



Stock Code : 2492

Walsin Technology Corporation

2022 Annual Shareholders' Meeting Agenda Handbooks (Translation)

Time : 9:30 a.m. on Wednesday, Jun. 15, 2022

Location : No. 3, Qingnian Rd., Yangmei Dist., Taoyuan City 326, Taiwan
(R.O.C.) (Meeting Room No.E68,China-Motor Training
Center)

This document is prepared in accordance with the Chinese version and is for reference only.
In the event of any discrepancy between the Chinese version and this content, the Chinese
version shall prevail.

Walsin Technology Corporation

2022 Annual Shareholders' Meeting Handbook

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Walsin Technology Corporation

Procedure and Agenda for 2022 Annual Shareholders' Meeting

- I. Meeting called to order
- II. Chairperson in place
- III. Chairperson remarks
- IV. Announcements
 1. 2021 Business Report
 2. Audit Committee's Audit Report
 3. Report on Distribution of Employees' Compensation and Remuneration of Directors for 2021
 4. Other Matters
- V. Proposals, Discussions and Election
 1. Approval of 2021 Business Report and financial statements
 2. Approval of 2021 Earnings Distribution
 3. Discussion about the amendments to the Articles of Incorporation of the Company.
 4. Discussion about the amendments to the rules of Procedures for Shareholders' Meetings
 5. Discussion about the amendments to the rule of the Procedures of Acquisition Disposal of Assets.
 6. Election of the Company's Directors of the 16th term.
 7. Discussion of the proposal for the release of new Directors' Non-Competition Obligations.
- VI. Extempore Motions or Other Matters
- VII. Adjournment

Announcements

1. Business Report:
The Company's 2021 Business Report and Financial Statements
Please refer to Attachment 1 and 2 on #page11-33# of the Handbook.
2. Audit Committee's Audit Report:
Please refer to Attachment 3 on #page34# of the Handbook.
3. Report on Distribution of Employees' Compensation and Remuneration of Directors for 2021
As approved by the 23th meeting of 15th term Board of Directors of the Company, the employees' compensation for 2021 is NT\$ 198,962,904 and the remuneration of Directors is NT\$ 79,585,162, all of which are paid in cash.
4. Other matters:

(1) WTC's first domestic unsecured convertible bonds Status report.

Explanation:

1. In order to purchase plant, equipment and factory facilities, the board of directors approved the issuance of the first domestic unsecured conversion of 48,000 corporate bonds on February 26, 2020, each with par value is NT\$100,000, and the bond coupon rate is 0%, the total issuance amount is NT\$4.8 billion, and the issuance period is four years.
2. Since the issuance began on April 29, 2020, until the maturity on April 29, 2024, as of April 14, 2022 (the last transfer date before the bond stop conversion period is from April 17 to June 65), 10 bonds have been converted (NT\$1,000 thousands), and the current balance is NT\$4,799,000 thousands.

(2) Report the Shareholding of Directors

1. Please refer to Attachment 4 on #page35# of the Handbook for the shareholding of Directors.
2. The shareholdings of all of the Company's directors have all met the requirement for the statutory shareholding ratio.

(3) Implementation status of repurchasing Company's stock: Please refer to Attachment 5 on #page36-40# of the Handbook for the implementation status of repurchasing Company's stock.

(4) Report the Endorsement and Guarantee cases of WTC till Mar. 31,2022.

Unit: In Thousands of New Taiwan Dollars

Endorser/Guarantor	Endorsee/Guarantee	Outstanding Endorsement/ Guarantee at the End of the Period	Limit on Endorsement/ Guarantee Given on Behalf of Each Party	Aggregate Endorsement/ Guarantee Limit	Remark
Walsin Technology Corporation	Kamaya Electric Co., Ltd.	1,596,130	14,842,677	23,007,014	Note
	Kamaya Electric(M) SDN. BHD.	1,130,688	16,159,428		
Total		2,726,818			

Note: The maximum limit for each guaranteed company is limited to 100% of its net worth presented in the latest financial statements. The maximum limit for company's actual holds more than two-thirds of the guaranteed company is limited to six times of its (guaranteed company) net worth presented in the latest financial statements. Therefore, this period did not exceed the limit. The maximum endorsements/guarantees amount allowed for the Company is not equal or exceed 50% of its net worth presented in the latest financial statements.

(5) During the period from April 01, 2022 to April 11, 2022, none of the shareholders submitted any written proposal or nomination to the Company during the period of nomination according to Article 172-1 and Article 192-1 of Company Act.

Proposals, Discussions and Election

Proposal 1

Proposed by the Board of Directors

Subject: Recognition of the Company's 2021 business report, parent company only financial statements and consolidated financial statements.

Explanation:

- a. The aforesaid business report and relevant financial statements have been resolved by the Board of Directors, Financial Statements have been audited by CPA Shih Chin-Chuan and Hong Kuo-Tyan of Deloitte & Touche Taiwan. All of them were submitted to the Audit Committee for audit, which then has audited the same.
- b. Please refer to Attachment of the handbook from page 11.

Resolution:

Proposal 2

Proposed by the Board of Directors

Subject: Adoption of the Proposal for Appropriation of 2021 Earnings

Explanation:

- a. The proposal for 2021 appropriation of earnings was already resolved in the 25th meeting of 15th term Board of Directors meeting convened and reviewed by the Audit Committee meeting.
- b. The net profit after tax as of year 2021 of the Company is NT\$ 7,931,940,536. After setting aside the legal reserve of NT\$ 798,026,733 and adding the adjusted undistributed retained earnings is NT\$ 21,698,985,557, the total distributable retained earnings is NT\$ 28,832,899,360.
- c. For the Proposal of earnings distribution, it is calculated based on 485,804,299 shares (including treasury stocks 1,000,000 shares) of the company had issued shares as of the book closure date of April 22, 2022. In the event of changes of the Company's common shares, conversion of the company's convertible corporate bonds, repurchase of treasury stocks or transfer treasury stocks to employees, etc., thereby affecting the number of outstanding shares and then causing the proposed cash distribution per share to change, it is proposed that the Chairman be authorized to adjust the same based on the number of actual shares outstanding on the ex-dividend base date.
- d. The above distribution, it is proposed that the Chairman be authorized to determine the ex-dividend date and related matters of cash dividend distribution after resolution is made in this shareholders' meeting. The distribution of the cash dividends shall be rounded down to the nearest New Taiwan Dollar. The aggregate of the remaining cash will be credited to Other Revenue by the Company.
- e. The undistributed earnings of year 2021, the company operates for sustainable development and meet the requirements of capital expenditure, therefore, in the future, the Company is planning to use the undistributed earnings to construct or purchase buildings, software or hardware equipment or technology for use in production or operation as needed for its business, and the Company will report to the National Taxation Bureau for the deduction such investment amounts from the undistributed earnings tax base in accordance with Article 23-3 of the Statute of Industrial Innovation.
- f. The proposed earnings distribution table is as below:

Walsin Technology Corporation Statement of Earnings Distribution Year 2021			
Item	Total	Unit: NT\$	
Unallocated earnings, beginning of year	21,650,658,763		
Add: Adjustments on re-measurement on define benefit plans recognized in retained earnings	19,923,365		
Less: Adjustments on equity method investments	(18,171,233)		
Add: Disposal of investments in equity instruments at fair value through other comprehensive income	45,830,510		
Add: Deferred initial adoption of TIFRS for Special Revenue Reserve	744,152		
Adjusted unallocated earnings	<u>21,698,985,557</u>		
Add: Net profit	7,931,940,536		
Less: Legal reserve(10%)	<u>(798,026,733)</u>		
Distributable earnings	<u>28,832,899,360</u>		
Distribution Item:			
Cash Dividends to shareholders	<u>(2,186,119,346)</u>		NT\$4.5/per share

Unallocated earnings, end of year

26,646,780,014

Chairman: Chiao Yu-Heng

Manager: Ku, Li-Chin

Accounting Chief: Yeh Tse-Kuang

Resolution:

Proposal 3

Proposed by the Board of Directors

Subject: The proposal of amendments to the to the Articles of Incorporation of the Company.

Explanation: In order to make the company's method of convening shareholders' meetings more flexible, In accordance with the provisions of Article 172-2, Paragraph 1 of the Company Act, the company's articles of association expressly stipulate that the shareholders' meeting may be held by video conference or other methods announced by the central competent authority, and the provisions of Article 13 of the company's articles of association are amended, and amendments to Article 18 due to actual needs.

Please refer to Attachment 6 on #page41# of the Handbook for the comparison table.

Proposal 4

Proposed by the Board of Directors

Subject: The proposal of amendments to the Company's Rules of Procedures for Shareholders' Meetings is hereby submitted for resolution.

Explanation: In accordance with the provisions of Article 172-2, Paragraph 1 of the Company Act, the shareholders' meeting shall be convened by video conference or other methods announced by the central competent authority as expressly stipulated in the articles of association of the company, and the rules of procedure of the company's shareholders' meeting shall be revised simultaneously.

Please refer to Attachment 7 on #page42# of the Handbook for the comparison table.

Resolution:

Proposal 5

Proposed by the Board of Directors

Subject: The proposal of amendments to the Company's Rules of the Procedures of Acquisition or Disposal of Assets.

Explanation:

According to the amendments made by the Financial Supervisory Commission Issued No. 1110380465, it is proposed to revise the relevant provisions of the company resolution.

Please refer to Attachment 8 on #page43# of the Handbook for the comparison table.

Proposal 6 Proposed by the Board of Directors
Subject: Election of the Company's Directors of 16th term.

Explanation:

- a. The 15th term of directors of the Company was elected on June 19, 2019, and the term of office is about to expire. It is proposed to submit to the 2022 Annual General Meeting of Shareholders for re-election.
- b. According to the Article 18 of the company's articles of association stipulates that the company has 7 to 9 directors, and the number of seats is determined by the board of directors. Among the number of directors, there shall be at least 3 independent directors. It is hereby proposed that the number of directors for the 16th term shall be 7 directors (including 3 independent directors). New Directors takes office upon election for a three-year term.
- c. The election of directors (including independent directors) of the Company adopts the candidate nomination system stipulated in Article 192-1 of the Company Act, and the shareholders shall select and appoint directors from the list of candidates for directors. The candidate list of directors (including independent directors) proposed by Board of Director Please refer to Attachment 9 on #page50# of the Handbook.
- d. The new Directors should be appointed for a term of three years commencing on the date of election (i.e., 15 June 2022) and ending on 14 June 2024.

Election:

Proposal 7 Proposed by the Board of Directors

Subject: Release of the directors of the Company from non-competence restrictions set forth in Article 209 of the Company Act.

Explanation:

- a. It is conducted in accordance with Paragraph 1, Article 209 of the Company Act, which provides that "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 shareholders meeting the essential contents of such an act and secure its approval."

- b. For the Company's newly-elected directors who serve as directors or managerial officers in companies operating the same/similar businesses as/to the Company, Please refer to Attachment 10 on #page53# of the Handbook.
- c. It is proposed that the shareholders' meeting approve the release of the newly-elected directors from non-compete restrictions on engaging in any business within the Company's business scope under Paragraph 1, Article 209 of the Company Act, as well as approve the abstention from exercise of the disgorgement rights against the directors mentioned above as of the date of serving as directors or managerial officers of other companies engaging in competing business.

