

Time: 9 a.m. on Wednesday, June 29, 2022

- Place: No.21, Nongke Rd., Changzhi Township, Pingtung County 90846, Taiwan (R.O.C.)
- Attendance: The total number of shares represented by the shareholders and proxies present was 78,775,896 shares (including 39,676,642 shares exercised electronically), representing 66.91% of the issued and outstanding 117,728,830 shares of the Company.
- **Directors in attendance:** Five directors, including Chairman Yung-Hsiang Lin, Director Pi-Shu Li, Independent Director Chen-Yi Kao, Independent Director Sung-Yuan Liao, and Independent Director Shih-Ming Li, attended the meeting, exceeding half of the 7 seats of directors.
- Attendees: PwC Accountant Ming-Chuan Hsu PwC Legal Lawyer Yuan-Yao Chung

Chairman: Chairman Yung-Hsiang Lin



Recorded by: Juen-Ying Chiou



1. Announcement of the meeting

The total number of shares represented by the shareholders and proxies present reached the quorum and the Chairman declared the meeting open in accordance with the law.

2. Chairman's speech (omitted)

3. Reported issues

- I. Please review the 2021 Business Report.Note: Please refer to [Attachment 1] for the 2021 Business Report. (Shareholders have noted)
- II. Please review the 2021 Audit Committee's Review Report.Note: Please refer to [Attachment 2] for the 2021 Audit Committee's Review Report. (Shareholders have noted)

- III. Please review the 2021 Directors' Compensation and Employee Profit Sharing Plans. Explanation:
 - (1) In accordance with Article 18 of the Articles of Incorporation of TCI Co., Ltd., after TCI Co., Ltd. offsets its losses in previous years, TCI Co., Ltd. shall set aside notmore than 3% of its annual profits as compensation to its directors, and not less than5% and not more than 15% as profit sharing bonuses to its employees. The annualprofits are defined as its annual profit before tax.
 - (2) The Directors' Compensation and Employee Profit Sharing Plans have been approved at the meeting of the Board of Directors on March 22, 2022. The amount of 2021 directors' compensation is NT\$ 4,200,000, and the amount of 2020 employees'profit sharing bonus is NT\$117,518,303. The compensation and the profit sharing bonus will be distributed by cash, and shall be distributed through one or several payments.

(Shareholders have noted)

IV. Integrity Procedures and Conduct Guidelines Report

Explanation: Amendments to implement corporate governance and meet actual operational needs as attached as [Attachment 5].

(Shareholders have noted)

V. Integrity Management Code

Explanation: Amendments to implement corporate governance and meet actual operational needs as attached as [Attachment 6].

(Shareholders have noted)

VI. Code of Ethical Conduct for Directors and Managers

Explanation: Amendments to implement corporate governance and meet actual operational needs as attached as [Attachment 7].

(Shareholders have noted)

4. Proposals

1. Proposed by the Board

Proposal: Adoption of the 2021 Business Report and Financial Statements

Explanation:

- (1) TCI Co., Ltd.'s Financial Statements, including Consolidated Financial Statements, and Business Report, were audited by independent auditors, Ming-Chuan Hsu and Ping-Chun Chih of PwC Taiwan. Also, Financial Statements and Consolidated Financial Statements have been approved by the Boards of Directors and examined by the Audit Committee on March 22, 2022.
- (2) The 2021 Business Report, Independent Auditors' Report, Financial Statements, and Consolidated Financial Statements are attached as Attachment 1, and Attachment 3.
- (3) Please resolve.

Resolution: The poll results of this motion were as follows:

Number of voting rights of shareholders present at the time of voting: 78,772,896

Voting results (including e-voting)	Percentage of shareholders' voting rights present at the time of voting
Approval votes: 78,680,887	99.88%
Disapproval votes: 8,756	0.01%
Invalid votes: 0	0.00%
Abstention votes/no votes: 14,203	0.10%

2. Proposed by the Board

Proposal: Adoption of the Proposal for Distribution of 2021 Profits

Explanation:

- The Board has adopted the proposal of for distribution of 2021 Profits on March 22, 2022. The 2021 Profit Distribution Proposal is attached as Attachment 4.
- (2) The distribution of 2021 profits is calculated based on the total number of issued shares (118,244,830 shares). The cash dividend payment is NT\$8.88 per share, and the total amount of cash dividend is NT\$1,050,014,090. The amount of cash dividend payment per share is rounded down to the nearest whole number. The amount of the remaining cash dividend which cannot be distributed (less than NT\$1 per share) will be disturbed in accordance with the percentage of current shareholding to meet the total amount of distribution of 2021 profits.
- (3) In the event that, after this meeting, the proposed profit distribution is affected by any changes in equity like convertible bonds or the execution of employee stockoptions, it is proposed that the Board of Directors will be authorized to adjusteach shareholder's percentages of the cash dividend and the stock dividend.
- (4) The amount of dividend is distributed to shareholders on the basis of theshareholding recorded in the shareholders list on the ex-dividend date. Upon the approval of the Annual Shareholders' Meeting and the competent authority, it is proposed that the Board of Directors will be authorized to resolve the ex-dividenddate and other relevant issues.
- (5) Please resolve.

Resolution: The poll results of this motion were as follows:

Number of voting rights of shareholders	present at the time of voting: 78,772,896
---	---

Voting results (including e-voting)	Percentage of shareholders' voting rights present at the time of voting
Approval votes: 78,675,703	99.87%
Disapproval votes: 13,937	0.01%
Invalid votes: 0	0.00%
Abstention votes/no votes: 14,206	0.10%

5. Discussion

1. Proposed by the Board

Proposal: Proposal for the amendments to the Articles of Incorporation

Explanation:

- (1) In order to meet the operational requirements, it is proposed to amend some provisions of the Articles of Incorporation of TCI. For the Table for Comparison of Amendments to the Articles of Incorporation with the Current Version, please refer [Attachment 8].
- (2) Please discuss.

Resolution: The poll results of this motion were as follows:

Number of voting rights of shareholders present at the time of voting: 78,772,896

Voting results (including e-voting)	Percentage of shareholders' voting rights present at the time of voting
Approval votes: 78,676,807	99.87%
Disapproval votes: 12,831	0.01%
Invalid votes: 0	0.00%
Abstention votes/no votes: 14,208	0.10%

Proposal was approved as proposed.

- 2. Proposed by the Board
 - Proposal: Proposal for the amendments to the Operational Procedures for Acquisition or Disposal of Assets

Explanation:

- (1) In order to meet the operational requirements, it is proposed to amend some provisions of the Operational Procedures for Acquisition or Disposal of Assets. For the Table for Comparison of Amendments to the Operational Procedures for Acquisition or Disposal of Assets with the Current Version, please refer to [Attachment 9].
- (2) Please discuss.

Resolution: The poll results of this motion were as follows:

Number of voting rights of shareholders present at the time of voting: 78,772,896

Voting results (including e-voting)	Percentage of shareholders' voting rights present at the time of voting
Approval votes: 78,670,360	99.86%
Disapproval votes: 17,977	0.02%
Invalid votes: 0	0.00%
Abstention votes/no votes: 14,212	0.10%

- 3. Proposed by the Board
 - Proposal: Proposal for the amendments to the Operational Procedures for Acquisition or Disposal of Assets
 - Explanation:
 - (1) In order to meet the operational requirements, it is proposed to amend some provisions of the Endorsement Guarantee Management Measures. For the Table for Comparison of Amendments to the Endorsement Guarantee Management Measures with the Current Version, please refer to [Attachment 10].
 - (2) Please discuss.

Resolution: The poll results of this motion were as follows:

Number of voting rights of shareholders present at the time of voting: 78,772,896

Voting results (including e-voting)	Percentage of shareholders' voting rights present at the time of voting
Approval votes: 78,556,295	99.72%
Disapproval votes: 17,984	0.02%
Invalid votes: 0	0.00%
Abstention votes/no votes: 14,270	0.25%

Proposal was approved as proposed.

4. Proposed by the Board

Proposal: Proposal for the amendments to the Management Measures of the Loan to Others Explanation:

- (1) In order to meet the operational requirements, it is proposed to amend some provisions of the Management Measures of the Loan to Others. For the Table for Comparison of Amendments to the Management Measures of the Loan to Others with the Current Version, please refer to [Attachment 11].
- (2) Please discuss.

Resolution: The poll results of this motion were as follows:

Voting results (including e-voting)	Percentage of shareholders' voting rights present at the time of voting
Approval votes: 78,668,272	99.86%
Disapproval votes: 17,988	0.02%
Invalid votes: 0	0.00%
Abstention votes/no votes: 16,289	0.10%

5. Proposed by the Board

Proposal: Proposal for the amendments to the Rules of Procedures for the Shareholders' Meeting Explanation:

- (1) In order to meet the operational requirements, it is proposed to amend some provisions of the Rules of Procedures for the Shareholders' Meeting. For the Table for Comparison of Amendments to the Rules of Procedures for the Shareholders' Meeting with the Current Version, please refer to [Attachment 12].
- (2) Please discuss.

Resolution: The poll results of this motion were as follows:

Number of voting rights of shareholders present at the time of voting: 78,772,896

Voting results (including e-voting)	Percentage of shareholders' voting rights present at the time of voting
Approval votes: 78,675,507	99.87%
Disapproval votes: 12,835	0.01%
Invalid votes: 0	0.00%
Abstention votes/no votes: 14,207	0.10%

Proposal was approved as proposed.

6. Proposed by the Board

Proposal: Proposal for the amendments to the Measures of Electing Directors

- Explanation:
 - In order to meet the operational requirements, it is proposed to amend some provisions of the Measures of Electing Directors. For the Table for Comparison of Amendments to the Measures of Electing Directors with the Current Version, please refer to [Attachment 13].
 - (2) Please discuss.

Resolution: The poll results of this motion were as follows:

Number of voting rights of shareholders	present at the time of voting: 78,772,896
---	---

Voting results (including e-voting)	Percentage of shareholders' voting rights present at the time of voting
Approval votes: 78,557,622	99.72%
Disapproval votes: 17,981	0.02%
Invalid votes: 0	0.00%
Abstention votes/no votes: 14,243	0.25%

7. Proposed by the Board

Proposal: The Company intends to release its shares and abstain from participating in the cash capital increase plan of each company in conjunction with the future stock listing application of its subsidiary, TCI Gene Inc.

Explanation:

- (1) In order to support the operation and development of our subsidiary, TCI Gene Inc. and to attract and retain the necessary professional personnel, as well as to comply with the requirements of the stock listing application law, the Company's shareholding in the subsidiary must be reduced to less than 70% prior to the stock listing application, and the total shareholding of the Company and its subsidiaries, as well as the directors, supervisors, and representatives of the applicant company, and shareholders holding more than 10% of the total shares of the former company at the time of the stock listing application, shall not exceed 70% of the shares of the subsidiary at the time of the stock listing. The total number of shares held by the Company and the Company's subsidiaries, as well as the directors, supervisors, representatives of the applicant company, and shareholders holding more than 10% of the total number of shares of the former Kaixin Company at the time of listing, together with their related parties, shall not exceed 70% of the number of shares outstanding at the time of listing, and it is intended that the Company may release and/or renounce the shares of the planned listed subsidiary in one or more installments prior to the listing of the planned listed subsidiary, provided that the Company's control over the planned listed subsidiary is maintained (as described in (3) of this Motion). The Company may release shares and/or waive all or part of the subscription of shares in one or several times in the following manner:
 - 1) Waive all subscription of shares for capital increase:

The issuance price of the planned cash capital increase shall be no less than the net value per share of the most recent financial statements of the company audited or reviewed by a certified public accountant prior to the board of directors' meeting at which the cash capital increase is resolved, except that if the shares are already traded on securities dealers' offices, the issuance price shall be determined based on the prevailing market price in addition to the aforementioned net value. In consideration of the Company's operational development, attraction and retention of professional personnel for the purpose of improving operational performance, the Company may renounce the subscription of the Company's cash capital increase shares, except for the 10% to 15% of the cash capital increase shares to be subscribed by the Company and employees of the controlling or subordinate companies that meet certain criteria, and the full amount to be set aside for public offering and underwriting in accordance with Article 28-1 of the Securities and Exchange Act and related laws and regulations, and urge the Company to renounce the subscription

of the Company's cash capital increase shares. The Company shall make an offer to the Company's eligible shareholders, employees of the Company and its affiliates, and strategic or financial investors who are beneficial to the Company's operation and development, within the scope of the renounced shares, to subscribe for the shares by means of a specific person. The eligible shareholders of the Company are those shareholders whose names appear on the Company's register of shareholders as of the latest closing date when the Company's cash capital increase shares are available for subscription, and the subscription is calculated on a pro-rata basis based on the number of shares they hold. However, the actual issue price of the cash capital increase, the appointment of specific persons and the operation schedule shall be subject to the resolution of the Board of Directors of the Company.

2) Disposal of shares held in planned listed subsidiaries:

The price of the shares of a subsidiary listed under the Company's disposal plan shall be no less than the net value per share of the Company's most recent financial statements audited or reviewed by a certified public accountant prior to the date of the board of directors' meeting resolving to dispose of the Company's shares, except that if the shares are traded on the securities dealer's premises, the price shall be determined on the basis of the prevailing market price, in addition to the aforementioned net value. The Company shall dispose of the shares of its over-thecounter subsidiaries by releasing the shares to the shareholders whose names appear on the register of shareholders as of the date of the most recent closing of the books of the Company, or to strategic or financial investors who are beneficial to the operation and development of the Company. In addition, in consideration of the planned listed subsidiary's operational development, attracting and retaining professional personnel to enhance operational performance, if the Company's shareholders give up the subscription or under-subscribe, the Company intends to authorize the Chairman to negotiate with specific parties to subscribe for the transaction, and the counterparties will be the Company's employees, employees of the Company and its affiliates, and strategic or financial investors who are beneficial to the Company's operational development. The actual transaction price, the selection of the counterparties and the operation schedule are proposed to be submitted to the shareholders' meeting to authorize the Board of Directors of the Company to determine the transaction price in accordance with the prevailing market conditions and the operation of the planned listed subsidiary, and to follow the Company's procedures for the acquisition or disposal of assets.

(2) In the future, the Company shall allocate shares for subscription and over-allotment by securities dealers in accordance with the relevant laws and regulations and the relevant regulations for the listing of its planned subsidiaries. The number and price of shares to be transferred are determined in accordance with the relevant laws and regulations, the

prevailing market conditions, and the operating conditions of the subsidiaries planned to be listed, in consultation with the underwriters.

- (3) Upon the completion of the above-mentioned share release and/or the renunciation of the subscription of additional cash capital, the Company's direct or indirect consolidated shareholding in the planned listed subsidiary shall not be less than 50% upon its listing in order to maintain control and maximize the consolidated effect of the Group.
- (4) The above-mentioned matters related to the release of shares and/or the renunciation of capital increase subscriptions of planned listed subsidiaries are proposed to be submitted to the shareholders' meeting for authorization of the Board of Directors to handle the matter in its sole discretion.

Resolution: The poll results of this motion were as follows:

Number of voting rights of shareholders present at the time of voting: 78,772,896

Voting results (including e-voting)	Percentage of shareholders' voting rights present at the time of voting
Approval votes: 78,668,285	99.86%
Disapproval votes: 19,861	0.02%
Invalid votes: 0	0.00%
Abstention votes/no votes: 15,700	0.10%

Proposal was approved as proposed.

6. Questions and motions

Shareholder No. 52102 Ping-Huang Chen and other shareholders were concerned about the Company's treasury stock and operation and other related issues.

After the Chairman shared his thoughts with the shareholders and consulted all shareholders present again, there were no questions.

7. Closing of the meeting (AM 9:54)

Attachment 1

Business Report

Dear Shareholders:

Every year, every day, every step, TCI people should strive to "join & delight consumer's life" and take care of their own health at the same time! We will maintain our business policy of "making good products, bring the customer to the world, and bring the world to the customer" in 2021, and implement it thoroughly.

We will actively expand our business units to expand our global sales force by 3-5 times to more than 300 people, and use our internal app and CRM system to make it easier for our sales force to sell the products of TCI, MBI, TCI Gene, TCI Living, and other affiliated companies or strategic partners to truly achieve our mission of " join & delight consumer's life" through integrated bioscience design trading company.

At the same time, we will seek good merger and acquisition opportunities to build a biotechnology alliance in Taiwan, so that we can become the world's No. 1 health food and health care product CDMO at the fastest speed through "globalized horizontal merger and acquisition." At the same time, we will also carry out "biotechnology-focused diversification strategy merger and acquisition" to complete the integrated bioscience design trading company, so that the business can be better integrated through the sale of diversified products.

In 2022, we will invest in our employee health program, starting with directors and senior executives. With TCI Gene's technology, they can store stem cells for use when needed and so that our high-tech services can be realized in the lives of our employees and make them healthier.

TCI will continue to strive to be the world's No. 1 integrated bioscience design trading company with revenue of over 200 billion yuan.

2021 Financial Performance

				ψ inousuna.								
TCI Co., Ltd.												
Consolidated Income Statement												
Item	2021	2020	Difference	%								
Net Revenue	8,580,103	8,223,851	356,252	4%								
Cost of Revenue	(4,855,271)	(4,634,123)	(221,148)	5%								
Gross Profit	3,724,832	3,589,728	135,104	4%								
Operating Expenses	(1,994,975)	(1,571,923)	(423,052)	27%								
Income from Operations	1,729,857	2,017,805	(287,948)	-14%								
Other Operating Income and Expenses	279,594	180,416	99,178	55%								
Income before Income Tax	2,009,451	2,198,221	(188,770)	-9%								
Income Tax Expenses	(393,450)	(345,483)	(47,967)	14%								
Net Income	1,616,001	1,852,738	(236,737)	-13%								

(1) Operational Results

Unit: NT\$ thousands

(2) Analysis of Financial Performance

- 1. In 2021, TCI's net revenue totaled NT\$ 8.580103 billion, an increase of 4 percent compared with the NT\$ 8.223851 billion in 2020; the income from operations totaled NT\$ 1.729857 billion, a decrease of 14 percent compared with the NT\$ 2.017805 in 2020; the net income totaled NT\$1.616001, a decrease of 13 percent compared with the NT\$ 1.852738 in 2020.
- 2. In 2021, the gross profit margin was 43.41%, down 0.24% compared with the 43.65% in 2020; the operating income margin was 20.16%, down 4.38% compared with the 24.54% in 2020; the profit margin was 18.83%, down 3.7% compared with the 22.53% in 2020.
- 3. In 2021, the earnings per share was NT\$ 13.17, down 16.1% compared with the NT\$ 15.69 in 2020.

Chairman: Yung-Hsiang Lin

CEO: Yung-Hsiang Lin



Accounting Manager: Chen-Chen Fu



Attachment 2

2021 Audit Committee's Review Report

The Board of Directors has prepared the Company's 2021 Financial Statements. The CPAs of PwC Taiwan, Ming-Chuan Hsu and Ping-Chun Chih, were retained to audit TCI's Financial Statements. The Business Report, Financial Statements, and earning allocation proposal have been reviewed and determined to be correct and accurate by the Audit Committee members of TCI Co., Ltd. According to relevant requirements of Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act, we herby submit this report.

То

2022 Annual Shareholders' Meeting of TCI Co., Ltd.

TCI Co., Ltd.

Chairman of the Audit Committee

Sung-Yuan Liao

• 鯊廖

March 22, 2022

INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of TCI Co., Ltd.

Opinion

We have audited the accompanying parent company only balance sheets of TCI Co., Ltd. (the "Company") as at December 31, 2021 and 2020, and the related parent company only statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the parent company only financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying parent company only financial statements present fairly, in all material respects, the parent company only financial position of TCI Co., Ltd as at December 31, 2021 and 2020, and its parent company only financial performance and its parent company only cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and generally accepted auditing standards in the Republic of China. 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. We are independent of the Company in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Company's 2021 parent company only financial statements. These matters were addressed in the context of our audit of the parent company only financial statements as a whole and, in forming our opinion thereon, we do not provide a separate opinion on these matters.

Key audit matters for the Company's 2021 parent company only financial statements are stated as follows:

Existence and occurrence of top ten customers

Description

The Company's and its subsidiaries' (listed as investments accounted for under equity method) sales revenue arise mainly from manufacturing and sales of health foods and cosmetics. Customers are mostly direct marketing companies in Europe and Asia and cosmetic companies.

With the expansion of direct marketing companies in Europe and Asia, the sales revenue from top ten customers has increased significantly and became a significant portion of operating income to the parent company only financial statements. Because of the rapid development in the internet sales market, more time and resources were required in performing the audit procedures. Thus, we consider the existence and occurrence of top ten customers as a key audit matter.

Please refer to Note 4(29) for accounting policies on revenue recognition and Note 6(20) for details of sales revenue and Note 6(5) for details of investments accounted for under equity method.

How our audit addressed the matter

Our audit procedures in respect of the above key audit matter included:

- Understanding and testing the internal control procedures of the top ten customers and testing the effectiveness of internal control related to sales revenue.
- Selecting samples from sales transactions of the top ten customers and comparing against orders and delivery bills to confirm whether the sales transactions did occur.
- Examining sales returns and discounts from the top ten customers after the balance sheet date to confirm the existence of sales revenue.

Responsibilities of management and those charged with governance for the parent company only financial statements

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

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

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

Auditors' 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 is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the generally accepted auditing standards in the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these parent company only financial statements.

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

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

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

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

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

Hsu, Ming-Chuan Chih, Ping-Chiun For and on behalf of PricewaterhouseCoopers, Taiwan March 22, 2022

The accompanying parent company only financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying parent company only financial statements and independent auditors' report are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice.

As the financial statements are the responsibility of the management, PricewaterhouseCoopers cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

TCI CO., LTD.
PARENT COMPANY ONLY BALANCE SHEETS
DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars)

				December 31, 2021			December 31, 2020	
	Assets	Notes		AMOUNT	%		AMOUNT	%
	Current assets							
1100	Cash and cash equivalents	6(1)	\$	591,468	5	\$	507,239	5
1110	Financial assets at fair value through	6(2)						
	profit or loss - current			131,266	1		135,402	1
1136	Current financial assets at amortised	6(4) and 8						
	cost			-	-		176,953	2
1150	Notes receivable, net	6(5)		14,034	-		15,653	-
1170	Accounts receivable, net	6(5)		296,878	2		207,976	2
1180	Accounts receivable - related parties,	7						
	net			665,422	5		539,233	5
1200	Other receivables			17,059	-		21,316	-
1210	Other receivables - related parties	7		27,502	-		8,103	-
130X	Inventories	6(6)		488,439	4		361,986	3
1410	Prepayments			271,372	2		105,402	1
1470	Other current assets			53,947	1		27,228	
11XX	Total current assets			2,557,387	20		2,106,491	19
	Non-current assets							
1517	Non-current financial assets at fair	6(3)						
	value through other comprehensive							
	income			30,210	-		23,568	-
1535	Non-current financial assets at	6(4) and 8						
	amortised cost			774,684	6		-	-
1550	Investments accounted for using	6(7)						
	equity method			5,010,822	40		4,698,485	43
1600	Property, plant and equipment	6(8)		3,391,980	27		2,985,462	27
1755	Right-of-use assets	6(9)		14,119	-		26,621	-
1780	Intangible assets	6(10)		13,946	-		13,477	-
1840	Deferred income tax assets	6(29)		28,910	-		59,758	1
1900	Other non-current assets	6(11)	_	807,788	7	_	1,036,403	10
15XX	Total non-current assets			10,072,459	80		8,843,774	81
1XXX	Total assets		\$	12,629,846	100	\$	10,950,265	100
				-			· · · ·	

(Continued)

	Liabilities and Equity	Notes		December 31, 2021 AMOUNT	%	December 31, 20 AMOUNT	20 %
	Current liabilities	Notes			/0	AMOUNI	/0
2100	Short-term borrowings	6(14)	\$	1,448,238	12	\$ 1,076,334	10
2130	Current contract liabilities	6(22)	Ψ	178,800	2	144,143	1
2150	Notes payable	0(22)		1,440	-	1,350	-
2170	Accounts payable			528,446	4	534,154	5
2180	Accounts payable - related parties	7		208,678	2	127,685	1
2200	Other payables	6(12)		653,455	5	628,469	6
2220	Other payables - related parties	7		43,943	-	13,321	-
2230	Current income tax liabilities	6(29)		408,585	3	409,022	4
2280	Current lease liabilities	()		6,806	-	10,533	-
2320	Long-term liabilities, current portion	6(13)		-	-	434,268	4
2399	Other current liabilities, others			32,584	-	49,365	1
21XX	Total current liabilities			3,510,975	28	3,428,644	32
	Non-current liabilities						
2540	Long-term borrowings	6(15)		967,510	8	3,980	-
2570	Deferred income tax liabilities	6(29)		5,184	-	-	-
2580	Non-current lease liabilities			7,660	-	16,479	-
2600	Other non-current liabilities	6(7)		22,090	-	1,126	-
25XX	Total non-current liabilities			1,002,444	8	21,585	
2XXX	Total liabilities			4,513,419	36	3,450,229	32
	Equity			.,,			
	Share capital	6(18)					
3110	Share capital - common stock			1,182,449	9	1,182,202	11
	Capital surplus	6(19)		, ,		, ,	
3200	Capital surplus			2,647,254	21	2,618,432	23
	Retained earnings	6(20)					
3310	Legal reserve			744,681	6	598,016	5
3320	Special reserve			244,700	2	325,709	3
3350	Unappropriated retained earnings			3,698,477	29	3,259,603	30
	Other equity interest	6(21)					
3400	Other equity interest		(282,347) (2)	(257,069)(2)
3500	Treasury shares	6(18)	(118,787) (1)		
3XXX	Total equity			8,116,427	64	7,500,036	68
3X2X	Total liabilities and equity		\$	12,629,846	100	\$ 10,950,265	100

<u>TCI CO., LTD.</u> <u>PARENT COMPANY ONLY BALANCE SHEETS</u> <u>DECEMBER 31, 2021 AND 2020</u> (Expressed in thousands of New Taiwan dollars)

The accompanying notes are an integral part of these parent company only financial statements.

<u>TCI CO., LTD.</u> <u>PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME</u> <u>YEARS ENDED DECEMBER 31, 2021 AND 2020</u> (Expressed in thousands of New Taiwan dollars, except earnings per share amount)

					nber 31			
	_			2021			2020	
	Items	Notes		AMOUNT	%	<u> </u>	AMOUNT	%
4000	Sales revenue	6(22) and 7	\$	5,717,576	100	\$	6,068,526	100
5000	Operating costs	6(6)(16)(27)(28) and 7	(2 222 2401 (50)	,	2 420 476) (57)
5900	Not opporting manain	and /	(3,322,349) (<u>58</u>) 42	(3,439,476) (<u>57</u>) 43
5900 5910	Net operating margin Unrealized profit from sales	6(7)	(2,395,227	42	(2,629,050	
5910 5920	Realized profit on from sales	6(7)	(113,382) (264,433		(264,433) (136,040	4)
5920 5950	Net operating margin	O(7)		2,546,278	44		2,500,657	<u>2</u> 41
3930	Operating expenses	6(16)(27)(28)		2,340,278	44		2,300,037	41
6100	Selling expenses	6(16)(27)(28)	(469,981) (8)	(270 170) (4)
6200	General and administrative expenses		(441,800) (8)		270,179) (515,748) (4) 8)
6300	Research and development expenses		(412,387) (8) 7)		397,896) (8) 7)
6450	Impairment loss determined in		(412,307) (7)	(397,890) (7)
0450	accordance with IFRS 9			10,000				
6000	Total operating expenses			1,314,168) (23)		1,183,823) (19)
6900			(23)	(22
0900	Operating profit			1,232,110	21		1,316,834	LL
7100	Non-operating income and expenses Interest income	(22)		2 014			274	
7100		6(23)		2,014	-		374	-
7010	Other income	6(24) and 7		16,780	-	,	104,047	1
7020	Other gains and losses	6(25)	(150,136	3	(586)	-
7050	Finance costs	6(26)	(21,801)	-	(13,009)	-
7070	Share of profit of associates and	6(7)						
	joint ventures accounted for using			460 501	0		((0, 401	1.1
-	equity method, net			468,531	8		669,481	11
7000	Total non-operating income and							10
-	expenses			615,660	11		760,307	12
7900	Profit before income tax			1,847,770	32		2,077,141	34
7950	Income tax expense	6(29)	(302,012) (5)	(238,349) ()
8200	Profit for the year		\$	1,545,758	27	\$	1,838,792	30
	Other comprehensive income (loss)							
	Components of other comprehensive							
	income that will not be reclassified to							
	profit or loss							
8316	Unrealised gains (losses) from	6(3)(21)						
	investments in equity instruments							
	measured at fair value through other							
	comprehensive income		\$	6,642	-	\$	-	-
8330	Share of other comprehensive	6(7)(21)						
	income of associates and joint							
	ventures accounted for using equity							
	method, components of other							
	comprehensive income that will not							
	be reclassified to profit or loss			5,977	-		-	-
8361	Financial statements translation	6(7)(21)						
	differences of foreign operations		(50,205) (1)		81,009	2
8300	Other comprehensive (loss) income							
	for the year		(\$	37,586) (1)	\$	81,009	2
8500	Total comprehensive income for the							
	year		\$	1,508,172	26	\$	1,919,801	32
	-					-	· · · ·	
	Earnings per share (In dollars)	6(30)						
9750	Basic earnings per share	<u> </u>	\$		13.17	\$		15.69
	Ø 1 ·····	6(30)	Ŧ		• • •	Ŧ		
9850	Diluted earnings per share		\$		13.09	\$		15.37
2020	_ marca cannings per siture		Ψ		12.07	Ψ		12.21

The accompanying notes are an integral part of these parent company only financial statements.

