

Stock code: 3060



MIN AIK TECHNOLOGY CO., LTD.

2024 General Shareholders Meeting

Meeting Handbook

Meeting Date & Time: 9:00AM on June 18, 2024

Venue: No. 200, Section 1, Daxing West Road,

Taoyuan District, Taoyuan City

(Fullon Hotels & Resorts, Moutan Hall)

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MIN AIK TECHNOLOGY CO., LTD.

2024 Annual General Meeting Agenda

Method of Convention: Physical Shareholder's Meeting
Meeting Date & Time: 9:00AM on June 18, 2024 (Tuesday)
Venue: No. 200, Section 1, Daxing West Road, Taoyuan District, Taoyuan City (**Fullon Hotels & Resorts, Moutan Hall**)

Number of Shares Represented by Shareholders Present at the Meeting:

Call the Meeting to Order:

Chairperson Remarks:

I. Report Matters

- (I) 2023 Business Report.
- (II) 2023 Audit Committee's Review Report.
- (III) 2023 Situation of Promotion about Sustainable Development Report.

II. Proposals Matters

- (I) 2023 Business Report and Financial Statements.
- (II) 2023 Deficit Compensation Statement.

III. Discussion Matters

- I. Payment of cash from capital surplus.
- II. Amendments to certain provisions of the Company's "Procedures for Acquisition or Disposal of Assets".
- III. Amendments to certain provisions of the Company's "Procedures for Endorsement and Guarantee".

IV. Extempore Motions

V. Adjournment

I. Report Matters

Motion No. 1

Motion:

2023 Business report.

Explanation:

The 2023 Business Report (For the 2023 Business Report, please refer to Attachment 1 on Page 7~8).

Motion No. 2

Motion:

2023 Audit Committee's Review Report.

Explanation:

The 2023 Audit Committee's Review Report (For the 2023 Audit Committee's Review Report, please refer to Attachment 2 on Page 9).

Motion No. 3

Motion:

2023 Situation of Promotion about Sustainable Development Report.

Explanation:

The Company's 2023 Situation of Promotion about Sustainable Development Report (For the 2023 Situation of Promotion about Sustainable Development Report , please refer to Attachment 3 on Page 10, and the promotion of sustainable development referred to in the annual report of the shareholders' meeting, and the status of deviation from the Sustainable Development Principles for TWSE/TPEX Listed Companies, and reasons thereof).

II. Proposals

Motion No. 1

Motion:

The 2023 Business Report and financial statements are presented for acknowledgment. (Submitted by the Board of Directors)

Explanation:

The Company's 2023 parent company only financial statements and consolidated financial statements have been audited by Yu, Sheng-Ho CPA and Cheng, An-Chih CPA of KPMG Taiwan. The same, together with the 2023 Business Report found by the Audit Committee to contain no errors upon the Committee's review (For the 2023 business report and financial statements, please refer to Attachment 1 on Page 7~8 and Attachment 4 on Page 11~28), are presented for acknowledgement accordingly.

Resolution:

Motion No. 2

Motion:

The Company's 2023 deficit compensation plan is presented for acknowledgment. (Submitted by the Board of Directors)

Explanation:

The Company generated net losses after tax amounting to NT\$ 215,646,015 in 2023. According to the Company's Articles of Incorporation, the Company prepares the Deficit Compensation Statement (For the Deficit Compensation Statement, please refer to Attachment 5 on Page 29) and presents it for acknowledgment.

Resolution:

III. Discussion Matters

Motion No. 1

Motion:

The motion for payment of cash out of capital surplus is presented for discussion. (Submitted by the Board of Directors)

Explanation:

- I. The Company plans to distribute the cash from the capital surplus generated from the income derived from the issuance of ordinary shares at a premium, NT\$34,390,798, at NT\$0.25 per share, subject to the number of shares held by shareholders recorded on the roster of shareholders on the record date of distribution, truncated to the nearest dollar, according to Article 241 of the Company Act. The Chairman of the Board will be authorized to set the record date of dividend, date of payment, and other related matters once the plan has been resolved by the annual general meeting.
- II. Until March 13, 2024, the number of outstanding shares which the Company may participate in the distribution of have been accumulated as 137,563,190 shares. In the event that the payout rate is changed due to amendments made by the competent authority or the Company’s repurchase or transfer of treasury stocks or any other factors that affect the quantity of the Company’s outstanding shares, the Chairman of the Board shall be authorized by a shareholders’ meeting to make adjustments therefor.
- III. Fractional amounts of less than NT\$1 will be summed up and stated into the Company’s other revenue.

Resolution:

Motion No. 2

Motion:

The motion for amendments to certain provisions of the Company’s “Procedures for Acquisition or Disposal of Assets” is presented for discussion. (Submitted by the Board of Directors)

Explanation:

The amendments to certain provisions of the Company’s “Procedures for Acquisition or Disposal of Assets” are proposed in response to the actual operational needs (For the Cross Reference Table for the Amendments, please refer to Attachment 6 on Page 30~36).

Resolution:

Motion No. 3

Motion:

The motion for amendments to certain provisions of the Company's "Procedures for Endorsement and Guarantee" is presented for discussion. (Submitted by the Board of Directors)

Explanation:

The amendments to certain provisions of the Company's "Procedures for Endorsement and Guarantee" are proposed in response to the requirements under relevant laws and regulations (for the Cross Reference Table for the Amendments, please refer to Attachment 7 on Page 37~38).

Resolution:

IV. Extempore Motions:

V. Adjournment

Attachment 1

MIN AIK TECHNOLOGY CO., LTD.
2023 Business Report

Given the inflation and lift rates in the post-epidemic era, the demand for non-essential products has been suppressed, and enterprises have tended to be more and more conservative toward their investment in information storage equipment. As a result, in 1H of 2023, the Company continued to face external unfavorable factors such as sluggish market demand and high inventory levels in the mid-stream and downstream supply chains. Since Q4 of 2023, the Company has engaged in the mass production of high-end HDDs and started to inject capital to the operating revenue therefor. The Company's consolidated operating revenue was NT\$2.656 billion in 2023, decreasing by 18% from 2022, and gross profit and operating profit decreased by 41% and 126%, respectively, and net profit after tax decreased by 642%, from 2022.

Unit: NT\$ thousand

Item	2023		2022		Change in proportion
Operating Income	2,655,528	100%	3,223,080	100%	(18)%
Operating Cost	2,432,649	92%	2,848,232	88%	(15)%
Gross Operating Profit	222,879	8%	374,848	12%	(41)%
Operating Expenses	439,933	16%	471,009	15%	(7)%
Operating Profit	(217,054)	(8)%	(96,161)	(3)%	(126)%
Non-operating Income and Expenses	4,914	0%	139,970	4%	(96)%
Net Profit Before Tax	(212,140)	(8)%	43,809	1%	(584)%
Income Tax Expenses	21,622	1%	23,244	1%	(7)%
Net Profit this Term	(233,762)	(9)%	20,565	0%	(1,237)%
Net Profit Attributable to the Owner of the Parent	(215,646)	(8)%	39,758	1%	(642)%

In 2024, the Company will continue to promote the adjustment of the production and sales portfolio and development of diversified business lines, as summarized as following:

1. Data storage business: In recent years, the data storage industry has accelerated its business development toward server applications. The Company's development of server-grade HDDs was certified by the customer in 2023, and the Company has started the mass production and shipping since Q4 of the same year. The product line consolidation and resource optimization that have not yet been transferred to high-end HDDs are expected to be completed in Q2 of 2024. The Company will continue to improve the profitability of the data storage business.

2. Optical components: Upon mass production of the optical galvanometer researched and developed by the Company in 2H of 2019, it has become one of the main sources of the Company's operating revenue in 2021. For the time being, the main products consist of home projectors and laser TVs, and are expanded to galvanometer mirrors for cinema projection equipment. In 2024, the Company will continue to develop galvo mirrors for large-size and micro-size projection equipment, and also continue to improve the process to reduce manufacturing costs, and further enhance the market share and earnings of the product lines.
3. Technology in the field of biomedicine: The characteristics of products in the field of biomedicine include long-term development period and stable demand. The Company has developed the field for several years. In 2023, some product lines implemented mass production; however, most of these products adopted the small-volume large-variety production model; therefore, it is not yet possible for them to inject significant operating revenue. The Company will continue to expand the development of medical consumables and molds, and manufacturing and assembly of parts and components, hoping to inject stable operating revenue and effectively improve the productivity utilization rate.
4. Smart manufacturing business: The Company's Automation Div. has undertaken multiple smart manufacturing projects contracted by the Ministry of Economic Affairs in recent years. The operating revenue grew in 2023 from 2022. In 2024, the Company's Automation Business Division will continue to assist in the process improvement of high-end HDDs, sprout long-term customers' machine customization, and focus on the development and promotion of standardized machine for medical purpose, hoping to inject momentum into the Company's diversified businesses.

It is impossible to successfully carry out transformation and business diversification immediately. Therefore, the Company will aim to achieve business sustainability, continue to optimize cost structure, exercise its core competence satisfactorily, and create higher value for all shareholders.

Chairman	Chia Kin Heng
Manager	Chia Kin Heng
Accounting Manager	Chen Yu Jhen

Attachment 2

**MIN AIK TECHNOLOGY CO., LTD.
2023 Audit Committee's Review Report**

The Company's 2023 parent company only financial statements and consolidated financial statements have been prepared and submitted by the Board of Directors. The same were already audited by Yu, Sheng-Ho CPA and Cheng, An-Chih CPA of KPMG Taiwan. Based on the Audit Committee's review on the same, together with the business report and loss compensation plan, it found no inconsistency existing. The Report is presented in accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act accordingly.

For

2024 Annual General Meeting of MIN AIK TECHNOLOGY CO., LTD.

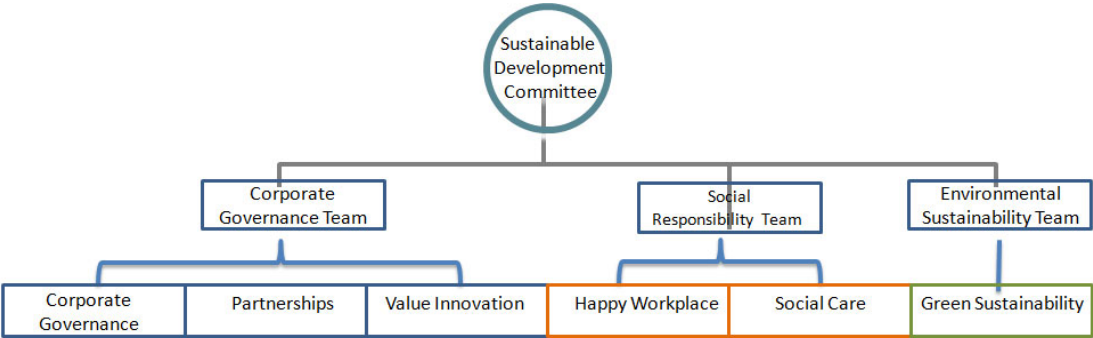
Convener of Audit Committee: Chen Yung Lin

March 13, 2024

Attachment 3

Based on the sustainable management philosophy and aiming at enhancing the Company’s values, the Company creates the maximum interest for shareholders and employees and fulfills social responsibility. The Company established the "Corporate Social Responsibility Steering Committee" and the "RBA Management Committee" in 2014 to supervise and review the relevant matters that comply with the Code of Conduct. Meanwhile, it established the Sustainable Development Best Practice Principles in 2023.

In response to domestic international and industry trends, as well as the provisions of the Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies, the committee was upgraded and renamed as the "Sustainable Development Committee" in 2023, and the COO served as the Committee convener. It meets regularly to conduct review, and, at least once a year, submits the report to the Board of Directors disclosing the Company's promotion of sustainable development, including sustainable development policies, goals and management guidelines, risk management, climate change risks and opportunities, and GHG and energy management, etc.





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Independent Auditors' Report

To the Board of Directors of Min Aik Technology Co., Ltd.:

Opinion

We have audited the consolidated financial statements of Min Aik Technology Co., Ltd. and its subsidiaries (“the Group”), which comprise the consolidated balance sheet as of December 31, 2023 and 2022, the consolidated statement of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of material accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2023 and 2022, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the International Financial Reporting Standards (“IFRSs”), International Accounting Standards (“IASs”), interpretations as well as related guidance endorsed by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. 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.

1. Revenue recognition

Please refer to Note 4(n) “Revenue” of the consolidated financial statements, and note 6(r) “Revenue from contract with customers”.

Revenue recognition is one of the key judgmental areas for our audit, considering how revenue recognition is based on transaction terms with the clients, the large volume of transactions, and that they come from a variety of different operation sites.



How the matter was addressed in our audit:

Our principal audit procedures included assessing whether appropriate revenue recognition policies are applied; testing the Group's controls surrounding revenue recognition, including corroborating the orders from clients, the proof of shipment, and receipt documents by clients; sampling the sales transaction between the reported date, and examine the external documents to evaluate whether the timing of revenue recognition is appropriate.

2. Evaluation of inventory

Please refer to Note 4(h) "Inventory" and Note 5(a) "Significant accounting assumptions and judgments, and major sources of estimation uncertainty" of the consolidated financial statements.

Evaluation of inventory is one of the key judgmental areas for our audit, the Group is primarily involved in the manufacturing of hard disk drive components. Due to the rapid evolution and changes in the series and models of electronic products, it may cause the outdated inventory to become slow-moving or obsolete, resulting in the cost of inventory being higher than the net realizable value. The evaluation of net realizable value of inventory is based on the judgement made by management of the group. Therefore, this whole matter need to be taken into serious consideration.

How the matter was addressed in our audit:

Our principal audit procedures included assessing whether appropriate inventory policies are applied through comparison with accounting standards; sampling the inventory item and comparing the aging of inventory, understanding the origin for estimate the net realized value, evaluating whether the calculation for lower of cost or net realized value is reasonable, and inspecting the inventory sales status subsequent to the reporting date.

Other Matter

The Group has additionally prepared its parent-company-only financial statement as of and for the years ended December 31, 2023 and 2022, on which we have issued an unmodified opinion.

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

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the IFRSs, IASs, interpretation as well as related guidance endorsed by the Financial Supervisory Commission of the Republic of China, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

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



Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

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

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's 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 auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.



