

(Stock Code: 8096)



(Formerly known as: CoAsia
Microelectronics Corp.)

2022 Regular Shareholders' Meeting

Meeting Handbook
(On-site Shareholders' Meeting)

June 24, 2022

CoAsia Electronics Corp.

Meeting Handbook of 2022 Annual General Shareholders' Meeting

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CoAsia Electronics Corp.

Agenda of 2022 General Shareholders' Meeting

I. Meeting Called to Order

II. Chairperson Remarks

III. Report Items

IV. Acknowledgement Items

V. Discussion Items

VI. Extraordinary Motions

VII. Adjournment

CoAsia Electronics Corp.

Agenda of 2022 General Shareholders' Meeting

Time: 9:00 a.m., June 24, 2022 (Friday)

Address: 1st Floor, No. 3, Park Street, Nangang District, Taipei (1st Floor, Building F, Nangang Software Park)

I. Meeting Called to Order

II. Chairperson Remarks

III. Report Items

Report No.1

Cause of action: 2021 Business Report for information

Explanation: For 2021 Business Report of the Company, please refer to page10-11 of the meeting handbook.

Report No.2

Cause of action: The Audit Committee's audit report on the 2021 Financial Statements for information

Explanation:

- I. The 2021 financial statements of the Company have been verified by the accountants and reviewed by the Audit Committee. Verification and audit reports have been made respectively.
- II. For the aforementioned statements, accountants' verification report and the Audit Committee's audit report, please refer to page12-38.

Report No.3

Cause of action: 2021 Employees' and Directors' Remuneration Proposal for information

Explanation:

1. Pursuant to the resolution of the 12th meeting of the 9th Board of Directors and as suggested by the Remuneration Committee, an amount of NT\$20,797,291 will be appropriated as remuneration to employees and NT\$2,286,256 will be appropriated to directors as remuneration. All of these remuneration payments will be made in

cash.

2. No discrepancy exists between such resolved amounts and 2021 recognized amounts.

Report No.4

Cause of action: Amendment to Codes of Practice on Corporate Governance for review.

Explanation: Codes of Practice on Corporate Governance shall be amended according to related ordinances. For comparison of the regulations before and after amendment, refer to page39-41.

Report No.5

Cause of action: Prepare a report regarding Codes of Practice on Corporate Social Responsibilities and submit it for review.

Explanation: The Company's Process and Behavioral Guideline for Faithful Business Operations are formulated in accordance with relevant laws and regulations. Please refer to page42-49 of the Meeting Handbook.

IV. Acknowledgement Items

Acknowledgement 1 (Proposed by the Board of Directors)

Cause of action: Adoption of 2021 Final Statements

Explanation:

1. Our 2021 consolidated financial statements (including standalone financial statements) (please refer to page13-38 of the Meeting Handbook) were approved at our Board of Directors meeting on March 8, 2022. They were audited by accountants Hsü-Yung Chien and Wu-Han Chi of PwC Taiwan, who issued an unqualified audit report. Please review this audit report together with the business report (please refer to page10-11 of the Meeting Handbook).
2. The above statements were audited by our Audit Committee, which issued an audit report. The audit report is hereby presented for acknowledgement.

Resolution:

Acknowledgement 2 (Proposed by the Board of Directors)

Cause of action: Adoption of the Proposal for Distribution of 2021 Earnings

Explanation:

1. The earning distribution statement is as follows:
Earning Distribution Statement
2021

Unit: NT\$

Items	Amount
Opening undistributed earnings	19,628,598
Plus: After-tax net profit of the accounting period	164,317,635
Minus: Presented 10% statutory surplus reserves	16,431,764
Minus: Presented special surplus reserves	56,009,994
Earnings available for distribution in the current period	111,504,475
Distributions:	
Dividends to shareholders - cash (NT\$0.25 per share)	36,316,190
(Dividends to shareholders - stocks (NT\$0.25 per share)	36,316,190
Closing undistributed earnings	38,872,095

Chairman: Li, Hsi-Chun



Manager: Shen-Tung Chu



Accounting Supervisor: Wang-

Peng Cheng



2. The cash dividends amounted to NT\$36,316,190, distributed at NT\$0.25 per share (round up to the dollar). The total amount of the odd shares with a distribution of less than NT\$1 will be included as other income of the Company. With the approval of the shareholders' meeting, the Board of Directors will be authorized to determine the ex-dividend date, payment date and other related issues.
3. The current dividend distribution to shareholders is scheduled based on 145,264,758 outstanding shares. If there is any change in the number of outstanding shares and payout ratio resulting from a change in the Company's capital stock, the general shareholder's meeting will fully authorize the Board of Directors to handle related matters for correction.
4. Please proceed to acknowledgement.

Resolution:

V. Discussion Items

Acknowledgement 1 (Proposed by the Board of Directors)

Cause of action: The proposal for capital increase and additional share issuance with earnings for discussion.

Explanation:

1. In consideration of our needs for future business development, we intend to appropriate NT\$36,316,190 from the 2021 earnings available for distribution to shareholders as dividends for additional issuance of 3,631,619 shares, and the book value per share is NT\$10. Based on shareholders' shareholding ratio on the dividend benchmark date, 25 shares will be freely distributed for every thousand shares held by each shareholder.
2. For fractional shares distributed in this capital increase, the shareholders shall personally handle formalities with our service agent for registering combination of the odd shares. For fractional shares remaining after such combination, cash payment will be made based on the book value of these shares until it is rounded up. The shareholders' meeting will authorize the Chairman to negotiate with a designated person to subscribe for such shares based on their book value.
3. Once this capital increase plan is approved by the shareholders' meeting and

the competent authority, the shareholders' meeting will authorize the Board of Directors to handle relevant matters on the dividend benchmark date for capital increase.

4. The rights and obligations in the new shares issued this time for capital increase are the same as those in original issued ordinary shares. In the event that the number of outstanding shares changes due to the Company's repurchase or transfer of treasury shares or capital increase in cash, the shareholders' meeting will authorize the Board of Directors to adjust the payout ratio.

Resolution:

Acknowledgement 2 (Proposed by the Board of Directors)

Cause of action: Amendment to some provisions of the Company's Articles of Incorporation for discussion.

Explanation:

1. In accordance with laws, regulations and our actual needs, we intend to amend certain provisions of our Articles of Incorporation. For a comparison of the provisions before and after amendment, please refer to page55-60 of the Meeting Handbook.
2. Please proceed to discussion.

Resolution:

Discussion 3 (Proposed by the Board of Directors)

Cause of Action: Discussion of amendment to our Process for Acquiring or Disposing of Assets.

Explanation:

1. Pursuant to laws, regulations and our actual needs, we intend to amend our Process for Acquiring or Disposing of Assets. For a comparison of the provisions before and after amendment, please refer to page55-60 of the Meeting Handbook.
2. Please proceed to discussion.

Resolution:

VI. Extraordinary Motions

VII. Adjournment

Appendix 1

CoAsia Electronics Corp. 2021 Business Report

The impact of COVID-19 pandemic has approximately lasted for two years. In different countries, vaccination has been generally carried out on a large-scale basis in different countries to prevent epidemic propagation. However, because of the epidemic, manufacturing forecast was inaccurate, and the impacts on the labor market affected logistics. As a consequence, circulation was blocked. Lack of workers and materials affected the whole electronic and information communications industry. In addition, the production capacity of some key cellphone components was inadequate. As a result, the market supply and demand were unbalanced. Nevertheless, a crisis is also an opportunity. We actively kept ourselves informative about supply and demand of components in related markets, and maintained positive interactions with suppliers to make sure that our supply of goods could satisfy customer requirements. We also accurately judged market price fluctuations of certain key components to make considerable profits. In the past years, we have actively developed new businesses with product agents and made profits. Hence, our gross business profit and after-tax return in 2021 exceeded those in 2020.

(1) Business Operations in 2021

In 2021, we focused on selling key portal communication components of Samsung Electronics (Korea), including AMOLED, CIS, Memory, CPU, small and medium-sized TFT-LCD as well as various sensor components and IC drives of other big world-class factories, which are mainly applied in portable handheld communication devices. These years, we have also actively developed components and products for non-communication products in addition to related components for communication products, in hope of diverting operational risks. At present, our main operating revenues and customers are mainly from and about communication products. Manufacturers of smart cellphones are our major sources of revenues, and our sales of non-communication products have been increasing year after year.

In 2021, the Company reported revenue of NT\$29.2 billion, which approximately grew by NT\$2.4 billion and about 8.96% compared with that in 2020. The gross operating profit was reported as NT\$960,000,000, which represented an increase of NT\$120,000,000 and 14% compared with that of the previous year, with gross profit margin up to 3.28%. The

net profits attributed to the parent company amounted to NT\$ 164,300,000, and the earning per share is NT\$1.13.

(2) The 2021 Consolidated Statements of Comprehensive Income (Unit: in Thousands of New Taiwan Dollars)

Items	Amount	%
Net operating revenue	29,203,713	100
Operating costs	28,244,408	97
Gross profit	959,305	3
Operating expenses	680,039	2
Operating interest	279,266	1
Net profit before tax	215,070	-
Net profit of current period	164,379	-
Net amount of other comprehensive losses after tax	(56,008)	-
Total amount of comprehensive loss and income in the current period	108,371	-
The net profits of current period attributable to:		
Net profit of the parent company's owner	164,317	-
Net loss in non-controlling interests	62	-
Net earnings per share after tax (NT\$)	1.13	

(3) Analysis on the Group's Consolidated Financial Structure, Debt Service Ability and Profitability:

Items		Year	110	109	
Financial structure	Debt to asset ratio (%)		70.07	62.04	
	Ratio of long-term capital to fixed assets (%)		1,644.52	1,854.14	
Debt service ability	Current ratio (%)		138.40	155.02	
	Quick ratio (%)		96.27	106.88	
Profitability	Return on assets (%)		2.97	2.46	
	Return on stockholders' equity (%)		6.73	4.04	
	Ratio to paid-in capital (%)	Operating interest		19.22	11.24
		Income before tax		14.81	7.23
	Earnings per share after tax		1.13	0.71	

Chairman: Li-Hsi Chün Manager: Shen-Tung Chu Accounting Supervisor: Wang-Peng Cheng

Appendix 2

CoAsia Electronics Corp.

Audit Committee's audit report

The Company's 2021 Business Report, financial statements (including consolidated and standalone statements) and earning distribution statement, etc. prepared and presented by the Board of Directors were audited by accountants Hsü-Yung Chien and Wu-Han Chi of PwC Taiwan, who issued an audit report.

All of the aforementioned statements prepared and presented by the Board of Directors have been determined to be correct and accurate by the Audit Committee upon review. They are found to be in line with Clause 4, Article 14 of the Securities Exchange Act and Article 219 of the Company Act.

Yours Sincerely

2022 Annual General Shareholders' Meeting of the Company

CoAsia Electronics Corp.

Convener of the Audit Committee: Chen-
Chien Li

March 8, 2022

Appendix 3

Independent Auditors' Report

(111) C.S.B.Z. No. 21004380

To: Corp.,

Opinions

The Balance Sheets of Corp. (hereinafter “CoAsia Electronics”) as of December 31, 2021 and 2020, in addition to the Composite Income Sheets, Statements of Changes in Equity, Statements of Cash Flows, and Notes to the Financial Statements (including a summary of significant accounting policies) from January 1 to December 31, 2021 and 2020, have been audited by the CPAs.

In the opinion of the CPAs, the above financial statements have been prepared in all material respects in accordance with the Financial Reporting Standards for Securities Issuers, and are sufficient to give a fair representation of the financial position of CoAsia Electronics as at December 31, 2021 and 2020, and the financial performance and cash flow from January 1 to December 31, 2021 and 2020.

Basis for Opinions

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

Key Audit Matters

Key audit matters refer to those which, in accordance with the professional judgment of the CPAs, are most important for the audit of the financial statements of CoAsia Electronics for the year 2021. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matters of the financial statements of CoAsia Electronics for the year 2021 are listed as follows:

Inventory Evaluation

Description

Please refer to Note IV (XI) of the financial report for the accounting policy of inventory evaluation; please refer to Note V(II) of the financial report for the uncertainty of accounting estimates and assumptions of inventory evaluation; and refer to Note VI(IV) to the financial report for the description of allowance for inventory impairment loss. The inventory balance of

CoAsia Electronics on December 31, 2021 was NT\$348,297 thousand (including NT\$16,269 thousand after deducting allowance for inventory impairment loss).

CoAsia Electronics operates the wholesale sales of electronic components and materials. Due to the short life cycle of its related products and the fierce market competition, there is a high risk of inventory impairment loss or obsolescence. CoAsia Electronics's inventories are measured at the lower of cost and net realizable value; for inventories that are outdated and obsolete beyond a certain period of time, the net realizable value is calculated based on historical information on the extent of inventory depletion and discount rate.

Due to the rapid technological changes in the industry in which CoAsia Electronics operates, and because the net realizable value used in evaluating outdated and obsolete inventories often involves subjective judgments and therefore has a high degree of estimation uncertainty, considering that the inventory of CoAsia Electronics and its allowance for inventory impairment loss have a significant impact on the financial statements, the CPAs believe that the assessment of the inventory of CoAsia Electronics and its allowance for inventory impairment loss is one of the most important matters in this year's audit.

Response audit procedures

The CPAs' response procedures for the above-mentioned aspects are summarized as follows:

1. In accordance with the requirements of accounting principles and the understanding of CoAsia Electronics's operation and industry nature, assess the rationality of the policies and procedures adopted in assessing the provision for impairment losses on inventories, including the classification of inventories based on the net realizable value, and the degree of expiry of inventories. Sources of historical information and discount margins and the rationality of judging obsolete and obsolete inventory items.
2. Identify the warehouse management process of CoAsia Electronics, review its annual inventory plan and participate in the annual inventory checking to evaluate the effectiveness of management in distinguishing and controlling obsolete inventory.
3. Verify the properness of the inventory age report used by CoAsia Electronics for evaluation, and estimate the net realizable value of the inventory that exceeds a certain period of time, estimate its net reliable value based on the historical information on the extent of inventory depletion and discount rate, so as to evaluate the rationality of the allowance for inventory impairment loss determined by CoAsia Electronics.
4. Execute the verification of the calculation logic of the net realizable value of inventories, and then evaluate the rationality of the allowance for impairment loss determined by CoAsia Electronics.

Evaluation on the Allowance for Losses of Accounts Receivable

Description

Please refer to Note IV (IX) of the financial report for the evaluation on the allowance for losses of accounts receivable; please refer to Note V(II) of the financial report for the uncertainty of accounting estimates and assumptions of the allowance for losses of accounts receivable; and refer to Note VI(II) to the financial report for the description of the allowance for losses of accounts receivable. The balance of accounts receivable of CoAsia Electronics as at December 31, 2021 was NT\$1,230,807 thousand (including the deducted allowance for loss of NT\$304 thousand).

The accounts receivable of CoAsia Electronics are based on historical experience, forward-looking information and other known reasons or existing objective evidence to estimate the expected credit impairment losses that may occur, and are listed as deduction from accounts receivable in the current period when the accounts receivable may not be recovered, and CoAsia Electronics regularly reviews the rationality of its loss estimates. Because the evaluation of allowance losses often involves the subjective judgment of the management, various industrial prosperity indicators or the possibility of account recovery after the period, and the amount to be set aside is estimated accordingly, considering that the accounts receivable of CoAsia Electronics and its allowance for loss have a significant impact on the financial statements, the CPAs believe that the assessment of the allowance for loss of accounts receivable of CoAsia Electronics is one of the most important matters in this year's audit.

