

MPI Corporation

R.O.C. - 2022 Annual General Meeting

Meeting Handbook

Date and Time: June 15, 2022 (Wednesday), 10:00 a.m.

Location: 2F., No. 26, Taiyuan St., Zhubei City, Hsinchu County (Conference Hall, Tai Yuen Hi-Tech Industrial Park) (Physical General Meeting)

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MPI Corporation
2022 Annual General Meeting Procedures

- I. Announcement of Session
- II. Address of Chairman
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- V. Discussions
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MPI Corporation

2022 Annual General Meeting Agenda

Date and Time: June 15, 2022 (Wednesday), 10:00 a.m.

Address: 2F., No. 26, Taiyuan St., Zhubei City, Hsinchu County (Conference Hall, Tai Yuen Hi-Tech Industrial Park) (Physical Shareholders' Meeting)

Chairperson Remarks

I. Reports:

1. 2021 Business Report
2. 2021 Audit Committee's Examination Report on Financial Statements
3. Report on Distribution of 2021 Employees Compensation and Directors' Remuneration
4. Report on Cash Dividend Distribution From 2021 Earnings

II. Recognitions:

1. 2021 Business Report and Financial Statements
2. 2021 Earnings Distribution

III. Discussions:

1. Amendment to the "Articles of Incorporation" of the Company.
2. Amendment to the "Procedure for the Acquisitions or Dispositions of Assets" of the Company.
3. Amendments to the Company's "Parliamentary Rules for Shareholders' Meetings."

IV. Impromptu Motion

V. Adjournment of Meeting

I. Reports

1. 2021 Business Report

Explanation: Please kindly review the Company's 2021 Business Report, Financial Statements, and Prospective Development enclosed as Attachment I on Pages 6-8 of the Handbook.

2. 2021 Audit Committee's Examination Report on Financial Statements

Explanation: Please kindly review the Audit Committee's Examination Report on the Company's 2021 Financial Statements enclosed as Attachment II on Page 9 of the Handbook.

3. Report on Distribution of 2021 Employees Compensation and Directors' Remuneration

Explanation: According to Article XIX of the Company's Articles of Incorporation, where there are earnings before tax in any fiscal year, 0.1%-15% thereof shall be appropriated as remuneration to employees and no more than 3% thereof as remuneration to directors. The earnings before tax, excluding the remuneration to employees and directors, were NT\$883,916,987 in 2021. The Company plans to appropriate NT\$71,048,000 as the remuneration to employees and NT\$17,761,896 as the remuneration to directors. All will be distributed in cash.

4. Report on 2021 Distribution of Cash Dividends From Earnings

Explanation:

- (I) According to Article XIX of the Articles of Incorporation, the Company shall authorize the Board of Directors to resolve to distribute the dividend and bonus, in whole or in part in cash, and report the same to a shareholders' meeting.
- (II) The bonus amounting to NT\$376,313,520 was allocated to shareholders at NT\$4 per share in cash. The amount of cash dividends will be truncated to the nearest dollar. Fractional amounts of less than NT\$1 will be summed up and allocated based on the size of decimals in descending order until the total amount of cash dividend is allocated.
- (III) The motion 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 being affected, the Chairman shall be authorized to deal with it with full power.

II. Recognitions

Agenda 1

【Proposed by the Board】

Subject: Proposal for the ratification of the Company's 2021 Business Report and Financial

Statements.

Explanation:

- (I) The Board of Directors has prepared the Company's 2021 Business Report and Standalone Financial Statements (including the Consolidated Financial Statements), among which the Standalone Financial Statements (including the Consolidated Financial Statement) have been audited by external auditors Chen Chih-Ling and Chen Yi-Ling, CPAs of Nexia Sun Rise CPAs & Co., who have submitted an Audit Report with an unqualified opinion. These reports and statements have been examined by the Audit Committee. Please refer to Attachments III and IV on Pages 10-31 of the Handbook.
 - (II) This agenda was approved by the Board of Directors in the 2nd Board meeting of 2022.
- Resolution:

Agenda 2

【Proposed by the Board】

Subject: Proposal for the ratification of the 2021 Earnings Distribution Plan.

Explanation:

- (I) The Company recorded the profit after tax for the year 2021 amounting to NT\$693,850,480. Enclosed therein is the proposed earnings distribution plan. For further information, please refer to Attachment V on Page 32 of the Handbook.
- (II) In consideration of the future business development, the Company plans to allocate NT\$376,313,520 from distributable earnings of 2021 as cash dividends. Based on the 94,078,380 shares outstanding on the day of the Board meeting, a tentative NT\$4 earnings per share to be distribution in cash was set.
- (III) In the event that the total quantity of the Company's outstanding shares is affected due to any changes of the Company's capital stock and thereby the dividends to shareholders are being changed, the Board of Directors shall be authorized to deal with it with full power.
- (IV) This agenda was approved by the Board of Directors in the 2nd Board meeting of 2022.

Resolution:

III. Discussions

Agenda 1:

【Proposed by the Board】

Subject: Proposal for the discussion of the amendments to the Company's "Articles of Incorporation".

Explanation:

- (I) Pursuant to Article 172-2 of the Company Act, a Shareholders' Meeting may be held by means of visual communication network, so it is proposed to amend part of the Company's "Articles of Incorporation".
- (II) Please refer to Attachment VI on Page 33 of this handbook for the Comparison Table

of the “Articles of Incorporation” Before and After Amendments.

(III) This agenda was approved by the Board of Directors in the 2nd Board meeting of 2022.

Resolution:

Agenda 2: **【Proposed by the Board】**

Subject: Proposal for the discussion of the amendment to the Company’s “Procedures for Acquisition or Disposal of Assets”

Explanation:

- (I) In accordance with the provision of the ruling letter Jin-Guan-Zheng-Fa-Zi No. 1110380465 issued by the Financial Supervisory Commission on January 28, 2022, it is proposed to amend the Company’s “Procedures for Acquisition or Disposal of Assets”.
 - (II) Please refer to Attachment VII on Pages 34-41 of this Handbook for the Comparison Table of the “Procedures for Acquisition or Disposal of Assets” Before and After Amendments.
 - (III) This agenda was approved by the Board of Directors in the 2nd Board meeting of 2022.
- Resolution:

Agenda 3: **【Proposed by the Board】**

Subject: Proposal for the discussion of the amendment to the Company’s “Parliamentary Rules for Shareholders’ Meetings.”

Explanation:

- (I) It is proposed to amend the Company’s “Parliamentary Rules for Shareholders’ Meetings” pursuant to the provisions in Zhen-Guei-Jian-Zi No. 11100543771 on March 11, 2022.
 - (II) Please refer to Attachment VIII on Pages 42-51 of the Handbook for the Comparison Table of the “Parliamentary Rules for Shareholders’ Meetings” Before and After Amendments.
 - (III) This agenda was approved by the Board of Directors in the 2nd Board meeting of 2022.
- Resolution:

IV. Impromptu Motion

V. Adjournment of Meeting

MPI Corporation Business Report

I. 2021 Operating Results

(I) Business Plan and Result

In FY 2021, the Group generated a net consolidated operating revenue amounting to NT\$6.509 billion, increased by 9.84% compared to NT\$5.926 billion in 2020. The earnings for the year 2021 amounted to NT\$694 million, a slight decrease of 2.89% from NT\$714 million in 2020 due to effect of the foreign exchange rate, with the earnings after tax per share of NT\$7.44.

According to a survey made by the Semi-conductor Research Institution, the global semi-conductor industry's output was US\$550.9 billion in 2021, growing by 25% from that of 2020. The Research Institution has further forecast the output of semi-conductor industry in 2022 to reach a new height at US\$606.5 billion with a 10% increase in comparison to 2021.

The ongoing pandemic of COVID-19 has changed the working pattern and led the demand for 5G and AI high performance computing, and in turn, chip shortage has become one of the vital issues to be solved in the semi-conductor industry. Due to the impact of the pandemic, the demands for laptops, tablets, desktops for working-from-home and office equipment replacement remain high. In addition, as the improvement of 5G communication on mobile devices, the demands for mobile RFs and power amplifiers have simultaneously doubled. In terms of automobiles, as automobile makers continue to improve auto-pilot functions and roll out more AI functions to improve driving safety, demands for Advanced Driver Assistance Systems (ADAS), Auto Pilot, and Automotive High Performance Computing have all recorded high compound annual growth rate. The shortage of semi-conductor capacity was also attributed to the constant increase of orders from IT, consumer electronics, and other emerging applications.

As the demand for chips grows, the increase in the production capacity of advanced semi-conductor processes and high-end probing is likely to bring about the demand for high-end probe cards and other high-end probing. With our leadership in the global probe card industry, MPI Corporation is committed to R&D and seeks continuous improvement in its products and technologies to cope with the demand for more challenging probing. In the field of probe cards, MPI Corporation continues to improve the completeness of its product portfolio aiming to provide the best probing solution to its customers. Accompanied by its advantage in products and services, the sales of self-made equipment for photoelectric and semi-conductor engineering and temperature testing is also expected to rise with the economy.

(II) Revenue and profitability analysis

Unit: NTD thousands

Item		Year	2020	2021	Change (%)	
Revenue	Net Sales		5,925,601	6,508,725	9.84%	
	Gross profit		2,585,565	2,743,416	6.11%	
	Profit or loss after tax		714,482	693,851	(2.89)%	
Profitability	ROA (%)		8.48	7.44	(12.26)%	
	ROE (%)		14.24	11.89	(16.50)%	
	Operating Income to Paid-in capital ratio (%)		93.40	85.85	(8.08)%	
	EBT to Paid-in capital ratio (%)		91.74	88.09	(3.98)%	
	Net profit margin (%)		12.05	10.69	(11.29)%	
	EPS (NT\$)	before retroactive adjustment		8.41	7.44	(11.53)%
		after retroactive adjustment		8.41	7.44	(11.53)%

(III) Research and development

Research and development findings in 2021 include:

1. Wafer probe card:
 - A. The Company continues to develop vertical type MEMS probe cards to meet the need for low-contact force and high-pin-count technology of wafer fabrication.
 - B. To meet the technology requirements for high-speed transmission of smart devices, we constantly develop probing technology with high-speed probe cards to meet the need of high-speed transmission.
 - C. We also develop a series of probes with pitch ranging from 40um to 130um to be applied in various tests for microelectronic packaging.
2. Photoelectric precision automated equipment:
 - A. 8-inch Micro LED wafer level multi-probing decentralized photoelectric test system.
 - B. Nanosecond pulsed wafer level test system for high-performance laser diode and VCSEL.
3. Semi-conductor component temperature testing series:

Develop the tailored high-temperature/low-temperature testing systems based on customers' production volume, experiments, and various ranges of test temperature.
4. Semi-conductor Engineering Testing Machine Series:

We successfully launched the R&D of silicon photonics measurement equipment and fully automatic high-temperature/low-temperature testing product series.

II. Summary of 2022 Business Plan

(I) Operational guidelines

Technology is essential to maintain competitiveness. In light of the development of the microelectronic industry and technology requirements in the future, MPI Corporation upholds its core philosophy to assist its clients in enhancing competitiveness and undertakes the following strategic planning and commits its efforts to sustain its competitive advantage:

1. To satisfy the needs for application of high-rank IC scaling, we continue to develop wafer level fine-pitch testing technology.
2. In response to the application demand of high performance computing, we continue to develop high current withstanding probe cards.
3. To meet the technology requirements for high-speed transmission of smart devices, we constantly develop probe cards with higher speeds.
4. In response to the demand for high DUT counts, we continue to develop probe cards with high pin counts and large coverage.
5. We keep optimizing the multi-layer organic substrate process technology corresponding to the technical demand for higher specification applications in the future and strengthen the competitiveness of probe card products.
6. For the photonics automation industry, we are aimed at four industrial fields of optical communication, sensing & LiDar, micro display, and LED to offer automated equipment with high optical, mechanical, and electrical integration for measurement, sorting, and optical inspection. By deeply cooperating with leading customers of international technology, we continue to provide high value-added Turnkey solutions for the photoelectric industry as our main development goal.
7. In the field of environmental tests of semiconductor and fiber optics communication components, we are aiming to improve customers' competitiveness in both mass production and laboratory temperature testing by continually developing and designing various series of products that match appropriately to a variety of applications.
8. In the application field of semiconductor engineering testing, we keep developing more convenient and efficient functions and modules and expand the areas of application with our core technology of high-frequency measurement.

(II) Key production and sales policies

Facing the rising demand of power semiconductors driven by smart living, contactless economy, electronic vehicles and carbon reduction, and the emerging application market of the metaverse, multi-sense, online merging of offline and smart human-computer interaction, the Company pays close attention on the development trends of emerging technology and sets technical blueprints in order to precisely allocate resources to the development of new products and hence expands business. We also constantly improve our supporting capability of foreign operations with the goal providing our customers comprehensive technical support in a faster and more precise manner, thereby increasing our market share.

The Company will uphold our core philosophy of assisting our customers to upgrade their competitiveness and thereby position the Company as technology partners

of our customers. The Company's main production and sales policy is also focused on customers' future demand, joint development of the most suitable products and provision of in-time technical services. Therefore, the Company will offer the best solutions for its customers.

III. The development strategy of the future

- (I) Based on the five major technical areas including probers, sorting, photoelectric testing, imaging detection and automated equipment, we provide complete testing application solutions to meet the need for mass production of new leading products of the photoelectric and semiconductor industries.
- (II) In the application field of semiconductor engineering testing, we continue to develop more competitive products via the core technology of micro-signal, high-frequency, high-power and high-temperature/low-temperature measurement with the consideration of ease of use.
- (III) With the core technology of temperature control, we continue to expand the environmental temperature testing market in the fields of semiconductor and fiber optics communication components. In the future, we will introduce this technology to the applications of component temperature testing.
- (IV) In response to the user-end demand for higher performance computing, faster response, various functions and power saving, and the emerging market of intelligent technology applications, we are developing high-current-withstanding, fast-transmission, fine-pitch probe cards as well as high-pin-count and low-pin-pressure probe cards to upgrade efficiency to fulfill customers' needs and ensure our competitiveness.

IV. The effect of the external competitive, legal, and macroeconomic environment

Since the beginning of the COVID-19 pandemic, the global demand for semiconductor chips has continued to rise following the change of life style in the pandemic and hence caused the global shortage of chips in recent years. Under such a circumstance, additional investments in the production and R&D of semiconductors are being made by many European countries, the U.S., and adjacent Asian countries in assurance of economic security. The increase in the production capacity of advanced semi-conductor processes globally is likely to bring about increasing demand for high-end probing. MPI Corporation, as a member of global advanced semi-conductor process supply chain and a leading supplier in the field of probing cards, will continue to pursue technical excellence and industrial talent development in the expectation of acknowledgment from international customers, and further maximize investment value for our shareholders.

Ladies and gentlemen

We would like to give you our best regards for the future ahead.

Chairman: Ko, Chang-Lin

President: Scott Kuo

Chief Accountant: Rose Jao

MPI Corporation
Audit Committee's Review Report

The Company's 2021 Standalone Financial Statements and Consolidated Financial Statements submitted by the Board of Directors have been audited by Chen Chih-Ling and Chen Yi-Ling, CPAs of Nexia Sun Rise CPAs & Co, who believe that the statements should be sufficient to present a fair view of the financial status, operating results, and cash flow of the Company. We, the Audit Committee, also reviewed the Business Report and motions for earnings allocation submitted together with the Financial Statements. We hereby recognize said report and statements after conducting an audit on them pursuant to Article 219 of the Company Act and Article 14-4 of the Securities and Exchange Act.

To:
MPI Corporation 2022 Annual General Meeting

MPI Corporation

Convener of Audit Committee: Hsu, Mei-Fang

March 24, 2022

Independent Accountants' Audit Report

The Board of Directors and Shareholders

MPI Corporation

Opinion

We have audited the accompanying financial statements of MPI CORPORATION (the "Company"), which comprise the balance sheets as of December 31, 2021 and 2020 and the statements of comprehensive income, changes in equity and cash flows for the years then ended, and the 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, 2021 and 2020, 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 auditing standards generally accepted in the Republic of China. Our responsibilities under those standards are further described in the Accountants' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. Based on our audits and the reports of other accountants, we believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the year ended December 31, 2021. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matters on the financial statements for the year ended December 31, 2021 were as follows:

1. Revenue Recognition

Matter Description

Regarding the accounting policy of revenue recognition, please refer to (26) of Note 4 of the Individual Financial Statements. Regarding relevant disclosure, please refer to (18) of Note 6.

Sales revenue is the major index for investors and the management to evaluate the finance or performance of MPI Corporation. As the point in time for revenue recognition and the amount of

recognized revenue can make a big difference on the financial statements, the CPA(s) has also reviewed the accuracy of these two key factors during the audit.

Audit Procedures in Response

The CPA(s) has implemented audit procedures in response as summarized below:

- (1) Understood and tested the design and implementation efficiency of sales and receiving circulation control system.
- (2) Understood the major revenue type and trading terms of MPI Corporation to assess if the accounting policy of point in time for revenue recognition is appropriate.
- (3) Understood the product type and sales of the top 10 customers; sampled and reviewed the orders; assessed the influence of trading terms to revenue recognition; and confirmed if MPI Corporation has handled accounting relevant activities appropriately.
- (4) Evaluated if the number of days for turning over the sales revenue and payables; and analyzed changes to customers of this and last year at the same time point to see if there is any abnormality.
- (5) Implemented the detail test, where transactions of sales revenue before and after the financial statements within a specified period have been sampled to carry out the cut-off test and verify relevant certificates. Changes to the inventory in account books and transferred sales costs have been recorded during an appropriate period of period to evaluate the correctness of the period of recognizing the revenue, ensure if there is any abnormal revenue journal voucher, and understand if there is any grave refund or return after the period.

2. Inventory Valuation

Matter Description

Regarding the accounting policy of inventory valuation, please refer to (15) of Note 4 of Individual Financial Statements. Regarding significant accounting judgments, estimations, and assumptions of inventory valuation, please refer to Note 5 of Individual Financial Statements. Regarding descriptions of inventory accounting items, please refer to (5) of Note 6 of Individual Financial Statements. The Company recognize inventories amounting to NT\$2,806,104 thousand and Allowance for inventories amounting to NT\$381,389 thousand. The book value of the Company's inventories as December 31, 2021 was NT\$2,424,715 thousand and accounted 25% of the total assets in the parent company only balance sheet.

