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MACHVISION

MACHVISION, INC.

Handbook of 2024 Annual
Shareholders' Meeting
(Translation)

May 30, 2024

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MACHVISION, INC.

2024 Annual Shareholders' Meeting Procedure

- 1. Announcement**
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- 6. Other Proposals**
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MACHVISION, INC.

2024 Annual Shareholders' Meeting Agenda

Time: 9:00 a.m., May 30, 2024 (Friday)

Place: No.2-1, Xin'an Road, Hsinchu City, Taiwan (NINI Life Square) 1F meeting room

Attendants: All shareholders or their proxy holders

Chairperson: Wang, Guang-Shiah, Chairman of the Board of Directors

1. Announcement

2. Chairman Greeting

3. Report Item:

- (1) The 2023 Business Report.
- (2) The 2023 Audit Committee's Review Report.
- (3) 2023 employees and director compensation distribution.
- (4) 2023 earnings distribution of cash dividends and Capital Surplus Cash Dividend.
- (5) 2023 private Placements of Common Shares Status and Details

4. Proposed Resolutions:

- (1) 2023 business report and financial statements.
- (2) 2023 earnings distribution.

5. Election:

- (1) Election of the directors and independent directors.

7. Other Proposals:

- (1) Release from restrictions relating to the participation in competing industries by the directors

8. Extempore Motions

9. End of Meeting

Report Item:

Proposal 1: 2023 business report.

Description: For 2023 business report, refer to Attachment 1 on Pages 10~12 of the Handbook.

Proposal 2: 2023 Audit Committee's review report.

Description: Audit Committee's review report, refer to Attachment 2 on Page 13 of the Handbook.

Proposal 3: Employees and director compensation distribution of 2023.

Description:

1. According to Article 26 of the Articles of Incorporation of the Company, if the Company has profit after the closing of the annual book, the Company shall distribute no less than 5% as employees' compensation and no more than 3% as Directors' compensation.
2. The Company intends to distribute NT\$44,655,098 of employees' compensation and, in cash, NT\$5,581,887 of Directors' compensation. The above employee and director compensation has been reviewed in the 1st meeting of the Remuneration Committee in 2024 and passed in the 20th meeting of the 9th-term Board of Directors on February 5, 2024.
3. The employee and director compensation amounts align with the initially estimated figures.

Proposal 4: 2023 earnings distribution and cash dividend of APIC

Description:

1. According to Article 26-2 of the Articles of Incorporation of the Company, it is proposed that the Board of Directors be authorized to distribute dividends and the compensation in whole or in part, to be pay in cash after passing special resolution, and shall report in the shareholders' meeting.
2. According to resolution of the Board of Directors on February 5, 2024, the proposed cash dividend to shareholders will be distributed in cash, in NT\$5 for per stock. And in accordance with Article 241 of Company law and Articles of Incorporation of the Company, the amount based on the APIC which exceeds par value will be distributed in cash, in NT\$1 for per stock, total amount is NT\$348,877,404. The distribution of cash dividends is rounded to NT\$1, and the sum of a fractional amount less than NT\$1 is recognized as other revenue of the Company. 2023 earnings distribution please refer to Attachment 4 on Page 50.
3. Upon the approval of the meeting of Board of Directors, it is proposed that the Chairman be authorized to resolve the ex-dividend date, ex-right date, and other relevant issues. The Chairman also is authorized to adjust the cash and stock to distributed to each share based on the number of actual shares outstanding on the record date for distribution.

Proposal 5: 2023 private Placements of Common Shares Status and Details.

Description:

Item	2023 private Placements of Common Shares Date : 2023/6/21
The date of approval by the shareholders' meeting and the Amount limit of the private placement	According to the resolution of the shareholders' meeting held on May 25, 2023, The quota within 15,000,000 shares (inclusive) can be processed once within one year from the date of resolution of the shareholders' meeting.
Pricing basis of private placement and its reasonableness	1. The price of privately placed common shares of the Company is set at no less than 80% of the reference price, and the reference price shall be the higher of either the simple average closing price of the common shares of TWSE listed or TPEx listed company for any of either the 1,3, or 5 business days before the price determination date, after adjustment for any distribution of stock dividends, cash dividends, or capital reduction, or the simple average closing price of the common shares of TWSE listed or TPEx listed company for the 30 business days before the price determination date, after adjustment for any distribution of stock dividends, cash dividends, or capital reduction. 2. The price per share of these privately placed common shares is determined in accordance with the relevant regulations set by the competent authority, however, the factors such as the operation status of the Company and market prices of common shares have also been considered when setting the price. The pricing method is deemed reasonable. Therefore, it is proposed that the Board of Directors shall be authorized by the shareholders' meeting, within the scope not lower than the percentage needed for the adoption of a resolution, to determine the actual price determination date and actual price based on market status and situation when specific persons are determined.
The method for selecting the specific persons	The private placement of securities carried out this time is with the specific persons prescribed under Article 43-6 of the Securities and Exchange Act, and in order to expand future product market and increase the competitiveness

	of the Company, the selection of the specific persons shall be limited to strategic investors. It is proposed that the Board of Directors shall be fully authorized by the shareholders' meeting for matters of determining the specific persons. The necessity and anticipated benefits of selecting strategic investors as specific persons: In response to the needs of long-term operation and business development of the Company, the priority will be given to those who can benefit directly or indirectly from the future operations of the Company and who can help the Company expand business and product markets, strengthen customer relationships, improve product development integration efficiency, enhance technology, or who can provide financial resources and strengthen financial cost management to enhance the Company's competitive advantage. The introduction of funds provided by strategic investors not only benefit the operation and business development of the Company, but is helpful to the improvement of the overall operation structure of the Company, which is beneficial to the competitiveness of the Company's long-term operation and development as well as operational effectiveness.
The necessity for conducting a private placement	1. Private placement has the properties of quick and convenient, and since there are regulations preventing securities obtained through private placement from transferring within three years after the date of delivery, the long-term cooperative relationship between the Company and the places will be more secure. In addition, the mobility and flexibility of the Company's fundraising activity will be enhanced effectively, if the Board of Directors is authorized to conduct private placements based on actual operation needs of the Company. 2. The issuance of common shares through private placement shall be limited to a maximum of 15,000,000 shares, and it may be carried out by entirety within one year of the date of the resolution of the shareholders' meeting when the time is right and the market allows. 3. The use of the funds raised by private placement and anticipated benefits.

Record date for capital increase	2023/06/21
The Specific Investor	Advanced Semiconductor Engineering, Inc.
Actual private placement price	The price of private placement that is NT\$161.50 and number of 13,418 thousand shares privately placed, total amount to NT\$2,167,007,000 had been received.
The difference between the actual subscription price and the reference price	Reference price is NTD\$201.80 per share. The price for common shares of this private placement is no less than 80% of the reference price.
Use of the funds raised in this private placement	The funds raised by this private placement will be used to enrich working capital or meet other funding needs for long-term operation and development of the Company.
Utilization of private placement funds and progress in plan execution	The raised funds from this private placement amounted to NT\$ 453,890,744, which were deposited into a bank term deposit in the third quarter of 2023. The remaining amount yet to be disbursed is NT\$ 1,713,116,256.
The manifestation of the benefits of private placement	The mobility and flexibility of the Company's fundraising activity will be enhanced effectively.

Proposed Resolutions:

Proposal 1: 2023 business report and financial statements (proposed by the Board of Directors)

Description:

1. The 2023 financial statements have been audited by the independent auditor. The financial statements, business report and earnings distribution have been reviewed and passed by the Audit Committee.
2. For the business report, independent auditor's report and financial statements refer to Attachment 1 on Pages 10~12 and Attachment 3 on Pages 14~29.
3. Please proceed to resolve.

Resolution:

Proposal 2: 2023 earnings distribution (proposed by the Board of Directors)

Description:

1. For the Distribution of 2023 Earnings which was reviewed by the Audit Committee and approved by the Board of Directors, refer to Attachment 4 on Page 31.
2. Please proceed to resolve.

Resolution:

Election:

Proposal 1: Election of directors and independent directors. (proposed by the Board of Directors)

Explanation:

1. The Company's 9th Board of Directors will be expired on July 19, 2024. The new directors and independent directors will be elected at this Annual Shareholders' Meeting.
2. The Board of Directors resolved that nine Directors (including three Independent Directors) will be elected at this Annual Shareholders' Meeting. The tenure of newly elected directors shall be 3 years, commencing on May 30, 2024 and expiring on May 29, 2027.
3. The directors and independent directors shall be elected by adopting candidates' nomination system. The candidates shall be elected from the nominated candidates. Related information is as the following:

Candidates of Directors			
Name	Major Education	Major Experiences	Shareholdings (shares)
Wang, Guang-Shiah	Ph.D., Institute of Industrial Engineering, Pennsylvania State University	Professor, Department of Industrial Engineering Management, Chung Hua University	1,456,740
Chang, Yung-Yang	Doctor of Science and Technology, Institute of Science and Technology Management, Chung Hua University	Director of board of Jiuwei International company; Consultant of Chang Chiao accounting firm	1,366,904
Yu, Ming-Chang	Master of Electrical Engineering, Tsinghua University	Vice president of Stark Technology Inc.	1,073,940
Chuang, Yung-Shun	Master of International Business Studies, National Taiwan University	Chairman of AAEON Technology Co., Ltd.	447,711
Yan, Wei-Chyun	Master of Business Administration, City University of New York, USA	Chairman and General Manager of Atech OEM Co., Ltd.	296,000
Advanced Semiconductor Engineering, Inc. : Chun-Che Lee	Tamkang University Department of Aerospace Engineering	General Manager of ASE Electronics Inc. Director of ASE (Shanghai) Inc.	13,418,000
Candidates of Independent Directors			
Name	Major Education	Major Experiences	Shareholdings (shares)

Yen, Tzong-Ming	Engage in advanced studies in Finance, Pennsylvania State University Master of Economics, Soochow University Bachelor of Mathematics, Soochow University	Director of Science and Technology Parks	0
Du, Ming-Han	Ph.D., Management Science, Tamkang University	Vice President of Microsoft Taiwan. International World Vision Asia Convener	0
Yang Hsing-Yu	Master of Accounting from the School of Business at Soochow University	Vice President and Chief Accountant of WT microelectronics Co., Ltd.	0

Voting by Poll:

Resolution:

Other Proposals:

Proposal 1: Release of new directors from non-competition restrictions (proposed by the Board of Directors)

Explanation:

1. According to Paragraph 1, Article 209 of the Company Act, a director who does anything for himself or on behalf of another person that is within the scope of the company's business, shall explain to the meeting of shareholders the essential contents of such an act and secure its approval.
2. According to requirements of service and improve operational performances, please approve the release of new directors from non-competition restrictions in the shareholders' meeting.
3. Please resolve decision as appropriate.