<u>TCI CO., LTD.</u> <u>PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY</u> <u>YEARS ENDED DECEMBER 31, 2021 AND 2020</u> (Expressed in thousands of New Taiwan dollars)

					Retained Earning	ζS	(Other equity interes	st		
	Notes	Share capital - common stock	Capital surplus, additional paid- in capital	Legal reserve	Special reserve	Unappropriated retained earnings	Financial statements translation differences of foreign operations	Unrealised gains (losses) from financial assets measured at fair value through other comprehensive income	Other equity - unearned employee compensation	Treasury shares	Total equity
For the year ended December 31, 2020											
Balance at January 1, 2020		\$1,196,172	\$2,600,733	\$ 396,403	\$ 168,346	\$3,192,547	(\$ 314,133)	(\$ 11,576)	(\$ 95,417)	\$ -	\$7,133,075
Profit for the year		-	-	-	-	1,838,792	-	-	-	-	1,838,792
Other comprehensive income for the year	6(21)					-	81,009			-	81,009
Total comprehensive income						1,838,792	81,009				1,919,801
Appropriations of 2019 earnings											
Legal reserve		-	-	201,613	-	(201,613)	-	-	-	-	-
Special reserve		-	-	-	157,363	(157,363)	-	-	-	-	-
Cash dividends		-	-	-	-	(1,040,622)	-	-	-	-	(1,040,622)
Exercise of employee stock purchase plans	6(17)(18)	6,250	29,856	-	-	-	-	-	-	-	36,106
Share-based payments	6(17)(21)(26)	_	33,743	_	_	_	_	_	83,048	_	116,791
Proceeds from capital reduction of restricted stocks	,	-	55,745	-	-	-	-	-	05,040	-	110,791
employees	0(10)	(220)	-	-	-	-	-	-	-	-	(220)
Purchase of treasury shares	6(18)	-	-	-	-	-	-	-	-	(664,895)	(664,895)
Retirement of treasury shares	6(18)	(20,000)	(45,900)	-		(372,138)	-		-	438,038	
Balance at December 31, 2020		\$1,182,202	\$2,618,432	\$ 598,016	\$ 325,709	\$3,259,603	(\$ 233,124)	(\$ 11,576)	(\$ 12,369)	(\$ 226,857)	\$7,500,036

(Continued)

<u>TCI CO., LTD.</u> PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY YEARS ENDED DECEMBER 31, 2021 AND 2020 (Expressed in thousands of New Taiwan dollars)

					Retained Earning	s	C	Other equity interes	st		
	Notes	Share capital - common stock	Capital surplus, additional paid- in capital	Legal reserve	Special reserve	Unappropriated retained earnings	Financial statements translation differences of foreign operations	Unrealised gains (losses) from financial assets measured at fair value through other comprehensive income	Other equity - unearned employee compensation	Treasury shares	Total equity
For the year ended December 31, 2021											
Balance at January 1, 2021		\$1,182,202	\$2,618,432	\$ 598,016	\$ 325,709	\$3,259,603	(\$ 233,124)	(\$ 11,576)	(\$ 12,369)	(\$ 226,857)	\$7,500,036
Profit for the year		-	-	-	-	1,545,758	-	-	-	-	1,545,758
Other comprehensive income (loss) for the year	6(21)	-	-	-	-	61	(50,205)	12,558	-	-	(37,586)
Total comprehensive income (loss)		-	-	-	-	1,545,819	(50,205)	12,558	-		1,508,172
Appropriations of 2020 earnings											
Legal reserve		-	-	146,665	-	(146,665)	-	-	-	-	-
Reversal of special reserve		-	-	-	(81,009)	81,009	-	-	-	-	-
Cash dividends		-	-	-	-	(1,040,756)	-	-	-	-	(1,040,756)
Exercise of employee stock purchase plans	6(17)(18)	280	1,367	-	-	-	-	-	-	-	1,647
Proceeds from capital reduction of restricted stocks to	o 6(18)	(10)									(10)
employees Conversion of convertible bonds	6(18)	(40)	193	-	-	-	-	-	-	-	(40)
Share-based payments	6(18) 6(17)(21)	/	193	-	-	-	-	-	12,369	-	200 30,754
Adjustment not proportionately to shareholding ratio		-	8,243	-	-	-	-	-	12,309	-	
Exercise of employee stock purchase plans		-	8,243 366	-	-	-	-	-	-	-	8,243 366
Treasury stock transferred to employees	6(18)	-	268	-	-	-	-	-	-	108,070	108,338
Adjustment not proportionately to shareholding ratio	· · ·	-	-	_	-	(533)	-	_	_		(533)
Balance at December 31, 2021		\$1,182,449	\$2,647,254	\$ 744,681	\$ 244,700	\$3,698,477	(\$ 283,329)	\$ 982	\$ -	(\$ 118,787)	\$8,116,427

The accompanying notes are an integral part of these parent company only financial statements.

<u>TCI CO., LTD.</u> <u>PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS</u> <u>YEARS ENDED DECEMBER 31, 2021 AND 2020</u> (Expressed in thousands of New Taiwan dollars)

Notes 2021 2020 Profit before tax Adjustments \$ 1,847,770 \$ 2,077,141 Adjustments Adjustments to reconcile profit (loss) $6(19)(27)$ $301,433$ $227,203$ Depreciation $6(19)(27)$ $8,273$ $13,911$ Impairment loss determined in accordance with IFRS $6(3)$ $(10,000)$ - 9 Net gain on financial assets at fair value through profit or loss $(2)(25)$ $(37,552)$ (509) Interest expense $6(20)$ $(2,015)$ (374) Dividend income $6(24)$ $(3,420)$ (149) compressition cost arising from employze stock $6(17)(28)$ $35,797$ $116,791$ stare of profit of subsidiaries accounted for under $6(7)$ $(468,531)$ $(69,481)$ Increase in investment accounted for under $6(7)$ $(118,816)$ - Profit from lease modifications $4(15)$ and $6(25)$ $1,619$ $(12,713)$ Changes in operating assets $(126,433)$ $308,435$ $7(8,22)$ $8,445$ Other receivable $(27,780$			Year ended December 31					
Profit before tax \$ 1,847,770 \$ 2,077,141 Adjustments Adjustments anortisation 6(8)(9)(27) 301,433 227,203 Amortisation 6(10)(27) 8,273 13,911 Impairment loss determined in accordance with IFRS 6(3) (10,000) - 9 for the set of the		Notes						
Profit before tax \$ 1,847,770 \$ 2,077,141 Adjustments Adjustments anortisation 6(8)(9)(27) 301,433 227,203 Amortisation 6(10)(27) 8,273 13,911 Impairment loss determined in accordance with IFRS 6(3) (10,000) - 9 for the set of the	CASH ELOWS FROM OPERATING ACTIVITIES							
AdjustmentsAdjustments to reconcile profit (loss)Depreciation $6(8)(9)(27)$ $301,433$ $227,203$ Amoritisationincome of the interval of the			\$	1 847 770	\$	2 077 141		
Ádjustments to reconcile profit (loss) Depreciation 6(8)(9)(27) 301,433 227,203 Amorisation 6(10)(27) 8,273 13,911 Impairment loss determined in accordance with IFRS 6(3) (10,000 - 9 (10,000 - (0000 - Profit or loss (21,801 13,009 13,009 Interest income 6(26) 21,801 13,009 Dividend income 6(24) (3,420) (149 Compensation cost arising from employee stock 6(17)(28) 35,797 116,791 Share of profit of subsidiaries accounted for under 6(7) (468,531) (669,481) Gain on disposal of property, plant and equipment 6(25) (118,816) - Profit from lease modifications 4(15) and 6(25) (118,816) - Vurcealized profit from sales (126,189 (125,198 Other receivable 1,619 (12,713 13,115 Accounts receivable (126,189 <td< td=""><td></td><td></td><td>ψ</td><td>1,047,770</td><td>ψ</td><td>2,077,141</td></td<>			ψ	1,047,770	ψ	2,077,141		
$\begin{array}{c c c c c c c c c c c c c c c c c c c $								
$\begin{array}{ c c c c c c c c c c c c c c c c c c c$		6(8)(9)(27)		301 /33		227 203		
$\begin{array}{c c c c c c c c c c c c c c c c c c c $								
9 (10,000) - Net gain on financial assets at fair value through profit or loss (37,552) (509) Interest expense 6(26) 21,801 13,009 Interest income 6(23) (2,015) (374) Dividend income 6(24) (3,420) (149) Compensation cost arising from employee stock options 6(7) (468,531) (669,481) Gain on disposal of property, plant and equipment equity method 6(25) (1,203) (180) Increase in investment accounted for using equity method (118,816) (- Profit from lease modifications 4(15) and 6(25) (44) (42) (Unrealized profit from sales 6(7) (151,051) 128,393 Changes in operating assets and liabilities (78,902) 13,115 Accounts receivable - related parties (126,189) (135,918) Other receivables - related parties (22,719) 644 Changes in operating liabilities (26,51) 308,455 Other receivables - related parties (27,880) 116,551 <td></td> <td></td> <td></td> <td>0,275</td> <td></td> <td>15,911</td>				0,275		15,911		
Net gain on financial assets at fair value through profit or loss $6(2)(25)$ $(37,552)$ (509) Interest expense $6(26)$ $21,801$ $13,009$ Interest income $6(23)$ $(2,015)$ 374 Dividend income $6(24)$ $(3,420)$ (149) Compensation cost arising from employee stock options $6(17)(28)$ $35,797$ $116,791$ Share of profit of subsidiaries accounted for under equity method $6(7)$ $(468,531)$ $(694,481)$ Gain on disposal of property, plant and equipment Increase in investment accounted for using equity method $6(7)$ $(118,816)$ $-$ Profit from lease modifications $4(15)$ and $6(25)$ $(18,816)$ $ -$ Changes in operating assets and liabilities $6(7)$ $(151,051)$ $128,393$ $28,393$ Changes in operating assets (1619) $(12,713)$ $Accounts receivable (162,433) 308,455 Other receivables (22,71,880) (135,918) (135,918) (26,719) 644 Changes in operating liabilities (26,719) 644 (26,719)$		0(3)	(10,000)				
$\begin{array}{c ccccc} \mbox{profit} \mb$	-	6(2)(25)	(10,000)		-		
Interest expense $6(26)$ $21,801$ $13,009$ Interest income $6(23)$ $(2,015)$ (374) Dividend income $6(24)$ $(3,420)$ 149 Compensation cost arising from employee stock $6(17)(28)$ 3420 149 options $35,797$ $116,791$ Share of profit of subsidiaries accounted for under $6(7)$ $35,797$ $116,791$ cquity method($468,531$ ($669,481$ 180 Increase in investment accounted for using equity $6(25)$ ($1,203$ (180 method($118,816$ - $ 128,393$ 180 Changes in operating assets and liabilities($151,051$ $128,393$ $28,393$ Changes in operating assets($16,19$ $(12,713)$ $13,115$ Accounts receivable($78,902$ $135,1918$ $308,455$ Other receivables($126,453$ $308,455$ $99,270$ Inventories($126,453$ $308,455$ $99,270$ Inventories($27,880$ $116,551$ 665 6655 6655 $78,203$ Other current assets($5,708$ ($176,963$ 3420 149 Other current liabilities(6655 ($78,203$ $16,623$ Other current liabilities($16,863$ $18,033$ $18,033$ Other current liabilities($176,963$ $362,627$ $1,426,637$ Other payable(6655	6	0(2)(23)	(27 552)	(500)		
Interest income $6(23)$ $($ $2,015$ $($ 374 $)$ Dividend income $6(24)$ $($ $3,420$ $($ 149 $($ Compensation cost arising from employee stock $6(17)(28)$ $35,797$ $116,791$ Share of profit of subsidiaries accounted for under $6(7)$ $35,797$ $116,791$ cquity method $($ $468,531$ $($ $669,481$ Gain on disposal of property, plant and equipment $6(25)$ $($ $1,203$ $($ 180 Increase in investment accounted for using equity method $($ $118,816$ $-$ Profit from lease modifications $4(15)$ and $6(25)$ $($ 44 $($ 42 $)$ Unrealized profit from sales $6(7)$ $($ $151,051$ $128,393$ Changes in operating assets and liabilities $($ $16,19$ $($ $12,713$ Changes in operating assets $($ $126,189$ $($ $135,918$ Notes receivable $ ($ $126,189$ $($ $135,918$ Other receivables - related parties $($ $126,453$ $308,455$ Prepayments $($ $26,719$ 644 Changes in operating liabilities $80,993$ $($ $17,057$ Other rurent assets $80,993$ $($ $17,057$ Other rurent assets $80,993$ $($ $17,057$ Accounts payable $80,993$ $($ $17,057$ Accounts payable $80,993$ $($ $17,057$ Accounts payable $80,993$	1	((20)	((
$\begin{array}{c c c c c c c c c c c c c c c c c c c $	1		,		,			
Compensation cost arising from employee stock options $6(17)(28)$ $(110, 70)$ Share of profit of subsidiaries accounted for under equity method $6(7)$ $35, 797$ $116, 791$ Gain on disposal of property, plant and equipment Increase in investment accounted for using equity method $6(25)$ $(12, 203)$ (180) Profit from lease modifications $4(15)$ and $6(25)$ 44 (42) 42 Unrealized profit from slases $6(7)$ $(151, 051)$ $128, 393$ Changes in operating assets $6(7)$ $(151, 051)$ $128, 393$ Changes in operating assets $(78, 902)$ $13, 115$ Accounts receivable $(126, 188)$ $(135, 918)$ Other receivables - related parties $(227, 188)$ $308, 455$ Other receivables - related parties $(22, 719)$ 644 Changes in operating liabilities $(26, 719)$ 644 Other receivables - related parties $(26, 719)$ 644 Changes in operating liabilities 90 $(1, 170)$ Accounts prayele 90 $(1, 170)$ Accounts payable 90 $(1, 705)$ Other current assets (665) $(78, 203)$ Other current liabilities $(16, 863)$ $18, 033$ Other rurent liabilities $(16, 863)$ $18, 033$ Other payable - related parties $(16, 863)$ $18, 033$ Other payable - related parties $(16, 863)$ $18, 033$ Other payable - related parties $(2, 015)$ 374 Other payables - related parties $(2, 015)$ </td <td></td> <td></td> <td>(</td> <td></td> <td></td> <td>,</td>			(,		
options $35,797$ $116,791$ Share of profit of subsidiaries accounted for under equity method $6(7)$ $468,531$) $669,481$)Gain on disposal of property, plant and equipment Increase in investment accounted for using equity method $6(25)$ $1,203$) (180) Increase in investment accounted for using equity method $6(25)$ $1,203$) (180) Unrealized profit from sales $6(7)$ $(118,816)$ $-$ Profit from lease modifications $4(15)$ and $6(25)$ 444 (42) Unrealized profit from sales $6(7)$ $(151,051)$ $128,393$ Changes in operating assets $6(7)$ $(151,051)$ $128,393$ Notes receivable $1,619$ $(12,713)$ Accounts receivable - related parties $(126,189)$ $13,115$ Other receivables - related parties $(126,453)$ $308,455$ Other receivables - related parties $(27,880)$ $116,551$ Other current assets $(27,780)$ $116,551$ Other current sasets $(26,719)$ 644 Changes in operating liabilities $30,993$ $(17,057)$ Other current sasets (655) $78,203$ Other current sasets (655) $(78,203)$ Other payable - related parties $30,622$ $(10,627)$ Other payables $(16,863)$ $18,033$ Other querent liabilities $30,622$ $(10,627)$ Other payables $(2,015)$ 374 Dividends received $3,420$ 149			(3,420)	(149)		
Share of profit of subsidiaries accounted for under equity method $6(7)$ Gain on disposal of property, plant and equipment Increase in investment accounted for using equity method $6(25)$ (1203) (180) Profit from lease modifications $4(15)$ and $6(25)$ 444 (42) 2 Unrealized profit from sales $6(7)$ $(151,051)$ $128,393$ Changes in operating assets and liabilities $6(7)$ $(151,051)$ $128,393$ Changes in operating assets $6(7)$ $(151,051)$ $128,393$ Notes receivable $1,619$ $(12,713)$ Accounts receivable $(126,189)$ $(135,918)$ Other receivables - related parties $(126,189)$ $(135,918)$ Other receivables - related parties $(126,453)$ $308,455$ Other receivables - related parties $(26,719)$ 644 Changes in operating liabilities $(26,719)$ $(17,057)$ Other current liabilities $(26,719)$ $(17,057)$ Other qurents exerve $(26,719)$ $(17,057)$ Other current liabilities $(26,719)$ $(17,057)$ Other qurent liabilities $(26,51)$ $(10,627)$ Other qurent liabilities $(26,51)$ $(10,627)$ Ot	· · · · ·	6(17)(28)						
equity method($468,531$)($669,481$)Gain on disposal of property, plant and equipment Increase in investment accounted for using equity method6(25)($1,203$)(180)Increase in investment accounted for using equity method($118,816$)Profit from lease modifications $4(15)$ and $6(25)$ (44)(42)Unrealized profit from sales $6(7)$ ($151,051$) $128,393$ Changes in operating assets $6(7)$ ($151,051$) $128,393$ Notes receivable($78,902$) $13,115$ Accounts receivable($126,189$)($135,918$)Other receivables - related parties($126,433$) $308,455$ Prepayments($27,880$) $116,551$ Other current assets($27,880$) $116,551$ Other current assets($27,780$) $17,057$)Other current assets($57,08$) $176,963$ Accounts payable(665) $78,203$ Other current liabilities($16,863$) $18,033$ Other payables - related parties $80,993$ $177,057$)Other payables - related parties $30,622$ $(10,627)$ Cash inflow generated from operations $1,145,902$ $1,426,637$ Intreest received $3,420$ 149 Intreest paid($21,467$) $9,557$				35,797		116,791		
Gain on disposal of property, plant and equipment Increase in investment accounted for using equity method $6(25)$ $($ $1,203$ $($ 180 Increase in investment accounted for using equity method $($ $118,816$ $-$ Profit from lease modifications $4(15)$ and $6(25)$ $($ $118,816$ $-$ Unrealized profit from sales $6(7)$ $($ $151,051$ $128,393$ Changes in operating assets and liabilities Changes in operating assets $1,619$ $($ $12,713$ Notes receivable $1,619$ $($ $12,713$ Accounts receivable $($ $78,902$ $13,115$ Accounts receivable - related parties $($ $126,189$ $($ Other receivables - related parties $($ $126,453$ $308,455$ Prepayments $($ $126,453$ $308,455$ Other current assets $($ $26,719$ 644 Changes in operating liabilities 90 $($ $1,700$ Accounts payable 90 $($ $17,057$ Other current liabilities $80,993$ $17,057$ Other current liabilities $80,993$ $17,057$ Other current liabilities $3,622$ $1,426,637$ Interest received $2,015$ 374 Dividends received $3,420$ 149 Interest paid $($ $21,467$ $($ $21,467$ $9,557$		6(7)						
Increase in investment accounted for using equity method(118,816)-Profit from lease modifications $4(15)$ and $6(25)$ (44) (42)Unrealized profit from sales $6(7)$ $151,051$ $128,393$ Changes in operating assets and liabilities $(151,051)$ $128,393$ Changes in operating assets $(151,051)$ $128,393$ Notes receivable $1,619$ $(12,713)$ Accounts receivable $(162,189)$ $(135,918)$ Other receivables - related parties $(126,189)$ $(135,918)$ Other receivables - related parties $(126,453)$ $308,455$ Prepayments $(27,880)$ $116,551$ Other current assets $(26,719)$ 644 Changes in operating liabilities 90 $(1,770)$ Other spayable 90 $(176,963)$ Accounts payable - related parties $80,993$ $(17,057)$ Other payables 90 $(17,057)$ Other payables 90 $(17,057)$ Other payables $90,622$ $(10,627)$ Cash inflow generated from operations $1,145,902$ $1,426,637$ Interest paid $3,420$ 149 Interest paid $9,557$ $128,637$			(
method(118,816-Profit from lease modifications4(15) and 6(25)(44(42)Unrealized profit from sales6(7)(151,051)128,393Changes in operating assets6(7)(151,051)128,393Notes receivable1,619(12,713)Accounts receivable(78,902)13,115Accounts receivable - related parties(126,189)(135,918Other receivables - related parties(19,399)59,270Inventories(126,453)308,455Prepayments(26,719)644Changes in operating liabilities(26,719)644Changes in operating liabilities(26,719)644Changes in operating liabilities90(1,170)Accounts payable90(1,170)Accounts payable(5,708)(176,963Accounts payable(665(78,203)Other current liabilities(16,66318,033)0Other current liabilities(16,66318,033)0Other payables - related parties(16,66318,033)Other payables - related parties(16,66318,033)Other payables - related parties(16,66318,033)Other payables -		6(25)	(1,203)	(180)		
Profit from lease modifications $4(15)$ and $6(25)$ $(10, 10, 10, 10, 10, 10, 10, 10, 10, 10, $	Increase in investment accounted for using equity							
Unrealized profit from sales $6(7)$ $($ $151,051$ $128,393$ Changes in operating assets and liabilities $($ $151,051$ $128,393$ Notes receivable $1,619$ $($ $12,713$ Accounts receivable $($ $78,902$ $13,115$ Accounts receivable - related parties $($ $126,189$ $($ Other receivables - related parties $($ $126,453$ $308,455$ Other receivables - related parties $($ $126,453$ $308,455$ Inventories $($ $27,880$ $116,551$ Other current assets $($ $26,719$ 644 Changes in operating liabilities $34,657$ $($ $554,048$ Notes payable 90 $($ $1,170$ Accounts payable 90 $($ $17,057$ Other spayable - related parties $80,993$ $($ $176,963$ Accounts payable - related parties $30,622$ $($ $10,627$ Other current liabilities $30,622$ $($ $10,627$ Cash inflow generated from operations $3,420$ 149 Interest paid $3,420$ 149	method		(118,816)		-		
Changes in operating assetsNotes receivable1,619 ($12,713$)Accounts receivable($78,902$) $13,115$ Accounts receivable - related parties($126,189$)($135,918$)Other receivables - related parties($126,189$)($135,918$)Other receivables - related parties($19,399$) $59,270$ Inventories($126,453$) $308,455$ Prepayments($27,880$) $116,551$ Other current assets($26,719$) 644 Changes in operating liabilities34,657($554,048$)Notes payable90($1,170$)Accounts payable90($1,705$)Other current liabilities(665)(Contract liabilities80,993($176,963$)Other payables- $80,993$ (Other payables(665)(Other current liabilities($16,863$) $18,033$ Other payables($16,863$) $18,033$ Other payables- $30,622$ (Other payables- $1,145,902$ $1,426,637$ Interest received $3,420$ 149Interest paid($21,467$)(9,557)	Profit from lease modifications	4(15) and 6(25)	(44)	(42)		
Changes in operating assetsNotes receivable1,619 ($12,713$)Accounts receivable($78,902$) $13,115$ Accounts receivable - related parties($126,189$)($135,918$)Other receivables - related parties($126,189$)($135,918$)Other receivables - related parties($19,399$) $59,270$ Inventories($126,453$) $308,455$ Prepayments($27,880$) $116,551$ Other current assets($26,719$) 644 Changes in operating liabilities34,657($554,048$)Notes payable90($1,170$)Accounts payable90($1,705$)Other current liabilities(665)(Contract liabilities80,993($176,963$)Other payables- $80,993$ (Other payables(665)(Other current liabilities($16,863$) $18,033$ Other payables($16,863$) $18,033$ Other payables- $30,622$ (Other payables- $1,145,902$ $1,426,637$ Interest received $3,420$ 149Interest paid($21,467$)(9,557)	Unrealized profit from sales	6(7)	(151,051)		128,393		
$\begin{array}{c c} Changes in operating assets \\ Notes receivable \\ Accounts receivable - related parties \\ Other receivables - related parties \\ Other current assets \\ Other current assets \\ Contract liabilities - current \\ Accounts payable \\ Accounts payable \\ Accounts payable \\ Accounts payable \\ Other current liabilities \\ Other payables - related parties \\ Other current liabilities \\ Other payables - related parties \\ Other payables - related parties \\ Other payable & (16,863) \\ Other payables - related parties \\ Other payable - related parties \\ Other payables - related parties \\ Other payable - related part$	Changes in operating assets and liabilities			, ,		,		
Notes receivable $1,619$ $(12,713)$ Accounts receivable $(78,902)$ $13,115$ Accounts receivable - related parties $(126,189)$ $(135,918)$ Other receivables $4,257$ $8,445$ Other receivables - related parties $(19,399)$ $59,270$ Inventories $(22,453)$ $308,455$ Prepayments $(26,719)$ 644 Changes in operating liabilities $(26,719)$ 644 Changes in operating liabilities 90 $(1,170)$ Accounts payable 90 $(17,6963)$ Accounts payable $80,993$ $(176,963)$ Other current liabilities $80,993$ $(17,057)$ Other current liabilities $80,993$ $(17,057)$ Other payables (665) $(78,203)$ Other current liabilities $30,622$ $(10,627)$ Cash inflow generated from operations $1,145,902$ $1,426,637$ Interest received $2,015$ 374 Dividends received $3,420$ 149 Interest paid $(21,467)$ $(9,557)$								
Accounts receivable $($ $78,902$ $13,115$ Accounts receivable - related parties $($ $126,189$ $($ $135,918$ Other receivables - related parties $($ $19,399$ $59,270$ Inventories $($ $126,453$ $308,455$ Prepayments $($ $27,880$ $116,551$ Other current assets $($ $26,719$ 644 Changes in operating liabilities $($ $26,719$ 644 Changes in operating liabilities $34,657$ $($ $554,048$ Notes payable 90 $($ $1,170$ Accounts payable 90 $($ $176,963$ Accounts payable $80,993$ $($ $176,963$ Other current liabilities $80,993$ $($ $176,963$ Other payables $($ 665 $($ $78,203$ Other current liabilities $30,622$ $($ $10,627$ Other current liabilities $1,145,902$ $1,426,637$ Interest received $3,420$ 149 Interest paid $($ $21,467$ $($ $9,557$ 142 149				1.619	(12.713)		
Accounts receivable - related parties $($ $126,189$ $($ $135,918$ $)$ Other receivables $4,257$ $($ $8,445$ $)$ Other receivables - related parties $($ $19,399$ $59,270$ Inventories $($ $126,453$ $308,455$ Prepayments $($ $27,880$ $116,551$ Other current assets $($ $26,719$ 644 Changes in operating liabilities $($ $26,719$ 644 Contract liabilities - current $34,657$ $($ $554,048$ Notes payable 90 $($ $1,170$ Accounts payable - related parties $80,993$ $($ $176,963$ Accounts payable - related parties $80,993$ $($ $17,057$ Other current liabilities $($ $16,863$ $18,033$ Other payables - related parties $30,622$ $($ $10,627$ Cash inflow generated from operations $1,145,902$ $1,426,637$ Interest received $3,420$ 149 Interest paid $($ $21,467$ $($ 9,557 $($ $21,467$ $($			(,		, ,		
Other receivables $4,257$ ($8,445$)Other receivables - related parties($19,399$) $59,270$ Inventories($126,453$) $308,455$ Prepayments($27,880$) $116,551$ Other current assets($26,719$) 644 Changes in operating liabilities($26,719$) 644 Changes in operating liabilities $34,657$ ($554,048$)Notes payable90 ($1,170$)Accounts payable - related parties $80,993$ ($17,057$)Other current liabilities(665) ($78,203$)Other payables($16,863$) $18,033$ Other payables - related parties $30,622$ ($10,627$)Cash inflow generated from operations $1,145,902$ $1,426,637$ Interest received $2,015$ 374 Dividends received $3,420$ 149 Interest paid($21,467$) ($9,557$)			(, , ,	(,		
Other receivables - related parties $($ $19,399$ $59,270$ Inventories $($ $126,453$ $308,455$ Prepayments $($ $27,880$ $116,551$ Other current assets $($ $26,719$ 644 Changes in operating liabilities $($ $26,719$ 644 Changes in operating liabilities 90 $($ $1,170$ Notes payable 90 $($ $1,170$ Accounts payable - related parties $80,993$ $($ $176,963$ Other payables $($ 665 $($ $78,203$ Other current liabilities $($ $16,863$ $18,033$ Other payables - related parties $30,622$ $($ $1,426,637$ Interest received $2,015$ 374 Dividends received $3,420$ 149 Interest paid $($ $21,467$ $($			(ì	, ,		
Inventories $($ $126,453$ $308,455$ Prepayments $($ $27,880$ $116,551$ Other current assets $($ $26,719$ 644 Changes in operating liabilities $34,657$ $($ $554,048$ Contract liabilities - current $34,657$ $($ $554,048$ Notes payable 90 $($ $1,170$ Accounts payable 90 $($ $1,70,963$ Accounts payable - related parties $80,993$ $($ $176,963$ Other payables $($ 665 $($ $78,203$ Other current liabilities $($ $16,863$ $18,033$ Other payables - related parties $30,622$ $($ $10,627$ Cash inflow generated from operations $1,145,902$ $1,426,637$ Interest received $2,015$ 374 Dividends received $3,420$ 149 Interest paid $($ $21,467$ $($			((
Prepayments $($ $27,880$ $116,551$ Other current assets $($ $26,719$ 644 Changes in operating liabilities $34,657$ $554,048$ 90 Contract liabilities - current $34,657$ $554,048$ 90 Notes payable 90 $($ $1,170$ Accounts payable 90 $($ $1,70,963$ Accounts payable - related parties $80,993$ $($ $17,057$ Other payables $($ 665 $($ $78,203$ Other current liabilities $($ $16,863$ $18,033$ Other payables - related parties $30,622$ $($ $10,627$ Cash inflow generated from operations $1,145,902$ $1,426,637$ Interest received $2,015$ 374 Dividends received $3,420$ 149 Interest paid $($ $21,467$ $($	•		(
Other current assets $($ $26,719$ 644 Changes in operating liabilities $34,657$ $554,048$ $34,657$ $554,048$ Notes payable90 $($ $1,170$ Accounts payable90 $($ $1,70$ Accounts payable - related parties $80,993$ $($ $17,057$ Other payables $($ 665 $($ $78,203$ Other current liabilities $($ $16,863$ $18,033$ Other payables - related parties $30,622$ $($ $10,627$ Cash inflow generated from operations $1,145,902$ $1,426,637$ Interest received $2,015$ 374 Dividends received $3,420$ 149 Interest paid $($ $21,467$ $9,557$								
Changes in operating liabilitiesContract liabilities - current $34,657$ ($554,048$)Notes payable 90 ($1,170$)Accounts payable 90 ($1,170$)Accounts payable - related parties $80,993$ ($17,057$)Other payables(665) ($78,203$)Other current liabilities($16,863$)Other payables - related parties $30,622$ ($10,627$)Cash inflow generated from operations $1,145,902$ Interest received $2,015$ Dividends received $3,420$ Interest paid($21,467$) ($9,557$)	1 5							
Contract liabilities - current $34,657$ ($554,048$)Notes payable90($1,170$)Accounts payable($5,708$)($176,963$)Accounts payable - related parties $80,993$ ($17,057$)Other payables(665)($78,203$)Other current liabilities($16,863$) $18,033$ Other payables - related parties $30,622$ ($10,627$)Cash inflow generated from operations $1,145,902$ $1,426,637$ Interest received $2,015$ 374 Dividends received $3,420$ 149 Interest paid($21,467$)(9,557($2,557$)			(20,717)		044		
Notes payable90 ($1,170$)Accounts payable($5,708$) ($176,963$)Accounts payable - related parties $80,993$ ($17,057$)Other payables(665) ($78,203$)Other current liabilities($16,863$) $18,033$ Other payables - related parties $30,622$ ($10,627$)Cash inflow generated from operations $1,145,902$ $1,426,637$ Interest received $2,015$ 374 Dividends received $3,420$ 149 Interest paid($21,467$) ($9,557$)				34 657	(554 048)		
Accounts payable $($ $5,708$ $($ $176,963$ Accounts payable - related parties $80,993$ $($ $17,057$ Other payables $($ 665 $($ $78,203$ Other current liabilities $($ $16,863$ $18,033$ Other payables - related parties $30,622$ $($ $10,627$ Cash inflow generated from operations $1,145,902$ $1,426,637$ Interest received $2,015$ 374 Dividends received $3,420$ 149 Interest paid $($ $21,467$ $9,557$, ,		
Accounts payable - related parties $80,993$ ($17,057$)Other payables(665) ($78,203$)Other current liabilities($16,863$) $18,033$ Other payables - related parties $30,622$ ($10,627$)Cash inflow generated from operations $1,145,902$ $1,426,637$ Interest received $2,015$ 374 Dividends received $3,420$ 149 Interest paid($21,467$) ($9,557$)			((
Other payables(665)($78,203$)Other current liabilities($16,863$) $18,033$ Other payables - related parties $30,622$ ($10,627$)Cash inflow generated from operations $1,145,902$ $1,426,637$ Interest received $2,015$ 374 Dividends received $3,420$ 149 Interest paid($21,467$) $9,557$			((
$\begin{array}{c} \text{Other current liabilities} \\ \text{Other payables - related parties} \\ \text{Cash inflow generated from operations} \\ \text{Interest received} \\ \text{Dividends received} \\ \text{Interest paid} \\ \end{array} \begin{array}{c} (& 16,863 \\ 30,622 \\ 2,015 \\ 3,420 \\ (& 21,467 \\) \\ (& 9,557 \\ \end{array} \right) \\ \begin{array}{c} 18,033 \\ 10,627 \\ 1,145,902 \\ 2,015 \\ 3,74 \\ 3,420 \\ 149 \\ 9,557 \\ \end{array}$			((
Other payables - related parties 30,622 (10,627) Cash inflow generated from operations 1,145,902 1,426,637 1,426,637 Interest received 2,015 374 Dividends received 3,420 149 Interest paid (21,467 9,557			(,	(
Cash inflow generated from operations 1,145,902 1,426,637 Interest received 2,015 374 Dividends received 3,420 149 Interest paid (21,467) 9,557)			(/			
Interest received 2,015 374 Dividends received 3,420 149 Interest paid (21,467 9,557					(/		
Dividends received 3,420 149 Interest paid (21,467) 9,557)						, ,		
Interest paid (21,467) (9,557)								
				,				
Income tay haid $(266.417)(200.041)$	1		(, ,	(, , ,		
	Income tax paid		()	266,417)	()	22,041)		
Net cash flows from operating activities863,4531,395,562	Net cash flows from operating activities			863,453		1,395,562		

