

Stock Code: 8103



瀚荃股份有限公司
CviLux Corporation

2023 Shareholders' Meeting Meeting Handbook

(Physical Shareholders' Meeting)

Date of Meeting: June 20, 2023

Location of Meeting: 1F., No. 29, Lane 3, Section 1, Zhongzheng East Road,
Tamsui District, New Taipei City, Taiwan (CviLux Life)

CviLux Corporation

2023 Shareholders’ Meeting Handbook

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CviLux Corporation Procedure for 2023 Shareholders' Meeting

- I. Report on Number of Shares Represented in the Meeting
- II. Call to order
- III. Speech by Chairman
- IV. Report Items
- V. Ratifications
- VI. Elections
- VII. Discussions
- VIII. Extraordinary motions
- IX. Adjournment

CviLux Corporation 2023 Shareholders' Meeting Agenda

- I. Time: June 20 (Tues.), 2023, 09:00 a.m.
- II. Venue: 1F., No. 29, Lane 3, Section 1, Zhongzheng East Road, Tamsui District, New Taipei City, Taiwan (CviLux Life)
- III. Call to order
- IV. Report Items:
 - (I) 2022 business status report
 - (II) Audit Committee Audit Report on 2022 closing statements and communication with internal chief auditor
 - (III) Report on remuneration distribution to employees and directors in 2022
 - (IV) Report on implementation status of indirect investment in Mainland China in 2022
 - (V) Endorsements and guarantees made externally in 2022
 - (VI) Loaning of funds to others in 2022
 - (VII) Report on remuneration to directors in 2022
 - (VIII) The Company's 2022 earnings distribution in form of cash dividend
 - (IX) Report on the Company's "Rules of Procedures for Board of Directors Meeting"
- V. Ratifications
 - (I) Ratification of the 2022 Business Report and year-end closing statements
 - (II) Ratification of the 2022 earnings distribution.
- VI. Elections:
 - (I) Proposal for election of an independent director for the 12th

Board of Directors of the Company.

VII. Discussions:

- (I) Proposal for amendment of the Company's "Articles of Incorporation"
- (II) Amendments to the Company's "Procedures for Loaning Funds to Others"
- (III) Proposal of the Company's private placement of common shares

VIII. Extraordinary motions

IX. Adjournment

Reports

I. 2022 business status report for review.

Description: The Company's 2022 Business Report, please refer to Attachment 1 (p.22~31).

II. Audit Committee Audit Report on 2022 closing statements and communication with internal chief auditor for review.

Description: (I) Audit Committee Audit Report on "2022 Business Report, Financial Statements and Earnings Distribution Table". Please refer to Attachment 2 (p.32).

(II) Communication status between Audit Committee and internal audit chief in 2022, please refer to Attachment 3 (p. 33).

III. Report on remuneration distribution to employees and directors in 2022 for review.

Description: According to the contribution percentage specified in Article 235-1 of the Company Act and the Articles of Incorporation of the Company, a proportion of 7.3% amounting to NTD 34,143,121 was set aside as remuneration to the employees and a proportion of 2.2% amounting to NTD 10,289,708 was set aside as remuneration to directors in 2022, both of which has been approved by the 12th Board of Directors at its 13th meeting and distributed in cash.

IV. Report on implementation status of indirect investment in Mainland China in 2022 for review.

Description: The indirect investment in Mainland China in 2022 is described below:

Investee	Investment method	Accumulated investment amount remitted from Taiwan as of December 31, 2022
CviLux Technology (Suzhou) Co., Ltd.	Investment through a third country or region	NTD 217,775 thousand
Dongguan Qunhan Electronics Co., Ltd.	Investment through a third country or region	NTD 104,231 thousand
CviLux Electronics (Dongguan) Co., Ltd.	Investment through a third country or region	NTD 92,747 thousand
CviLux Technology (Chongqing) Corporation	Investment through a third country or region & capitalization of earnings in a third country or region	NTD 58,380 thousand
CviLux Technology (Shenzhen) Corporation	Capitalization of earnings in a third country or region	Note 1
CviCloud (SZ) Limited	Investment through a company in Taiwan	NTD 28,110 thousand
Anhui CviLux Technology Co., Ltd.	Capitalization of earnings in Mainland China	Note 2
Shanghai Han Duo Trading Co., Ltd.	Investment through a company in Taiwan	NTD 6,110 thousand
Shenzhen Recon Health Care Cloud Tech. Co., Ltd.	Capitalization of earnings in Mainland China	Note 3

Note 1: The earnings of CONTEC (B.V.I) CORP. was capitalized to CVILUX (B.V.I) CORP. and an investment of HKD 2,000 thousand (NTD 7,784 thousand) was made through CVILUX (B.V.I) CORP. in CviLux Technology (Shenzhen) Corporation.

Note 2: The earnings of CviLux Technology(Suzhou) Co., Ltd. was capitalized to Anhui CviLux Technology Co.,Ltd. to the amount of RMB 10,000 thousand (NTD 46,170 thousand).

Note 3: The earnings of CviLux Technology (Shenzhen) Corporation was capitalized to Shenzhen Recon Health Care Cloud Tech. Co., Ltd. to the amount of RMB 1,800 thousand (NTD 7,756 thousand).

V. Endorsements and guarantees made externally in 2022 for review.

Description: The endorsements and guarantees made externally in 2022 are described below:

Guarantee	Endorsement/guarantee amount Credit facility		Endorsement/guarantee amount (Actual financing)
CviCloud Corporation	Max. balance in current year	NTD 130,000 thousand	NTD 70,000 thousand
	Year-end balance	NTD 130,000 thousand	NTD 10,000 thousand
CviCloud (SZ) Limited	Max. balance in current year	NTD 18,479 thousand	NTD 11,221 thousand
	Year-end balance	NTD 18,029 thousand	NTD 0 thousand
CviLux Electronics (Dongguan) Co., Ltd.	Max. balance in current year	NTD 33,767 thousand	NTD 0 thousand
	Year-end balance	NTD 32,987 thousand	NTD 0 thousand
CviMall International Corporation	Max. balance in current year	NTD 20,000 thousand	NTD 20,000 thousand
	Year-end balance	NTD 20,000 thousand	NTD 20,000 thousand
CviLux Lao Co., Ltd.	Max. balance in current year	NTD 64,430 thousand	NTD 58,950 thousand
	Year-end balance	NTD 61,420 thousand	NTD 38,388 thousand

VI. Loaning of funds to others in 2022 for review.

Description: The loaning of funds to others in 2022 is described below:

Lender	Borrower	Financing amount	
CviLux Corporation	CviCloud (SZ) Limited	Max. balance in current year	NTD 9,012 thousand
		Year-end balance	NTD 0 thousand
	CviMall International Corporation	Max. balance in current year	NTD 20,000 thousand
		Year-end balance	NTD 20,000 thousand
	Cvilux Korea Corporation	Max. balance in current year	NTD 3,071 thousand
		Year-end balance	NTD 3,071 thousand
	Cvilux Lao Co., Ltd	Max. balance in current year	NTD 76,775 thousand
		Year-end balance	NTD 76,775 thousand

VII. Report on remuneration to directors in 2022 for review

Description: The payment policy, system, standard and structure of the remuneration to directors and independent directors, and the association of their responsibility, risk, and time devoted with the amount of the remuneration paid:

1. According to the Articles of Incorporation of the Company, the Board of Directors is authorized to determine the remuneration for the Chairman and directors based on individual participation in and contribution to the Company's operations and with reference to the general level in the domestic and overseas industries.
2. The Articles of Incorporation require director remuneration of no more than 3% of the annual profit. The remuneration to directors is paid pursuant to the "Regulations Governing the Distribution of Director Remuneration" under the following principles: (1) a fixed compensation may be paid to independent directors and functional committee members regardless of the gain or loss in the operating revenue; (2) an attendance fee is paid to each director and independent director every time when he/she attends a meeting; (3) 2.2% of the earnings are distribute to directors as their remuneration.
3. Please refer to Attachment 4 (p. 34~35) for the details on the remuneration to individual directors.

VIII. The Company's 2022 Earnings Distribution in Form of Cash Dividend, Please Review.

Description: (I) Pursuant to Article 19-1 of the Company's Articles of Incorporation, dividends, bonuses, statutory reserve, and capital reserve to be

distributed in cash are subject to a resolution of the Board of Directors and shall be reported to the shareholders' meeting.

(II) A total of NT\$157,906,826, equivalent to NT\$2 per share, are allocated as the shareholder bonus and will be distributed in form of cash dividend. The cash dividend payment will first be rounded down to the nearest whole dollar with any amount less than NT\$1 being forfeited. The fractional balance of cash dividends less than NT\$1 will be summed up and individually added to dividend payments in the order from large to small decimal points until the total amount of cash dividend is met.

(III) The proposal has been approved upon resolution by the Board meeting, and the Chairman was authorized to determine the ex-dividend date, date of distribution and other related matters. In the event that the total quantity of the Company's outstanding shares is changed and the dividends to shareholders are affected, the Chairman shall be authorized to deal with it with full power.

IX. Report on the Company's "Rules of Procedures for Board of Directors Meeting" for review.

Description: Please refer to Attachment 6 (p. 52~55) for the amendments of the "Rules of Procedures for Board of Directors Meetings"

Ratifications

Proposal I: The 2022 Business Report and year-end closing statements are submitted for ratification. (Submitted by the Board of Directors)

Description: (I) The 2022 Business reports and financial statements have been approved by the Board of Directors, among which the financial statements have been duly audited by KPMG; the Audit Committee has further duly audited the aforementioned Business Report and financial statements and issued the audit report.

(II) The 2022 Business Report, financial statement, CPAs' audit report have been attached. Please refer to Attachment 1 and Attachment 5 of this handbook (p. 22~31 and p. 36~51).

(III) The proposal has been resolved and approved by the 12th Board of Directors at its 13th meeting.

Resolution:

Proposal II: The 2022 earnings distribution are submitted for ratification. (Submitted by the Board of Directors)

Description: The proposal has been approved by the 12th Board of Directors at its 13th meeting. The post-tax net profit in 2022 was NTD 331,508,493. The details of the distribution are prepared as follows pursuant to the Company Act and the Company's Articles of the Incorporation.

(I) The Board of Directors is authorized to set a base date and a payment date for the distribution after the proposal is approved by the shareholder's meeting.

(II) If the number of the outstanding shares is affected in the future due to buyback of the Company's shares or conversion of the convertible corporate bonds to shares, and the dividend distribution rate of the shareholders is changed as a result, the shareholders' meeting is requested to authorize the Board of Directors to adjust the dividend distribution rate.

Resolution:

CviLux Corporation
Earnings Distribution Table
2022

Unit: NTD

Item	Amount	Description
Retained earnings at opening	869,979,930	
Plus: Change in re-measurable of defined benefit plans in the current period	4,284,800	
Plus: Post-tax profit in the current period	331,508,493	
Less: Statutory reserve set aside	(33,579,329)	
Plus: Special reserve reversed	29,552,254	
Distributable earnings	1,201,746,148	
Item of Distribution		
Shareholder's dividends		
Cash Dividends	157,906,826	(NTD 2.0 per share)
Undistributed earnings at the end of the period	1,043,839,322	

Note: The calculation base is the 78,953,413 outstanding common shares of the Company on March 22, 2023 when the Board of Directors held the meeting. If the number of the outstanding shares is affected in the future due to changes in the number of our common shares, and the stock/cash dividend distribution rate of the shareholders is changed as a result, the shareholders' meeting is requested to authorize the Board of Directors to adjust the stock/cash dividend distribution rate.

Chairman:
Steve Yang

Managerial Officer:
Glen Chu

Chief Accounting Officer:
Weiling Yuan

Elections

Proposal I: The election of an independent director for the 12th Board of Directors of the Company is submitted for election.
(Submitted by the Board of Directors)

Description: (I) According to Article 4 of the “Taiwan Stock Exchange Corporation Operation Directions for Compliance with the Establishment of Board of Directors by TWSE Listed Companies and the Board’s Exercise of Powers”, where the chairman of the board of directors and the president or person of an equivalent post of a TWSE listed company are the same person, spouses or relations within the first degree of kinship, not less than four independent directors shall be established before December 31, 2023, provided where the number of directorships exceeds 15, the minimum number of independent directors is five, and there shall be a majority of directors who do not serve concurrently as an employee or officer. The Company currently has 3 independent directors and plans to elect an additional independent director.

(II) The required qualifications of independent director candidates were approved by the Board of Directors on April 26, 2023.

(III) The newly elected independent director will take office right after the shareholders’ meeting where the independent director is elected ends and has a term up

to August 4, 2024.

(IV) The independent director candidates are listed below.

No.	Title	Account no.	Name/account name	Educational background and experience	Shares held (share)
1	Independent director		Wei-Po Lin	Lawyer, Six Smiles Attorneys-At-Law Adjunct Assistant Professor-level Technical Expert, Department of Information Management, Chang Gung University Patent Engineer, Micro-Star International Co., Ltd. Master's, Soochow University Master's, Graduate School of Electrical Engineering, Chang Gung University Bachelor, Department of Electrical Engineering, Chang Gung University	0

(V) The proposal is submitted for election.

Discussions

Proposal I: Amendment of the Company's "Articles of Incorporation"

Description: In line with the Company's operational needs, it is proposed to amend part of the Company's "Articles of Incorporation", and please refer to Attachment VII (pages 56-58) for the comparison table for the amended articles. This proposal was approved by a resolution in the 15th meeting of the 12th Board of Directors.

Resolution:

Proposal II: Amendments to the Company's "Procedures for Loaning Funds to Others", please review. (Proposed by the Board of Directors)

Description: Due to the delegation of authority for the Group's succession plan, the Chairman no longer concurrently serve as the CEO, and the authorization levels in the "Procedures for Loaning Funds to Others" thus have been changed. Therefore, it is proposed to amend part of the Company's "Procedures for Loaning Funds to Others". Please refer to Attachment VIII (pages.59) for the comparison table for the amended articles. This proposal was approved by a resolution in the 14th meeting of the 12th Board of Directors.

Resolution:

Proposal III: Proposal of the Company's private placement of common shares, please review. (Proposed by the Board of Directors)

Description: (I) In order to support the Company's business growth,

strengthen its financial structure and explore more diverse and flexible funding methods, it is proposed that the Board of Directors be authorized to, based on market condition and the Company's funding need, conduct a private placement of common shares to raise long-to-mid-term capital at appropriate time in accordance with the Articles of Incorporation, relevant laws and regulations and following principles.

(II) The number of shares to be issued in this private placement is limited to 12 million common shares with a NT\$10 face value per share.

(III) The description required under Article 43-6 of the Securities and Exchange Act is as follow:

1. The basis and rationale for the setting of the price:

(1) The reference price for private placement is proposed to be set as the higher of the following two calculations in accordance with the "Directions for Public Companies Conducting Private Placements of Securities":

(A) The simple average closing price of the common shares of the Company for either the 1, 3, or 5 business days before the price determination date, after adjustment for any distribution of stock dividends, cash dividends or capital reduction.

(B) The simple average closing price of the common shares of the Company for the 30 business days before the price determination date, after adjustment for any

distribution of stock dividends, cash dividends, or capital reduction.

- (2) Percentage for the private placement pricing:
The basic price for private placement is no less than 80% of the reference price.
 - (3) The Company has taken its business performance, the most recent net worth and the recent stock price into consideration to set the price for private placement and complied with regulations of competency authority. Such a method is reasonable.
 - (4) Where the price per share of privately placed shares is lower than the par value of the shares, the effect on the shareholders' equity:
The accumulated loss arising from the difference between the actual price per share of privately placed shares and the face value will be offset depending on the Company's future business condition or through earnings generated in the future, capital surplus, capital reduction or other methods. Since the private placement is estimated to meet its goals of strengthening financial structure and reducing interest expense, which are beneficial to the Company, so it has positive effect on the shareholders' equity.
2. The method for selecting the specific persons:
The places of this private placement are limited to specific persons meeting the requirements under Article 43-6 of the Securities and Exchange Act and strategic investors. Places

who are beneficial to the Company's long-term development and competitiveness and existing shareholders' equity shall have the priority; however, there is yet any determined places. It is proposed to grant discretionary authorization to the board of directors to determine matters regarding selecting the specific persons.

3. The reasons necessitating the private placement:

(1) The reason of not conducting a public offering:

Considering the convenience of a private placement, the fund raised will be used to repay borrowings and replenish the Group's working capital, enhance financial structure and ensure long-term business development, bringing in strategic investors thereby. In addition, the restricted transfer of the privately placed securities within 3 years ensures the long-term partnership between the Company and its strategic investors/places. Moreover, the authorization granted to the board of directors for conducting a private placement based on the Company's operational need will effectively rise the agility and flexibility of the Company's funding.