Resolution:

Extempore Motions or Other Matters

Adjournment

[Attachment 1]

WALSIN TECHNOLOGY CORPORATION

Year 2021 Business Report

In retrospect of the global economic development in 2021, still deeply affected by COVID-19 epidemic, worldwide shipment and logistics disruption, and the trade conflict between US and China. Although the spread of the epidemic has been slightly suppressed with the advent of vaccines in Europe and the United States, the virus has continued to mutate and evolve, making border control policies in various countries must be adjusted at any time. Coupled with the interference of factors such as lack of containers and labor, the global economic development momentum cannot be fully activated yet. The upstream and downstream of the electronics industry must also adjust production and inventory management in response to the shortage of IC materials. However, in terms of market development trend is concerned, the applications of future technologies such as 5G, automobile, AI, and IoT etc. will still be the main axis of the sustainable development of the high-tech industry.

Under the situation that the confrontation between the two major powers in the United States and China is still difficult to reverse in a short period of time. China continues to promote the establishment of the integrity of the independent production supply chain system, including the field of passive components product domain, as new production capacity has emerged since the second half of last year, although it is generally believed that there is still a gap between the technical level of China manufacturers and Taiwanese manufacturers, under China's nationwide efforts to support domestic enterprises, it still has a considerable impact on the supply and demand of the MLCC and Chip R in China's domestic market. Coupled with the fact that the Chinese government has successively introduced measures for housing sales and power rationing, the peak season in the second half of last year was not prosperous, and major Japanese manufacturers also adjusted their production and sales strategies accordingly. We also take appropriate measures in a timely manner to centrally manage effective production capacity and avoid waste. At the same time, we introduce new business partners. In addition to increasing the depth of the original product series, we also stepped into other passive component segments. We hope to jointly open up new markets. Deepen the industrial distribution.

The company's consolidated revenue of the company in Year 2021 increased by 18.29% compared to Year 2020. The gross profit increased nearly 11.29%. Although the performance of main product MLCC was affected by market turbulence in the last quarter, the decline was stronger than expected, resulting in a drop in revenue; however, under the new product expansion and revenue supplementation, the two leading major indicators should be able to still maintained a two-digits growth throughout the entire year. As a result of the final annual settlement, the net profit after tax was nearly NT\$8 billion, and the earnings per share was NT\$16.35.

Here is a summary of WALSIN's 2020 simple income statement as follows:

(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

Item	2021	2020	2021 Growth rate
STATEMENTS OF COMPREHENSIVE INCOME			
NET REVENUE	\$22,257,779	\$17,854,068	24.67%
GROSS PROFIT	5,000,851	4,547,308	9.97%
OPERATING PROFIT	3,763,948	3,357,599	12.10%
INCOME BEFORE INCOME TAX	8,564,248	7,311,627	17.13%
NET INCOME	7,931,941	6,632,254	19.60%
EARNINGS PER SHARE	16.35	13.66	19.69%

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME			
NET REVENUE	\$42,108,708	\$35,599,249	18.29%
GROSS PROFIT	12,512,383	11,243,055	11.29%
OPERATING PROFIT	8,399,582	7,913,539	6.14%
INCOME BEFORE INCOME TAX	10,649,914	9,034,807	17.88%
NET INCOME(Attributable to the owner of the company)	7,931,941	6,632,254	19.60%
EARNINGS PER SHARE	16.35	13.66	19.69%

Chairman: Chiao Yu-Heng

Manager: Chang Jui -Tsung

Accounting Chief: Yeh Tse-Kuang

[Attachment 2]
INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
Walsin Technology Corporation

Opinion

We have audited the accompanying financial statements of Walsin Technology Corporation (the "Company"), which comprise the balance sheets as of December 31, 2021 and 2020, and the statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the financial statements, including a summary of significant accounting policies (collectively referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2021 and 2020, and its financial performance and its cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for Opinion

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

Key Audit Matters

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

The key audit matter of the Company's financial statements for the year ended December 31, 2021 is described as follows:

Revenue Recognition for MLCC Sales

Walsin Technology Corporation's main source of revenue comes from multi-layer ceramic capacitors (MLCC), ceramic disc capacitors, chip resistors and radio frequency devices.

Due to higher proportion of MLCC's sales revenue and gross profit margin compared to other sales portfolios, and revenue is recognized in accordance with customer orders or contracts, we considered recognition of revenue from sales of MLCC as a key audit matter of the Company's financial statements for the year ended December 31, 2021.

The audit procedures that we performed in response to the abovementioned key audit matter included understanding the design and implementation of key internal controls and testing the effectiveness of relevant controls over sales revenue, and selecting samples of revenue items to verify the occurrence of transactions.

Other Matter

We did not audit the financial statements of some subsidiaries and investments accounted for using the equity method, which are included in the financial statements of the Company, but such financial statements were audited by other auditors. Our opinion, insofar as it relates to the amounts and the information disclosed included for some subsidiaries and investments accounted for using the equity method, is based solely on the audit reports of other auditors. As of December 31, 2021, the amount of total assets using the equity method of these subsidiaries was NT\$2,966,722 thousand, representing 4.13% of the total assets; and the share of profit of associates accounted for using the equity method for the year ended December 31, 2021 was NT\$178,400 thousand, representing 2.25% of the total net profit.

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

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

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

Auditors' Responsibilities for the Audit of the Financial Statements

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

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

1. Identify and assess the risks of material misstatement of the 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 entities or business activities within the Company to express an opinion on the financial statements. We are responsible for the direction, supervision, and performance of the audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements for the year ended December 31, 2021 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audits resulting in this independent auditors' report are Chin-Chuan Shih and Kuo-Tyan Hong.

Deloitte & Touche
Taipei, Taiwan
Republic of China

February 22, 2022

WALSIN TECHNOLOGY CORPORATION

BALANCE SHEETS DECEMBER 31, 2021 AND 2020 (In Thousands of New Taiwan Dollars)

ASSETS	2021		2020	
	Amount	%	Amount	%
CURRENT ASSETS				
Cash and cash equivalents (Notes 4 and 6)	\$ 1,239,378	2	\$ 775,955	1
Financial assets at fair value through profit or loss - current (Notes 4 and 7)	386,792	1	347,920	-
Financial assets at amortized cost - current (Notes 4, 9 and 27)	117,866	-	2,941,109	5
Notes receivable from unrelated parties (Notes 4 and 10)	20,354	-	19,900	-
Trade receivables from unrelated parties (Notes 4 and 10)	1,436,666	2	1,074,490	2
Trade receivables from related parties (Notes 4, 10 and 26)	2,526,192	4	2,995,986	5
Finance lease receivable - current (Note 4)	14,281	-	17,862	-
Other receivables	61,259	-	72,352	-
Other receivables from related parties (Notes 4 and 26)	766,745	1	2,792,546	4
Inventories (Notes 4 and 11)	2,470,155	3	1,661,109	3
Other current assets	194,172	-	119,633	-
Total current assets	<u>9,233,860</u>	<u>13</u>	<u>12,818,862</u>	<u>20</u>
NON-CURRENT ASSETS				
Financial assets at fair value through profit or loss - non-current (Notes 4 and 7)	1,440	-	12,957	-
Financial assets at fair value through other comprehensive income - non-current (Notes 4 and 8)	3,734,019	5	2,454,006	4
Financial assets at amortized cost - non-current (Notes 4, 9 and 27)	632,635	1	-	-
Investments accounted for using the equity method (Notes 4 and 12)	39,616,485	55	35,580,910	55
Property, plant and equipment (Notes 4 and 13)	17,661,063	25	12,842,862	20
Right-of-use assets (Notes 4 and 14)	263,715	-	258,220	1
Investment properties (Notes 4 and 15)	117,679	-	119,582	-
Computer software (Note 4)	72,032	-	85,251	-
Deferred tax assets (Notes 4 and 21)	307,000	1	239,000	-
Guarantee deposits paid	36,732	-	31,929	-
Finance lease receivables - non-current (Note 4)	25,607	-	35,858	-
Other non-current assets	188,424	-	43,114	-
Total non-current assets	<u>62,656,831</u>	<u>87</u>	<u>51,703,689</u>	<u>80</u>
TOTAL	<u>\$ 71,890,691</u>	<u>100</u>	<u>\$ 64,522,551</u>	<u>100</u>
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Short-term borrowings (Note 16)	\$ 4,710,000	6	\$ 5,867,081	9
Short-term bills payable (Note 16)	-	-	99,980	-
Trade payables to unrelated parties	1,128,254	2	1,386,009	2
Trade payables to related parties (Notes 4 and 26)	1,617,536	2	888,048	2
Payables for equipment (Note 26)	2,571,154	4	2,122,104	3
Other payables (Notes 4 and 26)	2,374,271	3	2,282,253	4
Lease liabilities - current (Notes 4 and 14)	40,145	-	50,043	-
Current tax liabilities (Notes 4 and 21)	1,264,123	2	848,554	1
Other current liabilities	49,520	-	26,536	-
Total current liabilities	<u>13,755,003</u>	<u>19</u>	<u>13,570,608</u>	<u>21</u>
NON-CURRENT LIABILITIES				
Bonds payable (Note 17)	4,654,244	7	4,593,360	7
Long-term borrowings (Note 16)	8,410,000	12	7,194,748	11
Current tax liabilities - non-current (Notes 4 and 21)	290,327	-	67,501	-
Deferred tax liabilities (Notes 4 and 21)	71,341	-	144,341	-
Lease liabilities - non-current (Notes 4 and 14)	226,889	-	215,856	1
Net defined benefit liabilities - non-current (Notes 4 and 18)	87,314	-	109,044	-
Guarantee deposits received	6,731	-	6,631	-
Total non-current liabilities	<u>13,746,846</u>	<u>19</u>	<u>12,331,481</u>	<u>19</u>
Total liabilities	<u>27,501,849</u>	<u>38</u>	<u>25,902,089</u>	<u>40</u>
EQUITY (Notes 4 and 19)				
Share capital				
Ordinary shares	4,858,043	7	4,858,000	8
Bond conversion entitlement certificates	-	-	43	-
Capital surplus	3,111,622	4	6,006,342	9
Retained earnings				
Legal reserve	3,938,069	5	3,286,566	5
Special reserve	1,096,797	2	1,097,541	2
Unappropriated earnings	29,630,926	41	22,302,162	34
Other equity				
Exchange differences on translating foreign operations	(2,479,278)	(3)	(2,517,167)	(4)
Unrealized gain (loss) on financial assets at fair value through other comprehensive income	4,469,043	6	3,586,975	6
Treasury shares	(236,380)	-	-	-
Total equity	<u>44,388,842</u>	<u>62</u>	<u>38,620,462</u>	<u>60</u>
TOTAL	<u>\$ 71,890,691</u>	<u>100</u>	<u>\$ 64,522,551</u>	<u>100</u>

(With Deloitte & Touche audits' report dated February 22, 2022)

