

**Stock Code: 3652**

# **Unitech Electronics Co., LTD.**

## **Handbook for the 2024 Annual Meeting of Shareholders**



**Date: June 18, 2024**

**Place: No. 219-2, Sec. 3, Zhongxing Rd., Xindian Dist., New Taipei City  
231027, Taiwan (1F, Sung Po Hall, The Koos Suite)**

**Note to Readers :**

If there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language version shall prevail.

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# Unitech Electronics Co., LTD.

## **Procedure for the 2024 Annual Meeting of Shareholders**

1. Call the Meeting to order
2. Chairperson Remarks
3. Management Presentation
4. Proposal Matters
5. Discussion Matters
6. Questions and Motions
7. Adjournment

# **Unitech Electronics Co., LTD.**

## **Agenda of 2024 Annual Meeting of Shareholders**

**Time:** June 18, 2024 (Tuesday), at 9:00 a.m.

**Place:** No. 219-2, Sec. 3, Zhongxing Rd., Xindian Dist., New Taipei City  
231027, Taiwan(1F, Sung Po Hall, The Koos Suite)

**Method of convention:** Physical shareholders' meeting

### **1. Call the Meeting to order**

### **2. Chairperson Remarks**

### **3. Management Presentation**

- (1) 2023 Business Report
- (2) 2023 Audit Committee's Review Report
- (3) 2023 Employees' and Directors' Compensation
- (4) 2023 Earnings Distribution of cash dividends Report

### **4. Proposal Matters**

- (1) Adoption of 2023 Business Report, Parent Company Only and Consolidated Financial Statements Report
- (2) Adoption of the Proposal for Distribution of 2023 Profits

### **5. Discussion Matters**

Amendment to the Articles of Incorporation

### **6. Questions and Motions**

### **7. Adjournment**

# Management Presentation

## 1. 2023 Business Report.

Explanation: The 2023 Business Report is attached as P.6-8, Appendix I.

## 2. 2023 Audit Committee's Review Report.

Explanation: 2023 Audit Committee's Review Report, is attached as P.9, Appendix II.

## 3. 2023 Employees' and Directors' Compensation.

Explanation:(1)In accordance with Article 17 of the Company's Articles of Incorporation, "Current year's earnings, if any, shall be appropriated no less than 5% of profit as employees' compensation and not more than 2% of profit as directors' compensation...".

(2)The Board of Directors approved the 2023 employees' and directors' compensation which were NT\$ 2,518,290 and NT\$ 1,007,316, respectively and were distributed in Cash.

## 4. 2023 Earnings Distribution of cash dividends Report.

Explanation:(1)In accordance with Article 17 of the Company's "Articles of Incorporation," when the earnings are to be distributed in the form of cash, the Board of Directors is authorized to distribute them in cash upon a resolution made by the majority of the present directors at a meeting attended by more than two-thirds of all the directors of the Board, and report the distribution to the shareholders' meeting.

(2)The Board of Directors resolved to prioritize the distribution of 2023 net profits after tax for this earnings distribution, with NTD 25,974,539 appropriated for the distribution of cash dividends to shareholders at NTD 0.34587754 per share. The Chairperson be authorized to resolve the ex-dividend date, ex-rights date, and other relevant issues.

(3)The cash dividends calculation shall be rounded down to the nearest one NTD (any amount below one NTD will be discarded), and the remaining fraction shall be adjusted and agree to distributed cash dividends.

(4)In the event of any changes in the number of outstanding shares resulting from the buyback of the Company's shares, transferring treasury stocks to employee, conversion of convertible bonds, the exercise of employee stock option or other reasons, the dividend ratio must be adjusted. It is proposed that the Chairperson be authorized to adjust the dividend ratio and to proceed on the relevant matters.

## Proposal Matters

ONE (Proposed by board of directors)

Proposal: Adoption of 2023 Business Report, Parent Company Only and Consolidated Financial Statements Report

Explanation: (1) 2023 Business Report, Parent Company Only and Consolidated Financial Statements were approved by the Board and examined by audit committee of the Company. Also, Parent Company Only and Consolidated Financial Statements were audited by independence auditors, Kuo, Shao-Ping and Yang, Chi-Hueh of Ernst & Young.

(2) 2023 business report, independence auditor's report and the above-mentioned Financial Statements are attached as P.6-8, Appendix I and P.10-27, Appendix III.

Resolution:

TWO (Proposed by board of directors)

Proposal: Adoption of the Proposal for Distribution of 2023 Profits

Explanation: 2023 earnings distribution statement is as follows:

Unitech Electronics Co., LTD.  
Earnings Distribution Statement  
2023

Unit: NT\$

| Item   | Amount      |
|--|-------------|
| Beginning retained earnings  | 50,343,310  |
| Add: 2023 net profit after tax   | 40,612,519  |
| Less: 2023 re-measurement on defined benefit plan  | (1,046,842) |
| Less: 10% legal reserve  | (3,956,568) |
| Add: reversal special reserve  | 629,375     |
| Distributable earnings   | 86,581,794  |
| Distributable items:<br>Shareholder's dividends - cash dividends (at NT\$<br>0.34587754 per share) | 25,974,539  |
| Unappropriated retained earnings   | 60,607,255  |

Chairman: Yeh, Chiang-Wen

President: Hsu, Chih-Ta

Chief Financial Officer: Chang, Chia-Ling

Resolution:

## **Discussion Matters**

(Proposed by board of directors)

Proposal: Amendment to the Articles of Incorporation. Please proceed to discuss

Explanation:(1)In order to operational development and conform to related laws needs, the Company hereby proposes to amend the “Articles of Incorporation”.

(2)Please refer to P.28-29 (Appendix IV) for details.

Resolution:

## **Questions and Motions**

## **Adjournment**

## Unitech Electronics Co., LTD. 2023 Business Report

### 1. Operating Strategy

The Company has consistently upheld core value in “Honesty & Integrity, Excellence, Collaboration, Profit sharing”, striven for innovative, focuses on research and development, manufactures Automatic Identification and Data Capture (“AIDC”) products, and provides a managerial platform that AIDC product needs, develops relevant application software and integration system for various industries in the field and uses private brand “Unitech” to serve its valuable partners around the world.

### 2. Implementation Overview

In 2023, weak global demand for end-use products due to factors such as high interest rates, high inflation, and China’s post-pandemic economic performance falling short of expectations, coupled with the expansion of the US-China chip ban as well as the ongoing Russo-Ukrainian war and Israel-Hamas conflicts, exerted an impact on global economic development. Therefore, the investment of enterprises was conservative, and economic growth slowed. In response to the changing environment and conditions, the Company has adjusted the business structure to be more resilient to changes and stay proactive. Based on the efforts of all employees, the Company has constantly utilized new platforms and technologies to develop new generation 5G high-end rugged mobile computers, RFID readers, barcode scanners, 3D identification data capturers, and other related hardware products and software applications. In addition to developing products for Android system, the Company has also taken part in the development of MFi-certified products. The Company has increased the software development capacity, developed AI applications of data capture, IoT system modules, vertical solutions for industries, etc., integrated software and hardware applications, improved the value to customers, and built far-reaching partnerships with customers, in order to promote unitech’s position and market share in the global market.

### 3. Implementation of Business Plan/Profitability

The Company’s global consolidated revenue and gross profit in 2023 were NTD 2.242 billion and NTD 727 million, showing a decrease by 4.59% and 4.64%, respectively, compared to the previous year. Under the impact of high inflation, the gross profit margin remained unchanged compared to that in the previous year. In 2023, owing to sluggish overall economic recovery around the world, customers in the US and Europe adjusted their inventory and postponed orders, leading to a decrease in the overall revenue. However,



with a view to responding to market demands and enhancing market share, the Company continued to invest in the R&D of products applying 5G and WiFi 6E, and was devoted to the expansion of business scope and promotion via marketing exhibitions with an eye to deeper brand awareness. Ultimately, the earnings per share generated was NTD 0.54; overall financial performance was lower than that in the previous year, but all financial indicators reflected that the Company was in a safe and stable condition.

#### 4. Financial Revenue and Expenditure and Profitability (combined) Analysis

##### (1) Financial revenue and expenditure

Unit: NT\$ 1,000

| Item \ Year  | 2022      |         | 2023      |         | Variable proportion |
|--|-----------|---------|-----------|---------|---------------------|
|  | Amount    | %       | Amount    | %       |                     |
| Operating revenue                                    | 2,350,259 | 100.00% | 2,242,442 | 100.00% | (4.59%)             |
| Gross profit   | 762,872   | 32.46%  | 727,454   | 32.44%  | (4.64%)             |
| Operating income                                     | 100,981   | 4.30%   | 28,787    | 1.28%   | (71.49%)            |
| Non-operating income and expenses                    | 13,146    | 0.56%   | 20,868    | 0.93%   | 58.74%              |
| Income before income tax                             | 114,127   | 4.86%   | 49,655    | 2.21%   | (56.49%)            |
| Income tax expense                                   | 22,690    | 0.97%   | 8,788     | 0.39%   | (61.27%)            |
| Net income   | 91,437    | 3.89%   | 40,867    | 3.89%   | (55.31%)            |
| Other comprehensive (loss) income, net of income tax | 18,493    | 0.79%   | (548)     | (0.02%) | (102.96%)           |
| Total comprehensive income for the year              | 109,930   | 4.68%   | 40,319    | 1.80%   | (63.32%)            |

##### (2) Profitability analysis

| Item  | Year | 2022    | 2023    |
|---|------|---------|---------|
| Debt ratio: (Total liabilities/Total assets)  |      | 27.15%  | 23.76%  |
| Long term fund to property, plant and equipment ratio: (Total equity + Non-current liabilities) / Net property, plant and equipment |      | 540.00% | 541.36% |
| Current ratio: (Current assets/Current liabilities)   |      | 354.77% | 391.05% |
| Quick ratio: (Current Assets – Inventories – Prepaid Expenses)/ Current liabilities   |      | 257.77% | 286.52% |

|   |          |          |
|---|----------|----------|
| Return on equity: (Net income/Average shareholders' equity)   | 5.13%    | 2.25%    |
| Net income to sale: (Net income after tax/Net sales)  | 3.89%    | 1.82%    |
| Earnings per Share:<br>(Net income attributable to owners of the parent company – preferred stock dividend)/Weighted average number of shares outstanding | NT\$1.22 | NT\$0.54 |

## 5. Research and Development Conditions

In 2023, the Company's R&D expenditure was NTD 150 million, and the number of software and hardware R&D personnel was more than 70. The activities were mainly the R&D of automatic identification data capture products, RFID-related products and application technologies, and software. Meanwhile, the Company worked with external strategic partners to acquire technologies faster and leverage R&D resources effectively and extensively through collaboration.

Chairman: Yeh, Chiang-Wen

President: Hsu, Chih-Ta

Chief Financial Officer: Chang, Chia-Ling

## Appendix II

Unitech Electronics Co., LTD.

### Audit Committee's Review Report

The board of directors has prepared the Company's 2023 business report, financial statements and proposal for distribution of 2023 profits. Financial statements were audited by independence auditors, Kuo, Shao-Ping and Yang, Chi-Hueh of Ernst & Young and they issued an audited report accordingly. The 2023 business report, financial statements and proposal for distribution of 2023 profits have been reviewed and determined to be correct and accurate by the Audit Committee of Unitech Electronics Co., LTD. According to Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act, we hereby submit this report.

To Unitech Electronics Co., LTD. 2024 Annual Meeting of Shareholders

Chairman of the Audit Committee: Su, Liang

March 11, 2024

### Independent Auditors' Report

To Unitech Electronics Co., Ltd.

#### Opinion

We have audited the accompanying consolidated balance sheets of Unitech Electronics Co., Ltd. and its subsidiaries (the “Group”) as of December 31, 2023 and 2022, the related consolidated statements of comprehensive income, changes in equity and cash flows for the years ended December 31, 2023 and 2022, and notes to the consolidated financial statements, including the summary of significant accounting policies (together “the consolidated financial statements”).

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2023 and 2022, and their consolidated financial performance and cash flows for the years ended December 31, 2023 and 2022, in conformity with the requirements of the Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Financial Reporting Standards, International Accounting Standards, Interpretations developed by the International Financial Reporting Interpretations Committee or the former Standing Interpretations Committee as endorsed and became effective by Financial Supervisory Commission of the Republic of China.

#### Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and the Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China (the “Norm”), and we have fulfilled our other ethical responsibilities in accordance with the Norm. 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 2023 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, and we do not provide a separate opinion on these matters.

### Revenue recognition

The Group recognized NT\$2,242,442 thousand as operating revenue which mainly stemmed from the sale of automatic identification data capture products for the year ended December 31, 2023. Sale of automatic identification data capture products is the main operating activity of the Group. The revenue was recognized when the Group has transferred the promised goods to its customers and satisfied the performance obligations. Timing of revenue recognition may vary due to the differences in trade terms of goods agreed in the contract that increased the complexity of the revenue recognition. As a result, we determined this matter as a key audit matter. Our audit procedures include (but are not limited to): assessing the appropriateness of the accounting policies regarding revenue recognition; evaluating and testing the design and operating effectiveness of internal control over revenue recognition; performing test of details on a sampling basis by checking relevant documents to verify when performance obligations were satisfied and the accuracy of timing of revenue recognition; vouching relevant documents of the selected samples of sales transactions before and after a certain period of the balance sheet date to ensure the appropriate cut-off of sales and sales returns; and reviewing the significant returns and allowances in subsequent periods, etc. We also assessed the adequacy of accounting policy and disclosures of operating revenue. Please refer to Note 4(19) and Note 6(16) to the consolidated financial statements.

