Stock Code : 3152



# **Advanced Ceramic X Corporation**

# **2021** Annual General Shareholders' Meeting

Meeting Agenda (Translation)

**Time:** June 16, 2021 **Place:** No.165, Hanyang Road, Hsinchu Industrial Park, Hukou Township, Hsinchu County, Taiwan

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# **Advanced Ceramic X Corporation**

# 2021 Annual General Shareholders' Meeting Procedure

- 1. Call Meeting to Order
- 2. Chairman's Address
- 3. Report Items
- 4. Approval Items
- 5. Discussion Items
- 6. Extraordinary Motions
- 7. Meeting Adjournment

## Advanced Ceramic X Corporation 2021 Annual General Shareholders' Meeting Agenda

Time: 9: 00AM, June 16, 2021

Place: No.165, Hanyang Road, Hsinchu Industrial Park, Hukou Township, Hsinchu County, Taiwan

- 1. Call Meeting to Order
- 2. Chairman's Address
- 3. Report Items
  - (1) 2020 Business Report
  - (2) Audit Committee's Review Report of 2020
  - (3) Distribution of directors' and employees' compensation in 2020
  - (4) Amendments of Codes of Ethical Conduct
- 4. Approval Items
  - (1) To accept 2020 Business Report and Financial Statements
  - (2) To approve the proposal for distribution of 2020 earnings
- 5. Discussion Items
  - (1) Amendments of Rules for Election of Directors
- 6. Extraordinary Motions
- 7. Meeting Adjournment

## **Report Items**

## 1. 2020 Business Report

Explanation: The 2020 Business Report is attached on page 6~7, Attachment 1.

## 2. Audit Committee's Review Report of 2020

Explanation: The Audit Committee's Review Report is attached on page 8, Attachment 2.

## 3. Distribution of directors' and employees' compensation in 2020

Explanation: Distribution of NT\$16,635,058 and NT\$55,450,195 in cash as compensation to directors and employees, respectively, have been approved by the meeting of Board of Directors held on February 23, 2021.

## 4. Amendments of Codes of Ethical Conduct

## **Explanation**:

- (1) To comply with the Guidelines for the Adoption of Codes of Ethical Conduct for TWSE/GTSM Listed Companies, it is proposed to amend the Company's Codes of Ethical Conduct.
- (2) A comparison table of the Codes of Ethical Conduct before and after the amendment is attached on page 9, Attachment 3.

## **Approval Items**

# 1. To accept 2020 Business Report and Financial Statements (Proposed by the Board of Directors)

**Explanation**:

- (1) The 2020 Financial Statements were audited by KPMG CPAs, Mei- Yu Tseng and Wan- Yuan Yu. The aforementioned and 2020 Business Report have been approved by the Audit Committee.
- (2) 2020 Business Report, Independent Auditors' Report and the Financial Statements are attached on page 6~7 and 10~17, Attachments 1 and 4.

Resolution:

# 2. To approve the proposal for distribution of 2020 earnings (Proposed by the Board of Directors)

**Explanation**:

- (1) The proposal for distribution of 2020 earnings of the Company has been submitted by the Board of Directors, in accordance with Company Act and the Articles of Incorporation of the Company. The 2020 Earnings Distribution Proposal is attached on page 18, Attachment 5.
- (2) The Company plans to distribute dividends of NT\$745,374,960 to shareholders (Cash dividend NT\$10.80 per share).
- (3)The cash dividend distribution will be calculated to the nearest NT dollar, and the total amount of cash dividends less than NT\$1 was adjusted in accordance with the total amount of cash dividends.
- (4) The record date will be decided by the Chairman of the Board of Directors.
- (5) If the number of total shares outstanding, prior to the ex-dividend date for the distribution, has changed due to the repurchasing of shares by the Company, or the transfer of treasury shares to employees, or the conversion of shares from domestic convertible bonds, or other convertible securities or employee stock options, etc., such that the ratios of the stock dividends and cash dividends are affected and must be adjusted. The Chairman of the Board of Directors is authorized to make such adjustments.

Resolution:

## **Discussion Items**

# **1.** Amendments of Rules for Election of Directors (Proposed by the Board of Directors)

Explanation:

- (1) To comply with the new candidate nomination system for directors, it is proposed to amend the Company's Rules for Election of Directors.
- (2) A comparison table of the Rules for Election of Directors before and after the amendment is attached on page 19~20, Attachment 6.

Resolution:

## **Extraordinary Motions**

**Meeting Adjournment** 

## Attachment 1

## **2020 Business Report**

In 2020, the communications industry benefited from the emerging demand for 4G-to-5G smart phone and Wi-Fi6, driving strongly demand for LTCC (low-temperature cofired ceramics) and generating revenue to a new record high. Looking back at the performance for 2020, ACX's revenue was NT\$2,192,650 thousand, and net profit after tax was NT\$829,866 thousand, with a basic earnings per share of NT\$12.02. Net revenue and net profit increased by 28.4% and 28.3% respectively, compared with the previous year. The overall operating results are mainly attributed to the management effort to grasp the market growth opportunities, so that ACX can growth in profit continually.

ACX is the first design and manufacturing company in Taiwan dedicated to RF front-end devices and modules, providing advanced value-added solutions for wireless communications products using advanced ceramic and circuit design techniques and module packaging technologies. Looking back over the past year, despite the global economic slowdown due to COVID-19, ACX has continued insisting on product innovation and technology upgrades. As transmission volume and transmission rates continue to increase, ACX continues to tap into Internet of Things, wearable and automotive and mmWave related applications in broadband applications, and has successfully developed multi-frequency multi-mode integration components that meet customer needs. In addition, ACX can provide the solutions needed for LTE smart phones due to the continuous upgrade of handsets in China and emerging markets. Furthermore, ACX continues to actively develop a variety of WiFi, NBIoT, mobile-related RF front-end (FEM) modules, system-in-package (SiP) modules, high-power device for base station, and advanced LTCC antenna substrate and filter for 5G mmWave to complement the product portfolio and significantly improve product technology. In this way, ACX hopes to further enhance ACX's long-term competitive advantage.