WALSIN TECHNOLOGY CORPORATION

STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2021		2020	
	Amount	%	Amount	%
NET SALES (Notes 4 and 26)	\$ 22,257,779	100	\$ 17,854,068	100
COST OF SALES (Notes 11 and 26)	<u>16,907,353</u>	<u>76</u>	<u>12,969,538</u>	<u>72</u>
GROSS PROFIT	5,350,426	24	4,884,530	28
UNREALIZED GAIN ON TRANSACTIONS WITH SUBSIDIARIES	<u>(349,575)</u>	<u>(1)</u>	<u>(337,222)</u>	<u>(2)</u>
REALIZED GROSS PROFIT	<u>5,000,851</u>	<u>23</u>	<u>4,547,308</u>	<u>26</u>
OPERATING EXPENSES				
Selling and marketing expenses	398,778	2	362,798	2
General and administrative expenses	432,131	2	442,281	3
Research and development expenses	<u>405,994</u>	<u>2</u>	<u>384,630</u>	<u>2</u>
Total operating expenses	<u>1,236,903</u>	<u>6</u>	<u>1,189,709</u>	<u>7</u>
PROFIT FROM OPERATIONS	<u>3,763,948</u>	<u>17</u>	<u>3,357,599</u>	<u>19</u>
NON-OPERATING INCOME AND EXPENSES				
Interest income	63,831	-	21,133	-
Rental income	1,226	-	1,214	-
Dividend income (Note 26)	95,104	1	50,649	-
Other income (Note 12)	182,583	1	107,862	1
(Loss) gain on disposal of property, plant and equipment	(4,997)	-	7,257	-
Gain (loss) gain on disposal of investments (Note 12)	9,038	-	(94,921)	(1)
Gain on financial assets at FVTPL	27,458	-	106,343	1
Other expenses	(6,437)	-	(1,718)	-
Foreign exchange gain (loss), net	20,329	-	(151,654)	(1)
Interest expense	(161,052)	(1)	(146,762)	(1)
Share of profit of subsidiaries and associates accounted for using the equity method (Notes 4 and 12)	<u>4,573,217</u>	<u>21</u>	<u>4,054,625</u>	<u>23</u>
Total non-operating income and expenses	<u>4,800,300</u>	<u>22</u>	<u>3,954,028</u>	<u>22</u>
PROFIT BEFORE INCOME TAX	8,564,248	39	7,311,627	41
INCOME TAX EXPENSE (Notes 4 and 21)	<u>(632,307)</u>	<u>(3)</u>	<u>(679,373)</u>	<u>(4)</u>
NET PROFIT FOR THE YEAR	<u>7,931,941</u>	<u>36</u>	<u>6,632,254</u>	<u>37</u>

(Continued)

WALSIN TECHNOLOGY CORPORATION

STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2021		2020	
	Amount	%	Amount	%
OTHER COMPREHENSIVE INCOME (LOSS)				
Items that will not be reclassified subsequently to profit or loss:				
Remeasurement of defined benefit plans	19,923	-	(30,074)	-
Unrealized gain on investments in equity instruments at fair value through other comprehensive income	1,295,674	6	674,416	4
Share of the other comprehensive income of subsidiaries and associates accounted for using the equity method	(367,775)	(2)	54,766	-
Items that may be reclassified subsequently to profit or loss:				
Share of the other comprehensive loss of subsidiaries and associates accounted for using the equity method	<u>37,889</u>	<u>-</u>	<u>(338,411)</u>	<u>(2)</u>
Other comprehensive income for the year, net	<u>985,711</u>	<u>4</u>	<u>360,697</u>	<u>2</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>\$ 8,917,652</u>	<u>40</u>	<u>\$ 6,992,951</u>	<u>39</u>
EARNINGS PER SHARE (Notes 4 and 22)				
Basic	<u>\$ 16.35</u>		<u>\$ 13.66</u>	
Diluted	<u>\$ 15.72</u>		<u>\$ 13.44</u>	

(With Deloitte & Touche audits' report dated February 22, 2022)

(Concluded)

WALSIN TECHNOLOGY CORPORATION

**STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020
(In Thousands of New Taiwan Dollars)**

	Share Capital			Capital Surplus	Retained Earnings			Other Equity		Treasury Shares	Total Equity
	Shares (In Thousands)	Share Capital	Bond Conversion Entitlement Certificates		Legal Reserve	Special Reserve	Unappropriated Earnings	Exchange Differences on Translating Foreign Operations	Unrealized Gain (Loss) on Financial Assets at Fair Value Through Other Comprehensive Income		
BALANCE, JANUARY 1, 2020	485,800	\$ 4,858,000	\$ -	\$ 5,619,231	\$ 2,619,557	\$ 1,097,541	\$ 19,126,043	\$ (2,226,191)	\$ 2,770,641	\$ (35,760)	\$ 33,829,062
Appropriation of the 2019 earnings (Note 19)											
Legal reserve	-	-	-	-	667,009	-	(667,009)	-	-	-	-
Cash dividends distributed by the Company	-	-	-	-	-	-	(2,671,900)	-	-	-	(2,671,900)
Other changes in capital surplus (Note 19)											
Equity component of convertible bonds issued by the Company	-	-	-	253,440	-	-	-	-	-	-	253,440
Change in capital surplus from associates accounted for using the equity method	-	-	-	8,597	-	-	-	-	-	-	8,597
Disposal of investments accounted for using the equity method	-	-	-	(101)	-	-	(50,092)	47,430	50,092	-	47,329
Actual disposal of interests in subsidiaries (Note 12)	-	-	-	(5)	-	-	13	5	(13)	-	-
Changes in percentage of ownership interests in subsidiaries	-	-	-	9,612	-	-	-	-	-	-	9,612
Net profit for the year ended December 31, 2020	-	-	-	-	-	-	6,632,254	-	-	-	6,632,254
Other comprehensive income (loss) for the year ended December 31, 2020	-	-	-	-	-	-	(30,074)	(338,411)	729,182	-	360,697
Total comprehensive income (loss) for the year ended December 31, 2020	-	-	-	-	-	-	6,602,180	(338,411)	729,182	-	6,992,951
Convertible bonds converted to ordinary shares	4	-	43	911	-	-	-	-	-	-	954
Transfer of treasury shares to employees (Note 19)	-	-	-	114,657	-	-	-	-	-	35,760	150,417
Disposals of investments in equity instruments designated as at fair value through other comprehensive income/associates disposed of the investments in equity instruments designated as at fair value through other comprehensive income	-	-	-	-	-	-	(37,073)	-	37,073	-	-
BALANCE, DECEMBER 31, 2020	485,804	4,858,000	43	6,006,342	3,286,566	1,097,541	22,302,162	(2,517,167)	3,586,975	-	38,620,462
Reversal by subsidiaries special reserve appropriated at the first-time adoption of IFRSs (Note 19)	-	-	-	-	-	(744)	744	-	-	-	-
Appropriation of the 2020 earnings (Note 19)											
Legal reserve	-	-	-	-	651,503	-	(651,503)	-	-	-	-
Other changes in capital surplus (Note 19)											
Change in capital surplus from associates accounted for using the equity method	-	-	-	24,882	-	-	(5,832)	-	-	-	19,050
Issuance of cash dividends from capital surplus	-	-	-	(2,914,830)	-	-	-	-	-	-	(2,914,830)
Other changes in capital surplus	-	-	-	55	-	-	-	-	-	-	55
Actual acquisition of interests in subsidiaries	-	-	-	(24,397)	-	-	(11,147)	-	-	-	(35,544)
Changes in percentage of ownership interests in subsidiaries	-	-	-	315	-	-	(1,193)	-	-	-	(878)
Net profit for the year ended December 31, 2021	-	-	-	-	-	-	7,931,941	-	-	-	7,931,941
Other comprehensive income for the year ended December 31, 2021	-	-	-	-	-	-	19,923	37,889	927,899	-	985,711
Total comprehensive income for the year ended December 31, 2021	-	-	-	-	-	-	7,951,864	37,889	927,899	-	8,917,652
Convertible bonds converted to ordinary shares	-	43	(43)	-	-	-	-	-	-	-	-
Buy-back of treasury shares	-	-	-	-	-	-	-	-	-	(351,616)	(351,616)
Transfer of treasury shares to employees (Note 19)	-	-	-	19,255	-	-	-	-	-	115,236	134,491
Disposals of investments in equity instruments designated as at fair value through other comprehensive income/associates disposed of the investments in equity instruments designated as at fair value through other comprehensive income	-	-	-	-	-	-	45,831	-	(45,831)	-	-
BALANCE, DECEMBER 31, 2021	485,804	\$ 4,858,043	\$ -	\$ 3,111,622	\$ 3,938,069	\$ 1,096,797	\$ 29,630,926	\$ (2,479,278)	\$ 4,469,043	\$ (236,380)	\$ 44,388,842

(With Deloitte & Touche audits' report dated February 22, 2022)

WALSIN TECHNOLOGY CORPORATION

STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020 (In Thousands of New Taiwan Dollars)

	2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before income tax	\$ 8,564,248	\$ 7,311,627
Adjustments for:		
Depreciation expense	2,736,286	1,958,006
Amortization expense	19,631	9,804
Net gain on financial assets at FVTPL	(27,458)	(106,343)
Interest expense	161,052	146,762
Interest income	(63,831)	(21,133)
Dividend income	(95,104)	(50,649)
Compensation cost of employee share options	19,602	114,765
Share of profit of subsidiaries and associates accounted for using the equity method	(4,573,217)	(4,054,625)
Loss (gain) on disposal of property, plant and equipment	4,997	(7,257)
(Gain) loss on disposal of investments	(9,038)	94,921
Impairment gain recognized on property, plant and equipment	(10,343)	(4,683)
Write-downs of (reversal of) inventories	80,745	(56,231)
Unrealized gross profit on the transactions with subsidiaries and associates	349,575	337,222
Realized gain on transactions with associates	-	(43,187)
Net (gain) loss on foreign currency exchange	(103,439)	24,252
Other non-cash item	(154,643)	(51,912)
Changes in operating assets and liabilities		
Notes receivable from unrelated parties	(454)	(2,830)
Trade receivables from unrelated parties	(353,392)	(235,701)
Trade receivables from related parties	527,523	(2,099,488)
Other receivables from unrelated parties	11,615	24,274
Other receivables from related parties	2,025,801	(117,784)
Inventories	(889,791)	(361,214)
Other current assets	(31,425)	(59,575)
Trade payables to unrelated parties	(198,182)	787,918
Trade payables to related parties	714,475	(667,695)
Other payables	92,622	89,140
Other current liabilities	22,984	(1,340)
Other non-current liabilities	(12)	(4,021)
Cash generated from operations	8,820,827	2,953,023
Interest received	63,309	19,903
Dividend received	565,561	393,717
Interest paid	(98,446)	(100,291)
Income tax paid	(323,336)	(28,543)
Net cash generated from operating activities	<u>9,027,915</u>	<u>3,237,809</u>
CASH FLOWS FROM INVESTING ACTIVITIES		

(Continued)

WALSIN TECHNOLOGY CORPORATION

STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020 (In Thousands of New Taiwan Dollars)

	2021	2020
Purchase of financial assets at fair value through other comprehensive income	-	(596,802)
Proceeds from capital return of financial assets at fair value through other comprehensive income	695	519
Deposits (purchase) of financial assets at amortized cost	2,190,608	(2,941,109)
Purchase of financial assets at fair value through profit or loss	-	(175,922)
Proceeds from financial assets at fair value through profit or loss	11	147,316
Acquisition of associates	(445,411)	(294,309)
Proceeds from capital return of investments accounted for using the equity method	-	881,298
Payments for property, plant and equipment	(7,056,819)	(3,942,552)
Proceeds from disposal of property, plant and equipment	2,973	106,397
(Increase) decrease in guarantee deposits paid	(4,803)	23,245
Payments for intangible assets	(411)	(72,730)
Increase in receivables from related parties for advances or borrowings	-	(817,710)
Decrease in finance lease receivables	13,953	13,858
Increase in prepayments for other	-	(43,114)
Net cash used in investing activities	<u>(5,299,204)</u>	<u>(7,711,615)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Decrease in short-term borrowings	(1,171,465)	(563,535)
(Decrease) increase in short-term bills payable	(100,000)	99,734
Proceeds from issuance of bonds payable	-	4,800,000
Increase in long-term borrowings	1,215,252	2,794,748
Increase in guarantee deposits received	100	-
Repayment of the principal portion of lease liabilities	(57,645)	(45,071)
Cash dividends	(2,914,858)	(2,671,900)
Payments for buy-back of ordinary shares	(351,616)	-
Proceeds from transfer of treasury shares to employees	114,889	35,652
Payments for transaction costs attributable to the issue of bonds	-	(5,000)
Other financing activities	55	-
Net cash (used in) generated from financing activities	<u>(3,265,288)</u>	<u>4,444,628</u>
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	463,423	(29,178)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	<u>775,955</u>	<u>805,133</u>
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	<u>\$ 1,239,378</u>	<u>\$ 775,955</u>

(With Deloitte & Touche audits' report dated February 22, 2022)

(Concluded)

The Board of Directors and Shareholders
Walsin Technology Corporation

Opinion

We have audited the accompanying consolidated financial statements of Walsin Technology Corporation and its subsidiaries (collectively referred to as the “Group”), which comprise the consolidated balance sheets as of December 31, 2021 and 2020, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the consolidated financial statements, including a summary of significant accounting policies (collectively referred to as the “consolidated financial statements”).