### Inventory evaluation

The Group had net inventory of NT\$401,994 thousand, representing 16.91% of total assets as of December 31, 2023. Due to the rapid change of technology of automatic identification data capture products, management had to evaluate the write-down of inventories caused by obsolescence. As this assessment involves management's judgement, we therefore determined this matter as a key audit matter. Our audit procedures include (but are not limited to): evaluating and testing the design and operating effectiveness of internal controls over the slow-moving and obsolete inventories valuation, including the methods and assumptions used; testing the key assumptions used in evaluating the reserve of slow-moving inventories, including evaluating the reasonableness of inventory reserve percentages and comparing previous estimates with actual results to assess the accuracy of assumptions made by management about the slow-moving and obsolete inventories; and testing the accuracy of inventory aging, etc. We also assessed the adequacy of accounting policy and disclosures of inventories. Please refer to Note 4(11), Note 5(2), and Note 6(7) to the consolidated financial statements.

### **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 requirements of the Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Financial Reporting Standards, International Accounting Standards, Interpretations developed by the International Financial Reporting Interpretations Committee or the former Standing Interpretations Committee as endorsed by Financial Supervisory Commission of the Republic of China and for such internal control as management

determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the ability to continue as a going concern of the Group, 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 audit committee, are responsible for overseeing the financial reporting process of the Group.

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

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

As part of an audit in accordance with the Standards on Auditing of the Republic of China, we exercise professional judgment and 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 internal control of the Group.
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 ability to continue as a going concern of the Group.

If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group, to cease to continue as a going concern.

5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the accompanying notes, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of 2023 consolidated financial statements and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## **Others**

We have audited and expressed an unqualified opinion on the parent company only financial statements of Unitech Electronics Co. Ltd. as of and for the years ended December 31, 2023 and 2022.

Kuo, Shao-Pin

Yang, Chih-Huei

Ernst & Young, Taiwan

March 11, 2024

## Notice to Readers

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

Accordingly, the accompanying financial statements and report of independent accountants are not intended for use by those who are not informed about the accounting principles or the Standards on Auditing of the Republic of China, and their applications in practice. As the financial statements are the responsibility of the management, Ernst & Young 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.



English Translation of Financial Statements Originally Issued in Chinese

UNITECH ELECTRONICS CO., LTD. AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS

As of December 31, 2023 and 2022

(Amounts in Thousands of New Taiwan Dollars)

| ASSETS |  |                   | December 31, 2023 |        | December 31, 2022 |        | LIABILITIES AND EQUITY |  |             | December 31, 2023 |        | December 31, 2022 |        |
|--------|--|-------------------|-------------------|--------|-------------------|--------|------------------------|--|-------------|-------------------|--------|-------------------|--------|
| Code   | Description  | Notes             | Amount            | %      | Amount            | %      | Code                   | Description  | Notes       | Amount            | %      | Amount            | %      |
|        | <b>Current assets</b>  |                   |                   |        |                   |        |                        | <b>Current liabilities</b>   |             |                   |        |                   |        |
| 1100   | Cash and cash equivalents  | 4, 6(1)           | \$ 451,875        | 19.01  | \$ 868,790        | 34.74  | 2120                   | Financial liabilities at fair value through profit or loss-current | 4, 6(2)     | \$ 208            | 0.01   | \$ 1,211          | 0.05   |
| 1110   | Financial assets at fair value through profit or loss-current                | 4, 6(2)           | 381               | 0.02   | -                 | -      | 2130                   | Contract liabilities-current                                       | 4, 6(16)    | 87,676            | 3.69   | 82,482            | 3.30   |
| 1136   | Financial assets measured at amortized cost-current                          | 4, 6(4)           | 406,288           | 17.09  | 7,071             | 0.28   | 2150                   | Notes payable  |             | 3,375             | 0.14   | 9,648             | 0.38   |
| 1140   | Contract assets-current  | 4, 6(16), 6(17)   | 12,015            | 0.51   | 1,804             | 0.07   | 2170                   | Trade payables   | 7           | 184,316           | 7.75   | 236,557           | 9.46   |
| 1150   | Notes receivable, net  | 4, 6(5), 6(17)    | 18,387            | 0.77   | 32,696            | 1.31   | 2200                   | Other payables   | 7           | 137,814           | 5.80   | 154,375           | 6.17   |
| 1170   | Trade receivables, net   | 4, 6(6), 6(17), 7 | 403,589           | 16.98  | 474,186           | 18.96  | 2230                   | Current tax liabilities  | 4, 5, 6(22) | 4,044             | 0.17   | 11,678            | 0.47   |
| 1197   | Finance lease receivable, net  | 4, 6(17), 6(18)   | 3,102             | 0.13   | 2,898             | 0.12   | 2250                   | Provisions-current   | 4, 6(12)    | 2,434             | 0.10   | 1,926             | 0.08   |
| 1200   | Other receivables  |                   | 12,964            | 0.55   | 2,652             | 0.11   | 2280                   | Lease liabilities-current  | 4, 6(18)    | 26,674            | 1.12   | 28,007            | 1.12   |
| 1220   | Current tax assets   | 4, 5, 6(22)       | 5,925             | 0.25   | 5,530             | 0.22   | 2300                   | Other current liabilities  | 4, 6(13)    | 12,255            | 0.52   | 15,534            | 0.62   |
| 130x   | Inventories, net   | 4, 5, 6(7)        | 401,994           | 16.91  | 476,859           | 19.07  | 21xx                   | Total current liabilities  |             | 458,796           | 19.30  | 541,418           | 21.65  |
| 1410   | Prepayments  |                   | 77,608            | 3.27   | 48,322            | 1.93   |                        |  |             |                   |        |                   |        |
| 11xx   | Total current assets   |                   | 1,794,128         | 75.49  | 1,920,808         | 76.81  |                        | <b>Non-current liabilities</b>                                     |             |                   |        |                   |        |
|        | <b>Non-current assets</b>  |                   |                   |        |                   |        | 2527                   | Contract liabilities-noncurrent                                    | 4, 6(16)    | 37,626            | 1.58   | 49,434            | 1.98   |
| 1517   | Financial assets at fair value through other comprehensive income-noncurrent | 4, 5, 6(3)        | 29,293            | 1.23   | 27,713            | 1.11   | 2570                   | Deferred tax liabilities   | 4, 5, 6(22) | 35                | -      | 1,609             | 0.06   |
| 1535   | Financial assets measured at amortized cost-noncurrent                       | 4, 6(4), 8        | 7,385             | 0.31   | 4,913             | 0.19   | 2580                   | Lease liabilities-noncurrent                                       | 4, 6(18)    | 55,310            | 2.33   | 71,006            | 2.84   |
| 1600   | Property, plant and equipment  | 4, 6(8), 7, 8     | 354,273           | 14.91  | 362,863           | 14.51  | 2640                   | Net defined benefit liabilities-noncurrent                         | 4, 6(14)    | 12,710            | 0.54   | 15,161            | 0.61   |
| 1755   | Right-of-use assets  | 4, 6(18)          | 68,005            | 2.86   | 83,104            | 3.32   | 2xxx                   | Deposits received  |             | 309               | 0.01   | 308               | 0.01   |
| 1780   | Intangible assets  | 4, 6(9)           | 32,616            | 1.37   | 23,503            | 0.94   |                        | Total non-current liabilities                                      |             | 105,990           | 4.46   | 137,518           | 5.50   |
| 1840   | Deferred tax assets  | 4, 5, 6(22)       | 35,287            | 1.49   | 31,505            | 1.26   | 31xx                   | <b>Total liabilities</b>   |             | 564,786           | 23.76  | 678,936           | 27.15  |
| 1920   | Refundable deposits  |                   | 39,562            | 1.66   | 29,539            | 1.18   | 3100                   | <b>Equity attributable to owners of parent</b>                     |             |                   |        |                   |        |
| 1900   | Other non-current assets   | 4, 6(10)          | 8,075             | 0.34   | 5,751             | 0.23   | 3110                   | Share capital  |             |                   |        |                   |        |
| 194D   | Long-term finance lease receivable, net                                      | 4, 6(17), 6(18)   | 8,070             | 0.34   | 11,169            | 0.45   | 3200                   | Common stock   | 6(15)       | 750,975           | 31.60  | 750,975           | 30.03  |
| 15xx   | Total non-current assets   |                   | 582,566           | 24.51  | 580,060           | 23.19  | 3300                   | Capital surplus  | 4, 6(15)    | 935,226           | 39.35  | 935,226           | 37.40  |
|        |  |                   |                   |        |                   |        | 3310                   | Retained earnings  | 6(15)       |                   |        |                   |        |
|        |  |                   |                   |        |                   |        | 3320                   | Legal reserve  |             | 33,126            | 1.39   | 23,926            | 0.96   |
|        |  |                   |                   |        |                   |        | 3350                   | Special reserve  |             | 23,142            | 0.98   | 41,025            | 1.64   |
|        |  |                   |                   |        |                   |        |                        | Undistributed earnings   |             | 89,909            | 3.78   | 92,004            | 3.68   |
|        |  |                   |                   |        |                   |        |                        | Total retained earnings  |             | 146,177           | 6.15   | 156,955           | 6.28   |
|        |  |                   |                   |        |                   |        | 3400                   | Other equity   | 4           | (22,513)          | (0.95) | (23,142)          | (0.93) |
|        |  |                   |                   |        |                   |        |                        | Equity attributable to owners of the parent                        |             | 1,809,865         | 76.15  | 1,820,014         | 72.78  |
|        |  |                   |                   |        |                   |        | 36xx                   | <b>Non-controlling interests</b>                                   | 4, 6(15)    | 2,043             | 0.09   | 1,918             | 0.07   |
|        |  |                   |                   |        |                   |        | 3xxx                   | Total equity   |             | 1,811,908         | 76.24  | 1,821,932         | 72.85  |
| 1xxx   | <b>Total assets</b>  |                   | \$ 2,376,694      | 100.00 | \$ 2,500,868      | 100.00 | 3x2x                   | <b>Total liabilities and equity</b>                                |             | \$ 2,376,694      | 100.00 | \$ 2,500,868      | 100.00 |

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

Chairman: Yeh, Chia-Wen

President: Hsu, Chih-Ta

Chief Financial Officer: Chang, Chia-Lin

## CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

For the years ended December 31, 2023 and 2022

(Amounts in Thousands of New Taiwan Dollars, Except for Earnings Per Share)