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

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

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

The engagement partners on the audit resulting in this independent auditors' report are Yu, Sheng-Ho and Cheng, An-Chih.

KPMG

Taipei, Taiwan (Republic of China)
March 13, 2024

Notes to Readers

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

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

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
MIN AIK TECHNOLOGY CO., LTD. AND SUBSIDIARIES

Consolidated Statements of Comprehensive Income

For the years ended December 31, 2023 and 2022

(Expressed in thousands of New Taiwan Dollars , except for earnings per share)

		2023		2022	
		Amount	%	Amount	%
4000	Operating revenue (notes 6(r) and 7)	\$ 2,655,528	100	3,223,080	100
5000	Operating costs (notes 6(d), 7 and 12)	<u>2,432,649</u>	<u>92</u>	<u>2,848,232</u>	<u>88</u>
	Gross profit from operations	<u>222,879</u>	<u>8</u>	<u>374,848</u>	<u>12</u>
	Operating expenses (notes 6(c), (n), 7 and 12):				
6100	Selling expenses	85,974	3	115,295	3
6200	Administrative expenses	224,836	8	215,169	7
6300	Research and development expenses	115,575	4	148,023	5
6450	Expected credit loss (gain)	<u>13,548</u>	<u>1</u>	<u>(7,478)</u>	<u>-</u>
	Total operating expenses	<u>439,933</u>	<u>16</u>	<u>471,009</u>	<u>15</u>
	Net operating loss	<u>(217,054)</u>	<u>(8)</u>	<u>(96,161)</u>	<u>(3)</u>
	Non-operating income and expenses (notes 6(f), (i), (m), (t) and 7):				
7100	Interest Income	9,438	-	2,907	-
7010	Other income	14,819	1	46,692	1
7020	Other gains and losses, net	(33,914)	(1)	36,629	1
7050	Finance costs	(13,594)	(1)	(10,031)	-
7060	Share of profit of associates accounted for using equity method, net	<u>28,165</u>	<u>1</u>	<u>63,773</u>	<u>2</u>
	Total non-operating income and expenses	<u>4,914</u>	<u>-</u>	<u>139,970</u>	<u>4</u>
	Profit (loss) before tax	(212,140)	(8)	43,809	1
7950	Less: Tax expenses (note 6(o))	<u>21,622</u>	<u>1</u>	<u>23,244</u>	<u>1</u>
	Profit (loss)	<u>(233,762)</u>	<u>(9)</u>	<u>20,565</u>	<u>-</u>
8300	Other comprehensive income (loss):				
8310	Items that may not be reclassified subsequently to profit or loss:				
8311	Loss on remeasurements of defined benefit plans (note 6(n))	(1,864)	-	(1,366)	-
8316	Unrealized losses from investments in equity instruments measured at fair value through other comprehensive income (note 6(e))	(7,546)	-	(33,123)	(1)
8320	Share of other comprehensive loss of associates accounted for using equity method, components of other comprehensive income that will not be reclassified	<u>(4,855)</u>	<u>-</u>	<u>1,924</u>	<u>-</u>
	Items that may not be reclassified subsequently to profit or loss	<u>(14,265)</u>	<u>-</u>	<u>(32,565)</u>	<u>(1)</u>
8360	Items that may be reclassified subsequently to profit or loss:				
8361	Exchange differences on translation	(72,004)	(3)	125,984	4
8399	Income tax related to components of other comprehensive income that may be reclassified to profit or loss (note 6(o))	<u>13,046</u>	<u>-</u>	<u>(17,252)</u>	<u>(1)</u>
	Items that may be reclassified subsequently to profit or loss	<u>(58,958)</u>	<u>(3)</u>	<u>108,732</u>	<u>3</u>
8300	Other comprehensive income (loss)	<u>(73,223)</u>	<u>(3)</u>	<u>76,167</u>	<u>2</u>
	Total comprehensive income (loss)	<u>\$ (306,985)</u>	<u>(12)</u>	<u>96,732</u>	<u>2</u>
	Profit (loss), attributable to:				
	Profit (loss), attributable to owners of parent	\$ (215,646)	(8)	39,758	1
	Loss attributable to non-controlling interests	<u>(18,116)</u>	<u>(1)</u>	<u>(19,193)</u>	<u>(1)</u>
		<u>\$ (233,762)</u>	<u>(9)</u>	<u>20,565</u>	<u>-</u>
	Comprehensive income (loss) attributable to:				
	Comprehensive income (loss), attributable to owners of parent	\$ (288,738)	(11)	113,785	3
	Comprehensive loss, attributable to non-controlling interests	<u>(18,247)</u>	<u>(1)</u>	<u>(17,053)</u>	<u>(1)</u>
		<u>\$ (306,985)</u>	<u>(12)</u>	<u>96,732</u>	<u>2</u>
	Basic earnings (loss) per share (NT dollars) (note 6(q))	<u>\$ (1.57)</u>		<u>0.29</u>	
	Diluted earnings per share (NT dollars) (note 6(q))			<u>0.29</u>	

See accompanying notes to financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
MIN AIK TECHNOLOGY CO., LTD. AND SUBSIDIARIES

Consolidated Statements of Changes in Equity

For the years ended December 31, 2023 and 2022

(Expressed in thousands of New Taiwan Dollars)

Equity attributable to owners of parent

	Share capital		Retained earnings				Exchange differences on translation of foreign financial statements	Other equity		Total equity attributable to owners of parent	Non-controlling interests	Total equity
	Ordinary shares	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings (accumulated deficit)	Total retained earnings		Unrealized loss from investments in equity instruments measured at fair value through other comprehensive income	Total other equity interest			
Balance at January 1, 2022	\$ 1,375,632	1,604,287	-	570,199	188,438	758,637	(771,824)	(97,144)	(868,968)	2,869,588	38,890	2,908,478
Profit (loss)	-	-	-	-	39,758	39,758	-	-	-	39,758	(19,193)	20,565
Other comprehensive income (loss)	-	-	-	-	558	558	106,592	(33,123)	73,469	74,027	2,140	76,167
Total comprehensive income (loss)	-	-	-	-	40,316	40,316	106,592	(33,123)	73,469	113,785	(17,053)	96,732
Legal reserve appropriated	-	-	18,844	-	(18,844)	-	-	-	-	-	-	-
Special reserve appropriated	-	-	-	158,860	(158,860)	-	-	-	-	-	-	-
Cash dividends of ordinary share	-	-	-	-	(9,630)	(9,630)	-	-	-	(9,630)	-	(9,630)
Cash dividends from capital surplus	-	(127,934)	-	-	-	-	-	-	-	(127,934)	-	(127,934)
Balance at December 31, 2022	1,375,632	1,476,353	18,844	729,059	41,420	789,323	(665,232)	(130,267)	(795,499)	2,845,809	21,837	2,867,646
Profit (loss)	-	-	-	-	(215,646)	(215,646)	-	-	-	(215,646)	(18,116)	(233,762)
Other comprehensive income (loss)	-	-	-	-	(6,719)	(6,719)	(58,827)	(7,546)	(66,373)	(73,092)	(131)	(73,223)
Total comprehensive income (loss)	-	-	-	-	(222,365)	(222,365)	(58,827)	(7,546)	(66,373)	(288,738)	(18,247)	(306,985)
Legal reserve appropriated	-	-	4,031	-	(4,031)	-	-	-	-	-	-	-
Special reserve appropriated	-	-	-	1,104	(1,104)	-	-	-	-	-	-	-
Cash dividends of ordinary share	-	-	-	-	(31,640)	(31,640)	-	-	-	(31,640)	-	(31,640)
Cash dividends from capital surplus	-	(9,629)	-	-	-	-	-	-	-	(9,629)	-	(9,629)
Balance at December 31, 2023	\$ 1,375,632	1,466,724	22,875	730,163	(217,720)	535,318	(724,059)	(137,813)	(861,872)	2,515,802	3,590	2,519,392

See accompanying notes to financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
MIN AIK TECHNOLOGY CO., LTD. AND SUBSIDIARIES

Consolidated Statements of Cash Flows
For the years ended December 31, 2023 and 2022
(Expressed in thousands of New Taiwan Dollars)

	2023	2022
Cash flows from (used in) operating activities:		
Profit (loss) before tax	\$ (212,140)	43,809
Adjustments:		
Adjustments to reconcile (profit) loss:		
Depreciation expense	150,316	144,743
Amortization expense	4,332	5,708
Expected credit loss (gain)	13,548	(7,478)
Net loss on financial assets or liabilities at fair value through profit or loss	121,684	22,430
Interest expense	13,594	10,031
Interest income	(9,438)	(2,907)
Dividend income	(2,539)	(10,158)
Share of profit of associates accounted for using equity method	(28,165)	(63,773)
Loss (gain) on disposal of property, plan and equipment	(1,498)	860
Gain on disposal of non-current assets classified as held for sale	(52,065)	-
Recognition losses on (reversal of) inventory valuation and obsolescence	(14,890)	42,001
Others	2,071	5,102
Total adjustments to reconcile profit	196,950	146,559
Changes in operating assets and liabilities:		
Changes in operating assets:		
Notes and trade receivable (including related parties), net	(206,992)	559,695
Other receivable	(19,101)	14,226
Inventories	461,836	(216,503)
Other current assets	8,705	(4,763)
Other non-current assets	(988)	(1,213)
Total changes in operating assets	243,460	351,442
Changes in operating liabilities:		
Notes and trade payable (including related parties)	182,469	(536,707)
Other financial liabilities	(10,522)	(32,849)
Other current liabilities	(8,627)	(12,988)
Other non-current liabilities	(140)	16
Total changes in operating liabilities	163,180	(582,528)
Total changes in operating assets and liabilities	406,640	(231,086)
Total adjustments	603,590	(84,527)
Cash inflow generated from (used in) operations	391,450	(40,718)
Interest received	7,921	2,907
Dividends received	46,785	30,511
Interest paid	(13,296)	(10,067)
Income taxes paid	(10,353)	(28,665)
Net cash flows from (used in) operating activities	422,507	(46,032)
Cash flows from (used in) investing activities:		
Proceeds from disposal of financial assets at fair value through profit or loss	658	10
Acquisition of investments accounted for using equity method	(12,907)	(17,895)
Proceeds from disposal of non-current assets classified as held for sale	75,179	-
Acquisition of property, plant and equipment	(68,631)	(235,319)
Proceeds from disposal of property, plant and equipment	3,085	64,195
Decrease in other receivables	1,014	179,323
Other investing activities	(2,841)	(19,981)
Net cash flows used in investing activities	(4,443)	(29,667)
Cash flows from (used in) financing activities:		
Decrease in short-term loans	(25,000)	(120,842)
Proceed from long-term debt	5,833	35,498
Payment of lease liabilities	(44,754)	(44,913)
Cash dividends paid	(41,269)	(137,564)
Net cash flows used in financing activities	(105,190)	(267,821)
Effect of exchange rate changes on cash and cash equivalents	(49,945)	72,053
Net increase (decrease) in cash and cash equivalents	262,929	(271,467)
Cash and cash equivalents at beginning of period	430,494	701,961
Cash and cash equivalents at end of period	\$ 693,423	430,494

See accompanying notes to financial statements.

Independent Auditors' Report

Board of Directors of the MIN AIK TECHNOLOGY CO., LTD.,

Audit Opinions

We have audited the accompanying balance sheet of MIN AIK TECHNOLOGY CO., LTD. as of December 31, 2023 and 2022, and the statement of comprehensive income, statement of changes in equity, statement of cash flow, and notes to parent company only financial statements (including a summary of significant accounting policies) for the years ended thereof.

In our opinion, all material disclosures of the parent company only financial statements mentioned above were prepared in accordance with Regulations Governing the Preparation of Financial Reports by Securities Issuers and presented a fair view of the financial position of MIN AIK TECHNOLOGY CO., LTD. as of December 31, 2023 and 2022, and financial performance and cash flow for the years ended thereof.

Basis of audit opinion

The CPA performs audit work in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and auditing principles. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the parent company only financial statements section of our report. All relevant personnel of the accounting firm have followed the CPA code of ethics and maintained independence from MIN AIK TECHNOLOGY CO., LTD. when performing their duties. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

A key audit matter is one that, in our professional judgment, is material to the examination of the parent company only financial statements of MIN AIK TECHNOLOGY CO., LTD. for 2023. These matters were addressed in the content of our audit of the parent company only financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on them. We determined that key audit matters that shall be communicated in our report are as follows:

I. Recognition of revenue

Regarding the accounting policy for the recognition of revenue, please refer to Note 4(14) Recognition of revenue to the parent company only financial statements; for the description of revenue, please refer to Note 6(16) to the parent company only financial statements.

Description of key audit matters:

The recognition of sales revenue of MIN AIK TECHNOLOGY CO., LTD. is determined based on the terms of the transaction with the customers. Considering that the transaction volume of the sales revenue is large and comes from multiple business locations, the sales revenue is listed as a material audit matter.

Corresponding audit process:

Our main audit procedures for the abovementioned key audit matter include: understanding the accounting policy for revenue recognition adopted by MIN AIK TECHNOLOGY CO., LTD. and comparing the terms of sale to assess the appropriateness of the policy adopted; understanding the design of the internal control system for sales revenue and performing sample tests on the effectiveness of its implementation; performing sample tests of individual revenue transactions and verifying them with customer orders and shipping certificates; sampling sales transactions before and after the end of the year to examine the sales terms, shipping documents, and customer confirmation documents so as to evaluate whether the sales transactions at the end of the year are recognized in the appropriate period.

II. Valuation of inventory

For the accounting policy of inventory evaluation, please refer to Note 4(7) Inventory to the parent company only financial statements; for the uncertainty of accounting estimates and assumptions of inventories, please refer to Note 5(1) to the parent company only financial statements.

Description of key audit matters:

MIN AIK TECHNOLOGY CO., LTD. has the requirement for inventory and stocking as it engages in the production of electronic parts and components. However, with the rapid progress and replacement of electronic product technologies, the stocked inventory may no longer comply with the market demand; therefore, it has the risk related to inventory cost exceeding the net realizable value. The estimation of the net realizable value of inventories depends on the subjective judgment of the management, which falls into the category of accounting estimates with estimation uncertainties.