(2) The use of the fund raised in private placements and anticipated benefits: Two issuances are expected. The fund raised will be used to repay borrowings, replenish the Group's working capital and develop new products for the Group's long-term development, enhanced financial structure and reduced capital cost; in addition to the

anticipated strengthening of the Company's financial structure, improvement of solvency, decrease of interest expense, future business scale expansion, effective capital cost reduction and funding efficiency, the implementation of this plan will boost the Company's competitiveness and operation efficiency resulting in the positive impact on shareholders' equity.

4. If the private placement can not be completed within one year, it is proposed the shareholders' meeting grant authorization to the Board of Directors to hold a Board meeting to discuss the termination of private placement and disclose such as an announcement of material information on the Market Observation Post System.
5. Rights and duties of new shares to be issued for this private placement: The privately placed common shares, except being restricted for transfer under Article 43-8 of the Securities and Exchange Act, have the same rights and duties as the issued common shares of the Company.

(IV) For any matters regarding this private placement not mentioned herein and any necessary changes due to change of laws, competent authority's opinion or changed objective environment, it is proposed that the shareholders' meeting grant the discretionary authorization to the Board of Directors to handle such matters.

(V) This proposal was approved by a resolution in the 15th meeting of the 12th Board of Directors.

Resolution: v. Extraordinary Motions

Extraordinary Motions

Adjournment

[Attachment 1]

CviLux Corporation 2022 Business Report

I. Business Results in 2022

(I) Results of the Business Plan:

Consolidated Financial Statements

Unit: NTD thousand

Item	2022	2021	Growth Rate (%)
Operating Revenue	3,727,014	4,159,393	-10.40
Gross Profit	1,106,425	1,247,310	-11.30
Operating Profit	371,349	552,695	-32.81
Net Profit After Tax	328,082	336,322	-2.45

In 2022, CviLux Group's consolidated net operating revenue was NTD 3,727,014 thousand, showing a decrease of 10.40% compared to the performance in 2021. The consolidated net profit after tax was NTD 328,082 thousand with an annual decrease of 2.45%.

(II) Implementation of Budget: N/A.

(III) Revenue and Profitability Analysis:

1. Financial Revenue and Expenditure:

The paid-in capital was NTD 789,534 thousand, the shareholder's equity was NTD 3,065,351 thousand the total indebtedness was NTD 2,057,217 thousand and the debt ratio was 40.16%. The long-term fund to fixed assets ratio was 348.93%; the stability of financial structure and solvency is shown.

2. Profitability Analysis:

The consolidated revenue of the Company decreased by 10.40% in 2022; the EPS after tax was NTD 4.20.

Item	2022	2021
Return on Assets (%)	6.66	7.21
Return on Shareholders' Equity (%)	11.07	12.26
Operating Profit to Paid-in Capital (%)	47.03	70.00
Pre-tax Income to Capital (%)	63.83	64.27
Net Income to Sales (%)	8.80	8.09
Earnings Per Share (NTD)	4.20	4.29

(IV) Research and Development:

1. Annual R&D Expenses Invested in the Most Recent Three Years:

Unit: NTD thousand

Item \ Year	2022	2021	2020
Research and Development Expenses	115,875	89,557	103,586
Net Operating Revenue	3,727,014	4,159,393	3,134,712
Ratio to the Net Operating Revenue (%)	3.11	2.15	3.30

2. Technologies or Products Developed Successfully in the Most Recent Year:

CviLux

- (1) Fine-pitch low-profile straight FFC/FPC connectors
- (2) Automated reliable crimp FFC/FPC connectors
- (3) High-density micro FFC/FPC connectors
- (4) High-speed USB connection technology
- (5) Server power board-to-board connectors
- (6) Self-locking three-in-one and high-power expandable connection technology
- (7) Low-profile and straight high-speed welded plate connectors
- (8) Digital high-speed 5G display module connectors
- (9) Quick plug high-current low-voltage connectors
- (10) High temperature resistance application technology for flexible and soft flat buses

(11) High-density flexible surface-mounting and soft flat buses

CviCloud

- (1) Smart commercial/at-home pour-over coffee makers
- (2) Live e-sports streaming series (WebCam. Control pad, Capture) and platform systems
- (3) Fan-type environment purifiers, portable environment purifiers
- (4) Remote medical system and diagnostic terminal equipment
- (5) In-vehicle air purifier systems, wireless charging systems
- (6) Smart access control system, smart long/short-term rental system
- (7) Smart Video Intercom systems
- (8) Smart fingerbots
- (9) Smart bathroom systems

II. Summary of Business Plan and Vision for 2023

(I) Business Policies:

Complying with the standards for sustainable governance, CviLux pays continuous attention to the sustainable development issues of enterprises and society. With the focus on the targets in the environmental, social, and governance dimensions, we implement ESG through corporate carbon reduction, labor policies, and formation of a Board of Directors and governance information, joining the trends that help us live up to the expectations of the customers and society.

CviLux launched the CG2020 Smart Manufacturing Project in 2018 with the aim at introducing manufacturing execution system (MES), warehouse management system (WMS), and supervisory control and data acquisition (SCADA) to the production factories of the Group by 2022. In light of the customers' products and the industrial trends, we work in tandem with suppliers to reduce the variable costs and actively foster the digital transformation of production via professional division of work and joint production. CviLux has completed the digital transformation and the setup of a data platform and cloud platform. The subsequent efforts will be invested in the development in the fields of data application, AI, system development, production and operation management, marketing management,

human resource management, R&D management, financial management, information security, and smart management platform. By enhancing the technical capacity of the Company's smart operations, we allow smooth access to information and data from the "equipment level" at the factories to the "management level" of the enterprise. Adopting diversified management, CviLux bolsters the R&D and capability of parts and components in a constant manner, and overcomes the obstacles to management through digital transformation. With the data as the reference instead of the subjective perspective, and with the foundation of automation built for years, we make good use of the "smart decision-making process" to improve the speed and quality of decision making. Our production and marketing are managed based on the data. A manufacturing database has been established to automatically produce a smart decision-making process according to the objective data in each management aspect, thereby helping us surmount the difficulties of industrial trends. Externally, we cast around for strategic partners with complementary cross-domain resources, looking forward to strengthening the comprehensive competitiveness of production and marketing through joint collaboration to optimize business performance. In terms of business management, we will keep escalating the quality, reducing the costs and inventories, training talents, increasing output per capita, and implementing the profit center system. The structures of the functional organizations will be constantly streamlined with the cycle of operations improved. Also, measures to boost profits and eliminate risks will be taken thoroughly to strike a balance between production and marketing, make a breakthrough in revenue, and thereby reach the operational goal of producing higher revenue and post-tax profit.

(II) Important Production and Marketing Policies:

1. Production Strategies: We promote the strategy of micro processing factory outsourcing alliances to distribute the products and production processes, shortening the delivery time to satisfy the production needs of the customers' orders. Meanwhile, we enhance the application of big data to produce automated decision-making through AI, and set up a safe inventory for the work orders of products of general specifications in order to avoid product material shortage.

- (1) Focusing on the manufacturing of connectors, wires and cables, and electronic modules, we make continuous improvements in the R&D, production technologies, yield, and production cycle, with a smart manufacturing system incorporated for big data analysis.
 - (2) We boost the efficiency and yield of automated production, utilizing a charge-coupled device (CCD) to reduce the defects omitted during manual inspections.
 - (3) Raising the manufacturing unit's awareness of quality, we have the sampling of product quality control done earlier by the manufacturing unit instead of the quality inspection unit. As we place importance on the independent check, full inspection, and packaging of products, the quality assurance unit concentrates on the audit of processes (service life control of molds, jigs and cutters, verification between first/last articles and drawing sheets, process improvement and follow-up, etc.) and the improvement and follow-up of defect analysis.
 - (4) The system of management and repair history of the molds, jigs, and machinery for parts and components and the hardware parts is adopted to ensure the quality of key output parts.
 - (5) We manage the production factories based on a classification system. For example, the level-1 factories have the semi-finished material production capabilities such as injection, punching, cable fusion, and wire drawing, while the level-2 factories have the finished good production capabilities such as assembly and wiring. Meanwhile, we take the centralized production of injection molded parts, punched parts, wires (currently put into centralized production at the Suzhou Factory), auxiliary materials, or other semi-finished products into account, in order to enhance the machine utilization while cutting costs, and streamline the deployment of repair personnel as well as technical personnel. Additionally, keeping up with the times, we offer higher pay to retain technical talents.
2. Marketing strategies: We implement precision marketing, industrial marketing and local marketing with customer's needs, products of other companies in the industry, and production management data as the basis of the priority. Meanwhile, we work with customers to jointly develop and offer corresponding

solutions as well as one-stop value-added services to become one of their major suppliers. In addition to the products that meet the trends of the market, we are dedicated to developing product-oriented new application markets and channels to increase the trust, satisfaction and loyalty of the customers. Meanwhile, we engage in the development of parts and components for industrial use, devote more to the development of brand customers, and enhance the deployment in the markets of the U.S. and Latin America.

- (1) With the overseas marketing bases and distributors incorporated, we increase customers of the industry, home appliance, electric vehicle, and new energy abroad.
- (2) In terms of network communication, we focus on the industrial chain of power supply, 5G, server, orbit satellite, AR, VR, and MR.
- (3) Our main product lines for optoelectronics include panels, TVs, monitors, and gaming products.
- (4) We mainly focus on OEM motherboard factories while increasing the number of touch module factories for laptops, and devote ourselves to the development of niche products of fingerprint recognition lenses of touch screen cameras.
- (5) For IOT, we put our emphasis on the software and hardware system integration of industrial Internet system data collector (smart machine box) and sensor modules.

(III) The Company's Future Development Strategies:

Looking into the future, the global economy is facing the risk of declination due to the war, inflation and supply chain competition in the post-pandemic era. While reorganization of the regional supply chains is required in response to the demand, we speed up the deployment of the production lines in ASEAN to ensure local delivery of good to customers, and implement sound management and different development strategies of the Group for our products and services.

To cope with customer demands around the world, our product strategies are aimed at increasing the revenue share of non-consumable products, homing in on the application of target industries of electric vehicles (EVs), high performance computing (HPC),

servers and low earth orbit satellites, and enhancing the added value and profitability of products.

We will satisfy the customer requirement for a regional supply chain (short chain) with the flexible coordination of productivity through our diversified manufacturing supply chain, and invest in a smart management platform for manufacturing, production, and operation to keep the production and sales in balance and bolster our competitiveness of operation and management.

Meanwhile, we take existing customers to a more secure and higher level, working with them to jointly develop and offer corresponding solutions as well as one-stop value-added services.

The digital transformation and diverse transformation simultaneously drive the three business units: CviLux for components, CviCloud for AiOT, and CviMall for new retail e-commerce. Deploying in different markets and having self-owned brands, the three business units display their respective values.

Additionally, the Group has implemented the BU profit center system to integrate the resources of the Group, pursuing the greatest synergy based on the data management quantified through the “corporate business management platform” to give back to the shareholders and achieve the highest goal of corporate sustainable operation.

Future and Sustainable Development Strategies:

To ensure sustainable operation, stay abreast of the latest developments to optimize the main business, and enhance corporate value, CviLux has systematically planned for the training and succession of successors. The Board of Directors approved the succession of the CEO position last year. 2023 will be the succession year of the Group and we will carry out the succession in accordance with the following principles.

1. The successors are involved in management with the incumbents based on a dual system in order to help the successors possess comprehensive practical capability for corporate management. Setup of a succession echelon: The resources and capabilities of the successors are not merely a point but a plane. An echelon is needed to make up for the disadvantages by providing “a group of successors” to reduce the risks of having only a single successor. A thorough succession echelon depends on outstanding talents from different fields; therefore, the attraction and retention of

professional senior managerial officers becomes particularly essential. The internal human capital development includes the recruitment, appointment, reward and punishment system, and educational training of employees; hence, an incentive system for senior managerial officers and teams, including the culture of senior managerial officer attraction and retention as well as the promotion and reward systems of senior managerial officers, should be established.

2. In line with the market trends of the industry, investment in R&D and innovation should be increased, with the product lines for consumer products, industrial application, AIoT hardware, and software integration product series kept robust through continuous smart manufacturing system optimization for product competitiveness enhancement, and with the marketing and customer relationship management incorporated to build up the value chain, so that we can maintain the comprehensive production and marketing competitiveness to generate revenue and profit.
3. The corporate resources and internal control mechanism should be integrated, and robotic process automation (RPA) and artificial intelligence (AI) should be adopted for risk prevention and troubleshooting, to ensure that the audit mechanism and other operations work correctly, the corporate resources are integrated effectively for asset activation, and the corporate goals can thereby be reached. In addition to internal resource integration, we must also have an active control process for decision-making, work division, procedures, and finance, to make sure that we achieve the goals reasonably.
4. Informatization and digitalization should be constantly promoted to change the existing business model. The measures include setting up electronic files through computer informatization to search for, compile, and calculate data for better corporate operational efficiency, and combining the databases and AI based on informatization to provide customized services for customers in a digital manner.
5. A cross-business model and ecosystem are required. A variety of new business models and ecosystems have been emerging in recent years, including cyber-physical integration, e-commerce, and a shared economy, which is why we must consider how to facilitate

growth momentum via a cross-domain alliance. Progressive mergers and acquisitions might be a good way to get involved in the industrial ecosystems of the new generation and further surmount the current obstacles to development, increase the ownership of other enterprises, achieve vertical or horizontal corporate resource integration, and sustain corporate growth.

(IV) Impacts of the External Competitive Environment, Regulatory Environment, and Overall Business Environment:

Electronic devices have become necessities in the lives of modern people. During the operation of such devices, connectors are the bridge between current and signal communication, and are applied to various fields such as information, communication, automobile, industry, green energy, aviation, and medical care. The connector industry once prospered with the rise of the personal computer industry. However, growth momentum was lost as the PC/NB market became mature, and active investment by manufacturers in China has caused fierce competition in the market and price war.

With the higher employee payment cost in China in recent years and the growing difficulty of management due to the restrictions of China's early environmental regulations on production bases, domestic peer companies are moving their production lines to emerging countries other than China (i.e., ASEAN countries) in a gradual manner. Some peer companies with more funds and better technologies are expanding their deployment of product line automation faster and investing in more automated equipment to reduce operating costs, or even moving some of their product lines of high-end products back to Taiwan. In consideration of the ongoing competition and collaboration between the U.S. and China, the enhancement of automated production lines and the diversification of production bases are crucial.

COVID-19 has gradually changed our life and the needs for electronic products, software and platform services. The ESG issue is a mission of every corporate citizen. In addition to the trend of reducing carbon emissions with green energy that has fostered the development of EVs, the remote and contactless modes under COVID-19 have constantly stimulated the development of emerging operations such as unmanned factories, automation, and online and offline integration. The development of EVs, HPC, servers, and low earth orbit satellites will

thus be driven, and strong growth momentum will be brought to the industry of connector parts. Additionally, peer companies of connectors (wires) in Taiwan have been devoted to aggressive transformation in recent years, investing in relevant application fields to expand the scope of product application and raise the added value of products.

Chairman:
Steve Yang

Managerial Officer:
Glen Chu

Chief Accounting Officer:
Weiling Yuan

[Attachment 2]

CviLux Corporation

Audit Report of the Audit Committee

We, the Audit Committee of the Company, hereby acknowledge that the Board of Directors has worked out and submitted hereto the Business Report, financial statements, and proposed allocation of earnings of CviLux Corporation for 2022 and that among them, the financial statements have been duly audited by CPA Tan, Chia-Chien and CPA Su, Yen-Ta of KPMG, which already issued the Audit Report. We hereby further declare and confirm that the aforementioned Business Report, financial statements, and proposed allocation of earnings have been further duly audited by us, the Audit Committee, and no nonconformities were found. We hereby issue this Report in accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act. Please approve.

Submitted to

2023 Shareholders' Meeting of CviLux Corporation

CviLux Corporation

Audit Committee Convener Shuling Lin

March 22, 2023

[Attachment 3]

Communication status between Audit Committee and internal audit chief,

Date	Communication matters
03.23.2022	<ol style="list-style-type: none"> 1. Audit plan implementation from December 2021 to March 2022. 2. Follow-ups to the audits in Q4 2021. 3. Audit Reporting: Implementation status of the 2021 Audit Plan. 4. Audit Reporting: 2022 Audit Plan. 5. Audit Reporting: 2022 roster of internal audit personnel and substitute staff, and their continuing education status.
05.06.2022	<ol style="list-style-type: none"> 1. Audit plan implementation from March to April 2022. 2. Follow-ups to the audits Q1 2022. 3. Audit Reporting: 2021 Statement on Internal Control.
08.05.2022	<ol style="list-style-type: none"> 1. Audit plan implementation from April to June 2022. 2. Follow-ups to the audits in Q2 2022. 3. Audit Reporting: Reporting of the deficiencies of internal control and abnormality improvements of CviLux in 2021.
12.28.2022	<ol style="list-style-type: none"> 1. Audit plan implementation from August to December 2022. 2. Follow-ups to the audits in Q3 2022.
03.22.2023	<ol style="list-style-type: none"> 1. Audit plan implementation from December 2022 to March 2023. 2. Audit Reporting: Implementation status of the 2022 Audit Plan. 3. Audit Reporting: 2023 Audit Plan. 4. Audit Reporting: 2023 roster of internal audit personnel and substitute staff, and their continuing education status.