| Code | Description  | Notes                 | 2023         |         | 2022         |         |
|------|--|-----------------------|--------------|---------|--------------|---------|
|      |  |                       | Amount       | %       | Amount       | %       |
| 4000 | <b>Operating revenue</b>   | 4, 6(16), 7           | \$ 2,242,442 | 100.00  | \$ 2,350,259 | 100.00  |
| 5000 | <b>Operating cost</b>  | 6(7), 6(9), 6.(19), 7 | (1,514,988)  | (67.56) | (1,587,387)  | (67.54) |
| 5900 | <b>Gross profit</b>  |                       | 727,454      | 32.44   | 762,872      | 32.46   |
| 6000 | <b>Operating expenses</b>  |                       |              |         |              |         |
| 6100 | Selling expenses   | 6(9), 6(18), 6(19), 7 | (479,211)    | (21.37) | (437,279)    | (18.60) |
| 6200 | Administrative expenses  | 6(9), 6(18), 6(19), 7 | (74,875)     | (3.34)  | (80,416)     | (3.42)  |
| 6300 | Research and development expenses  | 6(9), 6(18), 6(19), 7 | (149,718)    | (6.68)  | (137,650)    | (5.86)  |
| 6450 | Expected credit gains (losses)   | 4, 6(17)              | 5,137        | 0.23    | (6,546)      | (0.28)  |
|      | Total operating expenses   |                       | (698,667)    | (31.16) | (661,891)    | (28.16) |
| 6900 | <b>Operating income</b>  |                       | 28,787       | 1.28    | 100,981      | 4.30    |
| 7000 | <b>Non-operating income and expenses</b>   | 6(20), 7              |              |         |              |         |
| 7100 | Interest income  |                       | 23,855       | 1.06    | 1,529        | 0.07    |
| 7010 | Other income   |                       | 1,331        | 0.06    | 4,677        | 0.20    |
| 7020 | Other gains and losses   |                       | (2,093)      | (0.09)  | 8,475        | 0.36    |
| 7050 | Finance costs  |                       | (2,225)      | (0.10)  | (1,535)      | (0.07)  |
|      | Total non-operating income and expenses  |                       | 20,868       | 0.93    | 13,146       | 0.56    |
| 7900 | <b>Income before income tax</b>  |                       | 49,655       | 2.21    | 114,127      | 4.86    |
| 7950 | <b>Income tax expense</b>  | 4, 5, 6(22)           | (8,788)      | (0.39)  | (22,690)     | (0.97)  |
| 8200 | <b>Net income</b>  |                       | 40,867       | 1.82    | 91,437       | 3.89    |
| 8300 | <b>Other comprehensive income (loss)</b>   | 6(21)                 |              |         |              |         |
| 8310 | Items that will not be reclassified subsequently to profit or loss   |                       |              |         |              |         |
| 8311 | Remeasurements of the defined benefit plan   |                       | (1,309)      | (0.06)  | 842          | 0.04    |
| 8316 | Unrealized gains (losses) from equity instrument investments measured at fair value through other comprehensive income |                       | 1,580        | 0.07    | (102)        | -       |
| 8349 | Income tax relating to those items that will not be reclassified to profit or loss                                     |                       | (54)         | -       | (148)        | (0.01)  |
| 8360 | Items that may be reclassified subsequently to profit or loss  |                       |              |         |              |         |
| 8361 | Exchange differences resulting from translating the financial statements of foreign operations                         |                       | (924)        | (0.04)  | 22,392       | 0.95    |
| 8399 | Income tax relating to those items that may be reclassified to profit or loss  |                       | 159          | 0.01    | (4,491)      | (0.19)  |
|      | <b>Other comprehensive income (loss), net of income tax</b>  |                       | (548)        | (0.02)  | 18,493       | 0.79    |
| 8500 | <b>Total comprehensive income</b>  |                       | \$ 40,319    | 1.80    | \$ 109,930   | 4.68    |
| 8600 | <b>Net income attributable to:</b>   |                       |              |         |              |         |
| 8610 | Owners of the parent company   | 4, 6(23)              | \$ 40,612    |         | \$ 91,331    |         |
| 8620 | Non-controlling interests  |                       | 255          |         | 106          |         |
|      |  |                       | \$ 40,867    |         | \$ 91,437    |         |
| 8700 | <b>Total comprehensive income attributable to:</b>   |                       |              |         |              |         |
| 8710 | Owners of the parent   |                       | \$ 40,194    |         | \$ 109,887   |         |
| 8720 | Non-controlling interests  |                       | 125          |         | 43           |         |
|      |  |                       | \$ 40,319    |         | \$ 109,930   |         |
|      | <b>Earnings per share (NT\$)</b>   |                       |              |         |              |         |
| 9750 | Basic earnings per share   | 4, 6(23)              | \$ 0.54      |         | \$ 1.22      |         |
| 9850 | Diluted Earnings Per Share   | 4, 6(23)              | \$ 0.54      |         | \$ 1.21      |         |

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

UNITECH ELECTRONICS CO., LTD.

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

For the years ended December 31, 2023 and 2022

(Amounts in Thousands of New Taiwan Dollars)

| Code | Description  | Equity attributable to owners of parent |                 |                   |                 |                        |  |  | Equity attributable to owners of parent | Non-controlling interests | Total equity |
|------|--|---|-----------------|-------------------|-----------------|------------------------|--|--|---|---------------------------|--------------|
|      |  | Share capital                           | Capital surplus | Retained earnings |                 |                        | Other equity   |  |   |                           |              |
|      |  | Common stock                            |                 | Legal reserve     | Special reserve | Undistributed earnings | Exchange differences resulting from translating the financial statements of foreign operations | Unrealized gains (losses) from financial assets at fair value through other comprehensive income |   |                           |              |
|      |  | 3110                                    | 3200            | 3310              | 3320            | 3350                   | 3410   | 3420   | 31XX                                    | 36XX                      | 3XXX         |
| A1   | Balance as of January 1, 2022  | \$ 750,975                              | \$ 935,226      | \$ 18,862         | \$ 26,606       | \$ 50,641              | \$ (38,903)  | \$ (2,122)   | 1,741,285                               | \$ 1,875                  | 1,743,160    |
|      | Appropriation and distribution of 2021 earnings:                       |   |                 |                   |                 |                        |  |  |   |                           |              |
| B1   | Legal reserve  | -                                       | -               | 5,064             | -               | (5,064)                | -  | -  | -                                       | -                         | -            |
| B3   | Recognition of special reserve   | -                                       | -               | -                 | 14,419          | (14,419)               | -  | -  | -                                       | -                         | -            |
| B5   | Cash dividends   | -                                       | -               | -                 | -               | (31,158)               | -  | -  | (31,158)                                | -                         | (31,158)     |
| D1   | Net income for the year ended December 31, 2022                        | -                                       | -               | -                 | -               | 91,331                 | -  | -  | 91,331                                  | 106                       | 91,437       |
| D3   | Other comprehensive income (loss) for the year ended December 31, 2022 | -                                       | -               | -                 | -               | 673                    | 17,964   | (81)   | 18,556                                  | (63)                      | 18,493       |
| D5   | Total comprehensive income (loss) for the year ended December 31, 2022 | -                                       | -               | -                 | -               | 92,004                 | 17,964   | (81)   | 109,887                                 | 43                        | 109,930      |
| Z1   | Balance as of December 31, 2022  | \$ 750,975                              | \$ 935,226      | \$ 23,926         | \$ 41,025       | \$ 92,004              | \$ (20,939)  | \$ (2,203)   | \$ 1,820,014                            | \$ 1,918                  | \$ 1,821,932 |
| A1   | Balance as of January 1, 2023  | \$ 750,975                              | \$ 935,226      | \$ 23,926         | \$ 41,025       | \$ 92,004              | \$ (20,939)  | \$ (2,203)   | \$ 1,820,014                            | \$ 1,918                  | \$ 1,821,932 |
|      | Appropriation and distribution of 2022 earnings:                       |   |                 |                   |                 |                        |  |  |   |                           |              |
| B1   | Legal reserve  | -                                       | -               | 9,200             | -               | (9,200)                | -  | -  | -                                       | -                         | -            |
| B5   | Cash dividends   | -                                       | -               | -                 | -               | (50,343)               | -  | -  | (50,343)                                | -                         | (50,343)     |
| B17  | Reversal of special reserve  | -                                       | -               | -                 | (17,883)        | 17,883                 | -  | -  | -                                       | -                         | -            |
| D1   | Net income for the year ended December 31, 2023                        | -                                       | -               | -                 | -               | 40,612                 | -  | -  | 40,612                                  | 255                       | 40,867       |
| D3   | Other comprehensive income (loss) for the year ended December 31, 2023 | -                                       | -               | -                 | -               | (1,047)                | (635)  | 1,264  | (418)                                   | (130)                     | (548)        |
| D5   | Total comprehensive income (loss) for the year ended December 31, 2023 | -                                       | -               | -                 | -               | 39,565                 | (635)  | 1,264  | 40,194                                  | 125                       | 40,319       |
| Z1   | Balance as of December 31, 2023  | \$ 750,975                              | \$ 935,226      | \$ 33,126         | \$ 23,142       | \$ 89,909              | \$ (21,574)  | \$ (939)   | \$ 1,809,865                            | \$ 2,043                  | \$ 1,811,908 |

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

**UNITECH ELECTRONICS CO., LTD.**  
**CONSOLIDATED STATEMENT OF CASH FLOWS**  
**For the years ended December 31, 2023 and 2022**  
(Amounts in Thousands of New Taiwan Dollars)

| Description |  | 2023      | 2022       | Description |   | 2023       | 2022       |
|-------------|--|-----------|------------|-------------|---|------------|------------|
|             |  | Amount    | Amount     |             |   | Amount     | Amount     |
| AAAA        | <b>Cash flows from operating activities :</b>        |           |            | BBBB        | <b>Cash flows from investing activities :</b>                   |            |            |
| A10000      | Net income before income tax                         | \$ 49,655 | \$ 114,127 | B00040      | Acquisition of financial assets at amortized cost               | (405,090)  | -          |
| A20000      | Adjustments for:                                     |           |            | B00060      | Proceeds from redemption of financial assets                    |            |            |
| A20010      | Profit or loss item which did not affect cash flows: |           |            |             | measured at amortized cost                                      | 3,270      | 235        |
| A20100      | Depreciation   | 60,203    | 57,665     | B00100      | Acquisition of financial assets at fair value through           |            |            |
| A20200      | Amortization   | 16,221    | 18,845     |             | profit or loss  | -          | (60,000)   |
| A20300      | Expected credit (gains) losses                       | (5,137)   | 6,546      | B00200      | Proceeds from disposal of financial assets at fair value        |            |            |
| A20400      | (Gains) losses on financial assets and liabilities   |           |            |             | through profit or loss  | -          | 301,296    |
|             | at fair value through profit or loss                 | (1,384)   | 1,498      | B02700      | Acquisition of property, plant and equipment                    | (21,226)   | (32,578)   |
| A20900      | Interest expense                                     | 2,225     | 1,535      | B02800      | Proceeds from disposal of property, plant and equipment         | 1,535      | -          |
| A21200      | Interest income                                      | (23,855)  | (1,529)    | B03700      | Increase in refundable deposits                                 | (19,258)   | (24,586)   |
| A22500      | Losses on disposal of property, plant and equipment  | 37        | 15         | B03800      | Decrease in refundable deposits                                 | 9,176      | 32,613     |
| A29900      | Losses from lease modification                       | 314       | 446        | B04500      | Acquisition of intangible assets                                | (20,424)   | (9,581)    |
| A30000      | Changes in operating assets and liabilities:         |           |            | B06100      | Decrease in long-term lease receivables                         | 2,942      | 1,861      |
| A31125      | (Increase) decrease in contract assets               | (10,217)  | 4,960      | B07100      | Increase in prepayments for equipment                           | (9,110)    | (5,691)    |
| A31130      | Decrease (increase) in notes receivable, net         | 14,345    | (14,274)   | BBBB        | Net cash (used in) provided by investing activities             | (458,185)  | 203,569    |
| A31150      | Decrease (increase) in trade receivables, net        | 75,797    | (23,069)   |             |   |            |            |
| A31180      | Decrease (increase) in other receivables             | 270       | (171)      | CCCC        | <b>Cash flows from financing activities :</b>                   |            |            |
| A31200      | Decrease (increase) in inventories                   | 74,865    | (34,775)   | C03000      | Increase in deposits received                                   | -          | 307        |
| A31230      | (Increase) decrease in prepayments                   | (29,286)  | 43,515     | C03100      | Decrease in deposits received                                   | -          | (18)       |
| A32125      | (Decrease) increase in contract liabilities          | (6,614)   | 25,166     | C04020      | Cash payment for the principal portion of the lease liabilities | (32,333)   | (30,252)   |
| A32130      | (Decrease) increase in notes payable                 | (6,273)   | 6,911      | C04500      | Cash dividends  | (50,343)   | (31,158)   |
| A32150      | Decrease in trade payables                           | (52,241)  | (5,771)    | CCCC        | Net cash used in financing activities                           | (82,676)   | (61,121)   |
| A32180      | (Decrease) increase in other payables                | (16,561)  | 21,042     |             |   |            |            |
| A32200      | Increase (decrease) in provisions-current            | 508       | (448)      | DDDD        | Effect of changes in exchange rate on cash and cash equivalents | (867)      | 20,808     |
| A32230      | Decrease in other current liabilities                | (3,279)   | (9,326)    | EEEE        | Net (decrease) increase in cash and cash equivalents            | (416,915)  | 362,406    |
| A32240      | Decrease in net defined benefit liabilities          | (3,760)   | (4,188)    | E00100      | Cash and cash equivalents at the beginning of the year          | 868,790    | 506,384    |
| A33000      | Cash generated from operating activities             | 135,833   | 208,720    | E00200      | Cash and cash equivalents at the end of the year                | \$ 451,875 | \$ 868,790 |
| A33100      | Interest received                                    | 13,273    | 1,529      |             |   |            |            |
| A33300      | Interest paid  | (2,225)   | (1,535)    |             |   |            |            |
| A33500      | Income tax paid                                      | (22,068)  | (9,564)    |             |   |            |            |
| AAAA        | Net cash provided by operating activities            | 124,813   | 199,150    |             |   |            |            |

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

# **Independent Auditors' Report**

To Unitech Electronics Co., Ltd.

## **Opinion**

We have audited the accompanying parent company only balance sheets of Unitech Electronics Co., Ltd. as of December 31, 2023 and 2022, and the related parent company only statements of comprehensive income, changes in equity and cash flows for the years ended December 31, 2023 and 2022, and notes to the parent company only financial statements, including the summary of significant accounting policies (together “the parent company only financial statements”).

In our opinion, the parent company only financial statements referred to above present fairly, in all material respects, the parent company only financial position of Unitech Electronics Co., Ltd. as of December 31, 2023 and 2022, and the parent company only financial performance and the parent company only cash flows for the years ended December 31, 2023 and 2022, in conformity with the requirements of 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 the Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Parent Company Only Financial Statements section of our report. We are independent of Unitech Electronics Co., Ltd. in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China (the “Norm”), and we have fulfilled our other ethical responsibilities in accordance with the Norm. 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 2023 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, and we do not provide a separate opinion on these matters.