The world's fifth-generation mobile communication technology (5G) still keeps constantly evolving and 6G could be ready to take off soon. They are expected to bring huge economic benefits. The future demand for automotive networks, Internet of Things, self driving cars and smart cities will also drive the development of 5G and 6G. In the future, ACX will continue to invest in research and development resources and widely deploy wireless communication applications. With advanced core technologies in RF circuit design, material development, process design and product testing, ACX can provide customers with diverse, miniaturized and modular products and services as well as new products from new technology applications in response to the communications market for future development.

Looking forward, the application of wireless products will be more diversified and popularized, and the rapid growth of transmission rate specifications, coupled with the miniaturization of terminal products and the trend of component integration, etc., the market demand of communication applications for RF integrated components and modules required will increase. ACX will continue to focus on the wireless communications arena, providing customers with high value-added integrated services by accelerating technological innovation and product upgrades. With the joint efforts of the team, we will actively develop domestic and foreign customers based on advance R&D technology and production strength, strengthen strategic partnerships, and comprehensively expand the company's operating scale and market share in order to create new business achievements.

With our moderate and pragmatic business philosophy, every colleague will do our best to maximize the company's overall value. And finally, we would like to appreciate for your supporting as usually.

Advanced Ceramic X Corporation Chairman: Shuang De Investment Corporation Representative: Chien-Wen Kuo President: Chien-Wen Kuo CFO: Mei-Lan Peng

## Attachment 2

## Audit Committee's Review Report

The Board of Directors has prepared the Company's 2020 business report, financial statements and earnings distribution proposal. The financial statements were audited by independent auditors, Mei-Yu Tseng and Wan-Yuan Yu, of KPMG with independent auditors' reports issued.

The above-mentioned business report, financial statements and earnings distribution proposal have been reviewed and determined to be correct and accurate by the Audit Committee members of Advanced Ceramic X Corporation. According to Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act, we hereby submit this report.

Advanced Ceramic X Corporation Chairman of the Audit Committee: Shiuh-Kao Chiang February 23, 2021

Comparison Table of the Codes of Ethical Conduct
Before and After Amendment

		Reason of
Before amendment	After amendment	amendment
Article 2	Article 2	In accordance
1. Prevention of conflicts of interest:	1. Prevention of conflicts of interest:	with letter
Conflicts of interest occur when	Conflicts of interest occur when	No.1090338980
personal interest intervenes or is likely	personal interest intervenes or is likely	issued by the FSC
to intervene in the overall interest of the	to intervene in the overall interest of the	5
company, as for example when a	company, as for example when a	
director, supervisor, or managerial	director, supervisor, or managerial	
officer of the company is unable to	officer of the company is unable to	
perform their duties in an objective and	perform their duties in an objective and	
efficient manner, or when a person in	efficient manner, or when a person in	
such a position takes advantage of their	such a position takes advantage of their	
position in the company to obtain	position in the company to obtain	
improper benefits for either themselves	improper benefits for either themselves	
or their spouse, parents, children, or	or their spouse, or relatives within the	
relatives within the second degree of	second degree of kinship.	
kinship.		
The company shall pay special attention	The company shall pay special attention	
to loans of funds, provisions of	to loans of funds, provisions of	
guarantees, and major asset transactions	guarantees, and major asset transactions	
or the purchase (or sale) of goods	or the purchase (or sale) of goods	
involving the affiliated enterprise at	involving the affiliated enterprise at	
which a director, supervisor, or	which a director, supervisor, or	
managerial officer works.	managerial officer works.	
The company shall establish a policy	The company shall establish a policy	
aimed at preventing conflicts of interest,	aimed at preventing conflicts of interest,	
and shall offer appropriate means for	and shall offer appropriate means for	
directors, supervisors, and managerial	directors, supervisors, and managerial	
officers to voluntarily explain whether	officers to voluntarily explain whether	
there is any potential conflict between	there is any potential conflict between	
them and the company.	them and the company.	
(Omitted)	(Omitted)	
7. Encouraging reporting on illegal or	7. Encouraging reporting on illegal or	
unethical activities:	unethical activities:	
The company shall raise awareness of	The company shall raise awareness of	
ethics internally and encourage	ethics internally and encourage	
employees to report to a company	employees to report to a company	
supervisor, managerial officer, chief	supervisor, managerial officer, chief	
internal auditor, or other appropriate	internal auditor, or other appropriate individual upon suspicion or discovery	
individual upon suspicion or discovery of any activity in violation of a law or	of any activity in violation of a law or	
regulation or the code of ethical	regulation or the code of ethical	
conduct. To encourage employees to	conduct. To encourage employees to	
report illegal conduct, the company	report illegal conduct, the company	
shall establish a concrete	shall establish a concrete	
whistle-blowing system and make	whistle-blowing system, allow	
employees aware that the company will	anonymous reporting, and make	
use its best efforts to ensure the safety	employees aware that the company will	
of <u>informants</u> and protect them from	use its best efforts to ensure the safety	
reprisals.	of <u>whistleblowers</u> and protect them	
1	from reprisals.	
(Omitted)	(Omitted)	

### **Independent Auditors' Report**

To the Board of Directors of Advanced Ceramic X Corporation:

#### Opinion

We have audited the financial statements of Advanced Ceramic X Corporation ("the Company"), which comprise the balance sheets as of December 31, 2020 and 2019, and the statements of comprehensive income, changes in equity and cash flows for the years ended December 31, 2020 and 2019, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2020 and 2019, and its financial performance and its cash flows for each of the years then ended, in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the International Financial Reporting Standards, International Accounting Standards, interpretations as well as related guidance endorsed by the Financial Supervisory Commission of the Republic of China.