Response audit procedures

The CPAs' response procedures for the above-mentioned aspects are summarized as follows:

1. In accordance with the requirements of accounting principles and the understanding of the operation of CoAsia Electronics and the credit quality of customer credit standards, assess the rationality of the policies and procedures for the provision of allowance losses of accounts receivable, including the rationality of group classification and aging analysis to determine the credit quality of customer credit standards.
2. Obtain the overdue aging data sheet used by the management to evaluate the expected credit loss rate of accounts receivable, confirm that the logic of the data source is consistent, and test the relevant forms to confirm the correctness of the aging data.
3. Evaluate the rationality of the estimates used by management to estimate the expected credit losses of accounts receivable and obtain relevant supporting documents, including: Long overdue accounts, collections after the period, and signs that customers are unable to repay on time, etc.
4. Post-period collection test to support the adequacy of the provision of allowance losses.

Authenticity of Revenue Recognition

Description

Please refer to Note IV (XXVI) to the financial report for the accounting policy for revenue recognition.

CoAsia Electronics is mainly engaged in the wholesale sales of electronic components and is an agent of Samsung Electronics. The sales revenue in 2021 was NT\$14,564,375 thousand. CoAsia Electronics's sales targets include consumer electronics manufacturers and distributors at home and abroad, and due to changes in the consumer electronics product end market and changes in Samsung Electronics' sales strategy, as well as the huge amount and volume of sales revenue, which have an impact on the financial statements. Therefore, the CPAs considers that the authenticity of CoAsia Electronics's revenue recognition is one of the most important matters in this year's audit.

Response audit procedures

The CPAs' response procedures for the above-mentioned aspects are summarized as follows:

1. In accordance with the requirements of accounting principles and the understanding of the internal control of CoAsia Electronics to obtain significant sales targets, including the relevant credit investigation procedures and accounting policies for revenue recognition.
2. Identify the rationality of the credit investigation and related approval procedures carried out by CoAsia Electronics for important transaction partners.
3. Perform spot checks on sales revenue transactions, including checking the date and amount of sales invoices and the delivery orders which have been properly approved and signed to confirm that the transactions have indeed occurred and belonged to the appropriate period.
4. For a certain period before and after the balance sheet date, identify the reasons for the significant return of sales and evaluate the rationality of the vesting period.

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

To ensure that the financial statements do not contain material misstatements caused by fraud or errors, the management is responsible for preparing prudent financial statements in accordance with the Financial Reporting Standards for Securities Issuers and for preparing and maintaining necessary internal control procedures pertaining to the financial statements.

In preparing the accompanying financial statements, the management is responsible for assessing CoAsia Electronics'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 the management either intends to liquidate CoAsia Electronics or to cease operations, or has no realistic alternative but to do so.

Those in charge with CoAsia Electronics's governance (including the Audit Committee) are responsible for overseeing its financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatements, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the auditing standards generally accepted in the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from error or fraud 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 auditing standards generally accepted in the Republic of China, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

1. Identify and evaluate the risk of material misstatements due to fraud or error in the financial statements; design and carry out appropriate countermeasures for the evaluated risk; and obtain sufficient and appropriate evidence as the basis for audit 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 CoAsia Electronics's internal control.
3. Assess the appropriateness of the accounting policies adopted by the management, as well as the reasonableness of their accounting estimates and relevant disclosures.
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 CoAsia Electronics's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause CoAsia Electronics to cease to continue as a going concern.
5. Evaluate the overall expression, structure and contents of the financial statements (including relevant Notes), and whether the financial statements fairly present relevant transactions and items.
6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within CoAsia Electronics to express an opinion on the financial

statements. We are responsible for the direction, supervision, and performance of the audit and for expressing an opinion on the financial statements.

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 of the Republic of China, 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 communication with the management unit, the accountant decided on the key audit matters for the financial statements of CoAsia Electronics for 2021. 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.

PwC Taiwan

Hsu, Yung-Chien

CPA

Wu, Han-Chi

Former Securities Regulatory Commission of the Ministry
of Finance

Approval File No.: (84) T.C.Z. (L) No. 13377

Former Securities and Futures Commission of the Ministry
of Finance

Approval File No.: (90) T.C.Z. (L.) Z. No. 157088

March 8, 2022




CoAsia Electronics Corp.
Parent Company Only Balance Sheets
December 31, 2021 and 2020

Unit: NT\$ thousand

Assets	Note	December 31, 2021		December 31, 2020		
		Amount	%	Amount	%	
Current Assets						
1100	Cash and Cash Equivalents	VI(I)	\$ 82,947	2	\$ 90,169	2
1110	Financial assets at fair value through profit or loss - current	VI(V)	4,734	-	4,880	-
1136	Financial assets at amortized cost - current	VI(I) and VIII	122,003	2	79,651	2
1170	Accounts receivable, net	VI(II)(III) and VIII	1,230,807	23	868,469	18
1180	Accounts receivable - related parties, net	VII	1,509,061	28	1,627,617	34
1200	Other receivables	VI(III)	28,509	1	12,870	-
1210	Other receivables - related parties	VII	5,972	-	55,328	1
130X	Inventories	VI(IV)	348,297	6	360,653	8
1410	Prepayments	VII	47,600	1	215,568	5
1470	Other Current Assets	VI(VII)	460,783	9	902	-
11XX	Total current assets		<u>3,840,713</u>	<u>72</u>	<u>3,316,107</u>	<u>70</u>
Non-current assets						
1510	Financial assets at fair value through profit or loss - non-current	VI(V)	21,685	-	25,481	-
1550	Investments Accounted for Using the Equity Method	VI(VI) and VII	1,259,846	23	1,195,438	25
1600	Property, Plant, and Equipment	VI(VIII) and VIII	150,061	3	127,525	3
1755	Right-of-use assets	VI(IX)	5,233	-	3,409	-
1780	Intangible Assets	VI(X)	30,610	1	32,905	1
1840	Deferred income tax assets	VI(XXII)	36,288	1	57,525	1
1900	Other non-current assets		4,388	-	4,062	-
15XX	Total non-current assets		<u>1,508,111</u>	<u>28</u>	<u>1,446,345</u>	<u>30</u>
1XXX	Total assets		<u>\$ 5,348,824</u>	<u>100</u>	<u>\$ 4,762,452</u>	<u>100</u>

(Continued on the next page)


 CoAsia Electronics Corp.
 Parent Company Only Balance Sheets
 December 31, 2021 and 2020

Unit: NT\$ thousand

Liabilities and Equity	Note	December 31, 2021		December 31, 2020	
		Amount	%	Amount	%
Current Liabilities					
2100 Short-term Loans	VI(XII) and VIII	\$ 2,350,465	44	\$ 1,993,751	42
2110 Short-term notes and bills payable		100,000	2	-	-
2130 Contract liabilities - current	VI(XVIII)	51,859	1	35	-
2170 Accounts Payable		132,661	2	74,985	2
2180 Accounts payable - related parties	VII	83,738	2	72,751	1
2200 Other payables	VI(XIII)	133,067	3	88,559	2
2220 Others payables - related parties	VI(XIII) and VII	174	-	109,462	2
2230 Current income tax liabilities	VI(XXII)	30	-	852	-
2280 Lease liabilities - current		2,657	-	2,288	-
2300 Other current liabilities		1,660	-	1,865	-
21XX Total current liabilities		<u>2,856,311</u>	<u>54</u>	<u>2,344,548</u>	<u>49</u>
Non-current liabilities					
2570 Deferred income tax liabilities	VI(XXII)	632	-	1,421	-
2580 Lease liabilities - non-current		2,685	-	1,217	-
2600 Other non-current liabilities	VI(VI)	5,395	-	11,528	1
25XX Total non-current liabilities		<u>8,712</u>	<u>-</u>	<u>14,166</u>	<u>1</u>
2XXX Total liabilities		<u>2,865,023</u>	<u>54</u>	<u>2,358,714</u>	<u>50</u>
Equity					
3110 Capital stock - common shares	VI(XV)	1,452,648	27	1,424,165	30
3200 Capital Surplus	VI(XVI)	837,054	16	836,817	18
3310 Retained Earnings	VI(XVII)				
3310 Legal reserve		66,161	1	56,053	1
3320 Special reserve		84,408	2	52,594	1
3350 Unappropriated earnings		183,946	3	118,517	2
3400 Other equity		(140,416)	(3)	(84,408)	(2)
3XXX Total equity		<u>2,483,801</u>	<u>46</u>	<u>2,403,738</u>	<u>50</u>
3X2X Total liabilities and equity		<u>\$ 5,348,824</u>	<u>100</u>	<u>\$ 4,762,452</u>	<u>100</u>

Please refer to also the accompanying notes to the financial statements, which are an integral part of the financial statements.

Chairman: Li, Hsi-Chun



Managerial officer: Shen, Tung-Chu



Accounting Manager: Wang, Peng-Cheng





Co Asia Electronics Corp.
Parent Company Only Statements of Comprehensive Income
For the Years Ended December 31, 2021 and 2020

Unit: NT\$ thousand
(Except earnings per share in NT\$)

Item	Note	2021		2020	
		Amount	%	Amount	%
4000 Operating Revenue	VI(XVIII) and VII	\$ 14,564,375	100	\$ 9,855,383	100
5000 Operating Costs	VI(IV) and VII	(14,222,536)	(97)	(9,638,504)	(98)
5900 Gross profit		341,839	3	216,879	2
5910 Unrealized sales profits	VI(VI)	(14,289)	-	(11,151)	-
5920 Realized gains from sales	VI(VI)	11,151	-	8,520	-
5950 Gross profit, net		338,701	3	214,248	2
Operating expenses	VI(XX) (XXI) and VII				
6100 Selling and Marketing Expenses		(111,422)	(1)	(72,801)	(1)
6200 General and Administrative Expenses		(116,660)	(1)	(99,860)	(1)
6300 Research and development expenses		(17,927)	-	(28,013)	-
6450 Expected credit impairment gains (losses)	XII(II)	24	-	(328)	-
6000 Total operating expenses		(245,985)	(2)	(201,002)	(2)
6900 Operating gains		92,716	1	13,246	-
Non-operating income and expenses					
7100 Interest income		1,176	-	732	-
7010 Other income	VII	37,698	-	24,394	-
7020 Other gains or losses	VI(XIX)	(38,994)	(1)	(51,816)	-
7050 Finance costs	VII	(36,960)	-	(37,821)	-
7070 Share of profit or loss of subsidiaries, associates, and joint ventures recognized using the equity method	VI(VI)	129,251	1	139,781	1
7000 Total non-operating income and expenses		92,171	-	75,270	1
7900 Net income before tax		184,887	1	88,516	1
7950 Income tax (expenses) incomes	VI(XXII)	(20,570)	-	12,569	-
8200 Net profit for the period		\$ 164,317	1	\$ 101,085	1
Other comprehensive income (net)					
Components that may be reclassified to profit or loss					
8361 Exchange differences on translation of financial statements of foreign operations		(\$ 56,008)	-	(\$ 34,040)	-
8300 Other comprehensive income (net)		(\$ 56,008)	-	(\$ 34,040)	-
8500 Total comprehensive income (loss) for the period		\$ 108,309	1	\$ 67,045	1
Basic earnings per share					
9750 Net profit for the period	VI(XXIII)	\$	1.13	\$	0.70
Diluted earnings per share					
9850 Net profit for the period	VI(XXIII)	\$	1.12	\$	0.69

Please refer to also the accompanying notes to the financial statements, which are an integral part of the financial statements.

Chairman: Li, Hsi-Chun



Managerial officer:
Shen, Tung-Chu



Accounting Manager:
Wang, Peng-Cheng





Co Asia Electronics Corp.
Parent Company Only Statements of Changes in Equity
For the Years Ended December 31, 2021 and 2020

Unit: NT\$ thousand

Note	Capital Surplus					Retained Earnings		Other equity		Total Equity
	Capital stock - common shares	Capital surplus - share premium	Capital surplus - treasury share transactions	Capital surplus - recognized value of changes in equity of ownership of subsidiaries	Capital surplus - others	Legal reserve	Special reserve	Unappropriated earnings	Exchange differences on translation of financial statements of foreign operations	
<u>2020</u>										
	\$ 1,396,240	\$ 744,222	\$ 60,466	\$ 32,129	\$ -	\$ 47,910	\$ 52,594	\$ 81,425	(\$ 50,368)	\$ 2,364,618
	-	-	-	-	-	-	-	101,085	-	101,085
	-	-	-	-	-	-	-	-	(34,040)	(34,040)
	-	-	-	-	-	-	-	101,085	(34,040)	67,045
VI(XVII)										
Legal reserve	-	-	-	-	-	8,143	-	(8,143)	-	-
Cash dividends	-	-	-	-	-	-	-	(27,925)	-	(27,925)
Stock dividends	27,925	-	-	-	-	-	-	(27,925)	-	-
Balance as of December 31, 2020	\$ 1,424,165	\$ 744,222	\$ 60,466	\$ 32,129	\$ -	\$ 56,053	\$ 52,594	\$ 118,517	(\$ 84,408)	\$ 2,403,738
<u>2021</u>										
	\$ 1,424,165	\$ 744,222	\$ 60,466	\$ 32,129	\$ -	\$ 56,053	\$ 52,594	\$ 118,517	(\$ 84,408)	\$ 2,403,738
	-	-	-	-	-	-	-	164,317	-	164,317
	-	-	-	-	-	-	-	-	(56,008)	(56,008)
	-	-	-	-	-	-	-	164,317	(56,008)	108,309
VI(XVII)										
Legal reserve	-	-	-	-	-	10,108	-	(10,108)	-	-
Provision of special reserve	-	-	-	-	-	-	31,814	(31,814)	-	-
Cash dividends	-	-	-	-	-	-	-	(28,483)	-	(28,483)
Stock dividends	28,483	-	-	-	-	-	-	(28,483)	-	-
Dividends not received by shareholders beyond the time limit converted to capital surplus	-	-	-	-	237	-	-	-	-	237
Balance as of December 31, 2021	\$ 1,452,648	\$ 744,222	\$ 60,466	\$ 32,129	\$ 237	\$ 66,161	\$ 84,408	\$ 183,946	(\$ 140,416)	\$ 2,483,801

Please refer to also the accompanying notes to the financial statements, which are an integral part of the financial statements.