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2021 and 2020, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission (FSC) of the Republic of China.

Basis for Opinion

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

Key Audit Matters

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

The key audit matter of the Group's consolidated financial statements for the year ended December 31, 2021 is described as follows:

Revenue Recognition for MLCC Sales

Walsin Technology Corporation's main source of revenue comes from multi-layer ceramic capacitors (MLCC), ceramic disc capacitors, chip resistors and radio frequency devices.

Due to higher proportion of MLCC's sales revenue and gross profit margin compared to other sales portfolios and revenue is recognized in accordance with customer orders or contracts, we considered recognition of revenue from sales of MLCC as a key audit matter of the Group's consolidated financial statements for the year ended December 31, 2021.

The audit procedures that we performed in response to the abovementioned key audit matter included understanding the design and implementation of key internal controls and testing the effectiveness of relevant controls over sales revenue, and selecting samples of revenue items to verify the occurrence of transactions.

Other Matter - Use of Other Auditors

We did not audit the consolidated financial statements of some subsidiaries and investments accounted for using the equity method, which are included in the consolidated financial statements of the Group, but such financial statements were audited by other auditors. Our opinion, insofar as it relates to the amounts and the information disclosed included for some subsidiaries and investments accounted for using the equity method, is based solely on the audit reports of other auditors. As of December 31, 2021, the amount of total assets of these subsidiaries (including investments accounted for using the equity method) was NT\$10,161,549 thousand, representing 10.79% of the consolidated total assets; for the year ended December 31, 2021, the amount of combined net operating revenue of these subsidiaries was NT\$6,006,450 thousand, representing 14.26% of the consolidated net operating revenue, and the share of loss of associates accounted for using the equity method for the year ended December 31, 2021 was NT\$5,867 thousand, representing (0.07)% of the consolidated comprehensive income.

Other Matter - the Parent Company Only Financial Statements

We have also audited the parent company only financial statements of Walsin Technology Corporation as of and for the years ended December 31, 2021 and 2020 on which we have issued an unmodified opinion with "Other Matter" paragraph.

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

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

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

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

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

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

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the year ended December 31, 2021 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audits resulting in this independent auditors' report are Chin-Chuan Shih and Kuo-Tyan Hong.

Deloitte & Touche
Taipei, Taiwan
Republic of China

February 22, 2022

WALSIN TECHNOLOGY CORPORATION AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS DECEMBER 31, 2021 AND 2020 (In Thousands of New Taiwan Dollars)

ASSETS	2021		2020	
	Amount	%	Amount	%
CURRENT ASSETS				
Cash and cash equivalents (Notes 4 and 6)	\$ 11,261,504	12	\$ 11,212,053	14
Financial assets at fair value through profit or loss - current (Notes 4 and 7)	1,572,637	2	3,028,393	4
Financial assets at amortized cost - current (Notes 4 and 8)	6,347,388	7	7,381,204	9
Notes receivable from unrelated parties (Notes 4 and 9)	923,996	1	560,731	1
Trade receivables from unrelated parties (Notes 4 and 9)	9,916,600	10	10,567,154	13
Trade receivables from related parties (Notes 4, 9 and 28)	62,746	-	47,867	-
Finance lease receivable - current (Note 4)	27,435	-	11,248	-
Other receivables from unrelated parties	526,653	1	397,988	-
Other receivables from related parties (Note 28)	12,858	-	13,300	-
Inventories (Notes 4 and 10)	9,687,250	10	5,962,754	7
Other current assets	848,819	1	481,277	-
Total current assets	<u>41,187,886</u>	<u>44</u>	<u>39,663,969</u>	<u>48</u>
NON-CURRENT ASSETS				
Financial assets at fair value through profit or loss - non-current (Notes 4 and 7)	1,440	-	12,957	-
Financial assets at fair value through other comprehensive income - non-current (Notes 4 and 12)	5,899,491	6	4,158,977	5
Financial assets at amortized cost - non-current (Notes 4 and 8)	3,197,562	3	4,097,671	5
Investments accounted for using the equity method (Notes 4 and 13)	9,943,014	11	8,779,858	11
Property, plant and equipment (Notes 4 and 14)	30,449,546	32	23,031,847	28
Right-of-use assets (Notes 4 and 15)	1,019,242	1	808,140	1
Investment properties (Notes 4 and 16)	117,679	-	119,582	-
Intangible assets (Notes 4 and 17)	795,266	1	590,817	1
Deferred tax assets (Notes 4 and 23)	657,496	1	497,170	1
Guarantee deposits paid (Note 29)	96,668	-	123,069	-
Finance lease receivables - non-current (Note 4)	25,607	-	33,088	-
Other non-current assets (Notes 4 and 20)	789,308	1	163,350	-
Total non-current assets	<u>52,992,319</u>	<u>56</u>	<u>42,416,526</u>	<u>52</u>
TOTAL	<u>\$ 94,180,205</u>	<u>100</u>	<u>\$ 82,080,495</u>	<u>100</u>
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Short-term borrowings (Note 18)	\$ 5,429,427	6	\$ 6,002,893	7
Short-term bills payable (Note 18)	-	-	99,980	-
Notes payable to unrelated parties	368,742	-	58,142	-
Trade payables to unrelated parties	4,431,637	5	4,283,826	5
Trade payables to related parties (Note 28)	2,502	-	1,765	-
Payables for equipment (Note 28)	3,684,849	4	2,686,042	3
Other payables (Note 28)	4,742,686	5	4,441,039	6
Current tax liabilities (Notes 4 and 23)	1,730,872	2	1,303,404	2
Lease liabilities - current (Notes 4 and 15)	136,372	-	98,177	-
Current portion of bonds payable (Notes 4 and 19)	474,486	1	136,396	-
Current portion of long-term borrowings (Note 18)	399,169	-	190,687	-
Other current liabilities	156,690	-	353,031	1
Total current liabilities	<u>21,557,432</u>	<u>23</u>	<u>19,655,382</u>	<u>24</u>
NON-CURRENT LIABILITIES				
Bonds payable (Notes 4 and 19)	4,654,244	5	5,130,218	6
Long-term borrowings (Note 18)	12,117,833	13	9,869,946	12
Current tax liabilities - non-current (Notes 4 and 23)	290,327	-	67,501	-
Deferred tax liabilities (Notes 4 and 23)	818,758	1	576,794	1
Lease liabilities - non-current (Notes 4 and 15)	559,160	1	418,028	1
Long-term payables	31,778	-	4,007	-
Deferred revenue - non-current (Note 4)	23,932	-	15,790	-
Net defined benefit liabilities - non-current (Notes 4 and 20)	343,086	-	314,154	-
Guarantee deposits received	254,501	-	374,481	-
Total non-current liabilities	<u>19,093,619</u>	<u>20</u>	<u>16,770,919</u>	<u>20</u>
Total liabilities	<u>40,651,051</u>	<u>43</u>	<u>36,426,301</u>	<u>44</u>
EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY (Note 21)				
Share capital				
Ordinary shares	4,858,043	5	4,858,000	6
Bond conversion entitlement certificates	-	-	43	-
Capital surplus	3,111,622	3	6,006,342	7
Retained earnings				
Legal reserve	3,938,069	4	3,286,566	4
Special reserve	1,096,797	1	1,097,541	2
Unappropriated earnings	29,630,926	32	22,302,162	27
Other equity				
Exchange differences on translating foreign operations	(2,479,278)	(3)	(2,517,167)	(3)
Unrealized (loss) gain on financial assets at fair value through other comprehensive income	4,469,043	5	3,586,975	4
Treasury shares	(236,380)	-	-	-
Total equity attributable to owners of the Company	<u>44,388,842</u>	<u>47</u>	<u>38,620,462</u>	<u>47</u>
NON-CONTROLLING INTERESTS (Note 21)	<u>9,140,312</u>	<u>10</u>	<u>7,033,732</u>	<u>9</u>
Total equity	<u>53,529,154</u>	<u>57</u>	<u>45,654,194</u>	<u>56</u>
TOTAL	<u>\$ 94,180,205</u>	<u>100</u>	<u>\$ 82,080,495</u>	<u>100</u>

(With Deloitte & Touche audits' report dated February 22, 2022)

WALSIN TECHNOLOGY CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020

(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2021		2020	
	Amount	%	Amount	%
NET SALES (Notes 4, 28 and 35)	\$ 42,108,708	100	\$ 35,599,249	100
COST OF SALES (Notes 10 and 28)	<u>29,596,325</u>	<u>70</u>	<u>24,356,194</u>	<u>69</u>
GROSS PROFIT	<u>12,512,383</u>	<u>30</u>	<u>11,243,055</u>	<u>31</u>
OPERATING EXPENSES				
Selling and marketing expenses	1,763,056	4	1,353,707	4
General and administrative expenses	1,295,098	3	1,112,534	3
Research and development expenses	<u>1,054,647</u>	<u>3</u>	<u>863,275</u>	<u>2</u>
Total operating expenses	<u>4,112,801</u>	<u>10</u>	<u>3,329,516</u>	<u>9</u>
PROFIT FROM OPERATIONS	<u>8,399,582</u>	<u>20</u>	<u>7,913,539</u>	<u>22</u>
NON-OPERATING INCOME AND EXPENSES				
Interest income	466,667	1	342,441	1
Rental income	25,031	-	27,130	-
Dividend income	166,007	-	87,482	-
Other income	256,758	1	227,326	1
Loss on disposal of property, plant and equipment	(2,220)	-	(18,815)	-
Gain (loss) on disposal of investments (Notes 4, 11 and 13)	229,750	1	(94,681)	-
Gain on financial assets at FVTPL	127,443	-	324,246	1
Other expenses	(127,041)	-	(88,880)	-
Foreign exchange loss, net	(7,405)	-	(191,802)	(1)
Interest expense	(208,322)	(1)	(185,765)	(1)
Share of profit of associates accounted for using the equity method (Notes 4 and 13)	<u>1,323,664</u>	<u>3</u>	<u>692,586</u>	<u>2</u>
Total non-operating income and expenses	<u>2,250,332</u>	<u>5</u>	<u>1,121,268</u>	<u>3</u>
PROFIT BEFORE INCOME TAX	10,649,914	25	9,034,807	25
INCOME TAX EXPENSE (Notes 4 and 23)	<u>(1,688,838)</u>	<u>(4)</u>	<u>(1,817,162)</u>	<u>(5)</u>
NET PROFIT FOR THE YEAR	<u>8,961,076</u>	<u>21</u>	<u>7,217,645</u>	<u>20</u>
OTHER COMPREHENSIVE INCOME (LOSS)				
Items that will not be reclassified subsequently to profit or loss:				