#### **Basis for Opinion**

We conducted our audit in accordance with the "Regulations Governing Auditing and Certification of Financial Statements by Certified Public Accountants" and the auditing standards generally accepted in the Republic of China. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Certified Public Accountants Code of Professional Ethics in the Republic of China ("the Code"), and we have fulfilled our other ethical responsibilities in accordance with the Code. 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, 2020. 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, the key audit matters we communicated in the auditors' report are as follows:

#### 1. Revenue recognition

Please refer to note 4(11) "Revenue" for accounting principles, and note 6(11) "Operating revenue from contracts with customers" for significant accounts to the financial statements.

#### Description of key audit matter:

Revenue is recognized when the risks and rewards specified in each individual contract with customers are transferred. The Company recognizes revenue depending on the various sales terms in each individual contract with customers to ensure the significant risks and rewards of ownership have been transferred. Therefore, the accuracy and appropriateness of revenue recognition is a key matter when conducting our audit.

#### How the matter was addressed in our audit:

In relation to the key audit matter above, our principal audit procedures included testing the Company's controls surrounding revenue recognition; assessing whether appropriate revenue recognition policies are applied through comparison with accounting standards and understandings the Company's main revenue types, shipping terms, its related sales agreements, and sales terms; on a sample basis, inspecting customers' orders and sales terms and assessing whether the accounting treatment of the sales terms is applied appropriately; performing a test of details of sales revenue for any identified significant sales fluctuations and any significant reversals of revenue through sales discounts and sales returns which incurred within a certain period before and after the balance sheet date; assessing the adequacy of the Company's disclosures of its revenue recognition policy and other related disclosures.

#### 2. Evaluation of inventory

Please refer to note 4(7) "Inventories" for accounting principles, note 5 for valuation of inventories, and note 6(3) "Inventories" for significant accounts to the financial statements.

#### Description of key audit matter:

The inventories are measured at the lower of cost or net realizable value at the reporting date; therefore, the Company needs to use judgments and estimates to determine the net realizable value of the inventory on the financial reporting date. With the rapid development of technology and introduction of new products, these may significantly impact market demand, as well as the products themselves, which can lead to product obsolescence that may result in the cost of inventory to be higher than the net realizable value. Therefore, the impairment of inventory is one of the key areas in our audit.

#### How the matter was addressed in our audit:

Our audit procedures included: evaluating the reasonableness of the assessment policy including data basis, assumptions, functions, and verifying whether it is properly applied; inspecting the assessment on supporting documentation whether the estimation of provision for inventory obsolescence and devaluation loss is accurate; using sampling skills to verify inventory aging or testing age report; assessing whether the inventory allowance rate is reasonable and accurate, And assessing the reasonableness of the provision based on erosion and disposal of the obsolescence inventory.

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

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Financial Reporting Standards, International Accounting Standards, interpretation as well as related guidance endorsed by the Financial Supervisory Commission of the Republic of China, and for such internal control as management determines is necessary to enable the preparation of 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 (inclusive of the Audit Committee) are responsible for overseeing the Company's financial reporting process.

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

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the 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 exercised professional judgment and maintained professional skepticism throughout the audit. We also:

- 1. Identified and assessed the risks of material misstatement of the financial statements, whether due to fraud or error, designed and performed audit procedures responsive to those risks, and obtained 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. Obtained 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. Evaluated the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- 4. Concluded 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 auditor's 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 auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- 5. Evaluated 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.

We communicated 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 identified during our audit.

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

KPMG Taipei, Taiwan (Republic of China) February 23, 2021

#### **Notice to Readers**

The accompanying financial statements are intended only to present the financial position, financial performance, and cash flows in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the International Financial Reporting Standards, International Accounting Standards, interpretations as well as related guidance endorsed by the Financial Supervisory Commission of the Republic of China. The standards, procedures and practices to review such financial statements are those generally accepted and applied in the Republic of China.

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

#### **Advanced Ceramic X Corporation**

**Balance Sheets** 

#### December 31, 2020 and 2019

(Expressed in Thousands of New Taiwan Dollars)

		D	ecember 31, 2	2020	December 31,	2019
	Assets		Amount	%	Amount	%
	Current Assets :					
1100	Cash and Cash Equivalents (Note 6(1))	\$	1,050,489	25	1,727,244	46
1170	Notes and Accounts Receivable, Net (Note 6(2))		233,184	5	178,135	5
1180	Receivables from Related Parties (Note 6(2) and 7)		145,800	3	84,294	2
1310	Inventories (Note 6(3))		173,522	4	117,516	3
1476	Other Current Financial Assets (Note 6(1))		215,975	5	216,237	6
1479	Other Current Assets		34,039	1	25,642	-
			1,853,009	43	2,349,068	62
	Noncurrent Assets :					
1600	Property, Plant and Equipment (Note 6(4), 7 and 8)		2,400,773	56	1,417,742	38
1780	Intangible Assets (Note 6(5))		2,692	-	1,783	-
1840	Deferred Tax Assets (Note 6(8))		7,275	-	9,497	-
1900	Other Noncurrent Assets		34,473	1	-	-
1980	Other Noncurrent Financial Assets		632	-	447	-
1975	Net Defined Benefit Asset- Noncurrent (Note 6(7))		293	-	1,094	-
			2,446,138	57	1,430,563	38
	Total Assets	\$	4,299,147	100	3,779,631	100