Chairman: Li, Hsi-Chun



Managerial officer: Shen, Tung-Chu



Accounting Manager: Wang, Peng-Cheng





CoAsia Electronics Corp.
Parent Company Only Statements of Cash Flows
For the Years Ended December 31, 2021 and 2020

Unit: NT\$ thousand




	Note	<u>From January 1 to December 31, 2021</u>	<u>From January 1 to December 31, 2020</u>
<u>Cash flows from operating activities</u>			
Net profit before tax of the period		\$ 184,887	\$ 88,516
Adjustment item			
Income (expense) items			
Depreciation expenses (including right-of-use assets)	VI(VIII)(IX) (XX)	7,551	5,304
Amortization expenses	VI(X)(XX)	5,810	4,516
Expected credit impairment (gains) losses	XII(II)	(24)	328
Interest expenses		36,960	37,821
Interest income		(1,176)	(732)
Net loss (gain) on financial assets at fair value through profit or loss	VI(XIX)	3,942	(18,423)
Share of gains of subsidiaries, affiliates, and joint ventures recognized using the equity method	VI(VI)	(129,251)	(139,781)
Losses (gains) on disposal of property, plant, and equipment	VI(XIX)	173	(37)
Loss from disposal of non-current assets to be sold	VI(XI)(XIX)	-	435
Unrealized sales profits	VI(VI)	14,289	11,151
Realized gains from sales	VI(VI)	(11,151)	(8,520)
Changes in operating assets and liabilities			
Net change in assets related to operating activities			
Notes receivable		-	4,910
Accounts Receivable		(362,314)	(262,823)
Accounts receivable - related parties		118,556	(41,830)
Other receivables		(15,640)	(46)
Other receivables - related parties		2,397	2,296
Inventories		12,356	(226,187)
Prepayments		167,968	12,252
Other Current Assets		(459,881)	(837)
Net change in liabilities related to operating activities			
Contract Liabilities		(35)	(454)
Accounts Payable		57,676	35,949
Accounts payable - related parties		10,987	54,681
Other payables		95,908	3,650
Other payables - related parties		(1,064)	(688)
Other current liabilities		(205)	(83)
Cash outflow generated from operations		(261,281)	(438,632)
Interest received		1,177	776
Interest paid		(36,501)	(39,648)
Income tax (paid) returned		(944)	81
Net cash flows use in operating activities		(297,549)	(477,423)

(Continued on the next page)

CoAsia Electronics Corp.
Parent Company Only Statements of Cash Flows
For the Years Ended December 31, 2021 and 2020

	Note	Unit: NT\$ thousand	
		<u>From January 1 to December 31, 2021</u>	<u>From January 1 to December 31, 2020</u>
<u>Cash flows from investing activities</u>			
Decrease (increase) in other receivables - related parties		\$ 31,328	(\$ 31,328)
(Increase) decrease in financial assets at amortized cost		(42,352)	5,895
Acquisition of investments accounted for using the equity method	VI(VI)	(1,400)	-
Acquisition of property, plant, and equipment	VI(VIII)	(27,146)	(556)
Acquisition of financial assets at fair value through profit or loss		-	(5,000)
Price of asset disposal		15,631	47,294
Price of disposal of non-current assets to be sold	VI(XI)	-	5,238
Proceeds from disposal of property, plant, and equipment		2	58
Acquisition of intangible assets	VI(X)	(3,524)	(3,136)
Increase in prepayments for equipment		(326)	-
Decrease in refundable deposits		-	965
Net cash (outflows) inflows from investing activities		<u>(27,787)</u>	<u>19,430</u>
<u>Cash flows from financing activities</u>			
Increase in short-term loans	VI(XXIV)	356,714	221,400
Increase in short-term notes and bills payable	VI(XXIV)	100,000	-
Repayment of the principal portion of leases	VI(XXIV)	(3,103)	(3,170)
(Decrease) increase in other payables - related parties		(108,224)	108,224
Cash dividends paid	VI(XVII)	(28,483)	(27,925)
Dividends not received by shareholders beyond the time limit converted to capital surplus		237	-
Net cash flows generated from financing activities		<u>317,141</u>	<u>298,529</u>
Effect of exchange rate		<u>973</u>	<u>1,014</u>
Decrease in cash and cash equivalent in the period		(7,222)	(158,450)
Beginning balance of cash and cash equivalents	VI(I)	<u>90,169</u>	<u>248,619</u>
Ending balance of cash and cash equivalents	VI(I)	<u>\$ 82,947</u>	<u>\$ 90,169</u>

Please refer to also the accompanying notes to the financial statements, which are an integral part of the financial statements.

Chairman: Li, Hsi-Chun		Managerial officer: Shen, Tung-Chu		Accounting Manager: Wang, Peng-Cheng	
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Appendix 4

Independent Auditors' Report

(111) C.S.B.Z. No. 21004311

To: CoAsia Electronics Corp.,

Opinions

The Consolidated Balance Sheets of Corp. and its subsidiaries (hereinafter “CoAsia Group”) as of December 31, 2021 and 2020, in addition to the Consolidated Composite Income Sheets, Consolidated Statements of Changes in Equity, Consolidated Statements of Cash Flows, and Notes to the Consolidated Financial Statements (including a summary of significant accounting policies) from January 1 to December 31, 2021 and 2020, have been audited by the CPAs.

In the opinion of the CPAs, the above consolidated financial statements have been prepared in all material respects in accordance with the Financial Reporting Standards for Securities Issuers and the International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), Interpretation and Interpretation Notices as endorsed and promulgated by the Financial Supervisory Commission, and are sufficient to give a fair representation of the consolidated financial position of CoAsia Group as at December 31, 2021 and 2020, and the consolidated financial performance and consolidated cash flow from January 1 to December 31, 2021 and 2020.

Basis for Opinions

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

Key Audit Matters

Key audit matters refer to those which, in accordance with the professional judgment of the CPA, are most important for the audit of the consolidated financial statements of CoAsia Group for the year 2021. These matters were addressed in the context of our audit of the Consolidated Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matters of the consolidated financial statements of CoAsia Group for the year 2021 are listed as follows:

Inventory Evaluation

Description

Please refer to Note IV(XII) of the consolidated financial report for the accounting policy of inventory evaluation; please refer to Note V(II) of the consolidated financial report for the uncertainty of accounting estimates and assumptions of inventory evaluation; and refer to Note VI(IV) to the consolidated financial report for the description of allowance for inventory impairment loss. The inventory balance of CoAsia Group on December 31, 2021 was NT\$2,265,406 thousand (including NT\$48,627 thousand after deducting allowance for inventory impairment loss).

CoAsia Group operates the wholesale sales of electronic components and materials. Due to the short life cycle of its related products and the fierce market competition, there is a high risk of inventory impairment loss or obsolescence. CoAsia Group's inventories are measured at the lower of cost and net realizable value; for inventories that are outdated and obsolete beyond a certain period of time, the net realizable value is calculated based on historical information on the extent of inventory depletion and discount rate.

Due to the rapid technological changes in the industry in which CoAsia Group operates, and because the net realizable value used in evaluating outdated and obsolete inventories often involves subjective judgments and therefore has a high degree of estimation uncertainty, considering that the inventory of CoAsia Group and its allowance for inventory impairment loss have a significant impact on the financial statements, the CPAs believe that the assessment of the inventory of CoAsia Group and its allowance for inventory impairment loss is one of the most important matters in this year's audit.

Response audit procedures

The CPAs' response procedures for the above-mentioned aspects are summarized as follows:

1. In accordance with the requirements of accounting principles and the understanding of CoAsia Group's operation and industry nature, assess the rationality of the policies and procedures adopted in assessing the provision for impairment losses on inventories, including the classification of inventories based on the net realizable value, and the degree

of expiry of inventories Sources of historical information and discount margins and the rationality of judging obsolete and obsolete inventory items.

2. Identify the warehouse management process of CoAsia Group, review its annual inventory plan and participate in the annual inventory checking to evaluate the effectiveness of management in distinguishing and controlling obsolete inventory.
3. Verify the properness of the inventory age report used by CoAsia Group for evaluation, and estimate the net realizable value of the inventory that exceeds a certain period of time, estimate its net reliable value based on the historical information on the extent of inventory depletion and discount rate, so as to evaluate the rationality of the allowance for inventory impairment loss determined by CoAsia Group.
4. Execute the verification of the calculation logic of the net realizable value of inventories, and then evaluate the rationality of the allowance for impairment loss determined by CoAsia Group.

Evaluation on the Allowance for Losses of Accounts Receivable

Description

Please refer to Note IV(X) of the consolidated financial report for the evaluation on the allowance for losses of accounts receivable; please refer to Note V(II) of the consolidated financial report for the uncertainty of accounting estimates and assumptions of the allowance for losses of accounts receivable; and refer to Note VI(II) to the consolidated financial report for the description of the allowance for losses of accounts receivable. The balance of accounts receivable of CoAsia Group as at December 31, 2021 was NT\$3,859,371 thousand (including the deducted allowance for loss of NT\$30,911 thousand).

The accounts receivable of CoAsia Group are based on historical experience, forward-looking information and other known reasons or existing objective evidence to estimate the expected credit impairment losses that may occur, and are listed as deduction from accounts receivable in the current period when the accounts receivable may not be recovered, and CoAsia Group regularly reviews the rationality of its loss estimates. Because the evaluation of allowance losses often involves the subjective judgment of the management, various industrial prosperity indicators or the possibility of account recovery after the period, and the amount to be set aside is estimated accordingly, considering that the accounts receivable of CoAsia Group

and its allowance for loss have a significant impact on the financial statements, the CPAs believe that the assessment of the allowance for loss of accounts receivable of CoAsia Group is one of the most important matters in this year's audit.

Response audit procedures

The CPAs' response procedures for the above-mentioned aspects are summarized as follows:

- (1) In accordance with the requirements of accounting principles and the understanding of the operation of CoAsia Group and the credit quality of customer credit standards, assess the rationality of the policies and procedures for the provision of allowance losses of accounts receivable, including the rationality of group classification and aging analysis to determine the credit quality of customer credit standards.
- (2) Obtain the overdue aging data sheet used by the management to evaluate the expected credit loss rate of accounts receivable, confirm that the logic of the data source is consistent, and test the relevant forms to confirm the correctness of the aging data.
- (3) Evaluate the rationality of the estimates used by management to estimate the expected credit losses of accounts receivable and obtain relevant supporting documents, including: Long overdue accounts, collections after the period, and signs that customers are unable to repay on time, etc.
- (4) Post-period collection test to support the adequacy of the provision of allowance losses.

Authenticity of Revenue Recognition

Description

Please refer to Note IV (XXVII) to the consolidated financial report for the accounting policy for revenue recognition.

CoAsia Group is mainly engaged in the wholesale sales of electronic components and is an agent of Samsung Electronics. The sales revenue in 2021 was NT\$29,202,777 thousand. CoAsia Group's sales targets include consumer electronics manufacturers and distributors at home and abroad, and due to changes in the consumer electronics product end market and changes in Samsung Electronics' sales strategy, as well as the huge amount and volume of sales revenue, which have an impact on the financial statements. Therefore, the CPAs considers that the authenticity of CoAsia Group's revenue recognition is one of the most important matters in this year's audit.

Response audit procedures

The CPAs' response procedures for the above-mentioned aspects are summarized as follows:

1. In accordance with the requirements of accounting principles and the understanding of the internal control of CoAsia Group to obtain significant sales targets, including the relevant credit investigation procedures and accounting policies for revenue recognition.
2. Identify the rationality of the credit investigation and related approval procedures carried out by CoAsia Group for important transaction partners.
3. Perform spot checks on sales revenue transactions, including checking the date and amount of sales invoices and the delivery orders which have been properly approved and signed to confirm that the transactions have indeed occurred and belonged to the appropriate period.
4. For a certain period before and after the balance sheet date, identify the reasons for the significant return of sales and evaluate the rationality of the vesting period.

Other Matters - Financial Report

We have also audited the financial statements of Corp. for 2021 and 2020, on which we have issued an unqualified opinion.

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

To ensure that the Consolidated Financial Statements do not contain material misstatements caused by fraud or errors, the management is responsible for preparing prudent Consolidated Financial Statements in accordance with the Financial Reporting Standards for Securities Issuers, as well as the IFRS, IAS, law and regulation reviews and their

announcements recognized by the Financial Supervisory Commission, and for preparing and maintaining necessary internal control procedures pertaining to the Consolidated Financial Statements.

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

Those in charge with CoAsia Group's governance (including the Audit Committee) are responsible for overseeing its financial reporting process.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Statements as a whole are free from material misstatements, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the auditing standards generally accepted in the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from error or fraud 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 auditing standards generally accepted in the Republic of China, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

1. Identify and evaluate the risk of material misstatements due to fraud or error in the Consolidated Financial Statements; design and carry out appropriate countermeasures for the evaluated risk; and obtain sufficient and appropriate evidence as the basis for their audit 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 CoAsia Group's internal control.
3. Assess the appropriateness of the accounting policies adopted by the management, as well as the reasonableness of their accounting estimates and relevant disclosures.

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 CoAsia Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause CoAsia Group to cease to continue as a going concern.
5. Evaluate the overall expression, structure and contents of the Consolidated Financial Statements (including relevant Notes), and whether the Consolidated Financial Statements fairly present relevant transactions and items.
6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision, and performance of the audit and for expressing an opinion on the Consolidated Financial Statements of the Group.

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 of the Republic of China, 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 communication with the management unit, the accountant decided on the key audit matters for the consolidated financial statements of CoAsia Group for 2021. 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.

PwC Taiwan

Hsu, Yung-Chien

CPA

Wu, Han-Chi


Former Securities Regulatory Commission of the Ministry
of Finance

Approval File No.: (84) T.C.Z. (L) No. 13377

Former Securities and Futures Commission of the Ministry
of Finance

Approval File No.: (90) T.C.Z. (L.) Z. No. 157088

March 8, 2022


 CoAsia Electronics Corp. and Its Subsidiaries
 Consolidated Balance Sheets
 December 31, 2021 and 2020

Assets		Note	December 31, 2021		Unit: NT\$ thousand December 31, 2020	
			Amount	%	Amount	%
Current Assets						
1100	Cash and Cash Equivalents	VI(I)	\$ 519,580	6	\$ 692,100	11
1110	Financial assets at fair value through profit or loss - current	VI(V)	4,734	-	4,880	-
1136	Financial assets at amortized cost - current	VI(VI) and VIII	474,334	6	435,446	7
1170	Accounts receivable, net	VI(II)(III) and VIII	3,859,371	47	2,904,959	46
1180	Accounts receivable - related parties, net	VII	217,523	3	52,539	1
1200	Other receivables	VI(III)	34,754	-	16,579	-
1210	Other receivables - related parties	VII	348	-	54,722	1
130X	Inventories	VI(IV)	2,265,406	27	1,441,484	23
1410	Prepayments	VII	173,418	2	433,702	7
1470	Other Current Assets	VI(VII)	460,796	6	1,809	-
11XX	Total current assets		<u>8,010,264</u>	<u>97</u>	<u>6,038,220</u>	<u>96</u>
Non-current assets						
1510	Financial assets at fair value through profit or loss - non-current	VI(V)	21,685	-	25,481	-
1600	Property, Plant, and Equipment	VI(VIII) and VIII	152,035	2	130,745	2
1755	Right-of-use assets	VI(IX)	20,264	-	16,543	-
1780	Intangible Assets	VI(X)	30,977	-	33,537	1
1840	Deferred income tax assets	VI(XXIII)	36,862	1	64,133	1
1900	Other non-current assets		11,055	-	10,691	-
15XX	Total non-current assets		<u>272,878</u>	<u>3</u>	<u>281,130</u>	<u>4</u>
1XXX	Total assets		<u>\$ 8,283,142</u>	<u>100</u>	<u>\$ 6,319,350</u>	<u>100</u>

(Continued on the next page)


CoAsia Electronics Corp. and Its Subsidiaries
Consolidated Balance Sheets
December 31, 2021 and 2020

Liabilities and Equity		Note	December 31, 2021		December 31, 2020	
			Amount	%	Amount	%
Unit: NT\$ thousand						
Current Liabilities						
2100	Short-term Loans	VI(XIII) and VIII	\$ 4,207,737	51	\$ 3,380,857	53
2110	Short-term notes and bills payable		100,000	1	-	-
2130	Contract liabilities - current	VI(XIX)	555,772	7	49,518	1
2170	Accounts Payable		155,246	2	96,130	2
2180	Accounts payable - related parties	VII	43,559	-	53,763	1
2200	Other payables	VI(XIV)	637,921	8	258,114	4
2220	Others payables - related parties	VII	1,573	-	578	-
2230	Current income tax liabilities	VI(XXIII)	20,623	-	45,669	1
2280	Lease liabilities - current		12,839	-	7,191	-
2300	Other current liabilities	VII	52,311	1	3,334	-
21XX	Total current liabilities		<u>5,787,581</u>	<u>70</u>	<u>3,895,154</u>	<u>62</u>
Non-current liabilities						
2570	Deferred income tax liabilities	VI(XXIII)	497	-	1,421	-
2580	Lease liabilities - non-current		7,835	-	9,124	-
2600	Other non-current liabilities		8,113	-	14,660	-
25XX	Total non-current liabilities		<u>16,445</u>	<u>-</u>	<u>25,205</u>	<u>-</u>
2XXX	Total liabilities		<u>5,804,026</u>	<u>70</u>	<u>3,920,359</u>	<u>62</u>
Equity attributable to owners of the parent company						
Capital Stock						
3110	Capital stock - common shares	VI(XVI)	1,452,648	18	1,424,165	22
Capital Surplus						
3200	Capital Surplus	VI(XVII)	837,054	10	836,817	13
Retained Earnings						
3310	Legal reserve	VI(XVIII)	66,161	1	56,053	1
3320	Special reserve		84,408	1	52,594	1
3350	Unappropriated earnings		183,946	2	118,517	2
Other equity						
3400	Other equity		(140,416)	(2)	(84,408)	(1)
31XX	Total equity attributable to owners of parent company		<u>2,483,801</u>	<u>30</u>	<u>2,403,738</u>	<u>38</u>
36XX	Non-controlling Interests		<u>(4,685)</u>	<u>-</u>	<u>(4,747)</u>	<u>-</u>
3XXX	Total equity		<u>2,479,116</u>	<u>30</u>	<u>2,398,991</u>	<u>38</u>
Significant Contingent Liabilities and Unrecognized Contract Commitments						
Significant Events after the Balance Sheet Date						
3X2X	Total liabilities and equity		\$ 8,283,142	100	\$ 6,319,350	100

Please also refer to the attached Notes to the Consolidated Financial Statements as part of these Consolidated Financial Statements.