Special Motion

End of Meeting

Attachment 1

2023 Business Report

Thank you for visiting shareholders' meeting in 2024. Over the past year, the Group's revenue in 2023 was NT\$ 1.76 billion, decline of 16.25%. The net profit after tax in 2023 was NT\$412,619 thousand, decline of 30.27%. The operating net profit margin was 26.03%, the net profit after tax was 23.44%, the return on assets was 8.52%, and the return on equity was 10.07%

1. Business Performance in 2022

(1) Business Performance

Unit: NTD thousands

	2023		2022		Increase(decrease)	
	Amount	%	Amount	%	Amount	%
Operating revenues	1,760,590	100.00	2,102,302	100.00	(341,721)	(16.25)
Gross profit	1,044,697	59.34	1,214,188	57.76	(169,491)	(13.96)
Operating income	458,214	26.03	633,562	30.14	(175,348)	(27.68)
Net income before income tax	506,227	28.75	733,890	34.91	(227,663)	(31.02)
Net income after income tax	412,619	23.44	591,776	28.15	(179,157)	(30.27)
Earnings per share (NT\$)	8.21		13.35		(5.14)	

(2) Budget execution

The company did not disclose financial forecasts in 2023.

(3) Financial income and expenditure and profitability analysis

(5) Financial income and expenditure and profitability analysis				2023	2022	2021
Profitability	Return on assets (%)			8.52	14.08	20.23
	Return on equity (%)			10.07	19.81	29.70
	Rate to paid-up capital (%)	Operating income		78.80	141.65	238.95
		Pre-tax net profit		87.06	164.08	233.63
	Net profit ratio (%)			23.44	28.15	30.05
	Earnings per share (NT\$)			8.21	13.35	18.51

(4) Research and development status

The main research and development of the company in 2023 were as follows:

- Index 4W Tester
- CSP 4W Tester
- COLOR CSP AOI 4.0
- Color FC AVI & Bump AOIM
- Lead Frame AVI
- Integrated Circuit Packaging 2/3D Inspection Technology

2. Summary of the business plan for the year of 2023

Important production and sales policy and company development strategies :

With Taiwan's advantages in the field of semiconductors, several customers have greatly expanded their IC substrate and flexible board business in Taiwan. MACHVISION will continue to invest in the research and development of niche products and collaborating with strategic investor, the ASE Group to develop new products with high cost performance ratio to assist customers in significantly reducing the costs of purchase of production equipment and labor for improving competitiveness, launching corresponding products for different industries, and jointly achieving industrial development.

Amid the uncertainty of global economic development, more than 20 PCB manufacturers from China and Taiwan have building their factories in Thailand. In order to matching customers' factory construction plans and timely providing localized service capabilities, MACHVISION will also set up a factory in Thailand.

In order to cope with the changeable environment MACHVISION will execute the plans for staff training and organizational adjustment to enhance the core value. Besides MACHVISION invites supply chain to join carbon-neutral economy for Corporate Sustainability.

MACHVISION is the world's only one-stop supplier of optical inspection equipment. With more than two decades of professional operation, 90% of the world's top 100 PCB manufacturers are currently the loyal customers of MACHVISION. The strong R&D capabilities have always been one of our core competitiveness. The Company will continue to dedicate to developing three core technologies of automatic optical inspection, which would respectively be 2D/3D measurement, circuit inspection, and appearance defect inspection. In 2020, the Smart Image R&D Center was established to invest more R&D resources to develop new products, create a larger market, and improve business performance and profits.

Finally, I would like to thank all the shareholders for your support and kindness. The company's colleagues will continue to work hard to create greater value for all shareholders. We would hope that all Shareholders continuously to give MACHVISION support and encouragement just like the past.

Chairman: Wang, Guang-Shiah
General Manager: Chen, Fu-Sheng
Accounting Supervisor: Su, Yi-Fan

Attachment 2

MACHVISION, INC. Audit Committee Review Report

The Board of Directors has prepared the Company's 2023 Business Report, Financial Statements and earnings distribution proposal. The financial statements were audited by KPMG Taiwan and issued the audit report. These have been reviewed by the Audit Committee and determined to be correct and accurate. In accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act, we hereby submit this report.

Audit Committee Convener: Lee, Tsu-Der

February 5, 2024

Independent Auditors' Report

To the Board of Directors of Machvision Inc. Co., Ltd.:

Opinion

We have audited the consolidated financial statements of Machvision Inc. Co., Ltd. and its subsidiaries ("the Group"), which comprise the consolidated balance sheet as of December 31, 2023 and 2022, the consolidated statement of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of material 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, 2023 and 2022, and its consolidated financial performance and its consolidated cash flows for the years ended December 31, 2023 and 2022 in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the International Financial Reporting Standards ("IFRSs"), International Accounting Standards ("IASs"), interpretation as well as related guidance endorsed by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with The Norm of Professional Ethics for Certified Public 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 of our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the current period. 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.

1. Revenue recognition

Please refer to notes 4(m) and 6(o) for disclosures related to revenue recognition.

Description of key audit matter:

Revenue is the key indicator used by investors and management while evaluating the Group's finance or operating performance. The accuracy of the timing and amount of revenue recognition have significant impact on the financial statements. Therefore, we consider it as one of our key audit matters.

How the matter was addressed in our audit:

Understanding and testing the effectiveness of the design of, and implementing the internal control of sales and collecting cycles; reviewing the revenue recognition of significant sales contracts to determine whether the key judgment, estimation, and accounting treatment are reasonable; understanding the type of products and the sales of machinery equipment of the top 10 customers; calculating the turnover days of sales and accounts receivable to ensure whether clients' credit terms are in accordance with the ratios, and analyzing the changes in the top 10 customers from the most recent period and prior year to determine if there were any abnormalities; selecting sales transaction from a certain period of time before and after the last shipping date, and verifying them with the vouchers to determine the accuracy of the timing whether there are any abnormalities; as well as understanding whether there is a significant subsequent sales returns.

2. Impairment of accounts receivable (including long-term receivables)

Please refer to notes 4(g), 5 and 6(c) for disclosures related to impairment of trade receivables.

Description of key audit matter:

The accounts and long-term accounts receivable constituted 17% of total consolidated assets of the Group as of December 31, 2023, and the impairment of notes, accounts and long-term accounts receivable depends on the evaluation of the management based on the evidence of internal and external factors, both subjective and objective. Therefore, we consider them as one of our key audit matters.

How the matter was addressed in our audit:

Testing the effectiveness of control points relating to cash collection; obtaining the list of accounts receivable balance to send confirmations for selected samples; acquiring the Group's computation of impairment loss rate to review its appropriateness; deriving the aging analysis of accounts receivables to verify the accuracy of aging periods by examining relevant documents of selected receivables; reviewing whether the recognition of provision for the impairment loss is based on the impairment loss rate; and evaluating whether the recognition of impairment on accounts receivable made by the management is reasonable.

Other Matter

The Company has prepared its parent company only financial statements as of and for the years ended December 31, 2023 and 2022, 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 Regulations Governing the Preparation of Financial Reports by Securities Issuers and IFRSs, IASs, 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 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 auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Standards on Auditing of the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

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

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our 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.

The engagement partners on the audit resulting in this independent auditors' report are Wu, Chung-Shun and Chang, Chun-I.

KPMG

Taipei, Taiwan (Republic of China)
February 5, 2024

Notes to Readers

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

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

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

MACHVISION INC. CO., LTD. AND SUBSIDIARIES

Consolidated Balance Sheets

December 31, 2023 and 2022

(Expressed in Thousands of New Taiwan Dollars)

		December 31, 2023		December 31, 2022				December 31, 2023		December 31, 2022	
		Amount	%	Amount	%			Amount	%	Amount	%
11xx	Assets										
1100	Current assets:										
1137	Cash and cash equivalents (note 6(a))	\$ 845,393	15	1,855,258	47	21xx	Current liabilities:	13,577	-	35,850	1
1151	Financial assets at amortized cost—current (note 6(b))	3,240,111	56	-	-	2130	Current contract liabilities (note 6(o))	78	-	133	-
1170	Notes receivable (notes 6(c) and (o))	56,439	1	60,337	2	2170	Notes payable	103,751	2	179,128	5
1180	Accounts receivable, net (notes 6(c) and (o))	736,285	13	962,940	24	2209	Accounts payable	239,899	4	296,886	7
1200	Accounts receivable—related parties (notes (c), (o) and 7)	855	-	-	-	2230	Other payables (note 6(p))	86,010	2	122,919	3
130x	Other receivables	7,632	-	10,609	-	2250	Current tax liabilities	11,953	-	12,974	-
1410	Inventories (note 6(d))	260,811	5	330,980	9	2280	Provisions—current (note 6(i))	9,607	-	15,246	-
1479	Prepayments	16,258	-	8,167	-	2399	Current lease liabilities (note 6(h))	33,675	1	27,924	1
	Other current assets	3,030	-	2,576	-		Other current liabilities	498,550	9	691,060	17
	Total current assets	5,166,814	90	3,230,867	82	25xx	Total current liabilities				
15xx	Non-current assets:										
1510	Financial assets at fair value through profit or loss—non-current (note 6(e))	15,744	-	15,744	-	2570	Non-Current liabilities:	770	-	-	-
1600	Property, plant and equipment (notes 6(f) and 9)	240,501	4	244,982	6	2580	Deferred income tax liabilities (note 6(l))	77,002	1	243,080	6
1755	Right-of-use assets (note 6(g))	83,808	1	253,304	6	2640	Non-current lease liabilities (note 6(h))	8,421	-	10,077	-
1840	Deferred income tax assets (note 6(l))	32,674	1	32,251	1	2xxx	Net defined benefit liabilities (note 6(k))	86,193	1	253,157	6
1920	Refundable deposits	10,701	-	20,519	1		Total non-current liabilities	584,743	10	944,217	23
1932	Long-term receivables (notes 6(c) and (o))	205,063	4	152,133	4	3110	Total liabilities				
1995	Other non-current assets (note 8)	7,189	-	11,586	-	3200	Equity attributable to shareholders of the company (note 6(m)):	581,462	10	447,282	11
	Total non-current assets	595,680	10	730,519	18	3211	Common stock				
						3280	Capital surplus:	2,006,227	35	121,003	3
							Additional paid-in capital	36	-	31	-
							Other capital surplus	2,006,263	35	121,034	3
						3300	Retained earnings:				
						3310	Legal reserve	635,881	11	578,509	15
						3320	Special reserve	7,076	-	4,003	-
						3350	Unappropriated retained earnings	1,866,356	32	1,767,629	45
								2,509,313	43	2,350,141	60
						3400	Other equity interest:				
						3410	Foreign currency translation differences for foreign operations	(5,985)	-	(4,046)	-
							Total equity attributable to shareholders of the company	5,091,053	88	2,914,411	74
						36xx	Non-controlling interests	86,698	2	102,758	3
						3xxx	Total equity	5,177,751	90	3,017,169	77
1xxx	Total assets	\$ 5,762,494	100	3,961,386	100	2-3xxx	Total liabilities and equity	\$ 5,762,494	100	3,961,386	100