### Revenue recognition

Unitech Electronics Co., Ltd. recognized NT\$1,869,396 thousand as operating revenues which mainly stemmed from the sale of automatic identification data capture products for the year ended December 31, 2023. Sale of automatic identification data capture products is the main operating activity of Unitech Electronics Co., Ltd. The revenue was recognized when Unitech Electronics Co., Ltd. has transferred the promised goods to its customers and satisfied its performance obligations. Timing of revenue recognition may vary due to the differences in trade terms of goods agreed in the contract that increased the complexity of the revenue recognition. As a result, we determined this matter as a key audit matter. Our audit procedures include (but are not limited to): assessing the appropriateness of the accounting policies regarding revenue recognition; evaluating and testing the design and operating effectiveness of internal control over revenue recognition; performing test of details on a sampling basis by checking relevant documents to verify when performance obligations were satisfied and the accuracy of timing of revenue recognition; vouching relevant documents of the selected samples of sales transactions before and after a certain period of the balance sheet date to ensure the appropriate cut-off of sales and sales returns; and reviewing the significant returns and allowances in subsequent periods, etc. We also assessed the adequacy of accounting policy and disclosures of operating revenue. Please refer to Note 4(18) and Note 6(15) to the parent company only financial statements.

### Inventory evaluation

The Company had net inventory of NT\$303,652 thousand, representing 14.03% of total assets as of December 31, 2023. Due to the rapid change of technology of automatic identification data capture products, management had to evaluate the write-down of inventories caused by obsolescence. As this assessment involves management's judgement, we therefore determined this matter as a key audit matter. Our audit procedures include (but are not limited to): evaluating and testing the design and operating effectiveness of internal controls over the slow-moving and obsolete inventories valuation, including the methods and assumptions used; testing the key assumptions used in evaluating the reserve of slow-moving inventories, including evaluating the reasonableness of inventory reserve percentages and comparing previous estimates with actual results to assess the accuracy of assumptions made by management about the slow-moving and obsolete inventories; and testing the accuracy of inventory aging, etc. We also assessed the adequacy of accounting policy and disclosures of inventories. Please refer to Note 4(10), Note 5(2), and Note 6(7) to the parent company only financial statements.

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

Management is responsible for the preparation and fair presentation of the parent company only financial statements in accordance with the requirements of 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 ability to continue as a going concern of Unitech Electronics Co., Ltd., disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate Unitech Electronics Co., Ltd. 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 financial reporting process of Unitech Electronics Co., Ltd.

### **Auditor's Responsibilities for the Audit of the 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 auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Standards on Auditing of the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these parent company only financial statements.

As part of an audit in accordance with the Standards on Auditing of 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 internal control of Unitech Electronics Co., Ltd.
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 ability to continue as a going concern of Unitech Electronics Co., Ltd. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 auditor's report. However, future events or conditions may cause Unitech Electronics Co., Ltd. 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 accompanying notes, 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 Unitech Electronics Co., Ltd. and its subsidiaries to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of 2023 parent company only financial statements and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.



Kuo, Shao-Pin

Yang, Chih-Huei

Ernst & Young, Taiwan

March 11, 2024

### Notice to Readers

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

Accordingly, the accompanying financial statements and report of independent accountants are not intended for use by those who are not informed about the accounting principles or the Standards on Auditing of the Republic of China, and their applications in practice. As the financial statements are the responsibility of the management, Ernst & Young 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.

English Translation of Financial Statements Originally Issued in Chinese

UNITECH ELECTRONICS CO., LTD.  
PARENT COMPANY ONLY BALANCE SHEETS  
As of December 31, 2023 and 2022  
(Amounts in Thousands of New Taiwan Dollars)

| ASSETS |  |                   | December 31, 2023 |        | December 31, 2022 |        | LIABILITIES AND EQUITY |  |             | December 31, 2023 |        | December 31, 2022 |        |
|--------|--|-------------------|-------------------|--------|-------------------|--------|------------------------|--|-------------|-------------------|--------|-------------------|--------|
| Code   | Description  | Notes             | Amount            | %      | Amount            | %      | Code                   | Description  | Notes       | Amount            | %      | Amount            | %      |
|        | <b>Current assets</b>  |                   |                   |        |                   |        |                        | <b>Current liabilities</b>   |             |                   |        |                   |        |
| 1100   | Cash and cash equivalents  | 4, 6(1)           | \$ 180,437        | 8.34   | \$ 633,481        | 28.65  | 2120                   | Financial liabilities at fair value through profit or loss-current | 4, 6(2)     | \$ 208            | 0.01   | \$ 1,211          | 0.05   |
| 1110   | Financial assets at fair value through profit or loss-current                | 4, 6(2)           | 381               | 0.02   | -                 | -      | 2130                   | Contract liabilities-current                                       | 4, 6(15)    | 30,190            | 1.39   | 12,752            | 0.57   |
| 1136   | Financial assets measured at amortized cost-current                          | 4, 6(4)           | 399,230           | 18.45  | -                 | -      | 2150                   | Notes payable  |             | 3,375             | 0.16   | 9,648             | 0.44   |
| 1140   | Contract assets-current  | 4, 6(15), 6(16)   | 12,015            | 0.55   | 1,804             | 0.08   | 2170                   | Trade payables   | 7           | 183,115           | 8.46   | 195,748           | 8.85   |
| 1150   | Notes receivable, net  | 4, 6(5), 6(16)    | 18,387            | 0.85   | 32,696            | 1.48   | 2200                   | Other payables   | 7           | 108,721           | 5.02   | 125,947           | 5.70   |
| 1170   | Trade receivables, net   | 4, 6(6), 6(16)    | 218,355           | 10.09  | 269,371           | 12.19  | 2230                   | Current tax liabilities  | 4, 6(21)    | -                 | -      | 10,333            | 0.47   |
| 1180   | Trade receivables from related parties, net                                  | 4, 6(6), 6(16), 7 | 122,257           | 5.65   | 74,817            | 3.39   | 2280                   | Lease liabilities-current  | 4, 6(17)    | 7,059             | 0.33   | 7,691             | 0.35   |
| 1200   | Other receivables  |                   | 12,856            | 0.59   | 2,521             | 0.11   | 2300                   | Other current liabilities  |             | 2,278             | 0.11   | 2,177             | 0.10   |
| 1220   | Current tax assets   | 4, 5, 6(21)       | 1,275             | 0.06   | 9                 | -      | 21xx                   | Total current liabilities  |             | 334,946           | 15.48  | 365,507           | 16.53  |
| 130x   | Inventories, net   | 4, 5, 6(7)        | 303,652           | 14.03  | 343,505           | 15.54  |                        | <b>Non-current liabilities</b>                                     |             |                   |        |                   |        |
| 1410   | Prepayments  |                   | 67,630            | 3.12   | 36,905            | 1.67   | 2570                   | Deferred tax liabilities   | 4, 5, 6(21) | 35                | -      | 1,609             | 0.07   |
| 11xx   | Total current assets   |                   | 1,336,475         | 61.75  | 1,395,109         | 63.11  | 2580                   | Lease liabilities-noncurrent                                       | 4, 6(17)    | 6,793             | 0.31   | 8,431             | 0.38   |
|        | <b>Non-current assets</b>  |                   |                   |        |                   |        | 2640                   | Net defined benefit liabilities-noncurrent                         | 4, 6(13)    | 12,710            | 0.59   | 15,161            | 0.69   |
| 1517   | Financial assets at fair value through other comprehensive income-noncurrent | 4, 5, 6(3)        | 29,293            | 1.35   | 27,713            | 1.25   | 2645                   | Deposits received  |             | 1                 | -      | 1                 | -      |
| 1535   | Financial assets measured at amortized cost-noncurrent                       | 4, 6(4), 8        | 7,385             | 0.34   | 4,913             | 0.22   | 25xx                   | Total non-current liabilities                                      |             | 19,539            | 0.90   | 25,202            | 1.14   |
| 1550   | Investments accounted for using the equity method                            | 4, 6(8)           | 342,009           | 15.80  | 344,326           | 15.58  | 2xxx                   | <b>Total liabilities</b>   |             | 354,485           | 16.38  | 390,709           | 17.67  |
| 1600   | Property, plant and equipment  | 4, 6(9), 7, 8     | 351,783           | 16.25  | 360,483           | 16.30  |                        | <b>Equity</b>  |             |                   |        |                   |        |
| 1755   | Right-of-use assets  | 4, 6(17)          | 13,619            | 0.63   | 15,927            | 0.72   | 3100                   | Share capital  |             |                   |        |                   |        |
| 1780   | Intangible assets  | 4, 6(10)          | 32,610            | 1.51   | 23,457            | 1.06   | 3110                   | Common stock   | 6(14)       | 750,975           | 34.70  | 750,975           | 33.97  |
| 1840   | Deferred tax assets  | 4, 5, 6(21)       | 7,368             | 0.34   | 7,440             | 0.34   | 3200                   | Capital surplus  | 4, 6(14)    | 935,226           | 43.21  | 935,226           | 42.31  |
| 1920   | Refundable deposits  |                   | 35,733            | 1.65   | 25,604            | 1.16   | 3300                   | Retained earnings  | 6(14)       |                   |        |                   |        |
| 1900   | Other non-current assets   | 4, 6(11)          | 8,075             | 0.37   | 5,751             | 0.26   | 3310                   | Legal reserve  |             | 33,126            | 1.53   | 23,926            | 1.08   |
| 15xx   | Total non-current assets   |                   | 827,875           | 38.25  | 815,614           | 36.89  | 3320                   | Special reserve  |             | 23,142            | 1.07   | 41,025            | 1.86   |
|        |  |                   |                   |        |                   |        | 3350                   | Undistributed earnings   |             | 89,909            | 4.15   | 92,004            | 4.16   |
|        |  |                   |                   |        |                   |        |                        | Total retained earnings  |             | 146,177           | 6.75   | 156,955           | 7.10   |
|        |  |                   |                   |        |                   |        | 3400                   | Other equity   | 4           | (22,513)          | (1.04) | (23,142)          | (1.05) |
|        |  |                   |                   |        |                   |        | 3xxx                   | Total equity   |             | 1,809,865         | 83.62  | 1,820,014         | 82.33  |
| 1xxx   | <b>Total assets</b>  |                   | \$ 2,164,350      | 100.00 | \$ 2,210,723      | 100.00 | 3x2x                   | <b>Total liabilities and equity</b>                                |             | \$ 2,164,350      | 100.00 | \$ 2,210,723      | 100.00 |

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

Chairman: Yeh, Chia-Wen

President: Hsu, Chih-Ta

Chief Financial Officer: Chang, Chia-Lin

English Translation of Financial Statements Originally Issued in Chinese

UNITECH ELECTRONICS CO., LTD.

PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME

For the years ended December 31, 2023 and 2022

(Amounts in Thousands of New Taiwan Dollars, Except for Earnings Per Share)

| Code | Description   | Notes                  | 2023         |         | 2022         |         |
|------|---|------------------------|--------------|---------|--------------|---------|
|      |   |                        | Amount       | %       | Amount       | %       |
| 4000 | Operating revenue   | 4, 6(15), 7            | \$ 1,869,396 | 100.00  | \$ 1,872,860 | 100.00  |
| 5000 | Operating cost  | 6(7), 6(10), 6(18), 7  | (1,416,140)  | (75.75) | (1,383,794)  | (73.89) |
| 5900 | Gross profit  |                        | 453,256      | 24.25   | 489,066      | 26.11   |
| 5910 | Unrealized intercompany profit  |                        | (16,501)     | (0.88)  | (24,203)     | (1.29)  |
| 5920 | Realized intercompany profit  |                        | 24,203       | 1.29    | 17,632       | 0.94    |
|      | Gross profit, net   |                        | 460,958      | 24.66   | 482,495      | 25.76   |
| 6000 | Operating expenses  |                        |              |         |              |         |
| 6100 | Selling expenses  | 6(10), 6(17), 6(18), 7 | (204,709)    | (10.95) | (195,032)    | (10.41) |
| 6200 | Administrative expenses   | 6(10), 6(17), 6(18), 7 | (74,875)     | (4.01)  | (80,416)     | (4.29)  |
| 6300 | Research and development expenses   | 6(10), 6(17), 6(18), 7 | (150,186)    | (8.03)  | (137,756)    | (7.36)  |
| 6450 | Expected credit gains (losses)  | 4, 6(16)               | 698          | 0.04    | (1,720)      | (0.09)  |
|      | Total operating expenses  |                        | (429,072)    | (22.95) | (414,924)    | (22.15) |
| 6900 | Operating income  |                        | 31,886       | 1.71    | 67,571       | 3.61    |
| 7000 | Non-operating income and expenses   | 6(19), 7               |              |         |              |         |
| 7100 | Interest income   |                        | 23,147       | 1.24    | 1,165        | 0.06    |
| 7010 | Other income  |                        | 1,107        | 0.06    | 398          | 0.02    |
| 7020 | Other gains and losses  |                        | 255          | 0.01    | 9,329        | 0.50    |
| 7050 | Finance costs   |                        | (330)        | (0.02)  | (259)        | (0.01)  |
| 7070 | Share of profit or loss of subsidiaries and associates<br>accounted for using the equity method                           |                        | (9,225)      | (0.49)  | 32,024       | 1.71    |
|      | Total non-operating income and expenses   |                        | 14,954       | 0.80    | 42,657       | 2.28    |
| 7900 | Income before income tax  |                        | 46,840       | 2.51    | 110,228      | 5.89    |
| 7950 | Income tax expense  | 4, 5, 6(21)            | (6,228)      | (0.34)  | (18,897)     | (1.01)  |
| 8200 | Net income  |                        | 40,612       | 2.17    | 91,331       | 4.88    |
| 8300 | Other comprehensive income (loss)   | 6(20)                  |              |         |              |         |
| 8310 | Items that will not be reclassified subsequently to profit or loss  |                        |              |         |              |         |
| 8311 | Remeasurements of the defined benefit plan  |                        | (1,309)      | (0.07)  | 842          | 0.05    |
| 8316 | Unrealized (losses) gains from equity instrument investments measured<br>at fair value through other comprehensive income |                        | 1,580        | 0.08    | (102)        | (0.01)  |
| 8349 | Income tax relating to those items that will not be reclassified to profit or loss  |                        | (54)         | -       | (148)        | (0.01)  |
| 8360 | Items that may be reclassified subsequently to profit or loss   |                        |              |         |              |         |
| 8361 | Exchange differences resulting from translating the financial statements of<br>foreign operations                         |                        | (794)        | (0.04)  | 22,455       | 1.20    |
| 8399 | Income tax relating to those items that may be reclassified to profit or loss   |                        | 159          | 0.01    | (4,491)      | (0.24)  |
|      | Other comprehensive income (loss), net of income tax  |                        | (418)        | (0.02)  | 18,556       | 0.99    |
| 8500 | Total comprehensive income  |                        | \$ 40,194    | 2.15    | \$ 109,887   | 5.87    |
|      | Earnings per share (NT\$)   |                        |              |         |              |         |
| 9750 | Basic earnings per share  | 4, 6(22)               | \$ 0.54      |         | \$ 1.22      |         |
| 9850 | Diluted Earnings Per Share  | 4, 6(22)               | \$ 0.54      |         | \$ 1.21      |         |