Chairman: Li, Hsi-Chun



Managerial officer: Shen, Tung-Chu



Accounting Manager: Wang, Peng-Cheng




 CoAsia Electronics Corp. and Its Subsidiaries
 Consolidated Statements of Comprehensive Income
 For the Years Ended December 31, 2021 and 2020

Unit: NT\$ thousand
(Except earnings per share in NT\$)

Item	Note	2021		2020	
		Amount	%	Amount	%
4000 Operating Revenue	VI(XIX) and VII	\$ 29,203,713	100	\$ 26,852,573	100
5000 Operating Costs	VI(IV) and VII	(28,244,408)	(97)	(26,012,280)	(97)
5900 Gross profit		<u>959,305</u>	<u>3</u>	<u>840,293</u>	<u>3</u>
Operating expenses	VI(XXI) (XXII) and VII				
6100 Selling and Marketing Expenses		(400,144)	(1)	(353,878)	(1)
6200 General and Administrative Expenses		(258,197)	(1)	(188,803)	(1)
6300 Research and development expenses		(17,927)	-	(28,013)	-
6450 Expected credit impairment (loss)	XII(II)	(3,771)	-	(1,697)	-
6000 Total operating expenses		<u>(680,039)</u>	<u>(2)</u>	<u>(568,997)</u>	<u>(2)</u>
6900 Operating gains		<u>279,266</u>	<u>1</u>	<u>271,296</u>	<u>1</u>
Non-operating income and expenses					
7100 Interest income		1,397	-	2,580	-
7010 Other income		33,195	-	25,565	-
7020 Other gains or losses	VI(XX)	(29,718)	-	(95,412)	(1)
7050 Finance costs		(69,070)	(1)	(75,313)	-
7000 Total non-operating income and expenses		<u>(64,196)</u>	<u>(1)</u>	<u>(142,580)</u>	<u>(1)</u>
7900 Net income before tax		<u>215,070</u>	-	<u>128,716</u>	-
7950 Income tax expenses	VI(XXIII)	(50,691)	-	(32,596)	-
8200 Net profit for the period		<u>\$ 164,379</u>	<u>-</u>	<u>\$ 96,120</u>	<u>-</u>
Other comprehensive income (net)					
Components that may be reclassified to profit or loss					
8361 Exchange differences on translation of financial statements of foreign operations		(\$ 56,008)	-	(\$ 34,040)	-
8300 Other comprehensive income (net)		<u>(\$ 56,008)</u>	<u>-</u>	<u>(\$ 34,040)</u>	<u>-</u>
8500 Total comprehensive income (loss) for the period		<u>\$ 108,371</u>	<u>-</u>	<u>\$ 62,080</u>	<u>-</u>
Net income (loss) attributable to:					
8610 Owners of the parent company		\$ 164,317	-	\$ 101,085	-
8620 Non-controlling Interests		62	-	(4,965)	-
		<u>\$ 164,379</u>	<u>-</u>	<u>\$ 96,120</u>	<u>-</u>
Total comprehensive income attributable to:					
8710 Owners of the parent company		\$ 108,309	-	\$ 67,045	-
8720 Non-controlling Interests		62	-	(4,965)	-
		<u>\$ 108,371</u>	<u>-</u>	<u>\$ 62,080</u>	<u>-</u>
Basic earnings per share	VI(XXIV)				
9750 Net profit for the period		\$	1.13	\$	0.70
Diluted earnings per share	VI(XXIV)				
9850 Net profit for the period		\$	1.12	\$	0.69

Please also refer to the attached Notes to the Consolidated Financial Statements as part of these Consolidated Financial Statements.

Chairman: Li, Hsi-Chun



Managerial officer: Shen, Tung-Chu



Accounting Manager: Wang, Peng-Cheng




 Coscia Electronics Corp. and Its Subsidiaries
 Consolidated Statement of Changes in Equity
 For the Years Ended December 31, 2021 and 2020

Unit: NTS thousand

Note	Capital Surplus					Retained Earnings			Other equity	Total	Non-controlling Interests	Total Equity
	Capital stock - common shares	Capital surplus - share premium	Capital surplus - treasury share transactions	Capital surplus - recognized value of changes in equity of ownership of subsidiaries	Capital surplus - others	Legal reserve	Special reserve	Unappropriated earnings	Exchange differences on translation of financial statements of foreign operations			
2020												
Balance as of January 1, 2020	\$ 1,396,240	\$ 744,222	\$ 60,466	\$ 32,129	\$ -	\$ 47,910	\$ 52,594	\$ 81,425	(\$ 50,368)	\$ 2,364,618	\$ 218	\$ 2,364,836
Consolidated net profit in 2020	-	-	-	-	-	-	-	101,085	-	101,085	(4,965)	96,120
Other comprehensive income in 2020	-	-	-	-	-	-	-	-	(34,040)	(34,040)	-	(34,040)
Total comprehensive income (loss) for the period	-	-	-	-	-	-	-	101,085	(34,040)	67,045	(4,965)	62,080
Distribution of earnings in 2019	VI(XVIII)											
Legal reserve	-	-	-	-	-	8,143	-	(8,143)	-	-	-	-
Cash dividends	-	-	-	-	-	-	-	(27,925)	-	(27,925)	-	(27,925)
Stock dividends	27,925	-	-	-	-	-	-	(27,925)	-	-	-	-
Balance as of December 31, 2020	\$ 1,424,165	\$ 744,222	\$ 60,466	\$ 32,129	\$ -	\$ 56,053	\$ 52,594	\$ 118,517	(\$ 84,408)	\$ 2,403,738	(\$ 4,747)	\$ 2,398,991
2021												
Balance as of January 1, 2021	\$ 1,424,165	\$ 744,222	\$ 60,466	\$ 32,129	\$ -	\$ 56,053	\$ 52,594	\$ 118,517	(\$ 84,408)	\$ 2,403,738	(\$ 4,747)	\$ 2,398,991
Consolidated net profit in 2021	-	-	-	-	-	-	-	164,317	-	164,317	62	164,379
Other comprehensive income in 2021	-	-	-	-	-	-	-	-	(56,008)	(56,008)	-	(56,008)
Total comprehensive income (loss) for the period	-	-	-	-	-	-	-	164,317	(56,008)	108,309	62	108,371
Distribution of earnings in 2020	VI(XVIII)											
Legal reserve	-	-	-	-	-	10,108	-	(10,108)	-	-	-	-
Provision of special reserve	-	-	-	-	-	-	31,814	(31,814)	-	-	-	-
Cash dividends	-	-	-	-	-	-	-	(28,483)	-	(28,483)	-	(28,483)
Stock dividends	28,483	-	-	-	-	-	-	(28,483)	-	-	-	-
Dividends not received by shareholders beyond the time limit converted to capital surplus	-	-	-	-	237	-	-	-	-	237	-	237
Balance as of December 31, 2021	\$ 1,452,648	\$ 744,222	\$ 60,466	\$ 32,129	\$ 237	\$ 66,161	\$ 84,408	\$ 183,946	(\$ 140,416)	\$ 2,483,801	(\$ 4,685)	\$ 2,479,116

Please also refer to the attached Notes to the Consolidated Financial Statements as part of these Consolidated Financial Statements.

Chairman: Li, Hsi-Chun



Managerial officer: Shen, Ling-Chu



Accounting Manager: Wang, Peng-Cheng




CoAsia Electronics Corp. and Its Subsidiaries
Consolidated Statements of Cash Flows
For the Years Ended December 31, 2021 and 2020

Unit: NT\$ thousand

	<u>Note</u>	<u>From January 1 to December 31, 2021</u>	<u>From January 1 to December 31, 2020</u>
<u>Cash flows from operating activities</u>			
Net profit before tax of the period		\$ 215,070	\$ 128,716
Adjustment item			
Incomes, expenses and losses that do not affect cash flow			
Depreciation expenses (including right-of-use assets)	VI(VIII)(IX) (XXI)	21,225	21,863
Amortization expenses	VI(X)(XXI)	6,065	14,605
Net loss (gain) on financial assets at fair value through profit or loss	VI(XX)	3,942	(17,951)
Expected credit impairment loss (income)	XII(II)	3,771	(1,697)
Interest expenses		69,070	75,313
Interest income		(1,397)	(2,580)
Impairment loss	VI(XI)(XX)	-	53,272
Income from disposal of non-current assets to be sold	VI(XII)(XX)	-	(5,359)
Losses (gains) on disposal of property, plant, and equipment	VI(XX)	410	(190)
Income from disposal of assets	VI(XX)	(1,032)	-
Gains on lease modifications	VI(XX)	-	(622)
Changes in operating assets and liabilities			
Net change in assets related to operating activities			
Notes receivable		-	4,910
Accounts Receivable		(956,920)	(74,648)
Accounts receivable - related parties		(164,984)	24,265
Other receivables		(18,385)	19,826
Other receivables - related parties		7,415	4,080
Inventories		(823,922)	(197,905)
Prepayments		253,825	(99,810)
Other Current Assets		(458,987)	716
Other non-current assets		(2,124)	(898)
Net change in liabilities related to operating activities			
Contract liabilities - current		454,395	(1,324)
Accounts Payable		59,116	43,329
Accounts payable - related parties		(10,204)	23,912
Other payables		430,778	(12,105)
Other payables - related parties		995	(129)
Other current liabilities		48,977	(700)
Other non-current liabilities		(282)	943
Cash outflow generated from operations		(863,183)	(1,600)
Interest received		1,394	2,708
Interest paid		(68,412)	(78,781)
Income tax paid		(41,062)	(19,270)
Net cash flows use in operating activities		(971,263)	(96,943)

(Continued on the next page)

CoAsia Electronics Corp. and Its Subsidiaries
Consolidated Statements of Cash Flows
For the Years Ended December 31, 2021 and 2020



	Note	Unit: NT\$ thousand	
		From January 1 to December 31, 2021	From January 1 to December 31, 2020
<u>Cash flows from investing activities</u>			
Acquisition of property, plant, and equipment	VI(XXV)	(\$ 27,127)	(\$ 2,881)
Proceeds from disposal of property, plant, and equipment		386	598
Acquisition of intangible assets	VI(X)	(3,524)	(3,908)
Decrease (increase) in refundable deposits		1,760	(505)
Acquisition of financial assets at fair value through profit or loss		-	(5,000)
Increase in financial assets at amortized cost		(38,888)	(61,954)
Decrease (increase) in other receivables - related parties		31,328	(31,328)
Price of asset disposal		15,631	47,294
Price of disposal of non-current assets to be sold		-	5,238
Net cash flows used in investing activities		<u>(20,434)</u>	<u>(52,446)</u>
<u>Cash flows from financing activities</u>			
Increase in short-term loans	VI(XXVI)	899,478	197,070
Repayment of the principal portion of leases	VI(XXVI)	(15,540)	(17,642)
Increase in short-term notes and bills payable	VI(XXVI)	100,000	-
Increase (decrease) in guarantee deposits received		(6,265)	3,263
Cash dividends paid	VI(XVIII)	(28,483)	(27,925)
Dividends not received by shareholders beyond the time limit converted to capital surplus		237	-
Net cash flows generated from financing activities		<u>949,427</u>	<u>154,766</u>
Effect of exchange rate changes		(130,250)	(87,967)
Decrease in cash and cash equivalent in the period		(172,520)	(82,590)
Beginning balance of cash and cash equivalents	VI(I)	692,100	774,690
Ending balance of cash and cash equivalents	VI(I)	<u>\$ 519,580</u>	<u>\$ 692,100</u>

Please also refer to the attached Notes to the Consolidated Financial Statements as part of these Consolidated Financial Statements.

Chairman: Li, Hsi-Chun



Managerial officer: Shen, Tung-Chu



Accounting Manager: Wang, Peng-Cheng



Appendix 5

CoAsia Electronics Corp. Comparison on Provisions of the Codes of Practice on Corporate Governance before and after Amendment

Revised Provisions	Existing Provisions	Note
<p>Article 10 (The Company shall attach importance to shareholders' rights to know <u>and prevent insider trading</u>) Items I to III omitted.</p> <p>The foregoing provision shall cover the controls for stock transactions implemented from our insiders' knowledge about the Company's financial statements or related performances, <u>including (but not limited to) the following measure. No directors shall trade their stocks 30 days before the date of annual financial statements, or 15 days before announcement of the quarterly financial statements during the closing period.</u></p>	<p>Article 10 (The Company shall attach importance to shareholders' rights to know) Items I to III omitted.</p> <p>The foregoing provision shall cover the controls for stock transactions implemented from our insiders' knowledge about the Company's financial statements or related performances.</p>	Revised according to laws, regulations and actual needs
<p>Article 10-1 (<u>Report directors' remuneration at the annual general shareholders' meeting</u>)</p> <p><u>At the annual general shareholders' meeting, the Company shall report remuneration received by directors, including remuneration policies, individual remuneration, remuneration amount and their associations with performance appraisal results.</u></p>	Added	Revised according to laws, regulations and actual needs
<p>Article 20 (Overall capabilities of the Board of Directors)</p> <p>Items I to II omitted.</p> <p>Members of the Board of Directors shall be diverse. Except that no more than 1/3 directors shall be managers of the Company, the Company shall formulate applicable diverse policies in respect of its operations, business patterns and development needs, including but not limited to the following two major standards: I. Basic conditions and value: Gender, age, nationality and cultures. <u>Female directors shall account for 1/3 of the Board of Directors.</u> II. Professional knowledge and skills: Professional backgrounds (e.g. laws, accounting, industries, finance, marketing, science and technology), professional skills and industrial experiences). Item IV omitted.</p>	<p>Article 20 (Overall capabilities of the Board of Directors)</p> <p>Items I to II omitted.</p> <p>Members of the Board of Directors shall be diverse. Except that no more than 1/3 directors shall be managers of the Company, the Company shall formulate applicable diverse policies in respect of its operations, business patterns and development needs, including but not limited to the following two major standards: I. Basic conditions and value: Gender, age, nationality and cultures, etc. II. Professional knowledge and skills: Professional backgrounds (e.g. laws, accounting, industries, finance, marketing, science and technology), professional skills and industrial experiences). Item IV omitted.</p>	Revised according to laws, regulations and actual needs
<p>Article 24 (The Company shall appoint independent directors according to the Articles of Incorporation.)</p> <p>The Company shall appoint more than two independent directors</p>	<p>Article 24 (The Company shall appoint independent directors according to the Articles of Incorporation.)</p> <p>The Company shall appoint more than two independent directors pursuant to the Articles of</p>	Revised according to laws, regulations and actual needs