(Continued)

WALSIN TECHNOLOGY CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020

(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2021		2020	
	Amount	%	Amount	%
Remeasurement of defined benefit plans	17,958	-	(46,445)	-
Unrealized gain on investments in equity instruments at fair value through other comprehensive income	1,712,026	4	925,506	3
Share of the other comprehensive (loss) income of associates accounted for using the equity method	(579,027)	(1)	12,316	-
Items that may be reclassified subsequently to profit or loss:				
Exchange differences on translating foreign operations	51,027	-	(275,795)	(1)
Share of the other comprehensive (loss) income of associates accounted for using the equity method	<u>(44,816)</u>	<u>-</u>	<u>15,170</u>	<u>-</u>
Other comprehensive income for the year, net	<u>1,157,168</u>	<u>3</u>	<u>630,752</u>	<u>2</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>\$ 10,118,244</u>	<u>24</u>	<u>\$ 7,848,397</u>	<u>22</u>
NET PROFIT ATTRIBUTABLE TO:				
Owners of the Company	\$ 7,931,941	19	\$ 6,632,254	18
Non-controlling interests	<u>1,029,135</u>	<u>2</u>	<u>585,391</u>	<u>2</u>
	<u>\$ 8,961,076</u>	<u>21</u>	<u>\$ 7,217,645</u>	<u>20</u>
TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO:				
Owners of the Company	\$ 8,917,652	21	\$ 6,992,951	20
Non-controlling interests	<u>1,200,592</u>	<u>3</u>	<u>855,446</u>	<u>2</u>
	<u>\$ 10,118,244</u>	<u>24</u>	<u>\$ 7,848,397</u>	<u>22</u>
EARNINGS PER SHARE (Notes 4 and 24)				
Basic	<u>\$ 16.35</u>		<u>\$ 13.66</u>	
Diluted	<u>\$ 15.72</u>		<u>\$ 13.44</u>	

(With Deloitte & Touche audits' report dated February 22, 2022)

(Concluded)

WALSIN TECHNOLOGY CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020
(In Thousands of New Taiwan Dollars)

	Equity Attributable to Owners of the Company							Other Equity			Non-controlling Interests	Total Equity	
	Share Capital		Bond Conversion Entitlement Certificates	Capital Surplus	Retained Earnings			Exchange Differences on Translation of the Financial Statements of Foreign Operations	Unrealized Gain (Loss) on Financial Assets at Fair Value Through Other Comprehensive Income	Treasury Shares			Total
	Shares (In Thousands)	Share Capital			Legal Reserve	Special Reserve	Unappropriated Earnings						
BALANCE, JANUARY 1, 2020	485,800	\$ 4,858,000	\$ -	\$ 5,619,231	\$ 2,619,557	\$ 1,097,541	\$ 19,126,043	\$ (2,226,191)	\$ 2,770,641	\$ (35,760)	\$ 33,829,062	\$ 2,716,095	\$ 36,545,157
Appropriation of the 2019 earnings (Note 21)													
Legal reserve	-	-	-	-	667,009	-	(667,009)	-	-	-	-	-	-
Cash dividends distributed by the Company	-	-	-	-	-	-	(2,671,900)	-	-	-	(2,671,900)	-	(2,671,900)
Other changes in capital surplus (Note 21)													
Equity component of convertible bonds issued by the Company	-	-	-	253,440	-	-	-	-	-	-	253,440	-	253,440
Change in capital surplus from associates accounted for using the equity method	-	-	-	8,597	-	-	-	-	-	-	8,597	-	8,597
Actual disposal of interests in subsidiaries (Note 21)	-	-	-	(5)	-	-	13	5	(13)	-	-	-	-
Disposal of investments accounted for using the equity method (Note 13)	-	-	-	(101)	-	-	(50,092)	47,430	50,092	-	47,329	2	47,331
Changes in percentage of ownership interests in subsidiaries	-	-	-	9,612	-	-	-	-	-	-	9,612	-	9,612
Net profit for the year ended December 31, 2020	-	-	-	-	-	-	6,632,254	-	-	-	6,632,254	585,391	7,217,645
Other comprehensive income (loss) for the year ended December 31, 2020	-	-	-	-	-	-	(30,074)	(338,411)	729,182	-	360,697	270,055	630,752
Total comprehensive income (loss) for the year ended December 31, 2020	-	-	-	-	-	-	6,602,180	(338,411)	729,182	-	6,992,951	855,446	7,848,397
Convertible bonds converted to ordinary shares	4	-	43	911	-	-	-	-	-	-	954	-	954
Transfer of treasury shares to employees (Note 21)	-	-	-	114,657	-	-	-	-	-	35,760	150,417	-	150,417
Disposals of investments in equity instruments designated as at fair value through other comprehensive income/associates disposed of the investments in equity instruments designated as at fair value through other comprehensive income (Note 21)	-	-	-	-	-	-	(37,073)	-	37,073	-	-	-	-
Non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	3,462,189	3,462,189
BALANCE, DECEMBER 31, 2020	485,804	4,858,000	43	6,006,342	3,286,566	1,097,541	22,302,162	(2,517,167)	3,586,975	-	38,620,462	7,033,732	45,654,194
Reversal by subsidiaries special reserve appropriated at the first-time adoption of IFRSs	-	-	-	-	-	(744)	744	-	-	-	-	-	-
Appropriation of the 2020 earnings (Note 21)													
Legal reserve	-	-	-	-	651,503	-	(651,503)	-	-	-	-	-	-
Other changes in capital surplus (Note 21)													
Change in capital surplus from associates accounted for using the equity method	-	-	-	24,882	-	-	(5,832)	-	-	-	19,050	-	19,050
Issuance of cash dividends from capital surplus	-	-	-	(2,914,830)	-	-	-	-	-	-	(2,914,830)	-	(2,914,830)
Other changes in capital surplus	-	-	-	55	-	-	-	-	-	-	55	-	55
Actual acquisition of interests in subsidiaries	-	-	-	(24,397)	-	-	(11,147)	-	-	-	(35,544)	(100,260)	(135,804)
Changes in percentage of ownership interests in subsidiaries	-	-	-	315	-	-	(1,193)	-	-	-	(878)	1,793	915
Net profit for the year ended December 31, 2021	-	-	-	-	-	-	7,931,941	-	-	-	7,931,941	1,029,135	8,961,076
Other comprehensive income for the year ended December 31, 2021	-	-	-	-	-	-	19,923	37,889	927,899	-	985,711	171,457	1,157,168
Total comprehensive income for the year ended December 31, 2021	-	-	-	-	-	-	7,951,864	37,889	927,899	-	8,917,652	1,200,592	10,118,244
Convertible bonds converted to ordinary shares	-	43	(43)	-	-	-	-	-	-	-	-	-	-
Buy-back of treasury shares (Note 21)	-	-	-	-	-	-	-	-	-	(351,616)	(351,616)	-	(351,616)
Transfer of treasury shares to employees (Note 21)	-	-	-	19,255	-	-	-	-	-	115,236	134,491	-	134,491
Non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	1,004,455	1,004,455
Disposals of investments in equity instruments designated as at fair value through other comprehensive income/associates disposed of the investments in equity instruments designated as at fair value through other comprehensive income	-	-	-	-	-	-	45,831	-	(45,831)	-	-	-	-
BALANCE, DECEMBER 31, 2021	485,804	\$ 4,858,043	\$ -	\$ 3,111,622	\$ 3,938,069	\$ 1,096,797	\$ 29,630,926	\$ (2,479,278)	\$ 4,469,043	\$ (236,380)	\$ 44,388,842	\$ 9,140,312	\$ 53,529,154

(With Deloitte & Touche audits' report dated February 22, 2022)

WALSIN TECHNOLOGY CORPORATION AND SUBSIDIARIES

**CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020
(In Thousands of New Taiwan Dollars)**

	2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before income tax	\$ 10,649,914	\$ 9,034,807
Adjustments for:		
Expected credit loss recognized on trade receivables	821	2,972
Depreciation expense	4,535,596	3,421,757
Amortization expense	103,308	64,130
Interest expense	208,322	185,765
Other non-cash items	(154,643)	(52,009)
Interest income	(466,667)	(342,441)
Dividend income	(166,007)	(87,482)
Share of profit of associates accounted for using the equity method	(1,323,664)	(692,586)
Loss on disposal of property, plant and equipment	2,220	18,815
Property, plant and equipment transferred to expense	-	448
Loss on disposal of intangible assets	5,026	100
Net gain on financial assets at FVTPL	(127,443)	(324,246)
(Gain) loss on disposal of investments	(229,750)	94,681
Impairment loss (gain) recognized on property, plant and equipments	52,257	(10,754)
Realized gain on transactions with associates	-	(43,187)
Net gain on foreign currency exchange	(89,998)	(35,944)
Write-downs of inventories	212,063	95,679
Compensation cost of employee share options	19,602	114,765
Gain on modification of lease	(378)	(594)
Changes in operating assets and liabilities		
Financial assets mandatorily classified as at fair value through profit or loss	1,329,469	3,115,179
Notes receivable from unrelated parties	(319,559)	(228,548)
Trade receivables from unrelated parties	1,732,182	(2,309,411)
Trade receivables from related parties	(14,879)	363,295
Other receivables from unrelated parties	4,231	(80,558)
Other receivables from related parties	442	17,622
Inventories	(3,572,979)	(1,054,808)
Other current assets	(338,761)	(177,855)
Other non-current assets	(91,036)	(90,903)
Notes payable to unrelated parties	212,411	(2,970)
Trade payables to unrelated parties	54,038	1,456,458
Trade payables to related parties	737	(289,205)
Other payables	15,857	737,076
Other current liabilities	(219,604)	(109,790)
Other non-current liabilities	(13,827)	(17,330)
Cash generated from operations	12,009,301	12,772,928
Interest received	342,274	188,782
Dividend received	454,242	274,613
Interest paid	(140,236)	(133,171)
Income tax paid	(1,284,793)	(1,009,384)

(Continued)

WALSIN TECHNOLOGY CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020 (In Thousands of New Taiwan Dollars)