IV. Breakdown of the remuneration to directors

[Attachment 4]

Remuneration to Directors and Independent Directors

December 31, 2022; Unit: NT\$ thousand

Title	Name	Remuneration to Directors						Sum of A, B, C and D, and the Percentage of Net Income After Tax (Note 10)					
		Compensation (A) (Note 2)		Pension (B)		Director Remuneration (C) (Note 3)			Business Expenses (D) (Note 4)				
		The Company	All Companies Included in the Financial Statements (Note 7)	The Company	All Companies Included in the Financial Statements (Note 7)	The Company	All Companies Included in the Financial Statements (Note 7)		The Company	All Companies Included in the Financial Statements (Note 7)			
Director	YANGTEK CORPORATION Rep.: Steve Yang	-	-	-	-	4,928	4,928	48	48	4,976	1.50%	4,976	1.50%
Director	Chuan Kai Investment Co., Ltd. Rep.: Glen Chu	-	-	-	-	2,405	2,405	42	42	2,447	0.74%	2,447	0.74%
Director	Alex Huang	-	-	-	-	1,242	1,242	48	48	1,290	0.39%	1,290	0.39%
Director	Lawrence Yang	-	-	-	-	1,715	1,715	42	42	1,757	0.53%	1,757	0.53%
Independent Director	Shuling Lin	624	-	-	-	-	-	108	108	732	0.22%	732	0.22%
Independent Director	Yinchun Chuang	516	-	-	-	-	-	108	108	624	0.19%	624	0.19%
Independent Director	Alan Yu	516	-	-	-	-	-	102	102	618	0.19%	618	0.19%

Title	Remuneration in the Capacity as Employees										Remuneration Received From Investees Other Than Subsidiaries (Note 11)		
	Salary, Bonus, and Special Disbursement (E) (Note 5)		Pension (F)		Employee Remuneration (G) (Note 6)		Sum of A, B, C, D, E, F and G, and the Percentage of Net Income After Tax (Note 10)		All Companies Included in the Financial Statements	The Company			
	The Company	All Companies Included in the Financial Statements (Note 7)	The Company	All Companies Included in the Financial Statements (Note 7)	The Company	All Companies Included in the Financial Statements (Note 7)	The Company	All Companies Included in the Financial Statements					
Director	6,101	6,101	-	-	2,189	-	2,189	-	13,266	13,266	4.00%	4.00%	None
YANGTEK CORPORATION Rep.: Steve Yang	4,698	4,698	108	108	1,721	-	1,721	-	8,974	8,974	2.71%	2.71%	None
Chuan Kai Investment Co., Ltd. Rep.: Glen Chu	4,037	4,037	108	108	1,721	-	1,721	-	7,156	7,156	2.16%	2.16%	None
Alex Huang	4,018	4,018	108	108	1,721	-	1,721	-	7,604	7,604	2.29%	2.29%	None
Lawrence Yang	-	-	-	-	-	-	-	-	732	732	0.22%	0.22%	None
Shuling Lin	-	-	-	-	-	-	-	-	624	624	0.19%	0.19%	None
Yinchun Chuang	-	-	-	-	-	-	-	-	618	618	0.19%	0.19%	None
Alan Yu	-	-	-	-	-	-	-	-	618	618	0.19%	0.19%	None

Description 1: The figures are the amount of director remuneration in the most recent year resolved by the Board of Directors before the shareholders' meeting for the proposal of earnings distribution.

Description 2: The figures are the amount of employee bonuses in the most recent year resolved by the Board of Directors before the shareholders' meeting for the proposal of earnings distribution. When it is impossible to forecast the same, the amount to be distributed for the year shall be calculated based on the actual distribution ratio in the previous year.

Description 3: The net income after tax in 2022 was NTD 331,508 thousand.

Description 4: The pension is the actual amount paid in the most recent year.

[Attachment 5]

Independent Auditors' Report

To the Board of Directors of CviLux Corporation:

Opinion

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

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2022 and 2021, and its financial performance and its cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and informing our opinion thereon, and we do not provide a separate opinion on these matters.

1. The loss allowance of accounts receivable

Please refer to Note 4(f) “Financial Instruments” for accounting policy, Note 5(a) for accounting assumptions, judgments and estimation uncertainty of accounts receivable, and Note 6(d) for the disclosure of the valuation of accounts receivable to the consolidated financial statements.

Description of key audit matters:

Accounts receivable of the Company were measured by their recoverability. The Company operates in an industry where it may experience volatility due to changing market conditions. Impairment assessment requires management to exercise subjective judgment in making estimations for impairment allowance on accounts receivable. Therefore, the provision for impairment of accounts receivable is one of the key matters in our audit.

How the matter was addressed in our audit:

Our major audit procedures included testing the adequacy of the formula of the calculation for the expected loss rate; testing the adequacy of aging report by tracing to related vouchers; evaluating the appropriateness of loss allowance and expected credit loss by testing if the loss allowance was based on the expected loss rate; and evaluating the adequacy of the disclosure of loss allowance for accounts receivable prepared by management.

2. Evaluation of inventories

Please refer to Note 4(g) “Inventories” for accounting policy, Note 5(b) for accounting assumption, judgments, and estimation uncertainty to the financial statement, and Note 6(f) for the illustration of the evaluation of inventories.

Description of key audit matters:

The Company's inventories are measured at the lower of costs and net realizable values which are in the risk of being lower than the carrying amounts as a result of potential inventory obsolescence arising from both the market demand and technological upgrade. Consequently, we have determined subsequent measurement of inventories as one of our key audit matters.

How the matter was addressed in our audit:

Our principal audit procedures included understanding the net realizable value, which is used by the management to evaluate the inventory valuation; selecting the transition documentation; random sampling of the inventory aging report to ensure its accuracy; and analyzing the changes in the inventory ages in order to test the appropriateness of the inventory valuation.

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

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

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

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

Auditors' Responsibilities for the Audit of the Financial Statements

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

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

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

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

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

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

The engagement partners on the audit resulting in this independent auditors' report are Chia-Chien Tang and Yen-Ta Su.

KPMG

Taipei, Taiwan (Republic of China)
March 22, 2023

Notes to Readers

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

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

(English Translation of Financial Statements Originally Issued in Chinese)
Civilux Corporation

Balance Sheets

December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

	December 31, 2022		December 31, 2021		December 31, 2022		December 31, 2021	
	Amount	%	Amount	%	Amount	%	Amount	%
Assets								
Current assets:								
1100 Cash and cash equivalents (note 6(a))	\$ 565,386	11	373,833	8	2100		160,000	3
1110 Financial assets at fair value through profit or loss – current (note 6(b))	15,830	-	17,122	-	2150	189	194	-
1136 Financial assets at amortized cost-current (note 6(c))	30,204	1	34,981	1	2170	46,659	81,681	2
1150 Notes receivable, net (notes 6(d) and (t))	2,045	-	3,152	-	2180	584,905	581,591	12
1170 Accounts receivable, net (notes 6(d) and (t))	613,336	12	801,138	17	2200	123,170	126,139	3
1180 Accounts receivable-related parties, net (notes 6(d), (t) and 7)	22,977	1	37,929	1	2220	1,199	485	-
1200 Other receivables (note 6(e))	113	-	11	-	2230	14,501	18,676	-
1210 Other receivables-related parties (notes 6(e) and 7)	47,933	1	4,818	-	2280	1,802	1,829	-
130X Inventories (note 6(f))	110,578	2	180,355	4	2300	20,453	20,326	-
1410 Prepayments and other current assets	9,315	-	4,831	-	2322	7,163	7,327	-
Total current assets	<u>1,417,717</u>	<u>28</u>	<u>1,458,170</u>	<u>31</u>		<u>1,010,041</u>	<u>998,248</u>	<u>20</u>
Non-current assets:								
1510 Financial assets at fair value through profit or loss – non-current (notes 6(b) and (n))	50	-	1,850	-	2530	488,756	482,559	11
1550 Investments accounted for using equity method (note 6(g))	3,339,422	67	2,966,947	64	2540	93,518	41,639	1
1600 Property, plant and equipment (notes 6(b), 7 and 8)	201,390	4	182,888	4	2570	278,837	211,253	5
1755 Right-of-use assets (note 6(i))	6,768	-	8,039	-	2580	5,036	6,252	-
1780 Intangible assets (note 6(k))	15,176	-	12,718	-	2640	71,411	76,163	2
1840 Deferred tax assets (note 6(q))	28,188	1	27,587	1	2650	2,506	2,075	-
1915 Prepayments for business facilities (note 6(j))	6,389	-	12,657	-		940,064	819,941	19
1990 Other non-current assets	350	-	5,221	-		1,950,105	1,818,189	39
Total non-current other assets	<u>3,597,733</u>	<u>72</u>	<u>3,217,907</u>	<u>69</u>		<u>789,534</u>	<u>789,534</u>	<u>17</u>
Total assets	<u>\$ 5,015,450</u>	<u>100</u>	<u>\$ 4,676,077</u>	<u>100</u>		<u>\$ 5,015,450</u>	<u>\$ 4,676,077</u>	<u>100</u>
Liabilities and Equity								
Current liabilities:								
Short-term borrowings (note 6(l))								
Notes payable								
Accounts payable								
Accounts payable-related parties (note 7)								
Other payables (note 6(u))								
Other payables-related parties (note 7)								
Current tax liabilities								
Lease liabilities – current (note 6(o))								
Other current liabilities (note 6(t))								
Long-term borrowings, current portion (notes 6(m) and 8)								
Total current liabilities								
Non-Current liabilities:								
Bonds payable (note 6(n))								
Long-term borrowings (notes 6(m) and 8)								
Deferred tax liabilities (note 6(q))								
Lease liabilities – non-current (note 6(o))								
Net defined benefit liability, non-current (note 6(p))								
Credit balance of investments accounted for using equity method (note 6(g))								
Total non-current liabilities								
Total liabilities								
Equity (notes 6(n), (p), (q) and (r)):								
Ordinary shares					3100			
Capital surplus					3200			
Retained earnings					3300			
Other equity					3400			
Total equity								
Total liabilities and equity								

See accompanying notes to consolidated financial statements.

(English Translation of Parent Company Only Financial Statements Originally Issued in Chinese)
CviLux Corporation
Statements of Comprehensive Income
For the years ended December 31, 2022 and 2021
(Expressed in Thousands of New Taiwan Dollars, Except for Earnings Per Common Share)

	<u>2022</u>		<u>2021</u>	
	<u>Amount</u>	<u>%</u>	<u>Amount</u>	<u>%</u>
Operating Revenues:				
4111 Sales revenue	2,450,631	102	2,629,740	102
4170 Less: Sales returns	(8,970)	-	(9,103)	-
4190 Sales discounts and allowances	<u>(56,693)</u>	<u>(2)</u>	<u>(38,954)</u>	<u>(2)</u>
Operating revenue (notes 6(t) and 7)	2,384,968	100	2,581,683	100
5000 Operating costs (notes 6(f), (h), (i), (k), (p), (u) and 7)	<u>(1,985,525)</u>	<u>(83)</u>	<u>(2,124,795)</u>	<u>(82)</u>
Gross profit from operations	<u>399,443</u>	<u>17</u>	<u>456,888</u>	<u>18</u>
Operating expenses (notes 6(d), (h), (i), (k), (o), (p), (u) and 7):				
6100 Selling expenses	(145,917)	(6)	(134,815)	(5)
6200 Administrative expenses	(175,007)	(8)	(163,919)	(6)
6300 Research and development expenses	(24,893)	(1)	(19,169)	(1)
6450 Expected credit loss	<u>-</u>	<u>-</u>	<u>(784)</u>	<u>-</u>
Total operating expenses	<u>(345,817)</u>	<u>(15)</u>	<u>(318,687)</u>	<u>(12)</u>
Net operating income	<u>53,626</u>	<u>2</u>	<u>138,201</u>	<u>6</u>
Non-operating income and expenses (notes 6(n), (o), (v) and 7):				
7100 Interest income	2,647	-	1,387	-
7010 Other income	175	-	303	-
7020 Other gains and losses	65,476	3	4,322	-
7060 Share of profit of subsidiaries and associates accounted for using equity method	310,815	13	295,682	11
7050 Finance costs	<u>(9,457)</u>	<u>-</u>	<u>(7,148)</u>	<u>-</u>
Total non-operating income and expenses	<u>369,656</u>	<u>16</u>	<u>294,546</u>	<u>11</u>
Income before tax	423,282	18	432,747	17
7950 Less: tax expenses (note 6(q))	<u>91,773</u>	<u>4</u>	<u>94,132</u>	<u>4</u>
Net income	<u>331,509</u>	<u>14</u>	<u>338,615</u>	<u>13</u>
8300 Other comprehensive income (notes 6(p), (q) and (r)):				
8310 Items that may not be reclassified subsequently to profit or loss				
8311 Gains (losses) on remeasurements of defined benefit plans	5,356	-	(2,769)	-
8349 Income tax related to items that may not be reclassified to profit or loss	<u>1,071</u>	<u>-</u>	<u>(554)</u>	<u>-</u>
Total items that may not be reclassified subsequently to profit or loss	<u>4,285</u>	<u>-</u>	<u>(2,215)</u>	<u>-</u>
8360 Items that may be reclassified subsequently to profit or loss				
8361 Exchange differences on translation of foreign financial statement	242	-	(54)	-
8380 Share of other comprehensive income of subsidiaries and associates accounted for using equity method, components of other comprehensive income that will be reclassified to profit or loss	29,311	1	(30,840)	(1)
8399 Income tax related to items that may be reclassified to profit or loss	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Total items that may be reclassified to profit or loss	<u>29,553</u>	<u>1</u>	<u>(30,894)</u>	<u>(1)</u>
8300 Other comprehensive income (loss)	<u>33,838</u>	<u>1</u>	<u>(33,109)</u>	<u>(1)</u>
Total comprehensive income	<u>\$ 365,347</u>	<u>15</u>	<u>\$ 305,506</u>	<u>12</u>
Earnings per share (expressed in New Taiwan Dollars) (note 6(s))				
9750 Basic earnings per share	<u>\$ 4.20</u>		<u>4.29</u>	
9850 Diluted earnings per share	<u>\$ 3.67</u>		<u>4.13</u>	

See accompanying notes to consolidated financial statements.

(English Translation of Parent Company Only Financial Statements Originally Issued in Chinese)
CviLux Corporation

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

	Ordinary shares	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings	Total retained earnings	Other equity	Total equity
Balance at January 1, 2021	\$ 789,534	564,317	379,441	127,305	849,438	1,356,184	(90,884)	2,619,151
Net income	-	-	-	-	338,615	338,615	-	338,615
Other comprehensive income	-	-	-	-	(2,215)	(2,215)	(30,894)	(33,109)
Total comprehensive income	-	-	-	-	336,400	336,400	(30,894)	305,506
Appropriation and distribution of retained earnings:								
Legal reserve	-	-	19,303	-	(19,303)	-	-	-
Cash dividends	-	-	-	-	(110,535)	(110,535)	-	(110,535)
Special reserve	-	-	-	(36,421)	36,421	-	-	-
Other changes in capital surplus:								
Conversion of convertible bonds	-	43,766	-	-	-	-	-	43,766
Balance at December 31, 2021	\$ 789,534	608,083	398,744	90,884	1,092,421	1,582,049	(121,778)	2,857,888
Net income	-	-	-	-	331,509	331,509	-	331,509
Other comprehensive income	-	-	-	-	4,285	4,285	29,553	33,838
Total comprehensive income	-	-	-	-	335,794	335,794	29,553	365,347
Appropriation and distribution of retained earnings:								
Legal reserve	-	-	33,640	-	(33,640)	-	-	-
Special reserve	-	-	-	30,894	(30,894)	-	-	-
Cash dividends	-	-	-	-	(157,907)	(157,907)	-	(157,907)
Other changes in capital surplus	-	17	-	-	-	-	-	17
Balance at December 31, 2022	\$ 789,534	608,100	432,384	121,778	1,205,774	1,759,936	(92,225)	3,065,345

See accompanying notes to consolidated financial statements.