Revised Provisions	Existing Provisions	Note
<p>according to the Articles of Incorporation. Independent directors shall at least account for 1/3 of the Board of Directors. <u>They shall be consecutively re-elected for no more than 3 terms of office.</u></p> <p>Items II to VI omitted.</p>	<p>Incorporation, and the independent directors shall occupy at least 1/5 of the Board of Directors.</p> <p>Items II to VI omitted.</p>	
<p>Article 49 (Reveal information about corporate governance)</p> <p><u>A special zone shall be set on the website of the Company to reveal and constantly update the following information regarding corporate governance:</u></p> <p>I. <u>Board of Directors: Resumes, rights and responsibilities of members of the Board of Directors as well as these members' diverse policies and implementation.</u></p> <p>II. <u>Functional committees: Resumes, rights and responsibilities of the functional committees.</u></p> <p>III. <u>Regulations on corporate governance: Articles of Incorporation, rules of procedure of the Board of Directors, organizational regulations of the functional committees and other regulations about corporate governance.</u></p> <p>IV. <u>Important information about corporate governance: For instance, information about appointment of supervisors in charge of corporate governance.</u></p>	<p>Article 49 (Reveal information about corporate governance)</p> <p>The Company shall reveal and constantly update the information about <u>corporate governance</u> for the following years (If an audit committee has been set, supervisors' information needn't be revealed) <u>according to relevant laws and regulations as well as rules of securities exchanges or over-the-counter bulletin boards:</u></p> <p>I. <u>Corporate governance structure and rules.</u></p> <p>II. <u>Equity structure of the Company, shareholders' rights and interests (including definite dividend policies).</u></p> <p>III. <u>Structure of the Board of Directors, members' professionalism and independence.</u></p> <p>IV. <u>Duties of the Board of Directors and managers</u></p> <p>V. <u>Composition, duties and operation of the Remuneration Committee</u></p> <p>VI. <u>Composition, duties and operation of the Remuneration Committee and other functional committees.</u></p> <p>VII. <u>Remunerations which have been paid to directors, General Manager and Deputy General Manager in the past two years; analysis on the ratio of total remunerations to net profits after tax presented in standalone or separate financial statements; policies on remuneration payment, standards and portfolios; process for remuneration determination, and how remunerations are associated with business performances and future risks. In addition, in certain special cases, some directors' remuneration shall be revealed.</u></p> <p>VIII. <u>Information on directors' continuing education.</u></p> <p>IX. <u>Interested parties' rights, relationships, appeal channels, related topics and appropriate response mechanisms.</u></p> <p>X. <u>Details on handling of disclosure of information about laws and regulations.</u></p> <p>XI. <u>Information about corporate governance, discrepancies between the Company's own codes of practice on corporate governance and these codes of practice, and the reasons.</u></p> <p>XII. <u>Other information about corporate governance.</u> <u>The Company shall reveal particular plans and measures for improving its corporate governance by appropriate methods dependent upon actual situation of its governance.</u></p>	<p>Revised according to laws, regulations and actual needs</p>
<p>Article 51</p> <p>The Company's codes of practice on corporate governance shall be implemented after they are approved by the Board of Directors through a resolution.</p>	<p>Article 51</p> <p>The Company's codes of practice on corporate governance shall be implemented after they are approved by the Board of Directors through a resolution.</p> <p>The 1st edition was approved by the Company's Board of Directors on December 27, 2006.</p>	<p>Revised according to actual needs</p>

Revised Provisions	Existing Provisions	Note
<p>The 1st edition was approved by the Company's Board of Directors on December 27, 2006.</p> <p>The 2nd edition was approved by the Company's Board of Directors on January 28, 2019.</p> <p>The 3rd edition was approved by the Company's Board of Directors on August 6, 2020.</p> <p><u>The 4th edition was approved by the Company's Board of Directors on March 8, 2022.</u></p>	<p>The 2nd edition was approved by the Company's Board of Directors on January 28, 2019.</p> <p>The 3rd edition was approved by the Company's Board of Directors on August 6, 2020.</p>	

Appendix 6

CoAsia Electronics Corp. [Comparison of Codes of Practice on Corporate Social Responsibilities before and after Amendment]

Revised Name	Existing Name	Note
<u>Codes of Practice on Sustainable Development</u>	Codes of Practice on Corporate Social Responsibilities	In combination with international development trend and goal of sustainable development, reinforce Taiwan listed companies' promotion of sustainable development and improve information disclosure for sustainable development. Highlight Chinese enterprises' focus on sustainable development and practices; change Codes of Practice on Listed Companies' Social Responsibilities into Codes of Practice on Listed Companies' Sustainable Development.

Revised Provisions	Existing Provisions	Note
<p>Article 1</p> <p>To assist the Company in practising its social responsibilities and promoting economic, environmental and social progress to attain the goal of sustainable development, Taiwan Stock Exchange Corporation (hereinafter referred to as the Stock Exchange) and the Gre Tai Securities Market of the Republic of Taiwan (hereinafter referred to as the Gre Tai Securities Market) assist in formulating these codes of practice.</p>	<p>Article 1</p> <p>To assist the Company in practising its social responsibilities and promoting economic, environmental and social progress to attain the goal of sustainable development, Taiwan Stock Exchange Corporation (hereinafter referred to as the Stock Exchange) and the Gre Tai Securities Market of the Republic of Taiwan (hereinafter referred to as the Gre Tai Securities Market) assist in formulating these codes of practice.</p>	<p>In combination with revision of the name of these codes of practice, and extend the concept that enterprises shall attach importance to their social responsibilities to the concept that enterprises ought to place emphasis upon sustainable development. Amend Item II of this article.</p>
<p>Article 2</p> <p>These codes of practice are applicable to the Company. They cover general business operations of the Company and its group companies.</p> <p>They encourage the Company to actively promote <u>sustainable development</u> while embarking on enterprise operations, in order to keep up with international development. Through corporate citizenship and accountability, the Company shall enhance its contribution to national economy. It shall also improve living standards of employees, communities and the society, to reinforce the its competitive advantages oriented towards <u>sustainable development</u>.</p>	<p>Article 2</p> <p>These codes of practice are applicable to the Company. They cover general business operations of the Company and its group companies.</p> <p>These codes of practice encourage the Company to to actively perform its social responsibilities while embarking on business operations, in order to keep up with international development. Through corporate citizenship and accountability, the Company shall enhance its contribution to national economy. It shall also improve living standards of employees, communities and the society, to reinforce the its competitive advantages in respect of corporate responsibilities.</p>	<p>In combination with revision of the name of these codes of practice, extend the concept that enterprises shall attach importance to their social responsibilities to the concept that enterprises ought to place emphasis upon sustainable development. Amend Item II of this article.</p>

<p>Article 3</p> <p>In <u>promoting its sustainable development</u>, the Company shall pay attention to rights and interests of interested parties. While maintaining operations on a going concern basis and making profits, it shall attach importance to environmental and social factors as well as factors on corporate governance, which shall be taken into account in the Company's management policies and business operations.</p> <p>(Hereinafter omitted)</p>	<p>Article 3</p> <p>In performing its social responsibilities, the Company shall pay attention to its interested parties' rights and interests. While maintaining operations on a going concern basis and making profits, it shall attach importance to environmental and social factors as well as factors on corporate governance, which shall be taken into account in the Company's management policies and business operations.</p> <p>(Hereinafter omitted)</p>	<p>In combination with revision of the name of these codes of practice, extend the concept that enterprises shall attach importance to their social responsibilities to the concept that enterprises ought to place emphasis upon sustainable development. Amend Item I of this article.</p>
<p>Article 4</p> <p>The Company shall promote its <u>sustainable development</u> based on the following principles:</p> <p>I. Implement corporate governance.</p> <p>II. Develop sustainable environment</p> <p>III. Preserve social public welfare.</p> <p>IV. Enhance disclosure of information on corporate <u>sustainable development</u>.</p>	<p>Article 4</p> <p>The Company shall perform its social responsibilities based on the following principles:</p> <p>Implement corporate governance.</p> <p>Develop sustainable environment</p> <p>Preserve social public welfare.</p> <p>Strengthen disclosure of information about corporate social responsibilities.</p>	<p>In combination with revision of the name of these codes of practice, extend the concept that enterprises shall attach importance to their social responsibilities to the concept that enterprises ought to place emphasis upon sustainable development. Amend the recital and Clause 4 of this article.</p>

<p>Article 5</p> <p>The Company shall consider connections between development trends of domestic/foreign <u>sustainability issues</u> and corporate core businesses, and impacts of the Company's and its group companies' general operations upon their interested parties. It shall formulate policies, rules or related management policies and specific plans for <u>sustainable development</u>, which shall be presented at a shareholders' meeting once they are approved by the Board of Directors.</p> <p>Any proposals on <u>sustainable development</u> put forward by shareholders shall be considered as proposals of the shareholders' meeting by the Company's Board of Directors upon deliberation.</p>	<p>Article 5</p> <p>The Company shall consider connections between development trends of domestic/foreign enterprises' social responsibilities and corporate core businesses, and impacts of the Company's and its group companies' general operations upon their interested parties. It shall formulate policies, rules or related management policies and specific plans for corporate social responsibilities, which shall be presented at a shareholders' meeting once they are approved by the Board of Directors.</p> <p>Any proposals on corporate social responsibilities put forward by shareholders shall be considered as proposals of the shareholders' meeting by the Company's Board of Directors upon deliberation.</p>	<p>In combination with revision of the name of these codes of practice, extend the concept that enterprises shall attach importance to their social responsibilities to the concept that enterprises ought to place emphasis upon sustainable development. Amend Items I and II of this article.</p>
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<p>Article 7</p> <p>Directors of the Company shall perform their duty of care as good managers. They ought to urge enterprises to promote <u>sustainable development</u>, and review implementation results and continuous improvements from time to time, so as to ensure execution of policies for <u>sustainable development</u>.</p> <p>In <u>promoting</u> attainment of <u>the goal for sustainable development</u>, directors of the Company shall fully consider interested parties' interests and the following matters:</p> <p>I. Put forward missions or visions for <u>sustainable development</u>; formulate policies, rules or relevant management policies for <u>sustainable development</u>.</p> <p>II. Include <u>sustainable development</u> in the Company's business operations and development orientations; review and approve specific plans for <u>sustainable development</u>.</p> <p>III. Ensure that information on <u>sustainable development</u> is correctly disclosed in real time.</p>	<p>Article 7</p> <p>Directors of the Company shall perform their duty of care as good managers. They ought to urge enterprises to perform their social responsibilities, and review implementation results and continuous improvements from time to time, so as to ensure performance of policies about social responsibilities.</p> <p>During the Company's performance of its social responsibilities, its directors shall consider the interested parties' interests and the following matters: Put forward missions or visions on corporate social responsibilities; formulate policies, rules or relevant management policies on corporate social responsibilities. Include corporate social responsibilities in the Company's business operations and development orientations; review and approve specific plans for performance of corporate social responsibilities. Ensure that information on corporate social responsibilities is correctly disclosed in real time.</p>	<p>In combination with revision of the name of these codes of practice, extend the concept that enterprises shall attach importance to their social responsibilities to the concept that enterprises ought to place emphasis upon sustainable development. Amend Items I and II of this article.</p>
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<p>Article 8</p> <p>The Company shall regularly organize education and training to <u>promote sustainable development</u>, including advocating Item 2 of the foregoing article.</p>	<p>Article 8</p> <p>The Company shall regularly organize education and training to fulfill corporate social responsibilities, including advocating Item 2 of the preceding article.</p>	<p>In combination with revision of the name of these codes of practice, extend the concept that enterprises shall attach importance to their social responsibilities to the concept that enterprises ought to place emphasis upon sustainable development. Amend this article.</p>
<p>Article 9</p> <p>In order to improve its <u>sustainable development</u> management, the Company shall establish a <u>governance structure to promote sustainable development</u>, and set up full-time (part-time) units to propose <u>sustainable development</u> policies, rules or relevant management policies and specific promotion plans, which shall be regularly reported to the Board of Directors.</p> <p>The Company shall formulate reasonable remuneration policies to ensure that its remuneration plan is in line with its organizational strategic objectives and the interests of interested parties.</p> <p>The employee performance appraisal system shall be combined with the <u>sustainable development</u> policies. A clear and effective reward and punishment system shall be established.</p>	<p>Article 9</p> <p>In order to improve management of its corporate social responsibilities, the Company shall set up <u>full-time (part-time) units</u> to propose and execute policies, rules or relate management policies and specific promotion plans in respect of corporate social responsibilities, which shall be regularly reported to the Board of Directors.</p> <p>The Company shall formulate reasonable remuneration policies to ensure that its remuneration plan is in line with its organizational strategic objectives and the interests of interested parties.</p> <p>The employee performance appraisal system shall be combined with corporate social responsibility policies. A clear and effective reward and punishment system shall be established.</p>	<p>(1) In order to improve its sustainable development management, the Company shall strengthen the promotion of sustainable development goals through construction of governance structure. Item 1 of this article is amended.</p> <p>(2) In combination with revision of the name of these codes of practice, extend the concept that enterprises shall attach importance to their social responsibilities to the concept that enterprises ought to place emphasis upon sustainable development. Amend Items I and III of this article.</p>

<p>Article 10</p> <p>The Company shall identify its interested parties for the sake of respecting their rights and interests. It shall set up a special zone for its interested parties on its website. It shall also understand reasonable expectations and needs of interested parties by appropriate methods and properly respond to important issues of their concern on <u>sustainable development</u>.</p>	<p>Article 10</p> <p>The Company shall identify its interested parties for the sake of respecting their rights and interests. It shall set up a special zone for its interested parties on its website. It shall also understand reasonable expectations and needs of interested parties by appropriate methods and properly respond to important issues of their concern on corporate social responsibilities.</p>	<p>In combination with revision of the name of these codes of practice, extend the concept that enterprises shall attach importance to their social responsibilities to the concept that enterprises ought to place emphasis upon sustainable development. Amend this article.</p>
<p>Article 12</p> <p>The Company shall be committed to improving <u>energy utilization</u> efficiency <u>and</u> using renewable materials with insignificant impact on environmental load, so that the earth's resources can be used sustainably.</p>	<p>Article 12</p> <p>The Company shall be committed to improving resource utilization efficiency and using renewable materials with insignificant impact on environmental load, so that the earth's resources can be used sustainably.</p>	<p>This article is amended to focus on corporate management of energy utilization and mitigate greenhouse gas emissions.</p>

<p>Article 17</p> <p>The Company shall assess its present and future potential risks and opportunities incurred by climate changes, and take <u>relevant</u> measures.</p> <p>The Company shall adopt general standards or guidelines applicable at home and abroad to take and disclose greenhouse gas inventories, which shall include:</p> <p>I. Direct greenhouse gas emissions: The sources of greenhouse gas emissions are owned or controlled by the Company.</p> <p>II. Indirect greenhouse gas emissions: Generated by <u>imported</u> energy sources such as electricity, heat, and steam.</p> <p>III. <u>Other indirect emissions: Emissions from the Company's activities are not indirect energy emissions, but from sources owned or controlled by other companies.</u></p>	<p>Article 17</p> <p>The Company shall assess its present and future potential risks and opportunities incurred by climate changes, and take measures for <u>climate-related issues</u>.</p> <p>The Company shall adopt general standards or guidelines applicable at home and abroad to take and disclose greenhouse gas inventories, which shall include:</p> <p>I. Direct greenhouse gas emissions: The sources of greenhouse gas emissions are owned or controlled by the Company.</p> <p>II. Indirect greenhouse gas emissions: Generated by purchased energy sources such as electricity, heat, and steam.</p>	<p>I. A listed company shall assess the risks and opportunities related to climate changes and the measures to be taken for climate changes, including but not limited to climate-related topics. Thus, the Company amend Item 1 of this article.</p> <p>II. In respect of the electricity in indirect greenhouse gas emissions, including but not limited to purchased electricity, Clause 2, Item 2 of this article is amended.</p> <p>III. To reduce greenhouse gas emissions, the Company is encouraged to disclose other greenhouse gas emissions within Scope 3, so Clause 3, Item 2 has been added to this article.</p>
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Names of Revised Sections	Names of Current Sections	Note
Chapter 5 Strengthen disclosure of information about corporate <u>sustainable development</u>	Chapter 5 Strengthen disclosure of information on corporate social responsibilities	In combination with revised Clause 4 of Article 4, revise the name of Section V.