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

MACHVISION INC. CO., LTD. AND SUBSIDIARIES**Consolidated Statements of Comprehensive Income****For the years ended December 31, 2023 and 2022****(Expressed in Thousands of New Taiwan Dollars , Except for Earnings Per Common Share)**

	2023		2022	
	Amount	%	Amount	%
4000 Operating revenue (notes 6(o) and 7)	\$ 1,760,590	100	2,102,302	100
5000 Operating costs (notes 6(d), (f), (g), (h), (i), (k), (p) and 7)	<u>715,893</u>	<u>41</u>	<u>888,114</u>	<u>42</u>
5900 Gross profit from operations	<u>1,044,697</u>	<u>59</u>	<u>1,214,188</u>	<u>58</u>
6000 Operating expenses (notes 6(c), (f), (g), (h), (k), (p) and 7):				
6100 Selling expenses	210,637	12	236,818	11
6200 Administrative expenses	104,700	6	111,621	5
6300 Research and development expenses	237,814	13	242,072	12
6450 Impairment loss (reversal of impairment loss) determined in accordance with IFRS 9	<u>33,332</u>	<u>2</u>	<u>(9,885)</u>	<u>-</u>
Total operating expenses	<u>586,483</u>	<u>33</u>	<u>580,626</u>	<u>28</u>
6900 Net operating income	<u>458,214</u>	<u>26</u>	<u>633,562</u>	<u>30</u>
7000 Non-operating income and expenses (notes 6(h) and (q)):				
7100 Interest income	28,955	2	6,433	-
7010 Other income	13,981	1	16,859	1
7020 Other gains and losses	7,301	-	82,738	4
7050 Financial costs	<u>(2,224)</u>	<u>-</u>	<u>(5,702)</u>	<u>-</u>
Total non-operating income and expenses	<u>48,013</u>	<u>3</u>	<u>100,328</u>	<u>5</u>
7900 Net income before tax	506,227	29	733,890	35
7950 Less: Income tax expenses (note 6(l))	<u>93,608</u>	<u>6</u>	<u>142,114</u>	<u>7</u>
Net income	<u>412,619</u>	<u>23</u>	<u>591,776</u>	<u>28</u>
8300 Other comprehensive income (loss):				
8310 Items that will not be reclassified subsequently to profit or loss:				
8311 Losses on remeasurements of defined benefit plans	1,595	-	1,626	-
8349 Less: income tax related to items that will not be reclassified to profit or loss	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Total items that will not be reclassified subsequently to profit or loss	<u>1,595</u>	<u>-</u>	<u>1,626</u>	<u>-</u>
8360 Items that will be reclassified subsequently to profit or loss:				
8361 Financial statements translation differences for foreign operations	(2,964)	-	223	-
8399 Less: income tax related to items that will be reclassified to profit or loss	<u>(485)</u>	<u>-</u>	<u>38</u>	<u>-</u>
Total items that will be reclassified subsequently to profit or loss	<u>(2,479)</u>	<u>-</u>	<u>185</u>	<u>-</u>
8300 Other comprehensive income (loss), net of tax	<u>(884)</u>	<u>-</u>	<u>1,811</u>	<u>-</u>
8500 Total comprehensive income	<u>\$ 411,735</u>	<u>23</u>	<u>593,587</u>	<u>28</u>
Net income attributable to:				
8610 Shareholders of the parent	\$ 425,946	24	597,324	28
8620 Non-controlling interests	<u>(13,327)</u>	<u>(1)</u>	<u>(5,548)</u>	<u>-</u>
Total comprehensive income attributable to:	<u>\$ 412,619</u>	<u>23</u>	<u>591,776</u>	<u>28</u>
8710 Shareholders of the parent	\$ 425,602	24	599,102	28
8720 Non-controlling interests	<u>(13,867)</u>	<u>(1)</u>	<u>(5,515)</u>	<u>-</u>
Total comprehensive income attributable to:	<u>\$ 411,735</u>	<u>23</u>	<u>593,587</u>	<u>28</u>
Earnings per share (note 6(n)):				
9710 Basic earnings per share (in New Taiwan dollars)	<u>\$ 8.21</u>		<u>13.35</u>	
9810 Diluted earnings per share (in New Taiwan dollars)	<u>\$ 8.17</u>		<u>13.22</u>	

See accompanying notes to consolidated financial statements.

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

MACHVISION INC. CO., LTD. AND SUBSIDIARIES

Consolidated Statements of Changes in Equity

For the years ended December 31, 2023 and 2022

(Expressed in Thousands of New Taiwan Dollars)

	Equity attributable to owners of parent						Total other equity interest			
							Exchange differences on translation of foreign financial statements	Total equity attributable to owners of parent	Non-controlling interests	Total equity
	Ordinary shares	Capital surplus	Legal reserve	Special reserve	Unappropriated earnings	Total				
Balance at January 1, 2022	\$ 447,282	165,759	501,410	3,694	1,738,098	2,243,202	(4,198)	2,852,045	106,179	2,958,224
Appropriation and distribution of retained earnings:										
Legal reserve appropriated	-	-	77,099	-	(77,099)	-	-	-	-	-
Special reserve appropriated	-	-	-	309	(309)	-	-	-	-	-
Cash dividends of ordinary share	-	-	-	-	(492,011)	(492,011)	-	(492,011)	-	(492,011)
Cash dividends from capital surplus	-	(44,728)	-	-	-	-	-	(44,728)	-	(44,728)
Other changes in capital surplus	-	3	-	-	-	-	-	3	-	3
Net income (loss)	-	-	-	-	597,324	597,324	-	597,324	(5,548)	591,776
Other comprehensive income	-	-	-	-	1,626	1,626	152	1,778	33	1,811
Total comprehensive income	-	-	-	-	598,950	598,950	152	599,102	(5,515)	593,587
Changes in non-controlling interests	-	-	-	-	-	-	-	-	2,094	2,094
Balance at December 31, 2022	447,282	121,034	578,509	4,003	1,767,629	2,350,141	(4,046)	2,914,411	102,758	3,017,169
Appropriation and distribution of retained earnings:										
Legal reserve appropriated	-	-	57,372	-	(57,372)	-	-	-	-	-
Special reserve appropriated	-	-	-	3,073	(3,073)	-	-	-	-	-
Cash dividends of ordinary share	-	-	-	-	(268,369)	(268,369)	-	(268,369)	-	(268,369)
Cash dividends from capital surplus	-	(147,603)	-	-	-	-	-	(147,603)	-	(147,603)
Other changes in capital surplus	-	5	-	-	-	-	-	5	-	5
Net income (loss)	-	-	-	-	425,946	425,946	-	425,946	(13,327)	412,619
Other comprehensive income	-	-	-	-	1,595	1,595	(1,939)	(344)	(540)	(884)
Total comprehensive income	-	-	-	-	427,541	427,541	(1,939)	425,602	(13,867)	411,735
Issue of shares	134,180	2,032,827	-	-	-	-	-	2,167,007	-	2,167,007
Changes in non-controlling interests	-	-	-	-	-	-	-	-	(2,193)	(2,193)
Balance at December 31, 2023	\$ 581,462	2,006,263	635,881	7,076	1,866,356	2,509,313	(5,985)	5,091,053	86,698	5,177,751

See accompanying notes to consolidated financial statements.

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

MACHVISION INC. CO., LTD. AND SUBSIDIARIES**Consolidated Statements of Cash Flows****For the years ended December 31, 2023 and 2022****(Expressed in Thousands of New Taiwan Dollars)**

	2023	2022
Cash flows from operating activities:		
Net income before tax	\$ 506,227	733,890
Adjustments:		
Adjustments to reconcile profit and loss:		
Depreciation	41,687	42,569
Impairment loss (reversal of impairment loss) determined in accordance with IFRS 9	33,332	(9,885)
Interest expense	2,224	5,702
Interest income	(28,955)	(6,433)
Dividend income	(1,552)	(1,321)
Loss on disposal of property, plant and equipment	262	60
Loss on disposal of investments	290	-
Lease modification gains	(3,124)	(1)
Total adjustments to reconcile profit	44,164	30,691
Changes in assets / liabilities relating to operating activities:		
Net changes in operating assets:		
Notes receivable	3,898	(23,499)
Accounts receivable and long-term accounts receivable	140,421	360,604
Accounts receivable—related parties	(855)	-
Other receivables	(670)	(379)
Inventories	70,169	66,883
Prepayments	(8,091)	1,406
Other current assets	(476)	(1,241)
Total changes in operating assets, net	204,396	403,774
Net changes in operating liabilities:		
Contract liabilities	(22,273)	(58,054)
Notes payable	(55)	17
Accounts payable	(75,377)	(123,457)
Other payables	(56,987)	(55,371)
Provisions	(1,021)	(3,582)
Other current liabilities	5,751	10,706
Net defined benefit liability	(61)	11
Total changes in operating liabilities, net	(150,023)	(229,730)
Total changes in operating assets / liabilities, net	54,373	174,044
Total adjustments	98,537	204,735
Cash provided by operating activities	604,764	938,625
Interest income received	28,927	6,778
Income tax paid	(129,778)	(201,307)
Net cash provided by operating activities	503,913	744,096
Cash flows from investing activities:		
Acquisition of financial assets at amortized cost	(3,240,111)	-
Proceeds from disposal of subsidiaries	1,277	(6,933)
Acquisition of property, plant and equipment	(24,764)	(4,269)
Decrease (increase) in refundable deposits	9,818	(7,596)
Decrease (increase) in other non-current assets	4,397	(35)
Dividends received	1,552	1,321
Net cash used in investing activities	(3,247,831)	(17,512)
Cash flows from financing activities:		
Repayments of long-term debt	-	(203,125)
Payment of lease liabilities	(10,694)	(12,945)
Cash dividends paid	(415,972)	(626,196)
Proceeds from issuing shares	2,167,007	-
Interest paid	(3,818)	(5,833)
Changes in non-controlling interests	2	-
Surplus not paid due to overdue	5	3
Net cash provided by (used in) financing activities	1,736,530	(848,096)
Effect of exchange rate changes on cash and cash equivalents	(2,477)	(201)
Net decrease in cash and cash equivalents	(1,009,865)	(121,713)
Cash and cash equivalents at beginning of period	1,855,258	1,976,971
Cash and cash equivalents at end of period	\$ 845,393	1,855,258

Independent Auditors' Report

To the Board of Directors of Machvision Inc. Co., Ltd.:

Opinion

We have audited the financial statements of Machvision Inc. (the "Company"), which comprise the statement of financial position as of December 31, 2023 and 2022, and the statements of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the financial statements, including a summary of material 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, 2023 and 2022, and its financial performance and its cash flows for the years 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 Financial Statement Audit and Attestation Engagements of Certified Public Accountants and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Parent Company 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 Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis of our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the current period. 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.