MPI Corporation mainly engages in the manufacturing and sales of semiconductor production and testing equipment. Due to rapid technological changes, short life cycle and intense market competition of electronic products, there is a high tendency for inventory valuation loss and losses caused by outdated inventory. The inventory is evaluated by either the cost or net realizable value, depending on which one has the lower value. Inventories that exceed specific inventory age or are evaluated as outdated during individual assessment shall have the inventory loss evaluation conducted also based on the inventory age and future product demand during specific period of time. The information comes from the management's judgement on each product's net realizable value based on the inventory sales, age and quality conditions. As the amount of MPI Corporation's inventory is great; a number of items

are included on the inventory list; and the valuation of inventories that have exceeded specific age or are outdated relies heavily on the management's subjective judgement and involves a high degree of uncertainty, the Account(s) believes that the inventory valuation and obsolescence loss is one of the key audit matters of the year.

Audit Procedures in Response

The CPA(s) has implemented the audit procedures in response as summarized below:

- (1) With the CPA's knowledge of the industry and MPI Corporation's operations, evaluated the soundness of the Corporation's policies concerning the allowance for inventory valuation loss and doubtful debts.
- (2) Understood MPI Corporation's inventory management procedures, reviewed its annual inventory plan, and participated in its annual inventory check to evaluate the management's judgement and control efficiency of outdated inventories.
- (3) Acquired the list of product inventory age, verified the appropriateness of reporting system logic, and confirmed the consistency of report information and adopted policies.
- (4) Evaluated the appropriateness of the methods of calculating inventory valuation impairment, including deciding the inventory classification based on the net realizable value, checking individual material number to verify the basic assumption of the calculation in relevant supporting document, and verify the accuracy of calculation.

Other Matter-Making Reference to the Audits of Component Auditors

As stated in the individual financial statements (6) of Note 6 , Certain investments, which were accounted for under the equity method based on the financial statements of the investees, were audited by other independent accountants. Respectively, the related shares of investment income from the subsidiaries amounted to NT\$(66,487) thousand and NT\$(51,422) thousand. Insofar as it related to the investments accounted for under the equity method balances of NT\$92,892 thousand and NT\$(121,101) thousand as of December 31, 2021 and December 31, 2020.

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

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and for such internal control as management determines is necessary to enable the preparation of 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 audit committee, are responsible for overseeing the Company's financial reporting process.

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

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

1. Identify and 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 accountants' 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 accountants' 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 entities or business activities within the Company 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 for the year ended December 31, 2021 and are therefore the key audit matters. We describe these matters in our accountants' 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.

NEXIA Sun Rise CPAs & Company

Taipei, Taiwan, Republic of China

March 24, 2022

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

For the convenience of readers, the independent accountants' report and the accompanying financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. If there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language independent accountants' report and financial statements shall prevail.

MPI CORPORATION
BALANCE SHEETS (ASSETS)
DECEMBER 31, 2021 AND 2020

(All amounts are expressed in thousands of New Taiwan Dollars unless otherwise stated)

ASSETS	Note	December 31, 2021		December 31, 2020	
		Amounts	%	Amounts	%
CURRENT ASSETS					
Cash and cash equivalents	6(1)	\$ 657,007	7	\$ 694,707	8
Financial assets at fair value through profit or loss – current	6(14)	68	-	1,289	-
Accounts receivable, net	6(4)	607,289	6	662,096	8
Accounts receivable -related parties, net	6(4).7	911,176	10	635,233	7
Other receivables		11,394	-	13,149	-
Other receivables -related parties	7	36,877	-	38,353	-
Inventories, net	6(5)	2,424,715	25	2,316,742	26
Prepayments		43,262	1	40,033	1
Other current assets	8	252	-	4,522	-
Total Current Assets		<u>4,692,040</u>	<u>49</u>	<u>4,406,124</u>	<u>50</u>
NONCURRENT ASSETS					
Financial assets at fair value through other comprehensive income – noncurrent	6(2)	166,460	2	-	-
Investments accounted for using equity method	6(6)	956,974	10	858,811	10
Property, plant and equipment	6(7).7.8	3,315,712	35	3,060,758	35
Right-of-use assets	6(8)	114,654	1	74,655	1
Intangible assets	6(9)	19,943	-	42,320	-
Deferred income tax assets	6(20)	118,926	1	101,923	1
Other noncurrent assets	6(10)	169,845	2	233,484	3
Total Noncurrent Assets		<u>4,862,514</u>	<u>51</u>	<u>4,371,951</u>	<u>50</u>
TOTAL ASSETS		<u>\$ 9,554,554</u>	<u>100</u>	<u>\$ 8,778,075</u>	<u>100</u>

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

MPI CORPORATION
BALANCE SHEETS (LIABILITIES AND EQUITY)
DECEMBER 31, 2021 AND 2020

(All amounts are expressed in thousands of New Taiwan Dollars unless otherwise stated)

LIABILITIES AND EQUITY	Note	December 31, 2021		December 31, 2020	
		Amounts	%	Amounts	%
CURRENT LIABILITIES					
Short-term loans	6(11)	\$ 100,000	1	\$ -	-
Contract liabilities – current	6(18).7	573,317	6	483,573	6
Accounts payable		531,016	6	479,051	5
Accounts payable-related parties	7	10,831	-	2,320	-
Payables on equipment		59,870	1	133,660	2
Other payables	6(12)	779,209	8	730,776	8
Other payables-related parties	7	23,881	-	13,506	-
Income tax payable		115,673	1	103,513	1
Provisions-current	6(13)	11,955	-	10,493	-
Lease liabilities – current	6(8)	39,049	1	34,214	-
Corporate bonds payable – current portion	6(14)	9,536	-	135,576	2
Current portion of long-term liabilities	6(15)	6,978	-	-	-
Other current liabilities		<u>14,817</u>	<u>-</u>	<u>12,939</u>	<u>-</u>
Total Current Liabilities		<u>2,276,132</u>	<u>24</u>	<u>2,139,621</u>	<u>24</u>
NONCURRENT LIABILITIES					
Long-term loans	6(15)	1,127,902	12	763,797	9
Provisions-noncurrent	6(13)	2,684	-	-	-
Deferred income tax liabilities	6(20)	10,292	-	10,062	-
Lease liabilities – noncurrent	6(8)	76,530	1	41,315	1
Accrued pension cost	6(16)	21,343	-	15,276	-
Credit balance of investments account for using equity method	6(5)	-	-	167,963	2
Other noncurrent liabilities		<u>1,356</u>	<u>-</u>	<u>96</u>	<u>-</u>
Total Noncurrent Liabilities		<u>1,240,107</u>	<u>13</u>	<u>998,509</u>	<u>12</u>
TOTAL LIABILITIES		<u>3,516,239</u>	<u>37</u>	<u>3,138,130</u>	<u>36</u>
EQUITY					
6(17)					
EQUITY ATTRIBUTABLE TO SHAREHOLDERS OF THE PARENT					
Capital common stock		940,738	10	920,802	10
Capital surplus		1,736,500	18	1,630,283	19
Retained earnings					
Appropriated as legal capital reserve		710,848	7	639,975	7
Special reserve		79,234	1	68,477	1
Unappropriated earnings		<u>2,651,200</u>	<u>28</u>	<u>2,459,642</u>	<u>28</u>
Total Retained Earnings		<u>3,441,282</u>	<u>36</u>	<u>3,168,094</u>	<u>36</u>
Other					
Foreign currency translation adjustments		(78,665)	(1)	(79,234)	(1)
Unrealized gain(loss) on valuation of financial assets at fair value through other comprehensive income	6(2)	(1,540)	-	-	-
Total others		<u>(80,205)</u>	<u>(1)</u>	<u>(79,234)</u>	<u>(1)</u>
TOTAL EQUITY		<u>6,038,315</u>	<u>63</u>	<u>5,639,945</u>	<u>64</u>
TOTAL LIABILITIES AND EQUITY		<u>\$ 9,554,554</u>	<u>100</u>	<u>\$ 8,778,075</u>	<u>100</u>

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

MPI CORPORATION
STATEMENTS OF COMPREHENSIVE INCOME
From January 1 to December 31, 2021 and 2020

(All amounts are expressed in thousands of New Taiwan Dollars unless otherwise stated)

Items	Note	January 1 ~ December 31,2021		January 1 ~ December 31,2020	
		Amounts	%	Amounts	%
OPERATING REVENUE, NET	6(18).7				
Sales revenue		\$ 5,566,991	100	\$ 5,173,327	100
Less: sales returns		(7,530)	-	(2,833)	-
sales discounts and allowances		(475)	-	(1,805)	-
Operating Revenue, net		5,558,986	100	5,168,689	100
OPERATING COSTS	6(5).7	(3,301,503)	(59)	(2,963,717)	(57)
GROSS PROFIT		2,257,483	41	2,204,972	43
Unrealized Gross profit on sales to subsidiaries and associates		(20,534)	-	(40,007)	(1)
Realized Gross profit on sales to subsidiaries and associates		19,064	-	53,643	1
GROSS PROFIT, NET		2,256,013	41	2,218,608	43
OPERATING EXPENSES	7				
Selling expenses		(492,924)	(9)	(459,950)	(9)
General & administrative expenses		(327,454)	(6)	(307,497)	(6)
Research and development expenses	6(9)	(722,154)	(13)	(671,942)	(13)
Expected Credit (loss) gains	6(4)	3,999	-	8,578	-
Operating expense, net		(1,538,533)	(28)	(1,430,811)	(28)
OPERATING INCOME		717,480	13	787,797	15
NON-OPERATING INCOME AND EXPENSES					
Other gains and losses	6(19)	(18,256)	-	(58,275)	(1)
Finance costs	6(19)	(5,402)	-	(14,261)	-
Share of profits of subsidiaries and associates	6(6)	11,452	-	31,908	1
Interest income	6(19)	682	-	607	-
Rent income	6(8)	14,783	-	13,316	-
Other non-operating revenue-other items		74,369	1	66,828	1
Total Non-operating Income		77,628	1	40,123	1
INCOME BEFORE INCOME TAX		795,108	14	827,920	16
INCOME TAX BENEFIT(EXPENSE)	6(20)	(101,257)	(2)	(113,438)	(2)
NET INCOME		693,851	12	714,482	14
OTHER COMPREHENSIVE INCOME (LOSS)					
Items that are not to be reclassified to profit or loss					
Re-measurements from defined benefit plans		(9,902)	-	(5,510)	-
Unrealized gain(loss) on valuation of equity instruments at fair value through other comprehensive income	6(2)	(1,540)	-	-	-
Share of remeasurements of defined benefit plans of subsidiaries and associates		4,955	-	(250)	-
Items that may be reclassified subsequently to profit or loss					
Exchange differences arising on translation of foreign operations		569	-	(10,757)	-
Other comprehensive income for the year, net of income tax		(5,918)	-	(16,517)	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		\$ 687,933	12	\$ 697,965	14
EARNINGS PER COMMON SHARE(NTD)	6(21)				
Basic earnings per share		\$ 7.44		\$ 8.41	
Diluted earnings per share		\$ 7.38		\$ 8.14	

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

MPI CORPORATION
STATEMENTS OF CHANGES IN EQUITY
From January 1 to December 31 ,2021 and 2020

(All amounts are expressed in thousands of New Taiwan Dollars unless otherwise stated)

Items	Capital-		Retained Earnings			Others		Total Equity
	Common Stock	Capital Surplus	Legal Capital Reserve	Special Capital Reserve	Unappropriated Earnings	Foreign Currency Translation Reserve	Unrealised gains(losses) from investments in equity instruments measured at fair value through other comprehensive income	
BALANCE,JANUARY,1,2020	\$ 799,587	\$ 980,325	\$ 596,549	\$ 54,229	\$ 2,008,491	\$ (68,477)	\$ -	\$ 4,370,704
Legal capital reserve			43,426		(43,426)			-
Special capital reserve				14,248	(14,248)			-
Cash Dividends of Common Stock					(199,897)			(199,897)
Capital Reserve From Stock Warrants		707,291						707,291
Other changes in capital surplus		(57,333)						(57,333)
Net Income in 2020					714,482			714,482
Other comprehensive income in 2020, net of income tax					(5,760)	(10,757)	-	(16,517)
Total comprehensive income in 2020	-	-	-	-	708,722	(10,757)	-	697,965
Convertible Bonds Transferred To Common Stock	121,215				-			121,215
BALANCE,DECEMBER,31,2020	\$ 920,802	\$ 1,630,283	\$ 639,975	\$ 68,477	\$ 2,459,642	\$ (79,234)	\$ -	\$ 5,639,945
BALANCE,JANUARY,1,2021	\$ 920,802	\$ 1,630,283	\$ 639,975	\$ 68,477	\$ 2,459,642	\$ (79,234)	\$ -	\$ 5,639,945
Legal capital reserve			70,873		(70,873)			-
Special reserve				10,757	(10,757)			-
Cash Dividends of Common Stock					(415,716)			(415,716)
Capital Reserve From Stock Warrants		115,466						115,466
Other changes in capital surplus		(9,249)						(9,249)
Net Income in 2021					693,851			693,851
Other comprehensive income in 2021, net of income tax					(4,947)	569	(1,540)	(5,918)
Total comprehensive income in 2021	-	-	-	-	688,904	569	(1,540)	687,933
Convertible Bonds Transferred To Common Stock	19,936	-						19,936
BALANCE,DECEMBER,31,2021	\$ 940,738	\$ 1,736,500	\$ 710,848	\$ 79,234	\$ 2,651,200	\$ (78,665)	\$ (1,540)	\$ 6,038,315

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

MPI CORPORATION
STATEMENTS OF CASH FLOWS

From January 1 to December 31, 2021 and 2020

(All amounts are expressed in thousands of New Taiwan Dollars unless otherwise stated)

Items	Jan 1 ~ Dec 31, 2021	Jan 1 ~ Dec 31, 2020
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax	\$ 795,108	\$ 827,920
Adjustments to reconcile net income to net		
Depreciation	355,705	378,110
Amortization	52,875	53,697
Expected credit loss(gain)	(3,999)	(8,578)
Gains on Financial Assets (Liabilities) at Fair Value through Profit or Loss	241	(7,855)
Interest expense	5,402	14,261
Interest revenue	(682)	(607)
Loss (gain) on equity-method investments	(11,452)	(31,908)
(Gain) loss on disposal of property, plant and equipment	9,467	(304)
Unrealized gross profit on sales to subsidiaries and associates	20,534	40,007
Realized gross profit on sales to subsidiaries and associates	(19,064)	(53,643)
Adjustments-(Gain) loss on lease modification	(169)	(173)
Rent concessions	(479)	-
Net changes in operating assets and liabilities		
Net changes in operating assets		
Decrease (Increase) in accounts receivable	58,806	276,601
Decrease (Increase) in accounts receivable-related parties	(275,944)	(175,780)
Decrease (Increase) in other receivables	1,762	(11,896)
Decrease (Increase) in other receivables-related parties	1,476	18,894
Decrease (Increase) in inventories	(107,973)	(186,547)
Decrease (Increase) in prepayments	(3,229)	7,370
Decrease (Increase) in other current assets	123	1,070
Net changes in operating liabilities		
(Decrease) Increase in contract liabilities	89,744	(144,850)
(Decrease) Increase in accounts payable	51,965	134,886
(Decrease) Increase in accounts payable-related parties	8,511	(1,523)
(Decrease) Increase in other accounts payable	48,318	93,348
(Decrease) Increase in other accounts payable-related parties	8,504	(8,959)
(Decrease) Increase in provision of liabilities	4,146	3,921
(Decrease) Increase in other current liabilities	1,879	(537)
Decrease(Increase) in accrued pension cost	(3,834)	(19,559)
Cash generated from operations	1,087,741	1,197,366
Interest received	674	607
Cash dividends received	32,851	27,349
Interest (excluding capitalization of interest)	(2,670)	(2,109)
Cash dividends	(415,716)	(199,897)
Income taxes paid	(105,870)	(48,900)
Net cash Provided By Operating Activities	<u>597,010</u>	<u>974,416</u>

(Continue)

MPI CORPORATION
STATEMENTS OF CASH FLOWS
From January 1 to December 31, 2021 and 2020
(All amounts are expressed in thousands of New Taiwan Dollars unless otherwise stated)

Items	Jan 1 ~ Dec 31, 2021	Jan 1 ~ Dec 31, 2020
CASH FLOWS FROM INVESTING ACTIVITIES		
Addition of Financial assets accounted for air value through other comprehensive income	(168,000)	-
Addition of investments accounted for using equity method	(283,471)	-
Additions to property, plant and equipment	(647,249)	(543,246)
Proceeds from sale of property, plant and equipment	4,775	1,298
Intangible assets	(18,249)	(48,345)
Increase in other financial assets	-	(694)
Decrease in other financial assets	903	-
Increase in other non-current assets	-	(146,517)
Decrease in other non-current assets	54,634	-
Net cash Provided Used In Investing Activities	(1,056,657)	(737,504)
CASH FLOWS FROM FINANCING ACTIVITIES		
Decrease in short-term loans	100,000	(500,000)
Increase in long-term loans	371,083	621,589
Decrease in Guarantee Deposits Received	1,260	(1)
Repayments of lease principal	(50,396)	(61,519)
Net cash (Used In) Financing Activities	421,947	60,069
Net increase in cash and cash equivalents	(37,700)	296,981
Cash and cash equivalents at beginning of year	694,707	397,726
Cash and cash equivalents at end of year	\$ 657,007	\$ 694,707

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

Independent Auditor’s Audit Report

The Board of Directors and Shareholders

MPI Corporation

Opinion

We have audited the accompanying consolidated financial statements of **MPI CORPORATION** (the “Company”) and its subsidiaries (collectively referred to as the “Group”), which comprise the consolidated balance sheets as of December 31, 2021 and 2020, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and the 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, 2021 and 2020, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (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 auditing standards generally accepted in the Republic of China. Our responsibilities under those standards are further described in the Auditors’ Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended December

31, 2021. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matters on the consolidated financial statements for the year ended December 31, 2021 were as follows:

I. Revenue Recognition

Matter Description

Regarding the accounting policy of revenue recognition, please refer to (27) of Note 4 of the Consolidated Financial Statements. Regarding relevant disclosure, please refer to (17) of Note 6.