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

Chairman: Yeh, Chia-Wen

President: Hsu, Chih-Ta

Chief Financial Officer: Chang, Chia-Lin

English Translation of Financial Statements Originally Issued in Chinese

UNITECH ELECTRONICS CO., LTD.

PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY

For the years ended December 31, 2023 and 2022

(Amounts in Thousands of New Taiwan Dollars)

| Code | Description  | Share capital |                 | Retained earnings |                 |                        | Other equity   |  | Total equity |
|------|--|---------------|-----------------|-------------------|-----------------|------------------------|--|--|--------------|
|      |  | Common stock  | Capital surplus | Legal reserve     | Special reserve | Undistributed earnings | Exchange differences resulting from translating the financial statements of foreign operations | Unrealized gains (losses) from financial assets at fair value through other comprehensive income |              |
|      |  | 3110          | 3200            | 3310              | 3320            | 3350                   | 3410   | 3420   | 3XXX         |
| A1   | Balance as of January 1, 2022  | \$ 750,975    | \$ 935,226      | \$ 18,862         | \$ 26,606       | \$ 50,641              | \$ (38,903)  | \$ (2,122)   | \$ 1,741,285 |
|      | Appropriation and distribution of 2021 earnings:                       |               |                 |                   |                 |                        |  |  |              |
| B1   | Legal reserve  | -             | -               | 5,064             | -               | (5,064)                | -  | -  | -            |
| B3   | Recognition of special reserve   | -             | -               | -                 | 14,419          | (14,419)               | -  | -  | -            |
| B5   | Cash dividends   | -             | -               | -                 | -               | (31,158)               | -  | -  | (31,158)     |
| D1   | Net income for the year ended December 31, 2022                        | -             | -               | -                 | -               | 91,331                 | -  | -  | 91,331       |
| D3   | Other comprehensive income (loss) for the year ended December 31, 2022 | -             | -               | -                 | -               | 673                    | 17,964   | (81)   | 18,556       |
| D5   | Total comprehensive income (loss) for the year ended December 31, 2022 | -             | -               | -                 | -               | 92,004                 | 17,964   | (81)   | 109,887      |
| Z1   | Balance as of December 31, 2022  | \$ 750,975    | \$ 935,226      | \$ 23,926         | \$ 41,025       | \$ 92,004              | \$ (20,939)  | \$ (2,203)   | \$ 1,820,014 |
| A1   | Balance as of January 1, 2023  | \$ 750,975    | \$ 935,226      | \$ 23,926         | \$ 41,025       | \$ 92,004              | \$ (20,939)  | \$ (2,203)   | \$ 1,820,014 |
|      | Appropriation and distribution of 2022 earnings:                       |               |                 |                   |                 |                        |  |  |              |
| B1   | Legal reserve  | -             | -               | 9,200             | -               | (9,200)                | -  | -  | -            |
| B5   | Cash dividends   | -             | -               | -                 | -               | (50,343)               | -  | -  | (50,343)     |
| B17  | Reversal of special reserve  | -             | -               | -                 | (17,883)        | 17,883                 | -  | -  | -            |
| D1   | Net income for the year ended December 31, 2023                        | -             | -               | -                 | -               | 40,612                 | -  | -  | 40,612       |
| D3   | Other comprehensive income (loss) for the year ended December 31, 2023 | -             | -               | -                 | -               | (1,047)                | (635)  | 1,264  | (418)        |
| D5   | Total comprehensive income (loss) for the year ended December 31, 2023 | -             | -               | -                 | -               | 39,565                 | (635)  | 1,264  | 40,194       |
| Z1   | Balance as of December 31, 2023  | \$ 750,975    | \$ 935,226      | \$ 33,126         | \$ 23,142       | \$ 89,909              | \$ (21,574)  | \$ (939)   | \$ 1,809,865 |

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

Chairman: Yeh, Chia-Wen

President: Hsu, Chih-Ta

Chief Financial Officer: Chang, Chia-Lin

UNITECH ELECTRONICS CO., LTD.

PARENT COMPANY ONLY STATEMENT OF CASH FLOWS

For the years ended December 31, 2023 and 2022

(Amounts in Thousands of New Taiwan Dollars)

| Description |   | 2023      | 2022       | Description |   | 2023       | 2022       |
|-------------|---|-----------|------------|-------------|---|------------|------------|
|             |   | Amount    | Amount     |             |   | Amount     | Amount     |
| AAAA        | <b>Cash flows from operating activities :</b>   |           |            | BBBB        | <b>Cash flows from investing activities :</b>                                   |            |            |
| A10000      | Net income before income tax  | \$ 46,840 | \$ 110,228 | B00040      | Acquisition of financial assets at amortized cost                               | (404,972)  | -          |
| A20000      | Adjustments for:  |           |            | B00060      | Proceeds from redemption of financial assets measured at amortized cost         | 3,270      | 445        |
| A20010      | Profit or loss item which did not affect cash flows:  |           |            | B00100      | Acquisition of financial assets at fair value through profit or loss            | -          | (60,000)   |
| A20100      | Depreciation  | 38,223    | 37,190     | B00200      | Proceeds from disposal of financial assets at fair value through profit or loss | -          | 301,296    |
| A20200      | Amortization  | 16,180    | 18,668     | B02700      | Acquisition of property, plant and equipment                                    | (20,154)   | (30,900)   |
| A20300      | Expected credit (gains) losses  | (698)     | 1,720      | B02800      | Proceeds from disposal of property, plant and equipment                         | 1,535      | -          |
| A20400      | (Gains) losses on financial assets and liabilities at fair value through profit or loss     | (1,384)   | 1,498      | B03700      | Increase in refundable deposits   | (19,093)   | (22,765)   |
| A20900      | Interest expense  | 330       | 259        | B03800      | Decrease in refundable deposits   | 8,964      | 16,887     |
| A21200      | Interest income   | (23,147)  | (1,165)    | B04500      | Acquisition of intangible assets  | (20,424)   | (9,581)    |
| A22400      | Share of loss (profit) of subsidiaries and associates accounted for using the equity method | 9,225     | (32,024)   | B07100      | Increase in prepayments for equipment   | (9,110)    | (5,691)    |
| A22500      | Gains on disposal of property, plant and equipment  | (89)      | -          | BBBB        | Net cash (used in) provided by investing activities                             | (459,984)  | 189,691    |
| A23900      | Unrealized intercompany profit  | 16,501    | 24,203     |             |   |            |            |
| A24000      | Realized intercompany profit  | (24,203)  | (17,632)   | CCCC        | <b>Cash flows from financing activities :</b>                                   |            |            |
| A30000      | Changes in operating assets and liabilities:  |           |            | C04020      | Cash payment for the principal portion of the lease liabilities                 | (8,900)    | (9,986)    |
| A31125      | (Increase) decrease in contract assets  | (10,217)  | 4,960      | C04500      | Cash dividends  | (50,343)   | (31,158)   |
| A31130      | Decrease (increase) in notes receivable, net  | 14,345    | (14,274)   | CCCC        | Net cash used in financing activities   | (59,243)   | (41,144)   |
| A31150      | Decrease (increase) in trade receivables, net   | 51,684    | (25,641)   | EEEE        | Net (decrease) increase in cash and cash equivalents                            | (453,044)  | 285,898    |
| A31160      | (Increase) decrease in trade receivables from related parties, net                          | (47,440)  | 12,629     | E00100      | Cash and cash equivalents at the beginning of the year                          | 633,481    | 347,583    |
| A31180      | Decrease (increase) in other receivables  | 247       | (176)      | E00200      | Cash and cash equivalents at the end of the year                                | \$ 180,437 | \$ 633,481 |
| A31200      | Decrease (increase) in inventories  | 39,853    | (12,670)   |             |   |            |            |
| A31230      | (Increase) decrease in prepayments  | (30,725)  | 49,086     |             |   |            |            |
| A32125      | Increase in contract liabilities  | 17,438    | 6,839      |             |   |            |            |
| A32130      | (Decrease) increase in notes payable  | (6,273)   | 6,911      |             |   |            |            |
| A32150      | Decrease in trade payables  | (12,633)  | (48,799)   |             |   |            |            |
| A32180      | (Decrease) increase in other payables   | (17,226)  | 16,467     |             |   |            |            |
| A32230      | Increase (decrease) in other current liabilities  | 101       | (48)       |             |   |            |            |
| A32240      | Decrease in net defined benefit liabilities   | (3,760)   | (4,188)    |             |   |            |            |
| A33000      | Cash generated from operating activities  | 73,172    | 134,041    |             |   |            |            |
| A33100      | Interest received   | 12,565    | 1,165      |             |   |            |            |
| A33300      | Interest paid   | (330)     | (259)      |             |   |            |            |
| A33500      | Income tax (paid) refunded  | (19,224)  | 2,404      |             |   |            |            |
| AAAA        | Net cash provided by operating activities   | 66,183    | 137,351    |             |   |            |            |

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

## Appendix IV

### Unitech Electronics Co., LTD.

Table Comparing the Original and the Amended Articles of “Articles of Incorporation”

| <u>Amended articles</u>  | Current articles   | Explanation  |
|--|--|--|
| <p>Article 17<br/>If the Company has profits of the current, shall appropriate no less than 5% as employees ’ remuneration, not more than 2% as directors ’ remuneration, employees ’ remuneration shall be paid in cash or shares approved by a resolution of the meeting of board of directors, the objective includes employees of subsidiary company met certain conditions, and certain conditions shall be set by the authorized board of directors. However, when the Company has accumulated loss, shall reserve to recovery amount in advanced, and appropriate employees ’ remuneration and directors ’ remuneration in accordance with the preceding proportion.</p> <p>If the Company has earnings in final accounts, shall pay taxes first, recover loss of the past years, and designate 10% as legal serve, and designate or reverse special surplus reserve in accordance with laws when it’s necessary, the board of directors programmed to make an earnings distribution proposal for the rest and the accumulated undistributed earnings, and it shall be distributed after approved by a resolution of a shareholders ’ meeting.</p> <p><u>The Company distributes cash based</u></p> | <p>Article 17<br/>If the Company has profits of the current, shall appropriate no less than 5% as employees ’ remuneration, not more than 2% as directors ’ remuneration, employees ’ remuneration shall be paid in cash or shares approved by a resolution of the meeting of board of directors, the objective includes employees of subsidiary company met certain conditions, and certain conditions shall be set by the authorized board of directors. However, when the Company has accumulated loss, shall reserve to recovery amount in advanced, and appropriate employees ’ remuneration and directors ’ remuneration in accordance with the preceding proportion.</p> <p>If the Company has earnings in final accounts, shall pay taxes first, recover loss of the past years, and designate 10% as legal serve, and designate or reverse special surplus reserve in accordance with laws when it’s necessary, the board of directors programmed to make an earnings distribution proposal for the rest and the accumulated undistributed earnings, and it shall be distributed after approved by a resolution of a shareholders ’ meeting.</p> <p><u>For the distribution of the dividends,</u></p> | <p>To respond to the Company’s operational development, it was mended in accordance with laws.</p> |