1. Revenue recognition

Please refer to notes 4(m) and 6(p) for disclosures related to revenue recognition.

Description of key audit matter:

Revenue is the key indicator used by investors and management while evaluating the Company's finance or operating performance. The accuracy of the timing and amount of revenue recognition have significant impact on the financial statements. Therefore, we consider it as one of our key audit matters.

How the matter was addressed in our audit:

Understanding and testing the effectiveness of the design of, and implementing the internal control of sales and collecting cycles; reviewing the revenue recognition of significant sales contracts to determine whether the key judgment, estimation, and accounting treatment are reasonable; understanding the type of products and the sales of machinery equipment of the top 10 customers; calculating the turnover days of sales and accounts receivable to ensure whether clients' credit terms are in accordance with the ratios, and analyzing the changes in the top 10 customers from the most recent period and prior year to determine if there were any abnormalities; selecting sales transaction from a certain period of time before and after the last shipping date, and verifying them with the vouchers to determine the accuracy of the timing whether there are any abnormalities; as well as understanding whether there is a significant subsequent sales returns.

2. Impairment of accounts receivable (including long-term receivables)

Please refer to notes 4(f), 5 and 6(c) for disclosures related to impairment of trade receivables.

Description of key audit matter:

The notes, accounts and long-term accounts receivable constituted 18% of total assets of the Company as of December 31, 2023, and the impairment of notes, accounts and long-term accounts receivable depends on the evaluation of the management based on the evidence of internal and external factors, both subjective and objective. Therefore, we consider them as one of our key audit matters.

How the matter was addressed in our audit:

Testing the effectiveness of control points relating to cash collection; obtaining the list of accounts receivable balance to send confirmations for selected samples; acquiring the Company's computation of impairment loss rate to review its appropriateness; deriving the aging analysis of accounts receivables to verify the accuracy of aging periods by examining relevant documents of selected receivables; reviewing whether the recognition of provision for the impairment loss is based on the impairment loss rate; and evaluating whether the recognition of impairment on accounts receivable made by the management is reasonable.

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

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

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

The governance unit (including the audit committee) of MACHVISION, INC. is responsible for overseeing the financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

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

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

1. Identify and assess the risks of material misstatement of the financial statements whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of the 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 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.

The engagement partners on the audit resulting in this independent auditors' report are Wu, Chung-Shun and Chang, Chun-I.

KPMG

Taipei, Taiwan (Republic of China)

February 5, 2024

Notice to Readers

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

For the convenience of readers, the independent auditors' review 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 auditors' review report and financial statements shall prevail.

MACHVISION INC.
Parent Company Only Balance Sheets

(In Thousands of New Taiwan Dollars)

Assets	December 31, 2023		December 31, 2022		Liabilities and Equity	December 31, 2023		December 31, 2022	
	Amount	%	Amount	%		Amount	%	Amount	%
Current assets:					Current liabilities:				
Cash and cash equivalents (note 6(a))	\$ 549,683	10	1,539,497	40	Current contract liabilities (note 6(p))	\$ 7,419	-	33,626	1
Financial assets at amortized cost – current(note 6(b))	3,240,111	57	-	-	Notes payable	78	-	133	-
Notes receivable (notes 6(b) and (p))	772	-	377	-	Accounts payable	97,596	3	166,311	4
Accounts receivable, net (notes 6(b) and (p))	398,347	7	600,014	15	Accounts payable-related parties (note 7)	9,655	-	35,130	1
Accounts receivable-related parties (notes 6(b), (p) and 7)	178,803	3	372,478	10	Other payables (note 6(q))	205,969	4	252,577	7
Other receivables	6,734	-	10,335	-	Other payables-related parties (note 7)	81,728	1	83,759	2
Other receivables-related parties(note 7)	45,456	1	34,595	1	Current tax liabilities	83,274	1	122,303	3
Inventories (note 6(d))	240,144	4	320,575	8	Provisions — current (note 6(j))	9,944	-	12,258	-
Prepayments	11,826	-	3,643	-	Current lease liabilities (note 6(i))	6,654	-	13,392	1
Other current assets	2,165	-	1,713	-	Other current liabilities	2,784	-	1,455	-
Total current assets	4,674,041	82	2,883,227	74	Total current liabilities	505,101	9	720,944	19
Non-current assets:					Non-current liabilities:				
Financial assets at fair value through profit or loss—non-current (note 6(f))	9,644	-	9,644	-	Deferred tax liabilities (note 6(m))	770	-	-	-
Investment using the equity method (note 6(e))	212,996	4	154,973	4	Non-current lease liabilities (note 6(i))	76,070	1	241,776	6
Property, plant and equipment (note 6(g))	213,051	4	217,561	6	Net defined benefit liabilities (note 6(l))	8,421	-	10,077	-
Right-of-use assets (note 6(h))	79,976	1	250,205	7	Total non-current liabilities	85,261	1	251,853	6
Deferred income tax assets (note 6(m))	32,674	1	31,388	1	Total liabilities	590,362	10	972,797	25
Refundable deposits	5,050	-	13,582	-	Equity(note 6(n)):				
Long-term receivables (notes 6(c) and (p))	205,063	4	152,133	4	Common stock	581,462	11	447,282	12
Long-term receivable-related parties (notes 6(c) 、(p) and 7)	241,799	4	162,909	4	Capital surplus:				
Other non-current assets (notes 8)	7,121	-	11,586	-	Additional paid-in capital	2,006,227	35	121,003	3
Total non-current assets	1,007,374	18	1,003,981	26	Other capital surplus	36	-	31	-
						2,006,263	35	121,034	3
					Retained earnings:				
					Legal reserve	635,881	11	578,509	15
					Special reserve	7,076	-	4,003	-
					Unappropriated retained earnings	1,866,356	33	1,767,629	45
						2,509,313	44	2,350,141	60
					Other equity interest:				
					Foreign currency translation differences for foreign operations	(5,985)	-	(4,046)	-
					Total equity	5,091,053	90	2,914,411	75
					Total liabilities and equity	\$ 5,681,415	100	3,887,208	100
Total assets	\$ 5,681,415	100	3,887,208	100					

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

MACHVISION INC.
Parent Company Only Statements of Comprehensive Income
(In Thousands of New Taiwan Dollars , Except Earnings Per Common Share)

	2023		2022	
	Amount	%	Amount	%
Operating revenue (note 6(p) and 7)	\$ 1,584,237	100	1,924,661	100
Operating costs (notes 6(d), (g), (h), (i),(j),(l),(q)and 7)	720,314	45	909,467	47
Gross profit	863,923	55	1,015,194	53
Decrease: unrealized sales benefits	(8,202)	-	4,714	-
Gross profit from operations	872,125	55	1,010,480	53
Operating expenses (notes 6(c), (g), (h) ,(i), (l),(q)and 7):				
Selling expenses	128,458	8	128,612	7
Administrative expenses	99,649	6	110,143	7
Research and development expenses	210,199	13	217,939	11
Impairment loss (reversal of impairment loss) determined in accordance with IFRS 9	10,382	1	(8,973)	(1)
Total operating expenses	448,688	28	447,721	24
Net operating income	423,437	27	562,759	29
Non-operating income and expenses (note 6(i), (r) and 7)):				
Interest income	27,240	2	5,185	-
Other income	21,671	1	49,001	3
Other gains and losses	7,938	-	82,920	4
Financial costs	(2,166)	-	(5,693)	-
Share of profit of subsidiaries for using equity method	29,832	2	41,620	2
Total non-operating income and expenses	84,515	5	173,033	9
Net income before tax	507,952	32	735,792	38
Less: Income tax expenses (note 6(m))	82,006	5	138,468	7
Net income	425,946	27	597,324	31
Other comprehensive income (loss):				
Items that will not be reclassified subsequently to profit or loss:				
Losses on remeasurements of defined benefit plans	1,595	-	1,626	-
Less: income tax related to items that will not be reclassified to profit or loss	-	-	-	-
Total items that will not be reclassified subsequently to profit or loss	1,595	-	1,626	-
Items that will be reclassified subsequently to profit or loss:				
Financial statements translation differences for foreign operations	(2,424)	-	190	-
Less: income tax related to items that will be reclassified to profit or loss	(485)	-	38	-
Total items that will be reclassified subsequently to profit or loss	(1,939)	-	152	-
Other comprehensive income (loss), net of tax	(344)	-	1,778	-
Total comprehensive income	\$ 425,602	27	599,102	31
Earnings per share (note 6(o)):				
Basic earnings per share (in New Taiwan dollars)	\$ 8.21		13.35	
Diluted earnings per share (in New Taiwan dollars)	\$ 8.17		13.22	

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

Parent Company Only Statements of Changes in Equity
(In Thousands of New Taiwan Dollars)