(English Translation of Parent Company Only Financial Statements Originally Issued in Chinese)

CviLux Corporation

Statements of Cash Flows

For the years ended December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

	<u>2022</u>	<u>2021</u>
Cash flows from (used in) operating activities:		
Income before tax	\$ 423,282	432,747
Adjustments:		
Adjustments to reconcile profit (loss):		
Depreciation expense	10,637	11,052
Amortization expense	9,898	7,414
Expected credit loss	-	784
Net loss on financial assets at fair value through profit or loss	5,257	450
Interest expense	9,457	7,148
Interest income	(2,647)	(1,387)
Share of income of subsidiaries and associates accounted for using equity method	(310,815)	(295,682)
Loss on disposal of property, plant and equipment	206	(934)
Prepayments for business facilities and property, plant and equipment transferred to expenses	136	133
Total adjustments to reconcile profit	<u>(277,871)</u>	<u>(271,022)</u>
Changes in operating assets/ liabilities:		
Acquisition of financial assets at fair value through profit or loss	(7,299)	(6,567)
Proceeds from disposal of financial assets at fair value through profit or loss	5,134	674
Note and account receivables	188,909	(205,461)
Accounts receivable-related parties	14,952	(19,875)
Other receivables	4,074	2,003
Other receivables-related parties	(812)	9
Inventories	69,777	(21,962)
Prepaid expenses, other current assets and non-current assets	(4,289)	(4,077)
Total changes in operating assets	<u>270,446</u>	<u>(255,256)</u>
Changes in operating liabilities:		
Note and account payable	(35,027)	21,038
Accounts payable to related parties	3,314	69,488
Other payables	(768)	26,317
Other payables to related parties	390	(98)
Other current liabilities	127	704
Net defined benefit liability	604	812
Total changes in operating liabilities	<u>(31,360)</u>	<u>118,261</u>
Cash inflow generated from operations	384,497	24,730
Interest received	2,109	2,244
Dividends received	31,536	-
Interest paid	(3,241)	(5,663)
Income taxes paid	(30,036)	(38,410)
Net cash flows from (used in) operating activities	<u>384,865</u>	<u>(17,099)</u>
Cash flows from (used in) investing activities:		
Proceeds from disposal of financial assets at amortised cost	4,777	20,944
Acquisition of investments accounted for using equity method	(62,981)	-
Acquisition of property, plant and equipment	(24,185)	(21,110)
Proceeds from disposal of property, plant and equipment	5,556	22,310
Decrease in refundable deposits	500	473
Increase (decrease) in other receivables-related parties	(46,065)	46,338
Acquisition of intangible assets	(11,876)	(8,815)
Net cash inflows from business combination	-	43,319
Increase in prepayments for business facilities	(921)	(10,789)
Net cash flows from (used in) investing activities	<u>(135,195)</u>	<u>92,670</u>
Cash flows from (used in) financing activities:		
Increase in short-term loans	1,770,000	1,744,000
Decrease in short-term loans	(1,720,000)	(1,880,000)
Increase in short-term notes and bills payable	-	200,000
Decrease in short-term notes and bills payable	-	(250,000)
Proceeds from long-term borrowings	60,000	150,000
Repayments of long-term borrowings	(8,285)	(368,219)
Payment of lease liabilities	(1,942)	(1,593)
Cash dividends paid	(157,907)	(110,535)
Proceeds from issuing convertible bonds payable	-	523,772
Others	17	-
Net cash (used in) flows from financing activities	<u>(58,117)</u>	<u>7,425</u>
Net increase in cash and cash equivalents	191,553	82,996
Cash and cash equivalents at beginning of period	373,833	290,837
Cash and cash equivalents at end of period	<u>\$ 565,386</u>	<u>373,833</u>

See accompanying notes to consolidated financial statements.

Independent Auditors' Report

To the Board of Directors of CviLux Corporation:

Opinion

We have audited the consolidated financial statements of CviLux Corporation and its subsidiaries (“the Group”), which comprise the consolidated balance sheets as of December 31, 2022 and 2021, the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2022 and 2021, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the International Financial Reporting Standards (“IFRSs”), International Accounting Standards (“IASs”), Interpretations developed by the International Financial Reporting Interpretations Committee (“IFRIC”) or the former Standing Interpretations Committee (“SIC”) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

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

Key Audit Matters

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

1. The loss allowance of accounts receivable

Please refer to Note 4(g) “Financial Instruments” for accounting policy, Note 5(a) for accounting assumptions, judgments and estimation uncertainty of accounts receivable, and Note 6(d) for the disclosure of the valuation of accounts receivable to the consolidated financial statements.

Description of key audit matters:

Accounts receivable of the Group were measured by their recoverability. The Group operates in an industry where it may experience volatility due to changing market conditions. Impairment assessment requires management to exercise subjective judgment in making estimations for impairment allowance on accounts receivable. Therefore, the provision for impairment of accounts receivable is one of the key matters in our audit.

How the matter was addressed in our audit:

Our major audit procedures included testing the adequacy of the formula of the calculation for the expected loss rate; testing the adequacy of aging report by tracing the related vouchers; evaluating the appropriateness of loss allowance and expected credit loss by testing if the loss allowance was based on the expected loss rate; and evaluating the adequacy of the disclosure of loss allowance for accounts receivable prepared by management.

2. Evaluation of inventories

Please refer to Note 4(h) “Inventories” for accounting policy, Note 5(b) for accounting assumption, judgments, and estimation uncertainty to the consolidated financial statement, and Note 6(f) for the illustration of the evaluation of inventories.

Description of key audit matters:

The Group's inventories are measured at the lower of costs and net realizable values which are in the risk of being lower than the carrying amounts as a result of potential inventory obsolescence arising from both the market demand and technological upgrade. Consequently, we have determined the subsequent measurement of inventories as one of our key audit matters.

How the matter was addressed in our audit:

Our principal audit procedures included understanding the net realizable value, which is used by the management to evaluate the inventory valuation; selecting the transition documentation; random sampling of the inventory aging report to ensure its accuracy; and analyzing the changes in the inventory ages in order to test the appropriateness of the inventory valuation.

Other Matter

CviLux Corporation has prepared its parent-company-only financial statements as of and for the years ended December 31, 2022 and 2021, on which we have issued an unmodified opinion.

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

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

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

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

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

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

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

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

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

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

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

The engagement partners on the audit resulting in this independent auditors' report are Chia-Chien Tang and Yen-Ta Su.

KPMG

Taipei, Taiwan (Republic of China)
March 22, 2023

Notes to Readers

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

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

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
CVILUX CORPORATION AND SUBSIDIARIES

Consolidated Balance Sheets

December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

	December 31, 2022		December 31, 2021		December 31, 2022		December 31, 2021	
	Amount	%	Amount	%	Amount	%	Amount	%
Assets								
Current assets:								
1100 Cash and cash equivalents (note 6(a))	\$ 1,980,468	39	1,190,801	23	2100		\$ 240,000	5
1110 Financial assets at fair value through profit or loss – current (note 6(b))	23,664	-	23,796	1	2150		189	-
1136 Financial assets at amortized cost-current (note 6(c))	143,049	3	158,351	3	2170		385,822	7
1150 Notes receivable, net (notes 6(d) and (t))	10,482	-	21,461	-	2200		258,861	5
1170 Accounts receivable, net (notes 6(d) and (t))	966,453	19	1,416,391	28	2220		315	-
1180 Accounts receivable-related parties, net (notes 6(d), (t) and 7)	2,177	-	1,997	-	2230		55,466	1
1200 Other receivables (note 6(e))	6,728	-	6,428	-	2280		36,967	1
1210 Other receivables-related parties (notes 6(e) and 7)	789	-	770	-	2300		55,189	1
130X Inventories (note 6(f))	567,269	11	826,949	16	2322		30,193	1
1410 Prepayments	50,970	1	50,625	1			1,063,002	21
1470 Other current assets	441	-	247	-				
Total current assets	3,752,490	73	3,697,816	72			1,368,054	26
Non-current assets:								
1510 Financial assets at fair value through profit or loss – non-current (notes 6(b) and (t))	50	-	1,850	-	2530		488,756	10
1550 Investments accounted for using equity method (note 6(g))	-	-	1,081	-	2540		108,871	2
1600 Property, plant and equipment (notes 6(h), 8 and 9)	1,163,430	23	1,193,125	23	2570		281,490	5
1755 Right-of-use assets (notes 6(i) and 7)	134,478	3	178,668	4	2580		35,738	1
1780 Intangible assets (notes 6(k) and 9)	16,622	-	15,917	-	2640		71,411	1
1840 Deferred tax assets (note 6(q))	35,600	1	34,378	1	2645		230	-
1915 Prepayments for business facilities (note 6(i))	8,341	-	19,512	-	2650		7,719	-
1990 Other non-current assets	11,557	-	16,251	-			994,215	19
Total non-current other assets	1,370,078	27	1,460,782	28			2,057,217	40
Total assets	\$ 5,122,568	100	\$ 5,158,598	100			\$ 5,158,598	100
Liabilities and Equity								
Current liabilities:								
Short-term borrowings (note 6(l))					3100		789,534	15
Notes payable					3200		608,100	12
Accounts payable					3300		1,759,936	35
Other payables (note 6(u))					3410		(92,225)	(2)
Other payables-related parties (note 7)					36xx		3,065,345	60
Current tax liabilities							6	-
Lease liabilities – current (notes 6(o) and 7)							3,065,351	60
Other current liabilities (note 6(t))							2,861,933	56
Long-term borrowings, current portion (notes 6(m) and 8)							1,122,568	100
Total current liabilities							5,158,598	100
Non-Current liabilities:								
Bonds payable (note 6(n))								
Long-term borrowings (notes 6(m) and 8)								
Deferred tax liabilities (note 6(q))								
Lease liabilities – non-current (notes 6(o) and 7)								
Net defined benefit liability, non-current (note 6(p))								
Guarantee deposits received								
Credit balance of investments accounted for using equity method (note 6(g))								
Total non-current liabilities								
Total liabilities								
Equity attributable to owners of parent (notes 6(n), (p), (q) and (r)):								
Ordinary shares								
Capital surplus								
Retained earnings								
Other equity								
Total equity attributable to owners of parent								
Non-controlling interests								
Total equity								
Total liabilities and equity								

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
CVILUX CORPORATION AND SUBSIDIARIES
Consolidated Statements of Comprehensive Income
For the years ended December 31, 2022 and 2021
(Expressed in Thousands of New Taiwan Dollars, Except for Earnings Per Common Share)

	<u>2022</u>		<u>2021</u>	
	<u>Amount</u>	<u>%</u>	<u>Amount</u>	<u>%</u>
Operating Revenues:				
4111 Sales revenue	\$ 3,807,095	102	4,211,227	101
4170 Less: Sales returns	(17,188)	-	(4,212)	-
4190 Sales discounts and allowances	<u>(62,893)</u>	<u>(2)</u>	<u>(47,622)</u>	<u>(1)</u>
Operating revenue (notes 6(t) and 7)	3,727,014	100	4,159,393	100
5000 Operating costs (notes 6(f), (h), (j), (k), (o), (p), (u) and 7)	<u>(2,620,589)</u>	<u>(70)</u>	<u>(2,912,083)</u>	<u>(70)</u>
Gross profit from operations	<u>1,106,425</u>	<u>30</u>	<u>1,247,310</u>	<u>30</u>
Operating expenses (notes 6(d), (h), (i), (j), (k), (o), (p), (u), (w) and 7):				
6100 Selling expenses	(272,020)	(7)	(257,215)	(6)
6200 Administrative expenses	(345,651)	(10)	(336,388)	(9)
6300 Research and development expenses	(115,875)	(3)	(89,557)	(2)
6450 Expected credit loss	<u>(1,530)</u>	<u>-</u>	<u>(11,455)</u>	<u>-</u>
Total operating expenses	<u>(735,076)</u>	<u>(20)</u>	<u>(694,615)</u>	<u>(17)</u>
Net operating income	<u>371,349</u>	<u>10</u>	<u>552,695</u>	<u>13</u>
Non-operating income and expenses (notes 6(g), (n), (o), (v) and 7):				
7100 Interest income	16,974	-	6,718	-
7010 Other income	3,312	-	8,830	-
7020 Other gains and losses	138,866	4	(37,926)	(1)
7050 Finance costs	(17,683)	-	(16,176)	-
7770 Share of loss of associates accounted for using equity method	<u>(8,839)</u>	<u>-</u>	<u>(6,720)</u>	<u>-</u>
Total non-operating income and expenses	<u>132,630</u>	<u>4</u>	<u>(45,274)</u>	<u>(1)</u>
Income before tax	503,979	14	507,421	12
Income tax expense (note 6(q))	<u>175,897</u>	<u>5</u>	<u>171,099</u>	<u>4</u>
Net income	<u>328,082</u>	<u>9</u>	<u>336,322</u>	<u>8</u>
8300 Other comprehensive income (notes 6(p), (q) and (r)):				
8310 Items that may not be reclassified subsequently to profit or loss				
8311 Gains (losses) on remeasurements of defined benefit plans	5,356	-	(2,769)	-
8349 Income tax related to items that may not be reclassified to profit or loss	<u>1,071</u>	<u>-</u>	<u>(554)</u>	<u>-</u>
Total items that may not be reclassified subsequently to profit or loss	<u>4,285</u>	<u>-</u>	<u>(2,215)</u>	<u>-</u>
8360 Items that may be reclassified subsequently to profit or loss				
8361 Exchange differences on translation of foreign financial statement	28,941	1	(32,052)	(1)
8399 Income tax related to items that may be reclassified to profit or loss	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Total items that may be reclassified subsequently to profit or loss	<u>28,941</u>	<u>1</u>	<u>(32,052)</u>	<u>(1)</u>
8300 Other comprehensive income (loss)	<u>33,226</u>	<u>1</u>	<u>(34,267)</u>	<u>(1)</u>
Total comprehensive income	<u>\$ 361,308</u>	<u>10</u>	<u>302,055</u>	<u>7</u>
Profit attributable to:				
8610 Owners of parent	\$ 331,509	9	338,615	8
8620 Non-controlling interests	<u>(3,427)</u>	<u>-</u>	<u>(2,293)</u>	<u>-</u>
	<u>\$ 328,082</u>	<u>9</u>	<u>336,322</u>	<u>8</u>
Comprehensive income attributable to:				
8710 Owners of parent	\$ 365,347	10	305,506	7
8720 Non-controlling interests	<u>(4,039)</u>	<u>-</u>	<u>(3,451)</u>	<u>-</u>
	<u>\$ 361,308</u>	<u>10</u>	<u>302,055</u>	<u>7</u>
Earnings per share (expressed in New Taiwan Dollars) (note 6(s))				
9750 Basic earnings per share (NT dollars)	<u>\$ 4.20</u>		<u>4.29</u>	
9850 Diluted earnings per share (NT dollars)	<u>\$ 3.67</u>		<u>4.13</u>	

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
CVILUX CORPORATION AND SUBSIDIARIES

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

	Equity attributable to owners of parent						Total equity attributable to owners of parent	Non-controlling interests	Total equity	
	Ordinary shares	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings	Total retained earnings				Exchange differences on translation of foreign financial statements
Balance at January 1, 2021	789,534	564,317	379,441	127,305	849,438	1,356,184	(90,884)	2,619,151	7,496	2,626,647
Net income (loss)	-	-	-	-	338,615	338,615	-	338,615	(2,293)	336,322
Other comprehensive income	-	-	-	-	(2,215)	(2,215)	(30,894)	(33,109)	(1,158)	(34,267)
Total comprehensive income	-	-	-	-	336,400	336,400	(30,894)	305,506	(3,451)	302,055
Appropriation and distribution of retained earnings:										
Legal reserve	-	-	19,303	-	(19,303)	-	-	-	-	-
Cash dividends	-	-	-	-	(110,535)	(110,535)	-	(110,535)	-	(110,535)
Special reserve	-	-	-	(36,421)	36,421	-	-	-	-	-
Conversion of convertible bonds	-	43,766	-	-	-	-	-	43,766	-	43,766
Balance at December 31, 2021	789,534	608,083	398,744	90,884	1,092,421	1,582,049	(121,778)	2,857,888	4,045	2,861,933
Net income (loss)	-	-	-	-	331,509	331,509	-	331,509	(3,427)	328,082
Other comprehensive income	-	-	-	-	4,285	4,285	29,553	33,838	(612)	33,226
Total comprehensive income	-	-	-	-	335,794	335,794	29,553	365,347	(4,039)	361,308
Appropriation and distribution of retained earnings:										
Legal reserve	-	-	33,640	-	(33,640)	-	-	-	-	-
Special reserve	-	-	-	30,894	(30,894)	-	-	-	-	-
Cash dividends	-	-	-	-	(157,907)	(157,907)	-	(157,907)	-	(157,907)
Other changes in capital surplus	-	17	-	-	-	-	-	17	-	17
Balance at December 31, 2022	789,534	608,100	432,384	121,778	1,205,774	1,759,936	(92,225)	3,065,345	6	3,065,351