(Continued)

<u>TCI CO., LTD.</u> <u>PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS</u> <u>YEARS ENDED DECEMBER 31, 2021 AND 2020</u> (Expressed in thousands of New Taiwan dollars)

Year ended December 31 Notes 2021 2020 CASH FLOWS FROM INVESTING ACTIVITIES Increase in investments accounted for under equity 6(7) method (\$ 388,993) (\$ 35,267) Earnings distribution of investments accounted for using 6(7) 954,902 equity method Increase in current prepayments for investments 138,375) (Acquisition of property, plant and equipment 100,807) 6(31) 50,026) ((Proceeds from disposal of property, plant and equipment 4,306 416 Acquisition of intangible assets 6(10) 3,701) (7,856) (Acquisition of financial assets at fair value through profit 6(2) or loss 124,789) (134,893) (Proceeds from disposal of financial assets at fair value 6,113 Increase in financial assets at amortised cost 6(4) 597,731) 176.953) ((Increase in prepayments for purchase of equipment 408,686) (653,842) (Decrease) increase in refundable deposits 7,203 1,472) ((Increase) decrease in other non-current assets 217) 156) Net cash flows used in investing activities 739,933) 1,110,891) (CASH FLOWS FROM FINANCING ACTIVITIES Repayments of short-term borrowings 4,423,217) (3,111,636) (Proceeds from short-term borrowings 4,795,121 3,987,970 Lease liabilities paid 6(9) 9,080) (13,360) (Repayment of bonds 435,200) (Proceeds from long-term borrowings 963,530 3,980 Cash dividends paid 1,040,756) (1,040,622) (Employee stock options 1,647 36,106 Acquisition of treasury shares 6(18)664,895) (Unvested redeemed stocks from restricted stocks to 6(18)employees 40) (220) Treasury stock transferred to employees 108,338 Payments due to disgorgement 366 Net cash flows used in financing activities 39,291 802,677) Net increase (decrease) in cash and cash equivalents 84,229 518,006) (507,239 Cash and cash equivalents at beginning of year 6(1) 1,025,245 Cash and cash equivalents at end of year 6(1) 591,468 \$ 507,239

The accompanying notes are an integral part of these parent company only financial statements.

INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of TCI CO., LTD.

Opinion

We have audited the accompanying consolidated balance sheets of TCI CO., LTD. and subsidiaries (the "Group") as at December 31, 2021 and 2020, and the related consolidated statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2021 and 2020, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations as endorsed by the Financial Supervisory Commission.

Basis for opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and generally accepted auditing standards in the Republic of China. Our responsibilities under those standards are further described in the *Auditors' responsibilities for the audit of the consolidated financial statements* section of our report. We are independent of the Group in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Group's 2021 consolidated financial statements. These matters were addressed in the context of our audit of the consolidated financial statements as a whole and, in forming our opinion thereon, we do not provide a separate opinion on these matters.

Key audit matters for the Group's 2021 consolidated financial statements are stated as follows:

Existence and occurrence of top ten customers

Description

The Group's sales revenue arises mainly from manufacturing and sales of health foods and cosmetics. Customers are mostly direct marketing companies in Europe and Asia and cosmetic companies.

With the expansion of direct marketing companies in Europe and Asia, the sales revenue arising from such transactions has become a major operating item of the Group. And the sales revenue from top ten customers represents a significant portion of operating income to the consolidated financial statements. Because of the rapid development in the internet sales market, more time and resources were required in performing the audit procedures. Thus, we consider the existence and occurrence of top ten customers as a key audit matter.

Please refer to Note 4(32) for accounting policies on revenue recognition and Note 6(24) for details of sales revenue.

How our audit addressed the matter

Our audit procedures in respect of the above key audit matter included:

- 1. Understanding and testing the internal control procedures of the top ten customers and testing the effectiveness of internal control related to sales revenue.
- 2. Selecting samples from sales transactions of the top ten customers and comparing against orders and delivery bills to confirm whether the sales transactions did occur.
- 3. Examining sales returns and discounts from the top ten customers after the balance sheet date to confirm the existence of sales revenue.

Other matter – Parent company only financial reports

We have audited and expressed an unqualified opinion on the parent company only financial statements of TCI CO., LTD. as at and for the years ended December 31, 2021 and 2020.

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 the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations as endorsed by the Financial Supervisory Commission, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditors' responsibilities for the audit of the consolidated financial statements

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

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

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of

not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- 2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- 3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- 4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- 5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- 6. Obtain sufficient 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 on the consolidated financial statements.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, 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 auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Hsu, Ming-Chuan Chih, Ping-Chiun

For and on behalf of PricewaterhouseCoopers, Taiwan

March 22, 2022

As the financial statements are the responsibility of the management, PricewaterhouseCoopers cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

The accompanying consolidated financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying consolidated financial statements and independent auditors' report are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice.

TCI CO., LTD. AND SUBSIDIARIES CONSOLIDATED BALANCE SHEETS DECEMBER 31, 2021 AND 2020 (Expressed in thousands of New Taiwan dollars)

Assets Notes AMOUNT % AMOUNT % Current assets				December 31, 2021	l	December 31, 2020)
1100 Cash and cash equivalents 6(1) § 4,704,397 32 § 4,856,361 4 1110 Financial assets at fair value through 6(2) 131,266 1 135,402 1 1136 Current financial assets at amortised 6(4) and 8 395,803 3 1150 Notes receivable, net 6(5) 61,663 - 15,669 - 1180 Accounts receivable, net 6(5) 947,234 6 619,844 - 1200 Other receivable - related parties 7 3,026 - 2,605 - 1200 Other receivables 6(31) - - 2,281 - 1210 Current income tax assets 6(31) - - 2,281 - 12140 Other current assets 6(7) 280,697 2 174,754 - 1410 Prepayments 6(7) 280,697 2 174,754 - 112X Total current assets 1 7,817,191 53 6,944,855 55 1535 <td< th=""><th></th><th>Assets</th><th>Notes</th><th></th><th></th><th></th><th></th></td<>		Assets	Notes				
1110 Financial assets at fair value through $6(2)$ profit or loss - current 131,266 1 $135,402$ 1 1136 Current financial assets at amortised $6(4)$ and 8 - - cost $682,472$ 5 $395,803$ 2 1150 Notes receivable, net $6(5)$ $61,663$ - $15,669$ - 1170 Accounts receivable - related parties 7 $3,026$ - $2,605$ - 1200 Other receivables 49,983 - $62,2472$ 5 $395,803$ 2 1200 Other receivable - related parties 7 $3,026$ - $2,065$ - 1200 Current income tux assets $6(31)$ - - $2,281$ - 1210 Current assets 7,817,191 53 $6,944,855$ 55 11XX Total current assets 7,817,191 53 $6,944,855$ 55 1217 Non-current financial assets at fair $6(3)$ - - - 1218 Investinents accounted for using 6		Current assets					
profit or loss - current $131,266$ 1 $135,402$ 1 1136 Current financial assets at amortised $6(4)$ and 8 6 $682,472$ 5 $395,803$ 33 1150 Notes receivable, net $6(5)$ $61,663$ - $15,669$ $-$ 1170 Accounts receivable, net $6(5)$ $947,234$ 6 $619,844$ 2 1180 Accounts receivables 7 $3,026$ - $2,605$ $-$ 1200 Other receivables $6(31)$ - - $2,281$ $-$ 1210 Current income tax assets $6(31)$ - - $2,281$ $-$ 130X Inventories $6(6)$ $885,657$ 6 $649,244$ $-$ 1410 Prepayments $6(7)$ $280,697$ 2 $174,754$ $-$ 11XX Total current assets $70,796$ 1 $35,940$ $-$ 11XX Total current assets $6(3)$ $ 7817,191$ 53 $6,944,855$ 5150 11XX Total cu	1100	Cash and cash equivalents	6(1)	\$ 4,704,397	32	\$ 4,856,361	41
1136 Current financial assets at amortised 6(4) and 8 cost $682,472$ 5 $395,803$ 3 1150 Notes receivable, net $6(5)$ $61,663$ - $15,669$ - 1170 Accounts receivable, net $6(5)$ $947,234$ 6 $619,844$ 2 1180 Accounts receivables 7 $3,026$ - $2,605$ - 1200 Other receivables $49,983$ - $56,952$ 1 1200 Current income tax assets $6(31)$ - - $2,281$ - 130X Inventories $6(6)$ $885,657$ 6 $649,244$ 5 1410 Prepayments $6(7)$ $280,697$ 2 $174,754$ 2 1XX Total current assets $70,796$ 1 $35,940$ - 11XX Total current assets $6(3)$ $7817,191$ 53 $6,944,855$ 51 1517 Non-current financial assets at fair $6(3)$ $774,684$ 5 - $75,848$ - <	1110	Financial assets at fair value through	6(2)				
682,472 5 $395,803$ 5 1150 Notes receivable, net $6(5)$ $61,663$ $15,669$ 1170 Accounts receivable, net $6(5)$ $947,234$ 6 $619,844$ 52 1180 Accounts receivable - related parties 7 $3,026$ $2,605$ 2.605 1200 Other receivables $49,983$ $56,952$ 117 130X Inventories $6(6)$ $885,657$ 6 $649,244$ 25 1410 Prepayments $6(7)$ $280,697$ 2 $174,754$ 22 1470 Other current assets $70,796$ 1 $35,940$ -5 11XX Total current assets $70,796$ 1 $35,940$ -5 11XX Total current assets $70,796$ 1 $35,940$ -5 1157 Non-current financial assets at fair $6(3)$ $74,684$ 5 -5 1150 Investments accounted for using $6(8)$ $-2,396$ $-1,900$ $-1,900$ 1255 Right-of-use assets		profit or loss - current		131,266	1	135,402	1
1150 Notes receivable, net $6(5)$ $61, 663$ $ 15, 669$ 1170 Accounts receivable, net $6(5)$ $947, 234$ 6 $619, 844$ 52 1180 Accounts receivable - related parties 7 $3, 026$ $2, 605$ 2 1200 Other receivables $49, 983$ $ 2, 281$ $-$ 1201 Current income tax assets $6(3)$ $ 2, 281$ $-$ 130X Inventories $6(6)$ $885, 657$ 6 $649, 244$ 25 1410 Prepayments $6(7)$ $280, 697$ 2 $174, 754$ 22 1470 Other current assets $70, 796$ 1 $35, 940$ $-$ 11XX Total current assets $70, 796$ 1 $35, 940$ $-$ 11XX Total current assets $6(3)$ $784, 895$ $ 25, 848$ $-$ 1535 Non-current financial assets at $6(4)$ $2, 396$ $ -$ 1550 Investments accounted for using equity method $2, 396$ $-$ </td <td>1136</td> <td>Current financial assets at amortised</td> <td>6(4) and 8</td> <td></td> <td></td> <td></td> <td></td>	1136	Current financial assets at amortised	6(4) and 8				
1170 Accounts receivable, net $6(5)$ $947,234$ 6 $619,844$ 56 1180 Accounts receivable - related parties 7 $3,026$ - $2,605$ - 1200 Other receivables $49,983$ - $2,605$ - 1200 Current income tax assets $6(31)$ - - $2,281$ - 130X Inventories $6(6)$ $885,657$ 6 $649,244$ - 1410 Prepayments $6(7)$ $280,697$ 2 $174,754$ - 1470 Other current assets $70,796$ 1 $35,940$ - - 11XX Total current assets $7,817,191$ 53 $6,944,855$ 58 Non-current financial assets at fair $6(3)$ $7,817,191$ 53 $6,944,855$ 58 1535 Non-current financial assets at fair $6(3)$ $7,74,684$ 5 - - 1535 Investments accounted for using $6(8)$ $2,396$ - $1,900$ - 1600 Property, plant and equipment		cost		682,472	5	395,803	3
1180 Accounts receivable - related parties 7 $3,026$ $2,605$ 1200 Other receivables $49,983$ $56,952$ 11 1200 Current income tax assets $6(31)$ $ 2,281$ $-$ 130X Inventories $6(6)$ $885,657$ 6 $649,244$ $56,952$ 11 1410 Prepayments $6(7)$ $280,697$ 2 $174,754$ 22 1470 Other current assets $70,796$ 1 $35,940$ $-$ 11XX Total current assets $7,817,191$ 53 $6,944,855$ 58 Non-current financial assets at fair $6(3)$ value through other comprehensive income $48,895$ $25,848$ $-$ 1535 Non-current financial assets at 6(4) $ -$ amotised cost $774,684$ 5 $ -$ 1550 Investments accounted for using $6(8)$ $ -$ 1600 Property, plant and equipment $6(9)$ $4,611,133$ <td< td=""><td>1150</td><td>Notes receivable, net</td><td>6(5)</td><td>61,663</td><td>-</td><td>15,669</td><td>-</td></td<>	1150	Notes receivable, net	6(5)	61,663	-	15,669	-
1200 Other receivables $49,983$. $56,952$ 1 1220 Current income tax assets $6(31)$. . $2,281$. 130X Inventories $6(6)$ $885,657$ 6 $649,244$. 1410 Prepayments $6(7)$ $280,697$ 2 $174,754$. 1470 Other current assets . $70,796$ 1 . $35,940$. 11XX Total current assets . $78,17,191$ 53 $6,944,855$ 58 Non-current financial assets at fair income $48,895$. $25,848$. 1535 Non-current financial assets at income $6(4)$. . . 1535 Non-current financial assets at equity method $2,396$. 1,900 . 1600 Property, plant and equipment $6(9)$ $4,611,133$ 32 $3,714,190$ 31 1755 Right-of-use assets $6(10)$ 100,984 1 113,026 . 1760 Investment property, net $6($	1170	Accounts receivable, net	6(5)	947,234	6	619,844	5
1220 Current income tax assets $6(31)$ - - $2,281$ - 130X Inventories $6(6)$ $885,657$ 6 $649,244$ 5 1410 Prepayments $6(7)$ $280,697$ 2 $174,754$ 2 1470 Other current assets $70,796$ 1 $35,940$ - 11XX Total current assets $70,796$ 1 $35,940$ - 11XX Total current assets $7,817,191$ 53 $6,944,855$ 58 Non-current financial assets at fair $6(3)$ value through other comprehensive income $48,895$ - $25,848$ - 1535 Non-current financial assets at $6(4)$ - - - amortised cost $774,684$ 5 - - - 1530 Investments accounted for using equity method $6(9)$ $4,611,133$ 32 $3,714,190$ 33 1755 Right-of-use assets $6(10)$ $100,984$ 1 $113,026$ 1 1760 Investment prop	1180	Accounts receivable - related parties	7	3,026	-	2,605	-
130X Inventories 6(6) $885,657$ 6 $649,244$ 4 1410 Prepayments $6(7)$ $280,697$ 2 $174,754$ 2 1470 Other current assets $70,796$ 1 $35,940$ - 11XX Total current assets $7,817,191$ 53 $6,944,855$ 58 Non-current financial assets at fair $6(3)$ value through other comprehensive $7,817,191$ 53 $6,944,855$ 58 1517 Non-current financial assets at 6(4) $amortised cost$ $774,684$ 5 $ -$ 1535 Non-current financial assets at 6(4) $amortised cost$ $774,684$ 5 $ -$ 1550 Investments accounted for using 6(8) $equity$ method $2,396$ $ 1,900$ $-$ 1600 Property, plant and equipment $6(9)$ $4,611,133$ 32 $3,714,190$ 33 1755 Right-of-use assets $6(10)$ $100,984$ 1 $113,026$ 11 1760 Investment property, net $6(11)$ $8,859$ $-$	1200	Other receivables		49,983	-	56,952	1
1410 Prepayments $6(7)$ $280,697$ 2 $174,754$ $27,796$ 1 $35,940$ $35,9,758$ $35,9,758$ $35,9$	1220	Current income tax assets	6(31)	-	-	2,281	-
1470 Other current assets $70,796$ 1 $35,940$ $$ 11XX Total current assets $7,817,191$ 53 $6,944,855$ 58 Non-current assets 1517 Non-current financial assets at fair of (3) value through other comprehensive $48,895$ $25,848$ $$ 1535 Non-current financial assets at of (4) $$ $$ amortised cost $774,684$ 5 $$ 1550 Investments accounted for using of (8) $$ $$ equity method $2,396$ $$ $113,026$ $$ 1755 Right-of-use assets $6(10)$ $100,984$ 1 $113,026$ $$ 1760 Investment property, net $6(12)$ $449,001$ 3 $22,239$ $$ 1780 Intangible assets $6(30)$ $29,289$ $$ $59,758$ $$ 1900 Other non-current assets $6(13)$ and 8 $$ $$ $$ $$ $$ $$ 1501 non-current assets $6(13)$ and	130X	Inventories	6(6)	885,657	6	649,244	5
11XX Total current assets $7,817,191$ 53 $6,944,855$ 58 Non-current assets $7,817,191$ 53 $6,944,855$ 58 Non-current sasets 1517 Non-current financial assets at fair $6(3)$ $6(3)$ $7,817,191$ 53 $6,944,855$ 58 1517 Non-current financial assets at fair $6(3)$ $6(3)$ $48,895$ $ 25,848$ $-$ 1535 Non-current financial assets at $6(4)$ $48,895$ $ 25,848$ $-$ 1535 Non-current financial assets at $6(4)$ $3774,684$ 5 $ -$ 1550 Investments accounted for using $6(8)$ $6(9)$ $4,611,133$ 32 $3,714,190$ 33 1755 Right-of-use assets $6(10)$ $100,984$ 1 $113,026$ 100 1760 Investment property, net $6(11)$ $8,859$ $ -$ 1780 Intangible assets $6(30)$ $29,289$ $ 59,758$ 113 1900 Other non-current assets $6(13)$ and 8 $868,608$	1410	Prepayments	6(7)	280,697	2	174,754	2
Non-current assets 1517 Non-current financial assets at fair 6(3) value through other comprehensive 6(3) income 48,895 - 25,848 1535 Non-current financial assets at 6(4) 6(4) - - amortised cost 774,684 5 - - 1550 Investments accounted for using 6(8) 6(8) - - equity method 2,396 - 1,900 - 1600 Property, plant and equipment 6(9) 4,611,133 32 3,714,190 32 1755 Right-of-use assets 6(10) 100,984 1 113,026 1 1760 Investment property, net 6(11) 8,859 - - - 1780 Intangible assets 6(12) 449,001 3 22,239 - 1840 Deferred income tax assets 6(30) 29,289 - 59,758 1 1900 Other non-current assets 6(13) and 8 868,608 6	1470	Other current assets		 70,796	1	 35,940	
1517 Non-current financial assets at fair 6(3) value through other comprehensive 48,895 - 25,848 - 1535 Non-current financial assets at 6(4) 6(4) - - - 1535 Non-current financial assets at 6(4) 774,684 5 - - 1550 Investments accounted for using 6(8) 6(8) - - - 1600 Property, plant and equipment 6(9) 4,611,133 32 3,714,190 32 1755 Right-of-use assets 6(10) 100,984 1 113,026 1 1760 Investment property, net 6(11) 8,859 - - - 1780 Intangible assets 6(12) 449,001 3 22,239 - 1840 Deferred income tax assets 6(30) 29,289 - 59,758 1 1900 Other non-current assets 6(13) and 8 868,608 6 1,083,042 4 15XX Total non-current assets 6(13) and 8 868,608 47 5,020,003 4	11XX	Total current assets		 7,817,191	53	 6,944,855	58
value through other comprehensive income 48,895 - 25,848 1535 Non-current financial assets at amortised cost 6(4) - - 1550 Investments accounted for using equity method 6(8) - - - 1600 Property, plant and equipment 6(9) 4,611,133 32 3,714,190 33 1755 Right-of-use assets 6(10) 100,984 1 113,026 1 1760 Investment property, net 6(11) 8,859 - - - 1780 Intangible assets 6(12) 449,001 3 22,239 - 1840 Deferred income tax assets 6(30) 29,289 - 59,758 1 1900 Other non-current assets 6(13) and 8 868,608 6 1,083,042 47 15XX Total non-current assets 6(30) 47 5,020,003 47		Non-current assets					
income 48,895 - 25,848 - 1535 Non-current financial assets at 6(4) amortised cost 6(4) - - - 1550 Investments accounted for using 6(8) equity method 6(8) - 1,900 - 1600 Property, plant and equipment 6(9) 4,611,133 32 3,714,190 32 1755 Right-of-use assets 6(10) 100,984 1 113,026 42 1760 Investment property, net 6(11) 8,859 - - - 1780 Intangible assets 6(12) 449,001 3 22,239 - 1840 Deferred income tax assets 6(30) 29,289 - 59,758 1 1900 Other non-current assets 6(13) and 8 868,608 6 1,083,042 42 15XX Total non-current assets 6(13) and 8 868,849 47 5,020,003 42	1517	Non-current financial assets at fair	6(3)				
1535 Non-current financial assets at 6(4) $6(4)$ $774,684$ 5 $ -$ 1550 Investments accounted for using 6(8) $6(8)$ $ 1,900$ $-$ 1600 Property, plant and equipment $6(9)$ $4,611,133$ 32 $3,714,190$ 33 1755 Right-of-use assets $6(10)$ $100,984$ 1 $113,026$ 11 1760 Investment property, net $6(11)$ $8,859$ $ -$ 1780 Intangible assets $6(30)$ $29,289$ $ 59,758$ 11 1900 Other non-current assets $6(13)$ and 8 $868,608$ 6 $1,083,042$ 6 15XX Total non-current assets $6(13)$ and 8 $868,608$ 6 $1,083,042$ 6		value through other comprehensive					
amortised cost 774,684 5 -		income		48,895	-	25,848	-
1550 Investments accounted for using equity method 6(8) 1600 Property, plant and equipment 6(9) 4,611,133 32 3,714,190 32 1755 Right-of-use assets 6(10) 100,984 1 113,026 1 1760 Investment property, net 6(11) 8,859 - - - 1780 Intangible assets 6(12) 449,001 3 22,239 - 1840 Deferred income tax assets 6(30) 29,289 - 59,758 1 1900 Other non-current assets 6(13) and 8 868,608 6 1,083,042 4 15XX Total non-current assets 6,893,849 47 5,020,003 44	1535	Non-current financial assets at	6(4)				
equity method 2,396 - 1,900 - 1600 Property, plant and equipment 6(9) 4,611,133 32 3,714,190 33 1755 Right-of-use assets 6(10) 100,984 1 113,026 14 1760 Investment property, net 6(11) 8,859 - - - 1780 Intangible assets 6(12) 449,001 3 22,239 - 1840 Deferred income tax assets 6(30) 29,289 - 59,758 14 1900 Other non-current assets 6(13) and 8 868,608 6 1,083,042 9 15XX Total non-current assets 6,893,849 47 5,020,003 44		amortised cost		774,684	5	-	-
1600 Property, plant and equipment 6(9) 4,611,133 32 3,714,190 33 1755 Right-of-use assets 6(10) 100,984 1 113,026 11 1760 Investment property, net 6(11) 8,859 - - - 1780 Intangible assets 6(12) 449,001 3 22,239 - 1840 Deferred income tax assets 6(30) 29,289 - 59,758 1 1900 Other non-current assets 6(13) and 8 868,608 6 1,083,042 9 15XX Total non-current assets 6,893,849 47 5,020,003 42	1550	Investments accounted for using	6(8)				
1755 Right-of-use assets 6(10) 100,984 1 113,026 1 1760 Investment property, net 6(11) 8,859 - - - 1780 Intangible assets 6(12) 449,001 3 22,239 - 1840 Deferred income tax assets 6(30) 29,289 - 59,758 1 1900 Other non-current assets 6(13) and 8 868,608 6 1,083,042 9 15XX Total non-current assets 6,893,849 47 5,020,003 42		equity method		2,396	-	1,900	-
1760 Investment property, net 6(11) 8,859 - - - 1780 Intangible assets 6(12) 449,001 3 22,239 - 1840 Deferred income tax assets 6(30) 29,289 - 59,758 1 1900 Other non-current assets 6(13) and 8 868,608 6 1,083,042 9 15XX Total non-current assets 6,893,849 47 5,020,003 42	1600	Property, plant and equipment	6(9)	4,611,133	32	3,714,190	31
1780 Intangible assets 6(12) 449,001 3 22,239 - 1840 Deferred income tax assets 6(30) 29,289 - 59,758 1 1900 Other non-current assets 6(13) and 8 868,608 6 1,083,042 9 15XX Total non-current assets 6,893,849 47 5,020,003 42	1755	Right-of-use assets	6(10)	100,984	1	113,026	1
1840 Deferred income tax assets 6(30) 29,289 - 59,758 1 1900 Other non-current assets 6(13) and 8 868,608 6 1,083,042 9 15XX Total non-current assets 6,893,849 47 5,020,003 42	1760	Investment property, net	6(11)	8,859	-	-	-
1900 Other non-current assets 6(13) and 8 868,608 6 1,083,042 9 15XX Total non-current assets 6,893,849 47 5,020,003 42	1780	Intangible assets	6(12)	449,001	3	22,239	-
15XX Total non-current assets 6,893,849 47 5,020,003 42	1840	Deferred income tax assets	6(30)	29,289	-	59,758	1
	1900	Other non-current assets	6(13) and 8	 868,608	6	 1,083,042	9
1XXX Total assets \$ 14,711,040 100 \$ 11,964,858 100	15XX	Total non-current assets		 6,893,849	47	 5,020,003	42
	1XXX	Total assets		\$ 14,711,040	100	\$ 11,964,858	100