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		D	ecember 31, 2	2020	December 31,	2019
	Liabilities and Equity		Amount	%	Amount	%
	Current Liabilities :					
2170	Accounts Payable	\$	111,282	3	50,504	1
2201	Salary and Bonus Payable		145,239	3	120,688	3
2213	Payables to Contractors and Equipment (Note 7)		164,772	4	91,046	3
2230	Income Tax Payable		124,719	3	68,006	2
2399	Other Current Liabilities (Note 6(6) and 7)		191,720	5	137,282	4
			737,732	18	467,526	13
	Noncurrent Liabilities :					
2600	Other Noncurrent Liabilities		16,783	-	14,061	-
			16,783	-	14,061	-
	Total Liabilities		754,515	18	481,587	13
	<b>Equity</b> (Note 6(9)) :					
3100	Capital Stock		690,162	16	690,162	18
3200	Capital Surplus		573,532	13	573,532	15
3300	Retained Earnings		2,280,938	53	2,034,350	54
	Total Equity		3,544,632	82	3,298,044	87
	Total Liabilities and Equity	<u>\$</u>	4,299,147	100	3,779,631	100

## Advanced Ceramic X Corporation Statements of Comprehensive Income

#### Years Ended December 31, 2020 and 2019

(Expressed in Thousands of New Taiwan Dollars)

	2020		2019	
	Amount	%	Amount	%
4100 Net Revenue (Note 6(11) and 7)	\$ 2,192,650	100	1,707,626	100
5000 Cost of Sales (Note 6(3), (7), (13) and 7)	898,597	41	689,886	40
Gross Profit	1,294,053	59	1,017,740	60
<b>Operating Expenses</b> (Note 6(7), (13) and 7):				
6100 Selling and Distribution Expenses	32,370	1	36,450	2
6200 General and Administrative Expenses	94,677	4	78,366	5
6300 Research and Development Expenses	121,671	6	110,403	6
6450 Losses (Gains) on Expected Credit Impairment (Note 6(2))	1,178		(625)	-
	249,896	11	224,594	13
Gross Profit from Operations	1,044,157	48	793,146	47
Non-Operating Income and Expenses :				
7101 Interest Income	7,044	-	14,711	1
7190 Other Income (Note 6(12))	8,406	-	7,286	-
7230 Foreign Exchange Losses, Net	(24,439)	(1)	(9,702)	(1)
7610 Gains on Disposal of Property, Plant and Equipment, Net	1,750		100	_
	(7,239)	(1)	12,395	-
7900 Profit Before Income Tax	1,036,918	47	805,541	47
7950 Less : Income Tax Expense (Note 6(8))	207,052	9	158,876	9
8200 Net Income	829,866	38	646,665	38
8300 Other Comprehensive Income:				
8310 Components of Other Comprehensive Income that Will Not Be Reclassified to Profit or Loss				
8311 Losses on Remeasurements of Defined Benefit Plans				
(Note 6(7))	(1,471)	-	(98)	-
8300 Other Comprehensive Income, Net of Tax	(1,471)	-	(98)	-
8500 Total Comprehensive Income	<u>\$ 828,395</u>	<u>38</u>	<u>646,567</u>	<u>38</u>
<b>Earnings Per Share (Expressed in Dollars)</b> (Note 6(10))				
9750 Basic Earnings Per Share	-	<u>12.02</u>		<u>9.37</u>
9850 Diluted Earnings Per Share	<u>\$ 1</u>	<u>2.01</u>		<u>9.35</u>

## Advanced Ceramic X Corporation

**Statements of Changes in Equity** 

## Years Ended December 31, 2020 and 2019

(Expressed in Thousands of New Taiwan Dollars)

			J			
	Common	Capital	Legal	Undistributed		Capital
	Stock	Surplus	Reserve	Earnings	Subtotal	Surplus
Balance at January 1, 2019	<u>\$ 690,162</u>	573,532	640,414	1,429,249	2,069,663	3,333,357
Net income in 2019	-	-	-	646,665	646,665	646,665
Other Comprehensive Income, Net of Tax			-	(98)	(98)	(98)
Total Comprehensive Income for the Year			-	646,567	646,567	646,567
Appropriation and Distribution of 2018 Earnings :						
Legal Reserve	-	-	75,774	(75,774)	-	-
Cash Dividends			-	(681,880)	(681,880)	(681,880)
Balance at December 31, 2019	690,162	573,532	716,188	1,318,162	2,034,350	3,298,044
Net income in 2020	-	-	-	829,866	829,866	829,866
Other Comprehensive Income, Net of Tax			-	(1,471)	(1,471)	(1,471)
Total Comprehensive Income for the Year			-	828,395	828,395	828,395
Appropriation and Distribution of 2019 Earnings :						
Legal Reserve	-	-	64,666	(64,666)	-	-
Cash Dividends			-	(581,807)	(581,807)	(581,807)
Balance at December 31, 2020	<u>\$ 690,162</u>	573,532	780,854	1,500,084	2,280,938	3,544,632

## **Advanced Ceramic X Corporation**

## **Statements of Cash Flows**

## Years Ended December 31, 2020 and 2019

(Expressed in Thousands of New Taiwan Dollars)