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)

CIVILUX CORPORATION AND SUBSIDIARIES

Consolidated Statements of Cash Flows

For the years ended December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

	<u>2022</u>	<u>2021</u>
Cash flows from (used in) operating activities:		
Income before tax	\$ 503,979	507,421
Adjustments:		
Adjustments to reconcile profit (loss):		
Depreciation expense	224,470	214,457
Amortization expense	12,395	10,172
Expected credit loss	1,530	11,455
Net loss on financial assets at fair value through profit or loss	3,556	118
Interest expense	17,683	16,176
Interest income	(16,974)	(6,718)
Dividend income	(150)	(107)
Shares of loss of associates accounted for using equity method	8,839	6,720
Loss on disposal of property, plant and equipment	4,313	5,053
Prepayments for business facilities and property, plant and equipment transferred to expenses	3,198	1,801
Loss on disposal of intangible assets	-	2
Lease modifications gains	(28)	(108)
Total adjustments to reconcile profit	<u>258,832</u>	<u>259,021</u>
Changes in operating assets/ liabilities:		
Acquisition of financial assets at fair value through profit or loss	(8,976)	(123,333)
Proceeds from disposal of financial assets at fair value through profit or loss	7,489	118,139
Note and account receivables	469,241	(336,791)
Accounts receivable-related parties	(180)	(1,037)
Other receivables	4,087	6,711
Other receivable-related parties	(18)	(767)
Inventories	266,005	(154,572)
Prepayments and other current assets	1,025	(10,934)
Total changes in operating assets	<u>738,673</u>	<u>(502,584)</u>
Changes in operating liabilities:		
Note and account payable	(318,361)	119,932
Other payables	(30,083)	45,651
Other payables to related parties	315	-
Other current liabilities	(1,614)	10,730
Net defined benefit liability	604	812
Total changes in operating liabilities	<u>(349,139)</u>	<u>177,125</u>
Cash inflow generated from operations	1,152,345	440,983
Interest received	17,496	7,574
Dividends received	150	107
Interest paid	(13,024)	(12,292)
Income taxes paid	(93,990)	(113,839)
Net cash flows from operating activities	<u>1,062,977</u>	<u>322,533</u>
Cash flows from (used in) investing activities:		
Decrease (increase) in financial assets at amortized cost	17,159	(100,556)
Acquisition of investments accounted for using equity method	-	(7,756)
Acquisition of property, plant and equipment	(153,744)	(221,489)
Proceeds from disposal of property, plant and equipment	1,577	1,189
Decrease in refundable deposits	245	1,578
Acquisition of intangible assets	(12,244)	(9,370)
Proceeds from disposal of intangible assets	-	20
Increase in prepayments for business facilities	(2,986)	(17,835)
Net cash used in investing activities	<u>(149,993)</u>	<u>(354,219)</u>
Cash flows from (used in) financing activities:		
Increase in short-term loans	1,888,031	1,816,734
Decrease in short-term loans	(1,872,158)	(1,897,263)
Increase in short-term notes and bills payable	-	200,000
Decrease in short-term notes and bills payable	-	(250,000)
Proceeds from issuing convertible bonds payable	-	523,772
Proceeds from long-term borrowings	60,000	228,193
Repayments of long-term borrowings	(35,998)	(381,850)
Payments of lease liabilities	(40,045)	(41,668)
(Decrease) increase in guaranteed deposits received	(1,180)	165
Cash dividends paid	(157,907)	(110,535)
Others	17	-
Net cash (used in) flows from financing activities	<u>(159,240)</u>	<u>87,548</u>
Effect of exchange rate changes on cash and cash equivalents	35,923	(9,313)
Net increase in cash and cash equivalents	<u>789,667</u>	<u>46,549</u>
Cash and cash equivalents at beginning of period	1,190,801	1,144,252
Cash and cash equivalents at end of period	<u>\$ 1,980,468</u>	<u>1,190,801</u>

See accompanying notes to consolidated financial statements.

[Attachment 6]

CviLux Corporation

**Comparison Table of Partial Amendments to the Rules of Procedures
for Board of Directors Meeting**

Before amendment	After amendment
<p>Article 3 The Board of Directors shall at least hold a meeting every quarter. The Board meeting shall be held with the reason for convention stated in the meeting notice that shall be given to all the directors no later than seven (7) days prior to the meeting. However, in the case of an emergency, a Board meeting may be convened at any time. The convention of a Board meeting as mentioned above may be effected with notice in writing or via fax or e-mail.</p> <p>All matters set forth under Paragraph 1 of Article 7 shall be specified in the reason for convention of the Board meeting. None of those matters may be raised by an extraordinary motion except in the case of an emergency or for other legitimate reasons.</p>	<p>Article 3 The Board of Directors shall at least hold a meeting every quarter. The Board meeting shall be held with the reason for convention stated in the meeting notice that shall be given to all the directors no later than seven (7) days prior to the meeting. However, in the case of an emergency, a Board meeting may be convened at any time. The convention of a Board meeting as mentioned above may be effected with notice in writing or via fax or e-mail.</p> <p>All matters set forth under Paragraph 1 of Article 7 shall be specified in the reason for convention of the Board meeting and one of those matters may be raised by an extraordinary motion.</p>
<p>Article 7 The following matters shall be submitted to the Board meeting for discussion:</p> <ol style="list-style-type: none"> 1. The business plan of the Company. 2. Annual financial statements and the Q2 financial statements which must be audited and certified by CPAs. 3. Adoption or amendment of an internal control system pursuant to Article 14-1 of the Securities and Exchange Act (hereinafter referred to as the Act), and an assessment of the effectiveness of the internal control system. 4. Establishment or amendment of the procedures for handling material financial or business activities to be 	<p>Article 7 The following matters shall be submitted to the Board meeting for discussion:</p> <ol style="list-style-type: none"> 1. The business plan of the Company. 2. Annual financial statements and the Q2 financial statements which must be audited and certified by CPAs. 3. Adoption or amendment of an internal control system pursuant to Article 14-1 of the Securities and Exchange Act (hereinafter referred to as the Act), and an assessment of the effectiveness of the internal control system. 4. Establishment or amendment of the procedures for handling material financial or business activities to be

Before amendment	After amendment
<p>conducted pursuant to Article 36-1 of the Act, such as acquisition or disposal of assets, derivatives trading, loaning of funds to others, and endorsements or guarantees for others pursuant.</p> <p>5. The offering, issuance, or private placement of any equity-type securities.</p> <p>6. The appointment or discharge of a financial, accounting, or internal auditing officer.</p> <p>7. A donation to a related party or a major donation to a non-related party, provided that a public-interest donation of disaster relief for a major natural disaster may be submitted to the following board of directors meeting for retroactive recognition.</p> <p>8. Any matter required by Article 14-3 of the Act or any other law, regulation, or bylaw to be approved by resolution at a shareholders' meeting or a board meeting, or any such significant matter as may be prescribed by the competent authority.</p> <p>The term "related party" in Subparagraph 7 of the preceding paragraph means a related party as defined in the Regulations Governing the Preparation of Financial Reports by Securities Issuers. The term "major donation to a non-related party" means any individual donation, or cumulative donations within a 1-year period to a single recipient, at an amount of NTD 100 million or more, or at an amount equal to or greater than 1 percent of net operating revenue or 5 percent of paid-in capital as stated in the CPA-attested financial report for the most recent year. (For foreign companies whose stock has no par value or a par value other than NTD 10, the 5 percent of paid-in capital specified in this paragraph</p>	<p>conducted pursuant to Article 36-1 of the Act, such as acquisition or disposal of assets, derivatives trading, loaning of funds to others, and endorsements or guarantees for others pursuant.</p> <p>5. The offering, issuance, or private placement of any equity-type securities.</p> <p>6. <u>If the board of directors does not have managing directors, the election or discharge of the chairman of the Board of Directors.</u></p> <p>7. The appointment or discharge of a financial, accounting, or internal auditing officer.</p> <p>8. A donation to a related party or a major donation to a non-related party, provided that a public-interest donation of disaster relief for a major natural disaster may be submitted to the following board of directors meeting for retroactive recognition.</p> <p>9. Any matter required by Article 14-3 of the Act or any other law, regulation, or bylaw to be approved by resolution at a shareholders' meeting or a board meeting, or any such significant matter as may be prescribed by the competent authority.</p> <p>The term "related party" in Subparagraph 8 of the preceding paragraph means a related party as defined in the Regulations Governing the Preparation of Financial Reports by Securities Issuers. The term "major donation to a non-related party" means any individual donation, or cumulative donations within a 1-year period to a single recipient, at an amount of NTD 100 million or more, or at an amount equal to or greater than 1 percent of net operating revenue or 5 percent of paid-in capital as stated in the CPA-attested financial report for the most recent year. (For foreign</p>

Before amendment	After amendment
<p>shall be calculated instead as 2.5 percent of shareholder equity.) The term “within a 1-year period” in the preceding paragraph means a period of 1 year calculated retroactively from the date on which the current board of directors meeting is convened. Amounts already submitted to and passed by a resolution of the board are exempted from inclusion in the calculation.</p> <p>At least one independent director shall attend each meeting in person. In the case of a meeting concerning any matter required to be submitted for a resolution by the board of directors under paragraph 1, each independent director shall attend in person; if an independent director is unable to attend in person, he or she shall appoint another independent director to attend as his or her proxy. Where an independent director objects to or expresses reservations about any matter, it shall be recorded in the board meeting minutes; if an independent director intends to express an objection or reservation but is unable to attend the meeting in person, then unless there is a legitimate reason to do otherwise, that director shall issue a written opinion in advance, which shall be recorded in the board meeting minutes.</p>	<p>companies whose stock has no par value or a par value other than NTD 10, the 5 percent of paid-in capital specified in this paragraph shall be calculated instead as 2.5 percent of shareholder equity.) The term “within a 1-year period” in the preceding paragraph means a period of 1 year calculated retroactively from the date on which the current board of directors meeting is convened. Amounts already submitted to and passed by a resolution of the board are exempted from inclusion in the calculation.</p> <p>At least one independent director shall attend each meeting in person. In the case of a meeting concerning any matter required to be submitted for a resolution by the board of directors under paragraph 1, each independent director shall attend in person; if an independent director is unable to attend in person, he or she shall appoint another independent director to attend as his or her proxy. Where an independent director objects to or expresses reservations about any matter, it shall be recorded in the board meeting minutes; if an independent director intends to express an objection or reservation but is unable to attend the meeting in person, then unless there is a legitimate reason to do otherwise, that director shall issue a written opinion in advance, which shall be recorded in the board meeting minutes.</p>
<p>Article 20: These Rules were established on April 9, 2003. The 1st amendment was made on April 26, 2006 and took effect on January 1, 2007. The 2nd amendment was made on April 26, 2007 and the Chinese title was changed to “Rules of Procedures for Board of Directors Meetings”.</p>	<p>Article 21: These Rules were established on April 9, 2003. The 1st amendment was made on April 26, 2006 and took effect on January 1, 2007. The 2nd amendment was made on April 26, 2007 and the Chinese title was changed to “Rules of Procedures for Board of Directors Meetings”.</p>

Before amendment	After amendment
The 3rd amendment was made on April 28, 2008.	The 3rd amendment was made on April 28, 2008.
The 4th amendment was made on April 28, 2009.	The 4th amendment was made on April 28, 2009.
The 5th amendment was made on April 29, 2010.	The 5th amendment was made on April 29, 2010.
The 6th amendment was made on December 28, 2012.	The 6th amendment was made on December 28, 2012.
The 7th amendment was made on March 19, 2015.	The 7th amendment was made on March 19, 2015.
The 8th amendment was made on December 27, 2016.	The 8th amendment was made on December 27, 2016.
The 9th amendment was made on December 27, 2017.	The 9th amendment was made on December 27, 2017.
The 10th amendment was made on November 5, 2020.	The 10th amendment was made on November 5, 2020.
	<u>The 11th amendment was made on November 4, 2022.</u>

[Attachment 7]**CviLux Corporation****Comparison Table of Partial Amendments to the Articles of Incorporation**

Before amendment	After amendment	Reason for amendment
<p>Chapter I General Provisions</p> <p>Article 1: The Company has been duly incorporated in accordance with the Company Act and titled CviLux Corporation.</p> <p>Article 2: The Company's business services are as follows:</p> <ol style="list-style-type: none"> 1. CC01080 Electronic Parts and Components Manufacturing 2. F119010 Wholesale of Electronic Materials 3. F219010 Retail Sale of Electronic Materials 4. CB01010 Mechanical Equipment Manufacturing 5. E604010 Machinery Installation 6. F113010 Wholesale of Machinery 7. F213080 Retail Sale of Machinery and Tools 8. F401010 International Trade 9. CC01030 Electrical Appliances and Audiovisual Electronic Products Manufacturing 10. CC01070 Wireless Communication Mechanical Equipment Manufacturing 11. CC01090 Manufacture of Batteries and Accumulators 12. CC01101 Restrained Telecom Radio Frequency Equipment and Materials Manufacturing 13. CC01110 Computer and Peripheral Equipment Manufacturing 14. CC01120 Data Storage Media 	<p>Chapter I General Provisions</p> <p>Article 1: The Company has been duly incorporated in accordance with the Company Act and titled CviLux Corporation.</p> <p>Article 2: The Company's business services are as follows:</p> <ol style="list-style-type: none"> 1. CC01080 Electronic Parts and Components Manufacturing 2. F119010 Wholesale of Electronic Materials 3. F219010 Retail Sale of Electronic Materials 4. CB01010 Mechanical Equipment Manufacturing 5. E604010 Machinery Installation 6. F113010 Wholesale of Machinery 7. F213080 Retail Sale of Machinery and Tools 8. F401010 International Trade 9. CC01030 Electrical Appliances and Audiovisual Electronic Products Manufacturing 10. CC01070 Wireless Communication Mechanical Equipment Manufacturing 11. CC01090 Manufacture of Batteries and Accumulators 12. CC01101 Restrained Telecom Radio Frequency Equipment and Materials Manufacturing 13. CC01110 Computer and Peripheral Equipment Manufacturing 14. CC01120 Data Storage Media 	<p>The business items are adjusted to meet business requirements.</p>

Before amendment	After amendment	Reason for amendment
<p>Manufacturing and Duplicating</p> <p>15. F113070 Wholesale of Telecommunication Apparatus</p> <p>16. F113110 Wholesale of Batteries</p> <p>17. F213060 Retail Sale of Telecommunication Apparatus</p> <p>18. F213110 Retail Sale of Batteries</p> <p>19. F399040 Storeless Retail Sale</p> <p>20. F401021 Restrained Telecom Radio Frequency Equipment and Materials Import</p> <p>21. I301010 Information Software Services</p> <p>22. I301020 Data Processing Services</p> <p>23. I301030 Electronic Information Supply Services</p> <p>24. F102170 Wholesale of Food and Groceries.</p> <p>25. F107030 Wholesale of Cleaning Supplies.</p> <p>26. F108040 Wholesale of Cosmetics.</p> <p>27. F203010 Retail Sale of Food, Groceries, and Beverages.</p> <p>28. F207030 Retail Sale of Cleaning Supplies</p> <p>29. F208040 Retail Sale of Cosmetics</p> <p>30. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval</p>	<p>Manufacturing and Duplicating</p> <p>15. F113070 Wholesale of Telecommunication Apparatus</p> <p>16. F113110 Wholesale of Batteries</p> <p>17. F213060 Retail Sale of Telecommunication Apparatus</p> <p>18. F213110 Retail Sale of Batteries</p> <p>19. F399040 Storeless Retail Sale</p> <p>20. I301010 Information Software Services</p> <p>21. I301020 Data Processing Services</p> <p>22. I301030 Electronic Information Supply Services</p> <p>23. F102170 Wholesale of Food and Groceries</p> <p>24. F107030 Wholesale of Cleaning Supplies</p> <p>25. F108040 Wholesale of Cosmetics</p> <p>26. F203010 Retail Sale of Food, Groceries, and Beverages.</p> <p>27. F207030 Retail Sale of Cleaning Supplies</p> <p>28. F208040 Retail Sale of Cosmetics</p> <p>29. <u>F108031 Wholesale of Medical Devices</u></p> <p>30. <u>F208031 Retail Sale of Medical Apparatus</u></p> <p>31. <u>F113020 Wholesale of Electrical Appliances</u></p> <p>32. <u>F213010 Retail Sale of Electrical Appliances</u></p> <p>33. <u>F118010 Wholesale of Computer Software</u></p> <p>34. <u>F218010 Retail Sale of Computer Software</u></p> <p>35. <u>I301020 Data Processing</u></p> <p>36. <u>I301010 Information Software</u></p> <p>37. <u>ZZ99999 All business activities that are not prohibited or restricted by law, except those that are</u></p>	