	2021	2020
Net cash generated from operating activities	<u>11,380,788</u>	<u>12,093,768</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of financial assets at fair value through other comprehensive income	(76,365)	(797,220)
Proceeds from financial assets at fair value through other comprehensive income	42,758	190,581
Proceeds from capital return of financial assets at fair value through other comprehensive income	6,493	2,147
Proceeds from (purchase of) financial assets at amortized cost - current	1,933,925	(8,202,691)
Acquisition of associates	(1,490,551)	(407,766)
Payments for property, plant and equipment	(10,208,097)	(5,614,676)
Proceeds from disposal of property, plant and equipment	18,196	47,975
Decrease in guarantee deposits paid	44,628	52,480
Payments for intangible assets	(25,087)	(83,309)
Net cash inflow on acquisition of subsidiaries (Note 25)	413,355	1,593,747
Decrease in finance lease receivables	<u>8,172</u>	<u>10,988</u>
Net cash used in investing activities	<u>(9,332,573)</u>	<u>(13,207,744)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Decrease in short-term borrowings	(562,863)	(1,001,235)
(Decrease) increase in short-term bills payable	(99,980)	99,734
Proceeds from issuance of bonds payable	-	4,800,000
Repayment of bonds payable	(130,955)	(141,658)
Increase in long-term borrowings	2,488,904	4,094,397
Repayment of the principal portion of lease liabilities	(140,692)	(111,468)
Cash dividends	(2,914,858)	(2,671,900)
(Decrease) increase in guarantee deposits received	(119,980)	26,312
Payments for buy-back of ordinary shares	(351,616)	-
Proceeds from transfer of treasury shares to employees	114,889	35,652
Changes in non-controlling interests	(477,400)	(214,641)
Payments for transaction costs attributable to the issue of bonds	-	(5,000)
Other financing activities	<u>55</u>	<u>-</u>
Net cash (used in) generated from financing activities	<u>(2,194,496)</u>	<u>4,910,193</u>
EFFECTS OF EXCHANGE RATE CHANGES ON THE BALANCE OF CASH HELD IN FOREIGN CURRENCIES	<u>195,732</u>	<u>(211,784)</u>
NET INCREASE IN CASH AND CASH EQUIVALENTS	49,451	3,584,433
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	<u>11,212,053</u>	<u>7,627,620</u>

CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	<u>\$ 11,261,504</u>	<u>\$ 11,212,053</u>
(With Deloitte & Touche audits' report dated February 22, 2022)		(Concluded)

[Attachment 3]

Audit Committee's Review Report

To: The 2022 Annual General Shareholders' Meeting of Walsin Technology Corporation

The Board of Directors has prepared the Company's 2021 Business Report, Financial Statements, and proposal for allocation of earnings. The Financial Statements had been audited by Deloitte & Touche Certified Public Accountants, Chin-Chuan Shih and Kuo-Tyan Hong and has issued an audit report.

The Business Report, Financial Statements, and earnings allocation proposal have been reviewed and determined to be correct and accurate by the Audit Committee members of Walsin Technology Corporation. According to Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Law, we hereby submit this report.

Walsin Technology Corporation

Chairman of the Audit Committee : Fan Po-Kang

May 5, 2022

[Attachment 4]

Walsin Technology Corporation
Shareholding of Directors

Apr. 17, 2022

Name	Name	Shareholding (shares)	Ratio to all shares outstanding (%)
Chairman of the Board	Chiao Yu-Heng	12,887,461	2.65%
Director	Walsin Lihwa corporation Representative: Chiao Yu-Cheng	88,902,325	18.30%
Director	Yeh Pei-Chen	0	0
Director	Lee Chia-Hwa	0	0
Director	HannStar Board Corporation representative:Shu Yao-Hsien	36,767,115	7.57%
Director	Ku Li-Chin	708,293	0.15%
Independent Director	Tan Yong Chian	358	0
Independent Director	Fan Po-Kang	0	0
Independent Director	Francis Chi	0	0
Number of Shares Held by All Directors		139,265,552	28.67%

Note: As of the book closure date(2022.04.17) for the 2022 Annual Shareholders' Meeting, the Company had issued 485,804,299 shares (including treasury stocks 1,000,000 shares) of common stock.

[Attachment 5]

16th Plan of Transferring the Repurchased Shares to the Employees

Revised on May 03, 2022

- Article 1. For the purpose of encouraging our employees and creating cohesion among the employees, the Company hereby, pursuant to Article 28-2, Paragraph 1, Subparagraph 1 of the Securities and Exchange Act and the Regulations Governing Share Repurchase by Exchange-Listed and OTC-Listed Companies issued by Financial Supervisory Commission R.O.C., establishes the Plan of Transferring the Repurchased Shares to the Employees (the "Plan"). Except as otherwise provided in relevant laws or regulations, all share repurchased and transferred to the employees of the Company shall be implemented in compliance with the Plan.
- Article 2 Type of shares to be transferred, and content of and the restrictions on the rights
The shares to be transferred to the employees are common shares. Except as otherwise provided in relevant laws or regulations or in this Plan, the rights and obligations embedded thereon are the same with other common shares of the Company.
- Article 3 Transfer period
In accordance with the provisions herein, transfer the repurchased shares to employees in one time or several times within 5 years from the date of share-repurchase.
- Article 4 Transferee's eligibility
The transferees of this method are based on the principle that the full-time employees of the company and the full-time employees of the company's domestic and overseas subsidiaries who took up the job before the stock subscription date.
In addition, the employee's subscription ratio and number of shares are determined based on their job title, salary, years of service, performance, and their contribution to the company, and take into account the total number of shares purchased by the company at the base date of subscription and the number of shares subscribed by a single employee. And factors such as the upper limit of the number of shares subscribed by a single employee are principles.
The qualifications of the transferee in the preceding paragraph and the number of shares that can be subscribed will be in accordance with the relevant laws and regulations at the time of the transfer, and in consideration of the company's operational needs and business development strategies and guidelines. The human resources department will draw up a proposal in accordance with the preceding principles to meet the rules of Compensation Committee Organization.
Managers with standardized organizational procedures of the Compensation Committee shall submit them to the Compensation Committee for review and approval by the board of directors, non-managers are reviewed by the Audit Committee and approved by the Board of Directors.
The domestic and overseas subsidiaries mentioned in Paragraph 1 refer to the subsidiaries in which the company directly or indirectly holds more than 50% of the voting shares of the same invested company.
- Article 5 The procedure of the Plan
(1) In accordance with the resolution of the Board, the Company shall make the announcements, filings and repurchase the shares of the Company within the execution period.
(2) Regarding the employee's stock subscription base date, the criteria for the number of shares to be subscribed, the subscription payment period, the content of rights

and other operational matters, the human resources department of the company shall make a proposal except for the qualifications of the transferee and the number of shares to be subscribed in accordance with Article 4, the remainder shall be approved by the board of directors.

(3) If the employee fails to subscribe and make the payment at the expiration of the payment period, it shall be handled in accordance with the provisions of the preceding paragraph.

(4) Count the actual number of shares being paid for subscription and process the registration of the transfer of shares.

Article 6 The agreed transfer price per share

For the repurchase shares being transferred to the employees, the transfer price is the actual average repurchase price of the repurchased shares. However, before the transfer, if there is an increase or decrease in the company's issued ordinary shares, the transfer price may be adjusted within the range of the increase or decrease ratio of the issued shares.

Transfer price adjustment formula:

The adjusted conversion price = the average price actually repurchased x (the total number of ordinary shares at the time the company's repurchased shares are executed ÷ the total number of ordinary shares before the company transfers the repurchased shares to employees)

Article 7 Rights and obligations of shares after transfer

After the repurchased shares have been transferred and registered under employees' names on the Company's Shareholders' Rosters, unless otherwise specified, the rights and obligations associated with the shares are the same as the other common shares

Article 8. Other related rights and obligations of the Company and employee

For the shares transferred according to the Plan, the taxes and fees incurred shall be handled in accordance with the laws and regulations at the time of the transfer and the company's related operations.

Article 9. These measures will become effective after the resolution of the board of directors. In the future, if there are changes due to changes in laws or regulations or changes approved by the competent authority or changes based on the objective environment, they may be reported to the board of directors for revision.

Article 10. These measures were established on March 25, 2021, and were first revised on May 3, 2022.

17th Plan of Transferring the Repurchased Shares to the Employees

Revised on May 03, 2022

- Article 1. For the purpose of encouraging our employees and creating cohesion among the employees, the Company hereby, pursuant to Article 28-2, Paragraph 1, Subparagraph 1 of the Securities and Exchange Act and the Regulations Governing Share Repurchase by Exchange-Listed and OTC-Listed Companies issued by Financial Supervisory Commission R.O.C., establishes the Plan of Transferring the Repurchased Shares to the Employees (the "Plan"). Except as otherwise provided in relevant laws or regulations, all share repurchased and transferred to the employees of the Company shall be implemented in compliance with the Plan.
- Article 2 Type of shares to be transferred, and content of and the restrictions on the rights
The shares to be transferred to the employees are common shares. Except as otherwise provided in relevant laws or regulations or in this Plan, the rights and obligations embedded thereon are the same with other common shares of the Company.
- Article 3 Transfer period
In accordance with the provisions herein, transfer the repurchased shares to employees in one time or several times within 5 years from the date of share-repurchase.
- Article 4 Transferee's eligibility
The transferees of this method are based on the principle that the full-time employees of the company and the full-time employees of the company's domestic and overseas subsidiaries who took up the job before the stock subscription date.
In addition, the employee's subscription ratio and number of shares are determined based on their job title, salary, years of service, performance, and their contribution to the company, and take into account the total number of shares purchased by the company at the base date of subscription and the number of shares subscribed by a single employee. And factors such as the upper limit of the number of shares subscribed by a single employee are principles.
The qualifications of the transferee in the preceding paragraph and the number of shares that can be subscribed will be in accordance with the relevant laws and regulations at the time of the transfer, and in consideration of the company's operational needs and business development strategies and guidelines. The human resources department will draw up a proposal in accordance with the preceding principles to meet the rules of Compensation Committee Organization.
Managers with standardized organizational procedures of the Compensation Committee shall submit them to the Compensation Committee for review and approval by the board of directors, non-managers are reviewed by the Audit Committee and approved by the Board of Directors.
The domestic and overseas subsidiaries mentioned in Paragraph 1 refer to the subsidiaries in which the company directly or indirectly holds more than 50% of the voting shares of the same invested company.
- Article 5 The procedure of the Plan
(1) In accordance with the resolution of the Board, the Company shall make the announcements, filings and repurchase the shares of the Company within the execution period.
(2) Regarding the employee's stock subscription base date, the criteria for the number of shares to be subscribed, the subscription payment period, the content of rights

and other operational matters, the human resources department of the company shall make a proposal, except for the qualifications of the transferee and the number of shares to be subscribed in accordance with Article 4, the remainder shall be approved by the board of directors.

- (3) If the employee fails to subscribe and make the payment at the expiration of the payment period, it shall be deemed as a waiver of his/her subscription right. The balance of the under-subscription shall be handled in accordance with the provisions of the preceding paragraph.
- (4) Count the actual number of shares being paid for subscription and process the registration of the transfer of shares.

Article 6 The agreed transfer price per share
For the repurchase shares being transferred to the employees, the transfer price is the actual average repurchase price of the repurchased shares . However, before the transfer, if there is an increase or decrease in the company's issued ordinary shares, the transfer price may be adjusted within the range of the increase or decrease ratio of the issued shares.

Transfer price adjustment formula:

The adjusted conversion price = the average price actually repurchased x (the total number of ordinary shares at the time the company's repurchased shares are executed ÷ the total number of ordinary shares before the company transfers the repurchased shares to employees)

Article 7 Rights and obligations of shares after transfer
After the repurchased shares have been transferred and registered under employees' names on the Company's Shareholders' Rosters, unless otherwise specified, the rights and obligations associated with the shares are the same as the other common shares

Article 8. Other related rights and obligations of the Company and employee
For the shares transferred according to the Plan, the taxes and fees incurred shall be handled in accordance with the laws and regulations at the time of the transfer and the company's related operations.