		2020	2019
Cash Flows from Operating Activities :			
Income Before Income Tax	\$	1,036,918	805,541
Adjustments for :			
Depreciation Expense		152,403	147,587
Amortization Expense		1,536	400
Expected Credit Loss(Gain)		1,178	(625)
Interest Income		(7,044)	(14,711)
Gain on Disposal of Property, Plant and Equipment, Net	t	(1,750)	(100)
Provision (Reversal) for Inventory Obsolescence and Devaluation Loss		(1,468)	(7,227)
Total Adjustments to Reconcile Profit		144,855	125,324
Changes in Operating Assets and Liabilities :			
Notes and Accounts Receivable		(55,605)	12,467
Receivables from Related Parties		(62,128)	49,997
Inventories		(54,538)	20,119
Other Operating Current Assets		(8,397)	(6,754)
Net Defined Benefit Assets		(670)	(570)
Accounts Payable		60,778	4,800
Other Operating Current Liabilities			
(Including Salary Payable and Other Current Liabilities)		78,989	4,182
Other Noncurrent Liabilities		2,722	3,584
Total Net Changes in Operating Assets and Liabilities		(38,849)	87,825
Cash Inflow Generated from Operations		1,142,924	1,018,690
Interest Received		7,306	14,981
Income Taxes Paid		(148,117)	(192,656)
Net Cash Flows from Operating Activities		1,002,113	841,015
Cash Flows from Investing Activities		· · ·	
Acquisition of Property, Plant and Equipment		(1,061,708)	(425,861)
Proceeds from Disposal of Property, Plant and Equipment		1,750	100
Decrease (Increase) in Guarantee Deposits		(185)	54
Acquisition of Intangible Assets		(1,500)	(1,500)
Decrease in Other Financial Assets		-	286,100
Increase in Other Noncurrent Assets		(8,100)	-
Increase in Prepaid of Equipment		(27,318)	-
Net Cash Flows Used in Investing Activities		(1,097,061)	(141,107)
Cash Flows from Financing Activities :			, , , , , , , , , , , , , , , , ,
Cash Dividends		(581,807)	(681,880)
Net Cash Flows Used in Financing Activities		(581,807)	(681,880)
Net Increase (Decrease) in Cash and Cash Equivalents		(676,755)	18,028
Cash and Cash Equivalents at the Beginning of Period		1,727,244	1,709,216
Cash and Cash Equivalents at the End of Period	\$	1,050,489	1,727,244

## Advanced Ceramic X Corporation Earnings Distribution Proposal Year 2020

(Unit: New	w Taiwan Dollars)
Unappropriated retained earnings of previous	\$ 671,688,676
Net income of 2020	829,866,443
Less: Adjustments to remeasurement on the net defined benefit liability	(1,470,844)
Adjusted comprehensive income of 2020	828,395,599
Less: 10% provision as legal reserve	(82,839,560)
Retained earnings available for distribution	1,417,244,715
Less: Cash Dividends to Shareholders (Cash dividend NT\$10.80 per share)	(745,374,960)
Unappropriated retained earnings	<u>\$ 671,869,755</u>
Note: Earnings in 2020 are distributed first.	

#### Comparison Table of the Rules for Election of Directors Before and After Amendment

Delo	re and After Amendment	
Before amendment	After amendment	Reason of amendment
Article 8	(Deleted)	In accordance
If a candidate is a shareholder, a voter		with letter
must enter the candidate's account name		No.1090338980
and shareholder account number in the		
"candidate" column of the ballot; for a		issued by the FSC
non-shareholder, the voter shall enter the		
candidate's full name and identity card		
number. However, when the candidate is a		
governmental organization or		
juristic-person shareholder, the name of		
the governmental organization or		
juristic-person shareholder shall be entered		
in the column for the candidate's account		
name in the ballot paper, or both the name		
of the governmental organization or		
juristic-person shareholder and the name		
of its representative may be entered. When		
there are multiple representatives, the		
names of each respective representative		
shall be entered.		
Article 9	Article 8	In accordance
A ballot is invalid under any of the	A ballot is invalid under any of the	with letter
following circumstances:	following circumstances:	No.1090338980
1. The ballot was not prepared by the	1. The ballot was not prepared by <u>a person</u>	issued by the FSC
Company.	with the right to convener.	and article number
2. A blank ballot is placed in the ballot	2. A blank ballot is placed in the ballot	
box.	box.	changed
3. The writing is unclear and	3. The writing is unclear and	
indecipherable or has been altered.	indecipherable or has been altered.	
4. The name of the candidate entered in the	4. The candidate whose name is entered in	
ballot is identical to that of another	the ballot does not conform to the	
shareholder, but no shareholder account	director candidate list.	
number or identity card number is		
provided in the ballot to identify such		
individual.		
5. Other words or marks are entered in	5. Other words or marks are entered in	
addition to the candidate's account name	addition to the number of voting rights	
or shareholder account number (or	allotted.	
identity card number) and the number of		
voting rights allotted.		
6. The candidate whose name is entered in	(Deleted)	
the ballot is a shareholder, but the		
candidate's account name and		
shareholder account number do not		
conform with those given in the		
shareholder register, or the candidate		
whose name is entered in the ballot is a		
non-shareholder, and a cross-check		
shows that the candidate's name and		
identity card number do not match.		
identity our a number do not materi.	<u> </u>	<u> </u>

<ul> <li>7. The number of candidates filled in the ballot exceeding the number of the seats to be elected.</li> <li>8. The total votes cast by the voter exceeding the total voting rights of such voter.</li> </ul>		
Article <u>10</u>	Article 9	Article number
(Omitted)	(Omitted)	changed
Article 1 <u>1</u>	Article 10	Article number
(Omitted)	(Omitted)	changed

## Appendix 1

## Advanced Ceramic X Corporation Articles of Incorporation

#### **Section One – General Provisions**

#### Article 1

The Company shall be incorporated, as a company limited by shares, under the Company Act of the Republic of China, and its English name is Advanced Ceramic X Corporation.

#### Article 2

The scope of business of the Company is as follows:

- 1. F219010 Electronic materials retail sales.
- 2. F113070 Wholesale of Telecom Instruments
- 3. F119010 Electronic materials wholesale trading.
- 4. CC01050 Data storage and processing equipment manufacturing.
- 5. CC01070 Wireless communication machinery and equipment manufacturing.
- 6. CC01080 Electronic parts and components manufacturing.
- 7. F213060 Retail Sale of Telecom Instruments
- 8. ZZ99999 In addition to licensed businesses, the Company may operate any other businesses that are not prohibited or restricted by law.

#### Article 3

The Company shall have its head office in Hsinchu County, Taiwan, Republic of China. Subject to the approval of the Board of Directors, the Company may, if necessary set up branches both inside and outside of the Republic of China.

#### Article 4

Public announcements of the Company shall be made in accordance with Article 28 of the Company Act.