Corresponding audit process:

Our main audit procedures for the abovementioned key audit matter include: understanding the policy for the provision of inventory devaluation losses of MIN AIK TECHNOLOGY CO., LTD. and assessing whether the inventory valuation has been carried out in accordance with the established accounting policies, including executing sampling procedures to check the accuracy of the age of inventories and analyzing the changes in the age of inventories of each period; examining the reasonableness of the inventory loss allowance in the past to assess whether the method and assumption for estimating the inventory allowance in the current period is appropriate; examining the sales of inventories after the period to evaluate the reasonableness of the inventory allowance valuation and estimates.

III. Investments under the equity method

For the accounting policy of evaluation of investments under the equity method, please refer to Note 4(9) Investments in subsidiaries to the parent company only financial statements; for the description of investments under the equity method, please refer to Note 6(6) Investments under the equity method to the parent company only financial statements.

Description of key audit matters:

Regarding the investments under the equity method of MIN AIK TECHNOLOGY CO., LTD., material subsidiaries have the requirement for inventory and stocking as they engage in the production of electronic parts and components. However, with the rapid development and replacement of electronic product technologies, the stocked inventory may no longer comply with the market demand; therefore, it has the risk related to inventory cost exceeding the net realizable value. The estimation of the net realizable value of inventories depends on the subjective judgment of the management, which falls into the category of matters with estimation uncertainties. Therefore, relevant inventory valuation items in the financial statements of such subsidiaries are listed as a material audit matter.

Corresponding audit process:

Our main audit procedures for the abovementioned key audit matter include: understanding the policy for the provision of inventory devaluation losses of MIN AIK TECHNOLOGY CO., LTD. and assessing whether the inventory valuation has been carried out in accordance with the established accounting policies, including executing sampling procedures to check the basis and calculation of the net realizable value of inventories, the accuracy of the age of inventories and analyzing the changes in the age of inventories of each period; examining the reasonableness of the inventory loss allowance in the past to assess whether the method and assumption for estimating the inventory allowance in the current period is appropriate; examining the sales of inventories after the period to evaluate the reasonableness of the inventory allowance valuation and estimates.

Responsibilities of management and the governance unit for the parent company only financial statements

Management is responsible for preparing the appropriate parent company only financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers. Additionally, it is responsible for maintaining the internal control mechanism that is related to and necessary for the preparation of the parent company only financial statements. As a result, it can ensure material misstatement due to fraud or error does not occur in the parent company only financial statements.

In preparing the parent company only financial statements, management's responsibility also includes assessing MIN AIK TECHNOLOGY CO., LTD.'s ability to continue as a going concern, the disclosure of related matters, and the adoption of the going concern basis of accounting, unless management intends to liquidate MIN AIK TECHNOLOGY CO., LTD. or cease operations, or there is no practical alternative to liquidation or cessation of operations.

The governance unit (the audit committee) of MIN AIK TECHNOLOGY CO., LTD. is responsible for overseeing the financial reporting process.

Independent auditor's responsibilities for the audit of the parent company only financial statements

Our objectives are to obtain reasonable assurance about whether the parent company only financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance means a high degree of assurance. However, there is no guarantee that any material misstatement contained in the parent company only financial statements will be discovered during an audit conducted in accordance with relevant auditing standards. Misstatements might have been caused by fraud or errors. If individual values or an overview of misstatements can be reasonably expected to affect economic decisions made by users of the parent company only financial statements, they are considered significant.

We rely on our professional judgment and professional skepticism during an audit conducted in accordance with relevant auditing standards. We also perform the following tasks:

1. Identify and assess the risk of material misstatement of the parent company only financial statements due to fraud or error, design and adopt appropriate countermeasures for the risks assessed, and obtain sufficient and appropriate audit evidence to be used as the basis for the 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. We obtained an understanding of the internal control relevant to our 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 MIN AIK TECHNOLOGY CO., LTD.'s internal control.

3. Evaluate the adequacy of accounting policies adopted by management and the legitimacy of accounting estimates and related disclosures made.
4. Based on the evidence obtained, we have made a conclusion on the appropriateness of management's adoption of the going concern basis of accounting and whether there is any material uncertainty about the events or circumstances that may cast significant doubt on the ability of MIN AIK TECHNOLOGY CO., LTD. to continue as a going concern. In cases where we consider that events or circumstances have significant uncertainty in this regard, then relevant disclosure of the parent company only financial statements shall be provided in the auditors' report to allow users of the parent company only financial statements to be aware of such events or circumstances, or we shall revise our opinion when such disclosure is considered inappropriate. Our conclusion is based on the audit evidence obtained up to the date of our report. However, future events or circumstances may cause MIN AIK TECHNOLOGY CO., LTD. and its subsidiaries to cease to have the ability to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the parent company only financial statements (including relevant notes), and whether the parent company only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. We obtained sufficient and appropriate audit evidence on the financial information of investees under the equity method to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision and execution of MIN AIK TECHNOLOGY CO., LTD.'s audits, and for forming an opinion on the audits.

Communication between the CPAs and governance units includes the planned scope and timing of inspection as well as significant inspection findings (including significant deficiencies found with internal control during inspection).

We also provide the governing body with a statement that the independence-regulated personnel of the firm to which we are affiliated have complied with the Code of Ethics for Accountants with respect to independence, and communicate with the governing body about all relationships and other matters (including related safeguards) that may be considered to affect the accountant's independence.

From the matters communicated with the governance unit, we decided on the key audit matters for the audit of the parent company only financial statements of MIN AIK TECHNOLOGY CO., LTD. for 2023. We describe these matters in our auditors' report unless laws or regulations preclude public disclosure about these matters, 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 communications.

KPMG International

CPA:

Approval reference number from the competent authority of securities	Jin-Guan-Zheng-Shen-Zi No. 1010004977
March 13, 2024	Jin-Guan-Zheng-Shen-Zi No. 1060005191

MIN AIK TECHNOLOGY CO., LTD.

Statement of Comprehensive Income

For the years ended December 31, 2023 and 2022

Unit: NT\$ thousand

		2023		2022	
		Amount	%	Amount	%
4000	Operating revenue (Note 6(16) and 7)	\$ 2,547,963	100	2,979,729	100
5000	Operating cost (Notes 6(4), (11), (12), 7, and 12)	2,376,927	93	2,786,903	94
	Gross operating profit	171,036	7	192,826	6
	Operating expenses (Notes 6(3), (11), (12), 7 and 12):				
6100	Selling expenses	51,881	2	70,624	2
6200	Management expenses	92,587	4	95,380	3
6300	Research and development expenses	76,153	3	92,851	3
6450	Expected credit impairment loss	13,544	1	722	-
	Total operating expenses	234,165	10	259,577	8
	Net operating loss	(63,129)	(3)	(66,751)	(2)
	Non-operating income and expenses (Note 6(11), (18) and 7):				
7100	Interest revenue	9,037	-	2,179	-
7010	Other revenue	12,843	1	35,680	1
7020	Other profits and losses	(111,570)	(4)	(1,755)	-
7050	Finance costs	(12,574)	-	(8,859)	-
7070	Share of profit or loss of subsidiaries and affiliated companies under the equity method	(37,557)	(1)	72,825	2
	Total non-operating income and expense	(139,821)	(4)	100,070	3
7900	Net profit (loss) before tax	(202,950)	(7)	33,319	1
7950	Less: Income tax expenses (gains) (Note 6(13))	12,696	-	(6,439)	-
	Net profit (loss) for the period	(215,646)	(7)	39,758	1
8300	Other comprehensive income:				
8310	Items not reclassified to profit or loss				
8311	Remeasurements of the defined benefit plan (Note 6(12))	(1,864)	-	(1,366)	-
8316	Unrealized valuation gain or loss of investments in equity instruments at fair value through other comprehensive income (Note 6(5))	(7,546)	-	(33,123)	(1)
8330	Share of other comprehensive income of subsidiaries and affiliated companies under the equity method	(4,855)	-	1,924	-
	Total items not reclassified to profit or loss	(14,265)	-	(32,565)	(1)
8360	Items that may be subsequently reclassified as profit or loss				
8361	Exchange difference in the financial statement translation of foreign operations	(71,873)	(3)	123,844	4
8399	Income tax related to items that may be reclassified (Note 6(13))	13,046	1	(17,252)	(1)
	Total items that may be subsequently reclassified as profit or loss	(58,827)	(2)	106,592	3
8300	Other comprehensive income for the period	(73,092)	(2)	74,027	2
	Total comprehensive income for the period	\$ (288,738)	(9)	113,785	3
9750	Basic earnings (losses) per share (Unit: NT\$) (Note 6(15))	\$ (1.57)		0.29	
9850	Diluted earnings per share (Unit: NT\$) (Note 6(15))			0.29	

(Please refer to the attached notes on parent company only financial statements)

Chairman: Chia Kin Heng

General Manager: Chia Kin Heng

Accounting Manager: Yu Jhen Chen

MIN AIK TECHNOLOGY CO., LTD.
Statement of Changes in Equity
For the years ended December 31, 2023 and 2022

Unit: NT\$ thousand

	Capital stock		Retained earnings				Other equity items		Total	Total equity
	Common share capital	Capital surplus	Legal reserve	Special reserve	Undistributed earnings (losses pending compensation)	Exchange difference in the financial statement translation of foreign operations	Financial assets measured at fair value through other comprehensive income – unrealized losses			
Balance as of January 1, 2022	\$ 1,375,632	1,604,287	-	570,199	188,438	758,637	(771,824)	(97,144)	(868,968)	2,869,588
Net profit for the period	-	-	-	-	39,758	39,758	-	-	-	39,758
Other comprehensive income for the period	-	-	-	-	558	558	106,592	(33,123)	73,469	74,027
Total comprehensive income for the period	-	-	-	-	40,316	40,316	106,592	(33,123)	73,469	113,785
Appropriation and distribution of earnings:										
Provision of legal reserve	-	-	18,844	-	(18,844)	-	-	-	-	-
Allocated special reserve	-	-	-	158,860	(158,860)	-	-	-	-	-
Cash dividend for common shares	-	-	-	-	(9,630)	(9,630)	-	-	-	(9,630)
Distribution of cash dividends from the capital reserve	-	(127,934)	-	-	-	-	-	-	-	(127,934)
Balance as of December 31, 2022	1,375,632	1,476,353	18,844	729,059	41,420	789,323	(665,232)	(130,267)	(795,499)	2,845,809
Current net loss	-	-	-	-	(215,646)	(215,646)	-	-	-	(215,646)
Other comprehensive income for the period	-	-	-	-	(6,719)	(6,719)	(58,827)	(7,546)	(66,373)	(73,092)
Total comprehensive income for the period	-	-	-	-	(222,365)	(222,365)	(58,827)	(7,546)	(66,373)	(288,738)
Appropriation and distribution of earnings:										
Provision of legal reserve	-	-	4,031	-	(4,031)	-	-	-	-	-
Allocated special reserve	-	-	-	1,104	(1,104)	-	-	-	-	-
Cash dividend for common shares	-	-	-	-	(31,640)	(31,640)	-	-	-	(31,640)
Distribution of cash dividends from the capital reserve	-	(9,629)	-	-	-	-	-	-	-	(9,629)
Balance as of December 31, 2023	\$ 1,375,632	1,466,724	22,875	730,163	(217,720)	535,318	(724,059)	(137,813)	(861,872)	2,515,802

(Please refer to the attached notes on parent company only financial statements)

Chairman: Chia Kin Heng

General Manager: Chia Kin Heng

Accounting Manager: Yu Jhen Chen

MIN AIK TECHNOLOGY CO., LTD.

Statement of Cash Flow

For the years ended December 31, 2023 and 2022

Unit: NT\$ thousand

	2023	2022
Cash flow from operating activities:		
Net profit (loss) before tax for the period	\$ (202,950)	33,319
Adjustments:		
Income, expenses, and losses		
Depreciation and amortization expenses	68,544	66,868
Net loss on financial assets and liabilities at fair value through profit or loss	122,903	22,274
Dividend revenue	(2,539)	(10,158)
Share of profit of subsidiaries and affiliated companies under the equity method	37,557	(72,825)
(Gains) losses on the disposal and scrapping of property, plant and equipment	(38)	600
Loss on inventory devaluation and scrapping	2,251	13,159
Interest revenue	(9,037)	(2,179)
Interest expenses	12,574	8,859
Others	13,774	(205)
Total income/expense items	245,989	26,393
Changes in assets/liabilities related to operating activities:		
Changes in assets related to operating activities:		
Notes and accounts receivable (including related parties)	(202,083)	531,165
Inventory	73,117	(32,312)
Other current assets	(34,363)	(150,576)
Other non-current assets	(988)	(1,014)
	(164,317)	347,263
Net changes in liabilities related to operating activities:		
Notes and accounts payable (including the related party)	331,258	(530,710)
Other current liabilities	(11,455)	(37,389)
	319,803	(568,099)
Total net changes in assets and liabilities related to operating activities	155,486	(220,836)
Total adjustments	401,475	(194,443)
Cash outflow from operations	198,525	(161,124)
Interest received	7,519	2,145
Stock dividend received	66,082	64,446
Interest paid	(12,274)	(8,845)
Income tax paid	(744)	(44)
Net cash inflow (outflow) from operating activities	259,108	(103,422)
Cash flow from investing activities:		
Acquisition of investment under the equity method	(12,907)	(17,895)
Acquisition of property, plant and equipment	(6,965)	(22,073)
Disposal of property, plant and equipment	180	3,787
Decrease (increase) in other financial assets	(2,304)	179,190
Net cash inflow (outflow) from investment activities	(21,996)	143,009
Cash flow from financing activities:		
Decrease in short-term borrowings	(25,000)	(111,651)
Increase in long-term borrowings	11,667	84,861
Lease principle repayment	(33,717)	(34,058)
Distribution of cash dividends	(41,269)	(137,564)
Net cash outflow from financing activities	(88,319)	(198,412)
Increase (decrease) in cash and cash equivalents in the current period	148,793	(158,825)
Balance of cash and cash equivalents at the beginning of the period	240,054	398,879
Balance of cash and cash equivalents at the end of the period	\$ 388,847	240,054

(Please refer to the attached notes on parent company only financial statements)