| <u>Amended articles</u>  | Current articles  | Explanation                                 |
|--|---|---|
| <p><u>on the dividends and bonuses in the preceding paragraph in accordance with Article 240 of the Company Act, or based on the legal reserve and capital reserve in accordance with Article 241 of the Company Act</u>, the authorized board of directors shall adopt a resolution by a majority vote of a meeting of the board of directors attended by two-thirds or more of all the directors, all or a part of dividend and bonus shall be distributed, and paid in cash, and it shall be reported to a shareholders' meeting; if it is made by the way of issuing new shares, shall be distributed after approved by a resolution of a shareholders' meeting.</p>   | <p>the authorized board of directors shall adopt a resolution by a majority vote of a meeting of the board of directors attended by two-thirds or more of all the directors, all or a part of dividend and bonus shall be distributed, and paid in cash, and it shall be reported to a shareholders' meeting; if it is made by the way of issuing new shares, shall be distributed after approved by a resolution of a shareholders' meeting.</p>   |   |
| <p>Article 19<br/>The Company's Articles of Incorporation was established on June 21, 2007.<br/>1st amendment was made on January 1, 2008.<br/>2nd amendment was made on August 25, 2008.<br/>3rd amendment was made on June 26, 2009.<br/>4th amendment was made on June 15, 2010.<br/>5th amendment was made on June 15, 2012.<br/>6th amendment was made on June 20, 2016.<br/>7th amendment was made on June 21, 2019.<br/>8th amendment was made on June 23, 2020.<br/>9th amendment was made on August 26, 2021.<br/>10th amendment was made on June 8, 2022.<br/>11th amendment was made on June 16, 2023.<br/><u>12th amendment was made on June 18, 2024.</u></p> | <p>Article 19<br/>The Company's Articles of Incorporation was established on June 21, 2007.<br/>1st amendment was made on January 1, 2008.<br/>2nd amendment was made on August 25, 2008.<br/>3rd amendment was made on June 26, 2009.<br/>4th amendment was made on June 15, 2010.<br/>5th amendment was made on June 15, 2012.<br/>6th amendment was made on June 20, 2016.<br/>7th amendment was made on June 21, 2019.<br/>8th amendment was made on June 23, 2020.<br/>9th amendment was made on August 26, 2021.<br/>10th amendment was made on June 8, 2022.<br/>11th amendment was made on June 16, 2023.</p> | <p>Added this amendment date and times.</p> |

## Appendix V

### Unitech Electronics Co., LTD. Articles of Incorporation (before amended)

#### Chapter 1. General Provision

Article 1: The Company organized in accordance with the Company Act, named “精聯電子股份有限公司” and the English name is UNITECH ELECTRONICS CO., LTD.

Article 2: The Company’s operating business is as follow:

1. C601020 Paper Manufacturing
2. C601040 Processed Paper Manufacturing
3. CB01020 Affairs Machine Manufacturing
4. CC01060 Wired Communication Mechanical Equipment Manufacturing
5. CC01070 Wireless Communication Mechanical Equipment Manufacturing
6. CC01080 Electronic Components Manufacturing
7. CC01101 Controlled Telecommunications Radio-Frequency Devices and Materials Manufacturing
8. CC01110 Computers and Peripheral Equipment Manufacturing
9. CC01120 Data Storage Media Manufacturing and Duplicating
- 10.E605010 Computer Equipment Installation
- 11.E701030 Controlled Telecommunications Radio-Frequency Devices Installation Engineering
- 12.F106010 Wholesale of Hardware
- 13.F109070 Wholesale of Culture, Education, Musical Instruments and Educational Entertainment Supplies
- 14.F113050 Wholesale of Computers and Clerical Machinery Equipment
- 15.F113070 Wholesale of Telecommunication Apparatus
- 16.F118010 Wholesale of Computer Software
- 17.F119010 Wholesale of Electronic Materials
- 18.F206010 Retail Sale of Hardware
- 19.F209060 Retail Sale of Culture, Education, Musical Instruments and Educational Entertainment Supplies
- 20.F213030 Retail Sale of Computers and Clerical Machinery Equipment
- 21.F213060 Retail Sale of Telecommunication Apparatus
- 22.F218010 Retail Sale of Computer Software
- 23.F219010 Retail Sale of Electronic Materials
- 24.F401010 International Trade
- 25.F401021 Restrained Telecom Radio Frequency Equipment and Materials Import
- 26.I301010 Information Software Services



- 27.I301020 Data Processing Services
- 28.I301030 Electronic Information Supply Services
- 29.I501010 Product Designing
- 30.JA02990 Other Repair
- 31.ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.

Article 2-1: The Company may make endorsements/guarantees for other companies for business or investment relationships, the procedure shall be conducted in accordance with the Company's Operational Procedures for Endorsements and Guarantees.

Article 2-2: The Company's total investment may exceed 40% of capital.

Article 3: The Company established the head office in New Taipei City, shall establish branches or offices in domestic and foreign places, and its establishment shall be approved by a resolution of board of directors' meeting when it's necessary.

## Chapter 2. Shares

Article 4: The Company's total capital was NT\$ 900 million, 90 million common stocks, the price per share was NT\$ 10, and unissued shares were authorized board of directors to proceed the issuance in several times.

NT\$ 100 million was reserved in the total capital of the first paragraph for issuing employee stock option certificates, the total shares was 10 million, and the price per share was NT\$ 10, it shall be issued by a resolution of board of directors' meeting in several times.

Article 4-1: When the Company transfers repurchase shares to employees with the price less than the average price of actual repurchase shares, or issues employee stock option certificate with the price less than closing price of the issue date, the Company is required to obtain the consent of at least two-thirds of the voting rights represented at a shareholders meeting attended by shareholders representing a majority of the total issued shares. The Company is allowed to register multiple issues over a period of 1 year from the date of the shareholders resolution.

Article 5: The Company's shares are registered share certificates, they are affixed signatures or personal seals and number representing the Company's shareholders, and issued in accordance with the regulations. The Company may be exempted from printing any share certificate, and the Company shall contact Taiwan Depository & Clearing Corporation for registration.

Article 5-1: When the Company's shares were revoked to issue in public, it shall be made after approved by a resolution of shareholders' meeting, and this Article should not be changed during the period of emerging

and listing markets.

Article 6: The renaming and transferring of shares shall be suspended within 60 days before a regular shareholders' meeting, with 30 days of a special shareholders' meeting, or with 5 days before the record date of the Company determined to distribute dividend and bonus or other benefits.

### Chapter 3 Shareholders' meeting

Article 7: Shareholders' meeting shall be two kinds: a regular shareholders' meeting, shall be convened at least once a year, within six months after close of each fiscal year, and a special shareholders' meeting, shall be convened in accordance with the regulations when it's necessary. The shareholders' meeting shall be convened via virtual meeting or the other method approved by the authority.

Article 8: When a shareholder is absent for a shareholders' meeting, may hand in a proxy printed by the Company, authorized scope shall be specified, and one proxy shall be appointed to attend by signature or seal. It shall be conducted in accordance with "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies". A shareholder shall serve such written proxy, and appoint one proxy only.

Except for trust enterprises or stock agencies approved by the authority, when a person who acts as the proxy for two or more shareholders, the number of voting right represented by him/her shall not exceed 3% of the total number of voting shares of the company, otherwise, the portion of excessive voting right shall not be counted.

Article 9: A shareholder shall have one voting right in respect of each share in his/her/its possession, however, a shareholder has no voting right shall not apply in accordance with relevant laws or regulations.

Article 10: A resolution of a shareholders' meeting, except provided in the Company Act, shall be agreed by a majority of shareholders present the outstanding shares of the Company attending in person or by a proxy, and it shall be decided by a majority of voting shares of all shareholders. According to regulations of the authority, the Company's shareholders exercising voting right by the way of electronic transmission shall be regarded as attendance in person, relevant matters shall be conducted in accordance with regulations.

### Chapter 4. Board of Directors and Audit Committee

Article 11: The Company has 7-11 directors, a nomination system has been adopted, the term is three-year, they shall be elected from the nominees list at a shareholders' meeting, and seeking re-election is available. The total number of shares held by the Company's all

directors (including independent directors) shall not be less than the minimum number set by securities authority. The number of directors abovementioned, independent directors shall not be less than three persons, and shall not be less than one-fifth of director seats, and shareholders shall elect from the nominees list of independent directors. Independent director's professional qualification, shareholding, part-time restriction, nomination and election way shall be conducted in accordance with the regulation issued by authority. The Company established audit committee in accordance with Article 14-4 of the Company Act, the audit committee shall be organized by all independent directors, duty exercising and relevant matter of the audit committee and its members shall be conducted in accordance with the regulations issued by authority.

Article 11-1: A cumulative voting system has been adopted for the election of the Company's directors, the number of votes exercisable in respect of one share shall be the same as the number of directors to be elected, and the total number of votes may be consolidated for election of one candidate or may be split for election of two or more candidates. If the amendment of the method is necessary, it shall be provided examples and explained the main contents for the convening reason in accordance with the regulations of Article 172 of the Company Act.

Article 12: The board of directors shall be organized by directors, the board of directors shall elect a chairman of the board directors from among the directors by a majority vote at a meeting attended by over two-thirds of the directors, and may also elect in the same manner for a vice chairman.

Article 12-1: In calling a meeting of the board of directors, a notice shall set forth therein the subject(s) to be discussed at the meeting, and all directors shall be notified before seven days; however, in the case of emergency, a meeting of the board of directors may be convened at any time, and all directors shall be notified by the written, E-mail or fax.

Article 13: The chairman of the board of directors shall internally preside the shareholders' meeting, the meeting of the board of directors, and shall externally represent the Company. In case the chairman of the board of directors is on leave or absent or cannot exercise his power, the vice chairman shall act on his behalf. In case there is no vice chairman, or the vice chairman is also on leave or absent or unable to exercise his power, the chairman of the board of directors shall designate one of directors to act on his behalf. In the absence of such a designation, the directors shall elect from among themselves an acting chairman of the board of directors. When a director cannot attend the meeting of board of directors in person for any cause, may appoint a proxy to attend a Board of Directors' meeting in his/her/its

behalf by executing a power of attorney stating therein the scope of power authorized to the proxy, however, a director may accept the appointment to act as the proxy of one other director only. In case a meeting of the board of directors is proceeded via visual communication network, then the directors taking part in such a visual communication meeting shall be deemed to have attended the meeting in person.

Article 14: All directors may receive attendance fee and transportation fee, the amount shall be approved by a resolution of board of directors' meeting. All directors' compensation shall be paid by authorized board of directors in accordance with the normal standard in the same industry. If the Company's directors concurrently serve as other duties at the Company, the compensation of serving duties at the Company shall be conducted by general manager in accordance with regulations of human resource management of the Company authorized by a shareholders' meeting.

Article 14-1: The Company may provide liability insurance to all directors with respect to liabilities resulting from exercising their duties during their terms of directorship.

#### Chapter 5 Managerial Officer

Article 15: The Company may have managerial personnel, and appointment, discharge and the remuneration shall be conducted in accordance with Article 29 of the Company Act. The remuneration of managerial personnel shall be conducted in accordance with regulations of the Company's human resource management of the Company.

#### Chapter 6 Accounting

Article 16: At the end of each fiscal year of the Company, the board of directors shall prepare all statements and books, like (1) business report, (2) financial statements and (3) earnings distribution statement or proposal for deficit compensation, and they shall be submitted for approval of a shareholders' meeting.

Article 17: If the Company has profits of the current, shall appropriate no less than 5% as employees' remuneration, not more than 2% as directors' remuneration, employees' remuneration shall be paid in cash or shares approved by a resolution of the meeting of board of directors, the objective includes employees of subsidiary company met certain conditions, and certain conditions shall be set by the authorized board of directors.

However, when the Company has accumulated loss, shall reserve to recovery amount in advanced, and appropriate employees' remuneration and directors' remuneration in accordance with the

preceding proportion.

If the Company has earnings in final accounts, shall pay taxes first, recover loss of the past years, and designate 10% as legal reserve, and designate or reverse special surplus reserve in accordance with laws when it's necessary, the board of directors programmed to make an earnings distribution proposal for the rest and the accumulated undistributed earnings, and it shall be distributed after approved by a resolution of a shareholders' meeting.

For the distribution of the dividends, the authorized board of directors shall adopt a resolution by a majority vote of a meeting of the board of directors attended by two-thirds or more of all the directors, all or a part of dividend and bonus shall be distributed, and paid in cash, and it shall be reported to a shareholders' meeting; if it is made by the way of issuing new shares, shall be distributed after approved by a resolution of a shareholders' meeting.

Article 17-1: The Company will consider its operating condition and growth, the needs in relation to capital and long term financial arrangement, and the satisfactions for the needs from shareholders regarding cash inflow to reserve not less than 30% of distributable earnings as shareholder's dividend each year. Shareholder's earnings distribution shall be paid in stock dividend or cash dividend, and distributed cash dividend shall not be less than 10% of total distributed dividends (sum of cash dividend and stock dividend) as principle, however, when total distributed dividend of the current year was less than NT\$3 per share, may all be paid in stock dividend.