#### Section Two – Capital Stock

#### Article 5

The authorized capital of the Company is NT \$1.5 billion, representing 150 million common shares at a par value of NT \$10 per share. The share certificates of the Company shall be all in registered common stock. The Board of Directors is authorized to issue the unissued shares in installments. NT \$90 million of the aforementioned capital is reserved as 9 million shares worth of stock subscription warrants, to be issued to employees in installments pursuant to the resolution by the Board of Directors.

#### Article 6

The total amount of the Corporation's reinvestment shall not be subject to the restriction in Article 13 of the Company Act.

#### Article 7

The share certificates of the Company shall all be name-bearing share certificates. If the Company decides to print share certificates for shares issued, the share certificates shall be signed by or affixed with the seals of at least three Directors, and authenticated by the competent authorities of the government or the certification organization. The Company may be exempted from printing share certificates if the shares are registered with a domestic securities depository enterprise.

The Company shareholders affairs shall follow "Regulations Governing the Administration of Shareholder Services of Public Companies", relevant laws, rules and regulations of the Republic of China.

#### Section Three – Shareholders' Meeting

#### Article 8

There are two types of company shareholders' meeting: (1) regular meetings – which shall be convened by the Board of Directors within 6 months after the close of each fiscal year, and (2) special meetings – which shall be convened whenever necessary in accordance with the relevant laws, rules and regulations of the Republic of China.

#### Article 9

The shareholders' meeting shall be presided over by the Chairman of the Board of Directors of the Company. In his absence, the Chairman shall appoint a deputy to act in their place; otherwise, one Director shall be designated to preside over the shareholders' meeting. If the shareholders' meeting is convened by a person other than a member of the Board of Directors, the shareholders' meeting shall be chaired by that convener. If there are two or more conveners for the shareholders' meeting, one of them shall be elected to chair the meeting.

#### Article 10

Written notices shall be sent to all shareholders for the convening of shareholders' meetings at least 30 days in advance for regular meetings; and at least 15 days in advance for special meetings. The meeting date, venue and the purpose(s) for convening such shareholders' meeting shall be clearly stated in the meeting notices.

The notice may be given as a means of electronic transmission after obtaining a prior consent from the recipients thereof. Shareholders holding less than 1000 shares shall be notified of the shareholders' meeting by public notice.

#### Article 11

If a shareholder is unable to attend a shareholders' meeting, he/she may appoint a representative to attend it, with a Shareholder Proxy Form issued by the Company, in accordance of the Company Act and the "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies".

#### Article 12

A shareholder shall be entitled to one vote for each share held, except when the shares are restricted shares or are deemed non-voting shares under Article 179, paragraph 2 of the Company Act.

#### Article 13

Except as regulated in the Company Act, shareholders' meetings may be held if attended by shareholders in person or by proxy representing more than 50% of the total issued and outstanding capital stock of the Company, and resolutions shall be adopted at the meeting with the concurrence of a majority of the votes held by shareholders present at the meeting. Shareholders of the Company can vote through the electronic voting system, the details of which shall be handled in accordance with relevant laws and regulations.

The resolutions of the shareholders' meeting shall be recorded in the minutes, and such minutes shall be signed by or sealed with the chop of the Chairman of the meeting. Shareholders shall be notified of the minutes within 20 days after the meeting. The distribution of the minutes above may be disclosed to the shareholders through a public notice.

#### Article 13-1

The Company may apply for an approval of ceasing its status as a public company by shareholders' meeting for review and approval. The present Article shall remain unchanged during the Company's listing in emerging, OTC, and stock exchange markets.

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#### Article 13-2

The Company may transfer stock to employees at a price that is lower than the actual average price of the shares, or the Company may issue employee stock options at a price that is lower than the common stock closing price of the issue date, pursuant to a resolution approved by the majority of total issued shares represented at the shareholders' meeting and the consent of more than two-thirds of the attending shareholders' voting rights.

#### **Section Four – Directors**

#### Article 14

The Company shall have five to eleven Directors. The Board of Directors must have at least three independent directors. Directors shall be elected in the shareholders' meetings. The term of office for Directors shall be three years, and shall be eligible for re-election.

The cumulative voting method shall be used for election of the directors at this Corporation. Each share will have voting rights in number equal to the directors to be elected, and may be cast for a single candidate or split among multiple candidates.

The Company directors shall be elected by adopting candidates nomination system. The nomination of directors and related announcement shall comply with the relevant regulations of the Company Act and Securities and Exchange Act. The independent and non-independent directors shall be elected at the same time, but in separately calculated numbers.

The Company total number of shares that all Directors shall hold should be in accordance with the requirements of the competent authorities.

#### Article 15

The Board of Directors shall be formed by elected Directors and shall have the following responsibilities:

- 1. Preparing business plans.
- 2. Proposing allocation plans of earnings or proposals to recover loss.
- 3. Proposing plans for increasing or decreasing capital.
- 4. Drafting important rules and contracts.
- 5. Appointing or discharging the Company's management.
- 6. Setting up or dissolving branches.
- 7. Compiling Budget Reports and Final Reports.
- 8. Performing other duties authorized by the Company Act or shareholders' meeting.

#### Article 16

The Directors shall elect from among themselves a Chairman of the Board of Directors, and may elect a Vice Chairman of the Board of Directors, by a majority in a meeting attended by over two-thirds of the Directors. The Chairman of the Board of Directors shall have the authority to represent the Company.

#### Article 16-1

Meetings of the Board of Directors shall be called once per quarter, seven days prior to the convening of a meeting of the Board of Directors, notice shall be sent to all directors, specifying the reasons for calling the meeting, though in emergency situations, a meeting may be called whenever necessary. Notice of the convening of a meeting described in the preceding paragraph may be in writing, by fax or by e-mail notification thereof.