Revised Provisions	Existing Provisions	Note
<p>Article 28 The Company shall disclose information in accordance with relevant regulations and the codes of practice on listed companies' governance. It shall fully disclose information about its vital and reliable <u>sustainable development</u> to enhance information transparency.</p> <p>The Company discloses</p>	<p>Article 28 The Company shall disclose information in accordance with relevant regulations and the codes of practice on listed companies' governance. It shall fully disclose information about its vital and reliable sustainable development to enhance information transparency.</p> <p>The Company shall</p>	<p>In combination with revision of the name of these codes of practice, extend the concept that enterprises shall attach importance to their social responsibilities to the concept that enterprises ought to place emphasis upon sustainable development. Amend Items I and II of this article.</p>

Revised Provisions	Existing Provisions	Note
<p>the following information on <u>sustainable development</u> as follows:</p> <p>I. Policies, rules or related management policies and specific plans for <u>sustainable development</u> approved by the Board of Directors by resolution.</p> <p>II. Risks and impacts of corporate governance, creation of sustainable development, protection of social public welfare and other factors upon business operations and financial situation of the Company.</p> <p>III. The Company's goals, measures and performances in respect of <u>sustainable development</u>.</p> <p>IV. Major interested parties and their issues of concern.</p> <p>V. Main suppliers' management of environment and major social issues as well as their management performances.</p> <p>VI. Other information about <u>sustainable development</u>.</p>	<p>disclose information on its social responsibilities as follows:</p> <p>I. Policies, rules or related management policies and specific plans for the Company's performance of its social responsibilities approved by the Board of Directors through resolution.</p> <p>II. Risks and impacts of corporate governance, creation of sustainable development, protection of social public welfare and other factors upon business operations and financial situation of the Company.</p> <p>III. The Company's objectives and measures on performance of social responsibilities as well as its performances in implementation.</p> <p>IV. Major interested parties and their issues of concern.</p> <p>V. Main suppliers' management of environment and major social issues as well as their management performances.</p> <p>VI. Other related information about corporate social responsibilities.</p>	
<p>Article 29 The Company shall adopt widely recognized international standards or guidelines for preparing its <u>sustainability</u> report, to disclose information about its promotion of <u>sustainable development</u> and gain third party assurance, in order to increase information reliability. The sustainable</p>	<p>Article 29 The Company shall adopt widely recognized international standards or guidelines for preparing its corporate social responsibility report, to disclose information about its performance of social responsibilities and gain third party assurance, in order to increase information reliability. The sustainable</p>	<p>In combination with specific measures of Corporate Governance 3.0 - Blueprint for Sustainable Development, change the listed companies' Corporate Social Responsibility Report into Sustainability Report. In combination with amendment to the name of these codes of practice, extend the concept</p>

Revised Provisions	Existing Provisions	Note
<p>report shall cover:</p> <p>I. Policies, rules or related management policies and specific plans for promoting <u>sustainable development</u>.</p> <p>II. Major interested parties and their issues of concern.</p> <p>III. The Company's performance in and review of governance, development of sustainable environment, protection of social public welfare, and promotion of economic development.</p> <p>IV. Future improvement orientations and objectives.</p>	<p>report shall cover:</p> <p>I. Policies, rules or related management policies and specific plans for promoting performance of corporate social responsibilities.</p> <p>II. Major interested parties and their issues of concern.</p> <p>III. The Company's performance in and review of governance, development of sustainable environment, protection of social public welfare, and promotion of economic development.</p> <p>IV. Future improvement orientations and objectives.</p>	<p>that enterprises shall attach importance to their social responsibilities to the concept that enterprises ought to place emphasis upon sustainable development. Amend this recital and Clause 1 of this article.</p>
<p>Article 30</p> <p>The Company shall pay attention to development of standards for <u>sustainable development</u> at home and abroad and changes in corporate environment from time to time, so as to review and improve its rules for <u>sustainable development</u> and outcomes in promoting <u>sustainable development</u>.</p>	<p>Article 30</p> <p>The Company shall pay attention to development of standards related to corporate social responsibilities at home and abroad and changes in corporate environment from time to time, so as to review and improve its rules for corporate social responsibilities and outcomes in performing its social responsibilities.</p>	<p>In combination with revision of the name of these codes of practice, extend the concept that enterprises shall attach importance to their social responsibilities to the concept that enterprises ought to place emphasis upon sustainable development. Amend this article.</p>

Appendix 7

CoAsia Electronics Corp.

[Comparison of Articles of Incorporation before and after Amendment]

Articles	Revised Provisions	Existing Provisions	Note
Article 9-1	<u>Shareholders' meetings of the Company shall be convened by video conferencing or in other ways announced by central competent authorities. The shareholders' meetings convened by video conferencing shall comply with corresponding conditions, operating procedures, other pertinent rules to be obeyed, and other rules stipulated by competent authorities if any.</u>		Revised in combination with laws, regulations and actual needs.
Article 21	<p>The Articles of Incorporation were formulated on October 29, 1997.</p> <p>The first amendment was made on November 11, 1997.</p> <p>The second amendment was made on February 1, 2000.</p> <p>Omitted</p> <p>The eighteenth amendment was made on June 21, 2019.</p> <p>The nineteenth amendment was made on June 19, 2020.</p> <p><u>The twentieth amendment was made on June 24, 2022.</u></p>	<p>The Articles of Incorporation were formulated on October 29, 1997.</p> <p>The first amendment was made on November 11, 1997.</p> <p>The second amendment was made on February 1, 2000.</p> <p>Omitted</p> <p>The eighteenth amendment was made on June 21, 2019.</p> <p>The nineteenth amendment was made on June 19, 2020.</p>	Revision Date and Times

Appendix 8

CoAsia Electronics Corp.

[Comparison of Process for Acquiring or Disposing of Assets before and after Amendment]

Articles	After amendment	Before amendment	Reason for amendment
Article 6	<p>For valuation reports obtained by the Company or opinions of accountants, lawyers or securities underwriters, the valuation reports issued by professional valutors, their valuation personnel, accountants, lawyers or securities underwriters, these valutors, valuation personnel, accountants, lawyers or securities underwriters shall comply with the following rules:</p> <p>I. They have never been sentenced to fixed-term imprisonment of more than one year for violation of these codes, Company Act, Banking Act, Insurance Act, Financial Holding Companies Act or Business Accounting Act, or fraud, dishonesty, embezzlement, forgery or business crimes. However, completed sentence, expired probation or three years of amnesty are not taken into account.</p> <p>II. They shall not be interested parties or substantial interested parties of any parties concerned.</p> <p>III. If the Company has to obtain valuation reports from more than two professional valutors, the valutors or valuation personnel must not be interested parties or substantial interested parties.</p> <p>In issuing valuation reports or opinions, the aforementioned personnel shall handle the following matters in accordance with <u>self-discipline rules of their trade associations</u>:</p> <p>I. Before accepting a case, they shall carefully evaluate their own professional capabilities, practical experience and independence.</p> <p>II. In <u>executing</u> a case, they shall appropriately plan and execute proper operation procedures to reach conclusions and issue a report or opinions. They shall publish the procedures, collected data and conclusions in working papers of the case in detail.</p> <p>III. They shall evaluate <u>appropriateness</u> and rationality of the data sources, parameters and information used one by one as basis for issuing appraisal reports or written opinions.</p> <p>IV. In their statements, they shall declare that related personnel are professional and independent, the information they use for evaluation is <u>appropriate and rational</u>, and they comply with related regulations.</p>	<p>For valuation reports obtained by the Company or opinions of accountants, lawyers or securities underwriters, the valuation reports issued by professional valutors, their valuation personnel, accountants, lawyers or securities underwriters, these valutors, valuation personnel, accountants, lawyers or securities underwriters shall comply with the following rules:</p> <p>I. They have never been sentenced to fixed-term imprisonment of more than one year for violation of these codes, Company Act, Banking Act, Insurance Act, Financial Holding Companies Act or Business Accounting Act, or fraud, dishonesty, embezzlement, forgery or business crimes. However, completed sentence, expired probation or three years of amnesty are not taken into account.</p> <p>II. They shall not be interested parties or substantial interested parties of any parties concerned.</p> <p>III. If the Company has to obtain valuation reports from more than two professional valutors, the valutors or valuation personnel must not be interested parties or substantial interested parties.</p> <p>In issuing valuation reports or opinions, the aforementioned personnel shall handle the following matters:</p> <p>I. Before accepting a case, they shall carefully evaluate their own professional capabilities, practical experience and independence.</p> <p>II. In investigating a case, they shall appropriately plan and execute proper operation procedures to reach conclusions and issue a report or opinions. They shall publish the procedures, collected data and conclusions in working papers of the case in detail.</p> <p>III. They shall evaluate <u>completeness, accuracy</u> and rationality of the data sources, parameters and information used one by one as basis for issuing appraisal reports or written opinions.</p> <p>IV. In their statements, they shall declare that related personnel are professional and independent, the information they use for evaluation is rational <u>and accurate</u>, and they comply with related regulations.</p>	Revised according to laws, regulations and actual needs
Article 8	The evaluation procedures for the Company's acquisition and disposal of	The evaluation procedures for the Company's acquisition and disposal of assets	Make amendments in

Articles	After amendment	Before amendment	Reason for amendment
	<p>assets are as follows:</p> <p>I. For immovable property, equipment or their right-of-use assets, except for those traded with government authorities of Taiwan, constructed by an entrusted party on the Company's own or rented land, equipment used for business operations or their right-of-use assets, a valuation report shall be obtained from a professional valuator before the actual transaction date if the transaction amount is up to 20% of the Company's paid-in capital or exceeds NT\$300,000,000, and the following rules shall be observed:</p> <p>(I) If a ceiling price, specific price or special price shall be used for reference due to a special reason, the transaction shall be first reported to the Board of Directors for approval by resolution. This shall also apply in case of any change in the transaction conditions afterwards.</p> <p>(II) In case that the transaction amount exceeds NT\$1 billion, more than two professional valutors shall be engaged for valuation.</p> <p>(III) Under any of the following circumstances, except that all prices estimated for acquiring assets are higher than the transaction amount, or all prices estimated for disposing of assets are below the transaction amount, accountants shall be hired to issue specific opinions with respect to causes of the discrepancies and appropriateness of the transaction prices:</p> <ol style="list-style-type: none"> 1. The difference between the estimated price and the transaction amount is more than 20% of the transaction amount. 2. The discrepancy in valuation results exceeds 10% of the transaction amount among more than two professional valutors. <p>(IV) A deed shall be concluded no more than 3 months after the date on which a report is issued by a professional valuator. However, if the present value announced in that period applies and the time interval is shorter than six months, opinions shall be issued by the original professional valuator.</p> <p>II. In acquiring or disposing of negotiable securities, the latest financial statements verified by accountants of the target company shall be obtained as references for evaluating transaction prices prior to the actual transaction date. In</p>	<p>are as follows:</p> <p>I. For immovable property, equipment or their right-of-use assets, except for those traded with government authorities of Taiwan, constructed by an entrusted party on the Company's own or rented land, equipment used for business operations or their right-of-use assets, a valuation report shall be obtained from a professional valuator before the actual transaction date if the transaction amount is up to 20% of the Company's paid-in capital or exceeds NT\$300,000,000, and the following rules shall be observed:</p> <p>(I) If a ceiling price, specific price or special price shall be used for reference due to a special reason, the transaction shall be first reported to the Board of Directors for approval by resolution. This shall also apply in case of any change in the transaction conditions afterwards.</p> <p>(II) In the event that the difference between the price estimated by a professional valuator and the transaction amount exceeds 20%, accountants shall be engaged to <u>handle related matters according to the Statement on Auditing Standards No.20, and</u> issue specific opinions regarding causes of the difference and appropriateness of the transaction price, except that all estimated asset prices exceed the transaction amount or all estimated prices for disposing of the assets are below the transaction amount.</p> <p>(III) If the transaction amount exceeds NT\$1 billion, more than two professional valutors shall be engaged for valuation. In case that the difference in the professional valutors' valuation results exceeds 10%, accountants shall be engaged to <u>handle related matters according to the Statement on Auditing Standards No.20, and</u> issue specific opinions regarding causes of the difference and appropriateness of the transaction price, except that all estimated asset prices exceed the transaction amount or all estimated prices for disposing of the assets are below the transaction amount.</p> <p>(IV) A deed shall be concluded no more than 3 months after the date on which a report is issued by a professional valuator. However, if the present value announced in that period applies and the time interval is shorter than six months, opinions shall be issued by the original professional valuator.</p> <p>II. In acquiring or disposing of negotiable securities, the latest financial statements verified by accountants of the target company shall be obtained as references for evaluating transaction prices prior to the actual transaction date. In addition, if the transaction amount is up to 20% of the Company's paid-in capital or exceeds NT\$300,000,000, accountants shall be engaged to issue opinions on appropriateness of the transaction price before the actual</p>	<p>combination with laws, regulations and actual needs; revise some texts.</p>

Articles	After amendment	Before amendment	Reason for amendment
	<p>addition, if the transaction amount is up to 20% of the Company's paid-in capital or exceeds NT\$300,000,000, accounts shall be engaged to issue opinions on appropriateness of the transaction price before the actual transaction date. However, this shall not apply if the negotiable securities are openly quoted in the active markets or their prices are otherwise specified by the <u>Financial Supervisory Commission</u>.</p> <p>III. In the event that the transaction amount of any intangible assets, their right-of-use assets or membership certificates acquired or disposed of by the Company is up to 20% of the Company's paid-in capital or exceeds NT\$300,000,000, accountants shall be engaged to issue opinions on appropriateness of the transaction price before the actual transaction date in addition to trading with government authorities of Taiwan.</p> <p>IV. In case that the amount of transaction between the Company and its interested party for acquiring or disposing of assets exceeds 10% of the Company's total assets, <u>a valuation report issued by a professional valuator shall be obtained as stipulated in Item 1 of Article 8.</u></p> <p>V. The transaction amount under the foregoing four clauses shall be calculated according to Item 2, Article 31 of the Guideline for Public Issue of Assets Acquired or Disposed of by the Company. Within one year mentioned thereunder shall mean tracing back to one year from the actual date of this transaction. The period for which a valuation report has been issued by professional valutors or opinions have been issued by accountants will not be considered.</p> <p>VI. For assets acquired or disposed of by the Company according to court auction procedures, supporting documents shall be issued by a court in place of the valuation report or accountants' opinions.</p>	<p>transaction date. <u>If the accountants have to adopt expert reports, they shall act according to the Statement on Auditing Standards No.20 released by the Accounting Research and Development Foundation.</u> Nevertheless, this shall not apply if the negotiable securities are openly quoted in the active markets or their prices are otherwise specified by any competent authority.</p> <p>III. In the event that the transaction amount of any intangible assets, their right-of-use assets or membership certificates acquired or disposed of by the Company is up to 20% of the Company's paid-in capital or exceeds NT\$300,000,000, accountants shall be engaged to issue opinions on appropriateness of the transaction price before the actual transaction date in addition to trading with government authorities of Taiwan, <u>and accountants shall act in accordance with the Statement on Auditing Standards No.20.</u></p> <p>IV. If the amount of transaction between the Company and its interested party for acquiring or disposing of assets exceeds 10%, accountants shall be engaged <u>before the actual transaction date</u> to issue opinions regarding appropriateness of the transaction price, <u>and act in accordance with the Statement on Auditing Standards No.20.</u></p> <p>V. The transaction amount under the foregoing four clauses shall be calculated according to Item 2, Article 31 of the Guideline for Public Issue of Assets Acquired or Disposed of by the Company. Within one year mentioned thereunder shall mean tracing back to one year from the actual date of this transaction. The period for which a valuation report has been issued by professional valutors or opinions have been issued by accountants will not be considered. For assets acquired or disposed of by the Company according to court auction procedures, supporting documents shall be issued by a court in place of the valuation report or accountants' opinions.</p>	
Article 15	Implementation and Amendment Once the Company's Process for Acquiring or Disposing of Assets is approved by the Audit Committee, it shall be presented to the Board of Directors for resolution. It shall be implemented after it is approved by the shareholders' meeting. This also applies to amendments. If any director expresses any dissent and any record or written statement has been kept and made	Implementation and Amendment Once the Company's Process for Acquiring or Disposing of Assets is approved by the Audit Committee, it shall be presented to the Board of Directors for resolution. It shall be implemented after it is approved by the shareholders' meeting. This also applies to amendments. If any director expresses any dissent and any record or written statement has been kept and made in respect of the	Revised according to actual needs