#### Chapter 7 Supplemental Provisions

Article 18: Unsettled matters of the Company's Articles of Incorporation shall be conducted in accordance with the Company Act and other regulations.

Article 19: The Company's Articles of Incorporation was established on June 21, 2007.

The 1st amendment was made on January 1, 2008.

The 2nd amendment was made on August 25, 2008.

The 3rd amendment was made on June 26, 2009.

The 4th amendment was made on June 15, 2010.

The 5th amendment was made on June 15, 2012.

The 6th amendment was made on June 20, 2016.

The 7th amendment was made on June 21, 2019.

The 8th amendment was made on June 23, 2020.

The 9th amendment was made on August 26, 2021.

The 10th amendment was made on June 8, 2022.

The 11th amendment was made on June 16, 2023.

Unitech Electronics Co., LTD.

## Appendix VII

### Unitech Electronics Co., LTD.

#### Rules of Procedure for Shareholders Meeting

##### Article 1 Purpose

To establish a strong governance system and sound supervisory capabilities for the Company's shareholders' meetings, and to strengthen management capabilities, these Rules are established.

##### Article 2 Application scope

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

##### Article 3 Convening shareholders' meetings and shareholders' meeting notices

1. Unless otherwise provided by law or regulation, the Company's shareholders meetings shall be convened by the board of directors.
2. Changes to how the Company convenes its shareholders meeting shall be resolved by the board of directors, and shall be made no later than mailing of the shareholders meeting notice.
3. The Company shall prepare electronic versions of the shareholders meeting notice and proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors or supervisors, and upload them to the Market Observation Post System (MOPS) before 30 days before the date of a regular shareholders meeting or before 15 days before the date of a special shareholders meeting. The Company shall prepare electronic versions of the shareholders' meeting agenda and supplemental meeting materials and upload them to the MOPS before 21 days before the date of the regular shareholders meeting or before 15 days before the date of the special shareholders meeting. If, however, the Company has the paid-in capital of NT\$10 billion or more as of the last day of the most current fiscal year, or total shareholding of foreign shareholders and PRC shareholders reaches 30% or more as recorded in the register of shareholders of the shareholders meeting held in the immediately preceding year, transmission of these electronic files shall be made by 30 days before the regular shareholders meeting. In addition, before 15 days before the date of the shareholders meeting, the Company shall also have prepared the shareholders meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at the Company and the professional shareholder services agent designated thereby.

4. The Company shall make the meeting agenda and supplemental meeting materials in the preceding paragraph available to shareholders for review in the following manner on the date of the shareholders meeting:
  - (1) For physical shareholders meetings, to be distributed on-site at the meeting.
  - (2) For hybrid shareholders meetings, to be distributed on-site at the meeting and shared on the virtual meeting platform.
  - (3) For virtual-only shareholders meetings, electronic files shall be shared on the virtual meeting platform.
5. The reasons for convening a shareholders meeting shall be specified in the meeting notice and public announcement. With the consent of the addressee, the meeting notice may be given in electronic form.
6. Election or dismissal of directors or supervisors, amendments to the articles of incorporation, reduction of capital, application for the approval of ceasing its status as a public company, approval of competing with the company by directors, surplus profit distributed in the form of new shares, reserve distributed in the form of new shares, the dissolution, merger, or demerger of the corporation, or any matter under Article 185, paragraph 1 of the Company Act and matters in relevant regulations shall be set out and the essential contents explained in the notice of the reasons for convening the shareholders meeting. None of the above matters may be raised by an extraordinary motion.
7. Where re-election of all directors and supervisors as well as their inauguration date is stated in the notice of the reasons for convening the shareholders meeting, after the completion of the re-election in said meeting such inauguration date may not be altered by any extraordinary motion or otherwise in the same meeting.
8. A shareholder holding one percent or more of the total number of issued shares may submit to the Company a proposal for discussion at a regular shareholders meeting. The number of items so proposed is limited to one only, and no proposal containing more than one item will be included in the meeting agenda. When the circumstances of any subparagraph of Article 172-1, paragraph 4 of the Company Act apply to a proposal put forward by a shareholder, the board of directors may exclude it from the agenda.
9. A shareholder may propose a recommendation for urging the Company to promote public interests or fulfill its social responsibilities, provided procedurally the number of items so proposed is limited only to one in accordance with Article 172-1 of the Company Act, and no proposal containing more than one item will be included in the meeting agenda.
10. Prior to the book closure date before a regular shareholders meeting is held, the Company shall publicly announce its acceptance of shareholder proposals in writing or electronically, and the location and time period for their submission; the period for submission of shareholder proposals may not be less than 10 days.

11. Shareholder-submitted proposals are limited to 300 words, and no proposal containing more than 300 words will be included in the meeting agenda. The shareholder making the proposal shall be present in person or by proxy at the regular shareholders meeting and take part in discussion of the proposal.
12. Prior to the date for issuance of notice of a shareholders meeting, the Company shall inform the shareholders who submitted proposals of the proposal screening results, and shall list in the meeting notice the proposals that conform to the provisions of this article. At the shareholders meeting the board of directors shall explain the reasons for exclusion of any shareholder proposals not included in the agenda.

#### Article 4 Appointing to attend

1. For each shareholders meeting, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by the Company and stating the scope of the proxy's authorization.
2. A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders meeting, and shall deliver the proxy form to the Company before five days before the date of the shareholders meeting. When duplicate proxy forms are delivered, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment.
3. After a proxy form has been delivered to the Company, if the shareholder intends to attend the meeting in person or to exercise voting rights by correspondence or electronically, a written notice of proxy cancellation shall be submitted to the Company before two business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.
4. If, after a proxy form is delivered to the Company, a shareholder wishes to attend the shareholders meeting online, a written notice of proxy cancellation shall be submitted to the Company two business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

#### Article 5 Principles determining the time and place of a shareholders meeting

1. The venue for a shareholders meeting shall be the premises of the Company, or a place easily accessible to shareholders and suitable for a shareholders meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m. Full consideration shall be given to the opinions of the independent directors with respect to the place and time of the meeting.
2. The restrictions on the place of the meeting shall not apply when the Company convenes a virtual-only shareholders meeting.

#### Article 6 Preparation of documents such as the attendance book

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



register for attendance, and other matters for attention.

2. The time during which shareholder attendance registrations will be accepted, as stated in the preceding paragraph, shall be at least 30 minutes prior to the time the meeting commences. The place at which attendance registrations are accepted shall be clearly marked and a sufficient number of suitable personnel assigned to handle the registrations. For virtual shareholders meetings, shareholders may begin to register on the virtual meeting platform 30 minutes before the meeting starts. Shareholders completing registration will be deemed as attend the shareholders meeting in person.
3. Shareholders shall attend shareholders meetings based on attendance cards, sign-in cards, or other certificates of attendance. The Company may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification.
4. The Company shall furnish the attending shareholders with an attendance book to sign, or attending shareholders may hand in a sign-in card in lieu of signing in.
5. The Company shall furnish attending shareholders with the meeting agenda book, annual report, attendance card, speaker's slips, voting slips, and other meeting materials. Where there is an election of directors or supervisors, pre-printed ballots shall also be furnished.
6. When the government or a juristic person is a shareholder, it may be represented by more than one representative at a shareholders meeting. When a juristic person is appointed to attend as proxy, it may designate only one person to represent it in the meeting.
7. In the event of a virtual shareholders meeting, shareholders wishing to attend the meeting online shall register with the Company two days before the meeting date.
8. In the event of a virtual shareholders meeting, the Company shall upload the meeting agenda book, annual report and other meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

#### Article 6-1 Convening virtual shareholders meetings and matters specified in the convening notice

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

1. How shareholders attend the virtual meeting and exercise their rights.
2. Actions to be taken if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events, at least covering the following particulars:
  - (1) To what time the meeting is postponed or from what time the meeting will resume if the above obstruction continues and cannot be removed, and the date to which the meeting is postponed or on

which the meeting will resume.

- (2) Shareholders not having registered to attend the affected virtual shareholders meeting shall not attend the postponed or resumed session.
  - (3) In case of a hybrid shareholders meeting, when the virtual meeting cannot be continued, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders meeting online, meets the minimum legal requirement for a shareholder meeting, then the shareholders meeting shall continue. The shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, and the shareholders attending the virtual meeting online shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders meeting.
  - (4) Actions to be taken if the outcome of all proposals have been announced and extraordinary motion has not been carried out.
3. To convene a virtual-only shareholders meeting, appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders meeting online shall be specified.

#### Article 7 The chair and non-voting participants of a shareholders' meeting

1. If a shareholders meeting is convened by the board of directors, the meeting shall be chaired by the chairperson of the board. When the chairperson of the board is on leave or for any reason unable to exercise the powers of the chairperson, the vice chairperson shall act in place of the chairperson; if there is no vice chairperson or the vice chairperson also is on leave or for any reason unable to exercise the powers of the vice chairperson, the chairperson shall appoint one of the managing directors to act as chair, or, if there are no managing directors, one of the directors shall be appointed to act as chair. Where the chairperson does not make such a designation, the managing directors or the directors shall select from among themselves one person to serve as chair.
2. When a managing director or a director serves as chair, as referred to in the preceding paragraph, the managing director or director shall be one who has held that position for six months or more and who understands the financial and business conditions of the company. The same shall be true for a representative of a juristic person director that serves as chair.
3. It is advisable that shareholders meetings convened by the board of directors be chaired by the chairperson of the board in person and attended by a majority of the directors, at least one supervisor in person, and at least one member of each functional committee on behalf of the committee. The attendance shall be recorded in the meeting minutes.
4. If a shareholders' meeting is convened by a party with power to convene

but other than the board of directors, the convening party shall chair the meeting. When there are two or more such convening parties, they shall mutually select a chair from among themselves.

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

#### Article 8 Documentation of a shareholders' meeting by audio or video

1. The Company, beginning from the time it accepts shareholder attendance registrations, shall make an uninterrupted audio and video recording of the registration procedure, the proceedings of the shareholders meeting, and the voting and vote counting procedures.
2. The recorded materials of the preceding paragraph shall be retained for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.
3. Where a shareholders meeting is held online, the Company shall keep records of shareholder registration, sign-in, check-in, questions raised, votes cast and results of votes counted by the Company, and continuously audio and video record, without interruption, the proceedings of the virtual meeting from beginning to end.
4. The information and audio and video recording in the preceding paragraph shall be properly kept by the Company during the entirety of its existence, and copies of the audio and video recording shall be provided to and kept by the party appointed to handle matters of the virtual meeting.
5. In case of a virtual shareholders meeting, the Company is advised to audio and video record the back-end operation interface of the virtual meeting platform.

#### Article 9 Calculation of share number attending a shareholders' meeting and call meeting to order

1. Attendance at shareholders' meetings shall be calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in, and the shares checked in on the virtual meeting platform, plus the number of shares whose voting rights are exercised by correspondence or electronically.
2. The chair shall call the meeting to order at the appointed meeting time and disclose information concerning the number of nonvoting shares and number of shares represented by shareholders attending the meeting.
3. However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined total of no more than one hour, may be made. If the quorum is not met after two postponements and the attending shareholders still

represent less than one third of the total number of issued shares, the chair shall declare the meeting adjourned. In the event of a virtual shareholders meeting, the Company shall also declare the meeting adjourned at the virtual meeting platform.

- 4.If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within one month. In the event of a virtual shareholders meeting, shareholders intending to attend the meeting online shall re-register to the Company in accordance with Article 6.
- 5.When, prior to conclusion of the meeting, the attending shareholders represent a majority of the total number of issued shares, the chair may resubmit the tentative resolution for a vote by the shareholders meeting pursuant to Article 174 of the Company Act.

#### Article 10 Discussion of proposals

- 1.If a shareholders' meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. Votes shall be cast on each separate proposal in the agenda (including extraordinary motions and amendments to the original proposals set out in the agenda). The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders' meeting.
- 2.The provisions of the preceding paragraph apply mutatis mutandis to a shareholders meeting convened by a party with the power to convene that is not the board of directors.
- 3.The chair may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs (including extraordinary motions), except by a resolution of the shareholders meeting. If the chair declares the meeting adjourned in violation of the rules of procedure, the other members of the board of directors shall promptly assist the attending shareholders in electing a new chair in accordance with statutory procedures, by agreement of a majority of the votes represented by the attending shareholders, and then continue the meeting.
- 4.The chair shall allow ample opportunity during the meeting for explanation and discussion of proposals and of amendments or extraordinary motions put forward by the shareholders; when the chair is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the chair may announce the discussion closed, call for a vote, and schedule sufficient time for voting.

#### Article 11 Shareholder speech

- 1.Before speaking, an attending shareholder must specify on a speaker's

- slip the subject of the speech, his/her shareholder account number (or attendance card number), and account name. The order in which shareholders speak will be set by the chair.
2. A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail.
  3. Except with the consent of the chair, a shareholder may not speak more than twice on the same proposal, and a single speech may not exceed 5 minutes. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chair may terminate the speech.
  4. When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chair and the shareholder that has the floor; the chair shall stop any violation.
  5. When a juristic person shareholder appoints two or more representatives to attend a shareholders meeting, only one of the representatives so appointed may speak on the same proposal.
  6. After an attending shareholder has spoken, the chair may respond in person or direct relevant personnel to respond.
  7. Where a virtual shareholders meeting is convened, shareholders attending the virtual meeting online may raise questions in writing at the virtual meeting platform from the chair declaring the meeting open until the chair declaring the meeting adjourned. No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words, Not applicable to provisions 1 to 5.
  8. As long as questions so raised in accordance with the preceding paragraph are not in violation of the regulations or beyond the scope of a proposal, it is advisable the questions be disclosed to the public at the virtual meeting platform.