Chairman: Chia Kin Heng

General Manager: Chia Kin Heng

Accounting Manager: Yu Jhen Chen

Attachment 5

MIN AIK TECHNOLOGY CO., LTD.
Deficit Compensation Plan
2023

	Unit: NT\$
Undistributed earnings, beginning	\$ 4,644,470
Less:	
Current changes in remeasurements of the defined benefit plan	(6,718,757)
Current net losses after tax	(215,646,015)
Deficit to be compensated	<u>(217,720,302)</u>
Add:	
Deficit to be compensated by special reserve	<u>217,720,302</u>
Undistributed earnings at the end of the period (deficit to be compensated)	<u>-</u>

Chairman: Chia Kin Heng

Manager: Chia Kin Heng

Accounting Manager: Chen Yu Jhen

Attachment 6

MIN AIK TECHNOLOGY CO., LTD.
Cross Reference Table for the Procedures for Acquisition or Disposal of Assets

Before and After Amendment

Article No	After the Amendments	Before the Amendments	Remarks
Article 1	The Procedure is established to protect the Company's assets and implement information disclosure. All the acquisition or disposal of assets <u>within the group</u> shall be handled in accordance with the provisions of the Procedure. The operations not covered by the Procedure shall be handled in accordance with other relevant regulations of the Company and the "Regulations Governing the Acquisition and Disposal of Assets of Public Companies" promulgated by the competent authority.	The Procedure is established to protect the Company's assets and implement information disclosure. All the acquisition or disposal of assets <u>of the Company</u> shall be handled in accordance with the provisions of the Procedure. The operations not covered by the Procedure shall be handled in accordance with other relevant regulations of the Company and the "Regulations Governing the Acquisition and Disposal of Assets of Public Companies" promulgated by the competent authority.	Amended in response to the actual operational needs
Article 3	Definitions I~III Omitted <u>IV.Delete the following numbers and continue assigning the numbers upward.</u> IV~IX (omitted)	Definitions I~III Omitted <u>IV.The 10% of total assets shall be determined based on the total assets presented in the most recent parent company only or separate financial statement as required by the Regulations Governing the Preparation of Financial Reports by Securities Issuers. If the Company's shares have no par value or if the par value per share is not NT\$10, the transaction amount reaching 20% of the paid-in capital shall be substituted by 10% of the equity attributable to owners of the parent.</u> <u>The transaction amount of the paid-in capital reaching NT\$10 billion shall be substituted by the equity attributable to owners of the parent reaching NT\$20 billion.</u> V~X (Omitted)	Amended in response to the actual operational needs
Article 4	The professional appraisers and their appraisers, certified public accountants, lawyers, or securities underwriters from whom <u>within the group</u> obtained the appraisal report or written opinions shall comply with the "Regulations Governing the Acquisition and Disposal of Assets of Public Companies" promulgated by the competent authority and related regulations.	The professional appraisers and their appraisers, certified public accountants, lawyers, or securities underwriters that provide <u>the Company</u> with the appraisal report or written opinions shall comply with the "Regulations Governing the Acquisition and Disposal of Assets of Public Companies" promulgated by the competent authority and related regulations.	Amended in response to the actual operational needs

Article No	After the Amendments	Before the Amendments	Remarks
Article 5	<p>In principle, the <u>Companies within the group</u> shall not engage in the acquisition or disposal of bonds or debts of <u>any</u> financial institutions. If it intends to engage in the acquisition or disposal of bonds or debts of <u>any</u> financial institutions in the future, it shall report to the Board of Directors for approval before formulating its evaluation and operating procedures.</p>	<p>In principle, <u>the Company</u> shall not engage in the acquisition or disposal of bonds or debts of financial institutions. If it intends to engage in the acquisition or disposal of bonds or debts of financial institutions in the future, it shall report to the Board of Directors for approval before formulating its evaluation and operating procedures.</p>	Amended in response to the actual operational needs
Article 6	<p>Procedures for <u>group Companies to acquire and dispose</u> of intangible assets or the right-of-use assets thereof, or membership cards: I~II Omitted III.Appraisal reports on membership card or intangible assets: (I) If the Company's transaction amount for acquiring or disposing of membership cards reaches 1% of the paid-in capital of <u>that execute Company's</u> or more than NT\$15 million, an appraisal report shall be issued by an expert. (II) If the Company's transaction amount for acquiring or disposing of intangible assets reaches 10% of the paid-in capital of <u>that execute company's</u> or more than NT\$20 million, an appraisal report shall be issued by an expert. (III) Where the Company acquires or disposes of intangible assets or right-of-use assets thereof or membership cards and the transaction amount reaches more than 20% of <u>that execute company's</u> paid-in capital or NT\$300 million or more, except in transactions with a domestic government agency, the Company shall engage a CPA prior to the date of occurrence of the event to render an opinion on the reasonableness of the transaction price.</p>	<p>Procedures for <u>the Company's</u> acquisition or disposal of intangible assets or the right-of-use assets thereof, or membership cards: I~II Omitted III.Appraisal reports on membership card or intangible assets: (I) If the Company's transaction amount for acquiring or disposing of membership cards reaches 1% of the paid-in capital or more than NT\$15 million, an appraisal report shall be issued by an expert. (II) If the Company's transaction amount for acquiring or disposing of intangible assets reaches 10% of the paid-in capital or more than NT\$20 million, an appraisal report shall be issued by an expert. (III) Where the Company acquires or disposes of intangible assets or right-of-use assets thereof or membership cards and the transaction amount reaches more than 20% of <u>the Company's</u> paid-in capital or NT\$300 million or more, except in transactions with a domestic government agency, the Company shall engage a CPA prior to the date of occurrence of the event to render an opinion on the reasonableness of the transaction price.</p>	Amended in response to the actual operational needs

Article No	After the Amendments	Before the Amendments	Remarks
Article 7	<p>Procedures for acquisition or disposal of property, equipment or other right-of-use assets <u>within the group</u>:</p> <p>I. <u>When</u> acquiring or disposing of property, equipment or other right-of-use assets, except for transactions with domestic government agencies, commissioned construction on own land, commissioned construction on leased land, or acquisition or disposal of equipment or other right-of-use assets for business use, if <u>the transaction amount reaches more than 20% of that execute company's paid-in capital</u> or NT\$300 million or more, an appraisal report issued by a professional appraiser shall be obtained before the date of occurrence of the fact. Meanwhile, the following requirements shall be met:</p>	<p>Procedures for the Company's acquisition or disposal of property, equipment or right-of-use assets <u>thereof</u>:</p> <p>I. The acquisition or disposal of property, equipment or other right-of-use assets, except for transactions with domestic government agencies, commissioned construction on own land, commissioned construction on leased land, or acquisition or disposal of equipment or other right-of-use assets for business use. If <u>the Company's paid-in capital</u> is more than 20% or NT\$ 300 million, the appraisal report issued by a professional appraiser shall be obtained before the date of occurrence. Meanwhile, the following requirements shall be met:</p>	Amended in response to the actual operational needs
Article 8	<p>The authority for the acquisition or disposal of property, equipment or other right-of-use assets is specified as following:</p> <p>I. <u>Any long-term and short-term investments are subject to the approval by the Financial Management Division per the following level of authority.</u></p> <p>(I) Short-term investment: The Financial Management Division may use the remaining short-term funds to engage in the short-term investment referred to in the subparagraph 1, Paragraph 1 of Article 2 herein. The amount is less than NT\$10 million (inclusive) and approved by the supervisor of the Financial Management Division, provided that the amount more than NT\$10 million shall be subject to authorization by the President (CEO).</p> <p>(II) Long-term investments: The amount of long-term investment related to development of business less than 10% of <u>that execute company's paid-in capital</u></p>	<p>The authority for the acquisition or disposal of property, equipment or other right-of-use assets is specified as following:</p> <p>I. <u>The Company's long-term and short-term investments are submitted and approved by the Financial Management Division in accordance with the following approval authorities.</u></p> <p>(I) Short-term investment: The Financial Management Division may use the remaining short-term funds to engage in the short-term investment referred to in the subparagraph 1, Paragraph 1 of Article 2 herein. The amount is less than NT\$10 million (inclusive) and approved by the supervisor of the Financial Management Division, provided that the amount more than NT\$10 million shall be subject to authorization by the President (CEO).</p> <p>(II) Long-term investment: The amount of long-term investment related to development of business less than 10% of the paid-in capital shall be subject to</p>	Amended in response to the actual operational needs

Article No	After the Amendments	Before the Amendments	Remarks
	<p>shall be subject to authorization by the Chairman, while the amount exceeding 10% of <u>that execute company's</u> paid-in capital shall be subject to approval of the Board of Directors and handled by the Chairman with authorization.</p> <p>II. Property, equipment or other right-of-use assets:</p> <p>(I) <u>Based on its operational needs, any department within the group</u> may conduct investigation, analyze the trading prices and market prices in neighboring regions or peers, market conditions, and future trends, and then report the transaction for approval upon price inquiry and negotiation.</p> <p>(II) If the transaction price for the single or batch acquisition or disposal of the Company's assets for operating purposes is less than 10% (inclusive) of <u>that execute company's</u> paid-in capital, such transaction shall be subject to the authorization by the President (CEO). The transaction price more than 10% of <u>that execute company's</u> paid-in capital, if any, shall be subject to approval per resolution of the Board of Directors and handled by the Chairman with authorization.</p> <p>(III) For the acquisition or disposal of assets for operating purposes between the Company and its subsidiaries, the Board of Directors shall authorize the Chairman to make a decision within 10% of <u>the acquisition company</u> paid-in capital in advance, and then report to the nearest session of the Board of Directors for ratification.</p> <p>III. The investment limits of the Company and its subsidiaries are specified as following:</p>	<p>authorization by the Chairman, while the amount exceeding 10% of the paid-in capital shall be subject to approval of the Board of Directors and handled by the Chairman with authorization.</p> <p>II. Property, equipment or other right-of-use assets:</p> <p>(I) <u>The Company's requesting department, based on its operational needs,</u> may conduct investigation, analyze the trading prices and market prices in neighboring regions or peers, market conditions, and future trends, and then report the transaction for approval upon price inquiry and negotiation.</p> <p>(II) If the transaction price for the single or batch acquisition or disposal of the Company's assets for operating purposes is less than 10% (inclusive) of the paid-in capital, such transaction shall be subject to the authorization by the President (CEO). The transaction price more than 10% of the paid-in capital, if any, shall be subject to approval per resolution of the Board of Directors and handled by the Chairman with authorization.</p> <p>(III) For the acquisition or disposal of assets for operating purposes between the Company and its subsidiaries, the Board of Directors shall authorize the Chairman to make a decision within 10% of the paid-in capital in advance, and then report to the nearest session of the Board of Directors for ratification.</p> <p>III. The investment limits of the Company and its subsidiaries are specified as following:</p>	

Article No	After the Amendments	Before the Amendments	Remarks
	<p>(I) The total amount of real property purchased for non-operating purposes shall not exceed 20% of <u>that execute company's</u> current net worth for the current period.</p> <p>(II) The total amount of the securities purchased shall not exceed <u>the Company's</u> total net worth for the current period.</p> <p>(III) The investment in individual securities shall not exceed 50% of the Company's net worth in the current period, <u>provided that it shall not exceed that execute company's total net worth for the current period</u>, in the case of an investee wholly owned by the Company.</p>	<p>(I) The total amount of real property purchased for non-operating purposes shall not exceed 20% of <u>the Company's</u> current net worth for the current period.</p> <p>(II) The total amount of the securities purchased shall not exceed the Company's total net worth for the current period.</p> <p>(III) The investment in individual securities shall not exceed 50% of <u>the Company's</u> net worth for the current period, <u>unless</u> in the case of an investee wholly owned by the Company.</p>	
Article 10	<p>The Company's subsidiaries shall comply with the following provisions:</p> <p>I. <u>Acquisition or disposal of assets by the Company's subsidiaries shall be handled in accordance with the provisions of the Procedure.</u></p>	<p>The Company's subsidiaries shall comply with the following provisions:</p> <p>I. <u>The subsidiary has established the "Procedure for Acquisition or Disposal of Assets" in accordance with local laws and regulations and the relevant provisions of the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies" promulgated by the competent authority.</u></p>	Amended in response to the actual operational needs
Article 11	<p>I. Transaction principles and policies:</p> <p>(I)~(IV) Omitted</p> <p>(V) Transaction limit:</p> <p>1. The total amount of unsettled derivatives contracts conducted by the Company shall not exceed the net foreign currency requirements of receivables and payables generated by <u>that execute company's</u> operations in the past four months.</p> <p>II. Operational descriptions:</p> <p>(I)~(II) Omitted</p> <p>(III) Risk management:</p> <p>1. The Company's trading counterparts</p>	<p>I. Transaction principles and policies:</p> <p>(I)~(IV) Omitted</p> <p>(V) Transaction limit:</p> <p>1. The total amount of unsettled derivatives contracts conducted by the Company shall not exceed the net foreign currency requirements of receivables and payables generated by <u>the Company's</u> operations in the past four months.</p> <p>II. Operational descriptions:</p> <p>(I)~(II) Omitted</p> <p>(III) Risk management:</p> <p>1. The Company's trading counterparts</p>	Amended in response to the actual operational needs