Articles	After amendment	Before amendment	Reason for amendment
	<p>in respect of the dissent, the Company shall deliver materials related to this director's dissent to the Audit Committee.</p> <p>When this process is submitted to the Board of Directors for discussion in accordance with the foregoing provisions, opinions of independent directors shall be fully considered. Their consent, dissent and corresponding reasons shall be included in the meeting minutes.</p> <p>Formulation or revision of this process shall be approved by more than half of the Audit Committee's members and presented to the Board of Directors for approval by resolution.</p> <p>The first edition was approved by the Board of Directors by resolution on June 27, 2003.</p> <p>The second edition was approved at the shareholders' meeting by resolution on June 17, 2005.</p> <p>The third edition was approved at the shareholders' meeting by resolution on June 16, 2006.</p> <p>The fourth edition was approved at the shareholders' meeting by resolution on June 25, 2012.</p> <p>The fifth edition was approved at the shareholders' meeting by resolution on June 26, 2014.</p> <p>The sixth edition was approved at the shareholders' meeting by resolution on June 22, 2017.</p> <p>The seventh edition was approved at the shareholders' meeting by resolution on November 20, 2018.</p> <p>The eighth edition was approved at the shareholders' meeting by resolution on June 21, 2019.</p> <p>The ninth edition was approved at the shareholders' meeting by resolution on June 19, 2020.</p> <p><u>The tenth edition was approved at the shareholders' meeting by resolution on June 24, 2022.</u></p>	<p>dissent, the Company shall deliver materials related to this director's dissent to the Audit Committee.</p> <p>When this process is submitted to the Board of Directors for discussion in accordance with the foregoing provisions, opinions of independent directors shall be fully considered. Their consent, dissent and corresponding reasons shall be included in the meeting minutes.</p> <p>Formulation or revision of this process shall be approved by more than half of the Audit Committee's members and presented to the Board of Directors for approval by resolution.</p> <p>The first edition was approved by the Board of Directors by resolution on June 27, 2003.</p> <p>The second edition was approved at the shareholders' meeting by resolution on June 17, 2005.</p> <p>The third edition was approved at the shareholders' meeting by resolution on June 16, 2006.</p> <p>The fourth edition was approved at the shareholders' meeting by resolution on June 25, 2012.</p> <p>The fifth edition was approved at the shareholders' meeting by resolution on June 26, 2014.</p> <p>The sixth edition was approved at the shareholders' meeting by resolution on June 22, 2017.</p> <p>The seventh edition was approved at the shareholders' meeting by resolution on November 20, 2018.</p> <p>The eighth edition was approved at the shareholders' meeting by resolution on June 21, 2019.</p> <p>The ninth edition was approved at the shareholders' meeting by resolution on June 19, 2020.</p>	

Appendix 9

CoAsia Electronics Corp. Articles of Incorporation (before Amendment)

Chapter 1 General Rules

- Article 1 The Company was organized in accordance with the Company Act and known as Corp.
(The English name of the Company is Corp.)
- Article 2 The Company's businesses are shown on the left:
- I. F213010 Electrical appliances retail.
 - II. F218010 Information software retail.
 - III. F401010 International trade.
 - IV. CC01080 Electronic components manufacturing.
 - V. I501010 Product design.
 - VI. F119010 Wholesale of electronic materials.
 - VII. F601010 Intellectual property.
 - VIII. ZZ99999 Except for licensed businesses, businesses banned or prohibited by laws or regulations must not be conducted.
- Article 3 It is not stipulated that total amount of of the Company's reinvestment shall not exceed 40% of its paid-in capital.
- Article 3-1 If the Company offers any guarantee (including endorsement) for a third party, it shall handle related formalities in accordance with its relevant procedures.
- Article 4 The Company is headquartered in Taipei, and may set up offshore branches within the resolution of the Board of Directors.
- Article 5 The Company may make announcements according to Article 28 of the Company Act.

Chapter 2 Shares

- Article 6 The Company's total capital amounts to NT\$2,000,000,000 with 200,000,000 shares, with a book value of NT\$10 per share and issued separately.
For the total capital mentioned above, NT\$40,000,000 is reserved for issuing employee stock options. 4,000,000 shares are issued to employees in total separately within the resolution of the Board of Directors.
- Article 7 No stock certificate is printed for shares issued by the Company, but the issuance shall be filed with a securities depository.
- Article 8 The registration for any share transfer shall be ceased 60 days before the general shareholders' meeting, 30 days prior to the extraordinary shareholders'

meeting or 5 days before the Company's distribution of dividends, bonuses or other benefits.

Chapter 3 Shareholders' Meeting

- Article 9 Shareholders' meeting includes general shareholders' meeting and extraordinary shareholders' meeting. General shareholders' meeting is annually held, lawfully convened by the Board of Directors six months after the end of each fiscal year. Extraordinary meeting shall be lawfully convened when necessary.
- Article 10 Shareholders who are unable to attend a shareholders' meeting shall appoint a representative to attend the meeting by issuing a proxy printed by the Company, where the scope of authorization shall be specified, and the proxy shall be signed or sealed. Matters about the proxy shall be handled according to the Company Act and the Regulations for Use of Proxies for Shareholders' Meetings of Public Companies.
- Article 11 In the Company, a shareholder holds one vote per share, except for those subject to restrictions or those who have no voting right as stipulated under Article 179 of the Company Act.
- Article 12 Any resolution reached at a shareholders' meeting, unless otherwise provided by the Company Act, shall be enforced with the presence of shareholders who represent over half of total outstanding shares and as approved by a majority of voting rights of the shareholders present. Shareholders of the Company may also exercise their voting rights electronically. Any shareholders who exercise their voting rights electronically shall be deemed to attend the meeting in person. They shall handle related matters according to pertinent laws and regulations.
- Article 12-1 The Company may transfer shares to its employees below the average price at which it has redeemed shares, or issue employee stock options below the closing price which prevails on the issue date at a shareholders' meeting with the presence of shareholders who represent a majority of outstanding shares and as approved by more than 2/3 of the shareholders present.

Chapter 4 Directors and Audit Committee

- Article 13 The Company has five to nine directors, where there shall not be less than 3 independent directors, who shall account for 1/5 of directors at least. The term of office is three years for each director. Capable persons may be elected and appointed as directors at a shareholders' meeting. Directors may be re-elected

after their term of office expires.

All directors of the Company shall be elected among candidates by nomination according to Clause 1, Article 192 of the Company Act.

Total amount of shares held by the directors in the Company shall be determined in accordance with pertinent rules of competent authorities.

The Company shall set up an Audit Committee, which shall be made up of all independent directors. The Audit Committee shall exercise powers in place of the supervisors pursuant to the Company Act, Securities Exchange Act and other regulations. For duties, Articles of Association, powers exercising and other matters of the Audit Committee, relevant rules of competent securities authorities and the Company shall prevail.

Article 13-1 If any independent director is removed that number of independent directors is below the limit specified by the Articles of Incorporation, a new independent director shall be elected at the latest shareholders' meeting.

In the event that number of directors is 1/3 below the quota or all independent directors are removed, the Board of Directors shall hold an extraordinary shareholders' meeting for election of new directors within 60 days.

For the directors elected under the foregoing two provisions, their term of office shall be the former directors' remaining term of office.

Article 14 The Board of Directors meeting shall be organized by directors. It shall be attended by more than 2/3 of directors. A chairman and a deputy chairman shall be elected among the directors present with the approval of a majority of directors present. The Chairman shall act on behalf of the Company.

Article 15 If the Chairman asks for leave or cannot exercise his or her powers for any reason, the Chairman may appoint a proxy in accordance with Article 208 of the Company Act.

A resolution at the Board of Directors meeting shall be enforced with the presence and approval of a majority of directors, unless otherwise stipulated by the Company Act. In the event that any director cannot attend the meeting, the director shall issue a proxy (where the scope of authorization shall be indicated in respect of the matters concerned for convening the meeting) to appoint another director to attend the meeting on behalf of him or her, but only one may be designated as representative in each proxy.

When the Board of Directors meeting is convened by telecommunication, directors attending the meeting in this way shall be deemed to attend the meeting in person.

Article 15-1 (Deleted)

Article 15-2 The Company may purchase liability insurance for its directors to protect their

potential legal liabilities that may arise from their performance of duties.

Article 15-3 To convene the Board of Directors meeting, a 7-day notice indicating the reason for holding the meeting shall be issued to each director, but such a meeting may be convened anytime in case of emergency.

The meeting notice shall be given in writing, fax or email.

Article 16 The Board of Directors shall be authorized to determine remuneration of the Company's directors based on degree of their participation in and contribution to the Company's business operations as well as the average level within the industry.

Chapter 5 Managers

Article 17 The Company may appoint President, Chief Executive Officer, General Manager and several Deputy General Managers, who shall be appointed, removed and paid according to Article 29 of the Company Act.

Chapter 6 Accounting

Article 18 At the end of each accounting year of the Company, the Board of Directors shall prepare (1) business report, (2) financial statements, (3) proposals for earnings distribution or loss appropriation, which shall be submitted to the Audit Committee 30 days prior to the general shareholders' meeting. The Audit Committee shall issue a report and present it to the general shareholders' meeting for acknowledgement.

Article 19 If employees', directors' and supervisors' remuneration is deducted from the Company's current net profit before tax in this accounting year, an amount not below 10% shall be appropriated as remuneration to employees and an amount not exceeding 5% shall be appropriated as remuneration to employees. However, an amount shall be reserved for recovering the Company's accumulated losses if any. Employees' remuneration shall be paid in the form of stocks or in cash. Remuneration shall be paid to employees of companies under the control of or affiliated to the Company as specified by the Board of Directors. Directors' remuneration shall be paid in cash. Proposals of the Remuneration Committee regarding employees' and directors' remuneration shall be executed with the approval of a majority of directors present at a Board of Directors meeting, and reported at the shareholders' meeting.

Article 19-1 In case of any surplus in the annual final accounts of the Company, after recovery of prior losses, 10% of the profit shall be appropriated as statutory surplus reserves, except for taxes paid in accordance with laws, but this shall

not apply when the statutory surplus reserves have been cumulatively up to the total capital of the Company. Special surplus reserves shall be appropriated or carried forward as specified by competent authorities. If there is any surplus, the Board of Directors shall draft a proposal for distributing the undistributed earnings accumulated by the beginning of that period. To distribute the earnings by issuing new shares, the distribution shall be approved by a resolution at a shareholders' meeting. The distribution in cash shall be approved by the Board of Directors by resolution.

Article 19-2 Dividend policies of the Company shall be formulated by the Board of Directors according to the Company's capital and financial structures, operating conditions, capital budget, and changes in internal and external environment of the Company. At present, the Company is in a stage of business growth. It shall reserve surplus funds for business growth and investment. Currently, it shall adopt residual dividend policies. The earnings shall be distributed as follows: No less than 20% of the earnings available for distribution shall be distributed. The ratio of dividends to be distributed in the form of stocks and in cash shall be determined. In this respect, no less than 50% of dividends shall be distributed in cash.

Chapter 7 Supplementary Rules

Article 20 For other matters unmentioned in these Articles of Incorporation, the Company Act shall prevail.

Article 21 The Articles of Incorporation were formulated on October 29, 1997.

The first amendment was made on November 11, 1997.

The second amendment was made on February 1, 2000.

The third amendment was made on September 8, 2000.

The fourth amendment was made on November 6, 2000.

The fifth amendment was made on May 16, 2001.

The sixth amendment was made on June 11, 2002.

The seventh amendment was made on June 27, 2003.

The eighth amendment was made on June 25, 2004.

The ninth amendment was made on June 17, 2005.

The tenth amendment was made on June 16, 2006.

The eleventh amendment was made on June 28, 2007.

The twelfth amendment was made on June 19, 2008.

The thirteenth amendment was made on June 26, 2009.

The fourteenth amendment was made on June 25, 2010.

The fifteenth amendment was made on June 25, 2012.

The sixteenth amendment was made on June 24, 2016.

The seventeenth amendment was made on June 22, 2017.

The eighteenth amendment was made on June 21, 2019.

The nineteenth amendment was made on June 19, 2020.

Appendix 10

CoAsia Electronics Corp. Rules of Procedure of the Shareholders' Meeting

Article 1 (Basis for Formulation)

To formulate sound rules for governing the Company's shareholders' meetings, improve supervisory functions and strengthen management functions, these rules are formulated according to the Codes of Practice on Listed Companies' Governance.

Article 2 These rules shall apply to the shareholders' meetings of the Company, unless otherwise specified by laws, regulations or Articles of Incorporation.

Article 3 (Convening of Shareholders' Meetings and Meeting Notice)

Unless otherwise specified by laws and regulations, shareholders' meetings of the Company shall be convened by the Board of Directors.

30 days before convening of a general shareholders' meeting or 15 days prior to convening of an extraordinary shareholders' meeting, the meeting notice, written proxy, related acknowledgement, discussions, proposals for appointing or removing directors or supervisors, and supporting materials shall be prepared electronically and transmitted to M.O.P.S. 21 days before a general shareholders' meeting or 15 days before an extraordinary shareholders' meeting, the meeting handbook and supporting materials shall be prepared electronically and transmitted to M.O.P.S. 15 days before a shareholders' meeting, the meeting handbook and supporting materials shall be appropriately prepared for further check by shareholders from time to time. They shall be displayed in the Company and a professional service agency appointed by the Company. They shall be handed out on site at the shareholders' meeting.

The reason for convening the meeting shall be indicated in the meeting notice and announcement. With the consent of recipients, the notice may be issued electronically.

Appointment or removal of directors, modification of the Articles of Incorporation, capital reduction, application for ceasing public offering, competition permit, conversion of earnings into capital increase, conversion of capital reserves into capital increase, corporate dissolution, merger, division or matters under Clause 1, Article 185 of the Company Act, and Clause 1, Article 26, Clause 6, Article 43 of the Securities Exchange Act shall be listed in the notice as reasons for convening the meeting. Instead, they shall not be proposed in any extraordinary motion. The main content shall be organized at the website of a competent securities authority or a website designated by the Company. The website address shall be indicated in the notice.

If it is pointed out that the shareholders' meeting is convened for complete reelection of directors and the appointment date is specified, after this reelection, the appointment date shall not be altered through an extraordinary motion or other means at the same meeting.

A shareholder who holds more than 1% of the total outstanding shares shall present a proposal for the general shareholders' meeting to the Company. Any more than

one proposals submitted by a shareholder will not be accepted. However, if shareholders' proposals are suggestions for urging the Company to increasing public interests or fulfilling social responsibilities, they may be still accepted by the Board of Directors. Any proposal put forward by a shareholder in respect of any circumstances mentioned under Clauses 1 to 4, Article 172 of the Company Act shall not be accepted by the Board of Directors.

The Company shall announce its acceptance of shareholders' proposals, written or electronic acceptance methods, place of acceptance and acceptance period before convening the general shareholders' meeting and ceasing share transfer. The acceptance period shall not be shorter than 10 days.