#### Article 12 Calculation of voting shares and recusal system

1. Voting at a shareholders meeting shall be calculated based the number of shares.
2. With respect to resolutions of shareholders meetings, the number of shares held by a shareholder with no voting rights shall not be calculated as part of the total number of issued shares.
3. When a shareholder is an interested party in relation to an agenda item, and there is the likelihood that such a relationship would prejudice the interests of the Company, that shareholder may not vote on that item, and may not exercise voting rights as proxy for any other shareholder.
4. The number of shares for which voting rights may not be exercised under the preceding paragraph shall not be calculated as part of the voting rights represented by attending shareholders.
5. With the exception of a trust enterprise or a shareholder services agent approved by the competent securities authority, when one person is

concurrently appointed as proxy by two or more shareholders, the voting rights represented by that proxy may not exceed three percent of the voting rights represented by the total number of issued shares. If that percentage is exceeded, the voting rights in excess of that percentage shall not be included in the calculation.

Article 13 Voting, monitoring and calculation methods of proposal

1. A shareholder shall be entitled to one vote for each share held, except when the shares are restricted shares or are deemed non-voting shares under laws or regulations.
2. When the Company holds a shareholders' meeting, it shall adopt exercise of voting rights by electronic means and may adopt exercise of voting rights by correspondence. When voting rights are exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders' meeting notice. A shareholder exercising voting rights by correspondence or electronic means will be deemed to have attended the meeting in person, but to have waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting.
3. A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph shall deliver a written declaration of intent to the Company before two days before the date of the shareholders meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail, except when a declaration is made to cancel the earlier declaration of intent.
4. After a shareholder has exercised voting rights by correspondence or electronic means, in the event the shareholder intends to attend the shareholders' meeting in person or online, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to the Company, by the same means by which the voting rights were exercised, before two business days before the date of the shareholders meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by correspondence or electronic means shall prevail. When a shareholder has exercised voting rights both by correspondence or electronic means and by appointing a proxy to attend a shareholders meeting, the voting rights exercised by the proxy in the meeting shall prevail.
5. Except as otherwise provided in the Company Act and in the Company's articles of incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, for each proposal, the chair or a person designated by the chair shall first announce the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions,

- shall be entered into the MOPS.
6. When there is an amendment or an alternative to a proposal, the chair shall present the amended or alternative proposal together with the original proposal and decide the order in which they will be put to a vote. When any one among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.
  7. Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chair, provided that all monitoring personnel shall be shareholders of the Company.
  8. Vote counting for shareholders meeting proposals or elections shall be conducted in public at the place of the shareholders' meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on-site at the meeting, and a record made of the vote.
  9. When the Company convenes a virtual shareholders meeting, after the chair declares the meeting open, shareholders attending the meeting online shall cast votes on proposals and elections on the virtual meeting platform before the chair announces the voting session ends or will be deemed abstained from voting.
  10. In the event of a virtual shareholders meeting, votes shall be counted at once after the chair announces the voting session ends, and results of votes and elections shall be announced immediately.
  11. When the Company convenes a hybrid shareholders' meeting, if shareholders who have registered to attend the meeting online in accordance with Article 6 decide to attend the physical shareholders' meeting in person, they shall revoke their registration two days before the shareholders' meeting in the same manner as they registered. If their registration is not revoked within the time limit, they may only attend the shareholders' meeting online.
  12. When shareholders exercise voting rights by correspondence or electronic means, unless they have withdrawn the declaration of intent and attended the shareholders' meeting online, except for extraordinary motions, they will not exercise voting rights on the original proposals or make any amendments to the original proposals or exercise voting rights on amendments to the original proposal.

#### Article 14 Election matters

1. The election of directors at a shareholders' meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, and the voting results shall be announced on-site immediately, including the names of those elected as directors and the numbers of votes with which they were elected, and the names of directors and supervisors not elected and number of votes they received.
2. The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least one year. If, however, a shareholder files a

lawsuit pursuant to Article 189 of the Company Act, the ballots shall be retained until the conclusion of the litigation.

#### Article 15 Meeting minutes and signature matters

1. Matters relating to the resolutions of a shareholders' meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes may be produced and distributed in electronic form.
2. The Company may distribute the meeting minutes of the preceding paragraph by means of a public announcement made through the MOPS.
3. The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their voting results (including the number of voting rights), and disclose the number of voting rights won by each candidate in the event of an election of directors or supervisors. The minutes shall be retained for the duration of the existence of the Company.
4. Where a virtual shareholders' meeting is convened, in addition to the particulars to be included in the meeting minutes as described in the preceding paragraph, the start time and end time of the shareholders' meeting, how the meeting is convened, the chair's and secretary's name, and actions to be taken in the event of disruption to the virtual meeting platform or participation in the meeting online due to natural disasters, accidents or other force majeure events, and how issues are dealt with shall also be included in the minutes.
5. When convening a virtual-only shareholder meeting, other than compliance with the requirements in the preceding paragraph, the Company shall specify in the meeting minutes alternative measures available to shareholders with difficulties in attending a virtual-only shareholders meeting online.

#### Article 16 Public disclosure

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



whenever the total number of shares represented at the meeting and a new tally of votes is released during the meeting.

- 3.If matters put to a resolution at a shareholders meeting constitute material information under applicable laws or regulations or under Taiwan Stock Exchange Corporation (or Taipei Exchange Market) regulations, this Corporation shall upload the content of such resolution to the MOPS within the prescribed time period.

#### Article 17 Maintaining order at the meeting place

- 1.Staff handling administrative affairs of a shareholders meeting shall wear identification cards or arm bands.
- 2.The chair may direct the proctors or security personnel to help maintain order at the meeting place. When proctors or security personnel help maintain order at the meeting place, they shall wear an identification card or armband bearing the word "Proctor."
- 3.At the place of a shareholders meeting, if a shareholder attempts to speak through any device other than the public address equipment set up by the Company, the chair may prevent the shareholder from so doing.
- 4.When a shareholder violates the rules of procedure and defies the chair's correction, obstructing the proceedings and refusing to heed calls to stop, the chair may direct the proctors or security personnel to escort the shareholder from the meeting.

#### Article 18 Recess and resumption of a shareholders' meeting

- 1.When a meeting is in progress, the chair may announce a break based on time considerations. If a force majeure event occurs, the chair may rule the meeting temporarily suspended and announce a time when, in view of the circumstances, the meeting will be resumed.
- 2.If the meeting venue is no longer available for continued use and not all of the items (including extraordinary motions) on the meeting agenda have been addressed, the shareholders meeting may adopt a resolution to resume the meeting at another venue.
- 3.A resolution may be adopted at a shareholders meeting to defer or resume the meeting within five days in accordance with Article 182 of the Company Act.

#### Article 19 Disclosure of information at virtual meetings

In the event of a virtual shareholders meeting, the Company shall disclose real-time results of votes and election immediately after the end of the voting session on the virtual meeting platform according to the regulations, and this disclosure shall continue at least 15 minutes after the chair has announced the meeting adjourned.

#### Article 20 Location of the chair and secretary of virtual-only shareholders meet

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

#### Article 21 Handling of disconnection

1. In the event of a virtual shareholders' meeting, the Company may offer a simple connection test to shareholders prior to the meeting, and provide relevant real-time services before and during the meeting to help resolve communication technical issues.
2. In the event of a virtual shareholders meeting, when declaring the meeting open, the chair shall also declare, unless under a circumstance where a meeting is not required to be postponed to or resumed at another time under Article 44-20, paragraph 4 of the Regulations Governing the Administration of Shareholder Services of Public Companies, if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events before the chair has announced the meeting adjourned, and the obstruction continues for more than 30 minutes, the meeting shall be postponed to or resumed on another date within five days, in which case Article 182 of the Company Act shall not apply.
3. For a meeting to be postponed or resumed as described in the preceding paragraph, shareholders who have not registered to participate in the affected shareholders meeting online shall not attend the postponed or resumed session.
4. For a meeting to be postponed or resumed under the second paragraph, the number of shares represented by, and voting rights and election rights exercised by the shareholders who have registered to participate in the affected shareholders meeting and have successfully signed in the meeting, but do not attend the postpone or resumed session, at the affected shareholders meeting, shall be counted towards the total number of shares, number of voting rights and number of election rights represented at the postponed or resumed session.
5. During a postponed or resumed session of a shareholders meeting held under the second paragraph, no further discussion or resolution is required for proposals for which votes have been cast and counted and results have been announced, or list of elected directors and supervisors.
6. When the Company convenes a hybrid shareholders meeting, and the virtual meeting cannot continue as described in second paragraph, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders meeting online, still meets the minimum legal requirement for a shareholder meeting, then the shareholders meeting shall continue, and not postponement or resumption thereof under the second paragraph is required.
7. Under the circumstances where a meeting should continue as in the preceding paragraph, the shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, provided these shareholders shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders meeting.

8. When postponing or resuming a meeting according to the second paragraph, the Company shall handle the preparatory work based on the date of the original shareholders meeting in accordance with the requirements listed under Article 44-20, paragraph 7 of the Regulations Governing the Administration of Shareholder Services of Public Companies.
9. For dates or period set forth under Article 12, second half, and Article 13, paragraph 3 of Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, and Article 44-5, paragraph 2, Article 44-15, and Article 44-17, paragraph 1 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall handle the matter based on the date of the shareholders meeting that is postponed or resumed under the second paragraph.

#### Article 22 Handling of digital divide

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

#### Article 23 Implementation and amendment

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

## Appendix VIII

### Unitech Electronics Co., LTD. Shareholdings of All Directors

1. The Company issued NT\$ 750,975,000 shares as of April 20, 2024, each at a par value of NT\$10.
2. According to Article 26 of Securities Exchange Act, the minimum shares held by all directors was 6,007,800 shares.
3. As of the book closure date (April 20, 2024) of the 2024 Annual Meeting of Shareholders, shareholdings of all directors are as follows: conformed to number specified in Securities Exchange Act.

| Title                                      | Name  | Elected date  | Directors' Shareholding |                    |
|--|---|---------------|-------------------------|--------------------|
|  |   |               | Number of Shares        | Shareholding Ratio |
| Chairman                                   | HI-JET INCORPORATION<br>Representative: Yeh, Chia-Wen         | June 16, 2023 | 3,657,726               | 4.87%              |
| Vice chairman                              | UNITECH COMPUTER CO., LTD.<br>Representative: Chen, Rong-Huei | June 16, 2023 | 30,039,000              | 40.00%             |
| Director                                   | UNITECH COMPUTER CO., LTD.<br>Representative: Yeh, Kuo-Chuan  | June 16, 2023 | 30,039,000              | 40.00%             |
| Director                                   | UNITECH COMPUTER CO., LTD.<br>Representative: Lee, Ying-Sin   | June 16, 2023 | 30,039,000              | 40.00%             |
| Director                                   | HI-JET INCORPORATION<br>Representative: Yeh, Ming-Han         | June 16, 2023 | 3,657,726               | 4.87%              |
| Director                                   | HI-JET INCORPORATION<br>Representative: Yeh, Bo-Chun          | June 16, 2023 | 3,657,726               | 4.87%              |
| Director                                   | HI-JET INCORPORATION<br>Representative: Wan, Kuo-Chang        | June 16, 2023 | 3,657,726               | 4.87%              |
| Independent director                       | Su, Liang   | June 16, 2023 | —                       | —                  |
| Independent director                       | Ching, Hu-Shih  | June 16, 2023 | 3,779                   | 0.01%              |
| Independent director                       | Liu, You-Kuo  | June 16, 2023 | —                       | —                  |
| Independent director                       | Ho, Pao-Chung   | June 16, 2023 | —                       | —                  |
| Sum of all directors' shareholding numbers |   |               | 33,700,505              | 44.88%             |

4. According to Article 2 of "Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies", if a public company

has elected two or more independent directors, the share ownership figures calculated at the rates set forth in the preceding paragraph for all directors and supervisors other than the independent directors and shall be decreased by 20 percent.

## Appendix IX

### Other Disclosure Matters

The conducted explanation of directors' proposal at the shareholders' meeting:

- Explanation:
1. According to Article 172-1 of the Company Act, shareholder(s) hold one percent or more of the total number of outstanding shares of the Company may propose a proposal for discussion at a regular shareholders' meeting, provided that only one matter shall be allowed in each single proposal, and the number of words of a proposal shall be limited to not more than three hundred words.
  2. Acceptance period of shareholders' proposals at the shareholders' meeting was from April 12 to April 22, 2024, and it shall be uploaded to the MOPS.
  3. The Company has not received any proposal from shareholders.