Sales revenue is the major index for investors and the management to evaluate the finance or performance of MPI Group. As the point in time for revenue recognition and the amount of recognized revenue can make a big difference on the financial statements, the CPA(s) has also reviewed the accuracy of these two key factors during the audit.

Audit Procedures in Response

The CPA(s) has implemented audit procedures in response as summarized below:

- (1) Understood and tested the design and implementation efficiency of sales and receiving circulation control system.
- (2) Understood the major revenue type and trading terms of MPI Group to assess if the accounting policy of point in time for revenue recognition is appropriate.
- (3) Understood the product type and sales of the top 10 customers; sampled and reviewed the orders; assessed the influence of trading terms to revenue recognition; and confirmed if MPI Group has handled accounting relevant activities appropriately.
- (4) Evaluated if the number of days for turning over the sales revenue and payables; and analyzed changes to customers of this and last year at the same time point to see if there is any abnormality.
- (5) Implemented the detail test, where transactions of sales revenue before and after the financial statements within a specified period have been sampled to carry out the cut-off test and verify relevant certificates. Changes to the inventory in account books and transferred sales costs have

been recorded during an appropriate period of period to evaluate the correctness of the period of recognizing the revenue, ensure if there is any abnormal revenue journal voucher, and understand if there is any grave refund or return after the period.

2. Inventory Valuation

Matter Description

Regarding the accounting policy of inventory valuation, please refer to (17) of Note 4 of Consolidated Financial Statements. Regarding significant accounting judgments, estimations, and assumptions of inventory valuation, please refer to Note 5 of Individual Financial Statements.

Regarding descriptions of inventory accounting items, please refer to (5) of Note 6 of Individual Financial Statements. The Group recognize inventories amounting to NT\$2,966,555 thousand and Allowance for inventories amounting to NT\$391,959 thousand. The book value of the Group's inventories as December 31, 2021 was NT\$2,574,596 thousand and accounted 26% of the total assets in the consolidated balance sheet.

MPI Group mainly engages in the manufacturing and sales of semiconductor production and testing equipment. Due to rapid technological changes, short life cycle and intense market competition of electronic products, there is a high tendency for inventory valuation loss and losses caused by outdated inventory. The inventory is evaluated by either the cost or net realizable value, depending on which one has the lower value. Inventories that exceed specific inventory age or are evaluated as outdated during individual assessment shall have the inventory loss evaluation conducted also based on the inventory age and future product demand during specific period of time. The information comes from the management's judgment on each product's net realizable value based on the inventory sales, age and quality conditions. As the amount of MPI Corporation's inventory is great; a number of items are included on the inventory list; and the valuation of inventories that have exceeded specific age or are outdated relies heavily on the management's subjective judgement and involves a high degree of uncertainty, the Account(s) believes that the inventory valuation and obsolescence loss is one of the key audit matters of the year.

Audit Procedures in Response

The CPA(s) has implemented the audit procedures in response as summarized below:

- (1) With the CPA's knowledge of the industry and MPI Group's operations, evaluated the soundness of the Corporation's policies concerning the allowance for inventory valuation loss and doubtful debts.
- (2) Understood MPI Group's inventory management procedures, reviewed it's annul inventory plan, and participated in its annual inventory check to evaluate the management's judgement and control efficiency of outdated inventories.
- (3) Acquired the list of product inventory age, verified the appropriateness of reporting system logic, and confirmed the consistency of report information and adopted policies.
- (4) Evaluated the appropriateness of the methods of calculating inventory valuation impairment, including deciding the inventory classification based on the net realizable value, checking individual material number to verify the basic assumption of the calculation in relevant supporting document, and verify the accuracy of calculation.

Other Matter-Making Reference to the Audits of Component Auditors

Information on the subsidiaries of MPI Corporation included the aforementioned statements covering the period of 2021 and 2020. And the information on direct investment as disclosed in

note 13 is valued as audited by other public accountants. Said subsidiaries' total assets of are NT\$653,494 thousand and NT\$226,714 thousand or accounted for 6.63% and 2.53% of the consolidated total assets as of December 31, 2021 and 2020, respectively. As of January 1 to December 31, 2021 and 2020, had net operating revenue amounted to NT\$917,927 thousand and NT\$648,372 thousand, or accounted for 14.10% and 10.94% of the consolidated net operating revenue, respectively.

Other Matter

We have also audited the parent Group only financial statements of MPI CORPORATION as of and for the years ended December 31, 2021 and 2020 on which we have issued an unqualified 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 International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China, and for such internal control as management determines is necessary

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

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

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

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

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

1. Identify and 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 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 for the year ended December 31, 2021 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.

NEXIA Sun Rise CPAs & Company
Taipei, Taiwan, Republic of China

March 24, 2022

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

For the convenience of readers, the independent auditors' report and the accompanying consolidated financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. If there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language independent auditors' report and consolidated financial statements shall prevail.

MPI CORPORATION AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS (ASSETS)

DECEMBER 31, 2021 AND 2020

(All amounts are expressed in thousand of New Taiwan Dollars unless otherwise stated)

ASSETS	Note	December 31, 2021		December 31, 2020	
		Amounts	%	Amounts	%
CURRENT ASSETS					
Cash and cash equivalents	6(1)	\$ 1,324,292	14	\$ 1,445,267	16
Financial assets at fair value through profit or loss-current	6(13)	68	-	1,289	-
Notes receivable, net	6(3)	170,531	2	80,316	1
Accounts receivable, net	6(4)	1,213,429	12	1,075,050	12
Other receivables		12,480	-	16,901	-
Income tax receivable		27	-	40	-
Inventories, net	6(5)	2,574,596	26	2,468,575	28
Prepayments		119,654	1	131,312	1
Other current assets	8	14,977	-	21,946	-
Total Current Assets		<u>5,430,054</u>	<u>55</u>	<u>5,240,696</u>	<u>58</u>
NONCURRENT ASSETS					
Financial assets at fair value through other comprehensive income-non-current	6(2)	166,460	2	-	-
Property, plant and equipment	6(6).8	3,532,459	36	3,203,429	36
Right-of-use assets	6(7)	160,287	2	111,428	1
Intangible assets	6(8)	253,555	2	42,546	1
Deferred income tax assets	6(19)	125,092	1	118,180	1
Other noncurrent assets	6(9).8	189,562	2	260,313	3
Total Noncurrent Assets		<u>4,427,415</u>	<u>45</u>	<u>3,735,896</u>	<u>42</u>
TOTAL ASSETS		<u>\$ 9,857,469</u>	<u>100</u>	<u>\$ 8,976,592</u>	<u>100</u>

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

MPI CORPORATION AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS (LIABILITIES AND EQUITY)

DECEMBER 31, 2021 AND 2020

(All amounts are expressed in thousand of New Taiwan Dollars unless otherwise stated)

LIABILITIES AND EQUITY	Note	December 30, 2021		December 31, 2020	
		Amounts	%	Amounts	%
CURRENT LIABILITIES					
Short-term loans	6(10)	\$ 100,000	1	\$ -	-
Contract liabilities – current	6(17)	677,836	7	677,524	8
Notes payable		5,765	-	16,523	-
Accounts payable		556,434	5	524,672	6
Payables on equipment		61,003	1	133,660	1
Other payables	6(11)	896,463	9	795,751	9
Income tax payable		130,842	1	112,332	1
Provisions – current	6(12)	11,955	-	10,493	-
Lease liabilities – current	6(7)	59,883	1	54,879	1
Current portion of bonds payable	6(13)	9,536	-	135,576	2
Current portion of long-term loans	6(14)	10,605	-	-	-
Other current liabilities		17,746	-	16,138	-
Total Current Liabilities		<u>2,538,068</u>	<u>25</u>	<u>2,477,548</u>	<u>28</u>
NONCURRENT LIABILITIES					
Long-term loans	6(14)	1,134,893	12	763,797	8
Provisions – non-current	6(12)	2,684	-	-	-
Deferred income tax liabilities	6(19)	10,921	-	12,194	-
Lease liabilities – non-current	6(7)	101,708	1	58,018	1
Accrued pension cost	6(15)	20,037	-	16,021	-
Other noncurrent liabilities		1,356	-	96	-
Total Noncurrent Liabilities		<u>1,271,599</u>	<u>13</u>	<u>850,126</u>	<u>9</u>
TOTAL LIABILITIES		<u>3,809,667</u>	<u>38</u>	<u>3,327,674</u>	<u>37</u>
EQUITY	6(16)				
EQUITY ATTRIBUTABLE TO SHAREHOLDERS OF THE PARENT					
Capital common stock		940,738	10	920,802	10
Capital surplus		1,736,500	18	1,630,283	18
Retained earnings					
Appropriated as legal capital reserve		710,848	7	639,975	7
Appropriated as special capital reserve		79,234	1	68,477	1
Unappropriated earnings		2,651,200	27	2,459,642	28
Total Retained Earnings		<u>3,441,282</u>	<u>35</u>	<u>3,168,094</u>	<u>36</u>
Others					
Foreign currency translation adjustments		(78,665)	(1)	(79,234)	(1)
Unrealized gain (losses) on financial assets at fair value through other comprehensive income	6(2)	(1,540)	-	-	-
Total others		<u>(80,205)</u>	<u>(1)</u>	<u>(79,234)</u>	<u>(1)</u>
Equity attributable to shareholders of the parent		<u>6,038,315</u>	<u>62</u>	<u>5,639,945</u>	<u>63</u>
NONCONTROLLING INTERESTS		9,487	-	8,973	-
TOTAL EQUITY		<u>6,047,802</u>	<u>62</u>	<u>5,648,918</u>	<u>63</u>
TOTAL LIABILITIES AND EQUITY		<u>\$ 9,857,469</u>	<u>100</u>	<u>\$ 8,976,592</u>	<u>100</u>

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

MPI CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

From January 1 to December 31, 2021 and 2020

(All amounts are expressed in thousand of New Taiwan Dollars unless otherwise stated)

Items	Note	January 1 ~ December 31, 2021		January 1 ~ December 31, 2020	
		Amounts	%	Amounts	%
OPERATING REVENUE, NET	6(17)				
Sales revenue		\$ 6,155,664	94	\$ 5,710,038	96
Less: sales returns		(10,271)	-	(2,375)	-
sales discounts and allowances		(17,351)	-	(3,803)	-
Commission revenue		4,002	-	2,712	-
Processing Fees revenue		376,681	6	219,029	4
Operating Revenue, net		<u>6,508,725</u>	<u>100</u>	<u>5,925,601</u>	<u>100</u>
OPERATING COSTS	6(5)	<u>(3,765,309)</u>	<u>(58)</u>	<u>(3,340,036)</u>	<u>(56)</u>
GROSS PROFIT, NET		<u>2,743,416</u>	<u>42</u>	<u>2,585,565</u>	<u>44</u>
OPERATING EXPENSES					
Selling expenses		(728,840)	(11)	(631,687)	(11)
General & administrative expenses		(463,275)	(7)	(412,360)	(7)
Research and development expenses	6(8)	(744,766)	(12)	(682,471)	(11)
Expected Credit (losses)gains	6(4)	1,083	-	982	-
Operating expenses, net		<u>(1,935,798)</u>	<u>(30)</u>	<u>(1,725,536)</u>	<u>(29)</u>
OPERATING INCOME		<u>807,618</u>	<u>12</u>	<u>860,029</u>	<u>15</u>
NON-OPERATING INCOME AND EXPENSES					
Other gains and losses, net	6(18)	(25,103)	-	(44,224)	(1)
Finance costs	6(18)	(6,799)	-	(16,309)	(1)
Interest income	6(18)	5,558	-	4,860	-
Rent income	6(7)	10,924	-	9,456	-
Other non-operating revenue-other items		36,544	1	30,903	1
Total Non-operating Income and Expenses		<u>21,124</u>	<u>1</u>	<u>(15,314)</u>	<u>(1)</u>
INCOME BEFORE INCOME TAX		<u>828,742</u>	<u>13</u>	<u>844,715</u>	<u>14</u>
INCOME TAX EXPENSE	6(19)	<u>(133,284)</u>	<u>(2)</u>	<u>(130,494)</u>	<u>(2)</u>
NET INCOME		<u>695,458</u>	<u>11</u>	<u>714,221</u>	<u>12</u>
OTHER COMPREHENSIVE INCOME (LOSS)					
Items that are not to be reclassified to profit or loss					
Re-measurements from defined benefit plans		(4,947)	-	(5,760)	-
Unrealized gain (losses) on financial assets at fair value through other comprehensive income	6(2)	(1,540)	-	-	-
Items that may be reclassified subsequently to profit or loss					
Exchange differences arising on translation of foreign operations		(524)	-	(10,664)	-
Other comprehensive income for the period, net of income tax		<u>(7,011)</u>	<u>-</u>	<u>(16,424)</u>	<u>-</u>
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD		<u>\$ 688,447</u>	<u>11</u>	<u>\$ 697,797</u>	<u>12</u>
NET INCOME (LOSS) ATTRIBUTABLE TO :					
Shareholders of the parent		\$ 693,851	11	\$ 714,482	12
Non-controlling interests		1,607	-	(261)	-
		<u>\$ 695,458</u>	<u>11</u>	<u>\$ 714,221</u>	<u>12</u>
TOTAL COMPREHENSIVE INCOME (LOSS)					
Shareholders of the parent		\$ 687,933	11	\$ 697,965	12
Non-controlling interests		514	-	(169)	-
		<u>\$ 688,447</u>	<u>11</u>	<u>\$ 697,796</u>	<u>12</u>
EARNINGS PER COMMON SHARE (NTD)	6(20)				
Basic earnings per share		<u>\$ 7.44</u>		<u>\$ 8.41</u>	
Diluted earnings per share		<u>\$ 7.38</u>		<u>\$ 8.14</u>	

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

MPI CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

From January 1 to December 31, 2021 and 2020

(All amounts are expressed in thousand of New Taiwan Dollars unless otherwise stated)

Item	Capital		Retained Earnings			Others		Total	Non-controlling Interests	Total Equity
	Common Stock	Capital Surplus	Legal Capital Reserve	Special Capital Reserve	Unappropriated Earnings	Foreign Currency Translation Reserve	Unrealized gain (losses) on financial assets at fair value through other comprehensive income			
BALANCE, JANUARY, 1, 2020	\$ 799,587	\$ 980,325	\$ 596,549	\$ 54,229	\$ 2,008,491	\$ (68,477)	\$ -	\$ 4,370,704	\$ 9,141	\$ 4,379,845
Legal capital reserve			43,426		(43,426)			-		-
Special capital reserve				14,248	(14,248)			-		-
Cash Dividends of Common Stock					(199,897)			(199,897)		(199,897)
Capital Reserve From Stock Warrants		707,291						707,291		707,291
Other changes in capital surplus		(57,333)						(57,333)		(57,333)
Net Income in 2020					714,482			714,482	(261)	714,221
Other comprehensive income in 2020, net of income tax					(5,760)	(10,757)	-	(16,517)	93	(16,424)
Total comprehensive income in 2020	-	-	-	-	708,722	(10,757)	-	697,965	(168)	697,797
Convertible Bonds Transferred To Common Stock	121,215	-						121,215		121,215
BALANCE, DECEMBER, 31, 2020	\$ 920,802	\$ 1,630,283	\$ 639,975	\$ 68,477	\$ 2,459,642	\$ (79,234)	\$ -	\$ 5,639,945	\$ 8,973	\$ 5,648,918
BALANCE, JANUARY, 1, 2021	\$ 920,802	\$ 1,630,283	\$ 639,975	\$ 68,477	\$ 2,459,642	\$ (79,234)	\$ -	\$ 5,639,945	\$ 8,973	\$ 5,648,918
Legal capital reserve			70,873		(70,873)			-		-
Special capital reserve				10,757	(10,757)			-		-
Cash Dividends of Common Stock					(415,716)			(415,716)		(415,716)
Capital reserve from stock warrants		115,466						115,466		115,466
Other changes in capital surplus		(9,249)						(9,249)		(9,249)
Net Income in 2021					693,851			693,851	1,607	695,458
Other comprehensive income in 2021, net of income tax					(4,947)	569	(1,540)	(5,918)	(1,093)	(7,011)
Total comprehensive income in 2021	-	-	-	-	688,904	569	(1,540)	687,933	514	688,447
Convertible Bonds Transferred To Common Stock	19,936	-						19,936		19,936
BALANCE, DECEMBER, 31, 2021	\$ 940,738	\$ 1,736,500	\$ 710,848	\$ 79,234	\$ 2,651,200	\$ (78,665)	\$ (1,540)	\$ 6,038,315	\$ 9,487	\$ 6,047,802

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

MPI CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS

From January 1 to December 31, 2021 and 2020

(All amounts are expressed in thousand of New Taiwan Dollars unless otherwise stated)

Items	Jan 1 ~ Dec 31, 2021	Jan 1 ~ Dec 31, 2020
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax	\$ 828,742	\$ 844,715
Adjustments to reconcile net income to net cash		
Depreciation	436,889	484,958
Amortization	59,761	63,731
Expected Credit loss (gain)	(1,083)	(982)
(Gain) loss on Financial Assets (Liabilities) at Fair Value through Profit or Loss	241	(7,855)
Interest expense	6,799	16,309
Interest revenue	(5,558)	(4,860)
(Gain) loss on disposal of property, plant and equipment	13,323	10
(Gain) loss on lease modification	(410)	(173)
Rent concessions	(479)	(488)
Net changes in operating assets and liabilities		
Net changes in operating assets		
Decrease (Increase) in notes receivable	(90,215)	15,758
Decrease (Increase) in accounts receivable	(111,723)	160,273
Decrease (Increase) in other receivables	4,428	(14,435)
Decrease (Increase) in inventories	(90,311)	(214,059)
Decrease (Increase) in prepayments	13,321	(27,801)
Decrease (Increase) in other current assets	(657)	1,546
Net changes in operating liabilities		
(Decrease) Increase in contract liabilities	(1,481)	(133,707)
(Decrease) Increase in notes payable	(10,758)	3,734
(Decrease) Increase in accounts payable	29,119	144,694
(Decrease) Increase in other accounts payable	92,465	86,931
(Decrease) Increase in provision for liabilities	4,146	3,921
(Decrease) Increase in other current liabilities	1,608	(3,881)
(Decrease) Increase in net defined benefit liability	(930)	(22,508)
Cash generated from operations	1,177,237	1,395,831
Interest received	5,551	4,860
Interest paid	(2,786)	(2,085)
Cash dividend paid	(415,716)	(199,897)
Income taxes paid	(122,946)	(63,880)
Net cash Provided By (Used In) Operating Activities	641,340	1,134,829