			Retained earnings				Total other equity interest Exchange differences on translation of foreign financial statements	Total equity
	Ordinary shares	Capital surplus	Legal reserve	Special reserve	Unappropriated earnings	Total		
Balance at January 1, 2022	\$ 447,282	165,759	501,410	3,694	1,738,098	2,243,202	(4,198)	2,852,045
Appropriation and distribution of retained earnings:								
Legal reserve appropriated	-	-	77,099	-	(77,099)	-	-	-
Special reserve appropriated	-	-	-	309	(309)	-	-	-
Cash dividends of ordinary share	-	-	-	-	(492,011)	(492,011)	-	(492,011)
Cash dividends from capital surplus	-	(44,728)	-	-	-	-	-	(44,728)
Other changes in capital surplus	-	3	-	-	-	-	-	3
Net income	-	-	-	-	597,324	597,324	-	597,324
Other comprehensive income	-	-	-	-	1,626	1,626	152	1,778
Total comprehensive income	-	-	-	-	598,950	598,950	152	599,102
Balance at December 31, 2022	447,282	121,034	578,509	4,003	1,767,629	2,350,141	(4,046)	2,914,411
Appropriation and distribution of retained earnings:								
Legal reserve appropriated	-	-	57,372	-	(57,372)	-	-	-
Special reserve appropriated	-	-	-	3,073	(3,073)	-	-	-
Cash dividends of ordinary share	-	-	-	-	(268,369)	(268,369)	-	(268,369)
Cash dividends from capital surplus	-	(147,603)	-	-	-	-	-	(147,603)
Other changes in capital surplus	-	5	-	-	-	-	-	5
Net income	-	-	-	-	425,916	425,946	-	425,946
Other comprehensive income	-	-	-	-	1,595	1,595	(1,939)	(344)
Total comprehensive income	-	-	-	-	427,541	427,541	(1,939)	425,602
Issuance of common stock for cash	134,180	2,032,827	-	-	-	-	-	2,167,007
Balance at December 31, 2023	<u>\$ 581,462</u>	<u>2,006,263</u>	<u>635,881</u>	<u>7,076</u>	<u>1,866,356</u>	<u>2,509,313</u>	<u>(5,985)</u>	<u>5,091,053</u>

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

MACHVISION INC.
Parent Company Only Statements of Cash Flows
(In Thousands of New Taiwan Dollars)

	2023	2022
Cash flows from operating activities:		
Net income before tax	\$ 507,952	735,792
Adjustments:		
Adjustments to reconcile profit and loss:	34,66	
Depreciation	34,547	36,595
Impairment loss (reversal of impairment loss) determined in accordance with IFRS 9	10,382	(8,973)
Interest expense	2,166	5,693
Interest income	(27,240)	(5,185)
Dividend income	(884)	(1,321)
Share of profit of subsidiaries for using equity method	(29,832)	(41,620)
Loss on disposal of investments	199	-
Unrealized sales benefits	(8,202)	4,714
Lease modification gains	(3,124)	-
Total adjustments to reconcile profit	<u>(21,988)</u>	<u>(10,097)</u>
Changes in assets / liabilities relating to operating activities:		
Net changes in operating assets:		
Notes receivable	(395)	(172)
Accounts receivable(including long-term)	138,383	407,757
Accounts receivable-related parties(including long-term)	114,785	(76,604)
Other receivables	(46)	(192)
Other receivables-related parties	(10,861)	(30,975)
Inventories	80,431	63,494
Prepayments	(8,183)	(1,010)
Other current assets	(452)	(1,708)
Total changes in operating assets, net	<u>313,662</u>	<u>360,590</u>
Net changes in operating liabilities:		
Contract liabilities	(26,207)	(41,981)
Notes payable	(55)	17
Accounts payable	(68,715)	(132,573)
Accounts payable-related parties	(25,475)	(6,891)
Other payables	(46,608)	(48,112)
Other payables-related parties	(2,031)	4,859
Provisions	(2,314)	(4,298)
Other current liabilities	1,329	(3,074)
Net defined benefit liability	(61)	11
Total changes in operating liabilities, net	<u>(170,137)</u>	<u>(232,042)</u>
Total changes in operating assets / liabilities, net	<u>143,525</u>	<u>128,548</u>
Total adjustments	<u>121,537</u>	<u>118,451</u>
Cash provided by operating activities	629,489	854,243
Interest income received	27,212	5,530
Income tax paid	(121,066)	(195,612)
Net cash provided by operating activities	<u>535,635</u>	<u>664,161</u>
Cash flows from investing activities:		
Acquisition of financial assets at amortized cost	(3,240,111)	-
Acquisition of investments accounted for using the equity method	(22,413)	-
Proceeds from disposal of subsidiaries	3,448	-
Acquisition of property, plant and equipment	(20,026)	(2,454)
Decrease in refundable deposits	8,532	(5,181)
Decrease (increase) in other non-current assets	4,465	(35)
Dividends received	884	1,321
Net cash used in investing activities	<u>(3,265,221)</u>	<u>(6,349)</u>
Cash flows from financing activities:		
Repayments of long-term debt	-	(203,125)
Payment of lease liabilities	(7,497)	(11,129)
Cash dividends paid	(415,972)	(626,196)
Proceeds from issuing shares	2,167,007	-
Interest paid	(3,771)	(5,809)
Surplus not paid due to overdue	5	3
Net cash used in financing activities	<u>1,739,772</u>	<u>(846,256)</u>
Net decrease in cash and cash equivalents	<u>(989,814)</u>	<u>(188,444)</u>
Cash and cash equivalents at beginning of period	<u>1,539,497</u>	<u>1,727,941</u>
Cash and cash equivalents at end of period	<u><u>\$ 549,683</u></u>	<u><u>1,539,497</u></u>

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

Attachment 4

MACHVISION, INC.
Earnings distribution statement
2024

Unit: NTD

Undistributed earnings at the beginning of the period	1,474,214,986
Increase : Net income-after tax, in 2023	425,945,781
Increase: Determine the welfare plan (loss) benefits	1,595,331
Undistributed earnings in the current year	1,901,756,098
Decrease: Legal reserve (10%)	
For the six months ended June 30, 2023	(32,370,419)
Differences	(10,383,692)
Reversal of Special reserve	
For the six months ended June 30, 2023	(3,029,738)
Differences	1,090,930
Item :	
Less : Distributed earnings Cash dividends-2023 midterm	(290,731,170)
Undistributed earnings at the end of the period	1,566,332,009
The cash dividend is calculated according to the distribution ratio up to the NT\$, rounded down to the NT\$, and the total unpaid allocation is included in other income.	

Chairman: Wang, Guang-Shiah
Manager : Chen, Fu-Sheng
Accounting Supervisor: Su, Yi-Fan

Appendix 1

Corporate Charter of MACHVISION Inc Co., Ltd.

Chapter 1 General Provisions

Article 1: The Company is organized in accordance with the Company Act and named MACHVISION Inc Co., Ltd. (hereinafter referred to as “the Company”).

Article 2: The company’s businesses are listed as follows:

1. CB01010 Manufacture of Machinery and Equipment
2. CE01010 Precision Instruments Manufacturing
3. CE01030 Photographic and Optical Equipment Manufacturing
4. I301010 Software Design Services
5. F401010 International Trade

To research, develop, design, manufacture and sell the following products:

1. Non-contact machine vision inspection system & equipment (precision inspection under 10μm)
 - (1) Inspection system & equipment for BGA, CSP substrates
 - (2) Inspection system & equipment for LCD Panel
 - (3) Hole AOI for PCB high-speed slot hole
2. Intelligent vision module
3. Inspection system for line width
4. Inspection system for drill bits
5. Analysis software for target diagrams
6. To provide import/export and international trading services related to this company’s businesses.

Article 2-1: The Company may act as a guarantor.

Article 3: The Company is headquartered in Science-based Industrial Park and when necessary may establish branches or representative offices at proper locations at home and abroad as resolved by the Board of Directors and approved by the competent authority.

Article 4: Public announcements of the Company shall be made according to Company Act and other related laws and regulations.

Article 5: The Company's total amount of investment in other businesses is not subject to the limitation of 40% of the Company’s paid-in capital under Article 13 of the Company Act. Any other matters relating to reinvestment shall be executed pursuant to resolutions to be adopted by the Board of Directors.

Chapter 2 Shares

Article 6: The authorized capital of the Company is NT\$0.5 billion consisting of 50 million shares. The par value of each share is NT\$10, and such shares can be issued in separate installments.

Article 7: The share certificates of the Company shall without exception be in registered form, signed by, or affixed with seals of, at least three Directors, and authenticated by the competent authority before issuance.

Article 8: The shareholders of the Company shall process the shareholder services such as transfer of share ownership, creation for pledge of rights, reporting of loss, inheritance of shares, gift, reporting of specimen chop loss or change, or change of address, etc., in accordance with the “Regulations Governing the Administration of Stock Affairs of Public Companies” announced by the competent authority in addition to the relevant securities laws and regulations.

Article 9: All entries in the shareholders register due to share transfers shall be suspended for 60 days prior to an General shareholders' meetings, or for 30 days prior to an extra General shareholders' meetings, or for 5 days prior to the record date fixed for distributing dividends, bonus, or any other benefit.

Chapter 3 Shareholders' Meeting

Article 10: Shareholders' meetings of the Company are of two kinds: general shareholders' meetings and extra general shareholders' meetings. The General shareholders' meetings are convened once per year within six months from the close of the fiscal year. Extra general shareholders' meetings may be convened in accordance with applicable laws and regulations whenever necessary.

Article 11: The shareholders unable to attend the shareholders' meeting in person shall comply with the Article 177 of the Company Act and the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies issued by the competent authority to appoint a proxy to attend the meeting and execute their power.

Article 12: The Chairperson of the Board shall chair the shareholders' meeting. Where the Chairperson of the Board is on leave or unable to perform his/her duties, the proxy shall act in place of the chairperson in accordance with Article 208 of the Company Act herein.

Article 13: Each shareholder of the Company is entitled to one vote for each share held. The shareholders have no voting rights once any circumstance occurs and applies to the Company under Article 179 of the Company Act.

Article 14: Except as otherwise provided by the Company Act, resolutions of a shareholders' meeting shall be adopted at a meeting attended by shareholders representing a majority of the total number of issued shares and at which meeting a majority of the shareholders vote in favor of such resolutions. Where the Company cancelling its public offering, the Company shall submit this matter to the shareholders' meeting for resolution.

Voting rights of shareholders may be exercised by way of electronic transmission. A shareholder who exercises his/her votes by way of electronic transmission shall be deemed to have attended such general meeting in person. Any other related matters shall be dealt with in accordance with the applicable laws, rules and regulations.

Article 15: Resolutions adopted at a shareholders' meeting shall be recorded in the minutes of the meeting, provided that provisions in Article 183 of The Company Act, be fulfilled.

Chapter 4 Directors, Audit Committees

Article 16: The Company shall have five to nine Directors, all to be elected from persons having legal capacity at a shareholders' meeting and are eligible for re-election. Directors shall each hold office for a term of three (3) years. The special election of Directors shall adopt the full-fledged candidate nomination measure. If the percentage of shareholdings of all the Directors selected is subject to the provisions separately prescribed by the competent authority in charge of securities affairs, such provisions shall prevail.