(Continued)

<u>TCI CO., LTD. AND SUBSIDIARIES</u> <u>CONSOLIDATED BALANCE SHEETS</u> <u>DECEMBER 31, 2021 AND 2020</u> (Expressed in thousands of New Taiwan dollars)

				December 31, 2021		December 31, 2020	
	Liabilities and Equity	Notes		AMOUNT	%	AMOUNT	%
	Current liabilities						
2100	Short-term borrowings	6(14)	\$	1,448,238	10	\$ 1,076,334	9
2130	Current contract liabilities	6(24)		491,139	3	653,708	5
2150	Notes payable			2,985	-	1,944	-
2170	Accounts payable			857,019	6	728,508	6
2180	Accounts payable - related parties	7		7,362	-	12,309	-
2200	Other payables	6(15)		1,007,686	7	855,157	7
2220	Other payables - related parties	7		8	-	-	-
2230	Current income tax liabilities	6(31)		496,580	3	456,175	4
2280	Current lease liabilities			36,932	-	30,635	-
2320	Long-term liabilities, current portion	6(16)		-	-	434,268	4
2399	Other current liabilities, others			98,602	1	56,458	1
21XX	Total current liabilities			4,446,551	30	4,305,496	36
	Non-current liabilities						
2540	Long-term borrowings	6(18)		967,510	7	3,980	-
2570	Deferred income tax liabilities	6(31)		5,183	-	441	-
2580	Non-current lease liabilities			37,898	-	54,666	1
2600	Other non-current liabilities			11,902	-	11,872	-
25XX	Total non-current liabilities			1,022,493	7	70,959	1
2XXX	Total liabilities			5,469,044	37	4,376,455	37
	Equity attributable to owners of						
	parent						
	Share capital	6(20)					
3110	Share capital - common stock			1,182,449	8	1,182,202	10
	Capital surplus	6(21)					
3200	Capital surplus			2,647,254	18	2,618,432	21
	Retained earnings	6(22)					
3310	Legal reserve			744,681	5	598,016	5
3320	Special reserve			244,700	2	325,709	3
3350	Unappropriated retained earnings			3,698,477	25	3,259,603	27
	Other equity interest	6(23)					
3400	Other equity interest		(282,347) (2) ((257,069) (2)
3500	Treasury shares	6(20)	(118,787) (1)(2)
31XX	Equity attributable to owners of						
	the parent			8,116,427	55	7,500,036	62
36XX	Non-controlling interest			1,125,569	8	88,367	1
3XXX	Total equity			9,241,996	63	7,588,403	63
	Significant contingent liabilities and	9		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,			
	unrecognised contract commitments	-					
	Significant events after the balance	11					
	sheet date						
3X2X	Total liabilities and equity		\$	14,711,040	100	\$ 11,964,858	100
<i>2112/</i> 1	- ven montes and equity		Ψ	11,/11,040	100	Ψ 11,707,050	100

The accompanying notes are an integral part of these consolidated financial statements.

<u>TCI CO., LTD. AND SUBSIDIARIES</u> <u>CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME</u> <u>YEARS ENDED DECEMBER 31, 2021 AND 2020</u> (Expressed in thousands of New Taiwan dollars, except earnings per share amount)

Year ended December 31 2021 2020 AMOUNT % AMOUNT % Items Notes 4000 Sales revenue 6(24) \$ 100 \$ 100 8,580,103 8,223,851 5000 Operating costs 6(6)(17)(29)(30) (4,855,271)(57)(4,634,123) (56) 5900 3,724,832 Net operating margin 43 3,589,728 44 Operating expenses 6(6)(9)(10) 6100 Selling expenses 840,033)(10)(504,761)(6) (6200 General and administrative expenses (589,206)(7)(591,352)(7) 6300 Research and development expenses 572,395)(6)(497,208) (6) (6450 Expected credit impairment loss 6,659 21,398 _ -6000 Total operating expenses 1,994,975)(23)(1,571,923) (19) 6900 Operating profit 1,729,857 20 2,017,805 25 Non-operating income and expenses 7100 Interest income 6(25) 79,986 74,914 1 1 7010 Other income 6(26) 73,465 1 118,223 1 7020 Other gains and losses 6(27) 143,685 2 852 7050 Finance costs 6(28) (23,578) - (13,573) 7060 Share of profit of associates and 6(8) joint ventures accounted for using equity method 6,036 7000 Total non-operating income and expenses 279,594 4 180,416 2 24 27 7900 **Profit before income tax** 2,009,451 2,198,221 7950 6(31) Income tax expense 393,450) (345,483) (5)(4) 8200 Profit for the year \$ 1,616,001 19 \$ 1,852,738 23

(Continued)

<u>TCI CO., LTD. AND SUBSIDIARIES</u> <u>CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME</u> <u>YEARS ENDED DECEMBER 31, 2021 AND 2020</u> (Expressed in thousands of New Taiwan dollars, except earnings per share amount)

					r ended I	Dece		
	the year Profit attributable to: Owners of the parent Non-controlling interest			2021	0/		2020	0/
		Notes		AMOUNT	%		AMOUNT	%
	-							
	-							
	-							
	-							
0211								
8311			¢	260		¢		
0216	-	((2)(10)	\$	269	-	\$	-	-
8316		6(2)(19)						
	-			15 000				
	-			17,880	-		-	-
8361		6(23)						
			(50,205)(1)		81,004	1
8300								
	income for the year		(<u></u>	32,056)(1)	\$	81,004	1
8500	Total comprehensive income for							
	the year		\$	1,583,945	18	\$	1,933,742	24
	Profit attributable to:							
8610	Owners of the parent		\$	1,545,758	18	\$	1,838,792	23
8620	Non-controlling interest			70,243	1		13,946	
			\$	1,616,001	19	\$	1,852,738	23
	Comprehensive income attributable							
	to:							
8710	Owners of the parent		\$	1,508,172	17	\$	1,919,801	24
8720	Non-controlling interest			75,773	1		13,941	-
			\$	1,583,945	18	\$	1,933,742	24
		6(32)						
9750	· · · · · · · · · · · · · · · · · · ·		\$		13.17	\$		15.69
9850			\$		13.09	<u>\$</u>		15.37
9030	The accompanying no		<u> </u>			_		13.37

The accompanying notes are an integral part of these consolidated financial statements.

TCI CO., LTD. AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY YEARS ENDED DECEMBER 31, 2021 AND 2020 (Expressed in thousands of New Taiwan dollars)

						Equity attributable	to owners of the p	arent					
					Retained Earnin	igs		Other equity intere	st				
	Notes	Share capital - common stock	Capital surplus, additional paid-in capital	Legal reserve	Special reserve	Unappropriated retained earnings	Financial statements translation differences of foreign operations	Unrealised gains (losses) from financial assets measured at fair value through other comprehensive income	Other equity - others	Treasury shares	Total	Non- controlling interest	Total equity
For the year ended December 31, 2020													
Balance at January 1, 2020		\$ 1,196,172	\$ 2,600,733	\$ 396,403	\$ 168,346	\$ 3,192,547	(\$ 314,133)	(\$ 11,576)	(\$ 95,417)	\$ -	\$ 7,133,075	\$ 74,426	\$ 7,207,501
Profit for the year		-	-	-	-	1,838,792	-	-	-	-	1,838,792	13,946	1,852,738
Other comprehensive income (loss) for the year	6(23)	-	-	-	-	-	81,009	-	-	-	81,009	(5)	81,004
Total comprehensive income	6(21)	-	-	-	-	1,838,792	81,009	-	-	-	1,919,801	13,941	1,933,742
Appropriations of 2019 earnings													
Legal reserve		-	-	201,613	-	(201,613)	-	-		-	-	-	-
Special reserve		-	-	-	157,363	(157,363)	-	-	-	-	-	-	-
Cash dividends		-	-	-	-	(1,040,622)	-	-	-	-	(1,040,622)	-	(1,040,622)
Exercise of employee stock purchase plans		6,250	29,856	-	-	-	-	-	-	-	36,106	-	36,106
Share-based payments	6(19)(23)	-	33,743	-	-	-	-	-	83,048	-	116,791	-	116,791
Proceeds from capital reduction of restricted stocks to employees		(220)	-	-	-	-	-	-	-	-	(220)		(220)
Purchase of treasury shares	6(20)	-	-	-	-	-	-	-	-	(664,895)	(664,895)	-	(664,895)
Retirement of treasury shares		(20,000)	(45,900)	-	-	(372,138)	-	-		438,038	-	-	-
Balance at December 31, 2020		\$ 1,182,202	\$ 2,618,432	\$ 598,016	\$ 325,709	\$ 3,259,603	(\$ 233,124)	(\$ 11,576)	(\$ 12,369)	(\$ 226,857)	\$ 7,500,036	\$ 88,367	\$ 7,588,403

(Continued)

TCI CO., LTD. AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY YEARS ENDED DECEMBER 31, 2021 AND 2020 (Expressed in thousands of New Taiwan dollars)

		Equity attributable to owners of the parent											
			Retained Earnings				Other equity interest						
	Notes	Share capital - common stock	Capital surplus, additional paid-in capital	Legal reserve	Special reserve	Unappropriated retained earnings	Financial statements translation differences of foreign operations	Unrealised gains (losses) from financial assets measured at fair value through other comprehensive income	Other equity - others	Treasury shares	Total	Non- controlling interest	Total equity
For the year ended December 31, 2021													
Balance at January 1, 2021		\$ 1,182,202	\$ 2,618,432	\$ 598,016	\$ 325,709	\$ 3,259,603	(\$ 233,124)	(\$ 11,576)	(\$ 12,369)	(\$ 226,857)	\$ 7,500,036	\$ 88,367	\$ 7,588,403
Profit for the year		<u>+ ,</u>	+ -,,	-	-	1,545,758	(<u>+</u> ,	(((1,545,758	70,243	1,616,001
Other comprehensive income (loss) for the year	6(23)	-	-	-	-	61	(50,205)	12,558			(37,586)	5,530	(32,056)
Total comprehensive income (loss)	6(21)	-	-	-		1,545,819	(50,205)	12,558		-	1,508,172	75,773	1,583,945
Appropriations of 2020 earnings	× /												
Legal reserve		-	-	146,665	-	(146,665)	-	-	-	-	-	-	-
Reversal of special reserve		-	-	-	(81,009)	81,009	-	-	-	-	-	-	-
Cash dividends		-	-	-	-	(1,040,756)	-	-	-	-	(1,040,756)	-	(1,040,756)
Exercise of employee stock purchase plans		280	1,367	-	-	-	-	-	-	-	1,647	-	1,647
Share-based payments and employee restricted shares		(40)	-	-	-	-	-	-	-	-	(40)	-	(40)
Conversion of convertible bonds into shares	6(16)	7	193	-	-	-	-		-	-	200	-	200
Share-based payments	6(19)(23)	-	18,385	-	-	-	-	-	12,369	-	30,754	-	30,754
Changes in equity of associates and joint ventures		-	8,243	-	-	-	-	-	-	-	8,243	-	8,243
Changes in non-controlling interests		-	-	-	-	-	-	-	-	-	-	960,896	960,896
Exercise of employee stock purchase plans		-	366	-	-	-	-	-	-	-	366	-	366
Treasury stock transferred to employees		-	268	-	-	-	-	-	-	108,070	108,338	-	108,338
Adjustment to non-proportional investment		-	-	-	-	(533)	-	-	-	-	(533_)	533	-
Balance at December 31, 2021												1 105 5	
		\$ 1,182,449	\$ 2,647,254	\$ 744,681	\$ 244,700	\$ 3,698,477	(\$ 283,329)	\$ 982	s -	(\$ 118,787)	\$ 8,116,427	1,125,56	\$ 9,241,996
		+ 1,102,110	+ =,==,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	+,001	+ =,700	+ =,=>0,17	(+ ====,===)	÷ ,02	-	(+ 110,707)	+ -,-10,127		+ ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,

The accompanying notes are an integral part of these consolidated financial statements.

TCI CO., LTD. AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF CASH FLOWS YEARS ENDED DECEMBER 31, 2021 AND 2020 (Expressed in thousands of New Taiwan dollars)

			Year ended December 31		
	Notes		2021		2020
CASH FLOWS FROM OPERATING ACTIVITIES					
Profit before tax		\$	2,009,451	\$	2,198,221
Adjustments			, ,		, ,
Adjustments to reconcile profit (loss)					
Depreciation	6(9)(10)(11)(29)		451,088		320,315
Amortisation	6(29)		12,045		16,908
Expected credit impairment loss	12(2)	(6,659)	(21,398)
Net gain on financial assets at fair value through	6(2)(27)				
profit or loss		(37,552)	(509)
Gain on disposal of property, plant and equipment	6(27)		5,060		222
Gain on disposal of investments	6(27)	(116,877)		
Interest income	6(25)	(79,986)	(74,914)
Dividend income	6(26)	(3,546)		149)
Interest expense	6(28)		23,578	`	13,573
Compensation cost arising from employee stock	6(19)(30)		20,070		10,070
options	0(1)(00)		46,261		116,791
Gains arising from lease modifications	6(10)(27)	(44)	(42)
Share of profit of associates and joint ventures	6(8)	(++)	(72)
accounted for under the equity method	0(0)	(6,036)		_
Changes in operating assets and liabilities		(0,050)		
Changes in operating assets					
Notes receivable		(11,305)	(9,829)
Accounts receivable		(249,410)	C	3,107
Accounts receivable - related parties		(9,165	(995)
Other receivables			20,668	(38,452)
Inventories		(138,527)	C	435,079
Prepayments		(93,715)		435,079 98,312
Other current assets		((
		(30,177)	(5,968)
Changes in operating liabilities Contract liabilities - current		(1(0,(7())		72 010
		(169,676)	(73,919
Notes payable			1,041	(1,171)
Accounts payable		,	84,677	(192,361)
Accounts payable - related parties		(4,947)	(16,969)
Other payables			87,598	(147,374)
Other payables - related parties			8		-
Other current liabilities			41,935		19,387
Cash inflow generated from operations			1,844,118		2,785,703
Interest received			79,986		74,914
Dividends received			3,546		149
Interest paid		(21,467)	(9,557)
Income tax paid		(326,328)	()	154,443)
Net cash flows from operating activities			1,579,855		2,696,766

(Continued)

TCI CO., LTD. AND SUBSIDIARIES <u>CONSOLIDATED STATEMENTS OF CASH FLOWS</u> <u>YEARS ENDED DECEMBER 31, 2021 AND 2020</u> (Expressed in thousands of New Taiwan dollars)

			Year ended December 31			
	Notes		2021		2020	
CASH FLOWS FROM INVESTING ACTIVITIES						
Acquisition of non-current financial assets at fair value						
through other comprehensive income		(\$	2,335)	\$	-	
Acquisition of property, plant and equipment	6(34)	(184,379)	(119,394)	
Proceeds from disposal of property, plant and equipment			10,384		416	
Decrease (increase) in refundable deposits	6(13)		47	(5,389)	
Acquisition of intangible assets		(3,717)	(7,948)	
Decrease (increase) in other non-current assets			3,000	(15,004)	
Acquisition of financial assets at fair value through profit						
or loss		(124,789)	(134,893)	
Proceeds from disposal of financial assets at fair value			, ,		, ,	
through profit or loss			6,113		-	
(Increase) decrease in financial assets at amortised cost		(1,020,566)		37,687	
Increase in prepayments for purchase of equipment		(508,955)	(697,554)	
Net cash outflow on acquisitions of subsidiaries	6(33)	(162,109)		-	
Increase in investment accounted for using equity method			-	(1,900)	
Net cash flows used in investing activities		(1,987,306)	(943,979)	
CASH FLOWS FROM FINANCING ACTIVITIES		`	<u> </u>	`	,	
Proceeds from short-term borrowings			4,795,121		3,987,970	
Repayments of short-term borrowings		(4,423,217)	(3,115,909)	
Repayment of bonds		(435,200)		-	
Proceeds from long-term borrowings			963,530		3,980	
Lease liabilities paid	6(10)	(39,693)	(39,104)	
(Decrease) increase in guarantee deposits		(89)		194	
Cash dividends paid		(1,040,756)	(1,040,622)	
Employee stock options exercised			1,647		36,106	
Unvested redeemed stocks from restricted stocks to	6(20)					
employees		(40)	(220)	
Payments due to disgorgement			366		-	
Payments to acquire treasury shares	6(20)		-	(664,895)	
Treasury stock transferred to employees			108,338		-	
Proceeds from capital increase of non-controlling interests			307,290		-	
Net cash flows from (used in) financing activities			237,297	(832,500)	
Effects due to changes in exchange rate			18,190		87,880	
Net (decrease) increase in cash and cash equivalents		(151,964)		1,008,167	
Cash and cash equivalents at beginning of year	6(1)		4,856,361		3,848,194	
Cash and cash equivalents at end of year	6(1)	\$	4,704,397	\$	4,856,361	
1 5		- 1	, - · , ,		, ,	

The accompanying notes are an integral part of these consolidated financial statements.



Item	Amount
Unappropriated Retained Earnings of Previous Years	2,153,191,242
Plus: Net Income of 2021	1,545,756,256
Plus: Adjustment to Retained Earnings of 2021	(470,987)
Less: 10% Legal Reserve	(154,528,527)
Plus: Reversal of Appropriated Retained Earnings	(37,647,001)
Earnings Available for Distribution	3,506,300,983
Distribution Item:	
Stock Dividends to Common Shareholders (NT\$/share)	
Cash Dividends to Common Shareholders (NT\$8.88 per share)	(1,050,014,090)

Unappropriated Retained Earnings

2,456,286,893

Unit: NT\$

Chairman: Yung-Hsiang Lin



CEO: Yung-Hsiang Lin Accounting Manager: Chen-Chen Fu





Comparison Table of the Amended Provisions of the Integrity Procedures and Conduct Guidelines

After amendment	Before amendment	Reason for amendment
Article 5:	Article 5:	In accordance with the
The Company designates the	The Company designates the Internal	requirements of the
President Office as the dedicated unit	Audit Unit as the dedicated unit	Corporate Governance
(hereinafter referred to as the	(hereinafter referred to as the	Code, the responsible
dedicated unit of the Company) to	dedicated unit of the Company) to	unit is amended.
handle the revision, implementation,	handle the revision, implementation,	
explanation, consultation service and	explanation, consultation service and	
notification content registration and	notification content registration and	
filing of these operating procedures	filing of these operating procedures	
and conduct guidelines and to	and conduct guidelines and to	
supervise the implementation of the	supervise the implementation of the	
following main duties, and shall	following main duties, and shall	
report to the Board of Directors on a	report to the Board of Directors on a	
regular basis: The following is	regular basis: The following is	
omitted	omitted.	
This guide was established on March	This guide was established on March	
5, 2013.	5, 2013.	
The first amendment was made on	The first amendment was made on	
March 10, 2015.	March 10, 2015.	
The second revision was made on	The second revision was made on	
April 30, 2020.	April 30, 2020.	
The third revision was made on	The third revision was made on	New amendment
March 22, 2022.	March 22, 2022.	

Comparison of Amended Provisions of the Code of Business Conduct with Integrity

After amendment	Before amendment	Reason for amendment
Article 17	Article 17	In accordance with the
Organization and Responsibility	Organization and Responsibility	requirements of the
The directors, managers, employees,	The directors, managers, employees,	Corporate Governance
appointees and persons in effective	appointees and persons in effective	Code, the responsible
control of the Company shall	control of the Company shall	unit is amended.
exercise due care and diligence in	exercise due care and diligence in	
supervising the Company to prevent	supervising the Company to prevent	
dishonest acts, and shall review the	dishonest acts, and shall review the	
effectiveness of their implementation	effectiveness of their implementation	
at any time and make continuous	at any time and make continuous	
improvements to ensure the	improvements to ensure the	
implementation of the policy of	implementation of the policy of	
honest management. In order to	honest management. In order to	
improve the management of the	improve the management of the	
Company's integrity management,	Company's integrity management,	
the President Office of the	the Internal Audit Unit of the	
Company is responsible for the	Company is responsible for the	
formulation and supervision of the	formulation and supervision of the	
implementation of integrity	implementation of integrity	
management policies and prevention	management policies and prevention	
programs, and is mainly responsible	programs, and is mainly responsible	
for the following matters, which are	for the following matters, which are	
regularly reported to the Board of	regularly reported to the Board of	
Directors:	Directors:	
Article 27 Implementation	Article 27 Implementation	New amendment
The Company's Code of Conduct on	The Company's Code of Conduct on	
Integrity was approved by the Board	Integrity was approved by the Board	
of Directors and implemented, and	of Directors and implemented, and	
submitted to the shareholders'	submitted to the shareholders'	
meeting and amended as well.	meeting and amended as well.	
When the Company submits the	When the Company submits the	
Code of Business Conduct with	Code of Business Conduct with	
Integrity to the Board of Directors	Integrity to the Board of Directors	
for discussion in accordance with the	for discussion in accordance with the	
preceding paragraph, the Company	preceding paragraph, the Company	
shall give due consideration to the	shall give due consideration to the	
views of each independent director	views of each independent director	
and shall state in the minutes of the	and shall state in the minutes of the	

After amendment	Before amendment	Reason for amendment
Board of Directors' meeting any	Board of Directors' meeting any	
objection or reservation. If an	objection or reservation. If an	
independent director is unable to	independent director is unable to	
attend the Board of Directors'	attend the Board of Directors'	
meeting in person to express his or	meeting in person to express his or	
her objection or reservation, he or	her objection or reservation, he or	
she shall, unless there is a valid	she shall, unless there is a valid	
reason, issue a written opinion in	reason, issue a written opinion in	
advance and state it in the minutes of	advance and state it in the minutes of	
the Board of Directors' meeting.	the Board of Directors' meeting.	
This Code was established on March	This Code was established on March	
5, 2013.	5, 2013.	
The first amendment was made on	The first amendment was made on	
March 10, 2015.	March 10, 2015.	
The second amendment was made on	The second amendment was made on	
April 30, 2020.	April 30, 2020.	
The third amendment was made on		
March 22, 2022.		

Table for Comparison of Amendments to the Articles of the Code ofEthical Conduct for Directors and Managers

Content after amendment	Content before amendment	Reason for amendment
2. Content of coverage	2. Content of coverage	With reference to Article
The code of ethical conduct	The code of ethical conduct	23 of the Ethical
established by each listed	established by each listed	Corporate Management
company, taking into account its	company, taking into account its	Best Practice Principles
individual situation and needs,	individual situation and needs,	for TWSE/GTSM Listed
should include at least the	should include at least the	Companies, which
following eight items:	following eight items:	allows anonymous
(1) Prevention of Conflicts of	(1) Prevention of Conflicts of	reporting, amend the
Interest:	Interest:	relevant wording
A conflict of interest arises	A conflict of interest arises	6
when personal interests	when personal interests	
interfere or may interfere with	interfere or may interfere with	
the interests of the Company as	the interests of the Company as	
a whole, for example, when a	a whole, for example, when a	
director, supervisor or manager	director, supervisor or manager	
of the Company is unable to	of the Company is unable to	
conduct his or her official	conduct his or her official	
business in an objective and	business in an objective and	
efficient manner, or when his	efficient manner, or when his	
or her position with the	or her position with the	
Company results in improper	Company results in improper	
benefits to himself or herself,	benefits to himself or herself,	
his or her spouse, or his or her	his or her spouse, <u>parents,</u>	
relatives within the second	children or relatives within the	
degree of consanguinity. The	second degree of	
Company shall pay special	consanguinity. The Company	
attention to the lending of	shall pay special attention to	
funds to or provision of	the lending of funds to or	
guarantees for affiliates of the	provision of guarantees for	
aforementioned persons,	affiliates of the aforementioned	
significant asset transactions,	persons, significant asset	
and import (sales) transactions.	transactions, and import (sales)	
The Company shall establish a	transactions. The Company	
policy to prevent conflicts of	shall establish a policy to	
interest and provide	prevent conflicts of interest and	
appropriate channels for	provide appropriate channels	
directors, supervisors or	for directors, supervisors or	
managers to proactively	managers to proactively	

Content after amendment	Content before amendment	Reason for amendment
disclose any potential conflicts	disclose any potential conflicts	
of interest with the Company.	of interest with the Company.	
(2) to (6) (omitted)	(2) to (6) (omitted)	
(7) Encourage reporting of any	(7) Encourage reporting of any	
illegal or unethical behavior:	illegal or unethical behavior:	
The Company shall reinforce	The Company shall reinforce	
the promotion of ethical	the promotion of ethical	
concepts within the Company	concepts within the Company	
and encourage employees to	and encourage employees to	
report to supervisors,	report to supervisors,	
managers, internal auditors or	managers, internal auditors or	
other appropriate personnel	other appropriate personnel	
when they suspect or discover	when they suspect or discover	
violations of laws, regulations	violations of laws, regulations	
or ethical standards of conduct.	or ethical codes of conduct. To	
To encourage employees to	encourage employees to report	
report violations, the Company	violations, the Company shall	
shall establish a specific	establish a specific reporting	
reporting system that allows	system and let employees	
anonymous reporting and let	know that the Company will	
employees know that the	make every effort to protect the	
Company will make every	reporter from retaliation.	
effort to protect the		
whistleblower from retaliation.		

