Companies by Directors  
(incl. Independent Directors)

Title	Name	Name of other companies and positions held
Director	Huasheng International Investment Ltd.	Legal person director of Tainet Communication System Corp. Legal person director of Sterileright Packaging Mfg Inc.
	Representative: Ching-Yi Chang	Director of Taiflex Scientific Co., Ltd. Director of Eurocharm Holdings Co., Ltd. Director of Entire Technology Co., Ltd. Chairperson of Hua-he Culture Innovative Management Co.,Ltd. Chairperson of CID Group Ltd. Director (Legal representative) of Yu-wei Asset Management Co., Ltd. Chairperson of csrCommunity Co., Ltd. Director (Legal representative) Jie-neng Sustainable Energy Co., Ltd. Director (Legal representative) of iWaylink Inc. Director (Legal representative) of Miho International Cosmetic Co., Ltd. Director of B Current Impact Investment Co., Ltd. Director of Venture Plus Fund I Taiwan Inc. Director (Legal representative) of South Star Investment co., LTd. Director (Legal representative) of NTUSTStar Investment Co. Ltd. Director (Legal representative) of NTUTStar Investment Co., Ltd. Director (Legal representative) of SJUStar Investment Co., Ltd.



Title	Name	Name of other companies and positions held
Director	Po-Yen Lu	General Manager of CID Group Ltd. Business Integration Center Director of Jie-Tang Investment Co., Ltd.
Director	Jerry Yang	Director of Advanced Power Electronics Corp. Independent director of Elite Advanced Laser Corporation Cofounder of CID Group Ltd. Director of Equity Dynamic Asia Limited Director of Prime Reliance Investment Limited Director of Riching Investment Management Co., Ltd.
Independent Director	James Wang	General manager of Tatung Company Vice chairman (Legal representative) and General manager of Elitegroup Computer systems Co., Ltd. Director (Legal representative) of Tatung System Technologies Inc. Independent director of PCL technologies Inc. Independent director of Metaage Corporation
Independent Director	Yong-Chang Chen	Director (legal representative) of Flexium Interconnect, Inc. Independent director of Collins Co.. Ltd. Independent director of Run Long Construction Co., Ltd.
Independent Director	Yen-Hsi Lin	Independent director of Eurocharm Holdings Co., Ltd. Independent director of Entire Technology Co., Ltd. Director (Legal representative) of iMotion Inc. Director (Legal representative) of iWaylink Inc.