Article 9. These measures will become effective after the resolution of the board of directors. In the future, if there are changes due to changes in laws or regulations or changes approved by the competent authority or changes based on the objective environment, they may be reported to the board of directors for revision.

Article 10. The enactment and any amendment of the Plan shall be reported to the shareholders' meeting.

Article 11. These measures were established on May 03, 2021, and were first revised on May 3, 2022.

Walsin Technology Corporation
Implementation Status of Repurchasing Company's Stock

Date:2022/04/30

Number of Times	16 th	17 th
Board of Directors Resolution date:	Mar. 25, 2021 The 16 th meeting of the 15 th Board of Directors	May 03, 2021 The 17 th meeting of the 15 th Board of Directors
Purpose of Repurchase	Shares Transferred to Employees	Shares Transferred to Employees
Expected number of shares bought back	Common stock 600,000 shares	Common stock 400,000 shares
Repurchase price range	NT\$240 to NT\$252 per share	NT\$230 to NT\$252 per share
Actual Repurchase Period	Mar.26, 2021 to Apr. 01, 2021	May 04, 2021 to June 15, 2021
Actual number of shares bought back	Common stock 600,000 shares	Common stock 400,000 shares
Actual total amount of shares bought back	NT\$151,104,443	NT\$85,275,824
Average repurchase price per share	NT\$251.84	NT\$213.19
Number of shares transferred to employees	Not yet transferred	Not yet transferred
Note	none	none

[Attachment 6]

Walsin Technology Corporation Comparison Table of Amended Articles of Articles of Incorporation			
Rule No.	Before Amendment	After Amendment	Explanation
13	The convening of regular and special meetings of shareholders shall be governed by the Company Act and the meeting proceedings shall be governed by the Company's rules and procedures governing Shareholders' meetings.	The convening of regular and special meetings of shareholders shall be governed by the Company Act and the meeting proceedings shall be governed by the Company's rules and procedures governing Shareholders' meetings. <u>When the company's shareholders' meeting is held, it may be held by video conference or other methods announced by the central competent authority.</u>	To add the method of convening a meeting may be revised in accordance with the provisions of the Company Law.
18	(Omission) Regardless of the company's earnings, the company is entitled to a fixed remuneration, and the number of authorized directors shall, in accordance with the recommendations of the Remuneration Commission, have regard to the degree of participation of the company and the value of the salary, and shall, in the light of domestic and foreign standards, set it within the maximum salary standard stipulated in the salary Review Law of the Company.	(Omission) Regardless of the company's earnings, the company is entitled to a fixed remuneration, and the number of authorized directors shall, in accordance with the recommendations of the Remuneration Commission, have regard to the degree of participation of the company and the value of the salary, and shall, in the light of domestic and foreign standards <u>to decided.</u> set it within the maximum salary standard stipulated in the salary Review Law of the Company.	Revised according to the facts of the company.
34	The Articles of Association was established on July 6, 1970, The 1st amendment was made on May. 28, 1971.....The 43th amendment was made on Jun. 19, 2019. Effective after the resolution of the shareholders meeting, the amendment is also the same.	The Articles of Association was established on July 6, 1970, The 1st amendment was made on May. 28, 1971.....The 43th amendment was made on Jun. 19, 2019. <u>The 44th amendment was made on Jun. 15, 2022.</u> Effective after the resolution of the shareholders meeting, the amendment is also the same.	Add the date of revision.

[Attachment 7]

Walsin Technology Corporation			
Comparison Table for Amendments to the Rules of Procedures for Shareholders' meetings			
Rule No.	Before Amendment	After Amendment	Explanation
1.	The rules of procedures for this Corporation's shareholders meetings, except as otherwise provided by law, regulation, or the articles of incorporation, shall be as provided in these Rules.	The rules of procedures for this Corporation's shareholders meetings <u>(including physical shareholders meeting and video shareholder meeting)</u> except as otherwise provided by law, regulation, or the articles of incorporation, shall be as provided in these Rules. <u>should be handled in accordance with these rules. Matters not stipulated in these rules should be handled in accordance with relevant laws and regulations and the company's articles of association.</u>	Revised according to the "Sample Template for XXX Co., Ltd. Rules of Procedure for Shareholders Meetings"
18	Matters not stipulated in these Rules shall be handled in accordance with the " Rules Governing the Conduct of Shareholders Meetings by Public Companies " promulgated by the Securities and Futures Commission of the Ministry of Finance, the Company Law, and the Articles of Association of the Company.	Matters not stipulated in these Rules shall be handled in accordance with the " Rules Governing the Conduct of Shareholders Meetings by Public Companies " promulgated by the Securities and Futures Commission of the Ministry of Finance, the Company Law, and the Articles of Association of the Company.	The content of this article has been merged with the rule no.1, deleted.
19 <u>18</u>	These Rules shall take effect after having been submitted to and approved by a shareholders meeting. Subsequent amendments thereto shall be effected in the same manner.	These Rules shall take effect after having been submitted to and approved by a shareholders meeting. Subsequent amendments thereto shall be effected in the same manner.	Adjustment the number.

[Attachment 8]

Walsin Technology Corporation			
Comparison Table of Amended Articles of Procedures for Acquisition and Disposal of Assets			
Rule No.	Before Amendment	After Amendment	Explanation
Five: Disposition Procedures	<p>A. Acquisition or Disposal of Assets</p> <p>Any acquisition or disposal of assets within the scope of this procedure.... It shall be handled in accordance with the provisions of this procedure.</p> <p>1. If the transaction amount reaches the following standards, it shall be made after the resolution of the board of directors</p> <p>(1)~(4)(Omission)</p> <p>(5) Where equipment assets thereof for business use are acquired or disposed of, and where land is acquired under an arrangement on engaging others to build on the company's own land, engaging others to build on rented land, joint construction and allocation of housing units, joint construction and allocation of ownership percentages, or joint construction and separate sale, and furthermore the transaction counterparty is not a related party, and the amount the company expects to invest in the transaction reaches NT\$500 million.</p> <p>2.(Omission)</p> <p>3.If the criteria in Procedure 1 are met, an objective, impartial and detached expert shall be appointed to issue a report according to the type of asset and in accordance with the following provisions:</p> <p>A.In acquiring or disposing of real</p>	<p>A. Acquisition or Disposal of Assets</p> <p>Any acquisition or disposal of assets within the scope of this procedure.... It shall be handled in accordance with the provisions of this procedure.</p> <p>1. If the transaction amount reaches the following standards, it shall be made after the resolution of the board of directors</p> <p>(1)~(4)(Omission)</p> <p>(5) Where equipment <u>or right-of-use</u> assets thereof for business use are acquired or disposed of, and where land is acquired under an arrangement on engaging others to build on the company's own land, engaging others to build on rented land, joint construction and allocation of housing units, joint construction and allocation of ownership percentages, or joint construction and separate sale, and furthermore the transaction counterparty is not a related party, and the amount the company expects to invest in the <u>every transaction or accumulate</u> reaches NT\$500 million.</p> <p>2.(Omission)</p> <p>3.If the criteria in Procedure 1 are met, an objective, impartial and detached expert shall be appointed to issue a report according to the type of asset and in accordance with the following provisions:</p>	<p>Amended according to the company operation needs and ”</p> <p>Regulations Governing the Acquisition and Disposal of Assets by Public Companies”</p>

	<p>property, equipment, or right-of-use assets thereof where the transaction amount reaches 20 percent of the company's paid-in capital or NT\$300 million or more, the company, unless transacting with a domestic government agency, engaging others to build on its own land, engaging others to build on rented land, or acquiring or disposing of equipment or right-of-use assets thereof held for business use, shall obtain an appraisal report prior to the date of occurrence of the event from a professional appraiser and shall further comply with the following provisions.</p> <p>①~②(Omission)</p> <p>③ Where any one of the following circumstances applies with respect to the professional appraiser's appraisal results, unless all the appraisal results for the assets to be acquired are higher than the transaction amount, or all the appraisal results for the assets to be disposed of are lower than the transaction amount, a certified public accountant shall be engaged to perform the appraisal in accordance with the provisions of Statement of Auditing Standards No. 20 published by the ROC Accounting Research and Development Foundation (ARDF) and render a specific opinion regarding the reason for the discrepancy and the appropriateness of the transaction price:(Omission)</p> <p>B.Acuring or disposing of</p>	<p>A.In acquiring or disposing of real property, equipment, or right-of-use assets thereof where the transaction amount reaches 20 percent of the company's paid-in capital or NT\$300 million or more, the company, unless transacting with a domestic government agency, engaging others to build on its own land, engaging others to build on rented land, or acquiring or disposing of equipment or right-of-use assets thereof held for business use, shall obtain an appraisal report prior to the date of occurrence of the event from a professional appraiser and shall further comply with the following provisions.</p> <p>①~②(Omission)</p> <p>③ Where any one of the following circumstances applies with respect to the professional appraiser's appraisal results, unless all the appraisal results for the assets to be acquired are higher than the transaction amount, or all the appraisal results for the assets to be disposed of are lower than the transaction amount, a certified public accountant shall be engaged to perform the appraisal in accordance with the provisions of Statement of Auditing Standards No. 20 published by the ROC Accounting Research and Development Foundation (ARDF) and render a specific opinion regarding the reason for the discrepancy and the appropriateness of the transaction price:(Omission)</p>	
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	<p>securities shall, prior to the date of occurrence of the event, obtain financial statements of the issuing company for the most recent period, certified or reviewed by a certified public accountant, for reference in appraising the transaction price, and if the dollar amount of the transaction is 20 percent of the company's paid-in capital or NT\$300 million or more, the company shall additionally engage a certified public accountant prior to the date of occurrence of the event to provide an opinion regarding the reasonableness of the transaction price. If the CPA needs to use the report of an expert as evidence, the CPA shall do so in accordance with the provisions of Statement of Auditing Standards No. 20 published by the ARDF.(Omission)</p> <p>C. Where company acquires or disposes of intangible assets or right-of-use assets thereof or memberships and the transaction amount reaches 20 percent or more of paid-in capital or NT\$300 million or more, except in transactions with a domestic government agency, the company shall engage a certified public accountant prior to the date of occurrence of the event to render an opinion on the reasonableness of the transaction price; the CPA shall comply with the provisions of Statement of Auditing Standards No. 20 published by the ARDF.(Omission)</p>	<p>B.Acquiring or disposing of securities shall, prior to the date of occurrence of the event, obtain financial statements of the issuing company for the most recent period, certified or reviewed by a certified public accountant, for reference in appraising the transaction price, and if the dollar amount of the transaction is 20 percent of the company's paid-in capital or NT\$300 million or more, the company shall additionally engage a certified public accountant prior to the date of occurrence of the event to provide an opinion regarding the reasonableness of the transaction price.If the CPA needs to use the report of an expert as evidence, the CPA shall do so in accordance with the provisions of Statement of Auditing Standards No. 20 published by the ARDF.(Omission)</p> <p>C. Where company acquires or disposes of intangible assets or right-of-use assets thereof or memberships and the transaction amount reaches 20 percent or more of paid-in capital or NT\$300 million or more, except in transactions with a domestic government agency, the company shall engage a certified public accountant prior to the date of occurrence of the event to render an opinion on the reasonableness of the transaction price;the CPA shall comply with the provisions of Statement of Auditing Standards No. 20 published by the ARDF.(Omission)</p>	
Five: Disposition	B. Related Party Transactions (A)(Omission)	B. Related Party Transactions (A)(Omission)	Amended according to the”