Before amendment	After amendment	Reason for amendment
	subject to special approval	
<p>Article 6: The Company has authorized capital of NT\$1 billion in 100 million shares; each share has a par value of NT\$10. NT\$15 million is reserved therefrom and divided into 1.5 million shares, with each share at a par value of NT\$10, for the issuance of employee warrants. The Board of Directors is authorized to issue the remaining shares over multiple offerings as deemed necessary to support business activities.</p>	<p>Article 6: The Company has authorized capital of <u>NT\$1.5 billion in 150 million</u> shares; each share has a par value of NT\$10. NT\$15 million is reserved therefrom and divided into 1.5 million shares, with each share at a par value of NT\$10, for the issuance of employee warrants. The Board of Directors is authorized to issue the remaining shares over multiple offerings as deemed necessary to support business activities.</p>	<p>Amendment made in line with the Company's practice.</p>
<p>Article 17: The Company shall employ a CEO, a president, several vice presidents, and assistant vice presidents; their appointment, dismissal, and remuneration shall be governed by Article 29 of the Company Act.</p>	<p>Article 17: The Company shall employ a CEO <u>and several executive officers</u>; their appointment, dismissal, and remuneration shall be governed by Article 29 of the Company Act.</p>	<p>Amendment made in line with the Company's practice.</p>
<p>Article 21: The 27th amendment was made on June 23, 2022.</p>	<p>Article 21: <u>The 28th amendment was made on June 20, 2023.</u></p>	<p>The amendment date of the Articles of Incorporation is specified.</p>

【Attachment VIII】

CviLux Corporation

Comparison Table for the Amended Procedures for Loaning Funds to Others

Before amendments	After amendments
<p>IV. Authorization levels</p> <p>The Company’s finance unit shall first check borrowers’ credit status for any loan of fund and submit to the CEO for approval. After being reported to the Audit Committee’s meeting for review and approved by a resolution at the Board of Directors’ meeting, the loan of fund may be proceeded, and no authorization to others for decision is permitted. Loans of fund between the Company and its subsidiaries or between its subsidiaries shall be submitted to the Board of Directors’ meeting for resolution as provided in the preceding paragraph, and the Chairman may be authorized, for a specific borrowing counterparty, within a certain monetary limit resolved by the Board of Directors, and within a period not to exceed one year, to give loans in installments or to make a revolving credit line available for the counterparty to draw down. When handling loans of fund, the Company shall take into full consideration each Independent director's opinions; Independent directors' opinions specifically expressing assent or dissent and their reasons for dissent shall be included in the minutes of the Board of Directors' meeting.</p> <p>The “certain monetary limit” mentioned in the preceding paragraph on authorization for loans extended by the Company or any of its subsidiaries to any single entity shall not exceed 10% of the net worth on the most current financial statements of the Company.</p>	<p>IV. Authorization levels</p> <p>The Company’s finance unit shall first check borrowers’ credit status for any loan of fund and submit to the <u>Chairman</u> for approval. After being reported to the Audit Committee's meeting for review and approved by a resolution at the Board of Directors’ meeting, the loan of fund may be proceeded, and no authorization to others to determine is permitted. Loans of fund between the Company and its subsidiaries or between its subsidiaries shall be submitted to the Board of Directors’ meeting for resolution as provided in the preceding paragraph, and the Chairman may be authorized, for a specific borrowing counterparty, within a certain monetary limit resolved by the Board of Directors, and within a period not to exceed one year, to give loans in installments or to make a revolving credit line available for the counterparty to draw down. When handling loans of fund, the Company shall take into full consideration each Independent director’s opinions; Independent directors’ opinions specifically expressing assent or dissent and their reasons for dissent shall be included in the minutes of the Board of Directors' meeting.</p> <p>The “certain monetary limit” mentioned in the preceding paragraph on authorization for loans extended by the Company or any of its subsidiaries to any single entity shall not exceed 10% of the net worth on the most current financial statements of the Company.</p>

Before amendments	After amendments
<p>XIII. For matters not mentioned in these Procedures, relevant laws and regulations and the Company's rules shall govern. The 8th amendment was made on June 19, 2019.</p>	<p>XIII. For matters not mentioned in these Procedures, relevant laws and regulations and the Company's rules shall govern. <u>The 9th amendment was made on June 20, 2023.</u></p>

[Appendix 1]

CviLux Corporation Rules of Procedures for Shareholders' Meetings

Article 1: The rules of procedures for the Company's shareholders' meetings, except as otherwise provided by laws, regulations, or the Articles of Incorporation, shall be as provided in these Rules.

Article 2: Unless otherwise provided by laws or regulations, the Company's shareholders' meetings shall be convened by the Board of Directors.

Changes to how the Company convenes its shareholders' meetings shall be resolved by the Board of Directors, and shall be made no later than the delivery of the shareholders' meeting notice.

The Company shall prepare electronic versions of the shareholders' meeting notice, proxy forms, materials relating to all proposals (including proposals for ratification), matters for deliberation, and the election or dismissal of directors or supervisors, and upload them to the Market Observation Post System (MOPS) 30 days before the date of a regular shareholders' meeting or 15 days before the date of a special shareholders' meeting. The Company shall prepare electronic versions of the shareholders' meeting agenda handbook and supplementary materials, and upload them to the MOPS 21 days before the date of the regular shareholders' meeting or 15 days before the date of a special shareholders' meeting. The Company shall also prepare hard copies of the parliamentary meeting agenda handbook and supplementary materials 15 days prior to the date of the shareholders' meeting, make these materials available for shareholders to review at any time, and display them at the offices of the Company and the professional share registration agent commissioned by the Company.

The Company shall make the meeting agenda handbook and supplementary materials referred to in the preceding paragraph available for shareholders to review in the following manner on the date of the shareholders' meeting:

4. For physical shareholders' meetings, they shall be distributed at the site of the meeting.
5. For hybrid shareholders' meetings, they shall be distributed at the site of the meeting and shared on the video conferencing platform in electronic form.
6. For virtual shareholders' meetings, they shall be shared on the video conferencing platform in electronic form.

The reasons for convening a shareholders' meeting shall be specified in the meeting notice and the public announcement. With the consent of the addressee, the meeting notice may be delivered in electronic form.

Matters pertaining to the election or dismissal of directors or supervisors, alteration to the Articles of Incorporation, reduction of capital, application for the approval of

ceasing the Company's 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, and demerger of the Company, or any matter as set forth in Paragraph I, Article 185 of the Company Act, Articles 26-1 and 43-6 of the Securities and Exchange Act, and Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be set out in the notice of the reasons for convening the shareholders' meeting. The essential contents of the above matters shall be explained, and none of them may be raised as an extraordinary motion.

The re-election of all directors and supervisors as well as their inauguration date will be stated in the notice of the reasons for convening the shareholders' meeting. After completing the re-election in said meeting, such inauguration date may not be altered by any extraordinary motion or otherwise in the same meeting.

Shareholders holding one percent or more of the total number of issued shares may submit a proposal for discussion at a regular shareholders' meeting to the Company. The number of proposals is limited to one only; if more than one proposal is submitted, they shall be excluded from the list of proposals to be discussed. If any of the circumstances as set forth in Paragraph 4, Article 172-1 of the Company Act is satisfied by a proposal put forward by a shareholder, the Board of Directors may exclude the proposal from the list of proposals to be discussed. Shareholders may propose a recommendation to urge the Company to promote public interest or fulfill its social responsibilities. Only one proposal may be submitted in accordance with the procedure and Article 172-1 of the Company Act, and if more than one proposal is submitted, they shall be excluded from the list of proposals to be discussed.

Before the book closure date prior to a regular shareholders' meeting, the Company shall announce the shareholder proposals which it accepts along with how (in written or electronic form), where, and when it accepts the proposals. The time period for accepting shareholder proposals may not be less than 10 days.

The word count of the shareholder proposals is limited to 300 words each, and no proposal containing more than 300 words will be included in the list of proposals to be discussed. The shareholder who makes the proposal shall attend the regular shareholders' meeting in person or by proxy, and take part in the discussion of the proposal.

Prior to the date on which the notice of a shareholders' meeting is delivered, the Company shall inform the shareholders who submitted proposals of the proposal screening results and list the proposals that conform to the provisions of this Article in the notice of the meeting. At the shareholders' meeting, the Board of Directors shall explain the reasons for excluding any shareholder proposal from the list of proposals to be discussed.

Article 3: 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

authorization scope for the proxy.

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 five (5) 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 revoke the previous proxy appointment.

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 revocation shall be submitted to the Company two (2) business days before the meeting date. If the revocation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

If, after a proxy form is delivered to the Company, the shareholder wishes to attend the shareholders' meeting virtually, a written notice of proxy revocation shall be submitted to the Company two (2) business days before the meeting date. If the revocation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

Article 4: The venue for a shareholders' meeting shall be the premises of the Company or a place that is easily accessible to shareholders and is suitable for a shareholders' meeting. The meeting shall 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 venue and time of the meeting.

The restrictions on the venue of the meeting as referred to in the preceding paragraph shall not apply when the Company convenes a virtual shareholders' meeting.

Article 5: The Company shall specify in its shareholders' meeting notices the time during which attendance registration for shareholders, solicitors, and proxies (hereinafter collectively referred to as "shareholders") will be accepted, the place to register for attendance, and other matters for attention.

The time during which shareholder attendance registration 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 registration are accepted shall be clearly marked, and a sufficient number of suitable personnel shall be assigned to handle the registration. 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 attending the shareholders' meeting in person.

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.

The Company shall furnish the attending shareholders with an attendance book to sign, or, the attending shareholders may hand in a sign-in card in lieu of signing in. The Company shall furnish attending shareholders with the meeting agenda handbook, annual report, attendance card, speaker's slips, voting slips, and other meeting materials. If there is an election of directors, the election ballots shall also be furnished.

When the government or a juridical person is a shareholder, it may be represented by more than one representative at a shareholders' meeting. When a juridical person is appointed to attend the shareholders' meeting as a proxy, it may designate only one person to represent it in the meeting.

In the event of a virtual shareholders' meeting, shareholders who wish to attend the meeting online shall register with the Company two days before the meeting date.

In the event of a virtual shareholders' meeting, the Company shall upload the meeting agenda handbook, 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 5-1: To convene a virtual shareholders' meeting, the Company shall include the following particulars in the notice of the shareholders' meeting:

1. How shareholders can 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:
 - A. 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.
 - B. Shareholders not having registered to attend the affected virtual shareholders' meeting shall not attend the postponed or resumed session.
 - C. In the case of a hybrid shareholders' meeting, when the virtual meeting cannot be continued, if the total number of shares represented at the meeting meets the minimum legal requirement for a shareholders' meeting after deducting those represented by shareholders attending the shareholders' meeting virtually, then the shareholders' meeting shall continue. The shares represented by shareholders attending the meeting virtually shall be counted towards the total number of shares represented by shareholders present at the meeting, and the shareholders attending the meeting virtually shall be deemed abstaining from voting on all proposals on the list of proposals to be discussed at that shareholders' meeting.
 - D. Actions to be taken if the outcome of all proposals has been announced and extraordinary motion has not been carried out.
3. To convene a virtual shareholders' meeting, appropriate alternative measures

available to shareholders with difficulties in attending a virtual shareholders' meeting online shall be specified.

Article 6: 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 is also 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 the chair, or, if there are no managing directors, one of the directors shall be appointed to act as the chair. When the Chairperson does not make a designation, the managing directors or the directors shall appoint one person among themselves to serve as the chair. 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 juridical person director that serves as chair.

It is advisable that the 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 and at least one member of each functional committee on behalf of the committee. The attendance shall be recorded in the meeting minutes.

If a shareholders' meeting is convened by a party with the convening right other than the Board of Directors, the convening party shall chair the meeting. When there are two or more such convening parties, the chair of the meeting shall be elected from among themselves.

The Company may appoint its attorneys, certified public accountants, or other related persons retained by it to attend a shareholders' meeting.

Article 7: The Company shall make an uninterrupted audio and video recording of the shareholder attendance registration procedure, the proceedings of the shareholders' meeting, and the voting and vote counting procedures from the time it begins to accept registration. The recorded materials as set forth in 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 ballots shall be retained until the conclusion of the litigation.

When a shareholders' meeting is held virtually, 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 record audio and video of the entire proceedings of the virtual meeting without interruption.

The information as well as the audio and video recording as set forth in the preceding paragraph shall be properly kept by the Company during the entirety of its existence, and the copies of the audio and video recording shall be provided to and kept by the party appointed to handle matters of the virtual meeting.

In the case of a virtual shareholders' meeting, the Company is advised to record

audio and video of the back-end operation interface of the virtual meeting platform.

Article 8: Attendance at shareholders' meetings shall be calculated based on the 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, shares checked in on the virtual meeting platform, and added with the number of shares with voting rights that are exercised by correspondence or electronically.

The chair shall call the meeting to order at the appointed meeting time and disclose the information concerning the number of nonvoting shares and the number of shares represented by the shareholders attending the meeting. 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.

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 Paragraph 1, Article 175 of the Company Act. All shareholders shall be notified of the tentative resolution and another shareholders' meeting shall be convened within a month. In the event of a virtual shareholders' meeting, shareholders intending to attend the meeting virtually shall re-register with the Company in accordance with Article 5.

If the attending shareholders represent a majority of the total number of issued shares before the end of the meeting, the chair may resubmit the tentative resolution for a vote at the shareholders' meeting pursuant to Article 174 of the Company Act.

Article 9: 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.

The provisions of the preceding paragraph apply *mutatis mutandis* to a shareholders' meeting convened by a party with the convening right other than the Board of Directors.

The chair may not declare the meeting adjourned before the completion of deliberation on the meeting agenda (including extraordinary motions) as set forth in the preceding two paragraphs, 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.

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 to a vote, the chair may announce the discussion closed, call for a vote, and schedule sufficient time for voting.

Article 10: Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, his/her/their shareholder account number (or attendance card number), and account name. The order in which shareholders speak will be set by the chair.

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.

Without 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 five (5) minutes. If a shareholder speaks in contravention of the rules or beyond the scope of the subject, the chair may terminate his/her/their speech.

When an attending shareholder is speaking, the other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chair and that of the shareholder who has the floor. Any interference shall be terminated by the chair.

When a juridical 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.

After an attending shareholder has spoken, the chair may respond in person or direct relevant personnel to respond.

When a virtual shareholders' meeting is convened, the shareholders attending the virtual meeting may raise questions in writing form on the virtual meeting platform, starting from the chair's declaration of opening of the meeting to the chair's declaration of adjournment of the meeting. No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words, and the regulations in Paragraphs 1 to 5 do not apply.

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 that the questions be disclosed to the public on the virtual meeting platform.

Article 11: The voting at a shareholders' meeting shall be calculated based on the number of shares.

With respect to resolutions at shareholders' meetings, the number of shares held by shareholders with no voting rights shall not be counted toward the total number of the issued shares.

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

The number of shares of which voting rights may not be exercised as set forth in the preceding paragraph shall not be counted toward the number of the voting rights represented by attending shareholders.

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 12: 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 Paragraph 2, Article 179 of the Company Act.

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. Therefore, it is advisable that the Company avoid the submission of extraordinary motions and of amendments to original proposals.

A shareholder intending to exercise voting rights by correspondence or electronic means as set forth in the preceding paragraph shall deliver a written declaration of intent to the Company two (2) days before the date of the shareholders' meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail, unless a declaration is made to cancel the earlier declaration of intent.

In the event a shareholder intends to attend the shareholders' meeting in person or virtually after having exercised his/her/their voting rights by correspondence or electronic means, a written declaration of intent to retract the exercised voting rights as set forth in the preceding paragraph shall be made known to the Company by the same means by which the voting rights were exercised two (2) business days before the date of the shareholders' meeting. If the notice of retraction is submitted after that time, the voting rights exercised by correspondence or electronic means shall prevail. When a shareholder has exercised voting rights by correspondence or electronic means and appointed a proxy to attend a shareholders' meeting, the voting rights exercised by the proxy in the meeting shall prevail.

Except as otherwise provided in the Company Act and in the Company's Articles of Incorporation, the approval of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of voting on each proposal, the chair or the 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.

When there is an amendment or an alternative to a proposal, the chair shall present

the amended or alternative proposal along with the original proposal and decide the order in which they will be put to a vote. When any one among them is approved, the other proposals will then be deemed rejected, and no further voting shall be required.