Attachment 8

TCI Co., Ltd. Table for Comparison of Amendments to the Articles of Incorporation with the Current Version

Amended Article	Present Article	Legal Sources of the Amendment (or Explanation)
Article 2:	Article 2:	To meet the operational
The scope of business of the Company	The scope of business of the Company	needs of the Company
shall be as follows:	shall be as follows:	
1.C104010 Sugar Confectionery and	1.C104010 Sugar Confectionery and	
Bakery Product	Bakery Product	
Manufacturing	Manufacturing	
2.C110010 Beverage Manufacturing	2.C110010 Beverage Manufacturing	
3.C199990 Other Food Manufacturing	3.C199990 Other Food Manufacturing	
Not Elsewhere Classified	Not Elsewhere Classified	
4.C307010 Apparel, Clothing	4.C307010 Apparel, Clothing	
Accessories and Other	Accessories and Other	
Textile Product	Textile Product	
Manufacturing	Manufacturing	
5.C802100 Cosmetics Manufacturing	5.C802100 Cosmetics Manufacturing	
6.CH01040 Toys Manufacturing	6.CH01040 Toys Manufacturing	
7.CN01010 Furniture and Fixtures	7. CN01010 Furniture and Fixtures	
Manufacturing	Manufacturing	
8.F102040 Wholesale of Nonalcoholic	8.F102040 Wholesale of Nonalcoholic	
Beverages	Beverages	
9.F102170 Wholesale of Food and	9.F102170 Wholesale of Food and	
Grocery	Grocery	
10. F108040 Wholesale of Cosmetics	10. F108040 Wholesale of Cosmetics	
11. F203010 Retail sale of Food and	11. F203010 Retail sale of Food and	
Grocery	Grocery	
12. F208040 Retail Sale of Cosmetics	12. F208040 Retail Sale of Cosmetics	
13. F401010 International Trade	13. F401010 International Trade	
14. F113010 Wholesale of Machinery	14. F113010 Wholesale of Machinery	
15. F213080 Retail Sale of Machinery	15. F213080 Retail Sale of Machinery	
and Equipment	and Equipment	
16. F113990 Wholesale of Other	16. F113990 Wholesale of Other	
Machinery and Equipment	Machinery and Equipment	
17. F213990 Retail Sale of Other	17. F213990 Retail Sale of Other	
Machinery and Equipment	Machinery and Equipment	
18. CE01990 Other Photographic and	18. CE01990 Other Photographic and	
Optical Instruments	Optical Instruments	
Manufacturing	Manufacturing	

Amended Article		Present Article	Legal Sources of the Amendment (or Explanation)
19. F113030 Wholesale of Precision	19. F113030	Wholesale of Precision	
Instruments		Instruments	
20. F213040 Retail Sale of Precision	20. F213040	Retail Sale of Precision	
21. CE01010 Precision Instruments	21. CE01010	Precision Instruments	
Manufacturing		Manufacturing	
22. E601010 Electric Appliance	22. CF01011	Medical Materials and	
Construction		Equipment Manufacturing	
23. IG03010 Energy Technical Services	23. F108031	Wholesale of Drugs,	
24. D101060 Self-usage power		Medical Goods	
generation equipment	24. F208031	Retail sale of Medical	
utilizing renewable energy		Equipments	
industry			
25. A101011 Seedling	25. A101011	e	
26. A101020 Food Crops	26. A101020	Food Crops	
27. A101030 Special Crops	27. A101030	Special Crops	
28. A101040 Edible Fungus and Algae	28. A101040	Edible Fungus and Algae	
29. A102050 Crops Cultivation	29. A102050	Crops Cultivation	
30. A102060 Grain Commerce	30. A102060	Grain Commerce	
31. A201010 Deforestation	31. A201010	Deforestation	
32. A301030 Aquaculture	32. A301030	Aquaculture	
33. C201010 Prepared Animal Feeds	33. C201010	Prepared Animal Feeds	
Manufacturing		Manufacturing	
34. C201020 Pet Food Processing	34. C201020	Pet Food Processing	
35. C801110 Fertilizer Manufacturing	35. C801110	Fertilizer Manufacturing	
36. F101050 Wholesale of Aquatic	36. F101050	Wholesale of Aquatic	
Products		Products	
37. F101990 Wholesale of Other	37. F101990	Wholesale of Other	
Agricultural, Husbandry		Agricultural, Husbandry	
and Aquatic Products		and Aquatic Products	
38. F103010 Wholesale of Animal	38. F103010	Wholesale of Animal	
Feeds		Feeds	
39. F106060 Wholesale of Pet Food and	39. F106060	Wholesale of Pet Food and	
Appliances		Appliances	
40. F107050 Wholesale of Manure		Wholesale of Manure	
41. F201010 Retail Sale of Agricultural	41. F201010	Retail Sale of Agricultural	
Products		Products	
42. F201030 Retail Sale of Aquatic	42. F201030	Retail Sale of Aquatic	
Products		Products	
43. F201990 Retail Sale of Other	43. F201990	Retail Sale of Other	
Agricultural, Husbandry		Agricultural, Husbandry	
and Aquatic Products		and Aquatic Products	
44. F202010 Retail Sale of Animal	44. F202010	Retail Sale of Animal	

Amended Article	Present Article	Legal Sources of the Amendment (or Explanation)
Feeds	Feeds	
45. F206050 Retail of Pet Food and	45. F206050 Retail of Pet Food and	
Appliances	Appliances	
46. F207050 Retail Sale of Manure	46. F207050 Retail Sale of Manure	
47. J101020 Pathogen Controlling	47. J101020 Pathogen Controlling	
Services	Services	
48. ZZ99999 All business items that are	48. ZZ999999 All business items that are	
not prohibited or restricted	not prohibited or restricted	
by law, except those that	by law, except those that	
are subject to special	are subject to special	
approval	approval	
Article 18-1	Article 18-1	The amendment is
When allocating the earnings for each	When allocating the earnings for each	applied to conform to
fiscal year if there is earnings after the	fiscal year if there is earnings after the	legal regulations.
annual final accounts, the Company	annual final accounts, the Company	logui regulations.
shall first offset its losses in previous	shall first offset its losses in previous	
years and set aside relevant taxes a legal	years and set aside relevant taxes a legal	
capital reserve at 10% of the earnings	capital reserve at 10% of the earnings	
left over, until the accumulated legal	left over, until the accumulated legal	
capital reserve has equaled the <u>paid-in</u>	capital reserve has equaled the total	
<u>capital</u> total capital of the Company; If	capital of the Company; If there is still	
there is still balance of earning, together	balance of earning, together with the	
with the undistributed earnings	undistributed earnings (including	
(including adjusted undistributed	adjusted undistributed earnings) to	
earnings) to calculate earnings	calculate earnings distributable and the	
distributable and the Board of Directors	Board of Directors shall prepare	
shall prepare Earnings Distribution	Earnings Distribution Proposal for	
Proposal for resolution of Shareholders'	resolution of Shareholders' Meetingand	
Meeting and distribute it after the	distribute it after the Resolution of	
Resolution of Shareholders' Meeting.	Shareholders' Meeting.	
In accordance with Article 240 of the	In accordance with Article 240 of the	
Company Act, the Company may	Company Act, the Company may	
authorize the distributable dividends and	authorize the distributable dividends and	
bonuses, or legal reserve and capital	bonuses, or legal reserve and capital	
reserve, as stipulated in Article 241 of	reserve, as stipulated in Article 241 of	
the Company Act, in whole or in part	the Company Act, in whole or in part	
may be paid in cash after a resolution	may be paid in cash after a resolution	
has been adopted by a majority vote at a	has been adopted by a majority vote at a	
meeting of the board of directors	meeting of the board of directors	
attended by two-thirds of the total	attended by two-thirds of the total	
number of directors; and in addition,	number of directors; and in addition,	

Amended Article	Present Article	Legal Sources of the Amendment (or Explanation)
thereto a report of such distribution shall	thereto a report of such distribution shall	
be submitted to the shareholders'	be submitted to the shareholders'	
meeting. The provisions of the preceding	meeting. The provisions of the preceding	
paragraph that shall be resolved by the	paragraph that shall be resolved by the	
shareholders' meeting are not applicable.	shareholders' meeting are not applicable.	
Article 20	Article 20	Date of new
These Articles of Incorporation were	These Articles of Incorporation were	amendments
-	-	amenuments
constituted on August 8, 1980 and	constituted on August 8, 1980 and	
The first amendment on August 16, 1981;	The first amendment on August 16, 1981;	
The second amendment on April 20, 1983;	The second amendment on April 20, 1983;	
The third amendment on April 24, 1989;	The third amendment on April 24, 1989;	
The fourth amendment on October 6, 1989;	The fourth amendment on October 6, 1989;	
The fifth amendment on March 13, 1990;	The fifth amendment on March 13, 1990;	
The sixth amendment on May 1, 1991;	The sixth amendment on May 1, 1991;	
The seventh amendment on May 10, 1993;	The seventh amendment on May 10, 1993;	
The eighth amendment on November 21,	The eighth amendment on November 21,	
1993;	1993;	
The ninth amendment on May 27, 1997;	The ninth amendment on May 27, 1997;	
The tenth amendment on November 6,	The tenth amendment on November 6,	
1997;	1997;	
The eleventh amendment on June 14,	The eleventh amendment on June 14,	
2001;	2001;	
The twelfth amendment on November 1,	The twelfth amendment on November 1,	
2002;	2002;	
The thirteenth amendment on March 19,	The thirteenth amendment on March 19,	
2004;	2004;	
The fourteenth amendment on April 13,	The fourteenth amendment on April 13,	
2005;	2005;	
The fifteenth amendment on July 25, 2006;	The fifteenth amendment on July 25, 2006;	
The sixteenth amendment on May 10,	The sixteenth amendment on May 10,	
2010;	2010;	
The seventeenth amendment on May 14,	The seventeenth amendment on May 14,	
2010;	2010;	
The eighteenth amendment on June 17,	The eighteenth amendment on June 17,	
2011;	2011;	
The nineteenth amendment on March	The nineteenth amendment on March	
16, 2012;	16, 2012;	
The twentieth amendment on June 29,	The twentieth amendment on June 29,	
2012;	2012;	
The twenty-first amendment on May 30,	The twenty-first amendment on May 30,	
2014;	2014;	
The twenty-second amendment on October	The twenty-second amendment on October	

Amended Article	Present Article	Legal Sources of the Amendment (or Explanation)
6, 2014;	6, 2014;	
The twenty-third amendment on May 29,	The twenty-third amendment on May 29,	
2015;	2015;	
The twenty-fourth amendment on June	The twenty-fourth amendment on June	
6, 2016;	6, 2016;	
The twenty-fifth amendment on May	The twenty-fifth amendment on May 19,	
19,2017;	2017;	
The twenty-sixth amendment on May	The twenty-sixth amendment on May	
18,2018;	18, 2018;	
The twenty-seventh amendment on June	The twenty-seventh amendment on June	
18, 2020;	18, 2020;	
The twenty-eighth amendment on June	The twenty-eighth amendment on July 7,	
29, 2021.	2021.	
The twenty-ninth amendment on June		
29, 2022.		

Table for Comparison of Amendments to the Operational Procedures for
Acquisition or Disposal of Assets

Amended Article	Present Article	Explanation
Article 3-1	None.	Since each trade
The appraisal report obtained by the		association to which the
Company or the opinion of an		external expert belongs
accountant, attorney or securities		has established relevant
underwriter, such professional		regulations for the
appraiser and its appraisers,		relevant business it
accountants, attorneys or securities		undertakes, such as the
underwriters shall meet the following		self-regulatory
requirements:		regulations related to
1. Has not been sentenced to more		real estate valuation for
than one year of imprisonment for		valuation reports issued
violation of this Act, the Company		by professional valuers,
Act, the Banking Act, the		the remaining external
Insurance Act, the Financial		experts' trade
Holding Company Act, the		associations should also
Business Accounting Act, or for		amend the relevant self-
fraud, breach of trust,		regulatory regulations
embezzlement, forgery, or for		for the issuance of
criminal acts in business.		opinions by their trade
However, except for those who		or personnel in
have served their sentences for		accordance with the
three years or more after the		"Practical Guidelines for
completion of execution, probation		the Issuance of Opinions
<u>or pardon.</u>		by Experts" issued by
2. The parties to the transaction shall		the Taiwan Stock
not be related parties or have a		Exchange Corporation.
material relationship with each		In order to clarify the
other.		procedures and
3. If the Company shall obtain		responsibilities to be
appraisal reports from more than		followed by outside
two professional appraisers, the		experts, the second
different professional appraisers or		preamble is therefore
appraisers shall not be related to		amended to regulate that
each other or in a situation where		the issuance of valuation
they are substantially related to		reports or opinions by
each other.		professional appraisers
When issuing appraisal reports or		and their appraisers,
opinions, the aforementioned		accountants, attorneys or

Amended Article	Present Article	Explanation
personnel shall follow the self-		securities underwriters
regulatory rules of their respective		shall, in addition to the
trade associations and the following		matters listed in the
matters:		existing second
1. Before undertaking a case, they		preamble, be governed
shall carefully assess their		by the self-regulatory
professional competence, practical		rules of the respective
experience and independence.		industry associations to
2. When executing a case, the		which they belong.
appropriate operational procedures		
shall be properly planned and		
executed to form a conclusion and		
issue a report or opinion based on		
it; and the executed procedures,		
collected information and		
conclusion shall be recorded in		
detail in the working draft of the		
<u>case.</u>		
3. The appropriateness and		
reasonableness of the data sources,		
parameters and information used		
shall be evaluated on a case-by-		
case basis in order to form the		
basis for the issuance of the		
appraisal report or opinion.		
4. The declaration shall include that		
the relevant personnel are		
professional and independent, that		
the information used has been		
evaluated as appropriate and		
reasonable, and that the relevant		
laws and regulations have been		
followed.		
Article 5	Article 5	Article 3-1 has been
Appraisal and Procedures for the	Appraisal and Procedures for the	amended to add that the
Acquisition or Disposal of Real	Acquisition or Disposal of Real	requirement for external
Estate, Equipment or Assets with	Estate, Equipment or Assets with	experts to issue opinions
Right to Use	Right to Use	should follow the self-
1~3(omitted)	1~3(omitted)	regulatory rules of their
4. Valuation report of real estate,	4. Valuation report of real estate,	respective peer
equipment or its right-to-use assets	equipment or its right-to-use assets	associations, which
(1) In acquiring or disposing of	(1) In acquiring or disposing of	already covers the
real property, equipment, or its	real property, equipment, or its	procedures to be

Amended Article	Present Article	Explanation
right-of-use assets, where the	right-of-use assets, where the	performed by
transaction amount reaches	transaction amount reaches	accountants in issuing
20% of the Company's paid-in	20% of the Company's paid-in	opinions. Therefore, the
capital or NT\$300 million or	capital or NT\$300 million or	text "Accountants should
more, the Company, except for	more, the Company, except for	follow the provisions of
transacting with a domestic	transacting with a domestic	Statement of Auditing
government agency, engaging	government agency, engaging	Standards No. 20 issued
others to build on Company's	others to build on Company's	by the Accounting
own land, engaging others to	own land, engaging others to	Research and
build on rented land, or	build on rented land, or	Development
acquiring or disposing of	acquiring or disposing of	Foundation of the
equipment for business use,	equipment for business use,	Republic of China" has
shall obtain an appraisal report	shall obtain an appraisal report	been deleted.
prior to the date of occurrence	prior to the date of occurrence	
of the event from a professional	of the event from a professional	
appraiser and shall further	appraiser (please refer to the	
comply with the following	attachment in the Regulations	
provisions:	Governing the Acquisition and	
	Disposal of Assets by Public	
	Companies to know the	
	information should be-	
	published in appraisal reports)	
	and shall further comply with	
	the following provisions:	
i. Where due to special	i. Where due to special	
circumstances it is	circumstances it is necessary	
necessary to give a limited	to give a limited price,	
price, specified price, or	specified price, or special	
special price as a reference	price as a reference basis for	
basis for the transaction	the transaction price, the	
price, the transaction shall	transaction shall be	
be submitted for approval in	submitted for approval in	
advance by the Board of	advance by the Board of	
Directors, and the same	Directors, and the same	
procedure shall be followed	procedure shall be followed	
for any future changes to the	for any future changes to the	
terms and conditions of the	terms and conditions of the	
transaction.	transaction.	
ii. Where the transaction	ii. Where the transaction	
amount is NT\$1 billion or	amount is NT\$1 billion or	
more, appraisals from two	more, appraisals from two	
or more professional	or more professional	
appraisers shall be obtained.	appraisers shall be obtained.	

Amended Article	Present Article	Explanation
iii. Where any one of the	iii. Where any one of the	
following circumstances	following circumstances	
applies with respect to the	applies with respect to the	
professional appraiser's	professional appraiser's	
appraisal results, unless the	appraisal results, unless the	
appraisal results for the	appraisal results for the	
assets to be acquired are	assets to be acquired are	
higher than the transaction	higher than the transaction	
amount, or the appraisal	amount, or the appraisal	
results for the assets to be	results for the assets to be	
disposed of are lower than	disposed of are lower than	
the transaction amount, a	the transaction amount, a	
certified public accountant	certified public accountant	
shall render a specific	shall be engaged to perform	
opinion regarding the reason	the appraisal in accordance	
for the discrepancy and the	with the provisions of	
appropriateness of the	Statement of Auditing	
transaction price:	Standards No. 20 published	
	by the ARDF and render a	
	specific opinion regarding	
	the reason for the discrepancy	
	and the appropriateness of	
	the transaction price:	
A. The discrepancy between	A. The discrepancy between	
the appraisal result and	the appraisal result and	
the transaction amount is	the transaction amount is	
20 percent or more of the	20 percent or more of the	
transaction amount.	transaction amount.	
B. The discrepancy between	B. The discrepancy between	
the appraisal results of	the appraisal results of	
two or more professional	two or more professional	
appraisers is 10 percent	appraisers is 10 percent	
or more of the	or more of the transaction	
transaction amount.	amount.	
iv. No more than three months	iv. No more than three months	
may elapse between the date	may elapse between the date	
of the appraisal report	of the appraisal report	
issued by a professional	issued by a professional	
appraiser and the contract	appraiser and the contract	
execution date; provided	execution date; provided	
however, that where the	however, that where the	
publicly announced current	publicly announced current	
value of the real property	value of the real property for	

Amended Article	Present Article	Explanation
for the same period is used	the same period is used and	
and not more than six	not more than six months	
months have elapsed, an	have elapsed, an opinion	
opinion may still be issued	may still be issued by the	
by the original professional	original professional	
appraiser.	appraiser.	
(2) Where the Company acquires	(2) Where the Company acquires	
or disposes assets through the	or disposes assets through the	
court auction procedures, the	court auction procedures, the	
evidentiary documentation	evidentiary documentation	
issued by the court may be	issued by the court may be	
used to substitute appraisal	used to substitute appraisal	
report or CPA opinion.	report or CPA opinion.	
Article 6	Article 6	The reason for the
Operating Procedures for Acquisition	Operating Procedures for Acquisition	amendment is the same
or Disposal of Securities	or Disposal of Securities	as Article 5.
$1 \sim 3$ (omitted)	$1 \sim 3$ (omitted)	
4. Evidence from Expert	4. Evidence from Expert	
The Company acquiring or	The Company acquiring or	
disposing of securities shall, prior	disposing of securities shall, prior	
to the date of occurrence of the	to the date of occurrence of the	
event, obtain financial statements	event, obtain financial statements	
of the issuing company for the	of the issuing company for the	
most recent period, certified or	most recent period, certified or	
reviewed by a certified public	reviewed by a certified public	
accountant, for reference in	accountant, for reference in	
appraising the transaction price,	appraising the transaction price,	
and if the dollar amount of the	and if the dollar amount of the	
transaction is 20 percent of the	transaction is 20 percent of the	
company's paid-in capital or	company's paid-in capital or	
NT\$300 million or more, the	NT\$300 million or more, the	
company shall additionally engage	company shall additionally engage	
a certified public accountant prior	a certified public accountant prior	
to the date of occurrence of the	to the date of occurrence of the	
event to provide an opinion	event to provide an opinion	
regarding the reasonableness of the	regarding the reasonableness of the	
transaction price. This requirement	transaction price. If the CPA needs	
does not apply, however, to	to use the report of an expert as	
publicly quoted prices of securities	evidence, the CPA shall do so in	
that have an active market, or	accordance with the provisions of	
where otherwise provided by	Statement of Auditing Standards	
regulations of the Financial	No. 20 published by the ARDF.	
Supervisory Commission (FSC). If	This requirement does not apply,	

Amended Article	Present Article	Explanation
the securities meet any of the	however, to publicly quoted prices	
following requirements, Article 10	of securities that have an active	
of the Regulations Governing the	market, or where otherwise	
Acquisition and Disposal of Assets	provided by regulations of the	
by Public Companies shall not	Financial Supervisory Commission	
apply, and the Company shall	(FSC). If the securities meet any of	
engage a CPA to render a specific	the following requirements, Article	
opinion:	10 of the Regulations Governing	
	the Acquisition and Disposal of	
	Assets by Public Companies shall	
	not apply, and the Company shall	
	engage a CPA to render a specific	
	opinion:	
(1) Securities acquired through	(1) Securities acquired through	
cash contribution in	cash contribution in	
incorporation by promotion or	incorporation by promotion or	
by public offering.	by public offering.	
(2) Securities issued by an issuing	(2) Securities issued by an issuing	
company carrying out a cash	company carrying out a cash	
capital increase in accordance	capital increase in accordance	
with relevant laws and	with relevant laws and	
regulations, with the Company	regulations, with the Company	
as a sponsor of the issue.	as a sponsor of the issue.	
(3) Securities listed and traded on	(3) Securities listed and traded on	
the Taiwan Stock Exchange	the Taiwan Stock Exchange	
(TWSE) or on the GreTai	(TWSE) or on the GreTai	
Securities Market (GTSM) and	Securities Market (GTSM) and	
emerging stocks.	emerging stocks.	
(4) Government bonds or bonds in	(4) Government bonds or bonds in	
repurchase or reverse purchase	repurchase or reverse purchase	
agreements.	agreements.	
(5) Domestic funds or overseas	(5) Domestic funds or overseas	
funds.	funds.	
(6) TWSE or GTSM listed	(6) TWSE or GTSM listed	
securities acquired or disposed	securities acquired or disposed	
of in accordance with the	of in accordance with the	
TWSE or GTSM rules	TWSE or GTSM rules	
governing the purchase of	governing the purchase of	
listed securities by reverse	listed securities by reverse	
auction or rules governing the	auction or rules governing the	
auction of listed securities.	auction of listed securities.	
(7) Securities acquired through the	(7) Securities acquired through the	
Company's sponsorship of a	Company's sponsorship of a	

Amended Article	Present Article	Explanation
cash capital increase by a	cash capital increase by a	
public company when the	public company when the	
securities acquired are not	securities acquired are not	
privately placed.	privately placed.	
(8) Subscription to fund shares	(8) Subscription to fund shares	
before the establishment of a	before the establishment of a	
fund in accordance with Article	fund in accordance with Article	
11, paragraph 1 of the	11, paragraph 1 of the	
Securities Investment Trust and	Securities Investment Trust and	
Consulting Act and the	Consulting Act and the	
Financial Supervisory	Financial Supervisory	
Commission's 1 November	Commission's 1 November	
2004 Order No. Financial-	2004 Order No. Financial-	
Supervisory-Securities-IV-	Supervisory-Securities-IV-	
0930009249. The amount of	0930009249. The amount of	
the transaction reaches 20	the transaction reaches 20	
percent or more of the	percent or more of the	
Company's paidin capital, or	Company's paidin capital, or	
NT\$300 million or more.	NT\$300 million or more.	
(9) Subscription or redemption of	(9) Subscription or redemption of	
domestic private placement	domestic private placement	
funds, provided that the trust	funds, provided that the trust	
agreement for the fund	agreement for the fund	
specifies an investment	specifies an investment	
strategy in which, aside from	strategy in which, aside from	
securities margin transactions	securities margin transactions	
and open positions held in	and open positions held in	
securities-related products, the	securities-related products, the	
investment scope of the	investment scope of the	
remaining portion is the same	remaining portion is the same	
as that of a publicly offered	as that of a publicly offered	
fund.	fund.	
5. Where the Company acquires or	5. Where the Company acquires or	
disposes of assets through court	disposes of assets through court	
auction procedures, the evidentiary	auction procedures, the evidentiary	
documentation issued by the court	documentation issued by the court	
may be substituted for the	may be substituted for the	
appraisal report or CPA opinion.	appraisal report or CPA opinion.	
Article 6-1	Article 6-1	The reason for the
Where the Company obtains or	Where the Company obtains or	amendment is the same
disposes of intangible assets or its	disposes of intangible assets or its	as Article 5.
right-of-use assets or membership	right-of-use assets or membership	
transactions amounting to 20 percent	transactions amounting to 20 percent	

Amended Article	Present Article	Explanation
or more 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 certified public accountant prior to the date of occurrence of the event to render an opinion on the reasonableness of the transaction price.	or more 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 certified public accountant prior to the date of occurrence of the event to render an opinion on the reasonableness of the transaction price; the CPA shall- comply with the provisions of- Statement of Auditing Standards No 20 published by the ROC Accounting- Research and Development- Foundation (ARDF).	
Article 7	Article 7	Addendum Description:
Operating Procedures for Related Party Transactions	Operating Procedures for Related Party Transactions	1. In order to strengthen the management of
1 (omitted)	1 (omitted)	related party
2. The appraisal procedures and	2. The appraisal procedures and	transactions and to
operating procedures:	operating procedures:	protect the rights of
(1) When the Company intends to	(1) When the Company intends to	minority shareholders
acquire or dispose of real	acquire or dispose of real	of public companies to
property or its right-of use	property or its right-of use	express their opinions
assets from or to a related	assets from or to a related	on transactions
party, or when it intends to	party, or when it intends to	between the company
acquire or dispose of assets	acquire or dispose of assets	and related parties,
other than real property or its	other than real property or its	reference has been
right-of-use assets from or to a	right-of-use assets from or to a	made to the
related party and the	related party and the	regulations in major
transaction amount reaches 20	transaction amount reaches 20	international capital
percent or more of paid-in	percent or more of paid-in	markets such as
capital, 10 percent or more of	capital, 10 percent or more of	Singapore and Hong
the company's total assets, or	the company's total assets, or	Kong that require
NT\$300 million or more,	NT\$300 million or more,	prior approval of the
except in trading of government bonds or bonds	except in trading of government bonds or bonds	shareholders' meeting for significant related
under repurchase and resale	under repurchase and resale	party transactions. In
agreements, or subscription or	agreements, or subscription or	addition, in order to
redemption of money market	redemption of money market	avoid significant
funds issued by domestic	funds issued by domestic	related party
securities investment trust	securities investment trust	transactions through a
enterprises, the company may	enterprises, the company may	subsidiary that is not a
not proceed to enter into a	not proceed to enter into a	domestic public

Amended Article	Present Article	Explanation
transaction contract or make a	transaction contract or make a	company, the public
payment until the following	payment until the following	company must first
matters have been approved by	matters have been approved by	submit relevant
the Board of Directors and	the Board of Directors and	information to the
recognized by the supervisors:	recognized by the supervisors:	shareholders' meeting
i. The purpose, necessity and	i. The purpose, necessity and	for approval.
anticipated benefit of the	anticipated benefit of the	Therefore, in the event
acquisition or disposal of	acquisition or disposal of	that the public
assets.	assets.	company or its
ii. The reason for choosing the	ii. The reason for choosing the	subsidiary that is not a
related party as a trading	related party as a trading	domestic public
counterparty.	counterparty.	company has the first
iii. With respect to the	iii. With respect to the	transaction with a
acquisition of real property	acquisition of real property	related party to
from a related party,	from a related party,	acquire or dispose of
information regarding	information regarding	assets and the
appraisal of the	appraisal of the	transaction amount
reasonableness of the	reasonableness of the	reaches 10% or more
preliminary transaction	preliminary transaction	of the public
terms in accordance with	terms in accordance with	company's total assets,
subparagraph 1-4 of	subparagraph 1-4 of	the public company
paragraph 3, of this Article.	paragraph 3, of this Article.	must submit relevant
iv. The date and price at which	iv. The date and price at which	information to the
the related party originally	the related party originally	shareholders' meeting
acquired the real property,	acquired the real property,	for approval before it
the original trading	the original trading	can do so. In the case
counterparty, and that	counterparty, and that	of a non-public
trading counterparty's	trading counterparty's	subsidiary, the
relationship to the company	relationship to the company	approval of the
and the related party.	and the related party.	shareholders' meeting
v. Monthly cash flow forecasts	v. Monthly cash flow forecasts	should be submitted to
for the year commencing	for the year commencing	the parent company of
from the anticipated month	from the anticipated month	the parent company of
of signing of the contract,	of signing of the contract,	the preceding public
and evaluation of the	and evaluation of the	offering.
necessity of the transaction,	necessity of the transaction,	2. In consideration of the
and reasonableness of the	and reasonableness of the	overall business
funds utilization.	funds utilization.	planning needs of the
vi. An appraisal report from a	vi. An appraisal report from a	public company and
professional appraiser or a	professional appraiser or a	its parent company, its
CPA's opinion obtained in	CPA's opinion obtained in	subsidiaries, or its
compliance with the	compliance with the	subsidiaries among
preceding article.	preceding article.	themselves, and taking

Amended Article	Present Article	Explanation
vii. Restrictive covenants and	vii. Restrictive covenants and	into account the
other important stipulations	other important stipulations	exemptions of the
associated with the	associated with the	former major
transaction.	transaction.	international capital
(2) The calculation of the	(2) The calculation of the	markets, the proviso
transaction price referred to in	transaction price referred to in	relaxes the exemption
paragraph 1 of this Article shall	paragraph 1 of this Article shall	of intercompany
be made in accordance with	be made in accordance with	transactions from the
subparagraph 5 of paragraph 1,	subparagraph 5 of paragraph 1,	shareholders' meeting
of Article 10 herein, and	of Article 10 herein, and	resolution.
"within the preceding year"	"within the preceding year"	3. In addition, if a
refers to the year preceding the	refers to the year preceding the	material related party
date of occurrence of the	date of occurrence of the	transaction is
current transaction. Items	current transaction. Items	governed by
which have been approved in	which have been approved in	Paragraphs 1 to 3 of
accordance with these	accordance with these	Article 185 of the
Procedures by the Board of	Procedures by the Board of	Company Act, the
Directors and recognized by	Directors and recognized by	resolution of the
the supervisors need not be	the supervisors need not be	shareholders' meeting
counted toward the transaction	counted toward the transaction	shall be made in
amount.	amount.	accordance with the
(3) Where the following	(3) Where the following	special resolution of
transactions are carried out	transactions are carried out	Article 185 of the
between the Company and its	between the Company and its	Company Act and
parent company, subsidiaries,	parent company, subsidiaries,	shall be governed by
or its subsidiaries of which the	or its subsidiaries of which the	the aforementioned
Company directly or indirectly	Company directly or indirectly	matters and the
holds 100% of the issued	holds 100% of the issued	relevant provisions of
shares or total capital, the	shares or total capital, the	the Company Act.
Company's Board of Directors	Company's Board of Directors	
may pursuant to subparagraph	may pursuant to subparagraph	
2 of paragraph 2, of Article 5	2 of paragraph 2, of Article 5	
herein delegate the chairman of	herein delegate the chairman of	
the Company to decide such	the Company to decide such	
matters when the transaction is	matters when the transaction is	
within a certain amount and	within a certain amount and	
have the decisions	have the decisions	
subsequently submitted to and	subsequently submitted to and	
ratified by the next board of	ratified by the next board of	
directors meeting:	directors meeting:	
i. acquiring or disposing of	i. acquiring or disposing of	
equipment for business or	equipment for business or	
its tight-of-use assets;	its tight-of-use assets;	