Article No	After the Amendments	Before the Amendments	Remarks
	<p>are banks or internationally renowned financial institutions that the Company has dealings with and can provide professional information.</p> <p>2.The Company generates foreign currency assets or liabilities due to operational needs. In consideration of changes in the future market, the Company chooses to engage in derivatives trading in order to prevent market changes from affecting the performance of the core profession. Meanwhile, based on the hedging principle, the Company avoids engaging in financial operations.</p>	<p>are banks or internationally renowned financial institutions that the Company has dealings with and can provide professional information.</p> <p>2.The Company generates foreign currency assets or liabilities due to operational needs. In consideration of changes in the future market, the Company chooses to engage in derivatives trading in order to prevent market changes from affecting the performance of the core profession. Meanwhile, based on the hedging principle, the Company avoids engaging in financial operations.</p>	
Article 12	The merger, division, acquisition, or transfer of shares of <u>Companies within the group</u> shall be handled in accordance with the relevant provisions of the “Regulations Governing the Acquisition and Disposal of Assets of Public Companies” promulgated by the competent authority.	The merger, division, acquisition, or transfer of shares of <u>the Company</u> shall be handled in accordance with the relevant provisions of the “Regulations Governing the Acquisition and Disposal of Assets of Public Companies” promulgated by the competent authority.	Amended in response to the actual operational needs
Article 13	<p>Information Disclosure Procedure</p> <p>I. Under the following circumstances, the acquisition or disposal of assets shall be announced and reported on the website designated by the competent authority in accordance with the nature of the acquisition or disposal of assets within two days from the date of occurrence of the fact in the prescribed format:</p> <p>(I)~(VI) Omitted</p> <p>(VII) The transaction amount reaches 20% of <u>Headquarters</u> paid-in capital or more than NT\$300 million in the transaction of assets other than those described in the preceding six subparagraphs, disposal of bonds or debts by a financial institution, or the investment in the Mainland China</p>	<p>Information Disclosure Procedure</p> <p>I. Under the following circumstances, the acquisition or disposal of assets shall be announced and reported on the website designated by the competent authority in accordance with the nature of the acquisition or disposal of assets within two days from the date of occurrence of the fact in the prescribed format:</p> <p>(I)~(VI) Omitted</p> <p>(VII) The transaction amount reaches 20% of <u>the Company’s</u> paid-in capital or more than NT\$300 million in the transaction of assets other than those described in the preceding six subparagraphs, disposal of bonds or debts by a financial institution, or the investment in the Mainland China</p>	Amended in response to the actual operational needs

Article No	After the Amendments	Before the Amendments	Remarks
	<p>area, unless in the following circumstances:</p> <p>II~III Omitted</p> <p>IV. When acquiring or disposing of assets, <u>Companies within the group</u> shall keep relevant contracts, minutes of meetings on record, registries, quotations, the opinions of the CPAs, lawyers or securities underwriters at the Company for at least 5 years, unless otherwise provided by laws.</p>	<p>area, unless in the following circumstances:</p> <p>II~III Omitted</p> <p>IV. When acquiring or disposing of assets, <u>the Company</u> shall keep the relevant contracts, minutes of meetings on record, registries, quotations, the opinions of the CPAs, lawyers or securities underwriters at the Company. <u>Unless otherwise required</u> by other laws, this shall be kept for at least 5 years.</p>	
Article 14	<p><u>If any employees within the Group found violate</u> the acquisition or disposal of assets procedure. The said employee shall be punished in accordance with the Company's Reward and Punishment Management Regulations.</p>	<p><u>If the Company's employees undertake the acquisition or disposal of assets in violation of the provisions of the Procedure,</u> they shall be punished in accordance with the Company's Reward and Punishment Management Regulations, subject to the severity of the violation.</p>	Amended in response to the actual operational needs

Attachment 7

MIN AIK TECHNOLOGY CO., LTD.
Cross Reference Table for the Procedures for Endorsement and Guarantee
Before and After Amendment

Article No.	After the Amendments	Before the Amendments	Remarks
Article 3	<p>Endorsed/guaranteed person: I~III Omitted IV. Companies in which the Company holds, directly or indirectly, 90% or more of the voting shares may make endorsements/guarantees for each other, and the amount of such endorsement/guarantee shall not exceed 10% of the Company's net worth as stated in its latest financial statements.</p>	<p>Endorsed/guaranteed person: I~III Omitted IV. Companies in which the Company holds, directly or indirectly, 90% or more of the voting shares may make endorsements/guarantees for each other, and the amount of such endorsement/guarantee shall not exceed 10% of the Company's net worth as stated in its latest financial statements. <u>The same shall not apply to the companies in which the Company holds, directly or indirectly, 100% of the voting shares.</u></p>	Amended in response to laws and regulations
Article 4	<p>Limit of endorsements/guarantees: I. Limits to individual entities: 1. The total endorsements/guarantees made by the Company for the same company shall be no more than 10% of the Company's net worth as stated in its latest financial statements. The guarantee made for business relationship, if any, shall not exceed the higher of <u>the Company's purchase or sales amount in the most recent year, and shall not exceed 10% of the Company's net worth as stated in its latest financial statements.</u> 2. The total endorsements/guarantees made by the Company and its subsidiaries for the same company</p>	<p>Limit of endorsements/guarantees: I. Limits to individual entities: 1. The total endorsements/ guarantees made by the Company for the same company shall be no more than 10% of the Company's net worth as stated in its latest financial statements, <u>provided that the same shall not apply to the companies in which the Company holds, directly or indirectly, 100% of the voting shares.</u> The guarantee made for business relationship, if any, shall not exceed <u>the total amount of the transactions with the Company in the most recent year.</u> 2. The total endorsements/guarantees made by the Company and its subsidiaries for the same company</p>	Amended in response to laws and regulations

	<p>shall be no more than 20% of the Company's net worth as stated in its latest financial statements. The guarantee made for business relationship, if any, shall not exceed the higher of <u>the total purchase or sales amounts of the Company and its subsidiaries in the most recent year, and shall not exceed 20% of the Company's net worth as stated in its latest financial statements.</u></p> <p>3. <u>The _____ endorsements/guarantees made by companies in which the Company holds, directly or indirectly, 100% of the voting shares for each other shall not exceed total the net worth of the endorser/guarantor as stated in its latest financial statements.</u></p>	<p>shall be no more than 20% of the Company's net worth as stated in its latest financial statements, <u>provided that the same shall not apply to the companies in which the Company holds, directly or indirectly, 100% of the voting shares.</u> The guarantee made for business relationship, if any, shall not exceed <u>the total amount of the transactions with the Company and its subsidiaries</u> in the most recent year.</p>	
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Appendix1

MIN AIK TECHNOLOGY CO., LTD.

Procedures for Acquisition or Disposal of Assets (before amendment)

Article 1 The Procedure is established to protect the Company's assets and implement information disclosure. All the acquisition or disposal of assets of the Company shall be handled in accordance with the provisions of the Procedure. The operations not covered by the Procedure shall be handled in accordance with other relevant regulations of the Company and the "Regulations Governing the Acquisition and Disposal of Assets of Public Companies" promulgated by the competent authority.

Article 2 The applicability of assets referred to herein is specified as following:

- I. Investments in stocks, government bonds, corporate bonds, financial bonds, securities representing interest in a fund, depositary receipts, call (put) warrants, beneficial securities, and asset-backed securities.
- II. Real property (including land, houses and buildings, investment property, and construction enterprise inventory) and equipment.
- III. Membership card.
- IV. Patents, copyrights, trademarks, franchise rights and other intangible assets.
- V. Right-of-use assets.
- VI. Claims of financial institutions (including receivables, bills purchased and discounted, loans, and overdue receivables).
- VII. Derivatives.
- VIII. Assets acquired or disposed of in connection with mergers, demergers, acquisitions, or transfer of shares in accordance with law.
- IX. Other important assets.

Article 3 Definitions

- I. Derivatives: Forward contracts, options contracts, futures contracts, leverage contracts, or swap contracts, whose value is derived from a specified interest rate, financial instrument price, commodity price, foreign exchange rate, index of prices or rates, credit rating or credit index, or other variable; or hybrid contracts combining the above contracts; or hybrid contracts or structured products containing embedded derivatives. The term "forward contracts" does not include insurance contracts, performance contracts, after-sale service contracts, long-term leasing contracts, or long-term purchase (sales) contracts.
- II. Assets acquired or disposed of in connection with mergers, demergers, acquisitions, or transfer of shares in accordance with law: Assets acquired or disposed through mergers, demergers, or acquisitions conducted under the Business Mergers and Acquisitions Act, Financial Holding Company Act, Financial Institution Merger Act and other acts, or to transfer of shares from another company through issuance of new shares of its own as the consideration therefor (hereinafter "transfer of shares") under Article 156-3 of the Company Act.

- III. Related party or subsidiary: As defined in the Regulations Governing the Preparation of Financial Reports by Securities Issuers.
- IV. The 10% of total assets shall be determined based on the total assets presented in the most recent parent company only or separate financial statement as required by the Regulations Governing the Preparation of Financial Reports by Securities Issuers. If the Company's shares have no par value or if the par value per share is not NT\$10, the transaction amount reaching 20% of the paid-in capital shall be substituted by 10% of the equity attributable to owners of the parent. The transaction amount of the paid-in capital reaching NT\$10 billion shall be substituted by the equity attributable to owners of the parent reaching NT\$20 billion.
- V. Professional appraiser: A real property appraiser or other person duly authorized by law to engage in the value appraisal of real property or equipment.
- VI. Date of occurrence: The date of contract signing, date of payment, date of consignment trade, date of transfer, date of resolution of the board of directors, or other date that can confirm the counterpart and amount of the transaction, whichever date is earlier. However, for the investors that need to be approved by the competent authority, the earlier of the above date or the date of receipt of approval by the competent authority shall apply.
- VII. Investment in Mainland China: An investment in Mainland China that is made in accordance with the Investment Commission, Ministry of Economic Affairs, or the Regulations Governing Permission for Investment or Technical Cooperation in the Mainland Area
- VIII. Investment professional: Financial holding companies, banks, insurance companies, bill finance companies, trust enterprises, securities firms operating proprietary trading or underwriting business, futures commission merchants operating proprietary trading business, securities investment trust enterprises, securities investment consulting enterprises, and fund management companies, that are lawfully incorporated and are regulated by the competent financial authorities of the jurisdiction where they are located.
- IX. Securities exchange: The "domestic securities exchange" refers to the Taiwan Stock Exchange Corporation. The "foreign securities exchange" refers to any organized securities exchange market that is regulated by the competent securities authorities of the jurisdiction where it is located.
- X. Over-the-counter market: The "domestic OTC market" refers to a venue for OTC trading provided by a securities firm in accordance with the Regulations Governing Securities Trading on the Taipei Exchange. The "foreign OTC market" refers to a venue at a financial institution that is regulated by the foreign competent authority and that is permitted to conduct securities business.

- Article 4 The professional appraisers and their appraisers, certified public accountants, lawyers, or securities underwriters that provide the Company with the appraisal report or written opinions shall comply with the “Regulations Governing the Acquisition and Disposal of Assets of Public Companies” promulgated by the competent authority and related regulations.
- Article 5 In principle, the Company shall not engage in the acquisition or disposal of bonds or debts of financial institutions. If it intends to engage in the acquisition or disposal of bonds or debts of financial institutions in the future, it shall report to the Board of Directors for approval before formulating its evaluation and operating procedures.
- Article 6 Procedures for the Company’s acquisition or disposal of intangible assets or the right-of-use assets thereof, or membership cards:
- I. In order to resolve the trading conditions and price of the acquisition or disposal of memberships, it is necessary to take the market fair value into account and prepare specific analysis report and submit the same to the president. The transaction amounting to less than NT\$15 million shall be subject to prior approval of the Chairman and reported to the latest Board of Directors’ meeting, while the transaction amounting to more than NT\$15 million shall be subject to prior approval of the Board of Directors.
 - II. In order to resolve the trading conditions and price of the acquisition or disposal of intangible assets, it is necessary to take the expert’s appraisal report or market fair value into account and prepare specific analysis report and submit the same to the responsible supervisor. The transaction amounting to less than NT\$10 million (inclusive) shall be subject to prior approval of the Chairman. The transaction amounting to NT\$10 million~NT\$20 million shall be subject to prior approval of the Chairman and reported to the latest Board of Directors’ meeting, while the transaction amounting to more than NT\$20 million shall be subject to prior approval of the Board of Directors.
 - III. Appraisal reports on membership card or intangible assets:
 - (I) If the Company’s transaction amount for acquiring or disposing of membership cards reaches 1% of the paid-in capital or more than NT\$15 million, an appraisal report shall be issued by an expert.
 - (II) If the Company’s transaction amount for acquiring or disposing of intangible assets reaches 10% of the paid-in capital or more than NT\$20 million, an appraisal report shall be issued by an expert.
 - (III) Where the Company acquires or disposes of intangible assets or right-of-use assets thereof or membership cards and the transaction amount reaches more than 20% of the Company’s paid-in capital or NT\$300 million or more, except in transactions with a domestic government agency, the Company shall engage a CPA prior to the date of occurrence of the event to render an opinion on the reasonableness of the transaction price.

IV. The calculation of the transaction amount shall be done in accordance with Paragraph 1, Article 13 herein. Items for which an appraisal report from a professional appraiser or a CPA's opinion has been obtained need not be counted toward the transaction amount.

Article 7 Procedures for the Company's acquisition or disposal of property, equipment or other right-of-use assets:

- I. When acquiring or disposing of property, equipment or other right-of-use assets, except for transactions with domestic government agencies, commissioned construction on own land, commissioned construction on leased land, or acquisition or disposal of equipment or other right-of-use assets for business use, if the transaction amount reaches more than 20% of the Company's paid-in capital or NT\$300 million or more, an appraisal report issued by a professional appraiser shall be obtained before the date of occurrence of the fact. Meanwhile, the following requirements shall be met:
- (I) Where due to special circumstances it is necessary to give a limited price, specified price, or special price as a reference basis for the transaction price, the transaction shall be submitted for approval in advance by the board of directors. The same procedure shall also be followed whenever there is any subsequent change to the terms and conditions of the transaction.
 - (II) Where the transaction amount is NT\$1 billion or more, appraisals from two or more professional appraisers shall be obtained.
 - (III) Where any one of the following circumstances applies with respect to the professional appraiser's appraisal results, unless all the appraisal results for the assets to be acquired are higher than the transaction amount, or all the appraisal results for the assets to be disposed of are lower than the transaction amount, a certified public accountant shall be engaged to render a specific opinion regarding the reason for the discrepancy and the appropriateness of the transaction price:
 - 1. The discrepancy between the appraisal result and the transaction amount is 20% or more of the transaction amount.
 - 2. The discrepancy between the appraisal results of two or more professional appraisers is 10% or more of the transaction amount.
 - (IV) No more than 3 months may elapse between the date of the appraisal report issued by a professional appraiser and the contract execution date; provided, where the publicly announced current value for the same period is used and not more than 6 months have elapsed, an opinion may still be issued by the original professional appraiser.
- II. When acquiring or disposing of securities, the Company shall, prior to the date of occurrence of the event, obtain financial statements of the issuing company for the most recent period, certified or reviewed by a certified public accountant, for reference in appraising the transaction price. If the transaction

amount reaches 20% percent of the Company's paid-in capital or NT\$300 million or more, the Company shall engage a CPA prior to the date of occurrence of the event to render an opinion on the reasonableness of the transaction price. This requirement does not apply, however, to publicly quoted prices of securities that have an active market, or where otherwise provided by the competent authority.