A shareholder's proposal may contain no more than 300 words, or else it will not be accepted. The shareholder presenting the proposal shall attend the general shareholders' meeting in person or by proxy, and take part in discussing the proposal. Before issuing the notice of the shareholders' meeting, the Company shall inform the shareholders of which of their proposals have been accepted and list the accepted proposals in the meeting notice as stipulated under this clause before the date of meeting notice. For the shareholders' proposals not accepted, the Board of Directors shall explain why the proposals have been rejected at the shareholders' meeting.

Article 4 (Attending a Shareholders' Meeting by Proxy and Authorization)

At each shareholders' meeting, the shareholders may issue a proxy printed and issued by the Company to appoint a representative to attend the shareholders' meeting. The scope of authorization shall be indicated in the proxy.

A shareholder is only allowed to issue a proxy and appoint one representative. The proxy shall be delivered to the Company five days before the shareholders' meeting. If a proxy is repeatedly delivered, the one received first shall prevail. However, this shall not apply if it is declared that the prior proxies are revoked.

If the shareholder wishes to attend the shareholders' meeting in person, or exercises his or her voting rights in writing or electronically after his or her delivery of the proxy to the Company, the shareholder shall issue a written notice to the Company to revoke the proxy two days prior to the shareholders' meeting. If the proxy is not revoked on time, it shall be deemed that the shareholder has appointed his or her representative to attend the meeting to exercise the voting rights for him or her.

Article 5 (Place and Time of Shareholders' Meeting)

The shareholders' meeting shall be convened in the place where the Company is or it is convenient for shareholders to attend and suitable for holding the meeting. The meeting shall not be held earlier than 9 o'clock in the morning or later than 3 o'clock in the afternoon. In respect of meeting place and time, independent directors' opinions shall be fully considered.

Article 6 (Preparation of attendance registers and Other Documents)

The Company shall indicate start time of shareholders' registration, place for registration and other considerations in the meeting notice.

The shareholders shall register for the meeting 30 minutes in advance. Clear signs shall be set up in the place for registration, where competent personnel shall be

appointed.

The shareholders or their designated representatives (hereinafter referred to as the shareholders) shall attend the shareholders' meetings with certificates of attendance, attendance cards or other documents of attendance. The Company shall not additionally require the shareholders to show any other supporting documents for attending the meeting at discretion. The persons who make requests for attending the shareholders' meeting with a proxy shall also carry their supporting identity documents for check.

The Company shall prepare a attendance register for the shareholders to sign in, or the shareholders attending the meeting may submit their attendance cards in place of the registration.

The Company shall deliver the meeting handbook, annual report, certificate of attendance, speech slips, votes and other meeting materials to the shareholders attending the shareholders' meeting. If directors are elected at the meeting, votes for election shall be provided as well.

For governments or legal entities which are shareholders of the Company, each of them may appoint more than 1 representatives to attend the shareholders' meeting on behalf of them. When a legal entity is entrusted to attend the shareholders' meeting, it may only appoint one representative.

Article 7 (Chairman and Attendants of the Shareholders' Meeting)

If the shareholders' meeting is convened by the Board of Directors, it shall be chaired by the Chairman of the Board of Directors. In the event that the Chairman asks for leave or cannot exercise his or her powers for any reason, the Chairman shall designate one executive director to act as chairperson in place of him or her. If the Company has no executive director, the Chairman shall designate one director to act as chairperson in place of him or her. In case that the Chairman fails to designate a chairperson, a chairperson shall be elected among the executive directors or directors. In the event that the foregoing chairperson is an executive director or a director, such director shall have served the post for more than six months, with knowledge about financial and business conditions of the Company. This shall also apply if the chairperson is the representative of a corporate director of the Company.

The shareholders' meetings convened by the Board of Directors shall be chaired by the Chairman in person. They shall be attended by a majority of directors, at least one independent director in person, and at least one member representative of each functional committee. The attendance shall be recorded in the minutes of the shareholders' meetings.

The shareholders' meetings convened by any conveners other than the Board of Directors shall be chaired by such conveners. If a shareholders' meeting is convened by more than two persons, one of the conveners shall act as the chairperson.

The Company may appoint its lawyers, accountants or related personnel to attend a shareholders' meeting.

Article 8 (Audio or Video Recordings of Shareholders' Meetings Kept as Evidences)

From the start time of shareholders' registration for a shareholders' meeting, the Company shall constantly keep audio and video recordings on the whole processes of registration, meeting and voting.

Such audio and video recordings shall be kept for 1 year at least. However, for lawsuits filed by shareholders according to Article 189 of the Company Act, the

audio and video recordings shall be kept until the termination of the lawsuit.

Article 9 (Calculation of Shares Held by Shareholders Attending a Shareholders' Meeting and Meeting Holding)

Attendance of a shareholders' meeting shall be calculated based on shares. The shares held by the shareholders attending the meeting shall be calculated according to the attendance register or attendance cards submitted or the shares exercising voting rights in writing or electronically.

The chairperson shall announce the meeting in session immediately when it is time to hold the meeting. The chairperson may announce adjournment of the meeting only when the shareholders present don't represent a majority of the total outstanding shares. The meeting may be adjourned for no more than twice, and for no more than 1 hour altogether. In the event that the shareholders present still don't represent over 1/3 of the total outstanding shares, the chairperson shall announce closing the meeting.

If the number of shareholders present still fails to reach the quorum after two adjournments, but these shareholders represent more than 1/3 of the total outstanding shares, a pseudo resolution may be passed according to Clause 1, Article 175 of the Company Act. Through the pseudo resolution, the shareholders will be informed of convening the shareholders' meeting again within one month.

If the shareholders present represent a majority of the total outstanding shares before the end of the meeting, the chairperson may present the pseudo resolution for voting again in accordance with Article 174 of the Company Act.

Article 10 (Proposal Discussion)

For a shareholders' meeting convened by the Board of Directors, the rules of procedure shall be formulated by the Board of Directors. Related proposals (including extraordinary motions and amendments to original proposals) shall be voted on a case-by-case basis. The meeting shall be convened according to the scheduled rules of procedure, and no change shall be made without a resolution of the shareholders' meeting.

The foregoing provision may apply if the shareholders' meeting is convened by anyone else other than the Board of Directors.

Before processing of the matters (including extraordinary motions) scheduled under the two foregoing provisions, the chairperson shall not declare the meeting over without a resolution. If the chairperson declares the meeting over against the rules of procedure, other members of the Board of Directors shall immediately assist the shareholders present in electing one person to act as the chairperson with the consent of the shareholders who hold a majority of voting rights to proceed with the meeting.

The chairperson shall give opportunities for fully explaining and discussing the proposals, amendments or extraordinary motions proposed by the shareholders. When the chairperson deems that the proposals, amendments or motions are votable, he or she shall announce putting an end to the discussion, suggest voting and arrange appropriate time for voting.

Article 11 (Shareholders' Speaking)

Before their speaking, the shareholders present shall fill in the speech slips, where they shall gist of their speech, shareholder account number (or attendance certificate number) and account name. The chairperson shall determine the order in which the shareholders will speak.

The shareholders who have submitted speech slips without speaking shall be deemed to have not made any speech. If contents of shareholders' speeches are inconsistent with those indicated on the speech slips, the former shall prevail.

Each shareholder shall make a speech in respect of one proposal. Without the chairperson's consent, no shareholder is allowed to speak twice, and a shareholder may speak for no more than five minutes each time. The chairperson may stop a shareholder from speaking only when the shareholder speaks against any rules or beyond the topic under discussion.

During a shareholder's speech, other shareholders shall not interrupt, unless otherwise approved by the chairperson and the shareholder who is speaking. Anyone violating this rule shall be stopped by the chairperson.

When a corporate shareholder is entrusted to attend the shareholders' meeting, only one person may be recommended to speak in respect of one proposal.

After the speech of a shareholder present, the chairperson shall personally or designated related personnel to respond.

Article 12 (Calculation of Voting Shares and Avoidance System)

Votes at a shareholders' meeting shall be calculated based on shares.

For a resolution passed at a shareholders' meeting, the shares held by shareholders who don't own any voting rights shall not be included in the total outstanding shares. Any shareholders who are personally interested in any matters discussed at the meeting and thus cause harm to the Company's benefits shall neither get involved in voting nor exercise voting rights on behalf of other shareholders.

The foregoing shares which are banned from exercising voting rights shall not be taken into account in calculating voting rights of the shareholders present.

When one person is simultaneously entrusted by more than two shareholders, the voting rights exercised by this person on behalf of the shareholders shall not exceed 3% of the total voting rights in the outstanding shares, except for trust businesses or service agencies approved by competent securities authorities. Otherwise, their voting rights will not be counted.

Article 13 (Proposal Voting, Voting Overseeing and Ballot Counting)

Each share held by a shareholder is entitled to one share, but this shall not apply to shareholders who are banned from voting or have no voting right as stipulated under Clause 2 of Article 179.

At a shareholders' meeting of the Company, the voting rights shall be exercised electronically and in writing. When the voting rights are exercised in writing or electronically, the ways for exercising the voting rights shall be clearly indicated in the meeting notice. The shareholders who exercise their voting rights in writing or electronically shall be deemed to attend the shareholders' meeting in person. Nonetheless, they shall be deemed to waive their rights if any extraordinary motion and amendment to their original proposal are proposed at the shareholders' meeting. Hence, the Company shall avoid putting forward any extraordinary motion and amendment to the original proposal.

The shareholders who exercise their voting rights in writing or electronically shall deliver their declaration of will to the Company two days before the shareholders' meeting. If their declaration of will is repeatedly delivered, the first one received shall prevail. However, this shall not apply to any declaration of will revoked.

If any shareholders wish to attend the shareholders' meeting in person after exercising their voting rights in writing or electronically, they shall revoke their prior declaration of will for exercising voting rights in the same way as they exercise their voting rights two days before the shareholders' meeting. Otherwise, the voting rights they've exercised in writing or electronically shall prevail. In the event that any shareholders exercise their voting rights in writing or electronically and entrust representatives to attend the shareholders' meeting by proxy, the voting rights exercised by the representatives shall prevail.

Any proposal shall be accepted if approved by over a majority of voting rights held by the shareholders present, unless otherwise stipulated by the Company Act and the Articles of Incorporation of the Company. During voting, the shareholders shall vote on a case-by-case basis after the chairperson or the person designated by the chairperson declares the total voting rights held by the shareholders present case by case. At the end of the shareholders' meeting, results on the shareholders' consent, dissent and waiver shall be entered in the M.O.P.S. on the same day.

When a proposal is amended or replaced, the chairperson shall determine the order of voting in combination with the original proposal. If a proposal has been approved, other proposals shall be deemed to have been vetoed, and in this case, further voting will be unnecessary.

The personnel overseeing and counting ballots for a proposal shall be appointed by the chairperson, but the personnel overseeing the voting shall be shareholders. Ballot counting for a voting or election proposal at a shareholders' meeting shall be openly performed in the meeting venue on the spot. The voting results, including counted number of voting rights, shall be announced on the spot. Besides, minutes shall be kept.

Article 14 (Election)

In electing directors at a shareholders' meeting, the related election and appointment rules of the Company shall be obeyed. The election results shall be announced on the spot.

The ballots cast for the foregoing election shall be appropriately kept for at least one year after they are sealed and signed by the vote count overseer. However, if any shareholder files any lawsuit in accordance with Article 189 of the Company Act, the ballots shall be kept until settlement of the lawsuit.

Article 15 (Minutes and Signing)

Minutes shall be kept in respect of matters discussed and determined at a shareholders' meeting. They shall be signed or sealed by the chairperson. Within twenty days after the meeting, they shall be handed out to the shareholders. The minutes shall be prepared and handed out electronically.

For distribution of the foregoing minutes, the Company shall enter and announce the minutes in the M.O.P.S.

The minutes shall be kept based on date of meeting, meeting place, chairperson's name, resolution method, meeting procedure and voting results (including counted number of voting rights). When directors are elected, the number of votes

for each candidate shall be disclosed. The minutes shall be permanently kept during existence of the Company.

The above resolution methods shall be determined by the chairperson in consultation with the shareholders. If no shareholder raises any objection against a proposal, it shall be recorded that "The proposal has been unanimously approved after the chairperson's consultation with all shareholders present". The voting method and ratio of votes cast for the proposal and total votes shall be indicated only when any shareholders oppose the proposal.

Article 16 (External Announcement)

The Company shall prepare a statistical form in the given format in respect of the shares solicited by solicitors and those held by proxy on the date on which the shareholders' meeting is held. This statistical form shall be expressly disclosed in the meeting venue.

If any matters resolved at the shareholders' meeting are significant information stipulated by laws, regulations and rules of Taiwan Stock Exchange Corporation (Gre Tai Securities Market of the Republic of Taiwan), the Company shall transmit related information to M.O.P.S.

Article 17 (Maintenance of Order in the Meeting Venue)

Service personnel in charge of shareholders' meeting shall wear identity certificates or arm badges.

The chairperson shall command supervisory or security personnel to assist in maintaining the meeting venue in good order. In maintaining order of the meeting venue on site, the supervisory or security personnel shall wear arm bands or identity certificates where words like "supervisory personnel" are indicated.

If the meeting venue is equipped with sound amplification equipment, the chairperson shall stop shareholders from speaking with any other equipment not prepared by the Company.

Any shareholders who are not subject to the chairperson's correction, interrupt the meeting and fail to be obedient after coercion will be driven out of the meeting venue by the supervisory or security personnel as commanded by the chairperson.

Article 18 (Adjournment and Continuation of a Meeting)

In holding a meeting, the chairperson shall declare adjournment at discretion. If anything irresistible takes place, the chairperson may decide to have the meeting adjourned for the time being, and declare the time for continuation of the meeting dependent upon the situation.

In the event that the meeting venue can no longer be used before settlement of the scheduled matters (including extraordinary motions) at the shareholders' meeting, a resolution shall be passed at the meeting to additionally find a place for proceeding with the meeting.

At the shareholders' meeting, a resolution shall be made to adjourn or continue the meeting within five days in accordance with Article 182 of the Company Act.

Article 19 The first edition of these rules was prepared on May 16, 2001, approved by resolution at the general shareholders' meeting of the Company.

The second edition of these rules was amended on June 11, 2002, approved by resolution at the general shareholders' meeting of the Company.

The third edition of these rules was amended on June 28, 2007, approved by resolution at the general shareholders' meeting of the Company.

The fourth edition of these rules was amended on June 25, 2012, approved by resolution at the general shareholders' meeting of the Company.

The fifth edition of these rules was amended on June 19, 2020, approved by resolution at the general shareholders' meeting of the Company.

Appendix 11

CoAsia Electronics Corp.

Number of Shares Held by Individual and All Directors Recorded in the Members' Register

1. As of April 26, 2022 when transfer was ceased, 145,264,758 shares had been issued.
2. According to Article 26 of the Securities Exchange Act and rules on public offering of equity of the Company's directors and verification (the Company complies with rules on independent directors), all directors of the Company shall hold no less than 8,715,885 shares in total.
3. As of the date on which share transfer was suspended at this general shareholders' meeting, the shareholding of the Company's directors indicated in the members' register is as follows:

Title	Name	Current Shares	
		Shares	Shareholding Ratio
Chairman	(Korean Enterprise) Representative: Li-Hsi Chün	29,412,680	20.25%
Director	Shen-Tung Chu	0	0.00%
Independent Director	Chou-Chih Cheng	0	0.00%
Independent Director	Chen-Chien Li	0	0.00%
Independent Director	Huang-Yi Hsi		
Number of Shares Held by All Directors		29,412,680	20.25%

Note: This general shareholders' meeting will be held on June 24, 2022 (the share transfer will be suspended from April 26, 2022 to June 24, 2022).

Appendix 12

Impacts of the Free Stock Dividend Issuance upon Business Performance, EPS and ROI of the Company

The Company has not made its financial forecast public in 2022, so no related data is available for measuring impacts of this free stock dividend issuance upon the Company's business performance and its shareholders' return on investment.