Amended Article	Present Article	Explanation
ii. acquiring or disposing of the	ii. acquiring or disposing of the	
right-of-use assets of real	right-of-use assets of real	
property.	property.	
(4) Where the position of	(4) Where the position of	
independent director has been	independent director has been	
created in accordance with the	created in accordance with the	
provisions of the Securities and	provisions of the Securities and	
Exchange Act, when a	Exchange Act, when a	
transaction involving the	transaction involving the	
acquisition or disposal of assets	acquisition or disposal of assets	
is submitted for discussion by	is submitted for discussion by	
the Board of Directors pursuant	the Board of Directors pursuant	
to paragraph 1 herein, the	to paragraph 1 herein, the	
Board of Directors shall take	Board of Directors shall take	
into full consideration for each	into full consideration for each	
independent director's	independent director's	
opinions. If an independent	opinions. If an independent	
director objects to or expresses	director objects to or expresses	
reservations about any matter,	reservations about any matter,	
it shall be recorded in the	it shall be recorded in the	
minutes of the Board of	minutes of the Board of	
Directors meeting.	Directors meeting.	
(5) Where an audit committee has	(5) Where an audit committee has	
been established, the matters	been established, the matters	
for which paragraph 1 requires	for which paragraph 1 requires	
recognition by the supervisors	recognition by the supervisors	
shall first be approved by more	shall first be approved by more	
than half of all audit committee	than half of all audit committee	
members and then submitted to	members and then submitted to	
the Board of Directors for a	the Board of Directors for a	
resolution and shall be subject	resolution and shall be subject	
to mutatis mutandis application	to mutatis mutandis application	
of subparagraph 4 of paragraph	of subparagraph 4 of paragraph	
2, of Article 5 herein.	2, of Article 5 herein.	
(6) For the calculation of 10	(6) For the calculation of 10	
percent of total assets under	percent of total assets under	
these Procedures, the total	these Procedures, the total	
assets stated in the most recent	assets stated in the most recent	
parent company only financial	parent company only financial	
report or individual financial	report or individual financial	
report prepared under the	report prepared under the	
Regulations Governing the	Regulations Governing the	
Preparation of Financial	Preparation of Financial	

Amended Article	Present Article	Explanation
Reports by Securities Issuers	Reports by Securities Issuers	
shall be used.	shall be used.	
If a public company or a		
subsidiary of a public company		
that is not a domestic public		
company enters into the first		
transaction and the transaction		
amount reaches 10% or more of		
the total assets of the public		
company, the public company		
shall submit the information listed		
in the first paragraph to the		
shareholders' meeting for approval		
before signing the transaction		
contract and making the payment.		
However, transactions between the		
public company and its parent		
company, its subsidiaries, or its		
subsidiaries with each other are		
not subject to this limitation.		
The calculation of the amount of		
the first and preceding transactions		
shall be in accordance with the		
provisions of Article 10, paragraph		
2, and the reference to within one		
year is based on the date of		
occurrence of the transaction and		
extrapolated forward one year, and		
the part that has been submitted to		
the shareholders' meeting, the		
board of directors' meeting for		
approval and the supervisors'		
acknowledgement in accordance		
with the provisions of this		
Standard shall be exempted from		
further calculation.		
3 (omitted)	3 (omitted)	
Article 10	Article 10	1. In consideration of the
Disclosure Procedures for Public	Disclosure Procedures for Public	fact that the existing
Disclosure of Information	Disclosure of Information	public companies are
1. The items and standards required	1. The items and standards required	already exempted
to be publicly announced:	to be publicly announced:	from filing public
(1) Acquisition or disposal of real	(1) Acquisition or disposal of real	announcements for

Amended Article	Present Article	Explanation
property or its right-of-use	property or its right-of-use	trading domestic
assets from or to a related	assets from or to a related	bonds, the amendment
party, or acquisition or disposal	party, or acquisition or disposal	was made to relax the
of assets other than real	of assets other than real	exemption from filing
property from or to a related	property from or to a related	public announcements
party where the transaction	party where the transaction	for trading foreign
amount reaches 20 percent or	amount reaches 20 percent or	bonds with a rating
more of paid-in capital, 10	more of paid-in capital, 10	not lower than the
percent or more of the	percent or more of the	sovereign rating of our
company's total assets, or	company's total assets, or	country.
NT\$300 million or more;	NT\$300 million or more;	2. In view of the pure
provided, this shall not apply to	provided, this shall not apply to	nature of foreign
trading of domestic	trading of domestic	bonds and the fact that
government bonds or bonds	government bonds or bonds	the creditworthiness
under repurchase and resale	under repurchase and resale	of foreign bonds is
agreements, or subscription or	agreements, or subscription or	usually better than that
redemption of money market	redemption of money market	of foreign corporate
funds issued by domestic	funds issued by domestic	bonds, and the similar
securities investment trust	securities investment trust	nature of ETNs and
enterprises.	enterprises.	ETFs, the amendment
(2) Merger, demerger, acquisition,	(2) Merger, demerger, acquisition,	was made to relax the
or transfer of shares.	or transfer of shares.	exemption from the
(3) Losses from derivatives trading	(3) Losses from derivatives trading	announcement
reaching the limits on aggregate	reaching the limits on aggregate	reporting for the
losses or losses on individual	losses or losses on individual	subscription of foreign
contracts set out in the	contracts set out in the	bonds, purchase or
procedures adopted by the	procedures adopted by the	repurchase of ETNs in
company.	company.	the primary market for
(4) Where the type of asset	(4) Where the type of asset	those who are
acquired or disposed is	acquired or disposed is	investment
equipment for business use, the	equipment for business use, the	professionals.
trading counterparty is not a	trading counterparty is not a	
related party, and the	related party, and the	
transaction amount meets any	transaction amount meets any	
of the following criteria:	of the following criteria:	
i. For a public company	i. For a public company	
whose paid-in capital is less	whose paid-in capital is less	
than NT\$10 billion, the	than NT\$10 billion, the	
transaction amount reaches	transaction amount reaches	
NT\$500 million or more.	NT\$500 million or more.	
ii. For a public company	ii. For a public company	
whose paid-in capital is	whose paid-in capital is	
NT\$10 billion or more, the	NT\$10 billion or more, the	

Amended Article	Present Article	Explanation
transaction amount reaches	transaction amount reaches	
NT\$1 billion or more.	NT\$1 billion or more.	
iii. Acquisition or disposal by a	iii. Acquisition or disposal by a	
public company in the	public company in the	
construction business of real	construction business of real	
property or its right-of-use	property or its right-of-use	
assets for construction use,	assets for construction use,	
where the trading	where the trading	
counterparty is not a related	counterparty is not a related	
party, and the transaction	party, and the transaction	
amount reaches	amount reaches	
NT\$500million; or disposal	NT\$500million; or disposal	
of self-built real property on	of self-built real property on	
completed projects by a	completed projects by a	
public company in the	public company in the	
construction business with a	construction business with a	
paid-in capital of NT\$10	paid-in capital of NT\$10	
billion or more than NT\$10	billion or more than NT\$10	
billion, where the trading	billion, where the trading	
counterparty is not a related	counterparty is not a related	
party and the transaction	party and the transaction	
amount reaches NT\$ 1 billion.	amount reaches NT\$ 1 billion.	
iv. Where land is acquired	iv. Where land is acquired	
under an arrangement on	under an arrangement on	
engaging others to build on	engaging others to build on	
the company's own land,	the company's own land,	
engaging others to build on	engaging others to build on	
rented land, joint	rented land, joint	
construction and allocation	construction and allocation	
of housing units, joint	of housing units, joint	
construction and allocation	construction and allocation	
of ownership percentages,	of ownership percentages,	
or joint construction and	or joint construction and	
separate sale, and the amount	separate sale, and the amount	
the company expects to	the company expects to	
invest in the transaction	invest in the transaction	
reaches NT\$500 million.	reaches NT\$500 million.	
v. Where an asset transaction	v. Where an asset transaction	
other than any of those	other than any of those	
referred to in the preceding	referred to in the preceding	
four subparagraphs, a	four subparagraphs, a	
disposal of receivables by a	disposal of receivables by a	
financial institution, or an	financial institution, or an	

Amended Article	Present Article	Explanation
investment in the mainland	investment in the mainland	
China area reaches 20	China area reaches 20	
percent or more of paid-in	percent or more of paid-in	
capital or NT\$300 million;	capital or NT\$300 million;	
provided, this shall not	provided, this shall not	
apply to the following	apply to the following	
circumstances:	circumstances:	
A. Trading of domestic	A. Trading of domestic	
government bonds <u>or</u>	government bonds.	
foreign bonds with credit		
ratings not lower than the		
sovereign rating of our		
<u>country</u> .		
B. Securities trading by	B. Securities trading by	
investment professionals	investment professionals	
on foreign or domestic	on foreign or domestic	
securities exchanges or	securities exchanges or	
over-the-counter markets,	over-the-counter markets,	
or subscription by	or subscription by	
investment professionals	investment professionals	
of <u>foreign bonds or</u>	of ordinary corporate	
ordinary corporate bonds	bonds or of general bank	
or of general bank	debentures without	
debentures without	equity characteristics	
equity characteristics	(excluding subordinated	
(excluding subordinated	debts) that are offered	
debts) that are offered	and issued in the	
and issued in the	domestic primary market,	
domestic primary market,	or any declaration or	
or any declaration or	repurchase of securities	
repurchase of securities	investment trust or	
investment trust or	futures trust, or	
futures trust, or any	subscription by a	
declaration or selling	securities firm of	
<u>back of ETNs</u> , or	securities as necessitated	
subscription by a	by its undertaking	
securities firm of	business or as an	
securities as necessitated	advisory recommending	
by its undertaking	securities firm for an	
business or as an	emerging stock company,	
advisory recommending	in accordance with the	
securities firm for an	rules of the Taipei	
emerging stock company,	Exchange.	

Amended Article	Present Article	Explanation
in accordance with the		
rules of the Taipei		
Exchange.		
C. Trading of bonds under	C. Trading of bonds under	
repurchase/resale	repurchase/resale	
agreements, or	agreements, or	
subscription or	subscription or	
redemption of money	redemption of money	
market funds issued by	market funds issued by	
domestic securities	domestic securities	
investment trust	investment trust	
enterprises.	enterprises.	
(5) The amount of transactions	(5) The amount of transactions	
above shall be calculated as	above shall be calculated as	
follows:	follows:	
i. The amount of any	i. The amount of any	
individual transaction.	individual transaction.	
ii. The cumulative transaction	ii. The cumulative transaction	
amount of acquisitions and	amount of acquisitions and	
disposals of the same type	disposals of the same type	
of underlying asset with the	of underlying asset with the	
same trading counterparty	same trading counterparty	
within the preceding year.	within the preceding year.	
iii. The cumulative transaction	iii. The cumulative transaction	
amount of acquisitions and	amount of acquisitions and	
disposals (cumulative	disposals (cumulative	
acquisitions and disposals,	acquisitions and disposals,	
respectively) of real	respectively) of real	
property or its right-of-user	property or its right-of-user	
assets within the same	assets within the same	
development project within	development project within	
the preceding year.	the preceding year.	
iv. The cumulative transaction	iv. The cumulative transaction	
amount of acquisitions and	amount of acquisitions and	
disposals (cumulative	disposals (cumulative	
acquisitions and disposals,	acquisitions and disposals,	
respectively) of the same	respectively) of the same	
security within the	security within the	
preceding year.	preceding year.	
v. Within the preceding year"	v. Within the preceding year"	
refers to the year preceding	refers to the year preceding	
the date of occurrence of the	the date of occurrence of the	
current transaction. Items	current transaction. Items	

Amended Article	Present Article	Explanation
duly announced in	duly announced in	
accordance with these	accordance with these	
Procedures need not be	Procedures need not be	
counted toward the	counted toward the	
transaction amount	transaction amount	
2 and 3 (omitted)	2 and 3 (omitted)	
Article 15	Article 15	Specify the date of
Implementation and Amendment	Implementation and Amendment	implementation of the
1 and 2 (omitted)	1 and 2 (omitted)	amendment provisions
3. This procedure was established on June 17, 2011.	3. This procedure was established on June 17, 2011.	of this standard.
The first amendment was made on	The first amendment was made on	
June 29, 2012.	June 29, 2012.	
The second amendment was made	The second amendment was made	
on May 20, 2013.	on May 20, 2013.	
The third amendment was made on	The third amendment was made on	
May 30, 2014.	May 30, 2014.	
The fourth amendment was made	The fourth amendment was made	
on May 29, 2015.	on May 29, 2015.	
The fifth amendment was made on	The fifth amendment was made on	
May 19, 2017.	May 19, 2017.	
The sixth amendment was made	The sixth amendment was made	
on May 18, 2018.	on May 18, 2018.	
The seventh amendment was made	The seventh amendment was made	
on May 16, 2019.	on May 16, 2019.	
The eighth amendment was made	The eighth amendment was made	
on June 18, 2020.	on June 18, 2020.	
The ninth amendment was made	The ninth amendment was made	
on July 7, 2021.	on July 7, 2021.	
The tenth amendment was made		
<u>on June 29, 2022.</u>		

Table for Comparison of Amendments to the Articles of EndorsementGuarantee Management Measures with the Current Version

Amended content	Content before amendment	Reason for amendment
Article 8	Article 8	The second paragraph is
Announcement and Reporting	Announcement and Reporting	adjusted with reference
Procedures	Procedures	to Article 14-3 of the
4. The date of occurrence of a fact	4. The date of occurrence of a fact	Securities and Exchange
refers to the date of the transaction	refers to the date of the transaction	Act. In accordance with
contract, the date of payment, the	contract, the date of payment, the	Article 14-5 of the
date of the board of directors'	date of the board of directors'	Securities and Exchange
resolution, or the date of other	resolution, or the date of other	Act, the Audit
sufficient information to determine	sufficient information to determine	Committee's authority
the counterparty and the amount of	the counterparty and the amount of	includes establishing or
the transaction, whichever is earlier.	the transaction, whichever is earlier.	amending procedures for
5. If an audit committee is		handling material
established for a public company,		financial transactions
the establishment or amendment of		involving the lending of
the management rules for		funds to others.
endorsement and assurance shall		Therefore, items 4 to 6
be approved by at least one-half of		are added with reference
all members of the audit		to Article 6 of the
committee and submitted to the		Regulations Governing
board of directors for a resolution,		the Acquisition or
or, if not approved by at least one-		Disposal of Assets by
half of all members of the audit		Public Companies.
committee, by at least two-thirds		
of all directors, and the resolution		
of the audit committee shall be		
recorded in the minutes of the		
board of directors' meeting. All		
members of the Audit Committee		
and all directors referred to in the		
preceding paragraph shall be		
counted as those who are actually		
in office.		
Article 11	Article 11	With reference to the
Implementation and Amendment	Implementation and Amendment	provisions of Article 14-
2. When these Regulations are	2. When these Regulations are	3 of the Securities and
submitted to the Board of	submitted to the Board of	Exchange Act, the
Directors for discussion, the	Directors for discussion, the	second paragraph is
opinions of the Directors shall be	opinions of the independent	adjusted as appropriate.

Amended content	Content before amendment	Reason for amendment
fully considered, and their definite	directors shall be fully considered,	In addition, in
opinions and reasons for	and their definite opinions and	accordance with Article
objections shall be included in the	reasons for objections shall be	14-5 of the Securities
minutes of the Board of Directors.	included in the minutes of the	and Exchange Act, the
<u>3. If a public company has</u>	Board of Directors.	Audit Committee's
independent directors, when the		authority includes
procedures for lending funds to		establishing or amending
others are submitted to the board		procedures for handling
of directors for discussion in		significant financial
accordance with the preceding		transactions involving
paragraph, the opinions of the		endorsements or
independent directors shall be fully		guarantees for others.
considered. Any dissenting		Therefore, the fourth
opinions or reservations of the		item is added with
independent directors should be set		reference to Article 8 of
out in the minutes of the Board		the Regulations
meeting.		Governing the
4. If a public company has		Acquisition or Disposal
established an audit committee, the		of Assets by Public
procedures for establishing or		Companies.
amending the endorsement and		
assurance process shall be		
governed by the provisions of		
Article 8, Paragraph 5.		
10.	10.	Add amendment date
These Regulations were established	These Regulations were established	
on June 17, 2011.	on June 17, 2011.	
The first amendment was made on	The first amendment was made on	
May 20, 2013.	May 20, 2013.	
The second amendment was made on	-	
May 30, 2014.	May 30, 2014.	
The third amendment will be made on	-	
June 29, 2022.		

Comparison of the Amendments to the Management Measures of Loan to Others

Amended content	Content before amendment	Reason for amendment
Article 6	Article 6	With reference to the
Level of decision making/	Level of decision making/	provisions of Article 14-
authorization to lend funds to others	authorization to lend funds to others	3 of the Securities and
4. If the Company has established	4. If the Company has established	Exchange Act, the
independent directors, the	independent directors, the	second paragraph is
Company shall fully consider the	Company shall fully consider the	adjusted as appropriate.
opinions of each independent	opinions of each independent	In accordance with
director when lending funds to	director when lending funds to	Article 14-5 of the
others and include the reasons for	others and include the reasons for	Securities and Exchange
their agreement or disagreement in	their agreement or disagreement in	Act, the Audit
the board of directors' minutes.	the board of directors' minutes.	Committee's authority
5. If a public company has		includes establishing or
established an audit committee, the		amending procedures for
establishment or amendment of		handling material
procedures for lending funds to		financial transactions
others shall be approved by at least		involving the lending of
one-half of all members of the		funds to others;
audit committee and submitted to		therefore, the fifth
the board of directors for a		paragraph is added with
resolution, without applying the		reference to Article 6 of
second provision. If the preceding		the Regulations
paragraph is not approved by at		Governing the
least one-half of all members of		Acquisition or Disposal
the Audit Committee, it may be		of Assets by Public
implemented by the approval of at		Companies.
least two-thirds of all directors,		
and the resolution of the Audit		
Committee shall be set forth in the		
minutes of the Board of Directors'		
meeting. All members of the Audit		
Committee referred to in Item 4		
and all directors referred to in the		
preceding item shall be counted as		
those who are actually in office.		
These Regulations were established	These Regulations were established	Add amendment date
on June 17, 2011.	on June 17, 2011.	
The first amendment was made on	The first amendment was made on	
May 20, 2013.	May 20, 2013.	
The second amendment was made on	The second amendment was made on	
May 30, 2014.	May 30, 2014.	
The third amendment will be made		
on June 29, 2022.		

TCI Co., Ltd.

Table for Comparison of Amendments to the Articles of Rules of Procedure for Shareholders' Meetings

Amended Article	Present Article	Legal Sources of the Amendment (or Explanation)
Article 3	Article 3	1. Item one, the original
Unless otherwise stipulated by laws	Unless otherwise stipulated by laws	item three to item ten
and regulations, the Company's	and regulations, the Company's	is not amended.
shareholders' meeting shall be	shareholders' meeting shall be	2. In order for the
convened by the board of directors.	convened by the Board of Directors.	shareholders to be
Changes to the method of convening	The Company shall prepare	informed of the
the Company's shareholders' meeting	electronic versions of the	change in the manner
shall be subject to a resolution of the	shareholders' meeting notice and	of holding the
board of directors, and shall be made	proxy forms, and the origins of and	shareholders' meeting,
no later than before the notice of the	explanatory materials relating to all	the change in the
shareholders' meeting is mailed.	proposals, including proposals for	manner of holding the
The Company shall, 30 days before	ratification, matters for deliberation,	shareholders' meeting
the ordinary shareholders' meeting or	or the election or dismissal of	shall be resolved by
15 days before the extraordinary	directors, and upload them to the	the Board of Directors
general meeting, create an electronic	Market Observation Post System	and shall be made at
file of the notice of the shareholders'	(MOPS) before 30 days before the	the latest before the
meeting; the proxy paper; relevant	date of a regular shareholders'	notice of the
approvals; discussions; the election	meeting or before15 days before the	shareholders' meeting
or dismissal of directors, supervisors	date of a special shareholders'	is sent, thus, hereby
and other resolutions and submit it to	meeting. The Company shall prepare	adding item two.
the Market Observation Post System.	electronic versions of the	3. In accordance with
In addition, the Company shall, 21	shareholders' meeting agenda and	Article 6 of the
days before the ordinary	supplemental meeting materials and	Regulations
shareholders' meeting or 15 days	upload them to the MOPS before 21	Governing Content
before the extraordinary general	days before the date of the regular	and Compliance
meeting, create an electronic file of	shareholders' meeting or before 15	Requirements for
the annual shareholders' meeting	days before the date of the special	Shareholders' Meeting
handbook and meeting	shareholders' meeting. In addition,	Agenda Handbooks of
supplementary materials and submit	before 15 days before the date of the	Public Companies,
it to the Market Observation Post	shareholders' meeting, the Company	which was amended
System. However, if the Company's	shall also have prepared the	on December 16,
paid-in capital at the end of the most	shareholders' meeting agenda and	2021, the listed
recent fiscal year is \$10 billion NTD	supplemental meeting materials and	company with a paid-
or more; or the Company holds an	made them available for review by	in capital of NT\$10
ordinary shareholders' meeting in the	shareholders at any time. The	billion or more as of
most recent fiscal year and the total	meeting agenda and supplemental	the end of the most

Amended Article	Present Article	Legal Sources of the Amendment
		(or Explanation)
shareholding ratio of foreign and	materials shall also be displayed at	recent fiscal year, or a
mainland capital recorded in the	the Company and the professional	shareholder's meeting
shareholder register is than 30%, the	shareholder services agent	held in the most recent
transmission of electronic files shall	designated thereby as well as being	fiscal year in which
be completed 30 days before the	distributed on-site at the meeting	the shareholding ratio
ordinary shareholders' meeting. The	place.	of foreign capital and
annual shareholders' meeting	The reasons for convening a	Mainland China
handbook and meeting	shareholders' meeting shall be	capital is recorded in
supplementary materials shall be	specified in the meeting notice and	the shareholders'
prepared 15 days before the	public announcement. With the	register to be 30% or
shareholders' meeting for the	consent of the addressee, the meeting	more, in order to
shareholders' reading convenience,	notice may be given in electronic	enable foreign capital
and displayed in the Company and	form.	and Mainland China
Company's appointed professional	Election or dismissal of directors or	capital shareholders to
stock agency.	supervisors, amendments to the	have early access to
The annual shareholders' meeting	articles of incorporation, the	the relevant
handbook and meeting	dissolution, merger, or demerger of	information of the
supplementary materials mentioned	the corporation, or any matter under	shareholders' meeting.
in the preceding paragraph shall be	Article 185, paragraph 1 of the	In order to provide
provided to the shareholders for	Company Act, Articles 26-1 and 43-	shareholders with
reference by the Company on the day	6 of the Securities and Exchange	early access to
of the shareholders' meeting in the	Act, or Articles 56-1 and 60-1 of the	information related to
following manner:	Regulations Governing the Offering	the shareholders'
1. When a physical shareholders'	and Issuance of Securities by	meeting, the Company
meeting is held, it shall be	Securities Issuers shall be set out in	shall complete the
distributed on site of the	the notice of the reasons for	transmission of
shareholders' meeting.	convening the shareholders' meeting.	electronic files 30
2. When a video-assisted	None of the above matters may be	days prior to the
shareholders' meeting is held, it	raised by an extraordinary motion.	shareholders' meeting,
shall be distributed on site of the	After the completion of the general	thus, hereby amending
shareholders' meeting and the	election of directors and supervisors	item three.
electronic file uploaded to the	and the date of their appointment, the	4. In order to allow open
video-conference platform.	date of their appointment shall not be	public companies to
3. When a shareholders' meeting is	changed at the same meeting by a	hold shareholders'
held through video-conference, the	temporary motion or other means.	meetings by video, the
electronic file shall be uploaded to	A shareholder holding 1 percent or	Company has
the video-conference platform.	more of the total number of issued	different ways of
The notice and announcement shall	shares may submit to the Company a	holding shareholders'
specify the reason for the convening;	written proposal for discussion at a	meetings, such as
if the notice is approved by the	regular shareholders' meeting. Such	physical shareholders'
counterparty, it may be done	proposals, however, are limited to	meetings and video
electronically.	one item only, and no proposal	meetings. In order to

Amended Article	Present Article	Legal Sources of the Amendment (or Explanation)
Election or dismissal of directors,	containing more than one item will	facilitate shareholders'
supervisors, changes to articles of	be included in the meeting agenda. In	access to the
association, capital reduction,	addition, when the circumstances of	shareholders' meeting
application for cessation of public	any subparagraph of Article 172-1,	manual and
offering, directors' non-compete	paragraph 4 of the Company Act	supplementary
license, capital increase from surplus,	apply to a proposal put forward by a	information on the day
capital increase from public reserves,	shareholder, the Board of Directors	of the shareholders'
Company dissolution, merger,	may exclude it from the agenda.	meeting, whether they
division, or matters listed in each	A shareholder may make a proposal	attend the physical
subparagraph of Article 185 of	to promote the public interest or	shareholders' meeting
Company Law, Articles 26-1 and 43-	fulfill social responsibility, but the	or participate by
6 of the Securities and Exchange	procedure shall be limited to one	video, thus, hereby
Act, and Articles 56-1 and 60-2 of	proposal in accordance with Article	amending item two
the Regulations Governing the	172-1 of the Company Act.	and adding item
Offering and Issuance of Securities	The Company shall announce the	four.
by Securities Issuers, it shall list and	acceptance of shareholders'	1001.
explain its main contents in the	proposals, the method of acceptance	
reason for the convening, and shall	in writing or electronically, the place	
not be proposed it as a temporary	of acceptance, and the acceptance	
motion.	period before the closing date of	
	stock transfer before the regular	
The reasons for convening the shareholders' meeting have stated the	shareholders' meeting; the	
general re-election of directors and	acceptance period shall not be less	
supervisors, as well as the date of	than 10 days.	
inauguration. After the re-election of	2	
the shareholders' meeting is	shall be limited to 300 words. If the	
completed, the same meeting shall	number exceeds 300 words, the	
not change their inauguration date	proposal will not be included in the	
through extraordinary motions or	motion; the proposing shareholder	
other means.	shall attend the general shareholders'	
Shareholders who hold more than	meeting in person or by proxy, and	
1% of the total number of issued	participate in the proposal	
shares may submit a proposal to the	discussion.	
Company at the general	The Company shall notify the	
shareholders' meeting, limited to one	proposing shareholders of the results	
proposal, and those with more than	before the notice of convening the	
one proposal will not be included in	shareholders meeting, and list the	
the motion. In addition, if the	resolutions in compliance with the	
proposal proposed by the shareholder	provisions of this article in the	
falls under one of the circumstances	meeting notice. For shareholder	
of subparagraph 4 of Article 172-1 of	proposals that are not included in the	
the Company Law, the board of	resolutions, the board of directors	
the Company Law, the board of	resolutions, the board of directors	

Amended Article	Present Article	Legal Sources of the Amendment (or Explanation)
directors may exclude it from the	shall explain the reasons for not	
motion.	including them at the shareholders'	
Shareholders may put forward	meeting.	
proposals to urge the Company to		
promote public interests or fulfill its		
social responsibilities. The procedure		
shall be limited to one proposal in		
accordance with the relevant		
provisions of Article 172-1 of the		
Company Law. Those with more		
than one proposal will not be		
included in the motion.		
The Company shall announce the		
acceptance of shareholders'		
proposals, the method of acceptance		
in writing or electronically, the place		
of acceptance, and the acceptance		
period before the closing date of		
stock transfer before the regular		
shareholders' meeting; the		
acceptance period shall not be less		
than 10 days.		
Proposals proposed by shareholders		
shall be limited to 300 words. If the		
number exceeds 300 words, the		
proposal will not be included in the		
motion; the proposing shareholder		
shall attend the general shareholders'		
meeting in person or by proxy, and		
participate in the proposal discussion.		
The Company shall notify the		
proposing shareholders of the results		
before the notice of convening the		
shareholders meeting, and list the		
resolutions in compliance with the		
provisions of this article in the		
meeting notice. For shareholder		
proposals that are not included in the		
resolutions, the board of directors		
shall explain the reasons for not		
including them at the shareholders'		
meeting.		