- III. Where the Company acquires or disposes of assets through court auction procedures, the evidentiary documentation issued by the court may be substituted for the appraisal report or CPA opinion.
- IV. The calculation of the transaction amount shall be done in accordance with Paragraph 1, Article 13 herein. Items for which an appraisal report from a professional appraiser or a CPA's opinion has been obtained need not be counted toward the transaction amount.

Article 8 The authority for the acquisition or disposal of property, equipment or other right-of-use assets is specified as following:

- I. The Company's long-term and short-term investments are submitted and approved by the Financial Management Division in accordance with the following approval authorities.
 - (I) Short-term investment: The Financial Management Division may use the remaining short-term funds to engage in the short-term investment referred to in the subparagraph 1, Paragraph 1 of Article 2 herein. The amount is less than NT\$10 million (inclusive) and approved by the supervisor of the Financial Management Division, provided that the amount more than NT\$10 million shall be subject to authorization by the President (CEO).
 - (II) Long-term investment: The amount of long-term investment related to development of business less than 10% of the paid-in capital shall be subject to authorization by the Chairman, while the amount exceeding 10% of the paid-in capital shall be subject to approval of the Board of Directors and handled by the Chairman with authorization.
- II. Property, equipment or other right-of-use assets:
 - (I) The Company's requesting department, based on its operational needs, may conduct investigation, analyze the trading prices and market prices in neighboring regions or peers, market conditions, and future trends, and then report the transaction for approval upon price inquiry and negotiation.
 - (II) If the transaction price for the single or batch acquisition or disposal of the Company's assets for operating purposes is less than 10% (inclusive) of the paid-in capital, such transaction shall be subject to the authorization by the President (CEO). The transaction price more than 10% of the paid-in capital, if any, shall be subject to approval per resolution of the Board of Directors and handled by the Chairman with authorization.

(III) For the acquisition or disposal of assets for operating purposes between the Company and its subsidiaries, the Board of Directors shall authorize the Chairman to make a decision within 10% of the paid-in capital in advance, and then report to the nearest session of the Board of Directors for ratification.

III. The investment limits of the Company and its subsidiaries are specified as following:

(I) The total amount of real property purchased for non-operating purposes shall not exceed 20% of the Company's current net worth for the current period.

(II) The total amount of the securities purchased shall not exceed the Company's total net worth for the current period.

(III) The investment in individual securities shall not exceed 50% of the Company's net worth for the current period, unless in the case of an investee wholly owned by the Company.

Article 9 The related party transactions shall be handled in accordance with the relevant provisions of the "Regulations Governing the Acquisition and Disposal of Assets of Public Companies" promulgated by the competent authority.

Article 10 The Company's subsidiaries shall comply with the following provisions:

I. The subsidiary has established the "Procedure for Acquisition or Disposal of Assets" in accordance with local laws and regulations and the relevant provisions of the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies" promulgated by the competent authority.

II. The acquisition or disposal of assets by subsidiaries shall also comply with the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies" promulgated by the competent authority.

III. The Company shall also announce and report the acquisition or disposal of assets by a subsidiary that is not a public company as required by the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies."

IV. The Company's paid-in capital or total assets shall be the standard applicable to a subsidiary in determining whether, relative to paid-in capital or total assets, it reaches a threshold requiring public announcement and regulatory filing.

Article 11 Procedure for Acquisition or Disposal of Derivatives

I. Transaction principles and policies:

(I) Type of transaction: The derivatives referred to herein mean transaction contracts as referred to in the subparagraph 1, Paragraph 1 of Article 3 herein.

(II) Operating and hedging strategy: The Company engages in the derivatives trading in accordance with the principle of risk hedging, and the operation currency is limited to the foreign currency receipts and payments arising from the Company's import and export business and the hedging needs of the business, in order to lock on income or cost.

(III) Responsible Unit:

1. The personnel authorized to conduct the derivatives trading shall be designated by the head of the Financial Management Division. When the qualification of a trader is lost or acquired, the Financial Management Division shall immediately notify the trading counterpart of the effective date of the change of qualification as a trader from the date of loss or acquisition, in order to protect the rights and interests of the Company.
2. Personnel engaged in derivatives trading may not serve concurrently in other operations such as confirmation and settlement. The same shall apply to the appointment of the personnel for settlement and confirmation and the change of qualification *mutatis mutandis*.

(IV) Performance evaluation: At least once a week, traders shall evaluate and report to the head of the Financial Management Division on the positions held, executions, prevailing market conditions and other related matters of derivatives trading. However, the hedging transactions conducted for business needs shall be evaluated at least twice a month and submitted to the head of the Financial Management Division for review.

(V) Transaction limit:

1. The total amount of unsettled derivatives contracts conducted by the Company shall not exceed the net foreign currency requirements of receivables and payables generated by the Company's operations in the past four months.
2. Any duly authorized person engaged in the trading in excess of his or her own limit must obtain written approval from the personnel meeting the authorized limit. In order for the trading counterparts to act in response to the Company's regulations and management, the authorized limit and currency shall be notified in writing to the trading counterparts. Any amendments to the authorized limit shall be subject to the approval of the Chairman and then reported to the nearest session of the Board of Directors.

(VI) Maximum loss limit on total trading and for individual contracts

1. Maximum loss limit for individual contracts: 20% of the individual contract amount.
2. Maximum loss on total trading: The net loss on all unsettled contracts is 10% of the total unsettled contracts.
3. If the loss exceeds the maximum loss limit on total trading or for individual contracts, it shall be reported to the Chairman and necessary responsive measures shall be taken. Then, the same shall be reported to the nearest session of the Board of Directors.

II. Operational descriptions:

(I) Credit limit and level

Authorized limit per trading day:

Traders	Head of Financial Management Division	CEO
Less than US\$500,000 (inclusive)	US\$500,000~US\$1 million	More than US\$1 million

(II) Operating procedure:

1. When traders have to trade derivatives depending on market changes, they have to fill in the “Derivatives Trading Application Form” and submit it to the responsible manager for approval and execution.
2. Upon completion of the transaction, the traders shall forward the “Derivatives Trading Application Form” to the personnel engaged in confirmation of transactions.
3. After the personnel engaged in confirmation of transactions confirm the transaction details with the correspondent bank, the types and amounts of derivatives trading, the matters to be evaluated with care, including the date of approval by the Board of Directors, performance of the positions held, and transaction risks of the derivatives trading, shall be recorded in the memorandum book for future reference.
4. When the Company engages in the derivatives trading via the duly authorized personnel pursuant to the Procedure for Acquisition or Disposal of Derivatives, it shall report the same to the nearest session of the Board of Directors subsequently.

(III) Risk management:

1. The Company’s trading counterparts are banks or internationally renowned financial institutions that the Company has dealings with and can provide professional information.
2. The Company generates foreign currency assets or liabilities due to operational needs. In consideration of changes in the future market, the Company chooses to engage in derivatives trading in order to prevent market changes from affecting the performance of the core profession. Meanwhile, based on the hedging principle, the Company avoids engaging in financial operations.
3. Traders should abide by the authorized limit requirements and pay attention to the Company’s cash flows to ensure that there is sufficient cash for payment.
4. The responsible supervisor designated by the Board of Directors shall assess whether the transaction performance satisfies the

established business strategy and whether the risk assumed falls within the tolerance scope permitted by the Company. He/she shall report the abnormality, if any, to the Board of Directors immediately and take necessary responsive measures. Independent directors, if any, shall attend the board meeting and express their opinions.

5. The responsible supervisor designated by the Board of Directors shall evaluate whether the current risk management procedures are appropriate and whether they are indeed handled in accordance with the handling procedures established by the Company.

6. The personnel responsible for measuring, monitoring and controlling risks shall be from a department different from the department of the personnel referred to in the preceding subparagraph, and shall report to the Board of Directors or a senior officer who is not responsible for transactions, or decision making for positions.

III. The accounting treatment of derivatives trading: Subject to the International Accounting Standards, International Financial Reporting Standards (IFRSs) and related laws and regulations.

IV. The internal audit personnel shall periodically make a determination of the suitability of internal controls on derivatives and conduct a monthly audit on how faithfully derivatives trading by the trading department adheres to the procedures for engaging in derivatives trading, and prepare an audit report. If any material violation is discovered, the Audit Committee shall be notified in writing.

Article 12 The merger, division, acquisition, or transfer of shares of the Company shall be handled in accordance with the relevant provisions of the “Regulations Governing the Acquisition and Disposal of Assets of Public Companies” promulgated by the competent authority.

Article 13 Information Disclosure Procedure

I. Under the following circumstances, the acquisition or disposal of assets shall be announced and reported on the website designated by the competent authority in accordance with the nature of the acquisition or disposal of assets within two days from the date of occurrence of the fact in the prescribed format:

(I) Acquisition or disposal of real property or right-of-use assets thereof from or to a related party, or acquisition or disposal of assets other than real property or right-of-use assets thereof from or to a related party and the transaction amount reaches 20% of the Company’s paid-in capital or 10% of the Company’s total assets or more than NT\$300 million, provided, this shall not apply to trading of domestic government bonds or bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.

- (II) Merger, demerger, acquisition, or transfer of shares.
- (III) Losses from derivatives trading reaching the maximum loss limit on total trading or for individual contracts set out in the procedures adopted by the Company.
- (IV) Where equipment or right-of-use assets thereof for business use are acquired or disposed of, and furthermore the trading counterpart is not a related party, and the transaction amount meets any of the following criteria:
 - 1. The Company's paid-in capital is less than NT\$10 billion, while the transaction amount reaches NT\$500 million or more.
 - 2. The Company's paid-in capital is more than NT\$10 billion, while the transaction amount reaches NT\$1 billion or more.
- (V) Acquisition or disposal by the Company in the construction business of real property or right-of-use assets thereof for construction use, and furthermore the trading counterpart is not a related party, and the transaction amount reaches NT\$500 million; among such cases, if the Company has paid-in capital amounting to NT\$10 billion or more, and it is disposing of real property from a completed construction project that it constructed itself, and furthermore the trading counterpart is not a related party, then the threshold shall be a transaction amount reaching NT\$1 billion or more.
- (VI) Where land is acquired under an arrangement on engaging others to build on the Company's own land, engaging others to build on rented land, joint construction and allocation of housing units, joint construction and allocation of ownership percentages, or joint construction and separate sale, and furthermore the trading counterpart is not a related party, and the amount the Company expects to invest in the transaction reaches NT\$500 million.
- (VII) The transaction amount reaches 20% of the Company's paid-in capital or more than NT\$300 million in the transaction of assets other than those described in the preceding six subparagraphs, disposal of bonds or debts by a financial institution, or the investment in the Mainland China area, unless in the following circumstances:
 - 1. Trading of domestic government bonds or foreign government bonds with a credit rating not lower than Taiwan's sovereign rating.
 - 2. Where done by professional investors—securities trading on securities exchanges or OTC markets, or subscription for foreign government bonds, or for ordinary corporate bonds or general bank debentures without equity characteristics (excluding subordinated debt) that are offered and issued in the primary market, or subscription for or redemption of securities investment trust funds or futures trust funds, or subscription for or redemption of exchange traded notes, or subscription

by a securities firm of securities as necessitated by its undertaking business or as an advisory recommending securities firm for an emerging stock company, in accordance with the rules of the Taipei Exchange.

3. Trading of domestic government bonds or bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.

(VIII) The amount of said transactions shall be calculated in the following manners. "Within the preceding year" as used herein refers to the year preceding the date of occurrence of the current transaction. Items duly announced in accordance with relevant requirements need not be counted toward the transaction amount.

1. The amount of each transaction.
 2. The cumulative transaction amount of acquisitions and disposals of the same type of underlying asset with the same trading counterpart within the preceding year.
 3. The cumulative transaction amount of acquisitions and disposals (cumulative acquisitions and disposals, respectively) of real property or right-of-use assets thereof within the same development project within the preceding year.
 4. The cumulative transaction amount of acquisitions and disposals (cumulative acquisitions and disposals, respectively) of the same securities within the preceding year.
- II. The Company shall compile monthly reports on the status of derivatives trading engaged in up to the end of the preceding month by the Company and any subsidiaries that are not domestic public companies and enter the information in the prescribed format into the information reporting website designated by the competent authority before 10th day of each month.
 - III. When the Company at the time of public announcement makes an error or omission in an item required by regulations to be publicly announced and so is required to correct it, all the items shall be again publicly announced and reported in their entirety within two days counting inclusively from the date of knowing of such error or omission.
 - IV. When acquiring or disposing of assets, the Company shall keep relevant contracts, minutes of meetings on record, registries, quotations, the opinions of the CPAs, lawyers or securities underwriters at the Company for at least 5 years, unless otherwise provided by laws.

V. Where any of the following circumstances occurs with respect to a transaction that the Company has already publicly announced and reported in accordance with said requirements, a public report of relevant information shall be made on the information reporting website designated by the competent authority within 2 days counting inclusively from the date of occurrence of the event:

(I) Change, termination, or rescission of a contract signed in regard to the original transaction.

(II) The merger, demerger, acquisition, or transfer of shares is not completed by the scheduled date set forth in the contract.

(III) Change to the originally publicly announced and reported information.

Article 14 If the Company's employees undertake the acquisition or disposal of assets in violation of the provisions of the Procedure, they shall be punished in accordance with the Company's Reward and Punishment Management Regulations, subject to the severity of the violation.

Article 15 The "Procedure for Acquisition and Disposal of Assets" shall be subject to approval by the Audit Committee and Board of Directors, and then submitted to a shareholders' meeting for approval. The same shall apply where the Procedure is amended.

When the "Procedure for Acquisition and Disposal of Assets" and any acquisition or disposal of assets or other legal requirements subject to approval of the Board of Directors are submitted for discussion by the Board of Directors, the Board of Directors shall take into full consideration each independent director's opinions. If an independent director objects to or expresses reservations about any matter, it shall be recorded in the minutes of the Board of Directors meeting.