#### Article 17

Meetings of the Board of Directors shall be convened by the Chairman of the Board of Directors,

unless otherwise regulated by the Company Act. Except as otherwise provided in the Company Act, a meeting of the Board of Directors may be held if attended by a majority or more of total Directors and resolutions shall be adopted with the concurrence of the majority or more of the Directors present at the meeting.

#### Article 18

Meetings of the Board of Directors shall be presided over by the Chairman of the Board of Directors of the Company. In their absence, one of the Directors appointed by the Chairman shall preside over the meeting. When a Director is unable to attend the Meeting of the Board of Directors, he may appoint another Director to attend on their behalf, but no Director may act as proxy for more than one other Director.

#### Article 19

In Accordance of the Securities and Exchange Act, the Company shall establish an Audit Committee comprising of all independent directors. The exercise of authority of the Audit Committee and other compliance requirements are stipulated by the Company Act, Securities and Exchange Act, and the Company's Articles of Incorporation.

#### Article 20

Irrespective of whether the Company makes profits or incurs losses, remunerations of all directors shall be determined by the Board of Directors based on the level of their participation in business operation and the value of their contribution, and taking into account the common remuneration level in the same industry.

If the directors hold other positions at the Company, in addition to the remuneration distributed pursuant to Article 25 hereof, monthly payment of salary based on the standard of general managers may also be granted.

The Company may buy the liability insurance for all directors to the extent of the compensation responsibility assumed in business execution.

#### Section Five – Management of the Company

#### Article 21

The Company shall appoint one President, and more officers. The appointment, discharge, and compensation of the Management shall be in accordance with Article 29 of the Company Act.

#### Article 22

The President is responsible for managing all business at the Company in accordance with the Board of Directors.

#### **Section Six – Financial Reports**

#### Article 23

The Company's fiscal year shall be from January 1 of each year to December 31 of the same year. After the close of each fiscal year, the Company shall prepare final accounts for that year.

#### Article 24

After the close of each fiscal year, in accordance with Article 228 of the Company Act, the following reports shall be prepared by the Board of Directors, and be submitted to the shareholders' meeting for acceptance.

- 1. Business Report.
- 2. Financial Statements.
- 3. Proposal Concerning Appropriation of Net Profits or Covering of Losses.

#### Article 25

If there is any profit for a specific fiscal year, the Company shall allocate at a maximum of 1.5% of the profit as remuneration to Directors and shall allocate no less than 5% of the profit as employees' compensation, provided that the Company's accumulated losses shall have been covered in advance.

In this Article, the "profit" means the net profit before tax, employees' remuneration and directors' remuneration.

Employee's compensation may be distributed in the form of shares or in cash, and employees qualified to receive such compensation may include employees from affiliates companies who meet certain qualification.

#### Article 26

When allocating the net profits for each fiscal year, the following order shall be followed:

- 1. Reserve for tax payments.
- 2. Offset accumulated losses in previous years, if any.
- 3. Set aside 10% of said profits as legal reserve, except for when accumulated legal reserve has reached the total paid-in capital.
- 4. Allocation or reverse of special reserves as required by law or government authorities.
- 5. As to the earnings available for appropriation to shareholders including accumulated un-appropriated earnings and earnings available for appropriation of this year, the Board of Directors is authorized to draft an appropriation plan in accordance with the dividend policy in this Article Section 2.

Since the Company is in an industry in a growth phase, the dividend policy shall take into consideration factors such as the Company's current and future investment environment, needs for capital, domestic and overseas competition, capital budgeting plans, etc., to come out with a proposal that strike a balance among shareholders' benefits and the Company's long-term financial plans. Each year the Board of Directors shall prepare a profit distribution proposal and report it at the shareholders' meeting. After considering financial, business and operational factors, the Company may distribute the entire distributable profits for the year; dividends to shareholders may be distributed in cash or in stock, and the cash dividends shall not be lower than 10% of total dividends to shareholders.

#### Section Seven – Supplementary Provisions

#### Article 27

The Company shall not be endorsement and guarantee for business and investment relation.

#### Article 28

Matters not provided in these Articles of Incorporation shall be conducted pursuant to the Company Act.

#### Article 29

These Articles of Incorporation were agreed and signed on April 7, 1998.

The first amendment was made on June 25, 1999, the second amendment on February 21, 2000, the third amendment on April 19, 2002, the fourth amendment on April 29, 2005, the fifth amendment on April 19, 2006, the sixth amendment on September 13, 2006, the seventh amendment on May 9, 2007, the eighth amendment on June 16, 2008, the ninth amendment on June 10, 2009, the tenth amendment on June 17, 2010, the eleventh amendment on June 18, 2012, the twelfth amendment on June 25, 2013, the thirteenth amendment on May 29, 2014, the fourteenth amendment on June 29, 2016, and the fifteenth amendment on June 19, 2018.

## Appendix 2

### Advanced Ceramic X Corporation Rules and Procedures of Shareholders' Meetings

#### Article 1

The rules and procedures for the Company's shareholders meetings, except as otherwise provided by laws and regulations, shall be as provided in these Rules.

#### Article 2

The Company shall prepare an attendance book for shareholders to sign in, or the shareholder present may hand in an attendance card in lieu of signing on the attendance book. The number of shares representing shareholders present in the meeting shall be calculated in accordance with those indicated on the attendance book or the attendance cards.

To verify the identity of the present shareholders, the present shareholders shall have identity certificates ready for checking and verification upon their sign-in process.

#### Article 3

Attendance at shareholders meetings shall be calculated based on numbers of shares. When the Company holds a shareholders meeting, it may allow the shareholders to exercise voting rights by correspondence or electronic means.

A shareholder exercising voting rights by correspondence or electronic means will be deemed to have attended the meeting in person, but to have waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting.

#### Article 4

If a shareholders meeting is convened by the Board of Directors, the meeting shall be chaired by the chairman of the board. When the chairman of the board is on leave or for any reason unable to exercise the powers of the chairman, the chairman shall appoint one of the managing directors to act as chair, where the chairman does not make such a designation, the directors shall select from among themselves one person to serve as chair.