Amended Article	Present Article	Legal Sources of the Amendment (or Explanation)
Article 4	Article 4	1. Item one to item three
Shareholders may issue a power of	Shareholders may issue a power of	are not amended.
attorney issued by the Company at	attorney issued by the Company at	2. If a shareholder has
each shareholders meeting,	each shareholders meeting,	appointed a proxy to
specifying the scope of authorization	specifying the scope of authorization	attend a shareholders'
and entrusting an agent to attend the	and entrusting an agent to attend the	meeting, after the
shareholders' meeting.	shareholders' meeting.	proxy form has been
A shareholder shall issue a power of	A shareholder shall issue a power of	delivered to the
attorney, and only one person shall	attorney, and only one person shall	Company, the
be entrusted, which shall be	be entrusted, which shall be	shareholder who
delivered to the Company 5 days	delivered to the Company 5 days	wishes to attend the
before the shareholders' meeting. If	before the shareholders' meeting. If	shareholders' meeting
there are duplicates of the power of	there are duplicates of the power of	by video shall notify
attorney, the one delivered first shall	attorney, the one delivered first shall	the Company in
prevail. However, it is not limited to	prevail. However, it is not limited to	writing of the
those who declare to revoke the	those who declare to revoke the	revocation of the
previous entrustment.	previous entrustment.	proxy two days prior
After the power of attorney is	After the power of attorney is	to the shareholders'
delivered to the Company,	delivered to the Company,	meeting, thus, hereby
shareholders who wish to attend the	shareholders who wish to attend the	adding item four.
shareholders' meeting in person or to	shareholders' meeting in person or to	
exercise their voting rights in writing	exercise their voting rights in writing	
or electronically shall notify the	or electronically shall notify the	
Company in writing of the	Company in writing of the	
1 7 7	revocation of the proxy 2 days before	
the shareholders' meeting; The	the shareholders' meeting; The voting	
voting rights exercised by the person	rights exercised by the person	
present shall prevail.	present shall prevail.	
After the power of attorney is		
delivered to the Company,		
shareholders who wish to attend the		
shareholders' meeting by video		
conference shall notify the Company		
in writing of the revocation of the		
proxy 2 days before the shareholders'		
meeting. In case of overdue		
revocation, the voting rights		
exercised by the proxy shall prevail.		1 771
Article 5 (Principles for the venue	Article 5 (Principles for the venue	1. The existing provision
and time of shareholders' meeting)	and time of shareholders' meeting)	is moved to item one
The venue of the shareholders'	The venue of the shareholders'	and the content is not
meeting shall be the location of the	meeting shall be the location of the	amended.

Amended Article	Present Article	Legal Sources of the Amendment (or Explanation)
Company or a venue that is	Company or a venue that is	2. Item two is added to
convenient for shareholders to attend and suitable for the shareholders' meeting. The meeting shall not start earlier than 9:00 a.m. or later than 3:00 p.m. The opinions of the independent directors on the venue and time of the meeting shall be fully considered. <u>When a video-conference</u> <u>shareholders' meeting is held, it is</u>	convenient for shareholders to attend and suitable for the shareholders' meeting. The meeting shall not start earlier than 9:00 a.m. or later than 3:00 p.m. The opinions of the independent directors on the venue and time of the meeting shall be fully considered.	specify that when the Company holds a video shareholders' meeting, there is no restriction on the location of the meeting.
not subject to the venue restriction of		
the preceding paragraph.		
Article 6 (Preparation of Signature	Article 6 (Preparation of Signature	1. Item four to item six
Books and Other Documents)	Books and Other Documents)	were not amended.
The Company shall state the time	The Company shall state the time	2. In order to specify the
and place of the registration of the	and place of the registration of the	time and procedure for
accepting shareholders, solicitors,	accepting shareholders, as well as	shareholders to report
and fiduciary agents (hereinafter	other matters that should be noted in	to the meeting, thus,
referred to as shareholders), as well	the meeting notice.	hereby amending the
as other matters that should be noted	The time for accepting shareholders'	item two.
in the meeting notice.	registration in the preceding	3. In accordance with the
The time for accepting shareholders'	paragraph shall be at least 30 minutes	short title of the
registration in the preceding	before the start of the meeting; the	shareholders, thus,
paragraph shall be at least 30 minutes	registration office shall be clearly	hereby amending item
before the start of the meeting; the	labeled; and appropriate and	three.
registration office shall be clearly	competent personnel shall be	4. If a shareholder
labeled; and appropriate and	assigned to handle it	wishes to attend a
competent personnel shall be	Shareholders and their proxies	shareholders' meeting
assigned to handle it. The time for	(collectively, "shareholders") should	by video, he/she
accepting shareholders' registration	present the attendance card or other	should register with
shall be at least 30 minutes before	attendance certificate to attend the	the Company two
the start of the shareholders' video-	shareholders meeting. The Company	days before the
conference meeting. The	shall not arbitrarily add other	meeting, thus, hereby
shareholders' video-conference	documents to the certification documents for shareholders'	adding item seven. 5. In order to allow
platform accepts shareholders' registration. Shareholders who		
	attendance; the applicant who is	shareholders attending
complete the registration are deemed to have attended the shareholders'	soliciting the power of attorney should bring identification	by video to view the handbook, annual
meeting in person.	documents for verification.	report and other
<u>Shareholders</u> should present the	The Company shall set up a signature	related information,
attendance card or other attendance	book for the attending shareholders	the Company shall
attendance card of other attendance	sook for the attending shareholders	the Company shan

Amended Article	Present Article	Legal Sources of the Amendment
		(or Explanation)
certificate to attend the shareholders	to sign in, or the attending	upload them to the
meeting. The Company shall not	shareholders shall hand in the sign-in	video conference
arbitrarily add other documents to	card to sign in on their behalf.	platform of the
the certification documents for	The Company shall deliver the	shareholders' meeting,
shareholders' attendance; the	annual shareholders' meeting	thus, hereby adding
applicant who is soliciting the power	handbook, annual report, attendance	item eight.
of attorney should bring	certificate, speaker slips, voting slips	
identification documents for	and other meeting materials to	
verification.	shareholders present at the	
The Company shall set up a signature	shareholders' meeting. If there is an	
book for the attending shareholders	election of directors and supervisors,	
to sign in, or the attending	an additional ballot shall be attached.	
shareholders shall hand in the sign-in	When the government or legal	
card to sign in on their behalf.	person is a shareholder, the number	
The Company shall deliver the	of representatives attending the	
annual shareholders' meeting	shareholders' meeting is not limited	
handbook, annual report, attendance	to one. When a legal person is	
certificate, speaker slips, voting slips	entrusted to attend the shareholders'	
and other meeting materials to	meeting, only one representative may	
shareholders present at the	be appointed to attend the meeting.	
shareholders' meeting. If there is an		
election of directors and supervisors,		
an additional ballot shall be attached.		
When the government or legal		
person is a shareholder, the number		
of representatives attending the		
shareholders' meeting is not limited		
to one. When a legal person is		
entrusted to attend the shareholders'		
meeting, only one representative may		
be appointed to attend the meeting.		
If the shareholders' meeting is held		
by video conference, shareholders		
who wish to attend by video		
conference should register with the		
Company 2 days before the		
shareholders' meeting.		
If the shareholders' meeting is held		
by video conference, the Company		
shall upload the annual shareholders'		
meeting handbook, annual report and		
other relevant materials to the video		

Amended Article	Present Article	Legal Sources of the Amendment (or Explanation)
conference platform of the		
shareholders' meeting at least 30		
minutes before the start of the		
meeting, and continue to disclose it		
until the end of the meeting.		
Article 6-1 (Convening a video		1. Addition of this
conference of the shareholders'		article.
meeting, matters to be included in		2. In order to inform
the notice of convening the		shareholders of their
shareholders' meeting)		rights and restrictions
When the Company holds a video		on participation in
conference of the shareholders'		shareholders'
meeting, the following matters shall		meetings, hereby
be specified in the notice of		stipulate that the
convening the shareholders' meeting:		notice of shareholders'
1. Shareholders' participation in the		meeting shall include
video conference and the method		the method of
of exercising their rights.		shareholders'
2. The handling of obstacles caused		participation in video
by natural disasters, incidents or		conferences and the
other force majeure events to the		exercise of related
video conference platform or		rights, the handling of
participation in video conferences		any impediment to
shall include at least the following		participation on the
items:		video conference
a. The time at which the pre-		platform or by means
occupational obstacle persists		of video
and cannot be ruled out causing		communication due to
the meeting to be adjourned or		natural disasters,
resumed, and the date of the		events or other force
meeting if it is to be postponed		majeure, at least the
or resumed.		date of the
b. Shareholders who have not		adjournment or
registered to participate in the		renewal of the
original shareholders' meeting		meeting and the
by video conference shall not		duration of the
participate in the extension or		suspension of the
continuation of the meeting.		meeting, and the
c. When holding a video-assisted		handling of any failure
shareholders' meeting, if the		to make an interim
video conference cannot be		motion on all motions.

Amended Article	Present Article	Legal Sources of the Amendment (or Explanation)
continued, after deducting the		The Company shall
number of shares attending the		provide appropriate
shareholders meeting by video		alternative measures
conference, the total number of		for shareholders who
shares attending the		have difficulties in
shareholders' meeting reaches		participating in the
the statutory quota for the		shareholders' meeting
shareholders' meeting, and the		by means of video,
shareholders' meeting should		when the Company
continue. Shareholders who		convenes a video
participate by video conference,		shareholders' meeting,
the number of shares attended		or when the meeting is
shall be included in the total		adjourned or
number of shareholder shares		postponed, or in
present, and all resolutions of		accordance with
the shareholders' meeting shall		Article 44(20)(1), (2),
be deemed as abstaining from		(4) and (5) of the
voting.		Regulations
d. <u>The handling method in the</u>		Governing the
event that all the motions have		Administration of
been announced, but no		Shareholder Services
provisional motion has been		of Public Companies,
made.		or when the results of
To convene a shareholders' video		all motions have been
<u>conference</u> , and to specify		announced and no
appropriate alternatives to		provisional motions
shareholders who have difficulty		have been made.
participating in shareholders'		nave been made.
meeting by video.		
		1. T. 1
Article 8 (Audio Recording or Video	Article 8 (Audio Recording or Video	1. Item one and item two
Recording Evidence Preservation of	Recording Evidence Preservation of	are not amended.
the Shareholders' Meeting)	the Shareholders' Meeting)	2. With reference to
The Company shall record the whole	The Company shall record the whole	Article 183 of the
process of shareholder registration,	process of shareholder registration,	Company Act and Article 18 of the
meeting, voting, and vote counting	meeting, voting, and vote counting	
process continuously and uninterruptedly from the time of	process continuously and uninterruptedly from the time of	Regulations Governing Procedure
acceptance of shareholder	acceptance of shareholder	for Board of Directors
registration.	registration.	Meeting of Public
The audio-visual materials in the	The audio-visual materials in the	Companies, it is
preceding paragraph shall be kept for	preceding paragraph shall be kept for	stipulated that the
proceeding paragraph shall be kept for	proceeding paragraph shall be kept for	supulated that the

at least 1 year. However, if a shareholder files a lawsuit in accordance with Article 189 of the Company Law, it shall be kept until the lawsuit is concluded.at least 1 year. However, if a shareholder files a lawsuit in accordance with Article 189 of the the lawsuit is concluded.Company Law, if a company Law, it shall be kept until the lawsuit is concluded.Company Law, it shall be kept until the lawsuit is concluded.company Law, it shall be kept until the lawsuit is concluded.questioning, vi and the results Company's vo	l keep porting, oting of the
shareholder files a lawsuit in accordance with Article 189 of the Company Law, it shall be kept until the lawsuit is concluded.shareholder files a lawsuit in accordance with Article 189 of the Company Law, it shall be kept until the lawsuit is concluded.records of the registration, registration, re questioning, v 	porting, oting of the
Company Law, it shall be kept until the lawsuit is concluded.Company Law, it shall be kept until the lawsuit is concluded.registration, re questioning, v and the results	oting of the
Company Law, it shall be kept until the lawsuit is concluded.Company Law, it shall be kept until the lawsuit is concluded.registration, re questioning, v 	oting of the
the lawsuit is concluded.the lawsuit is concluded.questioning, vIf the shareholders' meeting is heldand the results	oting of the
If the shareholders' meeting is held and the results	of the
by video conference, the Company Company's vo	ta
	le
shall record and save the counting of	
shareholders' registration, shareholders, a	and that
questioning, voting and Company the Company s	shall
vote counting results, and record	
video the entire video conference entire video	
without interruption. conference with	thout
The above-mentioned materials and interruption ar	ıd keep
audio and video recordings shall be it properly dur	ing the
properly preserved by the Company Company's ex	
during the period of existence, and and at the same	
the audio and video recordings shall provide the pe	
be provided to those who are entrusted to have be provided to those who are	
entrusted to handle video conference video conference	
affairs for preservation. affairs, thus, h	
If the shareholders' meeting is held adding the iter	n three
by video conference, the Company and item four.	
should record the background 3. In order to pre	
operation interface of the video much information	
<u>conference platform.</u> about the vide	0
conference as	1
possible, in ad	
item three, wh	
stipulates that	
Company shal	
continuously a	
uninterrupted and tage the etc.	-
and tape the envideo conference video co	
also appropria	-
record and tap	
backstage oper	
interface of the	
conference; th	
hereby adding	
five.	

Amended Article	Present Article	Legal Sources of the Amendment (or Explanation)
Article 9	Article 9	1. Item two to item five
Attendance at the shareholders'	Attendance at the shareholders'	are not amended.
meeting shall be calculated on the	meeting shall be calculated on the	2. In order to specify that
basis of shares. The number of shares	basis of shares. The number of shares	when the Company's
attended is calculated by adding the	attended is calculated by adding the	shareholders' meeting
number of shares registered in the	number of shares registered in the	is held by means of a
signature book or the sign-in card	signature book or the sign-in card,	video conference, the
and the video conferencing platform,	plus the number of shares exercising	number of shares of
plus the number of shares exercising	voting rights in writing or	shareholders who
voting rights in writing or	electronically.	have reported by
electronically.	When the meeting starts, the	video shall be added
When the meeting starts, the	chairman shall announce the start of	to the calculation of
chairman shall announce the start of	the meeting, and announce the	the total number of
the meeting, and announce the	number of non-voting rights and the	shares present, thus,
number of non-voting rights and the	number of shares attended.	hereby amending item
number of shares attended.	However, if no shareholders	one.
However, if no shareholders	representing more than half of the	3. In the event that the
representing more than half of the	total number of issued shares are	Chairman of the
total number of issued shares are	present, the chairman may announce	Company announces
present, the chairman may announce	the postponement of the meeting.	the suspension of the
the postponement of the meeting.	The number of postponements shall	shareholders' meeting
The number of postponements shall	be limited to two times, and the total	by video conference,
be limited to two times, and the total	postponement time shall not exceed	the Company shall
postponement time shall not exceed	1 hour. If there are not enough	announce the
1 hour. If there are not enough	shareholders representing more than	suspension of the
shareholders representing more than	one-third of the total number of	meeting on the video
one-third of the total number of	issued shares to attend after two	conference platform in
issued shares to attend after two	postponements, the chairman will	order to notify the
postponements, the chairman will	announce the failure to be convened	shareholders
announce the failure to be convened	for lack of a quorum <u>.</u>	immediately, thus,
for lack of a quorum <u>. If the</u>	If the number of shareholders who	hereby amending the
shareholders' meeting is held by	represent more than one-third of the	item three.
video conference, the Company shall	total number of issued shares is	4. If the Company
also announce the failure to be	present after the second	resolves to convene a
convened for lack of a quorum on the	postponement in the preceding	separate shareholders'
video conference platform of the	paragraph, a false resolution may be	meeting, shareholders
shareholders' meeting.	made in accordance with Paragraph 1	who wish to attend the
If the number of shareholders who	of Article 175 of the Company Law,	meeting by video shall
represent more than one-third of the	and the false resolution shall be	register with the
total number of issued shares is	notified to each party. Shareholders	Company, thus,
present after the second	shall convene the shareholders	hereby amending item
postponement in the preceding	meeting again within one month	four.

Amended Article	Present Article	Legal Sources of the Amendment (or Explanation)
paragraph, a false resolution may be made in accordance with Paragraph 1 of Article 175 of the Company Law, and the false resolution shall be notified to each party. Shareholders shall convene the shareholders meeting again within one month; if the shareholders' meeting is held by video conference, shareholders who wish to attend by video conference shall re-register with the Company in accordance with Article 6. Before the end of the current meeting, if the number of shares represented by shareholders present reaches more than half of the total number of issued shares, the chairman may re-submit the false resolution to the shareholders' meeting for voting in accordance with Article 174 of the Company	Before the end of the current meeting, if the number of shares represented by shareholders present reaches more than half of the total number of issued shares, the chairman may re-submit the false resolution to the shareholders' meeting for voting in accordance with Article 174 of the Company Act.	
Act. Article 11 (Shareholder's Speech) Before attending shareholders' speech, they must fill in a speaking slip stating the main point of the speech, the shareholder's account number (or attendance number) and account name, and the chairman will determine the order of their speeches. The shareholders present who only put forward a speaking slip without speaking are deemed to have not spoken. If the content of the speech is inconsistent with the record of the speaking slip, the content of the speaking slip, the content of the speech shall prevail. Each shareholder's speech on the same proposal shall not exceed 2 times without the consent of the chairman, and each time shall not exceed 5 minutes. However, if the	Article 11 (Shareholder's Speech) Before attending shareholders' speech, they must fill in a speaking slip stating the main point of the speech, the shareholder's account number (or attendance number) and account name, and the chairman will determine the order of their speeches. The shareholders present who only put forward a speaking slip without speaking are deemed to have not spoken. If the content of the speech is inconsistent with the record of the speaking slip, the content of the speaking slip, the content of the speech shall prevail. Each shareholder's speech on the same proposal shall not exceed 2 times without the consent of the chairman, and each time shall not exceed 5 minutes. However, if the	 Item one to item six are not amended. In order to specify the manner, procedures and restrictions for shareholders who participate in shareholders' meetings by video, thus, hereby adding item seven. In order to help other shareholders understand the content of the questions asked by the shareholders, except for those questions that are not related to the topics of the shareholders' meeting, which can be

Amended Article	Present Article	Legal Sources of the Amendment (or Explanation)
shareholder's speech violates the	shareholder's speech violates the	screened, and the
regulations or exceeds the scope of	regulations or exceeds the scope of	questions asked by the
the agenda, the chairman may stop	the agenda, the chairman may stop	shareholders should
him/her from speaking.	him/her from speaking.	be disclosed on the
When a shareholder is present to	When a shareholder is present to	video platform; thus,
speak, other shareholders shall not	speak, other shareholders shall not	hereby adding item
interfere with their speech unless	interfere with their speech unless	eight.
they have obtained the consent of the	they have obtained the consent of the	
chairman and the speaking	chairman and the speaking	
shareholder, and the chairman shall	shareholder, and the chairman shall	
stop the violation.	stop the violation.	
When a corporate shareholder	When a corporate shareholder	
appoints 2 or more representatives to	appoints 2 or more representatives to	
attend the shareholders' meeting,	attend the shareholders' meeting,	
only 1 person may speak on the same	only 1 person may speak on the same	
proposal.	proposal.	
After attending shareholders'	After attending shareholders'	
speeches, the chairman may reply in	speeches, the chairman may reply in	
person or designate a relevant	person or designate a relevant	
personnel.	personnel.	
When a shareholders' meeting is held		
by video conference, participants by		
video conference may ask questions		
in text on the video conference		
platform of the shareholders' meeting		
after the chairman announces the		
start of the meeting and before the		
announcement of the adjournment of		
the meeting. The number of		
questions asked for each motion shall		
not exceed 2 times, each time shall		
be limited to 200 words, and the		
provisions of items 1 to 5 shall not		
apply.		
If the question mentioned in the preceding paragraph does not violate		
the regulations or does not exceed		
the scope of the motion, it is		
advisable to expose the question on		
the video conference platform of the		
shareholders' meeting for public		
knowledge.		

Amended Article	Present Article	Legal Sources of the Amendment (or Explanation)
Article 13	Article 13	1. Items one to three and
Shareholders have one voting right	Shareholders have one voting right	items five to eight are
per share, except those who are	per share, except those who are	not amended.
restricted or have no voting rights as	restricted or have no voting rights as	2. In order to clarify that
listed in Paragraph 2 of Article 179	listed in Paragraph 2 of Article 179	a shareholder who,
of the Company Law.	of the Company Law.	after exercising his or
When the Company convenes a	When the Company convenes a	her voting rights in
shareholders' meeting, it shall use	shareholders' meeting, it shall use	writing or
electronic means and may exercise	electronic means and may exercise	electronically, wishes
its voting rights in writing; when it	its voting rights in writing; when it	to attend a
exercises its voting rights in writing	exercises its voting rights in writing	shareholders' meeting
or electronically, its exercise method	or electronically, its exercise method	by video instead,
shall be specified in the notice of	shall be specified in the notice of	should first revoke it
convening the shareholders' meeting.	convening the shareholders' meeting.	in the same manner as
Shareholders who exercise their	Shareholders who exercise their	exercising his or her
voting rights in writing or	voting rights in writing or	voting rights, thus,
electronically are deemed to have	electronically are deemed to have	hereby amending item
attended the shareholders' meeting in	attended the shareholders' meeting in	four.
person. However, the provisional	person. However, the provisional	3. If the shareholders'
motion and the amendment to the	motion and the amendment to the	meeting is convened
original proposal at the shareholders'	original proposal at the shareholders'	by video conference,
meeting shall be regarded as an	meeting shall be regarded as an	in order to provide
abstention. Therefore, the Company	abstention. Therefore, the Company	sufficient time for
should refrain from putting forward	should refrain from putting forward	shareholders
the provisional motion and the	the provisional motion and the	participating by video
amendment to the original proposal.	amendment to the original proposal.	to vote, from the time
In the case of exercising voting rights	In the case of exercising voting rights	the chairman
in writing or electronically in the	in writing or electronically in the	announces the
preceding paragraph, the statement	preceding paragraph, the statement	opening of the
of intent shall be delivered to the	of intent shall be delivered to the	meeting to the time
Company 2 days before the	Company 2 days before the	when the voting is
shareholders' meeting. However,	shareholders' meeting. However,	announced, voting on
those who express their intentions	those who express their intentions	each original motion
before the declaration of revocation	before the declaration of revocation	can be conducted;
are not subject to this limitation.	are not subject to this limitation.	thus, hereby adding
After shareholders exercise their	After shareholders exercise their	items nine and ten.
voting rights in writing or	voting rights in writing or	4. If a shareholder who
electronically, if they wish to attend	electronically, if they wish to attend	has registered for a
the shareholders' meeting in person	the shareholders' meeting in person,	video-assisted
or by video, they shall revoke their	they shall revoke their intention to	shareholders' meeting
intention to exercise the voting rights	exercise the voting rights in the	wishes to attend a
in the preceding paragraph 2 days	preceding paragraph 2 days before	physical shareholders'

Amended Article	Present Article	Legal Sources of the Amendment (or Explanation)
before the shareholders' meeting in	the shareholders' meeting in the	meeting in person
the same manner as the exercise of	same manner as the exercise of	instead, he or she shall
voting rights; or the voting rights	voting rights; or the voting rights	cancel the registration
exercised electronically. If voting	exercised electronically. If voting	in the same manner as
rights are exercised in writing or	rights are exercised in writing or	the registration two
electronically and a proxy is	electronically and a proxy is	days prior to the
entrusted to attend the shareholders'	entrusted to attend the shareholders'	shareholders' meeting;
meeting by proxy, the voting rights	meeting by proxy, the voting rights	if he or she cancels the
that are entrusted to attend and	that are entrusted to attend and	registration after the
exercise shall prevail.	exercise shall prevail.	deadline, he or she
Unless otherwise stipulated by the	Unless otherwise stipulated by the	may only participate
Company Law and the Articles of	Company Law and the Articles of	in the shareholders'
Corporate by-laws, voting on the	Corporate by-laws, voting on the	meeting by video;
motion shall be approved by the	motion shall be approved by the	thus, hereby adding
consent of more than half of the	consent of more than half of the	item eleven.
voting rights of the shareholders	voting rights of the shareholders	5. In accordance with the
present. When voting, the chairman	present. When voting, the chairman	Ministry of Economic
or his designee shall announce the	or his designee shall announce the	Affairs' letter on
-	_	February 24, 2021,
total number of voting rights of the	total number of voting rights of the	Letter No.
shareholders present on a case-by-	shareholders present on a case-by-	
case basis, and then the shareholders	case basis, and then the shareholders	1,110,240,470 and
shall vote on a case-by-case basis.	shall vote on a case-by-case basis.	Letter No.
On the same day after the	On the same day after the	1,110,240,450 of May
shareholders' meeting, the results of	shareholders' meeting, the results of	3, 2021, shareholders
the shareholders' approval, objection	the shareholders' approval, objection	who exercise their
and abstention will be submitted into	and abstention will be submitted into	voting rights
the Market Observation Post System.	the Market Observation Post System.	electronically and who
When there are amendments or	When there are amendments or	have not withdrawn
alternatives to the same motion, the	alternatives to the same motion, the	their intention may not
chairman shall determine the order of		propose amendments
voting on the same motion as the	voting on the same motion as the	to the original motion
original motion. If one of the	original motion. If one of the	and may not exercise
motions has been passed, the other	motions has been passed, the other	their voting rights
motions are deemed to be rejected	motions are deemed to be rejected	again. However, on
and no further voting is required.	and no further voting is required.	the day of the
The examiner and vote-counter for	The examiner and vote-counter for	shareholders' meeting,
voting on the motion shall be	voting on the motion shall be	the shareholder may
designated by the chairman, but the	designated by the chairman, but the	still attend the
examiner shall have the identity of a	examiner shall have the identity of a	shareholders' meeting,
shareholder.	shareholder.	and may propose a
The vote counting for votes or	The vote counting for votes or	provisional motion on
election motions at the shareholders'	election motions at the shareholders'	the spot and exercise

Amended Article	Present Article	Legal Sources of the Amendment (or Explanation)
meeting shall be done in a public	meeting shall be done in a public	his or her voting
place at the shareholders' meeting,	place at the shareholders' meeting,	rights. Considering
and after the vote counting is	and after the vote counting is	that both written and
completed, the votie counting is	completed, the voting results shall be	electronic voting is
announced on the spot, including the	announced on the spot, including the	one of the ways for
weight of the statistics, and a record	weight of the statistics, and a record	shareholders to
shall be made.	shall be made.	exercise their rights,
When convening a video conference	shan oo mado.	and based on the
of the shareholders' meeting,		principle of fair
shareholders who participated by		treatment, written
video conference shall vote on		voting should also
various motions and voting on		follow the previous
election proposals through the video		regulation of
conference platform after the		electronic voting in
chairman announces the start of the		order to protect the
meeting. The voting shall be		shareholders' rights;
completed before the chairman		thus, hereby stipulate
announces the end of voting. Those		in Article 12 that
who exceed the time limit will be		shareholders who
deemed abstention.		exercise their voting
If the shareholders meeting is held by		rights by written or
video conference, after the chairman		electronic means may
announces the close of voting, the		still register to
votes shall be counted at one time,		participate in the
and the voting and election results		shareholders' meeting
shall be announced.		by video if their
When the Company holds a video-		intention has not been
assisted shareholders meeting,		revoked, but they may
shareholders who have registered to		not vote on the
attend the shareholders' meeting by		original motion or the
video-conference in accordance with		amendment to the
the provisions of Article 6, but wish		original motion, and
to attend the physical shareholders'		may not propose an
meeting in person, shall cancel the		amendment to the
registration in the same manner as		original motion,
the registration 2 days before the		except that they may
shareholders' meeting. Those who		propose and exercise
cancel outside the time limit can only		their voting rights on
attend the shareholders' meeting by		the provisional
video conference.		motion.
Those who exercise their voting		
rights in writing or electronically		

Amended Article	Present Article	Legal Sources of the Amendment (or Explanation)
without revoking their intentions and participate in the shareholders' meeting by video conference shall not exercise their voting rights on the original motion or propose amendments to the original motion or exercise the voting rights for amendments to the original motion, except for temporary motions.	Article 15	1. Items and to three are
Article 15 The resolutions of the shareholders' meeting shall be made into minutes, which shall be signed or sealed by the chairman, and the minutes shall be distributed to all shareholders within 20 days after the meeting. The production and distribution of minutes of proceedings may be done electronically. For the distribution of the minutes of the preceding paragraph, the Company may submit it to the Market Observation Post System as an announcement. The meeting minutes shall be recorded in accordance with the year, month, day, venue, name of the chairman, method of resolution, essentials of the proceedings and voting results (including statistical weights). When directors and supervisors are elected, the number of votes received by each candidate should be disclosed. It should be kept permanently during the existence of	Article 15 The resolutions of the shareholders' meeting shall be made into minutes, which shall be signed or sealed by the chairman, and the minutes shall be distributed to all shareholders within 20 days after the meeting. The production and distribution of minutes of proceedings may be done electronically. For the distribution of the minutes of the preceding paragraph, the Company may submit it to the Market Observation Post System as an announcement. The meeting minutes shall be recorded in accordance with the year, month, day, venue, name of the chairman, method of resolution, essentials of the proceedings and voting results (including statistical weights). When directors and supervisors are elected, the number of votes received by each candidate should be disclosed. It should be kept permanently during the existence of	 Item one to three are not amended. In order to facilitate shareholders' understanding of the results of the video conference, alternative measures for the shareholders with digital disparity, and the handling and treatment of disruptions, the Company is required to compile the minutes of the shareholders' meeting to include, in addition to the matters to be recorded in accordance with item three, the starting and ending times of the meeting, the manner of holding the meeting, the names of the chairman and
the Company. <u>If the shareholders' meeting is held</u> <u>by video conference, the minutes of</u> <u>the shareholders' meeting shall</u> <u>record, in addition to the items</u> <u>required to be recorded in the</u> <u>preceding paragraph, the starting and</u>	the Company.	recorder, and the handling and treatment of disruptions in the video conference platform or in the video conference