Article 16 According to the regulations, matters that shall be resolved by the Audit Committee shall be approved by a majority of all of the Audit Committee members and submitted to the Board of Directors for resolution. If approval of a majority of all of the Audit Committee members is not obtained, the procedures may be implemented if approved by two-thirds or more of all directors, and the resolution of the Audit Committee shall be recorded in the minutes of the Board of Directors meeting.

The terms "all of the Audit Committee members" and "all directors" referred to herein shall be counted as the actual number of persons currently holding those positions.

Appendix 2

MIN AIK TECHNOLOGY CO., LTD. Procedures for Endorsement and Guarantee (before amendment)

Article 1 The Procedure is established in order to manage the endorsements/guarantees effectively, as the basis for execution of endorsements/guarantees.

Article 2 The scope and contents of the endorsements/guarantees referred to herein are defined as following:

- I. Financing endorsements/guarantees, including:
 1. Bill discount financing.
 2. Endorsement or guarantee made to meet the financing needs of another company.
 3. Issuance of a separate negotiable instrument to a non-financial enterprise as security to meet the financing needs of the Company itself.
- II. Customs duty endorsement/guarantee: The endorsement or guarantee for the Company itself or another company with respect to customs duty matters.
- III. Other endorsements/guarantees: The endorsements or guarantees beyond the scope referred to in the preceding two subparagraphs.
- IV. Any creation by the Company of a pledge or mortgage on its chattel or real property as security for the loans of another company.

Article 3 Endorsed/guaranteed person:

- I. A company with business dealings.
- II. Companies in which the Company holds, directly or indirectly, 50% of the voting shares.
- III. Companies holding, directly or indirectly, 50% of the Company's voting shares.
- IV. Companies in which the Company holds, directly or indirectly, 90% or more of the voting shares may make endorsements/guarantees for each other, and the amount of such endorsement/guarantee shall not exceed 10% of the Company's net worth as stated in its latest financial statements. The same shall not apply to the companies in which the Company holds, directly or indirectly, 100% of the voting shares.
- V. Where the Company fulfills its contractual obligations by providing mutual endorsements/guarantees for another company in the same industry or for joint builders for purposes of undertaking a construction project, or where all capital contributing shareholders make endorsements/guarantees for their jointly invested company in proportion to their shareholding percentages, or where companies in the same industry provide among themselves joint and several security for a performance guarantee of a sales contract for pre-construction homes pursuant to the Consumer Protection Act for each other, such endorsements/guarantees may be made free of the restrictions on endorsed/guaranteed persons. Capital contribution refers to capital

contribution directly by the Company, or through a company in which the Company holds 100% of the voting shares.

- VI. The subsidiary and parent company as referred to herein shall be identified in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers. Where the Company's financial statements are prepared in accordance with the International Financial Reporting Standards (IFRS), the term "net worth" referred to herein means the balance sheet equity attributable to owners of the parent company under the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Article 4 Limit of endorsements/guarantees:

I. Limits to individual entities:

1. The total endorsements/guarantees made by the Company for the same company shall be no more than 10% of the Company's net worth as stated in its latest financial statements, provided that the same shall not apply to the companies in which the Company holds, directly or indirectly, 100% of the voting shares. The guarantee made for business relationship, if any, shall not exceed the total amount of the transactions with the Company in the most recent year.
2. The total endorsements/guarantees made by the Company and its subsidiaries for the same company shall be no more than 20% of the Company's net worth as stated in its latest financial statements, provided that the same shall not apply to the companies in which the Company holds, directly or indirectly, 100% of the voting shares. The guarantee made for business relationship, if any, shall not exceed the total amount of the transactions with the Company and its subsidiaries in the most recent year.

II. Total limit of endorsements/guarantees:

1. The total endorsements/guarantees made by the Company and its subsidiaries shall be no more than double the Company's net worth as stated in its latest financial statements.
2. The total endorsements/guarantees made by the Company shall be no more than double the Company's net worth as stated in its latest financial statements.
3. The total endorsements/guarantees made by the Company's subsidiaries shall be no more than double the Company's net worth as stated in its latest financial statements.

Article 5 Use and custody of the seal for endorsements/guarantees:

- I. The corporate seal registered with the Ministry of Economic Affairs upon the Company's request shall be the seal dedicated to making of endorsements/guarantees.
- II. The Company's seal for endorsements/guarantees shall be kept by dedicated personnel, and shall be entered, or used to issue notes, in accordance with the prescribed procedures. The appointment, dismissal or change of the custodian

of the seal for endorsements/guarantees shall be subject to approval of the Board of Directors.

III. When the Company provides a guarantee for a foreign company, the letter of guarantee issued by the Company shall be signed by the Chairman.

Article 6 Hierarchy of decision-making authority and delegation thereof:

I. Endorsements/guarantees of the Company and its subsidiaries may be made only after a resolution has been made by the Company's Board of Directors, provided that for endorsements/guarantees between the companies in which the Company holds, directly or indirectly, 100% of the voting shares, the Board of Directors may authorize the Chairman to make a decision within 10% of the net worth stated in the most recent financial statements, and then reported to the Board of Directors for ratification.

II. Where the Company needs to exceed the limits set out herein to satisfy its business requirements, and where the conditions set out herein are met, it shall obtain approval from the Board of Directors and half or more of the directors shall act as joint guarantors for any loss that may be caused to the Company by the excess endorsement/guarantee. It shall also amend the Operating Procedure for Endorsement/Guarantee accordingly and submit the same to the shareholders' meeting for ratification. If the shareholders' meeting does not give consent, the Company shall adopt a plan to discharge the amount in excess within a given time limit.

III. When making endorsements/guarantees for others, the Company shall take into full consideration the opinions of each independent director, and independent directors' opinions specifically expressing assent or dissent and the reasons for dissent shall be included in the minutes of the Board of Directors' meeting.

Article 7 Operating Procedure for Endorsement and Guarantee

I. The guaranteed company provides detailed financial information to the Company's financial management department.

II. The financial management department analyzes the necessity and reasonableness of the endorsements and guarantees, and conducts credit investigation and risk assessment. Where an endorsement/guarantee is made due to needs arising from business dealings, evaluation standards shall be specified for determining whether the amount of an endorsement/guarantee is commensurate the total amount of trading between the two companies. The detailed review procedures shall include the impact on the Company's business operations, financial condition and shareholders' equity, and whether collateral must be obtained and appraisal of the value thereof. Submit the analysis report to the Chairman for review, and then send it to the Board of Directors for approval to have the same subject to resolution of the Board of Directors.

III. If an entity for which the Company makes any endorsement/guarantee is a subsidiary whose net worth is lower than a half of its paid-in capital, the

financial management department shall assess the subsidiary's business risk and financial position on a monthly basis, and the appropriateness of the endorsement and guarantee making, and shall report the relevant information to the Chairman. In the case of a subsidiary with shares having no par value or a par value other than NT\$10, for the paid-in capital in the calculation as required, the sum of the share capital plus paid-in capital in excess of par shall be substituted.

- IV. The financial management department shall create a memorandum book to record information on the guarantee commitments, names of the entities for which the endorsements/guarantees are made, risk assessment results, amount of endorsements or guarantees, date of decisions made by the Board of Directors or Chairman, dates of endorsements/guarantees, details of collaterals obtained, and conditions for and date of termination of the liability of endorsement/guarantee for future reference.
- V. The financial management department shall evaluate or record the contingent loss for endorsements/guarantees, and shall adequately disclose information on endorsements/guarantees in its financial reports and provide certified public accountants with relevant information for implementation of necessary audit procedures to have the certified public accountants issue adequate audit reports.
- VI. If, as a result of a change in circumstances, an entity for which an endorsement/guarantee is made does not meet the requirements referred to herein, or the amount of endorsements/guarantees exceeds the limit due to a change in the basis for calculating the limit, the financial management department shall remove the amount of endorsements/guarantees made for said entity or said excess in amount in whole upon expiration of the term defined in the contract, or do so within specific time limit referred to the rectification plans adopted by it, submit the rectification plans to the Audit Committee and then report the same to the Board of Directors.
- VII. The internal audit department shall periodically check and evaluate the execution of endorsement/guarantee making. If any material violation is discovered, the Audit Committee shall be notified in writing.

Article 8 Announcement and reporting: Enter the data into the information reporting website designated by the Financial Supervisory Commission.

- I. The Company shall announce and report the balance of endorsements/guarantees of the last month by the Company and its subsidiaries by 10th day of each month. If the balance of the endorsement/guarantee of the Company and its subsidiaries reaches one of the following criteria, the Company and its subsidiaries shall announce and report such event within two days from the date of occurrence of the event.
 1. The balance of endorsements/guarantees made reaches 50% or more of the Company's net worth as stated in its latest financial statement.

2. The balance of endorsements/guarantees made for a single enterprise reaches 20% or more of the Company's net worth as stated in its latest financial statement.
 3. The balance of endorsements/guarantees made for a single enterprise reaches NT\$10 million or more and the aggregate balance of all endorsements/guarantees for, carrying amount of investment under equity method in, and balance of loans to, such enterprise reaches 30% or more of the Company's net worth as stated in its latest financial statement.
 4. The amount of new endorsements/guarantees made by the Company reaches NT\$30 million or more, and reaches 5% or more of the Company's net worth as stated in its latest financial statement.
- II. The Company shall announce and report on behalf of any of its subsidiaries that is not a domestic public company any matters that such subsidiary is required to announce and report pursuant to the subparagraphs of the preceding paragraph.
 - III. The balance of endorsements/guarantees by a subsidiary as stated in the preceding subparagraph shall be calculated based on the percentage of the subsidiary's net worth in the Company's net worth.
 - IV. The date of occurrence refers to the date of contract signing, date of payment, date of resolution of the board of directors resolutions, or other date that can confirm the endorsed/guaranteed person and amount of the transaction, whichever date is earlier

Article 9 Any of the Company's subsidiaries that wishes to make endorsements/guarantees for others shall also establish the operating procedures for endorsements/guarantees and execute them in accordance with the procedures. The subsidiary shall submit information on endorsements/guarantees of the previous month to the Company by 9th day of each month.

When the Company's internal auditors conduct audits on subsidiaries according to the annual audit plan, they shall also verify the implementation of the operating procedures for making of endorsements/guarantees for others by the subsidiaries. The correction of defects, if any, shall be followed up, and a follow-up report shall be prepared and submitted to the President (CEO).

Article 10 The Company's managers and case handlers who violate the Procedure shall be punished in accordance with the Company's Reward and Punishment Management Regulations, subject to the severity of the violation.

Article 11 Upon approval of the Audit Committee, the Procedure shall be submitted to the Board of Directors for approval and then reported to a shareholders' meeting. Where any director expresses dissent and it is contained in the minutes or a written statement, the Company shall submit the dissenting opinion for discussion by the shareholders' meeting. The same shall apply to any amendments to the Procedure.

After the Company submits the Procedure to the Board of Directors for discussion, the Board of Directors shall take into full consideration each independent

director's opinions. If an independent director objects to or expresses reservations about any matter, it shall be recorded in the minutes of the Board of Directors meeting.

Article 12 After the Company submits the Procedure or important endorsements or guarantees to the Board of Directors for discussion, the same shall be approved by a majority of all of the Audit Committee members and submitted to the Board of Directors for resolution. If approval of a majority of all of the Audit Committee members is not obtained, the procedures may be implemented if approved by two-thirds or more of all directors, and the resolution of the Audit Committee shall be recorded in the minutes of the Board of Directors meeting.

The terms "all of the Audit Committee members" and "all directors" referred to herein shall be counted as the actual number of persons currently holding those positions.

Appendix 3

MIN AIK TECHNOLOGY CO., LTD.

Articles of Incorporation (before amendments)

Chapter 1 General Principles

- Article 1 The Company is duly incorporated in accordance with the Company Act and named as 銘異科技股份有限公司. (English Name: MIN AIK TECHNOLOGY CO., LTD.).
- Article 2 The Company is engaged in the following business lines:
- I. C805050 Industrial Plastic Products Manufacturing
 - II. CC01110 Computer and Peripheral Equipment Manufacturing
 - III. CD01030 Motor Vehicles and Parts Manufacturing
 - IV. CD01040 Motorcycles and Parts Manufacturing
 - V. CE01030 Optical Instruments Manufacturing
 - VI. CQ01010 Mold and Die Manufacturing
 - VII. F401010 International Trade
 - VIII. CE01021 Weights and Measuring Instruments Manufacturing
 - IX. CF01011 Medical Devices Manufacturing
 - X. F108031 Wholesale of Medical Devices
 - XI. F208031 Retail Sale of Medical Apparatus
 - XII. I301010 Information Software Services.
 - XIII. I301030 Electronic Information Supply Services.
 - XIV. JE01010 Rental and Leasing.
 - XV. F601010 Intellectual Property Rights
 - XVI. ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.
- Article 2-1 The Company's total investment in other limited liability companies may be exempt from the restrictions posed by Article 13 of the Company Act.
- Article 2-2 The Company may make guarantees for others.
- Article 3 The Company is headquartered in Taiwan, and may establish branches at home and abroad through a resolution of the Board of Directors, where necessary.
- Article 4 The Company shall make announcements, if any, in the manner referred to in Article 28 of the Company Act.

Chapter 2 Shares

- Article 5 The Company's authorized capital is NT\$4 billion, divided into 400 million shares at NT\$10 par value per share and issued in installments. The Board of Directors may resolve to issue any remaining unissued shares, if necessary. 7.5 million shares shall be retained out of the total capital referred to in the preceding paragraph for issuance of employee stock warrants.
- Article 6 Deleted.

- Article 7 The share certificates of the Company shall be registered and affixed with the signatures or personal seals of the directors representing the Company and duly certified or authenticated by the bank which is competent to certify shares under the laws before issuance thereof.
- The Company may issue shares exempted from the requirements about printing of stock certificates, but shall register the shares with the centralized securities depository institutions.
- Article 8 Registration for transfer of share ownership shall be suspended during the 60 days prior to an annual general meeting or during the 30 days prior to a special shareholders' meeting, or during five days before the record date of dividends and bonuses or other gains distributed by the Company.