(Continue)

MPI CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS

From January 1 to December 31, 2021 and 2020

(All amounts are expressed in thousand of New Taiwan Dollars unless otherwise stated)

Items	Jan 1 ~ Dec 31, 2021	Jan 1 ~ Dec 31, 2020
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisitions of financial assets at fair value through other comprehensive income	(168,000)	-
Net cash outflow arising from acquisition of subsidiaries	(272,560)	-
Acquisition of property, plant and equipment	(762,140)	(590,453)
Proceeds from disposal of property, plant and equipment	8,475	1,113
Acquisition of intangible assets	(18,985)	(48,376)
Increase in other financial assets	(3,865)	(1,534)
Increase in other non-current assets	-	(160,550)
Decrease in other non-current assets	64,917	-
Net cash Provided By (Used In) Investing Activities	(1,152,158)	(799,800)
CASH FLOWS FROM FINANCING ACTIVITIES		
Increase in short-term loans	100,000	-
Decrease in short-term loans	-	(500,000)
Issuance of long-term loans	370,339	621,589
Increase in Guarantee Deposits Received	1,260	-
Decrease in Guarantee Deposits Received	-	(1)
Cash payments for the principal portion of the lease liability	(81,092)	(109,404)
Increase (decrease) in non-controlling interests	(1,093)	93
Net cash Provided By (Used In) Financing Activities	389,414	12,277
Effects of exchange rate change on cash	429	(5,350)
Net increase (decrease) in cash and cash equivalents	(120,975)	341,956
Cash and cash equivalents at beginning of the period	1,445,267	1,103,311
Cash and cash equivalents at end of the period	\$ 1,324,292	\$ 1,445,267

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

Attachment V

MPI Corporation
Disposition of Net Earnings
2021

Unit: NTD \$

Items	Amount	
	Subtotal	Total
Unallocated earnings at the beginning		\$ 1,962,296,486
Less: Other Comprehensive Income (actuarial gain or loss under the defined benefit plan of 2021)	(4,946,798)	
Add: Net Profit After Tax of 2021	693,850,480	
Subtotal:		2,651,200,168
Provision:		
Less: Provision of legal reserve (10%)	(68,890,368)	
Add: Reversal of Special Reserve (Addition to Equity: Exchange differences on translation of the financial statements of a foreign operation)	568,323	
Less: Provision of special reserve (Deduction from Equity: Unrealized gains or losses on valuation of financial assets fair value through other comprehensive income)	(1,540,000)	
Subtotal of allocable earnings:		2,581,338,123
Earnings to be allocated upon resolution of the Board of Directors: Distributable items:		
Shareholder bonus - cash	(376,313,520)	
Shareholder bonus - stock	(0)	
Unappropriated retained earnings		\$ 2,205,024,603

Chairman: Ko, Chang-Lin

President: Scott Kuo

Chief Accounting Officer: Rose Jao

Attachment VI

MPI Corporation

Comparison Table of the “Articles of Incorporation” Before and After Amendments

Clause	Before amendment	After amendment	Note
Article VIII	<p>The Meeting of Shareholders consists of the annual general meeting and special shareholders’ meeting. The annual general meeting will usually be convened once a year within six (6) months after the end of a fiscal year. Special session may be convened at any time as needed.</p> <p>The Company may adopt the system of voting in written or electronic means in a session of the shareholder’s meeting and the procedure shall be instituted in accordance with applicable laws.</p>	<p>The Meeting of Shareholders consists of the annual general meeting and special shareholders’ meeting. The annual general meeting will usually be convened once a year within six (6) months after the end of a fiscal year. Special session may be convened at any time as needed.</p> <p><u>A Company’s Shareholders’ Meeting may be held by means of a visual communication network or other methods promulgated by the central competent authority.</u></p> <p>The Company may adopt the system of voting in written or electronic means in a session of the shareholder’s meeting and the procedure shall be instituted in accordance with applicable laws.</p>	<p><u>In response to the amendment to the Company Act.</u></p>
Article XXII	<p>The Articles of Incorporation were instituted on July 20, 1995. Amendment was made for the 1st instance on September 20, 1996. (Omitted)</p>	<p>The Articles of Incorporation were instituted on July 20, 1995. Amendment was made for the 1st instance on September 20, 1996. (Omitted) <u>24th amendment was made on June 15, 2022.</u></p>	<p><u>Addition of the date of the last amendment.</u></p>

Attachment VII

MPI Corporation

Comparison table of clauses before and after the amendment of the “Procedure for the Acquisitions and Dispositions of Assets”

Clause	Before amendment	After amendment	Note
Article VIII	<p>In the event of any of the followings in the acquisition and disposition of assets, the Company shall publicly announce and report the relevant information in appropriate format on the website designated by Financial Supervisory Commission within 2 days after action has been taken depending on the nature of the assets:</p> <p>I. Acquisition or disposal of real property or right-of-use assets thereof from or to a related party, or acquisition or disposal of assets other than real property or right-of-use assets thereof from or to a related party where the transaction amount reaches 20 percent or more of paid-in capital, 10 percent or more of the Company’s total assets, or NT\$300 million or more , except in trading of domestic government bonds, or bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.</p> <p>II. Engaged in mergers, spin-offs, acquisitions or assignment of shares.</p> <p>III. Loss in derivative trade at the upper limit of the total or individual contracts as set forth in the procedure governing derivative trade.</p> <p>IV. Where equipment or right-of-use assets thereof</p>	<p>In the event of any of the followings in the acquisition and disposition of assets, the Company shall publicly announce and report the relevant information in appropriate format on the website designated by Financial Supervisory Commission within 2 days after action has been taken depending on the nature of the assets:</p> <p>I. Acquisition or disposal of real property or right-of-use assets thereof from or to a related party, or acquisition or disposal of assets other than real property or right-of-use assets thereof from or to a related party where the transaction amount reaches 20 percent or more of paid-in capital, 10 percent or more of the Company’s total assets, or NT\$300 million or more , except in trading of domestic government bonds, or bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.</p> <p>II. Engaged in mergers, spin-offs, acquisitions or assignment of shares.</p> <p>III. Loss in derivative trade at the upper limit of the total or individual contracts as set forth in the procedure governing derivative trade.</p> <p>IV. Where equipment or right-of-use assets thereof</p>	<p>The amendments were made in accordance to the provisions of the ruling letter Jin-Guan-Zheng-Fa-Zi No. 1110380465 issued by the Financial Supervisory Commission on January 28, 2022.</p>

Clause	Before amendment	After amendment	Note
	<p>for business use are acquired or disposed, the transaction counterparty is not a related party, and the transaction amount meets any of the following criteria:</p> <p>(I) For a public company whose paid-in capital is less than NT\$10 billion, the transaction amount reaches NT\$500 million or more.</p> <p>(II) For a public company whose paid-in capital is NT\$10 billion or more, the transaction amount reaches NT\$1 billion or more.</p> <p>V. The acquisition or disposal of real property issued for construction use of a public company in the construction business and the trading counterpart is not a related party, and the amount of transactions falls below NT\$500 million; among such cases, if the public company has paid-in capital of NT\$10 billion or more, and has disposal of real property from a completed construction project constructed by itself, and the transaction counterparty is not a related party, then the threshold shall be a transaction amount reaching NT\$1 billion or more.</p> <p>VI. Where land is acquired under an arrangement on engaging others to build on the company's own land, engaging others to build on rented land, joint construction and allocation of housing units, joint</p>	<p>for business use are acquired or disposed, the transaction counterparty is not a related party, and the transaction amount meets any of the following criteria:</p> <p>(I) For a public company whose paid-in capital is less than NT\$10 billion, the transaction amount reaches NT\$500 million or more.</p> <p>(II) For a public company whose paid-in capital is NT\$10 billion or more, the transaction amount reaches NT\$1 billion or more.</p> <p>V. The acquisition or disposal of real property issued for construction use of a public company in the construction business and the trading counterpart is not a related party, and the amount of transactions falls below NT\$500 million; among such cases, if the public company has paid-in capital of NT\$10 billion or more, and has disposal of real property from a completed construction project constructed by itself, and the transaction counterparty is not a related party, then the threshold shall be a transaction amount reaching NT\$1 billion or more.</p> <p>VI. Where land is acquired under an arrangement on engaging others to build on the company's own land, engaging others to build on rented land, joint construction and allocation of housing units, joint</p>	

Clause	Before amendment	After amendment	Note
	<p>construction and allocation of ownership percentages, or joint construction and separate sale, and furthermore the transaction counterparty is not a related party, and the amount the Company expects to invest in the transaction reaches NT\$500 million.</p> <p>VII. Where an asset transaction other than any of those referred to in the preceding six subparagraphs, a disposal of receivables by a financial institution, or an investment in the mainland China area reaches 20 percent or more of paid-in capital or NT\$300 million; provided, this shall not apply to the following circumstances:</p> <p>(I) Domestic government bond trade.</p> <p>(II) Where done by professional investors—securities trading on securities exchanges or OTC markets, or subscription of ordinary corporate bonds or general bank debentures without equity characteristics (excluding subordinated debt) that are offered and issued in the primary market, or subscription or redemption of securities investment trust funds or futures trust funds, or subscription by a securities firm of securities as necessitated by its undertaking business</p>	<p>construction and allocation of ownership percentages, or joint construction and separate sale, and furthermore the transaction counterparty is not a related party, and the amount the Company expects to invest in the transaction reaches NT\$500 million.</p> <p>VII. Where an asset transaction other than any of those referred to in the preceding six subparagraphs, a disposal of receivables by a financial institution, or an investment in the mainland China area reaches 20 percent or more of paid-in capital or NT\$300 million; provided, this shall not apply to the following circumstances:</p> <p>(I) Trading of domestic government bonds or foreign government bonds with a rating that is not lower than the sovereign rating of Taiwan.</p> <p>(II) Where done by professional investors—securities trading on securities exchanges or OTC markets, or subscription of <u>foreign government bonds</u>, or of ordinary corporate bonds or general bank debentures without equity characteristics (excluding subordinated debt) that are offered and issued in the primary market, or subscription or redemption of securities investment trust funds or futures</p>	

Clause	Before amendment	After amendment	Note
	<p>or as an advisory recommending securities firm for an emerging stock company, in accordance with the rules of the Taipei Exchange.</p> <p>(III) Trading of bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.</p> <p>The aforementioned amounts shall be calculated in the following methods:</p> <p>I. The amount of each transaction.</p> <p>II. The accumulated amount for transactions with particular counterparty for the acquisition or disposition of subject of trade of the same nature in one year.</p> <p>III. The cumulative transaction amount of acquisitions and disposals (cumulative acquisitions and disposals, respectively) of real property or right-of-use assets thereof within the same development project within the preceding year.</p> <p>IV. The accumulated amount of acquisitions or dispositions (calculated separately) of particular security within the preceding year.</p> <p>One year as referred to shall be the period from the date of deed moving backward for one year in retrospect. The portion of trade already declared as required in this procedure could be exempted from calculation.</p>	<p>trust funds, or <u>subscription or redemption of exchange traded notes</u>, or subscription by a securities firm of securities as necessitated by its undertaking business or as an advisory recommending securities firm for an emerging stock company, in accordance with the rules of the Taipei Exchange.</p> <p>(III) Trading of bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.</p> <p>The aforementioned amounts shall be calculated in the following methods:</p> <p>I. The amount of each transaction.</p> <p>II. The accumulated amount for transactions with particular counterparty for the acquisition or disposition of subject of trade of the same nature in one year.</p> <p>III. The cumulative transaction amount of acquisitions and disposals (cumulative acquisitions and disposals, respectively) of real property or right-of-use assets thereof within the same development project within the preceding year.</p> <p>IV. The accumulated amount of acquisitions or dispositions (calculated separately) of</p>	

Clause	Before amendment	After amendment	Note
	<p>The Company shall declare all information of derivative trade conducted by itself and subsidiaries, which are not domestic public companies to the end of the previous month in designated format to designated website of FSC by the 10th day of each month.</p> <p>Where the Company, at the time of public announcement, makes an error or omission in an item required by regulations to be publicly announced and so is required to correct it, all the items shall be again publicly announced and reported in their entirety within two (2) days counting inclusively from the date of knowing of such error or omission.</p> <p>In acquisition of disposition of assets, the Company shall keep all relevant contracts, meeting minutes, log books, appraisal reports and CPA, attorney, and securities underwriter opinions at the Company, where they shall be retained for 5 years except where another act provides otherwise.</p>	<p>particular security within the preceding year.</p> <p>One year as referred to shall be the period from the date of deed moving backward for one year in retrospect. The portion of trade already declared as required in this procedure could be exempted from calculation.</p> <p>The Company shall declare all information of derivative trade conducted by itself and subsidiaries, which are not domestic public companies to the end of the previous month in designated format to designated website of FSC by the 10th day of each month.</p> <p>Where the Company, at the time of public announcement, makes an error or omission in an item required by regulations to be publicly announced and so is required to correct it, all the items shall be again publicly announced and reported in their entirety within two (2) days counting inclusively from the date of knowing of such error or omission.</p> <p>In acquisition of disposition of assets, the Company shall keep a copy of related contracts, minutes of meetings on record, record books, appraisal reports, opinions issued by certified public accountants, lawyers or securities underwriters and retain such documents for at least 5 years unless otherwise specified by law.</p>	
Article X	<p>In acquiring or disposing of real property, equipment, or right-of-use assets thereof where the transaction amount reaches 20 percent of the Company's paid-in capital or NT\$300 million or more, the Company, unless transacting with a domestic government agency,</p>	<p>In acquiring or disposing of real property, equipment, or right-of-use assets thereof where the transaction amount reaches 20 percent of the Company's paid-in capital or NT\$300 million or more, the Company, unless transacting with a domestic government agency,</p>	<p>The amendments were made in accordance to the provisions of the ruling letter Jin-Guan-Zheng-Fa-Zi No.</p>

Clause	Before amendment	After amendment	Note
	<p>engaging others to build on its own land, engaging others to build on rented land, or acquiring or disposing of equipment or right-of-use assets thereof held for business use, shall obtain an appraisal report prior to the date of occurrence of the event from a professional appraiser and shall further comply with the following provisions:</p> <p>I. Where due to special circumstances it is necessary to give a limited price, specified price, or special price as a reference basis for the transaction price, the transaction shall be submitted for approval in advance by the Board of Directors; the same procedure shall also be followed whenever there is any subsequent change to the terms and conditions of the transaction.</p> <p>II. The transaction amount exceeds NT\$1 billion shall be subject to the appraisal of at least 2 professional appraisal firms.</p> <p>III. Where any one of the following circumstances apply with respect to the professional appraiser's appraisal results, unless all the appraisal results for the assets to be acquired are higher than the transaction amount, or all the appraisal results for the assets to be disposed of are lower than the transaction amount, a certified public accountant shall be engaged to perform the appraisal and render a specific opinion regarding the reason for the discrepancy and the</p>	<p>engaging others to build on its own land, engaging others to build on rented land, or acquiring or disposing of equipment or right-of-use assets thereof held for business use, shall obtain an appraisal report prior to the date of occurrence of the event from a professional appraiser and shall further comply with the following provisions:</p> <p>I. Where due to special circumstances it is necessary to give a limited price, specified price, or special price as a reference basis for the transaction price, the transaction shall be submitted for approval in advance by the Board of Directors; the same procedure shall also be followed whenever there is any subsequent change to the terms and conditions of the transaction.</p> <p>II. The transaction amount exceeds NT\$1 billion shall be subject to the appraisal of at least 2 professional appraisal firms.</p> <p>III. Where any one of the following circumstances apply with respect to the professional appraiser's appraisal results, unless all the appraisal results for the assets to be acquired are higher than the transaction amount, or all the appraisal results for the assets to be disposed of are lower than the transaction amount, a certified public accountant shall be engaged to perform the appraisal and render a specific opinion regarding the reason for the discrepancy and the</p>	<p>1110380465 issued by the Financial Supervisory Commission on January 28, 2022. The amendments were made in accordance to the provisions of the ruling letter Jin-Guan-Zheng-Fa-Zi No. 1110380465 issued by the Financial Supervisory Commission on January 28, 2022. 函規定修正</p>

Clause	Before amendment	After amendment	Note
	<p>appropriateness of the transaction price:</p> <p>(I) The difference between the appraisal value and the transaction amount exceeds 20% of the transaction amount.</p> <p>(II) The appraisal values presented by 2 or more professional appraisal firms showed variation of more than 10% of the transaction value.</p> <p>IV. The date on which the professional appraisal firms issued the appraisal reports shall not fall beyond 3 months from the contract execution date. If the announced present value in the same period is applicable and is falling within 6 months, the original appraisal firms shall present a statement of opinion.</p>	<p>appropriateness of the transaction price:</p> <p>(I) The difference between the appraisal value and the transaction amount exceeds 20% of the transaction amount.</p> <p>(II) The appraisal values presented by 2 or more professional appraisal firms showed variation of more than 10% of the transaction value.</p> <p>IV. The date on which the professional appraisal firms issued the appraisal reports shall not fall beyond 3 months from the contract execution date. If the announced present value in the same period is applicable and is falling within 6 months, the original appraisal firms shall present a statement of opinion.</p>	
Article XI	<p>The Company acquiring or disposing of securities or thereof shall, prior to the date of occurrence of the event, obtain financial statements of the issuing company for the most recent period, certified or reviewed by a certified public accountant, for reference in appraising the transaction price, and if the dollar amount of the transaction is 20 percent of the Company's paid-in capital or NT\$300 million or more, the Company shall additionally engage a certified public accountant prior to the date of occurrence of the event to provide an opinion regarding the reasonableness of the transaction price. This requirement does not apply, however, to publicly quoted prices of securities that</p>	<p>The Company acquiring or disposing of securities or thereof shall, prior to the date of occurrence of the event, obtain financial statements of the issuing company for the most recent period, certified or reviewed by a certified public accountant, for reference in appraising the transaction price, and if the dollar amount of the transaction is 20 percent of the Company's paid-in capital or NT\$300 million or more, the Company shall additionally engage a certified public accountant prior to the date of occurrence of the event to provide an opinion regarding the reasonableness of the transaction price. This requirement does not apply, however, to publicly quoted prices of securities that</p>	<p>The amendments were made in accordance to the provisions of the ruling letter Jin-Guan-Zheng-Fa-Zi No. 1110380465 issued by the Financial Supervisory Commission on January 28, 2022. The amendments were made in accordance to the provisions of the ruling letter</p>