Article 16-1: The number of Independent Directors shall be no less than three, and shall be no less than one fifth of the total number of Directors. The Independent Directors shall be elected from among the list of candidates for Independent Directors by the shareholders' meeting. Matters regarding professional qualification, restrictions on shareholdings, concurrent positions held, method of nomination and election and other matters for compliance with respect to Independent Directors shall be subject to the rules prescribed by the competent authority in charge of securities affairs.

Article 17: When the number of vacancies in the Board of Directors of the Company equals to one third of the total number of Directors or all the Independent Directors have been dismissed

for any reason, the Board of Directors shall call a meeting of shareholders to elect succeeding Directors to fill the vacancies. The new Directors shall serve the remaining term of service until the expiry of the existing Directors' present term of office, except for the overall re-election of Directors.

Article 18: The Board shall be formed by the Directors. The chairperson of the Board shall be elected from among the Directors by a majority vote of the Directors present at a meeting attended by at least two-thirds of all Directors. The exercise of all the matters shall be handled by the chairperson of the Board in accordance with the provisions of laws and regulations and the Articles of Incorporations of the company, and the resolutions adopted by the shareholders' meetings and the meetings of the board of directors.

Article 19: The resolution on Company's guidelines for management and other important matters shall be adopted by the Board of Directors. Others shall be convened and presided by the Chairman of the Board of Directors, except the calling for the first meeting of each term of the Board of Directors which shall be convened by the Board of Directors in accordance with Article 203 of the Company Act. In case the chairman of the Board of Directors can not exercise his power and authority for any cause, the chairman of the Board of Directors shall designate one of the Directors to act on his behalf. In the absence of such a designation, the Directors shall elect from among themselves an acting chairman of the Board of Directors.

Article 19-1: A notice specifying the reason for convening a Board meeting shall be sent to all Directors seven (7) days prior to the meeting; provided, however, that a Board meeting may be convened on short notice in the event of emergency. Such notice may be served in the form of writing, E-mail, or Fax.

Article 20: Unless otherwise provided by the Company Act, the meeting of the Board of Directors shall be attended by over one-half of the entire Directors of the Company. The resolutions of a directors' meeting shall be adopted with the consent of a majority of the Directors present at the meeting. In case a Director cannot, for cause, attend a meeting, he/she shall, in each time, issue a written proxy. The proxy form shall state therein the scope of authority of such proxy with reference to the subject matters to be discussed as listed in the Board meeting notice. A Director may accept the appointment to act as the proxy of one other Director only.

Article 21: When the Company's Directors perform their duties for the Company, the Company may pay remuneration regardless of whether the Company operates at a profit or loss. The Board of Directors is authorized to decide the rates of such remuneration by taking into account the extent and value of the services provided for the management of the Company. The remuneration of directors shall be determined without succeeding the standards on the highest emolument prescribed in the Company's regulations on the salary payment. The Board of Directors of the Company may resolve to pay the transportation allowances to Directors and may purchase liability insurance for Directors at a level consistent with general practices in the industry.

Article 21-1: The Company's Board meeting may set up various functional committees and shall establish the respective organizational codes of each functional committee based on operation needs.

Article 22: The Company may establish the Audit Committee pursuant to Article 14-4 of the Securities and Exchange Act based on operation needs. The Audit Committee shall be organized by at least three Independent Directors. The members of the Audit Committee are responsible for exercising the powers conferred by the Company Act, the Securities and Exchange Act and any other legal rules for prescribing the powers of supervisors. The Supervisors will cease to function and be dismissed on the date of instituting of the Audit Committee. The regulations on supervisors in this charter shall be immediately invalidated.

Article 22-1: The Company shall set up the Audit Committee according to laws, which shall consist of the entire Independent Directors. Powers conferred by the Company Act, the Securities

and Exchange Act and any other law to be exercised by supervisors shall be exercised by the Audit Committee.

Matters concerning the number of committee members, the tenure, the authority and assigned duties, the parliamentary rules, and the resources to be provided by the Company when the Audit Committee exercises its powers shall be adopted pursuant to the Taiwan Regulations Governing the Exercise of Powers by Audit Committees of Public Companies and prescribed in accordance with the laws based on organization charters of the Audit Committee.

Chapter 5 Managerial officers and staffs

Article 23: The Company may have one president. The appointment, dismissal and remuneration of the president shall be handled in accordance with Article 29 of the Company Act herein.

Article 24: Following the resolutions adopted at a meeting of the Board of Directors and instructions of the Chairman of the Board, the President shall take charge of all the Company's business operations.

Chapter 6 Final Accounts

Article 25: At the end of each fiscal year, the Board of Directors shall prepare the following documents: (1) Business report (2) Financial report (3) Proposal for allocating profit or covering loss, which shall be submitted to the Audit Committee for review and approval 30 days prior to the regular shareholders' meetings in accordance with the laws, and submitted to the regular shareholders' meetings for approval.

Article 26: The Company's profit distributable to the employees as compensation for the current year shall mean the annual profit for such year before tax after deducting employees' and Directors' compensation of the Company. After reserving a sufficient amount out of the net income to set off the accumulated losses at the end of year, the Company may distribute no less than five percent (5%) to the employees as the Employees' compensation and may distribute not more than 3% to the Directors as the Directors' compensation.

The decision on proportion of distribution for employees' and Directors' compensation and employees' compensation shall be paid either in the form of Shares or in cash, upon resolution by a majority votes at a meeting of the Directors attended by two-thirds or more of the Directors. Such resolution shall be reported to the Shareholders at a general meeting.

The Company may allocate the profit distributable to the employees as compensation, to be paid in cash, to employees including the employees of subsidiaries of the Company meeting certain specific requirements, entitled to receive Shares or cash.

Article 26-1: The earnings distribution or loss offset shall be proposed at the close of each half year. The half a year's earnings, if any, shall first be used to pay all taxes, reserve employee compensation, and offset prior years' accumulated losses and then set aside 10% as legal reserve. When such legal reserve amounts to the total paid-in capital, the Company shall not be subject to this requirement. The Company may then appropriate or reverse a certain amount as special reserve according to the relevant regulations. The remaining earnings, plus the previous half year's accumulated undistributed earnings, may be distributed in cash according to the distribution plan proposed by the Board of Directors and approved by the Board of Directors or by issuance of new shares according to the distribution plan proposed by the Board of Directors and approved by the shareholders' meeting.

Article 26-2: The current year's earnings, if any, shall first be used to pay all taxes and offset prior years' accumulated losses and then set aside 10% as legal reserve. The Company may then appropriate or reverse a certain amount as special reserve according to the relevant regulations. The remaining earnings, plus the accumulated undistributed earnings, may be distributed by issuance of new shares according to the distribution plan proposed by the Board of Directors and approved by the shareholders' meeting.

According to Paragraph 5, Article 240 of the Company Act, the Company may authorize the distributable dividends and bonuses, or legal reserve and capital reserve set forth in Paragraph 1, Article 241 of the Company Act, in whole or in part, to be paid in cash after a resolution has been adopted by a majority vote at a meeting of the Board of Directors attended by two-thirds of the total number of directors; in addition thereto, a report of such distribution shall be submitted to the shareholders' meeting.

Chapter 7 Supplemental Provisions

Article 27: The Company's Charter and operational regulations shall be separately established and adopted by the Board of Directors.

Article 28: Matters not addressed by these Articles of Incorporation shall be governed by the Company Act and any other applicable laws.

Article 29: These Articles of Incorporation were adopted on May 26, 1998.

The 1st amendment was made on February 22, 2000.

The 2nd amendment was made on December 11, 2000.

The 3rd amendment was made on June 20, 2002.

The 4th amendment was made on June 26, 2003.

The 5th amendment was made on May 27, 2004.

The 6th amendment was made on December 7, 2005.

The 7th amendment was made on June 23, 2006.

The 8th amendment was made on May 25, 2007.

The 9th amendment was made on October 17, 2007.

The 10th amendment was made on June 25, 2008.

The 11th amendment was made on June 8, 2010.

The 12th amendment was made on June 13, 2012.

The 13th amendment was made on May 29, 2014.

The 14th amendment was made on May 27, 2016.

The 15th amendment was made on May 29, 2018.

The 16th amendment was made on December 14, 2018.

The 17th amendment was made on May 29, 2019

MACHVISION Inc Co., Ltd.

Chairman: Wang, Guang-Shiah

Appendix 2

MACHVISION Inc Co., Ltd. **Rules and Procedures of Shareholders' Meetings**

Approved and made on May 24, 2023.

- Article 1 These Guidelines are stipulated to establish a robust governance system for the shareholders' meeting of the Company, improve its supervision functions and strengthen management functions.
- Article 2 The Company shall provide a sign-in book allowing attending Shareholders to sign in or require attending Shareholders to submit attendance cards in lieu of signing in. The number of shares represented by shareholders attending the Meeting shall be calculated in accordance with the attendance cards submitted by the shareholders.
- Article 3 Unless otherwise provided by laws and regulations, the shareholders' meeting of the Company shall be convened by the board of directors. The Company shall prepare electronic versions of the shareholders' meeting notice and proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors or supervisors, and upload them to the Market Observation Post System (MOPS) 30 days prior to the date of a general shareholders' meeting or 15 days prior to the date of a special shareholders' meeting. The Company shall prepare electronic versions of the shareholders' meeting agenda and supplemental meeting materials and upload them to the MOPS 21 days prior to the date of the general shareholders' meeting or 15 days prior to the date of the special shareholders' meeting. In addition, 15 days prior to the date of the shareholders' meeting, the Company shall also have prepared the shareholders' meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at the Company and the professional shareholder services agent designated thereby as well as being distributed on-site at the meeting place. The reasons for convening a shareholders' meeting shall be specified in the meeting notice and public announcement. With the consent of the addressee, the notice of the meeting may be given in the electronic form.
- Election or dismissal of directors or supervisors, amendments to the articles of incorporation, reduction of capital, application for the approval of ceasing its status as a public company, approval of competing with the company by directors, surplus profit distributed in the form of new shares, reserve distributed in the form of new shares, the dissolution, merger, or demerger of the company, or any matter under Paragraph 1 of Article 185 of the Company Act shall be set out and explained the essential contents in the notice of the reasons for convening the shareholders' meeting. None of the above matters may be raised by an extraordinary motion; the essential contents may be posted on the website designated by the competent authority in charge of securities affairs or the company, and such website shall be indicated in the above notice.
- Where re-election of all directors and supervisors as well as their inauguration date is stated in the notice of the reasons for convening the shareholders' meeting, after the completion of the re-election in said meeting such inauguration date may not be altered by any extraordinary motion or otherwise in the same meeting.
- A shareholder holding one percent or more of the total number of issued shares may submit to the Company a written proposal for discussion at a general shareholders' meeting. The number of items so proposed, however, is limited to one only, and no proposal containing more than one item will be included in the meeting agenda, provided a shareholder proposal for urging the Company to promote public interests or fulfill its social

responsibilities may still be included in the agenda by the board of directors. In addition, if any of the circumstances specified in any subparagraphs of Paragraph 4 of Article 172-1 of the Company Act apply to a proposal put forward by a shareholder, the board of directors may exclude it from the agenda.