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.

Vote counting for shareholders' meeting proposals or elections shall be conducted in public at the place of the shareholders' meeting. After the vote counting has been completed, the results of the votes, including the statistical tallies of the numbers of votes, shall be immediately announced on-the-spot at the meeting, and a record of the voting results shall be made.

When the Company convenes a virtual shareholders' meeting, after the chair declares the opening of the meeting, shareholders attending the meeting virtually shall cast votes on proposals and elections on the virtual meeting platform before the chair announces the end of the voting session, otherwise they will be deemed to have abstained from voting.

In the event of a virtual shareholders' meeting, votes shall be counted at once when the chair announces the end of the voting session, and the results of the votes and elections shall be announced immediately.

When the Company convenes a hybrid shareholders' meeting, if shareholders who have registered to attend the meeting virtually in accordance with the requirements in Article 5 decide to attend the physical shareholders' meeting in person, they shall revoke their registration two (2) 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 virtually.

When shareholders exercise voting rights by correspondence or electronic means and attend the shareholders' meeting virtually, unless they have withdrawn the declaration of intent, they shall not exercise voting rights on the original proposals, make any amendments to the original proposals, or exercise voting rights on amendments to the original proposal. Extraordinary proposals are the only exception.

Article 13: 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-the-spot immediately, including the names of those elected as directors and the numbers of votes with which they were elected as well as the names of directors not elected and number of votes they received.

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 14: Matters concerning 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 shall be distributed to each shareholder within 20 days after

the conclusion of the meeting. The minutes may be prepared and distributed by electronic means.

The Company may distribute the meeting minutes as set forth in the preceding paragraph by means of a public announcement made in the MOPS.

The meeting minutes shall faithfully record the year, month, date, and place of the meeting, the full name of the chair, the methods by which resolutions were adopted, and a summary of the deliberations and their voting results (including the number of voting rights). They shall also disclose the number of voting rights won by each candidate in the event of an election of directors. The minutes shall be retained for the duration of the existence of the Company.

When 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 starting time and the end time of the shareholders' meeting, how the meeting is convened, the name of the chair and the secretary, actions to be taken in the event of disruption to the virtual meeting platform or to the participation in the virtual meeting due to natural disasters, accidents, or other force majeure events, and how issues are dealt with shall also be included in the minutes.

When convening a virtual shareholders' meeting, other than compliance with the requirements described in the preceding paragraph, the Company shall specify in the meeting minutes the alternative measures available to shareholders with difficulties in attending a virtual shareholders' meeting.

Article 15: 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 of 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.

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

If matters put to a resolution at a shareholders' meeting constitute material information under applicable laws or regulations or under the regulations of the Taiwan Stock Exchange Corporation, the Company shall upload the content of such resolution to the MOPS within the prescribed time period.

Article 16: Staff handling administrative affairs of a shareholders' meeting shall wear identification cards or arm bands.

The chair may direct the proctors or security personnel to help maintain order at the meeting place. When the proctors or the security personnel help maintain order at the meeting place, they shall wear identification cards or armbands bearing the word “Proctor”.

At the place of a shareholders’ meeting where loudspeakers are equipped, if a shareholder speaks through any device other than the public address equipment set up by the Company, the chair may terminate his/her/their speech.

When a shareholder violates the rules of procedure and defies the chair’s correction, obstructs the proceedings, and refuses to heed calls to stop, the chair may direct the proctors or security personnel to escort the shareholder from the meeting.

Article 17: 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.

If the meeting venue is no longer available for use before 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.

A resolution may be adopted at a shareholders’ meeting to defer or resume the meeting within five (5) days in accordance with Article 182 of the Company Act.

Article 18: According to the regulations, in the event of a virtual shareholders’ meeting, the Company shall disclose real-time results of votes and election on the virtual meeting platform immediately after the end of the voting session, and this disclosure shall continue at least 15 minutes after the chair has announced the meeting adjourned.

Article 19: When the Company convenes a virtual shareholders’ meeting, both the chair and the 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 20: 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 technical communication issues.

In the event of a virtual shareholders’ meeting, except for circumstances where a meeting is not required to be postponed to or resumed at another time under Paragraph 4, Article 44-20 of the Regulations Governing the Administration of Shareholder Services of Public Companies, when declaring the opening of the meeting, the chair shall also announce that 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 (5) days, in which case Article 182 of the Company Act shall not apply.

For a meeting to be postponed or resumed as described in the preceding paragraph, shareholders who have not registered to participate in the affected virtual

shareholders' meeting shall not attend the postponed or resumed session.

At a meeting to be postponed or resumed as described in the second paragraph, the shareholders who have registered to participate in the affected shareholders' meeting and have successfully signed into the meeting but do not attend the postponed or resumed session, the number of shares represented by and voting/election rights exercised by these shareholders 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.

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, counted, and the voting results or the list of elected directors and supervisors have been announced.

When the Company convenes a hybrid shareholders' meeting and the virtual meeting cannot continue as described in the 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 shareholders' meeting, then the shareholders' meeting shall continue, and no postponement or resumption thereof under the second paragraph is required.

Under the circumstances where a meeting should continue as in the preceding paragraph, the shares represented by shareholders attending the virtual meeting 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 the meeting agenda of that shareholders' meeting. 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 Paragraph 7, Article 44-20 of the Regulations Governing the Administration of Shareholder Services of Public Companies.

During the dates or period as set forth in the second half of Article 12 and Paragraph 3, Article 13 of the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies and Paragraph 2, Article 44-5, Article 44-15 and Paragraph 1, Article 44-17 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 to or resumed under the second paragraph. </1239

Article 21: When convening a virtual shareholders' meeting, the Company shall provide appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders' meeting through video conferencing.

Article 22: 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.

Article 23: These Rules were established on May 23, 2002.

The 1st amendment was made on June 14, 2006.

The 2nd amendment was made on June 9, 2011.

The 3rd amendment was made on June 22, 2012.

The 4th amendment was made on June 19, 2014.

The 5th amendment was made on June 9, 2015.

The 6th amendment was made on June 16, 2020.

The 7th amendment was made on August 5, 2021.

The 8th amendment was made on June 23, 2022.

[Appendix 2]

(Provisions before amendment)

CviLux Corporation
Articles of Incorporation

Chapter I General Provisions

Article 1: The Company has been duly incorporated in accordance with the Company Act and titled CviLux Corporation.

Article 2: The Company's business services are as follows:

1. CC01080 Electronic Parts and Components Manufacturing.
2. F119010 Wholesale of Electronic Materials.
3. F219010 Retail Sale of Electronic Materials.
4. CB01010 Mechanical Equipment Manufacturing.
5. E604010 Machinery Installation.
6. F113010 Wholesale of Machinery.
7. F213080 Retail Sale of Machinery and Tools.
8. F401010 International Trade.
9. CC01030 Electrical Appliances and Audiovisual Electronic Products Manufacturing.
10. CC01070 Wireless Communication Mechanical Equipment Manufacturing.
11. CC01090 Manufacture of Batteries and Accumulators.
12. CC01101 Restrained Telecom Radio Frequency Equipment and Materials Manufacturing.
13. CC01110 Computer and Peripheral Equipment Manufacturing.
14. CC01120 Data Storage Media Manufacturing and Duplicating.
15. F113070 Wholesale of Telecommunication Apparatus.
16. F113110 Wholesale of Batteries.
17. F213060 Retail Sale of Telecommunication Apparatus.
18. F213110 Retail Sale of Batteries.
19. F399040 Non-Store Retail Sale.
20. F401021 Restrained Telecom Radio Frequency Equipment and Materials Import.
21. I301010 Information Software Services.
22. I301020 Data Processing Services.
23. I301030 Electronic Information Supply Services.
24. F102170 Wholesale of Food and Groceries.
25. F107030 Wholesale of Cleaning Supplies.
26. F108040 Wholesale of Cosmetics.
27. F203010 Retail Sale of Food, Groceries, and Beverages.
28. F207030 Retail Sale of Cleaning Supplies
29. F208040 Retail Sale of Cosmetics
30. ZZ99999 All business activities that are not prohibited or restricted by law,

except those that are subject to special approval.

- Article 3: The Company may provide guarantees to outside parties for business-related purposes.
- Article 4: The Company may invest in other business entities, and the total cost of invested businesses is not subject to the restrictions in the Company Act (i.e., 40% of paid-up capital); the Board of Directors is authorized to handle the investments.
- Article 5: The Company is headquartered in New Taipei City, and branches and representative offices may be established domestically or abroad, if needed, subject to the resolution of the Board of Directors.

Chapter II Shares

- Article 6: The Company has authorized capital of NTD1 billion in 100 million shares; each share has a value of NTD10. NTD15 million is reserved therefrom and divided into 1.5 million shares, with each share at a par value of NTD10, for the issuance of employee warrants. The Board of Directors is authorized to issue the remaining shares over multiple offerings as deemed necessary to support business activities.
- Article 6-1: If the Company intends to transfer the repurchased shares of the Company to employees at prices lower than the average buyback price, the transfer shall be subject to the resolution of the most recent shareholders' meeting as per Article 10-1 of the "Regulations Governing Share Repurchase by Exchange-Listed and OTC-Listed Companies."
- Article 6-2: If the Company intends to issue employee warrants at exercise prices lower than the closing market price on the date of issuance, the issuance shall be subject to the resolution of the shareholders' meeting as per Article 56-1 of the "Regulations Governing the Offering and Issuance of Securities by Securities Issuers".
- Article 7: The Company may issue shares in accordance with the provisions of Article 162 of the Company Act. The Company may be exempted from printing any share certificate for the shares issued, and shall register such issued shares with a centralized securities depository enterprise and follow the regulations of that enterprise.
- Article 8: Where the shareholders of the Company transfer the shares, the share affairs such as setting of pledge of rights, loss reporting, ownership inheritance, gifting, loss/change of seal, or change of address, and the exercise of the rights thereof shall be handled according to the "Regulations Governing the Administration of Shareholder Services of Public Companies", unless otherwise specified by laws and securities regulations.
- Article 9: Transfer of share ownership shall be handled pursuant to the Company Act and relevant regulations.
- Article 9-1: Where the Company intends to revoke the public offering of shares, in addition to the approval of the Board of Directors, the matter shall be subject to the resolution adopted by a majority vote of the shareholders present at the shareholders' meeting

who represent two-thirds or more of the total number of the issued shares. During the period when shares are listed on the market, the preceding provision will not be changed.

Chapter III Shareholders' Meetings

Article 10: Shareholders' meetings are of two kinds: Regular shareholders' meetings and extraordinary shareholders' meetings. The regular shareholders' meeting is called once per year within six months after the end of a fiscal year, while an extraordinary shareholders' meeting may be called in accordance with applicable laws and regulations whenever necessary.

The date and location of and reason for the convention shall be specified in the notices of the aforementioned meetings. The shareholders' meetings shall be convened by the Board of Directors, unless otherwise regulated by the Company Act.

Article 10-1: The shareholders' meetings of the Company may be convened in the form of a video conference or in other ways promulgated by the Ministry of Economic Affairs.

Article 11: When a shareholder is unable to attend the shareholders' meeting in person, the appointment of a proxy to attend the meeting is subject to Article 177 of the Company Act and the "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies" published by the competent authority.

Article 12: Resolutions at a shareholders' meeting shall, unless otherwise provided for in the Company Act, be adopted by a majority vote of the shareholders present at the meeting who represent more than one-half of the total number of the issued shares. The voting right may be exercised by electronic means. A shareholder who exercises his/her/its voting right by electronic means shall be deemed to have attended the shareholders' meeting in person, and the relevant matters shall be handled according to the laws and regulations.

Resolutions adopted at a shareholders' meeting shall be recorded in the meeting minutes, which shall be affixed with the signature or seal of the Chair of the meeting and distributed to all the shareholders of the Company within 20 days after the close of the meeting. The minutes may be prepared and distributed by electronic means. The distribution of the meeting minutes as required in the preceding paragraph may be effected by means of a public notice.

Chapter IV Directors

Article 13: The Company assigns seven (7) to nine (9) directors that serve a term of three (3) years. All the directors shall be elected from persons of adequate capacity during shareholders' meetings, and may be re-elected for consecutive terms. After the Company publicly issues the shares, the percentage of shareholdings of all the directors shall be subject to the regulations of the competent authority in charge of

securities affairs. The Company may purchase liability insurance policies to insure itself against possible claims that may arise as a result of directors' decisions. The number of directors mentioned above shall include no fewer than three independent directors that represent no less than one-fifth of the board. The professional qualification, shareholding, restrictions on concurrent employment, methods of nomination, and election and other matters for compliance for independent directors are subject to the requirements of the competent securities authority.

Article 13-1: The candidate nomination system is adopted for the election of directors in accordance with Article 192-1 of the Company Act. The process and announcement, etc. of the nomination of the candidates for directors are subject to the related provisions of the Company Act and the Securities and Exchange Act. Independent directors and directors shall be elected at the same time, and the elected seats shall be counted separately.

Article 13-2: The Company has an Audit Committee set up in accordance with Article 14-4 of the Securities and Exchange Act. The Audit Committee is responsible for exercising the supervisors' duties and powers specified in the Company Act, the Securities and Exchange Act, and any other relevant laws and regulations.

The Audit Committee shall be composed of the entire number of independent directors, including at least one member with accounting or financial expertise, and with one of them serving as the convener.

A resolution of the Audit Committee shall have the concurrence of one-half or more of all members.

The system of supervisors was abandoned on the same day of the establishment of the Audit Committee.

Article 14: The Board of Directors consists of directors. A Chairman shall be elected among the Board members at a Board meeting with the presence of more than two-thirds of the directors, and with the consent of a majority of the attending directors. The Chairman shall represent the Company externally while presiding at the shareholders' meetings and the Board meetings internally.

Article 15: Except for the first meeting of each term of the Board of Directors which shall be convened after the re-election by the director who received a ballot representing the largest number of votes at the election of directors, the Board meeting shall be called by the Chairman, with the reason for convention stated in the meeting notice that shall be given to all the directors no later than seven (7) days prior to the meeting. However, in the case of an emergency, a Board meeting may be convened at any time. The convention of a Board meeting as mentioned above may be effected with notice in writing or via fax or e-mail.

The meeting shall be chaired by the Chairman. If the Chairman is unable to perform his/her duty due to a leave of absence or any reasons, the Chairman will appoint one of the directors to act on his/her behalf. If no one is appointed, the remaining directors shall appoint one among themselves to perform the Chairman's duties on

his/her behalf.

Where a Board meeting is held in the form of a video conference, the directors attending the meeting through video conferencing shall be considered as attending the meeting in person.

Each director shall attend the Board meeting in person. A director who is unable to attend the meeting in person may appoint another director to attend the meeting on his/her behalf by issuing a written proxy with the scope of authority stated therein. Unless otherwise regulated by the Company Act, the resolutions of the Board of Directors may be adopted by a majority of the present directors at a meeting attended by more than half of all the directors.

Each director shall exercise his/her power and authority for the resolutions adopted by the Board meeting and the shareholders' meeting.

When the number of vacancies on the Board of Directors of the Company equals one-third of the total number of directors, the Board of Directors shall call, within 60 days, a shareholders' meeting to elect succeeding directors to fill the vacancies. The newly elected directors shall serve for the remaining term of office of the predecessors, except for in the case in which all the directors are re-elected.

Article 16: The Board of Directors is authorized to determine the remuneration for the Chairman and directors based on individual participation in and contribution to the Company's operations and with reference to the general level in the industry. The distribution of the directors' remuneration is specified in Article 19 of the Articles of Incorporation.

The Board of Directors is authorized to determine the travel allowance for all directors. The remuneration for independent directors shall be paid according to the typical level adopted by peer companies regardless of the operating profit and loss.

Chapter V Managerial Officers

Article 17: The Company shall employ a CEO, a president, vice presidents, and assistant vice presidents; their appointment, dismissal, and remuneration shall be governed by Article 29 of the Company Act.

Chapter VI Accounting

Article 18: The Company's fiscal year starts on January 1 and ends on December 31 every year. At the end of each fiscal year, the Board of Directors shall prepare the (I) business report, (II) financial statements, (III) motions for earnings distribution or loss offset, submit them to the Audit Committee 30 days prior to the shareholders' meeting for approval, and further present them at the shareholders' meeting for ratification.

Article 19: Profits concluded by the Company in a fiscal year are subject to employee remuneration of 5%–12%, and director remuneration of no more than 3%. However, if the Company has an accumulated loss, an amount used to cover the loss shall be set aside first.

The employee remuneration as mentioned above may be paid in the form of shares

or in cash to the employees of the Company's parents or subsidiaries who meet certain specific requirements. The director remuneration is distributed in cash.