Clause	Before amendment	After amendment	Note
	have an active market, or where otherwise provided by regulations of the Financial Supervisory Commission.	have an active market, or where otherwise provided by regulations of the Financial Supervisory Commission.	Jin-Guan-Zheng-Fa-Zi No. 1110380465 issued by the Financial Supervisory Commission on January 28, 2022.
Article XII	Where the Company acquires or disposes of intangible assets or right-of-use assets thereof or memberships and the transaction amount reaches 20 percent or more of paid-in capital or NT\$300 million or more, except in transactions with a domestic government agency, the Company shall engage a certified public accountant prior to the date of occurrence of the event to render an opinion on the reasonableness of the transaction price.	Where the Company acquires or disposes of intangible assets or right-of-use assets thereof or memberships and the transaction amount reaches 20 percent or more of paid-in capital or NT\$300 million or more, except in transactions with a domestic government agency, the Company shall engage a certified public accountant prior to the date of occurrence of the event to render an opinion on the reasonableness of the transaction price.	The amendments were made in accordance to the provisions of the ruling letter Jin-Guan-Zheng-Fa-Zi No. 1110380465 issued by the Financial Supervisory Commission on January 28, 2022. The amendments were made in accordance to the provisions of the ruling letter Jin-Guan-Zheng-Fa-Zi No. 1110380465 issued by the Financial Supervisory Commission on January 28, 2022.
Article XIV	Professional appraisers and their officers, certified public accounts, attorneys, and securities underwriters that provide the Company with appraisal reports, certified public accountant's opinions, attorney's	Professional appraisers and their officers, certified public accounts, attorneys, and securities underwriters that provide the Company with appraisal reports, certified public accountant's opinions, attorney's	The amendments were made in accordance to the provisions of the ruling letter

Clause	Before amendment	After amendment	Note
	<p>opinions, or underwriter’s opinions shall meet the following requirements:</p> <p>I. May not have previously received a final and unappealable sentence of imprisonment for 1 year or longer for a violation of the Securities and Exchange Act, the Company Act, the Banking Act of the Republic of China, the Insurance Act, the Financial Holding Company Act, or the Business Entity Accounting Act, or for fraud, breach of trust, embezzlement, forgery of documents, or occupational crime. However, this provision does not apply if 3 years have already passed since completion of service of the sentence, since expiration of the period of a suspended sentence, or since a pardon was received.</p> <p>II. May not be a related party or de facto related party of any party to the transaction.</p> <p>III. If the Company is required to obtain appraisal reports from two or more professional appraisers, the different professional appraisers or appraisal officers may not be related parties or de facto related parties of each other.</p> <p>When issuing an appraisal report or opinion, the personnel referred to in the preceding paragraph shall comply with the following:</p> <p>I. Prior to accepting a case, they shall prudently assess their own professional capabilities, practical</p>	<p>opinions, or underwriter’s opinions shall meet the following requirements:</p> <p>I. May not have previously received a final and unappealable sentence of imprisonment for 1 year or longer for a violation of the Securities and Exchange Act, the Company Act, the Banking Act of the Republic of China, the Insurance Act, the Financial Holding Company Act, or the Business Entity Accounting Act, or for fraud, breach of trust, embezzlement, forgery of documents, or occupational crime. However, this provision does not apply if 3 years have already passed since completion of service of the sentence, since expiration of the period of a suspended sentence, or since a pardon was received.</p> <p>II. May not be a related party or de facto related party of any party to the transaction.</p> <p>III. If the Company is required to obtain appraisal reports from two or more professional appraisers, the different professional appraisers or appraisal officers may not be related parties or de facto related parties of each other.</p> <p>When issuing an appraisal report or opinion, the personnel referred to in the preceding paragraph shall comply with the self-discipline standards of affiliated associations and the following:</p> <p>I. Prior to accepting a case, they shall prudently assess their</p>	<p>Jin-Guan-Zheng-Fa-Zi No. 1110380465 issued by the Financial Supervisory Commission on January 28, 2022. The amendments were made in accordance to the provisions of the ruling letter Jin-Guan-Zheng-Fa-Zi No. 1110380465 issued by the Financial Supervisory Commission on January 28, 2022.</p>

Clause	Before amendment	After amendment	Note
	<p>experience, and status of independence.</p> <p>II. When examining a case, they shall appropriately plan and execute adequate working procedures, in order to produce a conclusion and use the conclusion as the basis for issuing the report or opinion. The related working procedures, data collected, and conclusion shall be fully and accurately specified in the case working papers.</p> <p>III. They shall undertake an item-by-item evaluation of the comprehensiveness, accuracy, and reasonableness of the sources of data used, the parameters, and the information, as the basis for issuance of the appraisal report or the opinion.</p> <p>IV. They shall issue a statement attesting to the professional competence and independence of the personnel who prepared the report or opinion, and that they have evaluated and found that the information used is reasonable and accurate, and that they have complied with applicable laws and regulations.</p>	<p>own professional capabilities, practical experience, and status of independence.</p> <p>II. When conducting a case, they shall appropriately plan and execute adequate working procedures, in order to produce a conclusion and use the conclusion as the basis for issuing the report in full. The related working procedures, data collected, and conclusion shall be fully and accurately specified in the case working papers.</p> <p>III. They shall undertake an item-by-item evaluation of the appropriateness and reasonableness of the sources of data used, the parameters, and the information, as the basis for issuance of the appraisal report or the opinion.</p> <p>IV. They shall issue a statement attesting to the professional competence and independence of the personnel who prepared the report or opinion, that they have evaluated and found that the information used is appropriate and reasonable, and that they comply with applicable laws and regulations.</p>	
Article XVI	When the Company acquires or disposes real property or right-of-use assets thereof from or to a related party, or when it intends to acquire or dispose of assets other than real property or right-of-use assets thereof from or to a related party and the transaction amount reaches 20 percent or more of paid-in capital, 10 percent or more of the	When the Company acquires or disposes real property or right-of-use assets thereof from or to a related party, or when it intends to acquire or dispose of assets other than real property or right-of-use assets thereof from or to a related party and the transaction amount reaches 20 percent or more of paid-in capital, 10 percent or more of the	The amendments were made in accordance to the provisions of the ruling letter Jin-Guan-Zheng-Fa-Zi No. 1110380465 issued by the

Clause	Before amendment	After amendment	Note
	<p>Company's total assets, or NT\$300 million or more, except in trading of domestic government bonds or bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises, the Company may not proceed to enter into a transaction contract or make a payment until the following matters have been approved by the Audit Committee and the Board of Directors:</p> <p>I. The purpose, necessity, and expected return of/from the acquisition or disposition of assets.</p> <p>II. The reason for choosing a related party as the counterparty.</p> <p>III. With respect to the acquisition of real property or right-of-use assets thereof from a related party, information regarding appraisal of the reasonableness of the preliminary transaction terms in accordance with Article 17 and Article 17-1.</p> <p>IV. Information on the original date of acquisition of the assets by the related party and the price, the counterparty and its relation to the related party and the Company.</p> <p>V. The projection of cash flows from the month the agreement is made in one year ahead with assessment of the necessity of the transaction and the reasonableness of capital utilization.</p> <p>VI. The appraisal reports issued by professional appraisal</p>	<p>Company's total assets, or NT\$300 million or more, except in trading of domestic government bonds or bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises, the Company may not proceed to enter into a transaction contract or make a payment until the following matters have been approved by the Audit Committee and the Board of Directors:</p> <p>I. The purpose, necessity, and expected return of/from the acquisition or disposition of assets.</p> <p>II. The reason for choosing a related party as the counterparty.</p> <p>III. With respect to the acquisition of real property or right-of-use assets thereof from a related party, information regarding appraisal of the reasonableness of the preliminary transaction terms in accordance with Article 17 and Article 17-1.</p> <p>IV. Information on the original date of acquisition of the assets by the related party and the price, the counterparty and its relation to the related party and the Company.</p> <p>V. The projection of cash flows from the month the agreement is made in one year ahead with assessment of the necessity of the transaction and the reasonableness of capital utilization.</p> <p>VI. The appraisal reports issued by professional appraisal</p>	<p>Financial Supervisory Commission on January 28, 2022. The amendments were made in accordance to the provisions of the ruling letter Jin-Guan-Zheng-Fa-Zi No. 1110380465 issued by the Financial Supervisory Commission on January 28, 2022.</p>

Clause	Before amendment	After amendment	Note
	<p>firms or opinions of certified public accountants as required in Article 15.</p> <p>VII. Restrictions and other important covenants for the transaction concerned.</p> <p>The amounts of transactions mentioned in the preceding Paragraph shall be duly counted based on Article 8. The term “within the preceding year” as set forth herein denotes the one-year-period preceding the date of occurrence of the current transaction. Items which have been submitted to the Audit Committee for review and to the Board of Directors for resolution as required by the procedure need not be counted toward the transaction amount.</p> <p>Any transactions listed below to be entered into between the Company and its parent or subsidiaries, or between the subsidiaries in which it directly or indirectly holds 100% of the issued shares or authorized capital, shall be subject to the final approval of the Board pursuant to Article 5-1 whereby the Chairman shall be authorized to make decision within specific limit and presented in the most recent meeting of the Board for ratification:</p> <p>I. Acquisition or disposal of equipment or right-of-use assets thereof held for business use.</p> <p>II. Acquisition or disposal of real property right-of-use assets held for business use.</p> <p>Where the position of independent director has been created in accordance with the provisions of the Securities and Exchange Act, when a matter is submitted for discussion to the</p>	<p>firms or opinions of certified public accountants as required in Article 15.</p> <p>VII. Restrictions and other important covenants for the transaction concerned.</p> <p>Any transactions listed below to be entered into between the Company and its parent or subsidiaries, or between the subsidiaries in which it directly or indirectly holds 100% of the issued shares or authorized capital, shall be subject to the final approval of the Board pursuant to Article 5-1 whereby the Chairman shall be authorized to make decision within specific limit and presented in the most recent meeting of the Board for ratification:</p> <p>I. Acquisition or disposal of equipment or right-of-use assets thereof held for business use.</p> <p>II. Acquisition or disposal of real property right-of-use assets held for business use.</p> <p>Where the position of independent director has been created in accordance with the provisions of the Securities and Exchange Act, when a matter is submitted for discussion to the</p>	

Clause	Before amendment	After amendment	Note
	<p>Board of Directors pursuant to Paragraph 1, the Board of Directors shall take into full consideration each independent director’s opinions. If an independent director objects to or expresses reservations about any matter, it shall be recorded in the minutes of the Board of Directors meeting.</p> <p>Where an Audit Committee may have been established in accordance with the Securities and Exchange Act, the approval by a simple majority of all members of the Audit Committee is required before presenting to the Board for resolution.</p> <p>The requirement of 10% of the total assets in this procedure shall be based on the amount of total assets as stated in the parent company only or individual financial statements prepared in accordance with the Criteria for Compilation of Financial Reports by Securities Issuers in the most recent fiscal period. If there is no face value for the Company shares, or the face</p>	<p>Board of Directors pursuant to Paragraph 1, the Board of Directors shall take into full consideration each independent director’s opinions. If an independent director objects to or expresses reservations about any matter, it shall be recorded in the minutes of the Board of Directors meeting.</p> <p>Where an Audit Committee may have been established in accordance with the Securities and Exchange Act, the approval by a simple majority of all members of the Audit Committee is required before presenting to the Board for resolution.</p> <p><u>If the Company or a subsidiary thereof that is not a domestic public company will have a transaction set out in Paragraph 1 and the transaction amount will reach 10 percent or more of the Company’s total assets, the Company shall submit the materials in all the subparagraphs of Paragraph 1 to the Shareholders’ Meeting for approval before the transaction contract may be entered into and any payment made. However, this restriction does not apply to transactions between the Company and its parent company or subsidiaries or between its subsidiaries.</u></p> <p>The amounts of transactions mentioned in <u>Paragraph 1 and the preceding Paragraph</u> shall be duly counted based on Article 8. The term “within the preceding year” as set forth herein denotes the one-year-period preceding the date of occurrence of the current transaction. Items that have been submitted to and approved by the <u>Shareholders’ Meeting</u>, Audit Committee, and</p>	

Clause	Before amendment	After amendment	Note
	<p>value per share is not NTD10, the requirement of 20% of the paid-in capital as stated in this procedure shall be based on the 10% of the shareholders' equity attributable to the parent company. The requirement of the transition amount of the paid-in capital reaches NT\$10 billion as stated in this procedure, and shall be based on NT\$20 billion of the shareholders' equity attributable to the parent company.</p>	<p>the Board of Directors need not be counted toward the transaction amount.</p> <p>The requirement of 10% of the total assets in this procedure shall be based on the amount of total assets as stated in the parent company only or individual financial statements prepared in accordance with the Criteria for Compilation of Financial Reports by Securities Issuers in the most recent fiscal period. If there is no face value for the Company shares, or the face value per share is not NTD10, the requirement of 20% of the paid-in capital as stated in this procedure shall be based on the 10% of the shareholders' equity attributable to the parent company. The requirement of the transition amount of the paid-in capital reaches NT\$10 billion as stated in this procedure, and shall be based on NT\$20 billion of the shareholders' equity attributable to the parent company.</p>	

Attachment VIII

MPI Corporation

Comparison Table of the “Parliamentary Rules for Shareholders’ Meetings” Before and After Amendments

Clause	Before amendment	After amendment	Note
Article II	<p>Unless otherwise specified by laws, shareholders’ meetings are to be convened by the Board of Directors.</p> <p>The Company shall compile an electronic file that contains the meeting advice, a proxy form, a detailed agenda of topics to be acknowledged or discussed during the meeting, and notes on the re-election or dismissal of directors and post it onto the Market Observation Post System (MOPS) at least 30 days before an annual general meeting, or 15 days before an extraordinary shareholder meeting. In addition, the Company shall prepare the parliamentary procedure handbook and supplementary materials for the meeting in electronic version and upload the information to MOPS at least 21 days before a regular session or 15 days before a special session of a shareholders’ meeting is scheduled.</p>	<p>Unless otherwise specified by laws, shareholders’ meetings are to be convened by the Board of Directors.</p> <p><u>Changes to how the Company convenes its Shareholders’ Meeting shall be resolved by the Board of Directors, and shall be made no later than mailing of the Shareholders’ Meeting notice.</u></p> <p>The Company shall compile an electronic file that contains the meeting advice, a proxy form, a detailed agenda of topics to be acknowledged or discussed during the meeting, and notes on the re-election or dismissal of directors and post it onto the Market Observation Post System (MOPS) at least 30 days before an annual general meeting, or 15 days before an extraordinary shareholder meeting. In addition, the Company shall prepare the parliamentary procedure handbook and supplementary materials for the meeting in an electronic version and upload the information to MOPS at least 21 days before a regular session or 15 days before a special session of a Shareholders’ Meeting is scheduled. <u>However, in the case of the Company’s paid-in capital reaching NT\$10 billion or more as of the last day of the most recent fiscal year, or in which the aggregate shareholding percentage of foreign investors and mainland Chinese investors has reached 30% or more as recorded in the Shareholders’ register at the time of holding of the Shareholders’ Meeting in the</u></p>	<p>The amendments were made in response to the Letter Zhen-Guei-Jian-Zi No. 11100543771 on March 11, 2022.</p>

Clause	Before amendment	After amendment	Note
	<p>The parliamentary procedure handbooks and supplementary materials of the current Shareholders' Meeting shall be prepared 15 days before the date of the meeting for Shareholders to read at any time. They shall also be displayed in the Company and in the professional shareholder service agent entrusted by the Company.</p>	<p><u>most recent fiscal year, it shall upload the electronic file 30 days prior to the day on which the Shareholders' Meeting is to be held.</u></p> <p>The parliamentary procedure handbooks and supplementary materials of the current Shareholders' Meeting shall be prepared 15 days before the date of the meeting for Shareholders to read at any time. They shall also be displayed in the Company and in the professional shareholder service agent entrusted by the Company.</p> <p><u>The Company shall make the meeting agenda and supplemental meeting materials in the preceding paragraph available to Shareholders for review in the following manner on the date of the Shareholders' Meeting:</u></p> <ol style="list-style-type: none"> <u>1. For physical Shareholders' Meetings, to be distributed on-site at the meeting.</u> <u>2. For hybrid Shareholders' Meetings, to be distributed on-site at the meeting and shared on the virtual meeting platform.</u> <u>3. For virtual-only Shareholders' Meetings, electronic files shall be shared on the virtual meeting platform.</u> 	
Article III	<p>(Omitted)</p> <p>Each Shareholder may present the Authorization of Proxy document prepared by the Company with the scope of authorization defined to appoint a proxy to attend each session of the Shareholders' Meeting. One shareholder may appoint one proxy and present one authorization of proxy and such document shall be delivered to</p>	<p>(Omitted)</p> <p>Each Shareholder may present the Authorization of Proxy document prepared by the Company with the scope of authorization defined to appoint a proxy to attend each session of the Shareholders' Meeting. One shareholder may appoint one proxy and present one authorization of proxy and such document shall be delivered to</p>	<p>The amendments were made in response to the Letter Zhen-Guei-Jian-Zi No. 11100543771 on March 11, 2022.</p>