Prior to the book closure date before the general shareholders' meeting is held, the Company shall publicly announce its acceptance of shareholder proposals in writing or electronically, and the location and period for their submission; the period for submission of shareholder proposals may not be less than 10 days.

Each of the shareholder-submitted proposals containing more than 300 words will be included in the meeting agenda. The shareholder making the proposal shall be present in person or by proxy at the general shareholders' meeting and take part in the discussion of the proposal.

Prior to the date for issuance of notice of a shareholders' meeting, the Company shall inform the shareholders who submitted proposals of the proposal screening results and shall list in the meeting notice the proposals that conform to the provisions of this article. At the shareholders' meeting, the board of directors shall explain the reasons for the exclusion of any shareholder proposals not included in the agenda.

Article 4 For each shareholders' meeting, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by the Company and stating the scope of the proxy's authorization and the person as the proxy. A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders' meeting, and shall deliver the proxy form to the Company five days prior to the date of the shareholders' meeting. When duplicate proxy forms are delivered, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment. 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 days prior to the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

Article 5 The Meeting shall be held at the head office of the Company or at any other appropriate place that is convenient for the shareholders to attend. The time for commencing the said meeting shall not begin earlier than 9 o'clock in the morning or later than 3 o'clock local time in the afternoon. Location and time for commencing should take independent directors' opinion adequately.

Article 6 The Company shall specify in its shareholders' meeting notices the time during which shareholder attendance registrations will be accepted, the place to register for attendance, and other matters for attention. The time during which shareholder attendance registrations will be accepted shall be at least 30 minutes prior to the time the meeting commences. The place at which attendance registrations are accepted shall be clearly marked and a sufficient number of suitable personnel assigned to handle the registrations.

Shareholders and their proxies (hereinafter referred to as "shareholders" collectively) shall attend shareholders' meetings based on attendance cards, sign-in cards, or other certificates of attendance. The Company may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification.

The Company shall provide a sign-in book allowing attending Shareholders to sign in or require attending Shareholders to submit attendance cards in lieu of signing in.

The Company shall furnish attending shareholders with the meeting agenda book, annual report, attendance card, speaker's slips, voting slips, and other meeting materials. Where

there is an election of directors or supervisors, pre-printed ballots shall also be furnished. When the government or a juridical person is a shareholder, it may be represented by more than one representative at a shareholders' meeting. When a corporation is appointed to attend as proxy, only one representative can attend the Shareholders' Meeting.

Article 6-1

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

The ways that shareholders attend the virtual meeting and exercise their rights.

Actions to be taken if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events, at least covering the following particulars:

- A. To what time the meeting is postponed or from what time the meeting will resume if the above obstruction continues and cannot be removed, and the date to which the meeting is postponed or on which the meeting will resume.
- B. Shareholders not having registered to attend the affected virtual shareholders meeting shall not attend the postponed or resumed session.
- C. In case of a hybrid shareholders meeting, when the virtual meeting cannot be continued, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders meeting online, meets the minimum legal requirement for a shareholder meeting, then the shareholders meeting shall continue. The shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, and the shareholders attending the virtual meeting online shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders meeting.
- D. Actions to be taken if the outcome of all proposals has been announced and extraordinary motion has not been carried out.

To convene a virtual shareholders meeting, appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders meeting online shall be specified.

Article 7 If a shareholders' meeting is convened by the Board of Directors, the Chairman of the Board of Directors shall preside at the said shareholders' meeting. In case the Chairman is on leave of absence, or cannot exercise his powers and authority, the Vice Chairman shall act as chair at the shareholders' meeting. If there is no Vice Chairman, or the Vice Chairman is also on leave of absence, or cannot exercise his powers and authority, the Chairman shall designate a Managing Director to act in lieu of him; if there is no Managing Director, the Chairman shall designate a Director to act in lieu of him. When a managing director or a director serves as chair who is referred to in the preceding paragraph, the managing director or director shall have held that position for six months or more and who understands the financial and business conditions of the company. The same shall be true for a representative of a juridical person director that serves as chair. It is advisable that shareholders' meetings convened by the board of directors be chaired by the chairperson of the board in person and attended by a majority of the directors, at least one independent director in person, and at least one member of each functional committee on behalf of the committee. The attendance shall be recorded in the meeting minutes. If a shareholders' meeting is convened by a party with the power to convene but other than the board of directors, the convening party shall chair the meeting. If the Chairman does not designate a Director, the Managing Directors or Directors shall elect one from among themselves to act in lieu of the Chairman. When there are two or more such convening parties, they shall mutually select a chair from among themselves.

Where the shareholders' meeting is convened by any person, other than the Board of

Directors, such person shall act as the chairman of that meeting.

Article 8 The Company, starting from the time it accepts shareholder attendance registrations, shall make an uninterrupted audio and video recording of the registration procedure, the proceedings of the shareholders' meeting, and the voting and vote-counting procedures. The recorded materials of the preceding paragraph shall be retained for at least one year. If, however, a shareholder files a lawsuit in accordance with Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation. Where a shareholders meeting is held in a virtual way, the Company shall keep records of shareholder registration, sign-in, check-in, questions raised, votes cast and results of votes counted by the Company, and continuously audio and video record, without interruption, the proceedings of the virtual meeting from beginning to end.

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

Article 9 Attendance at shareholders meetings shall be calculated based on numbers of shares.

The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in, and the shares checked in on the virtual meeting platform, plus the number of shares whose voting rights are exercised by correspondence or electronically.

However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined total of no more than one hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chair shall declare the meeting adjourned. In the event of a virtual shareholders meeting, the Company shall also declare the meeting adjourned at the virtual meeting platform; in the event of a virtual shareholders meeting, the Company shall also declare the meeting adjourned at the virtual meeting platform.

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

When, prior to conclusion of the meeting, the attending shareholders represent a majority of the total number of issued shares, the chair may resubmit the tentative resolution for a vote by the shareholders meeting pursuant to Article 174 of the Company Act..

Article 10 The agenda of the Shareholders' Meeting shall be set by the Board of Directors if the Meeting is convened by the Board of Directors. Related motions (including extempore motions and amendment motion) should be voted. Unless otherwise resolved at the Meeting, the Meeting shall proceed in accordance with the agenda.

The above provision applies mutatis mutandis to cases where the Meeting is convened by any person, other than the Board of Directors, entitled to convene such Meeting. Unless otherwise resolved at the Meeting, the chairman cannot announce adjournment of the Meeting before all the discussion items (including special motions) listed in the agenda are resolved. If the chair declares the meeting adjourned in violation of the rules of procedure, the other members of the board of directors shall promptly assist the attending shareholders in electing a new chair in accordance with statutory procedures, by agreement of a majority

of the votes represented by the attending shareholders, and then continue the meeting. The shareholders cannot designate any other person as chairman and continue the Meeting in the same or other place after the Meeting is adjourned. Besides, the voting time should be arranged appropriately.

Article 11 When a shareholder presents at the Meeting wishes to speak, a Speech Note should be filled out with summary of the speech, the shareholder's number (or the number of Attendance Card) and the name of the shareholder. The sequence of speeches by shareholders should be decided by the chairman.

If any shareholder present at the Meeting submits a Speech Note but does not speak, no speech should be deemed to have been made by such shareholder. In case the contents of the speech of a shareholder are inconsistent with the contents of the Speech Note, the contents of actual speech shall prevail.

interrupt the speeches of the other shareholders, otherwise the chairman shall stop such interruption. 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 paragraphs 1 to 5 do not apply.

Article 12 Votes at shareholders' meetings shall be calculated based on numbers of shares. With respect to resolutions of shareholders' meetings, the number of shares held by a shareholder with no voting rights shall not be calculated as part of the total number of issued shares.

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

The number of shares for which voting rights may not be exercised under the preceding paragraph shall not be calculated as part of the voting rights represented by attending shareholders.

With the exception of a trust enterprise or a shareholder services agent approved by the competent securities authority, when one person is concurrently appointed as a proxy by two or more shareholders, the voting rights represented by that proxy may not exceed 3% of the voting rights represented by the total number of issued shares. If that percentage is exceeded, the voting rights in excess of that percentage shall not be included in the calculation.

Article 13 A shareholder shall be entitled to one vote for each share held, except when the shares are restricted shares or are deemed non-voting shares under Paragraph 2 of Article 179 of the Company Act. When the Company holds a shareholder meeting, it shall adopt exercise of voting rights by electronic means and may adopt exercise of voting rights by correspondence. When voting rights are exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders' meeting notice. A shareholder exercising voting rights by correspondence or electronic means will be deemed to have attended the meeting in person, but to have waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting; it is therefore advisable that the Company avoid the submission of extraordinary motions and amendments to original proposals. A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph shall deliver a written declaration of intent to the Company two days prior to the date of the shareholders' meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail, except when a declaration is made to cancel the earlier declaration of intent. After a

shareholder has exercised voting rights by correspondence or electronic means, in the event the shareholder intends to attend the shareholders' meeting in person, a written declaration of intent to retract the voting rights already exercised under the preceding Paragraph shall be made known to the Company, by the same means by which the voting rights were exercised, two days prior to the date of the shareholders' meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by correspondence or electronic means shall prevail. When a shareholder has exercised voting rights both by correspondence or electronic means and by appointing a proxy to attend a shareholders' meeting, the voting rights exercised by the proxy in the meeting shall prevail.

Except otherwise specified in the Company Act or in the Company's Charters, a resolution shall be adopted by a majority of the votes represented by the shareholders present at the Meeting. At the time of voting, for each proposal, the chair or a person designated by the chair shall first announce the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be entered into the MOPS.