Article 19-1: If the Company has a profit at the year's final accounting, it shall first pay taxes and make up any losses from past years, and then make a contribution of 10% of the balance to the statutory reserve. Special reserves may be set aside as per the relevant laws and regulations, and the remaining profit distributable (if any) may be added to undistributed earnings at the beginning of the period and shall be proposed for distribution by the Board of Directors. Where a proportion of the profit is to be reserved, the motion shall be submitted to the shareholders' meeting for resolution.

The Company's dividends, bonuses, statutory reserve, and capital reserve distributed in cash as per the preceding article, Paragraph 5, Article 240 and Paragraph 1, Article 241 of the Company Act are subject to the 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. Such distribution shall be reported to the shareholders' meeting.

The dividend policy of the Company is adopted in consideration of the current and future development plans, investment environment, financing needs, and domestic and international competition, as well as the shareholders' interests and other factors. The shareholders' dividends allocated shall not be less than 15% of the distributable profits of the year.

The dividends allocated to shareholders may be paid in shares or cash, and cash dividends shall not fall below 10% of total dividends allocated to shareholders.

Chapter VII Supplementary Provisions

Article 20: Anything not covered by this Articles of Incorporation shall be governed by the Company Act and other applicable laws and regulations.

Article 21: The Articles of Incorporation was established on March 12, 1990.

The 1st amendment was made on December 15, 1993.

The 2nd amendment was made on June 15, 1996.

The 3rd amendment was made on June 1, 1997.

The 4th amendment was made on October 27, 1998.

The 5th amendment was made on August 2, 1999.

The 6th amendment was made on June 23, 2000.

The 7th amendment was made on September 16, 2000.

The 8th amendment was made on July 21, 2001.

The 9th amendment was made on May 23, 2002.

The 10th amendment was made on July 31, 2002.

The 11th amendment was made on June 27, 2003.

The 12th amendment was made on June 18, 2004.

The 13th amendment was made on June 16, 2005.

The 14th amendment was made on June 14, 2006.

The 15th amendment was made on June 21, 2007.
The 16th amendment was made on June 19, 2008.
The 17th amendment was made on June 19, 2009.
The 18th amendment was made on June 17, 2010.
The 19th amendment was made on June 9, 2011.
The 20th amendment was made on June 22, 2012.
The 21st amendment was made on June 19, 2013.
The 22nd amendment was made on June 19, 2014.
The 23rd amendment was made on June 9, 2015.
The 24th amendment was made on June 16, 2016.
The 25th amendment was made on June 16, 2017.
The 26th amendment was made on June 19, 2019.
The 27th amendment was made on June 23, 2022.

[Appendix 3]

(Provisions after amendment)

**CviLux Corporation
Articles of Incorporation**

Chapter I General Provisions

Article 1: The Company has been duly incorporated in accordance with the Company Act and titled CviLux Corporation.

Article 2: The Company's business services are as follows:

1. CC01080 Electronic Parts and Components Manufacturing.
2. F119010 Wholesale of Electronic Materials.
3. F219010 Retail Sale of Electronic Materials.
4. CB01010 Mechanical Equipment Manufacturing.
5. E604010 Machinery Installation.
6. F113010 Wholesale of Machinery.
7. F213080 Retail Sale of Machinery and Tools.
8. F401010 International Trade.
9. CC01030 Electrical Appliances and Audiovisual Electronic Products Manufacturing.
10. CC01070 Wireless Communication Mechanical Equipment Manufacturing.
11. CC01090 Manufacture of Batteries and Accumulators.
12. CC01100 Restrained Telecom Radio Frequency Equipment and Materials Manufacturing.
13. CC01110 Computer and Peripheral Equipment Manufacturing.
14. CC01120 Data Storage Media Manufacturing and Duplicating.
15. F113070 Wholesale of Telecommunication Apparatus.
16. F113110 Wholesale of Batteries.
17. F213060 Retail Sale of Telecommunication Apparatus.
18. F213110 Retail Sale of Batteries.
19. F399040 Non-Store Retail Sale.
20. I301010 Information Software Services.
21. I301020 Data Processing Services.
22. I301030 Electronic Information Supply Services.
23. F102170 Wholesale of Food and Groceries
24. F107030 Wholesale of Cleaning Supplies
25. F108040 Wholesale of Cosmetics
26. F203010 Retail Sale of Food, Groceries, and Beverages.
27. F207030 Retail Sale of Cleaning Supplies
28. F208040 Retail Sale of Cosmetics
29. F108031 Wholesale of Medical Devices
30. F208031 Retail Sale of Medical Apparatus
31. F113020 Wholesale of Electrical Appliances
32. F213010 Retail Sale of Electrical Appliances

33. F118010 Wholesale of Computer Software

34. F218010 Retail Sale of Computer Software

35. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.

Article 3: The Company may provide guarantees to outside parties for business-related purposes.

Article 4: The Company may invest in other business entities, and the total cost of invested businesses is not subject to the restrictions in the Company Act (i.e., 40% of paid-up capital); the Board of Directors is authorized to handle the investments.

Article 5: The Company is headquartered in New Taipei City, and branches and representative offices may be established domestically or abroad, if needed, subject to the resolution of the Board of Directors.

Chapter II Shares

Article 6: The Company has authorized capital of NT\$1.5 billion in 150 million shares; each share has a value of NT\$10. NT\$15 million is reserved therefrom and divided into 1.5 million shares, with each share at a par value of NT\$10, for the issuance of employee warrants. The Board of Directors is authorized to issue the remaining shares over multiple offerings as deemed necessary to support business activities. Article 6-1: If the Company intends to transfer the repurchased shares of the Company to employees at prices lower than the average buyback price, the transfer shall be subject to the resolution of the most recent shareholders' meeting as per Article 10-1 of the "Regulations Governing Share Repurchase by Exchange-Listed and OTC-Listed Companies."

Article 6-2: If the Company intends to issue employee warrants at exercise prices lower than the closing market price on the date of issuance, the issuance shall be subject to the resolution of the shareholders' meeting as per Article 56-1 of the "Regulations Governing the Offering and Issuance of Securities by Securities Issuers".

Article 7: The Company may issue shares in accordance with the provisions of Article 162 of the Company Act. The Company may be exempted from printing any share certificate for the shares issued, and shall register such issued shares with a centralized securities depository enterprise and follow the regulations of that enterprise.

Article 8: Where the shareholders of the Company transfer the shares, the share affairs such as setting of pledge of rights, loss reporting, ownership inheritance, gifting, loss/change of seal, or change of address, and the exercise of the rights thereof shall be handled according to the "Regulations Governing the Administration of Shareholder Services of Public Companies", unless otherwise specified by laws and securities regulations.

Article 9: Transfer of share ownership shall be handled pursuant to the Company Act and relevant regulations.

Article 9-1: Where the Company intends to revoke the public offering of shares, in addition to

the approval of the Board of Directors, the matter shall be subject to the resolution adopted by a majority vote of the shareholders present at the shareholders' meeting who represent two-thirds or more of the total number of the issued shares. During the period when shares are listed on the market, the preceding provision will not be changed.

Chapter III Shareholders' Meetings

Article 10: Shareholders' meetings are of two kinds: Regular shareholders' meetings and extraordinary shareholders' meetings. The regular shareholders' meeting is called once per year within six months after the end of a fiscal year, while an extraordinary shareholders' meeting may be called in accordance with applicable laws and regulations whenever necessary.

The date and location of and reason for the convention shall be specified in the notices of the aforementioned meetings. The shareholders' meetings shall be convened by the Board of Directors, unless otherwise regulated by the Company Act.

Article 10-1: The shareholders' meetings of the Company may be convened in the form of a video conference or in other ways promulgated by the Ministry of Economic Affairs.

Article 11: When a shareholder is unable to attend the shareholders' meeting in person, the appointment of a proxy to attend the meeting is subject to Article 177 of the Company Act and the "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies" published by the competent authority.

Article 12: Resolutions at a shareholders' meeting shall, unless otherwise provided for in the Company Act, be adopted by a majority vote of the shareholders present at the meeting who represent more than one-half of the total number of the issued shares. The voting right may be exercised by electronic means. A shareholder who exercises his/her/its voting right by electronic means shall be deemed to have attended the shareholders' meeting in person, and the relevant matters shall be handled according to the laws and regulations.

Resolutions adopted at a shareholders' meeting shall be recorded in the meeting minutes, which shall be affixed with the signature or seal of the Chair of the meeting and distributed to all the shareholders of the Company within 20 days after the close of the meeting. The minutes may be prepared and distributed by electronic means. The distribution of the meeting minutes as required in the preceding paragraph may be effected by means of a public notice.

Chapter IV Directors

Article 13: The Company assigns seven (7) to nine (9) directors that serve a term of three (3) years. All the directors shall be elected from persons of adequate capacity during shareholders' meetings, and may be re-elected for consecutive terms. After the

Company publicly issues the shares, the percentage of shareholdings of all the directors shall be subject to the regulations of the competent authority in charge of securities affairs. The Company may purchase liability insurance policies to insure itself against possible claims that may arise as a result of directors' decisions. The number of directors mentioned above shall include no fewer than three independent directors that represent no less than one-fifth of the board. The professional qualification, shareholding, restrictions on concurrent employment, methods of nomination, and election and other matters for compliance for independent directors are subject to the requirements of the competent securities authority.

Article 13-1: The candidate nomination system is adopted for the election of directors in accordance with Article 192-1 of the Company Act. The process and announcement, etc. of the nomination of the candidates for directors are subject to the related provisions of the Company Act and the Securities and Exchange Act. Independent directors and directors shall be elected at the same time, and the elected seats shall be counted separately.

Article 13-2: The Company has an Audit Committee set up in accordance with Article 14-4 of the Securities and Exchange Act. The Audit Committee is responsible for exercising the supervisors' duties and powers specified in the Company Act, the Securities and Exchange Act, and any other relevant laws and regulations.

The Audit Committee shall be composed of the entire number of independent directors, including at least one member with accounting or financial expertise, and with one of them serving as the convener.

A resolution of the Audit Committee shall have the concurrence of one-half or more of all members.

The system of supervisors was abandoned on the same day of the establishment of the Audit Committee.

Article 14: The Board of Directors consists of directors. A Chairman shall be elected among the Board members at a Board meeting with the presence of more than two-thirds of the directors, and with the consent of a majority of the attending directors. The Chairman shall represent the Company externally while presiding at the shareholders' meetings and the Board meetings internally.

Article 15: Except for the first meeting of each term of the Board of Directors which shall be convened after the re-election by the director who received a ballot representing the largest number of votes at the election of directors, the Board meeting shall be called by the Chairman, with the reason for convention stated in the meeting notice that shall be given to all the directors no later than seven (7) days prior to the meeting. However, in the case of an emergency, a Board meeting may be convened at any time. The convention of a Board meeting as mentioned above may be effected with notice in writing or via fax or e-mail.

The meeting shall be chaired by the Chairman. If the Chairman is unable to perform his/her duty due to a leave of absence or any reasons, the Chairman will appoint

one of the directors to act on his/her behalf. If no one is appointed, the remaining directors shall appoint one among themselves to perform the Chairman's duties on his/her behalf.

Where a Board meeting is held in the form of a video conference, the directors attending the meeting through video conferencing shall be considered as attending the meeting in person.

Each director shall attend the Board meeting in person. A director who is unable to attend the meeting in person may appoint another director to attend the meeting on his/her behalf by issuing a written proxy with the scope of authority stated therein. Unless otherwise regulated by the Company Act, the resolutions of the Board of Directors may be adopted by a majority of the present directors at a meeting attended by more than half of all the directors.

Each director shall exercise his/her power and authority for the resolutions adopted by the Board meeting and the shareholders' meeting.

When the number of vacancies on the Board of Directors of the Company equals one-third of the total number of directors, the Board of Directors shall call, within 60 days, a shareholders' meeting to elect succeeding directors to fill the vacancies. The newly elected directors shall serve for the remaining term of office of the predecessors, except for in the case in which all the directors are re-elected.

Article 16: The Board of Directors is authorized to determine the remuneration for the Chairman and directors based on individual participation in and contribution to the Company's operations and with reference to the general level in the industry. The distribution of the directors' remuneration is specified in Article 19 of the Articles of Incorporation.

The Board of Directors is authorized to determine the travel allowance for all directors. The remuneration for independent directors shall be paid according to the typical level adopted by peer companies regardless of the operating profit and loss.

Chapter V Managerial Officers

Article 17: The Company shall employ a CEO and several executive officers; their appointment, dismissal, and remuneration shall be governed by Article 29 of the Company Act.

Chapter VI Accounting

Article 18: The Company's fiscal year starts on January 1 and ends on December 31 every year. At the end of each fiscal year, the Board of Directors shall prepare the (I) business report, (II) financial statements, (III) motions for earnings distribution or loss offset, submit them to the Audit Committee 30 days prior to the shareholders' meeting for approval, and further present them at the shareholders' meeting for ratification.

Article 19: Profits concluded by the Company in a fiscal year are subject to employee remuneration of 5%–12%, and director remuneration of no more than 3%. However, if the Company has an accumulated loss, an amount used to cover the loss shall be set aside first.

The employee remuneration as mentioned above may be paid in the form of shares or in cash to the employees of the Company's parents or subsidiaries who meet certain specific requirements. The director remuneration is distributed in cash.

Article 19-1: If the Company has a profit at the year's final accounting, it shall first pay taxes and make up any losses from past years, and then make a contribution of 10% of the balance to the statutory reserve. Special reserves may be set aside as per the relevant laws and regulations, and the remaining profit distributable (if any) may be added to undistributed earnings at the beginning of the period and shall be proposed for distribution by the Board of Directors. Where a proportion of the profit is to be reserved, the motion shall be submitted to the shareholders' meeting for resolution.

The Company's dividends, bonuses, statutory reserve, and capital reserve distributed in cash as per the preceding article, Paragraph 5, Article 240 and Paragraph 1, Article 241 of the Company Act are subject to the 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. Such distribution shall be reported to the shareholders' meeting.

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The 23rd amendment was made on June 9, 2015.
The 24th amendment was made on June 16, 2016.
The 25th amendment was made on June 16, 2017.
The 26th amendment was made on June 19, 2019.
The 27th amendment was made on June 23, 2022.
The 28th amendment was made on June 20, 2023.

[Appendix 4]

The Impact of stock dividend distribution on business, EPS, and shareholder return rate: Not applicable; no stock dividends distributed by the Company for the year.

[Appendix 5]

Additional Information to be Disclosed

I. Shareholders' proposals for this shareholders' meeting

Description: (I) According to Article 172-1 of the Company Act, the shareholders holding one percent or more of the total number of issued shares may submit a proposal for discussion at a regular shareholders' meeting to the Company. The number of proposals is limited to one only with 300 characters at maximum.

(II) The proposals of the shareholders to be submitted to the regular shareholders' meeting this year were accepted during the period from March 27, 2023 to April 6, 2023. They have been disclosed on the MOPS as required by law.

(III) The Company did not receive any proposals from shareholders.

[Appendix 6]

CviLux Corporation
Breakdown of Number of
Shares Held by Directors

The number of shares held by individual and all directors recorded on the shareholder register on April 22, 2023 (book closure date)

Unit: share; %

Title	Name	Date of election	Term	Shares Held at the Time of Election		Shareholding on the shareholder roster on the book closure date	
				Number of shares	Shareholding Ratio	Number of shares	Shareholding Ratio
Chairman	YANGTEK CORPORATION Rep.: Steve Yang	08.05.2021	3	5,442,149	6.89	6,593,000	8.35
Director	Chuan Kai Investment Co., Ltd. Rep.: Glen Chu	08.05.2021	3	1,969,091	2.49	1,954,824	2.48
Director	Alex Huang	08.05.2021	3	633,803	0.80	638,233	0.81
Director	Lawrence Yang	08.05.2021	3	1,266,568	1.60	691,849	0.88
Independent Director	Shuling Lin	08.05.2021	3	0	0	0	0
Independent Director	Yinchun Chuang	08.05.2021	3	0	0	0	0
Independent Director	Alan Yu	08.05.2021	3	0	0	0	0

Note: I. Total issued shares on August 5, 2021: 78,953,413 common shares.

II. Total issued shares on April 22, 2023 (book closure date): 78,953,413 common shares.

- (1) The minimum number of shares to be held by all directors as required by law was 6,316,273 shares. The total number of shares held by all directors recorded on the shareholder register as of the book closure date was 9,877,906 shares.
- (2) As the Company has set up the Audit Committee, the statutory minimum number of shares to be held by supervisors is not applicable.
- (3) The shareholding of all directors of the Company is compliant with the percentage required by the “Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies.”