Clause	Before amendment	After amendment	Note
	<p>the Company 5 days prior to the scheduled date of the shareholders' meeting. Where duplicate copies of the authorization of proxy are delivered, the earliest one delivered shall prevail unless a declaration is made to cancel the earlier appointment of proxy. After the delivery of the authorization of proxy to the Company, any shareholder who desires to attend the meeting in person or cast the vote in written or electronic form shall inform the Company for the revocation of the authorization in writing 2 days prior to the scheduled date of the meeting. In the event of any such notice sent beyond the time limit, votes cast by the proxy at the meeting shall prevail.</p> <p>Notice to the Company for revocation of the authorization of proxy shall be made in writing. For the expression of such intent beyond the deadline, the vote cast by the proxy in the meeting under the authorization shall prevail.</p>	<p>the Company 5 days prior to the scheduled date of the shareholders' meeting. Where duplicate copies of the authorization of proxy are delivered, the earliest one delivered shall prevail unless a declaration is made to cancel the earlier appointment of proxy. After the delivery of the authorization of proxy to the Company, any shareholder who desires to attend the meeting in person or cast the vote in written or electronic form shall inform the Company for the revocation of the authorization in writing 2 days prior to the scheduled date of the meeting. In the event of any such notice sent beyond the time limit, votes cast by the proxy at the meeting shall prevail.</p> <p><u>After a proxy form has been delivered to the Company, if the Shareholder intends to attend the meeting in person or to exercise voting rights by correspondence or electronically, a written notice of proxy cancellation shall be submitted to the Company two business days before the meeting date.</u> If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.</p>	
Article IV		<p><u>The Company shall specify in its Shareholders' Meeting notices the time during which attendance registrations for Shareholders, solicitors and proxies (collectively "Shareholders") will be accepted, the place to register for attendance, and other matters for attention.</u></p> <p><u>The time during which Shareholder attendance registrations will be accepted, as stated in the preceding paragraph, shall be at least 30</u></p>	<p>The amendments were made in response to the Letter Zhen-Guei-Jian-Zi No. 11100543771 on March 11, 2022.</p>

Clause	Before amendment	After amendment	Note
	<p>The Company shall present the parliamentary handbook, annual report, attendance card, speech memo, ballots, and other materials for the meeting to shareholders attending the meeting. If there is an election of directors to be held, attach a ballot for such purpose.</p> <p>The shareholders shall bring with them the attendance card, sign-in card, or other certificates of attendance. The Company shall not arbitrarily require any additional identification documents as certificates of</p>	<p><u>minutes prior to the time the meeting commences.</u></p> <p><u>The place at which attendance registrations are accepted shall be clearly marked and a sufficient number of suitable personnel assigned to handle the registrations. For virtual Shareholders' Meetings, Shareholders may begin to register on the virtual meeting platform 30 minutes before the meeting starts. Shareholders completing registration will be deemed as attending the Shareholders' Meeting in person.</u></p> <p>The shareholders shall bring with them the attendance card, sign-in card, or other certificates of attendance. The Company shall not arbitrarily require any additional identification documents as certificates of attendance from the shareholders. Persons requesting for authorization of proxy shall bring their ID documents for confirmation.</p> <p><u>The Company shall furnish the attending Shareholders with an attendance book to sign, or attending Shareholders may hand in a sign-in card in lieu of signing in.</u></p> <p>The Company shall present the parliamentary handbook, annual report, attendance card, speech memo, ballots, and other materials for the meeting to shareholders attending the meeting. If there is an election of directors to be held, attach a ballot for such purpose.</p> <p>Where the shareholders may be the government or institutions, more than one representative may be assigned to attend the meeting.</p> <p><u>In the event of a virtual Shareholders' Meeting,</u></p>	

Clause	Before amendment	After amendment	Note
	<p>attendance from the shareholders. Persons requesting for authorization of proxy shall bring their ID documents for confirmation.</p> <p>Where the shareholders may be the government or institutions, more than one representative may be assigned to attend the meeting.</p>	<p><u>Shareholders wishing to attend the meeting online shall register with the Company two days before the meeting date.</u></p> <p><u>In the event of a virtual Shareholders' Meeting, the Company shall upload the meeting agenda book, Annual Report and other meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.</u></p>	
<p>Article IV -1</p>	<p>(Added)</p>	<p><u>To convene a virtual Shareholders' Meeting, the Company shall include the following particulars in the Shareholders' Meeting notice:</u></p> <ol style="list-style-type: none"> <u>1. How Shareholders attend the virtual meeting and exercise their rights.</u> <u>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:</u> <ol style="list-style-type: none"> <u>(1) To what time the meeting is postponed or from what time the meeting will resume if the above obstruction continues and cannot be removed, and the date to which the meeting is postponed or on which the meeting will resume.</u> <u>(2) Shareholders not having registered to attend the affected virtual Shareholders' Meeting shall not attend the postponed or resumed session.</u> <u>(3) In the case of a hybrid Shareholders'</u> 	<p>The amendments were made in response to the Letter Zhen-Guei-Jian-Zi No. 11100543771 on March 11, 2022.</p>

Clause	Before amendment	After amendment	Note
		<p><u>Meeting, when the virtual meeting cannot be continued, if the total number of shares represented at the meeting, after deducting those represented by Shareholders attending the virtual Shareholders' Meeting online, meets the minimum legal requirement for a Shareholders' Meeting, then the Shareholders' Meeting shall continue. The shares represented by Shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by Shareholders present at the meeting, and the Shareholders attending the virtual meeting online shall be deemed abstaining from voting on all proposals on the meeting agenda of that Shareholders' Meeting.</u></p> <p><u>(4) Actions to be taken if the outcome of all proposals has been announced and an extraordinary motion has not been carried out.</u></p> <p><u>3. To convene a virtual-only Shareholders' Meeting, appropriate alternative measures available to Shareholders with difficulties in attending a virtual Shareholders' Meeting online shall be</u></p>	

Clause	Before amendment	After amendment	Note
		<u>specified.</u>	
Article V	Shares and votes shall be the basis for counting the attendees at a shareholders' meeting. The quantity of shares represented by the shareholders attending the meeting shall be based on the information of the sign-in book or the sign-in cards being surrendered, plus the votes representing the shares cast in written or electronic means.	Shares and votes shall be the basis for counting the attendees at a shareholders' meeting. The quantity of shares represented by the Shareholders attending the meeting shall be based on the information of the sign-in book or the sign-in cards being surrendered, and <u>the shares checked in on the virtual meeting platform,</u> plus the votes representing the shares cast in written or electronic means.	The amendments were made in response to the Letter Zhen-Guei-Jian-Zi No. 11100543771 on March 11, 2022.
Article VI	The place for the shareholders' meeting shall be at the locality of the Company or a place convenient for the shareholders to attend. The time for the meeting shall not be earlier than 9:00 am or later than 3:00 pm.	The venue for a Shareholders' Meeting <u>shall</u> be the premises of the Company, or a place easily accessible to Shareholders and suitable for a Shareholders' Meeting. The meeting may begin no earlier than 9 <u>a.m.</u> and no later than 3 p.m. <u>Full consideration shall be given to the opinions of the independent directors with respect to the place and time of the meeting. The restrictions on the place of the meeting shall not apply when the Company convenes a virtual-only Shareholders' Meeting.</u>	The amendments were made in response to the Letter Zhen-Guei-Jian-Zi No. 11100543771 on March 11, 2022.
Article IX	The minutes of the shareholders' meeting shall be kept on record by voice recording or videotaping. Such minutes of a shareholders' meeting on record shall be retained at least 1 year. If legal action is instituted by shareholders pursuant to Article 189 of the Company Act, the ballots shall be retained until the final ruling of the action.	The minutes of the shareholders' meeting shall be kept on record by voice recording or videotaping. Such minutes of a shareholders' meeting on record shall be retained at least 1 year. If legal action is instituted by shareholders pursuant to Article 189 of the Company Act, the ballots shall be retained until the final ruling of the action. <u>Where a Shareholders meeting is held online, the Company shall keep records of Shareholder registration, sign-in, check-in, questions raised, votes cast and results of votes counted by the Company, and continuously audio and video record, without</u>	The amendments were made in response to the Letter Zhen-Guei-Jian-Zi No. 11100543771 on March 11, 2022.

Clause	Before amendment	After amendment	Note
		<p><u>interruption, the proceedings of the virtual meeting from beginning to end.</u> <u>The information and audio and video recording in the preceding paragraph shall be properly kept by the Company during the entirety of its existence, and copies of the audio and video recordings shall be provided to and kept by the party appointed to handle matters of the virtual meeting.</u> <u>In the case of a virtual Shareholders' Meeting, the Company is advised to audio and video record the back-end operation interface of the virtual meeting platform.</u></p>	
Article X	<p>The Chairman of the Shareholders' Meeting shall announce for the session on the exact time scheduled for the meeting, and announce the number of Shareholders without voting rights and shares represented by present Shareholders at the same time. If however the presence of shareholders at that point of time represent less than one-half of the total outstanding shares, the Chairman may announce to postpone the meeting up to two instances and the total time lapsed cannot exceed one hour. If postponement has been made for twice and the shareholders present in the meeting cannot represent one-half but represent more than one-third of the total outstanding shares, the Chairman shall call off the meeting.</p> <p>In the event of that postponement has been made twice and the shareholders present in the meeting cannot represent one-half but represent</p>	<p>The Chairman of the Shareholders' Meeting shall announce for the session on the exact time scheduled for the meeting, and announce the number of Shareholders without voting rights and shares represented by present Shareholders at the same time. If however the presence of Shareholders at that point of time represent less than one-half of the total outstanding shares, the Chairman may announce to postpone the meeting up to two instances and the total time lapsed cannot exceed one hour. If postponement has been made twice and the Shareholders present in the meeting cannot represent one-half but represent more than one-third of the total outstanding shares, the Chairman shall call off the meeting. <u>In the event of a virtual Shareholders' Meeting, the Company shall also declare the meeting adjourned at the virtual meeting platform.</u> In the event that postponement has been made twice and the Shareholders present in the</p>	<p>The amendments were made in response to the Letter Zhen-Guei-Jian-Zi No. 11100543771 on March 11, 2022.</p>

Clause	Before amendment	After amendment	Note
	<p>more than one-third of the total outstanding shares, Paragraph 1, Article 175 of the Company Act shall be applicable whereby provisional resolution could be made.</p> <p>If the session is still in progress with the eventual presence of Shareholders representing more than half of the total outstanding shares, the Chairman shall refer the provisional resolution to the Shareholders' Meeting for the finalization pursuant to Article 174 of the Company Act.</p>	<p>meeting cannot represent one-half but represent more than one-third of the total outstanding shares, Paragraph 1, Article 175 of the Company Act shall be applicable whereby provisional resolution could be made. All Shareholders shall be notified of the provisional resolution and another Shareholders' Meeting shall be convened within one month. In the event of a virtual Shareholders' Meeting, Shareholders intending to attend the meeting online shall re-register to the Company in accordance with Article 6.</p> <p>If the session is still in progress with the eventual presence of Shareholders representing more than half of the total outstanding shares, the Chairman shall refer the provisional resolution to the Shareholders' Meeting for the finalization pursuant to Article 174 of the Company Act.</p>	
Article XV	<p>After specific shareholder in the meeting has expressed an opinion, the Chairman may respond to the issue personally or appoint specific personnel to respond to the issue.</p>	<p>After specific shareholder in the meeting has expressed an opinion, the Chairman may respond to the issue personally or appoint specific personnel to respond to the issue.</p> <p>Where a virtual Shareholders' Meeting is convened, Shareholders attending the virtual meeting online may raise questions in writing at the virtual meeting platform from the chair declaring the meeting open until the chair declaring the meeting adjourned. No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words. The regulations in the preceding paragraph do not apply. As long as questions so raised in accordance with the preceding paragraph are not in violation of</p>	<p>The amendments were made in response to the Letter Zhen-Guei-Jian-Zi No. 11100543771 on March 11, 2022.</p>

Clause	Before amendment	After amendment	Note
		the regulations or beyond the scope of a proposal, it is advisable the questions be disclosed to the public at the virtual meeting platform.	
Article XVII	<p>Shareholders are entitled to one voting right for the holding of each share except those who are under restriction or have no voting right as stated in Paragraph 2, Article 179 of the Company Act.</p> <p>When the shareholders' meeting is in session, voting rights can be exercised using the electronic method or in writing.</p> <p>Instructions for exercising voting rights in writing or using the electronic form must be clearly stated in the notice for the shareholders' meeting.</p> <p>Shareholders casting their votes in written or electronic means shall be deemed attending the meeting in person but votes on extraordinary motions or amendment to original motions shall be deemed their abstention from voting of these motions.</p> <p>For this reason, the Company should avoid proposing extraordinary motions and amendments to the original motions where possible.</p> <p>Instructions to exercise written and electronic votes shall be delivered to the Company at least 2 days before the shareholders' meeting. In the event of duplicate submissions, the earliest submission shall be taken into record. In case of repeated expression of intent, the initial intent so expressed shall stand unless declaration for the revocation of the previous expression of intent is made.</p> <p>Shareholders who wish to attend the shareholders' meeting in person after exercising their</p>	<p>Shareholders are entitled to one voting right for the holding of each share except those who are under restriction or have no voting right as stated in Paragraph 2, Article 179 of the Company Act.</p> <p>When the shareholders' meeting is in session, voting rights can be exercised using the electronic method or in writing.</p> <p>Instructions for exercising voting rights in writing or using the electronic form must be clearly stated in the notice for the shareholders' meeting.</p> <p>Shareholders casting their votes in written or electronic means shall be deemed attending the meeting in person but votes on extraordinary motions or amendment to original motions shall be deemed their abstention from voting of these motions.</p> <p>For this reason, the Company should avoid proposing extraordinary motions and amendments to the original motions where possible.</p> <p>Instructions to exercise written and electronic votes shall be delivered to the Company at least 2 days before the shareholders' meeting. In the event of duplicate submissions, the earliest submission shall be taken into record. In case of repeated expression of intent, the initial intent so expressed shall stand unless declaration for the revocation of the previous expression of intent is made.</p> <p>Shareholders who wish to attend the Shareholders' Meeting in person or online after exercising</p>	<p>The amendments were made in response to the Letter Zhen-Guei-Jian-Zi No. 11100543771 on March 11, 2022.</p>

Clause	Before amendment	After amendment	Note
	<p>voting rights in writing or using electronic methods are required to withdraw their votes using the same method by which the vote was cast in the first place, and by no later than 2 days before the day of shareholder meeting. The written/electronic vote shall prevail if not withdrawn before the cutoff time. If an expression of intent to vote in written or electronic means has been made and at the same time, a proxy has been appointed to attend the meeting, the votes cast by the proxy in the meeting shall stand.</p>	<p>their voting rights in writing or using electronic methods are required to withdraw their votes using the same method by which the vote was cast in the first place, and by no later than 2 days before the day of Shareholders' Meeting. The written/electronic vote shall prevail if it not withdrawn before the cutoff time. If an expression of intent to vote in written or electronic means has been made and at the same time, a proxy has been appointed to attend the meeting, the votes cast by the proxy in the meeting shall stand.</p>	
Article XXI	<p>Resolution shall be made by a simple majority of the shareholders with voting right in session unless the Company Act or the Articles of Incorporation otherwise specified. At the point of voting, the Chairman or designated personnel shall announce the total number of voting rights represented by the shareholders before proceeding to voting. For motions that have no adverse opinions from the present shareholders upon the inquiry of the Chairman, it shall be as having been passed and the effect shall be the same as casting votes for resolution. For motions that triggered adverse opinions, decision shall be made by voting as stated in preceding paragraphs.</p>	<p>Resolution shall be made by a simple majority of the shareholders with voting right in session unless the Company Act or the Articles of Incorporation otherwise specified. At the point of voting, the Chairman or designated personnel shall announce the total number of voting rights represented by the shareholders before proceeding to voting. For motions that have no adverse opinions from the present shareholders upon the inquiry of the Chairman, it shall be as having been passed and the effect shall be the same as casting votes for resolution. For motions that triggered adverse opinions, decision shall be made by voting as stated in preceding paragraphs.</p> <p><u>When the Company convenes a virtual Shareholders' Meeting, after the chair declares the meeting open, Shareholders attending the meeting online shall cast votes on proposals and elections on the virtual meeting platform before the chair announces the voting session ends or will be deemed abstained</u></p>	<p>The amendments were made in response to the Letter Zhen-Guei-Jian-Zi No. 11100543771 on March 11, 2022.</p>

Clause	Before amendment	After amendment	Note
		<p><u>from voting.</u></p> <p><u>In the event of a virtual Shareholders' Meeting, votes shall be counted at once after the chair announces the voting session ends, and results of votes and elections shall be announced immediately.</u></p> <p><u>When the Company convenes a hybrid Shareholders' Meeting, if Shareholders who have registered to attend the meeting online in accordance with Article 4 decide to attend the physical Shareholders' Meeting in person, they shall revoke their registration two days before the Shareholders' Meeting in the same manner as they registered. If their registration is not revoked within the time limit, they may only attend the Shareholders' Meeting online. When Shareholders exercise voting rights by correspondence or electronic means, unless they have withdrawn the declaration of intent and attended the Shareholders' Meeting online, except for extraordinary motions, they will not exercise voting rights on the original proposals or make any amendments to the original proposals or exercise voting rights on amendments to the original proposal.</u></p>	
Article XXIV	<p>Shareholders' meeting resolutions shall be compiled into detailed minutes, signed or sealed by the chairperson, and distributed to each shareholder no later than 20 days after the meeting. The minutes may be prepared and distributed in electronic form.</p> <p>The Company may distribute the minutes in the preceding Paragraph through public announcement on the MOPS.</p>	<p>Shareholders' meeting resolutions shall be compiled into detailed minutes, signed or sealed by the chairperson, and distributed to each shareholder no later than 20 days after the meeting. The minutes may be prepared and distributed in electronic form.</p> <p>The Company may distribute the minutes in the preceding Paragraph through public announcement on the MOPS.</p>	<p>The amendments were made in response to the Letter Zhen-Guei-Jian-Zi No. 11100543771 on March 11, 2022.</p>