Chapter 3 Shareholder's Meeting

- Article 9 The shareholders' meeting is classified into two types, the annual general meeting and the special shareholders' meeting. The annual general meeting shall be convened by the Board of Directors once per year according to law within six months after the close of each fiscal year. A special shareholders' meeting shall be convened according to law whenever necessary.
- Article 10 If a shareholder is unable to attend a shareholders' meeting in person, he/she may appoint a proxy by signing or sealing a power of attorney printed by the Company specifying the scope of delegated authority.
- Article 11 The Company's shareholders are entitled to one vote for every share held. However, shareholders that meet the conditions outlined in Article 179 of the Company Act are not entitled to vote.
- Article 12 Resolutions at a shareholders' meeting shall, unless otherwise provided for in the Company Act, be adopted by a majority of voting rights of the shareholders present, who represent a majority of the total outstanding shares.
- Article 12-1 To transfer shares to employees at a price less than the average actual share repurchase price or issue the employee stock warrants at a subscription price less than the closing price on the date of issuance, the Company shall seek the approval from at least two-third of the shareholders present at a shareholders' meeting attended by shareholders representing a majority of the total issued shares.

Chapter 4 The Board of Directors and Audit Committee

- Article 13 The Company shall appoint 7 directors, who shall hold the office for a term of 3 years, via the candidate nomination system required Company Act. They shall be elected by the shareholders' meeting from the list of candidates and may be reelected for another term of office.
- The independent directors included in said directors shall be no less than three in number and no less than one-fifth of the total number of directors.
- The nomination and election of directors (including independent directors), and professional qualification, shareholdings, restrictions on concurrent positions, and other compliance matters of the independent directors shall comply with the related requirements posed by the securities competent authority.

- Article 13-1 The Company shall assemble an Audit Committee in accordance with Article 14-4 of the Securities and Exchange Act. The Audit Committee consists of all independent directors and is responsible for performing the supervisors' duties as specified in the Company Act, Securities and Exchange Act, and other relevant laws and regulations.
- Article 14 The Board of Directors shall consist of the directors. The Chairman shall be elected among and from the directors by a majority of the directors attending a meeting of the Board of Directors at which at least two-thirds of the directors are present. The Chairman shall represent the Company externally.
- Article 14-1 The Company may maintain liability insurance for the directors to protect the directors from any potential legal liability incurred by performance of their duties.
- Article 15 If the Chairman is unable to perform duties due to leave of absence or any reason, a delegate shall be appointed in accordance with Article 208 of The Company Act.
- Article 15-1 If any director fails to attend a meeting with causes, he/she may appoint another director as his/her proxy to attend the meeting on behalf of him/her by issuing a power of attorney specifying the scope of authority with reference to the subjects to be discussed at the meeting, provided that a director may accept the appointment to act as the proxy of one director only.
If the Board of Directors meeting is convened by way of video conference, those who participate in the meeting using video conferencing are considered to have attended the meeting in person.
- Article 15-2 Convention of the Board of Directors meeting shall be communicated to directors seven days in advance with a detailed agenda; however, a Board of Directors meeting may be convened at any time in the case of an emergency.
Meeting advice may be served in various forms such as written correspondence, fax, or email.
- Article 16 The Board of Directors is authorized to determine the level of remuneration for all directors based on individual participation and contribution to the Company's operations and in reference to the typical pay level adopted by peer companies. It shall be paid according to the typical pay levels adopted by peer companies, irrelevant of profit or loss retained by the Company.

Chapter 5 Manager

- Article 17 The Company shall appoint several managers. The appointment and dismissal thereof and remuneration paid to them shall be governed by Article 29 of the Company Act.

Chapter 6 Accounting

- Article 18 At the end of the fiscal year, the Company shall have the Board of Directors prepare the following documents:
- I. Business report
 - II. Financial statements
 - III. The surplus earning distribution or loss off-setting proposals
- and submit them to the annual general meeting for ratification pursuant to laws.

Article 19 If the Company retains earnings (i.e. those before the income before tax earned for the current year less the remuneration to employees and remuneration to directors) at the end of the fiscal year, it is required to allocate 1% thereof as the remuneration to employees and no more than 3% thereof as the remuneration to directors. However, when the Company still has accumulated losses (including adjustment of undistributed earnings), an amount equivalent to said losses shall be reserved to make up for the loss in advance.

The remuneration to employees referred to in the preceding paragraph may be paid in the form of stock or in cash. The recipients entitled to receive the remuneration include the employees of the Company's associates meeting certain specific requirements set forth by the Board of Directors. The remuneration to directors referred to in the preceding paragraph may be paid in cash only.

The matters referred to in the preceding two paragraphs shall be resolved by the Board of Directors, and reported to a shareholders' meeting.

Article 20 If the Company retains earnings upon final account of any fiscal year, it shall first make up any accumulated losses (including adjustment of undistributed earnings), and then make contribution of 10% as the legal reserve, unless the legal reserve has reached the amount of the Company paid-in capital. If necessary, the Company shall contribute or reverse special reserve pursuant to laws or the competent authority's requirements. The surplus, if any, plus the undistributed earnings at the beginning of the period (including adjustment of undistributed earnings), shall be distributed per the earnings distribution plan proposed by the Board of Directors as resolved by a shareholders' meeting.

In order to pursue long-term shareholders' interests and stable business performance goals, the Company adopts the balanced dividend policy. Specifically, the distributed earnings shall be no less than 50% of the distributable earnings in the current year, and the cash dividends shall be no less than 10% of the total dividends, provided that no earnings shall be distributed if the distributable earnings are less than NT\$0.5 per share in the current year.

Article 20-1 Deleted.

Chapter 7 Supplementary Provisions

Article 21 Any matters not covered herein shall be governed by the Company Act.

Article 22 The Articles of Incorporation was established on August 20, 1979.

The 1st amendment was made on September 19, 1979;

The 2nd amendment was made on May 14, 1981;

The 3rd amendment was made on February 23, 1983;

The 4th amendment was made on March 24, 1983;

The 5th amendment was made on September 2, 1986;

The 6th amendment was made on August 8, 1991;

The 7th amendment was made on February 1, 1994;

The 8th amendment was made on March 20, 1997;

The 9th amendment was made on November 5, 1997;

The 10th amendment was made on June 18, 1998;
The 11th amendment was made on November 6, 1998;
The 12th amendment was made on June 13, 1999;
The 13th amendment was made on August 14, 1999;
The 14th amendment was made on October 17, 1999;
The 15th amendment was made on May 6, 2000;
The 16th amendment was made on May 22, 2001;
The 17th amendment was made on May 28, 2002;
The 18th amendment was made on November 15, 2002;
The 19th amendment was made on June 16, 2003;
The 20th amendment was made on April 21, 2004;
The 21st amendment was made on June 10, 2005;
The 22nd amendment was made on April 25, 2006;
The 23rd amendment was made on June 15, 2007;
The 24th amendment was made on June 13, 2008;
The 25th amendment was made on June 16, 2009;
The 26th amendment was made on June 15, 2010;
The 27th amendment was made on June 6, 2012;
The 28th amendment was made on June 18, 2014;
The 29th amendment was made on June 7, 2016;
The 30th amendment was made on June 15, 2018;
The 31st amendment was made on June 10, 2020;
The 32st amendment was made on June 15, 2023;

MIN AIK TECHNOLOGY CO., LTD.

Chairman: Chia Kin Heng

Appendix 4

MIN AIK TECHNOLOGY CO., LTD. Rules of Procedure for Shareholders' Meeting

- Article 1 The Rules of Procedure for Shareholders' Meeting are adopted in accordance with the Rules Governing the Conduct of Shareholders Meetings by Public Companies. Unless otherwise provided by laws and regulations, the Company's shareholders' meetings shall be handled in accordance with the Rules.
- Article 2 An attending shareholder (or proxy) shall hand in an attendance card in lieu of signing on the sign-in book.
- Article 3 Attendance and votes during shareholders' meetings shall be calculated based on the number of shares held.
- Article 4 Shareholders' meetings shall be held at locations where the Company is operating, or that are suitable and convenient for shareholders to attend. Meetings must not commence anytime earlier than 9AM or later than 3PM.
- Article 5 If a shareholders' meeting is convened by the Board of Directors, the meeting shall be chaired by the Chairman. When the Chairman is on leave or for any reason unable to exercise the powers of the Chairperson, the Chairman shall appoint the Vice Chairman to act as the Chairperson. If no Vice Chairman is appointed or the Vice Chairman is also on leave or for any reason unable to exercise the power of the Chairperson, the Chairman shall appoint one of the executive directors to act as the Chairperson. Where the Chairman does not make such a designation, the executive directors, or directors, shall select from among themselves one person to serve as the Chairperson.
- If a shareholders' meeting is convened by any person who has the right to convene the meeting other than the Board of Directors, the meeting shall be chaired by such person.
- Article 6 The Company may appoint its attorneys, certified public accountants, or related persons retained by it to attend a shareholders' meeting in a non-voting capacity. Staff handling administrative affairs of a shareholders' meeting shall wear identification cards or arm bands.
- Article 7 The Company shall record on audio or video tape the entire proceedings of a shareholders' meeting and preserve it for at least 1 years.
- Article 8 The Chairperson shall call the meeting to order at the appointed meeting time. However, when the attending shareholders do not represent a majority of the total number of issued shares, the Chairperson may announce a postponement, provided that no more than two such postponements, for a combined total of no more than one hour, may be made. If the present shareholders represent more than one-thirds but less than half of outstanding shares after two postponements, the present shareholders may reach a tentative resolution according to Paragraph 1, Article 175 of The Company Act subject to approval of a majority of the present shareholders. If the shares represented by present shareholders reach the statutory limit when the tentative resolution referred to in the preceding paragraph is rendered, the Chairperson may call the meeting to order at any time and re-submit such tentative resolution to the meeting for voting.

- Article 9 If the shareholders' meeting is convened by the Board of Directors, the Board of Directors will determine the meeting proceedings. The proceedings cannot be changed unless resolved during the shareholder meeting.
- The provisions of the preceding paragraph apply mutatis mutandis to a shareholders' meeting convened by a party with the power to convene that is not the board of directors.
- Before the parliamentary procedure is accomplished in accordance with the agenda (including extempore motions) as stated in the preceding two paragraphs, the Chairperson cannot announce the adjournment of the meeting unless with a resolution rendered by the shareholders. If the Chairperson declares the adjournment of the meeting in a manner in violation of the Company's Rules of Procedure for Shareholders' Meeting, a new Chairperson of the meeting may be elected by a resolution to be adopted by a majority of the shareholders present at the meeting to continue the meeting. Notwithstanding, in the case of any force majeure, the Chairperson may announce to suspend the meeting. Once the meeting has been dismissed, shareholders may not elect to continue the meeting with another Chairperson or at a different venue.
- Article 10 Before speaking, a present shareholder must specify on a speaker's slip the subject of the speech, his/her shareholder account number (or attendance pass number), and account name. The order in which shareholders speak will be set by the Chairperson.
- A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail.
- When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the Chairperson and the shareholder that has the floor; the Chairperson shall stop any violation.
- Article 11 No shareholder may speak for more than two times, for 5 minutes each, on the same motion without the consent of the Chairperson.
- The Chairperson may restrain shareholders in violation of the above rule or interrupt any comments that are irrelevant to the topics discussed.
- Article 12 Juristic person shareholders that have been designated as proxy attendants can only appoint one representative to attend the shareholders' meeting.
- When a juristic person shareholder appoints two or more representatives to attend a shareholders' meeting, only one of the representatives so appointed may speak on the same proposal.
- Article 13 After an attending shareholder has spoken, the Chairperson may respond in person or direct relevant personnel to respond.
- Article 14 When the Chairperson is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the chairperson may announce the discussion closed and call for a vote.
- Article 15 Except as otherwise provided in a special resolution prescribed under the Company Act, the passage of a motion shall require an affirmative vote of a majority of the voting rights represented by the present shareholders. At the time of voting, if there is no objection after consultation by the Chairperson, it shall be

deemed as passed, and its effect is the same as that of voting. A shareholder shall be entitled to one voting right for each share held by him/her, except for share(s) of the Company that are held by the Company in accordance with the laws, which shall have no voting power. With the exception of a trust enterprise or a shareholder services agent approved by the competent securities authority, when one person is concurrently appointed as proxy by two or more shareholders, the voting rights represented by that proxy may not exceed 3% of the voting rights represented by the total number of issued shares. If that percentage is exceeded, the voting rights in excess of that percentage shall not be included in the calculation.

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

Article 16 Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the Chairperson, provided that all monitoring personnel shall be shareholders of the Company.

The outcome of a vote shall be reported on the spot and be recorded accordingly.

Article 17 When a meeting is in progress, the Chairperson may announce a break based on time considerations.

Article 18 When there is an amendment or an alternative to a proposal, the Chairperson shall present the amended or alternative proposal together with the original proposal and decide the order in which they will be put to a vote. When any one among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.

Article 19 The Chairperson may direct the picketers (or security staff) to help maintain order at the meeting place. While maintaining order at the meeting, all picketers (or security staff) must wear arm badges that identify their role as "Picketeer".

Article 20 Any matters that are not covered herein shall be governed by the Company Act, related laws and the Company's Articles of Incorporation.

Article 21 These Rules shall take effect after having been submitted to and approved by a shareholders' meeting. Subsequent amendments thereto shall be effected in the same manner.

Appendix 5

MIN AIK TECHNOLOGY CO., LTD.

Shares held by directors

- I. The minimum number of shares to be held by all of the Company's and shares held recorded in the roster of shareholders

Title	Number of Shares to be Held	2024/4/20 Number of Shares Recorded in the Roster of Shareholders
All Directors	Note2	2,093,572

Note1: The total number of shares already issued by the Company is 137,563,190 shares.

Note2: As MIN AIK has a majority of independent directors, and has established the audit committee that satisfies the requirements of the Securities and Exchange Act, the minimum shareholding requirements for directors and supervisors do not apply.

- II. Statement of Shares Held by Directors

Title	Name	Current Shares Held (2024/4/20)
		Number of shares
Chairman	Chia Kin Heng	2,074,572
Director	Representative of Hui Yi Investment & Consulting Company: Yang Chun Yi	19,000
Independent Director	Chen Yung Lin	0
Independent Director	Li Chih Feng	0
Independent Director	Chan Chin Ping	0
Independent Director	Lu Yeh Senms	308,000

Note: The book closure period starts from April 20 2024 to June 18, 2024.