If there is amendment to or substitute for a discussion item, the chairman shall decide the sequence of voting for such discussion item, the amendment or the substitute. If any one of them has been adopted, the others shall be deemed vetoed and no further voting is necessary. The vote counting for shareholders' meeting proposals or elections shall be conducted in public at the place of the shareholders' meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on-site at the meeting, and a record made of the vote. When the Company convenes a virtual shareholders meeting, after the chair declares the meeting open, shareholders attending the meeting online shall cast votes on proposals and elections on the virtual meeting platform before the chair announces the voting session ends or will be deemed abstained from voting.

When the Company convenes a hybrid shareholders meeting, if shareholders who have registered to attend the meeting online in accordance with Article 6 decide to attend the physical shareholders meeting in person, they shall revoke their registration two days before the shareholders meeting in the same manner as they registered. If their registration is not revoked within the time limit, they may only attend the shareholders meeting online.

When shareholders exercise voting rights by correspondence or electronic means, unless they have withdrawn the declaration of intent and attended the shareholders meeting online, except for extraordinary motions, they will not exercise voting rights on the original proposals or make any amendments to the original proposals or exercise voting rights on amendments to the original proposal.

Article 14 The election of directors or supervisors at a shareholders' meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, and the voting results shall be announced on-site immediately, including the names of those elected as directors and supervisors and the numbers of votes with which they were elected. The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the ballots shall be retained until the conclusion of the litigation.

Article 15 Any matters relating to the resolutions of a shareholders' meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes may be produced and distributed in electronic form. The Company may distribute the meeting minutes of the preceding paragraph by means of

a public announcement made through the MOPS.

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

Where a virtual shareholders meeting is convened, in addition to the particulars to be included in the meeting minutes as described in the preceding paragraph, the start time and end time of the shareholders meeting, how the meeting is convened, the chair's and secretary's name, and actions to be taken in the event of disruption to the virtual meeting platform or participation in the meeting online due to natural disasters, accidents or other force majeure events, and how issues are dealt with shall also be included in the minutes.

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

Article 16 On the day of a shareholders meeting, the Company shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation, the number of shares represented by proxies and the number of shares represented by shareholders attending the meeting by correspondence or electronic means, and shall make an express disclosure of the same at the place of the shareholders meeting. In the event a virtual shareholders meeting, the Company shall upload the above meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

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.

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

Article 17 All supporting staff for the shareholders' meeting shall wear an identification badge or arm-band. The chairman may conduct the disciplinary officers (or the security guards) to assist in keeping order of the Meeting place. Such disciplinary officers (or security guards) shall wear badges marked "Disciplinary Officers" or identification cards for identification purpose.

At the place of a shareholders' meeting, if a shareholder attempts to speak through any device other than the public address equipment set up by the Company, the chair may prevent the shareholder from so doing.

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

Article 18 During the meeting, the Chairman may, at his or her discretion, set time for intermission.

If any event of force majeure occurs, the chair may order the meeting to be temporarily suspended and announce a time when, depending on the development of circumstance, the meeting will be resumed.

If the meeting venue is no longer available for continued use and not all of the items

(including extraordinary motions) on the meeting agenda have been addressed or resolved, the shareholders' meeting may adopt a resolution to resume the meeting at another venue.

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

Article 19 In the event of a virtual shareholders meeting, the Company shall disclose real-time results of votes and election immediately after the end of the voting session on the virtual meeting platform according to the regulations, and this disclosure shall continue at least 15 minutes after the chair has announced the meeting adjourned.

Article 20 When the Company convenes a virtual shareholders meeting, both the chair and secretary shall be in the same location, and the chair shall declare the address of their location when the meeting is called to order.

Article 21 When the Company convenes a virtual shareholders meeting, if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events before the chair has announced the meeting adjourned, and the obstruction continues for more than 30 minutes, the meeting shall be postponed to or resumed on another date within five days, in which case Article 182 of the Company Act shall not apply.

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 first paragraph, the number of shares represented by, and voting rights and election rights exercised by the shareholders who have registered to participate in the affected shareholders meeting and have successfully signed in the meeting, but do not attend the postpone or resumed session, at the affected shareholders meeting, shall be counted towards the total number of shares, number of voting rights and number of election rights represented at the postponed or resumed session.

During a postponed or resumed session of a shareholders meeting held under the first 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.

When the Company convenes a hybrid shareholders meeting, and the virtual meeting cannot continue as described in the first paragraph, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders meeting online, still meets the minimum legal requirement for a shareholder meeting, then the shareholders meeting shall continue, and not postponement or resumption thereof under the first 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 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 periods 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 Companies shall handle the matter based on the date of the shareholders meeting that is postponed or resumed under the second paragraph.

Article 22 When convening a virtual shareholders meeting, the Company shall provide appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders meeting online.

Article 23 The Charter shall be implemented accordingly after it has been approved and adopted at a shareholders' meeting of the Company; the same shall apply to any amendment(s) thereof.

Appendix 3

MACHVISION Inc Co., Ltd. **Rules for Election of Directors**

Approved and made on December 14, 2018.

- Article 1 Unless otherwise provided in the Company Law or the Articles of Incorporation of this Company, the directors of this Company shall be elected in accordance with the rules specified herein.
- Article 2 The election of the Company's directors adopts the cumulative voting method. Unless otherwise specified in the Company's articles of association, each share has the same voting rights as the number of directors to be elected, which may be collectively given to one candidate or distributed to several candidates.
- Article 3 The board of directors shall prepare ballots, fill in the number of votes distributed, and distribute them to shareholders attending the shareholders' meeting.
- Article 4 Prior to voting, the chairman shall appoint several scrutineers and tellers to perform relevant duties, subject to that the scrutineers shall be the shareholders.
- Article 5 For the election of directors, the board of directors shall set up the ballot box which shall be opened by the scrutineers for public witness prior to voting.
- Article 6 For a candidate who is a shareholder, the voter shall fill in the shareholder name and shareholder account number of such candidate in the box of "The Candidate" of the ballot. For a candidate who is not a shareholder, the voter shall fill in the name and national ID card number of such a candidate. However, if a governmental or legal person shareholder is a candidate, the name of such government agency or a legal person also with the name of the representative (optional) shall be filled in the box of "The Shareholder Name" of the ballot. If there are several representatives for such a government agency or legal person, the name of each representative shall be filled in separately.
- Article 7 The Company shall organize the election for independent directors in accordance with the candidate nomination system specified in provisions of the Company Act, and the shareholders shall elect independent directors from the list of candidates. The elections of independent directors and non-independent directors of the Company shall be held simultaneously in accordance with the relevant provisions of these Guidelines, in which the candidates for independent directors and non-independent directors shall be separately elected based on the number of votes obtained.
- Article 8 Any ballots with any or all of the following status shall be invalid:
- (1) Ballots that do not follow the regulations specified in these Guidelines.
 - (2) Void ballots placed in the ballot box.
 - (3) Ballots with blurred or unrecognizable handwriting or have been altered.
 - (4) Voted ballots that are not placed in the ballot box.
 - (5) Ballots specifying the candidate who is a shareholder but the shareholder name and/or shareholder account number are inconsistent with the ones recorded in the register of shareholders, or ballots specifying the candidate who is not a shareholder but the name and/or national ID number is inconsistent with the ones specified in the official records.

(6) Ballots specifying any words or symbols other than the shareholder name (legal name) or shareholder account number (national ID number) of the candidates and the distributed votes.

(7) Ballots specifying the candidate whose name is the same as that of other shareholders (s) but with no shareholder account number or national ID card number filled in for identification.

Article 9 The directors of the Company shall be elected by the shareholders' meeting with the full capacity to make juridical acts and the number of elected directors shall be in accordance with the articles of association of the Company from the candidates. The elected candidates shall serve as the directors or independent directors based on their respective obtained votes. If two or more candidates obtain the same number of votes which would result in more elected candidates than required, the lots shall be drawn among these candidates. Any of such candidates who are absent shall authorize the chairman to draw lots on behalf. Whereupon further verification that the personal data or information of any elected candidate is not correct or that the election of such candidate shall be null based on the applicable laws or regulations, the candidate obtaining the second highest votes from such shareholders' meeting shall be elected to fill the vacancy.

Article 10 The calculation of ballots shall be performed on spot right after the completion of voting, and the result of the election shall be publicly announced on spot by the chairman.

Article 11 The election of candidates who are not complying with provisions of Paragraphs 3 and 4 of Article 26-3 of the Securities and Exchange Act shall be void.

Article 12 The board of directors shall issue the certificate of election to each elected candidate.

Article 13 The provisions of the Company Act, the Company's articles of association, and relevant laws and regulations shall be applicable to any matters not specifically stipulated in these Guidelines.

Article 14 These Rules and any revision thereof shall become effective after approval at the shareholders' meeting.

Appendix 4

Shareholding of All Directors

As of the date of transfer termination (April 1, 2024), the respective and current shareholding of directors recorded in the shareholder register is as follows:

Title	Name	Number of Shares Held	Shareholding Ratio
Chairman	Wang, Guang-Shiah	1,456,740	2.51%
Director	Chuang, Yung-Shun	447,711	0.77%
Director	Yu, Ming-Chang	1,073,940	1.85%
Director	Chang, Yung-Yang	1,366,904	2.35%
Director	Yan, Wei-Chyun	296,000	0.51%
Director	Chen, Fu-Sheng	27,034	0.05%
Independent Director	Lee, Tsu-Der	0	0.00%
Independent Director	Yen, Tzong-Ming	0	0.00%
Independent Director	Du, Ming-Han	0	0.00%

As of the date of transfer termination (April 1, 2024), the total number of shares issued is 58,146,234.

The minimum Number of shares held of all Directors: 4,651,698 shares

Record of shareholders on the date of transfer termination:

Shareholding Ratio and Number of shares of All Directors: 8.03% ; 4,668,329 shares

Appendix 5

Other Matters:

With regard to the Annual Shareholders' Meeting, the disposition and description on proposals submitted by shareholders shall indicate the following particulars:

1. Shareholder(s) holding one percent or more of the total number of outstanding Shares immediately prior to the relevant book close period may propose in writing to the Company a proposal for discussion at a regular shareholders' meeting, provided that only one matter shall be allowed in each single proposal. The number of words of a proposal to be submitted shall be limited to not more than three hundred (300) words in accordance with the Article 172-1 of the Company Act.
2. The annual shareholders' meeting accepts shareholders' proposals during the period from March 18, 2024 to March 28, 2024. And which is released and publicized at <http://mops.twse.com.tw>.
3. No shareholders' proposed motions during the specified time period.