Clause	Before amendment	After amendment	Note
	<p>The content of the minutes of meeting on record shall contain information on the date, month, year, venue, name of chairperson, method of resolution, the process of discussion, the summary and voting result (including statistic votes). In the event of an election of directors, the number of votes won by each candidate shall be disclosed. The same shall be stored as the Company exists.</p> <p>Where the method of resolution as mentioned is the inquiry by the Chairman for opinions from the shareholders and that the shareholders expressed no adverse opinions, specify as “passed at unanimous consent of the shareholders upon the</p>	<p>The content of the minutes of meeting on record shall contain information on the date, month, year, venue, name of chairperson, method of resolution, the process of discussion, the summary and voting result (including statistic votes). In the event of an election of directors, the number of votes won by each candidate shall be disclosed. The same shall be stored as the Company exists.</p> <p><u>Where a virtual Shareholders’ Meeting is convened, in addition to the particulars to be included in the meeting minutes as described in the preceding paragraph, the start time and end time of the Shareholders’ Meeting, how the meeting is convened, the chair’s and secretary’s names, and actions to be taken in the event of disruption to the virtual meeting platform or participation in the meeting online due to natural disasters, accidents, or other force majeure events, and how issues are dealt with shall also be included in the minutes.</u></p> <p><u>When convening a virtual-only Shareholders’ Meeting, other than compliance with the requirements in the preceding paragraph, the Company shall specify in the meeting minutes alternative measures available to Shareholders with difficulties in attending a virtual-only Shareholders’ Meeting online.</u></p> <p>Where the method of resolution as mentioned is the inquiry by the Chairman for opinions from the shareholders and that the shareholders expressed no adverse opinions, specify as “passed at unanimous consent of the shareholders upon the</p>	

Clause	Before amendment	After amendment	Note
	inquiry of the chairman.” In case of adverse opinion from the shareholders, specify the method of voting and the number of votes in favor of the motion and the proportion to the voting rights.	inquiry of the chairman.” In case of adverse opinion from the shareholders, specify the method of voting and the number of votes in favor of the motion and the proportion to the voting rights.	
Article XXV	<p>The Company shall prepare relevant table in designated format the statistical data on the number of shares represented by proxies or parties requesting for representation to the meeting on the day of the shareholder’s meeting and release the data at the venue of the meeting.</p> <p>Where the motions for resolutions may involve materiality under applicable regulations or Taiwan Stock Exchange Corporation (Taipei Exchange, TPEx (Gre Tai Securities Market, GTSM)), the Company shall upload the</p>	<p>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, <u>and the number of shares represented by Shareholders attending the meeting by correspondence or electronic means</u>, and shall make an express disclosure of the same at the place of the Shareholders’ Meeting. <u>In the event a virtual Shareholders’ Meeting, the Company shall upload the above meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting. During the Company’s virtual Shareholders Meeting, when the meeting is called to order, the total number of shares represented at the meeting shall be disclosed on the virtual meeting platform. The same shall apply whenever the total number of shares represented at the meeting and a new tally of votes is released during the meeting.</u></p> <p>Where the motions for resolutions may involve materiality under applicable regulations or Taiwan Stock Exchange Corporation (Taipei Exchange, TPEx (Gre Tai Securities Market, GTSM)), the Company shall upload the</p>	<p>The amendments were made in response to the Letter Zhen-Guei-Jian-Zi No. 11100543771 on March 11, 2022.</p>

Clause	Before amendment	After amendment	Note
	information to MOPS within stipulated time.	information to MOPS within stipulated time.	
Article XXVI	(Added)	<u>In the event of a virtual Shareholders' Meeting, the Company shall disclose real-time results of votes and elections immediately after the end of the voting session on the virtual meeting platform according to the regulations, and this disclosure shall continue at least 15 minutes after the chair has announced the meeting adjourned.</u>	The amendments were made in response to the Letter Zhen-Guei-Jian-Zi No. 11100543771 on March 11, 2022.
Article XXVII	(Added)	<u>When the Company convenes a virtual-only Shareholders' Meeting, both the chair and secretary shall be in the same domestic location, and the chair shall declare the address of their location when the meeting is called to order.</u>	The amendments were made in response to the Letter Zhen-Guei-Jian-Zi No. 11100543771 on March 11, 2022.
Article XXVIII	(Added)	<u>In the event of a virtual Shareholders' Meeting, the Company may offer a simple connection test to Shareholders prior to the meeting, and provide relevant real-time services before and during the meeting to help resolve communication technical issues.</u> <u>In the event of a virtual Shareholders' Meeting, when declaring the meeting open, the chair shall also declare, unless under a circumstance where a meeting is not required to be postponed to or resumed at another time under Article 44-20, Paragraph 4 of the Regulations Governing the Administration of Shareholder Services of Public Companies, if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents, or other force majeure events before the chair has announced the meeting adjourned, and the</u>	The amendments were made in response to the Letter Zhen-Guei-Jian-Zi No. 11100543771 on March 11, 2022.

Clause	Before amendment	After amendment	Note
		<p><u>obstruction continues for more than 30 minutes, the meeting shall be postponed to or resumed on another date within five days, in which case Article 182 of the Company Act shall not apply. For a meeting to be postponed or resumed as described in the preceding paragraph, Shareholders who have not registered to participate in the affected Shareholders' Meeting online shall not attend the postponed or resumed session. For a meeting to be postponed or resumed under the second paragraph, the number of shares represented by, and voting rights and election rights exercised by the Shareholders who have registered to participate in the affected Shareholders' Meeting and have successfully signed into the meeting, but do not attend the postponed or resumed session, at the affected Shareholders' Meeting, shall be counted towards the total number of shares, number of voting rights and number of election rights represented at the postponed or resumed session. During a postponed or resumed session of a Shareholders' Meeting held under the second paragraph, no further discussion or resolution is required for proposals for which votes have been cast and counted and results have been announced, or list of elected directors and supervisors.</u></p> <p><u>When the Company convenes a hybrid Shareholders' Meeting, and the virtual meeting cannot continue as described in second paragraph, if the total number of shares represented at the meeting, after deducting those represented by Shareholders</u></p>	

Clause	Before amendment	After amendment	Note
		<p><u>attending the virtual Shareholders' Meeting online, still meets the minimum legal requirement for a Shareholder 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 online shall be counted towards the total number of shares represented by Shareholders present at the meeting, provided these Shareholders shall be deemed abstaining from voting on all proposals on 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 Article 44-20, Paragraph 7 of the Regulations Governing the Administration of Shareholder Services of Public Companies. For dates or period set forth under Article 12, second half, and Article 13, Paragraph 3 of Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, and Article 44-5, Paragraph 2, Article 44-15, and Article 44-17, Paragraph 1 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall handle the matter based on the date of the Shareholders' Meeting that is</u></p>	

Clause	Before amendment	After amendment	Note
		<u>postponed or resumed under the second paragraph.</u>	
Article XXIX	(Added)	<u>When convening a virtual-only Shareholders' Meeting, the Company shall provide appropriate alternative measures available to Shareholders with difficulties in attending a virtual Shareholders' Meeting online.</u>	The amendments were made in response to the Letter Zhen-Guei-Jian-Zi No. 11100543771 on March 11, 2022.
Article XXX	Article XXVII The Rules were instituted on March 5, 2001 under the resolution of the Board of Directors and ratification of a shareholders' meeting for coming into full force. The same shall apply, where the Rules are amended. (Omitted)	The Rules were instituted on March 5, 2001 under the resolution of the Board of Directors and ratification of a shareholders' meeting for coming into full force. The same shall apply, where the Rules are amended. (Omitted) <u>The 9th amendment was made on March 24, 2022 under the resolution of the Board of Directors and presented to the Shareholders' Meeting for ratification on June 15, 2022.</u>	Modification to the article order and <u>Addition of the date of the last amendment.</u>

Appendix I

MPI Corporation Articles of Incorporation (before the amendments)

Chapter One General Provisions

- Article I: The Company has been duly incorporated in accordance with the Company Act and titled MPI Corporation.
The English name is MPI CORPORATION.
- Article II: The Company is engaged in the principal business specified below:
- I. CB01010 Machinery and Equipment Manufacturing.
 - II. CC01080 Electronic Parts and Components Manufacturing.
 - III. F119010 Wholesale of Electronic Materials.
 - IV. F113050 Wholesale of Computing and Business Machinery Equipment.
 - V. E605010 Computing Equipments Installation Construction.
 - VI. F113010 Wholesale of Machinery.
 - VII. F213080 Retail Sale of Machinery and Equipment.
 - VIII. F401010 International Trade.
 - IX. JE01010 Rental and Leasing
 - X. ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.
- Article III: The Company may make direct investment up to 40% of the paid-in capital and may act as a guarantor in favor of a third party outside the Company for business purpose.
- Article IV: The Company is headquartered in Zhubei City, Hsinchu County, and may establish domestic or overseas branches under the resolution of the Board of Directors, where necessary.

Chapter Two Share Capital

- Article V: The Company has stated capital of NT\$ 1.2 billion (NT\$1,200,000,000) equally divided into 100 million shares (100,000,000) at face value of NT\$ 10 per share. The Board of Directors has been authorized to issue the shares in tranches.
The amount of NT\$ 50 million (NT\$50,000,000) will be retained and this amount is equally split up into 5 million shares (5,000,000) at face value of NT\$ 10 per share for the issuance of stock options. The Board of Directors has been authorized to issue the stock options in tranches.
- Article V-I: In the event the Company shall repurchase its outstanding shares as dictated by law, the Board of Directors shall be authorized for the repurchase.
- Article VI: The Company may issue shares. The issuance of shares by the Company complies with Article 162 of the Company Act. The Company may issue shares without printing physical stock, and shall register these issued shares with a securities depository body in accordance with the regulations of such body.
- Article VII: Any change of the content contained in the shareholders registry shall be prohibited within 60 days prior to a regular session of the General Meeting of Shareholders, or within 30 days prior to a special session of the General Meeting of Shareholders, or within 5 days prior to the dividend or bonus announcement day or the day on which other benefits are released.

Chapter Three Shareholders' Meetings

- Article VIII: The Meeting of Shareholders may convene in regular sessions or special sessions. General session will usually be convened once a year within six (6) months after the end of a fiscal year. Special session may be convened at any time as needed. The Company may adopt the system of voting in written or electronic means in a session of the shareholder's meeting and the procedure shall be instituted in accordance with applicable laws.
- Article IX: For any shareholder who is unable to attend the shareholders' meeting in person, the usage of the authorization of proxy shall comply with the "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies" by the competent authority.
- Article X: Shareholders are entitled to one vote for each share of holding, except for holding the shares as specified in Article 179 of the Company Act or unless otherwise the law requires.
- Article XI: Unless applicable laws specified otherwise, resolutions of the General Meeting of Shareholders shall be made by a simple majority of the shareholders representing more than half of the total outstanding shares in the meeting, or at the unanimous consent of the shareholders who are present in the meeting.

Chapter Four Directors and Audit Committee

- Article XII: The Company shall appoint 5 to 11 directors for a term of office for 3 years via the candidate nomination system. They shall be elected by the Shareholders' Meeting from the list of candidates for directors and may be reelected for a second term of office.
- Of all the seats of directors as mentioned, there shall be at least two (2) seats of independent directors who shall be elected from a nomination of candidates system and the number of seats for independent directors shall constitute at least 1/5 of the total seats of directors. The requirements for professional qualifications, shareholdings, part-time constraints, the nomination and election, and other binding matters for independent directors are handled in accordance with the governing provisions of the securities competent authorities.
- The Company shall establish the Audit Committee in accordance with Article 14-4 of the Securities and Exchange Act. The Audit Committee shall be composed entirely of independent directors. It shall not be fewer than three persons in number, one of whom shall be the convener, and at least one of whom shall have accounting or financial expertise. The supervisors shall be discharged on the same date when the Audit Committee is established. The functions to be exercised by supervisors under the Company Act, Securities and Exchange Act, and other laws are passed on to the Audit Committee.
- The Company shall take out directors liability insurance with respect to liabilities resulting from exercising their duties during their term of office. The Board of Directors shall be authorized to handle the insurance matters with full power.
- Article XIII: The Board of Directors shall be organized by the Directors, one of whom shall be elected as the Chairman in a session with the presence of at least two-thirds of the Directors and the consent under a simple majority. A vice chairman shall also be elected likewise. The Chairman shall preside over the sessions of the General Meeting and the Board internally and represents the Company externally.
- Article XIV: In the absence of the Chairman or the Chairman is unable to perform its duties, the proxy shall act in accordance with Article 208 of the Company Act.

The Directors shall attend the sessions of the Board in person, or appoint another Director to attend the meeting by issuing the written proxy and specifying the scope of authority with reference to the subjects to be discussed at the meeting. Each Director may appoint one Director to act as proxy in the meeting.

The Board shall convene with the cause of the session specified in the notice 7 days in advance to the acknowledgment of all directors. In case of emergency, the Board may call for a special session with notice in writing, fax, or e-mail.

The Board may convene via teleconferencing and the Directors participating in the teleconference shall be deemed attending the Board session in person.

Article XV: Unless the Company Act specifies otherwise, resolutions of the Board may be made by a session with the presence of at least half of the seats of Directors and by a simple majority of these Directors.

Article XV-I: The remuneration to the Chairman, Vice Chairman and directors shall be commensurate with their level of participation and contribution to the operation of the Company with reference to domestic and international industry standards, and shall be determined by the Board under authorization.

Article XVI: The Board of Directors shall perform the following functions:

- I. Review and approval of the corporate policy and the development plan in the mid to long term.
- II. Review and supervision of the execution of annual business plan.
- III. Review and approval of budget and account settlement.
- IV. Review and approval of the plan of capitalization and decapitalization of the Company.
- V. Review and approval of the proposal for income distribution or covering loss carried forward.
- VI. Review and approval essential contracts with external parties.
- VII. Review and approval of the Articles of Incorporation and amendment thereto.
- VIII. Review and approval of the Articles of Incorporation and important rules and regulations of the Company.
- IX. Approval of the establishment, reorganization, and revocation of branches.
- X. Approval of major capital spending plans.
- XI. Planning for the acquisition and disposition of vital assets of the company.
- XII. The appointment and dismissal of the general manger and deputy general managers.
- XIII. Execution of the resolutions of the General Meeting of Shareholders.
- XIV. Review and approval of the proposals from the general manager.
- XV. Convention of the General Meeting of Shareholders and report on operation.
- XVI. Any other duties to be performed under law.

Chapter Five Managers

Article XVII: The Company shall employ several managers and the appointment, dismissal, and remuneration of whom shall be carried out pursuant to Article 29 of the Company Act.

Chapter Six Accounting

Article XVIII: At the end of the fiscal year, the Board shall prepare the (I) Operation review; (II) Financial statements; (III) Motions for distribution of earnings or covering of loss carried forward and related document, and submit them in the Annual General Meeting for ratification through the procedures required by laws.

Article XIX: Where the Company retains income before tax after the account settlement, it shall allocate 0.1%-15% thereof as the remuneration to employees, and no more than 3% thereof as the remuneration to directors. However, profits must first be taken to offset against cumulative losses, if any. The remainder, if any, shall be allocated as the remuneration to employees and directors on a pro rata basis as referred to in the preceding paragraph.

The allocation of remuneration to employees and directors shall be resolved and approved by a majority of the directors present at a directors' meeting attended by more than two-thirds of the whole directors, and reported to a shareholders' meeting.

The remuneration for employees may be paid in the form of stock or in cash.

Employees entitled to receive the distribution includes those of the holding or the affiliated companies who meet specified requirements established by the Board of Directors with authorization. If the Company has a profit in the total final account of a fiscal year, it shall first pay the taxes, make up any losses from past years, and then make contribution of 10% as the statutory reserve unless the statutory reserve reaches the amount of the Company paid-in capital. After appropriating or reversing a special reserve in accordance with the laws and regulations, the proposal for the distribution of the profits concerning the balance along with the accumulative undistributed profit is formulated by the Board of Directors, and submitted to the shareholder's meeting for resolution, if issuance of new shares is adopted.

Based on the resolution of a majority of directors at the meeting attended by two-thirds of the total number of directors, the Company shall distribute the dividend and bonus, in whole or in part, in the form of cash and report to the shareholders' meeting.

Article XX: The Company is now at the growth stage of industrial development. As such, the dividend policy shall be conditioned by the investment environment, capital needs, domestic and international competition, and capital budgeting of the Company at present moment and in the futures. Shareholders interest, balance of dividend payment and long-term financial planning shall also be considered with the Board of Directors to design the plans for income distribution annually as required by law, and present before the shareholders' meeting for ratification.

The earnings will be allocated in the form of cash dividend or stock dividend, subject to the funding demand and level of dilution of EPS. The cash dividend to be allocated, if any, shall be no less than 10% of the total stock dividend.

Chapter Seven Supplementary Provisions

Article XXI: Anything not covered by these Articles of Incorporation shall be governed by the Company Act and other applicable legal rules.

Article XXII: Instituted on July 20, 1995.

Amendment was made for the 1st instance on September 20, 1996.

Amendment was made for the 2nd instance on January 9, 1998.

Amendment was made for the 3rd instance on September 11, 1998.

Amendment was made for the 4th instance on January 4, 1999.

Amendment was made for the 5th instance on June 1, 2000.

Amendment was made for the 6th instance on April 16, 2001.

Amendment was made for the 7th instance on December 12, 2001.

Amendment was made for the 8th instance on April 18, 2002.

Amendment was made for the 9th instance on June 3, 2004.

Amendment was made for the 10th instance on June 3, 2005.

Amendment was made for the 11th instance on June 23, 2006.

Amendment was made for the 12th instance on December 28, 2006.
Amendment was made for the 13th instance on June 15, 2007.
Amendment was made for the 14th instance on June 6, 2008.
Amendment was made for the 15th instance on June 15, 2010.
Amendment was made for the 16th instance on June 17, 2011.
Amendment was made for the 17th instance on June 17, 2014.
Amendment was made for the 18th instance on June 12, 2015.
Amendment was made for the 19th instance on June 16, 2016.
Amendment was made for the 20th instance on June 13, 2017.
Amendment was made for the 21st instance on June 12, 2018.
Amendment was made for the 22nd instance on June 11, 2019.
Amendment was made for the 23rd instance on June 15, 2020.