If a shareholders meeting is convened by a party with power to convene but other than the Board of Directors, the convening party shall chair the meeting. When there are two or more such convening parties, they shall mutually select a chair from among themselves.

#### Article 5

The venue for a shareholders meeting shall be the premises of the Company, or a place easily accessible to shareholders and suitable for a shareholders meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m.

The Company may designate its lawyer, certified public accountant or other relevant persons to attend the shareholders meeting.

#### Article 6

The Company shall make an uninterrupted audio or video recording of whole proceedings of the shareholders meeting, and the recorded materials of the proceeding paragraph shall be retained for at least one year.

#### Article 7

The chair shall call the meeting to order at the appointed meeting time. However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may

announce a postponement, provided that no more than two such postponements, for a combined total of no more than 1 hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chair shall declare the meeting adjourned, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act. When, prior to conclusion of the meeting, the attending shareholders represent a majority of the total number of issued shares, the chair may resubmit the tentative resolution for a vote by the shareholders meeting pursuant to Article 174 of the Company Act.

#### Article 8

If a shareholders meeting is convened by the Board of Directors, the meeting agenda shall be set by the Board of Directors. The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders meeting.

The provisions of the preceding paragraph apply mutatis mutandis to a shareholders meeting convened by a party with the power to convene that is not the Board of Directors.

The chair may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs (including extraordinary motions), except by a resolution of the shareholders meeting.

If the chair declares the meeting adjourned in violation of the rules of procedure, new chair in accordance by agreement of a majority of the votes represented by the attending shareholders, then continues the meeting. After close of the said meeting, shareholders shall not elect another chair to hold another meeting at the same place or at any other place.

#### Article 9

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

A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail.

When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chair and the shareholder that has the floor; the chair shall stop any violation.

#### Article 10

Except with the consent of the chair, a shareholder may not speak more than twice on the same proposal, and a single speech may not exceed 5 minutes. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chair may terminate the speech.

#### Article 11

When a juristic person is appointed to attend as proxy, it may designate only one person to represent it in the meeting.

When a juristic person shareholder appoints two or more representatives to attend a shareholders meeting, only one of the representatives so appointed may speak on the same proposal.

#### Article 12

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

#### Article 13

The chair shall allow ample opportunity during the meeting for explanation; when the chair is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the chair may announce the discussion closed and call for a vote.

#### Article 14

Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chair; however, all monitoring personnel shall be shareholders of the Company.

The results of the voting shall be announced on-site at the meeting, and a record made of the vote.

#### Article 15

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

#### Article 16

Except as otherwise provided in the Company Act and in the Company's Articles of Incorporation, the passage of proposal shall required an affirmative vote of a majority of the votes represented by the attending shareholders.

The resolution shall be deemed adopted and shall have the same effect as if it was voted by casting ballots if no objection is voiced after solicitation by the chair.

#### Article 17

If there is amendment to or substitute for a discussion item, the chair shall decide the sequence of voting for such discussion item, the amendment or the substitute. If any of them has been adopted, the other proposals will then be deemed vetoed and no further voting shall be required.

#### Article 18

The chair may direct the proctors (or security personnel) to help maintain order at the meeting place. When proctors (or security personnel) help maintain order at the meeting place, they shall wear an identification card or armband bearing the word "Proctor."

#### Article 19

In the event that a shareholders' meeting cannot be convened on the day as shown on the notice for any reason, or the meeting cannot be continued due to any reason during the process, the chair of that shareholders' meeting is authorized to announce to postpone or to resume within five days in accordance with Article 182 of the Company Act. The postponement or resumption mentioned in the preceding paragraph is not applicable to the convening procedures set forth in Article 172 of the Company Act.

#### Article 20

Any matters not provided this rules shall be handled in accordance with the Company Act and other related laws and regulations.

#### Article 21

These Rules and any amendments hereto shall be implemented after adoption by shareholders meetings.

## Appendix 3

## Advanced Ceramic X Corporation Shareholding of Directors

- 1. The standing issued shares of the Company amounted to NT\$690,162,000, representing 69,016,200 common shares.
- 2. According to Article 26 of Securities and Exchange Act, the minimum number of shares held by all directors of the Company shall be 5,521,296.
- 3. According to Article 2 of "Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies", the public company has elected two or more independent directors, the share ownership figures calculated at the rates set forth in the preceding paragraph for all directors and supervisors other than the independent directors and shall be decreased by 20 percent. As the Company has established the Audit Committee, the minimum shareholding requirements for supervisors do not apply.
- 4. As of the date of transfer termination (April 18, 2021), the respective and current shareholding of directors recorded in the shareholder register is as follows: (The shareholding of directors of the Company has reached the statutory standard)

Title	Name	Date Elected	Term	Shares	%
Chairman	Shuang De Investment Corp.	06/18/2020	3 year	38,000	0.06%
Director	Kuo Chia Fu Investment Corp.	06/18/2020	3 year	5,485,189	7.95%
Director	Hsin Chang Construction Corp.	06/18/2020	3 year	1,551,344	2.25%
Director	Lin Li Construction Corp.	06/18/2020	3 year	1,808,271	2.62%
Director	Johanson Technology Inc.	06/18/2020	3 year	2,881,810	4.18%
Director	Scientific Components Corp.	06/18/2020	3 year	3,068,477	4.45%
Director	Ming-Huang Li	06/18/2020	3 year	346,450	0.50%
Independent Director	Shiuh-Kao Chiang	06/18/2020	3 year	0	0
Independent Director	Ta-Wen Sun	06/18/2020	3 year	0	0
Independent Director	Shang-Ming Chin	06/18/2020	3 year	0	0
	Holdings of all Directo	rs		15,177,541	22%