Amended Article	Present Article	Legal Sources of the Amendment (or Explanation)
ending time of the shareholders' meeting, the method of holding the meeting, the name of the chairman and the minutes, and any natural disasters, incidents or other force majeure, and the handling method when an obstacle occurs to the video conferencing platform or participation by video conferencing. In addition to complying with the provisions of the preceding paragraph when convening a video- conference shareholders meeting, the Company shall specify in the minutes of the meeting the alternative measures provided to shareholders who have difficulty participating in video-conference.		 platform due to natural disasters, events or other force majeure circumstances. Thus, hereby adding the item four. If a video shareholders' meeting is convened, the notice of convening shall specify the appropriate alternative measures for shareholders who have difficulties in participating in the shareholders' meeting by video, alternative measures for such shareholders with digital disparity shall be set forth in the minutes of the meeting; thus, hereby adding item five.
Article 16 (External Announcement) The number of shares acquired by the solicitor, the number of shares <u>represented</u> by the proxy, and the number <u>of shares attended by</u> <u>shareholders in writing or</u> <u>electronically</u> , the Company shall, on the day of the shareholders' meeting, prepare a statistical table in the prescribed format, and make it clear at the shareholders' meeting. If the <u>shareholders' meeting is held by</u> <u>video conference, the Company shall</u> <u>upload the aforementioned</u> <u>information to the video conference</u> <u>platform of the shareholders' meeting</u> <u>at least 30 minutes before the start of</u>	The number of shares acquired by the solicitor and the number of shares represented by the proxy, the Company shall, on the day of the shareholders' meeting, prepare a statistical table in the prescribed format, and make it clear at the shareholders' meeting. If the resolutions of the shareholders' meeting are material information stipulated by laws and regulations or the Taiwan Stock Exchange Corporation (Taipei Exchange), the Company shall transmit the content to the Market Observation Post System within the specified time.	 In order for the shareholders to be informed of the number of shares solicited by the requester and the number of shares represented by proxy, as well as the number of shares attended by written or electronic means, the Company shall clearly reveal this on the floor of the shareholders' meeting. If the Company holds the meeting by video

Amended Article	Present Article	Legal Sources of the Amendment (or Explanation)
the meeting, and continue to disclose		conference, it shall be
it until the end of the meeting.		uploaded to the video
When holding a video conference of		conference platform
the shareholders' meeting and		of the shareholders'
announcing the start of the meeting,		meeting; thus, hereby
the total number of shareholders'		amending item one.
shares present shall be disclosed on		2. In order to enable the
the video conference platform. The		shareholders
same shall apply if the total number		participating in the
of shares and voting rights of the		video conference to
shareholders attending the meeting		know simultaneously
are otherwise counted during the		whether the number of
meeting.		shareholders' right to
If the resolutions of the shareholders'		attend the meeting has
meeting are material information		reached the threshold
stipulated by laws and regulations or		of the shareholders'
the Taiwan Stock Exchange		meeting, it is specified
Corporation (Taipei Exchange), the		that the Company
Company shall transmit the content		shall disclose the total
to the Market Observation Post		number of shares of
System within the specified time.		shareholders present
		on the video
		conference platform at
		the time of
		announcing the
		meeting, and
		subsequently, if there
		are any statistics on
		the total number of
		shares of shareholders
		present and the
		number of voting
		rights, they shall also
		be disclosed on the
		video conference
		platform again, thus,
		hereby adding item
		two.
Article 19 (Information Disclosure		1. Article addition.
by Video Conference)		2. To enable the
If the shareholders' meeting is held		shareholders
by video conference, the Company		participating in the

Amended Article	Present Article	Legal Sources of the Amendment (or Explanation)
shall immediately disclose the voting results and election results of various motions on the video conference platform of the shareholders' meeting in accordance with regulations, and shall continue to disclose for at least 15 minutes after the chairman announces the adjournment of the meeting.		video conference of the shareholders' meeting to be immediately informed of the voting of each motion and the election results, and to regulate sufficient time for information disclosure, hereby adding this article.
Article 20 (Location of the Chairman of the Video Shareholders' Meeting and the Recording Officer) When the Company holds a shareholders' video-conference meeting, the chairman and the recorder shall be at the same place, and the chairman shall announce the address of the place at the time of the meeting.		 Article addition. When the shareholders' meeting is held by video conference and there is no physical meeting place, the chairman and the recorder shall be at the same place in the country, and in order for the shareholders to know the location of the Chairman, the Chairman shall announce the address of his location at the time of the meeting, hereby adding this article.
Article 21 (Handling of Disconnection) If the shareholders' meeting is held by video conference, the Company may provide a simple connection test for shareholders before the meeting, and provide relevant services immediately before and during the meeting to assist in handling technical problems. If the shareholders' meeting is held by video conference, the chairman		 Article addition. In order to reduce the communication problems of video conference, provide a connection test before the meeting and provide relevant services immediately before and during the meeting to help deal

Amended Article	Present Article	Legal Sources of the Amendment (or Explanation)
shall, when announcing the start of		with the technical
the meeting, separately announce		problems of
that there is no need to postpone or		communication by
continue the meeting, except for the		taking into account the
cases stipulated in Paragraph 24,		overseas practice,
Article 44-24 of the Regulations		thus, hereby adding
<u>Governing the Administration of</u>		item one.
Shareholder Services of Public		3. When the Company
Companies. Before the meeting, due		convenes a video
to natural disasters, incidents or other		conference of the
force majeure events, if there is an		shareholders' meeting,
obstacle to the video conference		the Chairman shall
platform or participation by video,		announce at the
which lasts for more than 30		meeting that if there is
minutes, the date of the meeting		an obstacle to the
should be postponed or re-continued		video conference
within 5 days, and the provisions of		platform or to the
Article 182 of Company Law does		participation by video
not apply.		means due to a natural
In the event of the occurrence of the		disaster, event or other
preceding paragraph, the meeting		force majeure, and the
shall be postponed or continued.		obstacle persists for at
Shareholders who have not registered		least 30 minutes, the
to participate in the original		date of the meeting
shareholders meeting by video		shall be convened or
conference shall not participate in the		renewed within five
postponed or continued meeting.		days. The Company,
In accordance with the provisions of		the video conference
Paragraph 2, the meeting should be		platform, the
postponed or continued.		shareholder, the
Shareholders who have registered to		requester or the proxy
participate in the original		are not covered by this
shareholders' meeting by video and		Article if they are
have completed the registration, but		unable to convene or
who do not participate in the		participate in the
postponed or continued meeting,		video conference due
shall have the number of shares		to individual intent or
attended at the original shareholders'		negligence.
meeting, the voting rights they have		4. In the event that the
exercised, and voting rights shall be		Company should
included in the total number of		postpone or adjourn a
shares, voting rights and voting		meeting as described

Amended Article	Present Article	Legal Sources of the Amendment (or Explanation)
rights of shareholders present at the		in item two, in
adjourned or continued meeting.		accordance with
When the shareholders' meeting is		Article 44-2 of the
postponed or reconvened in		Regulations
accordance with the provision of		Governing the
Paragraph 2, the voting and vote		Administration of
counting have been completed, and		Shareholder Services
the voting results or the list of		of Public Companies,
elected directors and supervisors		shareholders who
shall not be re-discussed or resolved.		have not registered to
When convening a video-assisted		participate in the
shareholders' meeting, the second		original shareholders'
paragraph cannot be continued, if the		meeting by video
total number of shares attended by		(including
video conferences still reaches the		requisitionists and
statutory quota for the shareholders'		proxy) shall not
meeting after deducting the number		participate in the
of shares attended by		postponed or
videoconferencing, the shareholders'		adjourned meeting,
meeting shall continue. There is no		thus, hereby adding
need to postpone or renew the		item three in
assembly in accordance with the		conjunction with this.
second paragraph.		As for the convening
In the event that the meeting should		of a video-assisted
be continued in the preceding		shareholders' meeting,
paragraph, the shareholders who		shareholders who
participate in the shareholders'		participated in the
meeting by video conference, the		original physical
number of shares attended shall be		shareholders' meeting
included in the total number of		may continue to
shares of the shareholders present,		participate in the
but all the resolutions of the		adjourned or renewed
shareholders' meeting shall be		meeting in a physical
regarded as abstention.		manner, and this is
The Company shall postpone or		also stated.
reconvene the meeting in accordance		5. If the Company
with the provisions of Paragraph 2,		should postpone or
and shall handle relevant matters in		adjourn a meeting in
accordance with the Provisions set		accordance with the
forth in Article 44-27 of the		provisions of item
Regulations Governing the		two, the number of
Administration of Shareholder		shares present, voting

Amended Article	Present Article	Legal Sources of the Amendment (or Explanation)
Services of Public Companies, the		rights and election
date of the original shareholders'		rights exercised at the
meeting and the provisions of each of		original shareholders'
these articles.		meeting shall be
The latter paragraph of Article 12		included in the
and Paragraph 3 of Article 13 of the		postponed or
Rules for the Use of Power of		adjourned meeting for
Attorney for Public Offering		those shareholders
Companies to Attend Shareholders'		(including
Meetings, and Paragraph 2 of Article		requisitionists and
44-5 and Article 44-10 of the		proxies) who have
Regulations Governing the		registered to attend the
Administration of Shareholder		original shareholders'
Services of Public Companies.		meeting by video
During the period specified in		message and have
Paragraph 1 of Article 44-17, the		completed reporting to
Company shall postpone or		the meeting in
reconvene the date of the		accordance with
shareholders' meeting in accordance		Article 44, Item 23 of
with the provisions of Paragraph 2.		the Regulations
		Governing the
		Administration of
		Shareholder Services
		of Public Companies.
		The total number of
		shares, the number of
		voting rights and the
		number of election
		rights of the
		shareholders present
		at the meeting shall be
		added to item four.
		6. In the event that a
		meeting cannot be
		adjourned due to a
		communication
		problem and a
		shareholders' meeting
		-
		has to be postponed or
		reconvened, the
		motion that the
		previous meeting has

Amended Article	Present Article	Legal Sources of the Amendment (or Explanation)
		completed the polling
		and counting of votes
		and announced the
		voting results or the
		list of elected directors
		and supervisors shall
		be considered as a
		completed resolution
		and need not be
		discussed and
		resolved again, so as
		to reduce the meeting
		time and cost of the
		reconvened meeting,
		thus, hereby adding
		item five.
		7. If, due to force
		majeure
		circumstances, the video conference
		platform or video
		participation is impeded, and the
		physical shareholders'
		meeting is still in
		progress, and if the
		total number of shares
		present still reaches
		the legal quota for the
		shareholders' meeting
		after deducting the
		number of shares
		present at the video
		meeting, the
		shareholders' meeting
		shall continue without
		the need to postpone
		or adjourn the meeting
		in accordance with
		Paragraph 2. Thus,
		hereby adding tem six.
		8. In the event that the

Amended Article	Present Article	Legal Sources of the Amendment (or Explanation)
Amended Article	Present Article	the Amendment (or Explanation) Company should continue the meeting as described in item 2 and no adjournment or continuation of the meeting is required, the number of shares attended by shareholders (including requisitionists and proxies) participating in the shareholders' meeting by way of video communication shall be counted as the total number of shares attended in accordance with Article 44, paragraph
		 Article 44, paragraph 25, of the Regulations Governing the Administration of Shareholder Services of Public Companies, provided that all motions for that shareholders' meeting shall be deemed to be abstained from voting, thus, hereby adding item seven. 9. In consideration of the fact that the adjournment or renewal of the shareholders' meeting
		due to the previous interruption is the same as the original shareholders' meeting, I do not need to

reopen the shareholders' meeting in accordance with the provisions of Article 44(27) of the Regulations Governing the Administration of Shareholder Services of Public Companies of Public Companies of Public Companies of Public Companies of Public Companies of Public Companies of the shareholders' meeting. Thus, hereby adding item eight. 10. In addition, when the video conference of the shareholders' meeting has been adjourned, the latter paragraph of Article 12 and Item 3 of Article 13 of the Regulations Governing the Use of Proxies for Articedate at Shareholder Meetings of Public Companies, Item 2 of Article 44, and Item 1 of Article 44, and Item 1 of Article 44, and Item 1 of Article 44. 17 of the Regulations Governing the Administration of Shareholder Services of Public Companies must be disclosed to the shareholders on	Amended Article	Present Article	Legal Sources of the Amendment (or Explanation)
shareholders' meeting in accordance with the provisions of Article 44(27) of the Regulations Governing the Administration of Shareholder Services of Public Companies for the date of the adjournment or renewal of the shareholders' meeting. Thus, hereby adding item eight. 10. In addition, when the video conference of the shareholders' meeting has been adjourned, the latter paragraph of Article 12 and Item 3 of Article 13 of the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, Item 2 of Article 44-5, Item 15 of Article 44, and Item 1 of Article 44- 17 of the Regulations Governing the Administration of Shareholder Services of Public Companies must be disclosed to the shareholders on			
in accordance with the provisions of Article 44(27) of the Regulations Governing the Administration of Shareholder Services of Public Companies for the date of the adjournment or renewal of the shareholders' meeting. Thus, hereby adding item eight. 10. In addition, when the video conference of the shareholders' meeting has been adjourned, the latter paragraph of Article 12 and Item 3 of Article 13 of the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, Item 2 of Article 44-5, Item 15 of Article 44-5, Item 15 of Article 44-5, Item 15 of Article 44, and Item 1 of Article 44- 17 of the Regulations Governing the Administration of Shareholder Services of Public Companies must be disclosed to the shareholders on			-
provisions of Article 44(27) of the Regulations Governing the Administration of Shareholder Services of Public Companies for the date of the adjournment or renewal of the shareholders' meeting. Thus, hereby adding item eight. 10. In addition, when the video conference of the shareholders' meeting has been adjourned, the latter paragraph of Article 12 and Item 3 of Article 13 of the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, Item 12 of Article 44, and Item 1 of Article 44. 17 of the Regulations Governing the Administration of Shareholder Services of Public Companies must be disclosed to the shareholders on			
44(27) of the Regulations Governing the Administration of Shareholder Services of Public Companies for the date of the adjournment or renewal of the shareholders' meeting. Thus, hereby adding item eight.10. In addition, when the video conference of the shareholders' meeting has been adjourned, the latter paragraph of Article 12 and Item 3 of Article 13 of the Regulations Governing the Use of Proxies for Attendance at Shareholder Shareholder Attendance at Shareholder Attendance at Shareholder Attendance at Shareholder Shareholder Soreming the Use of Proxies for Attendance at Shareholder Attendance at Shareholder Atteile 44-5, Item 15 of Article 44-17 of the Regulations Governing the Administration of Shareholder Services of Public Companies must be disclosed to the shareholders on			
RegulationsGoverning the Administration of Shareholder Services of Public Companies for the date of the adjournment or renewal of the shareholders' meeting. Thus, hereby adding item eight.10. In addition, when the video conference of the shareholders' meeting hot Article 12 and Item 3 of Article 13 of the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, Item 2 of Article 44-5, Item 15 of Article 44-5, Item 15 of Article 44-17 of the Regulations Governing the Administration of Shareholder Services of Public Companies, Item 2 of Article 44-5, Item 15 of Article 44-5, Ite			
Governing the Administration of Shareholder Services of Public Companies for the date of the adjournment or renewal of the shareholders' meeting. Thus, hereby adding item eight. 10. In addition, when the video conference of the shareholders' meeting has been adjourned, the latter paragraph of Article 12 and Item 3 of Article 13 of the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, Item 2 of Article 44-5, Item 15 of Article 44, and Item 1 of Article 44- 17 of the Regulations Governing the Administration of Shareholder Services of Public Companies			
Administration of Sharcholder Services of Public Companies for the date of the adjournment or renewal of the sharcholders' meeting. Thus, hereby adding item eight.10. In addition, when the video conference of the sharcholders' meeting has been adjourned, the latter paragraph of Article 12 and Item 3 of Article 13 of the Regulations Governing the Use of Proxies for Attendance at Sharcholder Meetings of Public Companies, Item 2 of Article 44-5, Item 15 of Article 44- 17 of the Regulations Governing the Administration of Shareholder Services of Public Companies net of Article 44-sing the security of Article 44- sing of Public Companies, Item 2 of Article 44- sing of Public Companies, Item 15 of Article 44- sing of Public Companies, Item 16 of Article 44- sing of Public Companies, Item 2 of Article 44- sing of Public Companies, Item 3 of Shareholder Services of Public Companies of Shareholder Services of Public Companies of Public Companies of Shareholder Services of Public Companies must be disclosed to the shareholders on the shareholders on			
Shareholder Services of Public Companies for the date of the adjournment or renewal of the shareholders' meeting. Thus, hcreby adding item eight. 10. In addition, when the video conference of the shareholders' meeting has been adjourned, the latter paragraph of Article 12 and Item 3 of Article 13 of the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, Item 2 of Article 44-5, Item 15 of Article 44- 17 of the Regulations Governing the Administration of Shareholder Services of Public Companies must be disclosed to the shareholders on			_
of Public Companies for the date of the adjournment or renewal of the shareholders' meeting. Thus, hereby adding item eight. 10. In addition, when the video conference of the shareholders' meeting has been adjourned, the latter paragraph of Article 12 and Item 3 of Article 13 of the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, Item 2 of Article 44-5, Item 15 of Article 44-5, Item 15 of Article 44-17 of the Regulations Governing the Administration of Shareholder Services of Public Companies must be disclosed to the shareholders on			
for the date of the adjournment or renewal of the shareholders' meeting. Thus, hereby adding item cight. 10. In addition, when the video conference of the shareholders' meeting has been adjourned, the latter paragraph of Article 12 and Item 3 of Article 13 of the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, Item 2 of Article 44-5, Item 15 of Article 44-5, Item 15 of Article 44-17 of the Regulations Governing the Administration of Shareholder Servicess of Public Companies must be disclosed to the shareholders on			
renewal of the shareholders' meeting. Thus, hereby adding item eight. 10. In addition, when the video conference of the shareholders' meeting has been adjourned, the latter paragraph of Article 12 and Item 3 of Article 13 of the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, Item 2 of Article 44-5, Item 15 of Article 44-, and Item 1 of Article 44- 17 of the Regulations Governing the Administration of Shareholder Services of Public Companies must be disclosed to the shareholders on			-
renewal of the shareholders' meeting. Thus, hereby adding item eight. 10. In addition, when the video conference of the shareholders' meeting has been adjourned, the latter paragraph of Article 12 and Item 3 of Article 13 of the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, Item 2 of Article 44-5, Item 15 of Article 44-, and Item 1 of Article 44- 17 of the Regulations Governing the Administration of Shareholder Services of Public Companies must be disclosed to the shareholders on			adjournment or
Thus, hereby adding item eight.10. In addition, when the video conference of the shareholders' meeting has been adjourned, the latter paragraph of Article 12 and Item 3 of Article 13 of the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, Item 2 of Article 44-5, Item 15 of Article 44-, and Item 1 of Article 44- 17 of the Regulations Governing the Administration of Shareholder Services of Public Companies must be disclosed to the shareholders on			
Thus, hereby adding item eight.10. In addition, when the video conference of the shareholders' meeting has been adjourned, the latter paragraph of Article 12 and Item 3 of Article 13 of the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, Item 2 of Article 44-5, Item 15 of Article 44-, and Item 1 of Article 44- 17 of the Regulations Governing the Administration of Shareholder Services of Public Companies must be disclosed to the shareholders on			shareholders' meeting.
 10. In addition, when the video conference of the shareholders' meeting has been adjourned, the latter paragraph of Article 12 and Item 3 of Article 13 of the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, Item 15 of Article 44-5, Item 15 of Article 44-17 of the Regulations Governing the Administration of Shareholder Services of Public Companies must be disclosed to the shareholders on the shareholders on 			Thus, hereby adding
video conference of the shareholders' meeting has been adjourned, the latter paragraph of Article 12 and Item 3 of Article 13 of the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, Item 2 of Article 44-5, Item 15 of Article 44, and Item 1 of Article 44- 17 of the Regulations Governing the Administration of Shareholder Services of Public Companies must be disclosed to the shareholders on			item eight.
the shareholders' meeting has been adjourned, the latter paragraph of Article 12 and Item 3 of Article 13 of the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, Item 2 of Article 44-5, Item 15 of Article 44, and Item 1 of Article 44- 17 of the Regulations Governing the Administration of Shareholder Services of Public Companies must be disclosed to the shareholders on			10. In addition, when the
meeting has been adjourned, the latter paragraph of Article 12 and Item 3 of Article 13 of the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, Item 2 of Article 44-5, Item 15 of Article 44, and Item 1 of Article 44- 17 of the Regulations Governing the Administration of Shareholder Services of Public Companies must be disclosed to the shareholders on			video conference of
adjourned, the latter paragraph of Article 12 and Item 3 of Article 13 of the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, Item 2 of Article 44-5, Item 15 of Article 44, and Item 1 of Article 44- 17 of the Regulations Governing the Administration of Shareholder Services of Public Companies must be disclosed to the shareholders on			the shareholders'
paragraph of Article 12 and Item 3 of Article 13 of the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, Item 2 of Article 44-5, Item 15 of Article 44, and Item 1 of Article 44- 17 of the Regulations Governing the Administration of Shareholder Services of Public Companies must be disclosed to the shareholders on			
12 and Item 3 of Article 13 of the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, Item 2 of Article 44-5, Item 15 of Article 44, and Item 1 of Article 44- 17 of the Regulations Governing the Administration of Shareholder Services of Public Companies must be disclosed to the shareholders on			adjourned, the latter
Article 13 of the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, Item 2 of Article 44-5, Item 15 of Article 44, and Item 1 of Article 44- 17 of the Regulations Governing the Administration of Shareholder Services of Public Companies must be disclosed to the shareholders on			
Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, Item 2 of Article 44-5, Item 15 of Article 44-, and Item 1 of Article 44- 17 of the Regulations Governing the Administration of Shareholder Services of Public Companies must be disclosed to the shareholders on			
Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, Item 2 of Article 44-5, Item 15 of Article 44, and Item 1 of Article 44- 17 of the Regulations Governing the Administration of Shareholder Services of Public Companies must be disclosed to the shareholders on			
Proxies for Attendance at Shareholder Meetings of Public Companies, Item 2 of Article 44-5, Item 15 of Article 44, and Item 1 of Article 44- 17 of the Regulations Governing the Administration of Shareholder Services of Public Companies must be disclosed to the shareholders on			e e
Attendance atShareholderMeetings of PublicCompanies, Item 2 ofArticle 44-5, Item 15of Article 44, andItem 1 of Article 44,Item 1 of Article 44-17 of the RegulationsGoverning theAdministration ofShareholder Servicesof Public Companiesmust be disclosed tothe shareholders on			
Shareholder Meetings of Public Companies, Item 2 of Article 44-5, Item 15 of Article 44, and Item 1 of Article 44- 17 of the Regulations Governing the Administration of Shareholder Services of Public Companies must be disclosed to the shareholders on			
Meetings of Public Companies, Item 2 of Article 44-5, Item 15 of Article 44, and Item 1 of Article 44- 17 of the Regulations Governing the Administration of Shareholder Services of Public Companies must be disclosed to the shareholders on			
Companies, Item 2 of Article 44-5, Item 15 of Article 44, and Item 1 of Article 44- 17 of the Regulations Governing the Administration of Shareholder Services of Public Companies must be disclosed to the shareholders on			
Article 44-5, Item 15 of Article 44, and Item 1 of Article 44- 17 of the Regulations Governing the Administration of Shareholder Services of Public Companies must be disclosed to the shareholders on			
of Article 44, andItem 1 of Article 44-17 of the RegulationsGoverning theAdministration ofShareholder Servicesof Public Companiesmust be disclosed tothe shareholders on			
Item 1 of Article 44-17 of the RegulationsGoverning theAdministration ofShareholder Servicesof Public Companiesmust be disclosed tothe shareholders on			
17 of the RegulationsGoverning theAdministration ofShareholder Servicesof Public Companiesmust be disclosed tothe shareholders on			
Governing theAdministration ofShareholder Servicesof Public Companiesmust be disclosed tothe shareholders on			
Administration of Shareholder Services of Public Companies must be disclosed to the shareholders on			-
Shareholder Services of Public Companies must be disclosed to the shareholders on			_
of Public Companies must be disclosed to the shareholders on			
must be disclosed to the shareholders on			
the shareholders on			_
			the day of the

Amended Article	Present Article	Legal Sources of the Amendment (or Explanation)
Article 22 (Handling of Digital Divide) When the Company convenes a video conference of shareholders' meeting, it shall provide appropriate alternative measures for shareholders who have difficulty attending the shareholders' meeting through video conference.		 (or Explanation) adjourned or renewed meeting. Thus, hereby adding item nine. 1. Article addition. 2. When the Company holds a video shareholders' meeting, the Company shall provide shareholders with appropriate alternative measures, such as exercising their voting rights in writing or providing shareholders with the necessary equipment to rent to participate in the meeting, considering that the participation of
		shareholders with digital disparity in the shareholders' meeting by video means may be hindered.
Article <u>23</u> <u>These rules of procedure shall be</u> <u>implemented after the approval of</u> <u>the board of directors of the</u> <u>Company, and the same shall apply</u> <u>to amendments</u> .	Article 19 These Regulations shall be effective upon the approval of the shareholders' meeting, and shall be amended as well.	In accordance with this new article, the number of articles is adjusted, and some contents are revised.

TCI Co., Ltd. ("The Company")

Comparison of the Amendments to the Method of Election of Directors

Amended content	Content before amendment	Reason for amendment
Delete the entire article	Article 13 If the electee is a shareholder, the elector shall state the name of the electee and the shareholder's account number in the elector column of the ballot paper; if the electee is not a shareholder, the name of the electee and the identity document number shall be stated. However, if the government or a corporate shareholder is the electee, the name of the government or corporate shall be listed in the Elected Name column of the ballot, and the name of the government or corporate and the name of its representative may also be listed; if there are several representatives, the names of the representatives shall be added separately.	In accordance with the FSC's Order No. 1080311451, the election of directors and supervisors of listed companies should adopt a candidate nomination system starting from 2021, and shareholders should elect the candidates from the list of director candidates. The shareholders can know the names and academic history of the candidate from the candidate from the candidate from the candidates from the candidates from the candidates from the candidates from the candidates from the candidate list before the shareholders' meeting, and it is unnecessary to identify the candidates by their shareholder account numbers or ID card numbers.
 Article 14 An election ballot is invalid if it has one of the following circumstances: 1. Those who do not use the ballot prepared by the <u>person who has</u> <u>the right to call</u>. 2. Those who put in the ballot box with a blank ballot. 3. The handwriting is illegible or has been altered. 4. The list of candidates for election does not match the list of directors. 5. In addition to filling in the allocation of election rights, other words are included. 	 Article 14 An election ballot is invalid if it has one of the following circumstances: 1. Those who do not use the ballot prepared by the Board of Directors. 2. Those who put in the ballot box with a blank ballot. 3. The handwriting is illegible or has been altered. 4. If the name of the electee is a shareholder, the name and shareholder number of the electee do not match with the register of shareholders; if the electee is not a shareholder, the name and identification number of the 	In accordance with Article 173 of the Company Act, shareholders may, under certain circumstances (e.g., when the Board of Directors is not to be convened), report to the competent authority for permission to convene the meeting on their own, with the intention of adjusting the first paragraph of this Article.

Amended content	Content before amendment	Reason for amendment
	 <u>electee do not match with the</u> <u>register.</u> 5. The name of the electee (name) or the shareholder's account number (identification number) and the number of allocated election rights are written in addition to other words. 6. The name of the person to be elected is the same as that of other shareholders without the shareholder's account number or identification number for identification purposes. 	
These Regulations shall be effective upon the approval of the Board of Directors and shall be amended in the same manner.	These Regulations shall be approved by the Board of Directors <u>and</u> <u>submitted to the shareholders'</u> <u>meeting for approval</u> , and shall be amended in the same manner.	Revise the content
This method was established on June 29, 2012. The first amendment was made on May 30, 2014. The second amendment was made on May 19, 2015. The third amendment, 2022.	This method was established on June 29, 2012. The first amendment was made on May 30, 2014. The second amendment was made on May 19, 2015.	Add amendment date