MPI Corporation
Chairman: Ko, Chang-Lin

Appendix II

MPI Corporation

Parliamentary Rules for Shareholders' Meetings (before the amendments)

- Article I: The shareholders' meeting shall be governed by this Procedure unless the law otherwise specified.
- Article II: Unless otherwise specified by laws, Shareholders' Meetings are to be convened by the Board of Directors.
- The Company shall compile an electronic file that contains the meeting advice, a proxy form, a detailed agenda of topics to be acknowledged or discussed during the meeting, and notes on the re-election or dismissal of directors and post it onto the Market Observation Post System (MOPS) at least 30 days before an annual general meeting, or 15 days before an extraordinary shareholder meeting. In addition, the Company shall prepare the parliamentary procedure handbook and supplementary materials for the meeting in electronic version and upload the information to MOPS at least 21 days before a regular session or 15 days before a special session of a shareholders' meeting is scheduled. The parliamentary procedure handbooks and supplementary materials of the current shareholders' meeting shall be prepared 15 days before the date of the meeting for shareholders to read at any time. They shall also be displayed in the Company and in the professional shareholder service agent entrusted by the Company, and shall be distributed at the meeting.
- The aforementioned notice and announcement shall contain information on the cause of the session, and may be made in electronic form at the consent of the respondents. Election or dismissal of directors, amendments to Articles of Incorporation, capital reduction, application for termination of public offering, relief of directors from non-competition restriction, recapitalization of earnings, recapitalization of capital surplus, dissolution, merger or divestment of the Company, and any issues listed in Paragraph 1, 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 Regulations Governing the Offering and Issuance of Securities by Securities Issuers, and the main contents thereof, must be notified in advance as part of the meeting agenda, and can not be raised in the form of an extraordinary motion.
- Where the cause of convening the meeting has specified re-election of the whole directors and the date of appointment, the date of appointment may not be changed via an extraordinary motion or in any other manner at the same meeting upon completion of the re-election.
- A Shareholder who holds more than 1% of the aggregate total of outstanding shares may pose a motion in writing to the Company's Annual General Meeting but the proposal shall be confined to only one issue. Additional motions will not be included in the agenda of the meeting, For proposal of motions pertinent to any conditions as specified in Article 172-1, Paragraph 4 of the Company Act may be declined by the Board for including into the agenda. Any proposal which the shareholder may submit to urge the Company to enhance the public interest or fulfill its social responsibility shall be confined to only one issue according to Article 172-1 of the Company Act procedurally. Additional proposals will not be included into the agenda of the meeting.
- The Company shall, by the book closure date before the date of an annual general meeting, announce the opening of proposal submission from shareholders, acceptance of submission in writing or in an electronic form, where shareholders

shall submit their proposals, and the submission period. The submission period shall be 10 or more days.

Each motion is limited to 300 words or it will not be included into the agenda. Shareholders shall attend the regular session of a shareholders' meeting in person or appoint a proxy to attend and engaged in the discussion of the motion being proposed.

The Company shall inform any shareholder who has submitted a proposal of the result of review of the proposal before the date when the notice of the shareholders' meeting is sent, and list the motions meeting the requirements of this Article into the meeting notice. For motions proposed by shareholders not being listed into the agenda, the Board shall explain the reasons for excluding such motions as a part of the agenda.

- Article III: Each shareholder may present the authorization of proxy document prepared by the Company with the scope of authorization defined to appoint a proxy to attend each session of the shareholders' meeting. One shareholder may appoint one proxy and present one authorization of proxy and such document shall be delivered to the Company 5 days prior to the scheduled date of the shareholders' meeting. Where duplicate copies of the authorization of proxy are delivered, the earliest one delivered shall prevail unless a declaration is made to cancel the earlier appointment of proxy. After the delivery of the authorization of proxy to the Company, any Shareholder who desires to attend the meeting in person or cast a vote in written or electronic form shall inform the Company for the revocation of the authorization in writing 2 days prior to the scheduled date of the meeting. In the event of any such notice sent beyond the time limit at the meeting shall prevail. Notice to the Company for revocation of the authorization of proxy shall be made in writing. For the expression of such intent beyond the deadline, the vote cast by the proxy in the meeting under the authorization shall prevail.
- Article IV: The Company shall present the parliamentary handbook, Annual Report, attendance card, speech memo, ballots, and other materials for the meeting to Shareholders attending the meeting, and, if there is an election of Directors to be held, a ballot for such purpose.
The shareholders shall bring with them the attendance card, sign-in card, or other certificates of attendance. The Company shall not arbitrarily require any additional identification documents as certificates of attendance from the shareholders. Persons requesting for authorization of proxy shall bring their ID documents for confirmation.
Where the shareholders may be the government or institutions, more than one representative may be assigned to attend the meeting.
- Article V: Shares and votes shall be the basis for counting the attendees at a shareholders' meeting. The quantity of shares represented by the shareholders attending the meeting shall be based on the information of the sign-in book or the sign-in cards being surrendered, plus the votes representing the shares cast in written or electronic means.
- Article VI: The place for the shareholders' meeting shall be at the locality of the Company or a place convenient for the shareholders to attend. The time for the meeting shall not be earlier than 9:00 am or later than 3:00 pm of the day.

- Article VII: Where the Board of Directors may call for the shareholders' meeting, the Chairman shall preside over the meeting. In the absence of the Chairman or the Chairman cannot perform its duties, the Vice Chairman shall act on behalf of and in the name of the Chairman to preside over the meeting. Where there is no seat of a vice chairman, in the absence of the Vice Chairman or where the Vice Chairman cannot perform his duties, the Chairman shall appoint an agent to preside over the meeting, or, the Directors shall nominate one among themselves to preside over the meeting. Where an entitled third party other than the Board of Directors may call for the shareholders' meeting, such party shall preside over the meeting. In case there are two entitled parties calling for the meeting, one of them shall be nominated to preside over the meeting.
- Article VIII: The Company may appoint attorneys, certified public accountants or related personnel to attend the shareholders' meeting as observers. Personnel administering the shareholders' meeting shall wear ID badge or arm badge at the venue of the meeting.
- Article IX: The minutes of the shareholders' meeting shall be kept on record by voice recording or videotaping. Such minutes of a shareholders' meeting on record shall be retained for at least 1 year. If legal action is instituted by shareholders pursuant to Article 189 of the Company Act, the ballots shall be retained until the final ruling of the action.
- Article X: The Chairman of the Shareholders' Meeting shall announce for the session on the exact time scheduled for the meeting, and announce the number of Shareholders without voting right and shares represented by present Shareholders at the same time. If however the presence of shareholders at that point of time represent less than one-half of the total outstanding shares, the Chairman may announce to postpone the meeting up to two instances and the total time lapsed cannot exceed one hour. If postponement has been made for twice and the shareholders present in the meeting cannot represent one-half but represent more than one-third of the total outstanding shares, the Chairman shall call off the meeting. In the event of that postponement has been made twice and the shareholders present in the meeting cannot represent one-half but represent more than one-third of the total outstanding shares, Paragraph 1, Article 175 of the Company Act shall be applicable whereby provisional resolution could be made. If the session is still in progress with the eventual presence of shareholders representing more than half of the total outstanding shares, the Chairman shall refer the provisional resolution to the shareholders' meeting for the finalization pursuant to Article 174 of the Company Act.
- Article XI: Where 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 provision referred to above is applicable even when the shareholders' meeting is convened by other than the Board of Directors.

Besides motions listed in the agenda, any other motions, amendment or alternative motions of the original motions proposed by the shareholders shall have the support of other shareholders.

Before the parliamentary procedure is accomplished in accordance with the agenda (including the impromptu motions) as stated in the preceding two paragraphs, the Chairman cannot announce for the adjournment of the meeting unless at the resolution of the shareholders in session. However, the Chairman may announce for the adjournment of the meeting for maintaining order of the session, or there is something that cannot allow for the smooth progress of the meeting.

After the meeting is adjourned, shareholders cannot nominate another chairman or seek another venue for the continuation of the meeting.

The chairperson shall offer adequate opportunities for explanation and discussion on the motions and amendments or extraordinary motions brought up by shareholders. Where the chairperson thinks the motions and amendments or extraordinary motions brought up by shareholders is ready to be voted, the chairperson may proclaim the closure of discussion and proceed to vote.

Article XII: Before a shareholder who is present in the meeting may take the floor, he or she shall prepare the speech memo by specify the summary and the shareholder account number (or attendance card number) and account title. The Chairman shall then arrange for the priority of the shareholders to deliver their speeches.

Shareholders who have just prepared the speech memo without taking the floor for delivery of speech shall be deemed no delivery of speech. In case the content of the speech delivered on the floor is irrelevant with the content in the speech memo, the latter shall prevail.

When a shareholder has the floor, all other shareholders shall not interfere unless at the consent of the Chairman or the shareholder who is taking the floor. Any unrestrained action shall be discouraged by the Chairman.

Article XIII: Each shareholder may express their opinion on a particular motion twice only, unless otherwise approved by the Chairman and the duration of each instance of expression of opinion shall be up to 5 minutes.

The Chairman shall prevent further speech of a particular shareholder who violates the aforementioned requirements or where the content of the speech is irrelevant to the motion in point.

Article XIV: Where a juridical person may be appointed as a proxy to attend the shareholders' meeting, it may appoint only one representative to attend the meeting.

For corporate shareholders appointing two (2) or more representatives to the shareholder's meeting, only one representative may express opinions on the same motion.

Article XV: After specific shareholder in the meeting has expressed an opinion, the Chairman may respond to the issue personally or appoint specific personnel to respond to the issue.

Article XVI: Shares shall be the basis for counting the votes at a shareholders' meeting. For resolution of the shareholder's meeting, the number of shares held by shareholders without voting rights is excluded as a part of the total outstanding shares.

For motions where specific shareholders have a conflict of interest with the

Company, these shareholder shall be excused from voting and cannot acting as the proxy of another shareholder to exercise the voting right.

The number of shares bearing no voting right is excluded from the quantity of shares represented by shareholders attending the meeting in the calculation.

If particular person who has been appointed by two (2) or more shareholders as proxy to attend the meeting, the voting right being represented under the authorization of proxy shall not exceed 3% of the total number of outstanding shares bearing voting rights. Any excess voting rights shall not be counted.

Article XVII: Shareholders are entitled to one voting right for the holding of each share except those who are under restriction or having no voting right as stated in Paragraph 2, Article 179 of the Company Act.

When the shareholders' meeting is in session, voting rights can be exercised using the electronic method or in writing. Instructions for exercising voting rights in writing or using the electronic form must be clearly stated in the notice for the shareholders' meeting. Shareholders casting their votes in written or electronic means shall be deemed attending the meeting in person but votes on extraordinary motions or amendments to original motions shall be deemed their abstention from voting of these motions. For this reason, the Company should avoid proposing extraordinary motions and amendments to the original motions where possible.

Instructions to exercise written and electronic votes shall be delivered to the Company at least 2 days before the shareholders' meeting. In the event of duplicate submissions, the earliest submission shall be taken into record. In case of repeated expression of intent, the initial intent so expressed shall stand unless declaration for the revocation of the previous expression of intent is made.

Shareholders who wish to attend the shareholders' meeting in person after exercising their voting rights in writing or using electronic methods are required to withdraw their votes using the same method by which the vote was cast in the first place, and by no later than 2 days before the day of shareholder meeting. The written/electronic vote shall prevail if not withdrawn before the cutoff time. If an expression of intent to vote in written or electronic means has been made and at the same time, a proxy has been appointed to attend the meeting, the votes cast by the proxy in the meeting shall stand.

Article XVIII: Where the discussion on specific motion has been deemed accomplished, the Chairman shall call the discussion to an end and proceed to voting. If there is no adverse opinion upon the inquiry of the Chairman on the scene, it shall be deemed the motion in point is passed. Where the Chairman may announce to make decision by voting, motions may be referred to voting in the same procedure but votes shall be cast on separate motions.

Article XIX: The Chairman shall appoint the staff to supervise the casting of votes and the counting of votes on condition that such staff is a shareholder. The result of voting shall be announced in the meeting immediately and recorded.

Article XX: The Chairman may announce a recess during the session.

Article XXI: Resolution shall be made by a simple majority of the shareholders with voting right in session unless the Company Act or the Articles of Incorporation otherwise specified.

At the point of voting, the Chairman or designated personnel shall announce the total number of voting rights represented by the shareholders before proceeding to voting. For motions that have no adverse opinions from the present shareholders upon the inquiry of the Chairman, it shall be as having been passed and the effect shall be the same as casting votes for resolution. For motions that triggered adverse opinions, decision shall be made by voting as stated in preceding paragraphs.

Article XXII: Where specific motion may have amendment or a alternative, the Chairman shall refer the amendment or alternative to voting in the same priority as the original motion. If one of these motion, amendment or alternative is being passed, all other options shall be deemed vetoed and no further voting is necessary.

Article XXIII: In the event that an election of directors is held in a session, the election shall follow the procedure and regulations of the Company and the election result shall be announced on the scene, including the names of those elected as directors and the number of votes with which they are elected, and the name list of directors losing the election and number of votes received by them.
The ballots for the aforementioned election shall be kept in the box, sealed and signed by the witness, and retained for at least one year.
If legal action is instituted by shareholders pursuant to Article 189 of the Company Act, the ballots shall be retained until the final ruling of the action.

Article XXIV: Shareholder Meeting resolutions shall be compiled into detailed minutes, signed or sealed by the Chairperson, and disseminated to each Shareholder by no later than 20 days after the meeting.
The minutes may be prepared and distributed in electronic form.
The Company may distribute the minutes in the preceding Paragraph through public announcement on the MOPS.
The content of the minutes of the meeting on record shall contain information on the date, month, year, venue, name of chairperson, method of resolution, the process of discussion, the summary and voting results (including statistic votes). In the event of an election of directors, the number of votes won by each candidate shall be disclosed. The same shall be stored as the Company exists.
Where the method of resolution as mentioned is the inquiry by the Chairman for opinions from the shareholders and that the shareholders expressed no adverse opinions, specify as “passed at unanimous consent of the shareholders upon the inquiry of the chairman.” In case of adverse opinion from the shareholders, specify the method of voting and the number of votes in favor of the motion and the proportion to the voting rights.

Article XXV: The Company shall prepare relevant table in designated format for compilation of the statistical data on the number of shares represented by proxies or parties requesting for representation to the meeting on the day of the shareholder’s meeting and release the data at the venue of the meeting.
Where the motions for resolutions may involve materiality under applicable regulations or Taiwan Stock Exchange Corporation (Taipei Exchange, TPEX (Gre Tai Securities Market, GTSM)), the Company shall upload the information to MOPS within stipulated time.

Article XXVI: Administrative personnel of the shareholder’s meeting shall wear ID badge or arm

badge at the venue of the meeting.

The Chairman may command the marshals (or security guards) to assist with the maintenance of order.

The marshals (or security guards) at the meeting venue assisting with maintenance of order shall wear armbands marked "Marshal." Where the meeting place may be equipped with public address equipment, the Chairman shall stop any speech delivered by shareholders not using the equipment installed by the Company. In the event of insubordination to the correction of the Chairman, obstruction of the progress of the meeting and failure to take corrective action upon persuasion, the respective shareholder shall be escorted by the marshal or security guard to leave the venue on the order of the Chairman.

Article XXVII: This Procedure was instituted on March 5, 2001 under the resolution of the Board of Directors and the ratification of the Shareholders' Meeting for coming into full force. The same procedure shall be applicable to any amendment thereto. Amendment for the 2nd instance was made on March 20, 2006 under the resolution of the Board of Directors and presented to the shareholders' meeting for ratification on June 23, 2006. Amendment for the 3rd instance was made on March 28, 2011 under the resolution of the Board of Directors and presented to the Shareholders' Meeting for ratification on June 17, 2011. Amendment for the 4th instance was made on March 13, 2012 under the resolution of the Board of Directors and presented to the Shareholders' Meeting for ratification on June 15, 2012. Amendment for the 5th instance was made on March 24, 2015 under the resolution of the Board of Directors and presented to the Shareholders' Meeting for ratification on June 12, 2015. Amendment for the 6th instance was made on March 24, 2017 under the resolution of the Board of Directors and presented to the Shareholders' Meeting for ratification on June 13, 2017. Amendment for the 7th instance was made on March 26, 2020 under the resolution of the Board of Directors and presented to the Shareholders' Meeting for ratification on June 15, 2020. Amendment for the 8th instance was made on March 24, 2021 under the resolution of the Board of Directors and presented to the Shareholders' Meeting for ratification on June 15, 2021.

Appendix III

MPI Corporation Current Shareholding of Directors

1. The Company's paid-in capital amounted to NT\$940,783,800, with 94,078,380 outstanding shares.
2. In accordance with Article 26 of the Securities and Exchange Act and Article 2 of the Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies, all directors shall hold no less than 7,526,270 shares.
3. Number of shares held by directors recorded in the roster of Shareholders, individually or in aggregate, as of the book closure date (April 17, 2022) are stated as follows:

Job title	Name	Number of shareholding (share)	Proportion of shareholding
Chairman	MPI Investment Co., Ltd. Corporate representative: Ko, Chang-Lin	8,334,626	8.86%
Director	MPI Investment Co., Ltd. Corporate representative: Steve Chen	8,334,626	8.86%
Director	MPI Investment Co., Ltd. Corporate representative: Scott Kuo	8,334,626	8.86%
Director	Liu, Fang-Sheng	255,471	0.27%
Director	Li, Tu-Cheng	469,349	0.50%
Director	Tsai, Chang-Shou	21,630	0.02%
Independent director	Hsu, Mei-Fang	244,441	0.26%
Independent director	Kao, Chin-Cheng	162,414	0.17%
Independent director	Liao, Da-Ying	0	0.00%
Number (shares) and proportion of shareholding by all Directors		9,487,931	10.08%

Appendix IV

The effect of stock dividend as proposed in this General Meeting on the operation performance and earnings per share of the Company: N/A, as no bonus share distribution was proposed at the meeting.