Procedures	<p>(B)(Omission) ①~⑦(Omission)</p> <p>The calculation of the transaction amounts referred to in the preceding paragraph shall be made in accordance with acquires or disposes assets from related party, and "within the preceding year" as used herein refers to the year preceding the date of occurrence of the current transaction. Items that have been approved by the board of directors and recognized by the supervisors need not be counted toward the transaction amount.</p> <p>(Omission)</p>	<p>(B)(Omission) ①~⑦(Omission)</p> <p>The calculation of the transaction amounts referred to in the preceding paragraph shall be made in accordance with acquires or disposes assets from related party, and "within the preceding year" as used herein refers to the year preceding the date of occurrence of the current transaction. Items that have been approved by the board of directors and recognized by the supervisors need not be counted toward the transaction amount.</p> <p>(Omission)</p> <p><u>The calculation of the transaction amounts referred to in the first paragraph and preceding paragraph shall be made in accordance with acquires or disposes assets from related party, and "within the preceding year" as used herein refers to the year preceding the date of occurrence of the current transaction. Items that have been approved by the audit committee, board of directors, the shareholder meeting need not be counted toward the transaction amount.</u></p>	Regulations Governing the Acquisition and Disposal of Assets by Public Companies”
Six: Public Disclosure of Information	<p>(A) Under any of the following circumstances, when company acquiring or disposing of assets shall publicly announce and report the relevant information on the FSC's designated website in the appropriate format as prescribed by regulations within 2 days counting inclusively from the date of occurrence of the event:</p> <p>(1)~(5)(Omission)</p>	<p>(A) Under any of the following circumstances, when company acquiring or disposing of assets shall publicly announce and report the relevant information on the FSC's designated website in the appropriate format as prescribed by regulations within 2 days counting inclusively from the date of occurrence of the event:</p> <p>(1)~(5)(Omission)</p>	Amended according to the” Regulations Governing the Acquisition and Disposal of Assets by Public Companies”

	<p>(6). Where an asset transaction other than any of those referred to in the preceding five subparagraphs, a disposal of receivables by a financial institution, or an investment in the mainland China area reaches 20 percent or more of paid-in capital or NT\$300 million; provided, this shall not apply to the following circumstances:</p> <p>A. Trading of domestic government bonds.</p> <p>B. Where done by professional investors—securities trading on securities exchanges or OTC markets, or buy ordinary corporate bonds or general bank debentures without equity characteristics (excluding subordinated debt) that are offered and issued in the primary market, or subscription or redemption of securities investment trust funds or futures trust funds, or subscription by a securities firm of securities as necessitated by its undertaking business or as an advisory recommending securities firm for an emerging stock company, in accordance with the rules of the Taipei Exchange.</p> <p>C. Trading of bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.</p>	<p>(6). Where an asset transaction other than any of those referred to in the preceding five subparagraphs, a disposal of receivables by a financial institution, or an investment in the mainland China area reaches 20 percent or more of paid-in capital or NT\$300 million; provided, this shall not apply to the following circumstances:</p> <p>A. Trading of domestic government bonds <u>or foreign public bonds with a credit rating not lower than my country's sovereign rating.</u></p> <p>B. Where done by professional investors—securities trading on securities exchanges or OTC markets, or buy <u>foreign public bonds or</u> ordinary corporate bonds or general bank debentures without equity characteristics (excluding subordinated debt) that are offered and issued in the primary market, or subscription or redemption of securities investment trust funds or futures trust funds, <u>or to purchase or sell back index investment securities,</u> or subscription by a securities firm of securities as necessitated by its undertaking business or as an advisory recommending securities firm for an emerging stock company, in accordance with the rules of the Taipei Exchange.</p> <p>C. Trading of bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust</p>	
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		enterprises.	
Seven: Precautions	<p>(A)Professional appraisers and their officers, certified public accounts, attorneys, and securities underwriters that provide company with appraisal reports, certified public accountant's opinions, attorney's opinions, or underwriter's opinions shall meet the following requirements:</p> <p>(Omission)</p> <p>When issuing an appraisal report or opinion, the personnel referred to in the preceding paragraph shall comply with the following:</p> <ol style="list-style-type: none"> 1. Prior to accepting a case, they shall prudently assess their own professional capabilities, practical experience, and independence. 2. When examining a case, they shall appropriately plan and execute adequate working procedures, in order to produce a conclusion and use the conclusion as the basis for issuing the report or opinion. The related working procedures, data collected, and conclusion shall be fully and accurately specified in the case working papers. 3. They shall undertake an item-by-item evaluation of the comprehensiveness, accuracy, and reasonableness of the sources of data used, the parameters, and the information, as the basis for issuance of the appraisal report or the opinion. 4. They shall issue a statement attesting to the professional competence and independence of the personnel who prepared the 	<p>(A)Professional appraisers and their officers, certified public accounts, attorneys, and securities underwriters that provide company with appraisal reports, certified public accountant's opinions, attorney's opinions, or underwriter's opinions shall meet the following requirements:</p> <p>(Omission)</p> <p>When issuing an appraisal report or opinion, the personnel referred to in the preceding paragraph shall comply with the <u>self-discipline regulations of their respective trade associations and the following matters:</u></p> <ol style="list-style-type: none"> 1. Prior to accepting a case, they shall prudently assess their own professional capabilities, practical experience, and independence. 2. When examining <u>investigate</u> a case, they shall appropriately plan and execute adequate working procedures, in order to produce a conclusion and use the conclusion as the basis for issuing the report or opinion. The related working procedures, data collected, and conclusion shall be fully and accurately specified in the case working papers. 3. They shall undertake an item-by-item evaluation of the comprehensiveness, accuracy, <u>appropriateness</u> and reasonableness of the sources of data used, the parameters, and the information, as the basis for issuance of the appraisal report or the opinion. 	Amended according to the” Regulations Governing the Acquisition and Disposal of Assets by Public Companies”

	<p>report or opinion, and that they have evaluated and found that the information used is reasonable and accurate, and that they have complied with applicable laws and regulations.</p>	<p>4.They shall issue a statement attesting to the professional competence and independence of the personnel who prepared the report or opinion, and that they have evaluated and found that the information used is reasonable and <u>appropriateness</u> accurate, and that they have complied with applicable laws and regulations.</p>	
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[Attachment 9]

Walsin Technology Corporation
Candidate List of the Company's Directors and Independent Directors

Serial No.	Type of Nominee	Name of Nominee	Gender	Education	Experience	Current position	Number of Shares Held (Unit: Shares)
1	Director	Chiao Yu-Heng	Male	Golden Gate University MBA	Vice Chairman , Walsin Lihwa Corp	Chairman and CEO: HannStar Board Corp, Global Brands Manufacture Ltd., Walton Advanced Engineering, Inc, Prosperity Dielectrics Co. Chairman and Chief CEO:INFO-TEK Corp. Director: Walsin Lihwa Corp., Nitsuko Electronics Corp., Kamaya Electric Limited. Corporation's Representative as director and Vice Chairman: Career Technology (MFG.) Co., Ltd. Corporation's Representative as director: Inpaq Technology Co., Ltd. Chairman: Silitech Technology Corp.	12,887,461
2	Director	Representative of Walsin Lihwa Corporation: Chia Yu-Cheng	Male	University of Washington Masters of Electrical Engineer and Business Administration	Chairman, Nuvoton Technology Corp. Chairman, Walsin Lihwa Corp.	Chairman and CEO: Winbond Electronics Corp. Director: Winbond Electronics Corporation America · Walsin Lihwa Corp. Nuvoton Technology Corp. Walsin Technology Corp, United Industrial Gases	88,902,325

Serial No.	Type of Nominee	Name of Nominee	Gender	Education	Experience	Current position	Number of Shares Held (Unit: Shares)
						Co., Ltd, Song Yong Investment Corporation, Peaceful River Corp. Winbond International Corp. Independent director:Taiwan Cement Corp.	
3	Director	Yeh Pei-Chen	Male	Minghsin University of Science and Technology	Engineer of Industrial Technology Research Institute	Chairman: Giga-Byte Technology Co., Ltd, Giga-Byte Communications Inc, Giga Investment Co. Corporation's Representative as director: BYTE International Co., Ltd, G-STYLE Ltd., Shun On Electronic Co., Limited, Spirox Corporation etc.	0
4	Director	Representative of Oliver Co., Ltd.:Chu Yeu-Yuh	Male	Master of Business. Administration, National Taipei University of Science and Technology	Manager of a foreign branch of Walsin Lihwa Corp., general manager of Walsin Technology Corp. and Global Brands Manufacture Ltd.	Director : HannStar Board Corporation; Corporation's representative as Director: Global Brands Manufacture Ltd.	133,000
5	Independent Director	Fan Po-Kang	Male	Department of Accounting, University of California	Manager of Walsin Lihwa Corp. Director of Walsin Color Corpo. Director of Hannstouch Solution Incorporated Chairman of Chaintech Technology Corp.	Independent director:Walsin Technology Corp., Prosperity Dielectrics Co.	0

Serial No.	Type of Nominee	Name of Nominee	Gender	Education	Experience	Current position	Number of Shares Held (Unit: Shares)
					Supervisor of Global Brands Manufacture Ltd.		
6	Independent Director	Tan Yong Chian	Male	Department of Civil Engineering, Seattle University	Director of Hannstar Display Corp., Global Brands Manufacture Ltd. Chairman of Beijing New World Bio-Technology Co.,Ltd President of Dongguan Hannstar Electronics Co., Ltd.	President : Moxiq Object Sdn. Bhd.(Malaysia) Independent director and member of Compensation Committee: Walsin Technology Corp. , Prosperity Dielectrics Co.	358
7	Independent Director	NG Chlen Chun	Female	Department of Accounting, University of Washington	Director Of Accenture Solutions Sdn Bhd, Kuala Lumpur, Malaysia Financial and operations management at Accenture	Consultant Of Deloitte Consulting, Kuala Lumpur, Malaysia Director :Infoguide Sdn Bhd Kuala Lumpur Malaysia	0

[Attachment 10]

Walsin Technology Corporation

Explanations of involvement of directors or their related persons in the field of the Company's business

(1) Director : Mr.Chiao Yu-Heng

Names of Other Companies Where directors Serves	Title
HannStar Board Corp.	Chairman and CEO
Walton Advanced Engineering, Inc.	Chairman and CEO
Prosperity Dielectrics Co., Ltd	Chairman and CEO
INFO-TEK Corp.	Chairman and Chief CEO
Nitsuko Electronics Corp.	Director
Kamaya Electric Limited	Director
Silitech Technology Corp.	Chairman
Inpaq Technology Co., Ltd.	Corporation's Representative as director
Ghpw Enterprise Corp. (CQ) Ltd.	Corporation's Representative as director
Career Technology (MFG.) Co., Ltd.	Corporation's Representative as director and Vice Chairman

(2) Director : Walsin Liwha Corporation

Names of Other Companies Where directors Serves	Title
Walton Advanced Engineering, Inc.	Director
Winbond Electronics Corp.	Director
Walsin Info-Electric Inc	Director
Min Maw Precision Industry Corp	Director
Kuang Tai Metal Industrial Co	Director
Hannstar Display Corp.	Director

(2-1) Director : Representative of Walsin Lihwa Corporation- Mr.Chiao Yu-Cheng

Names of Other Companies Where directors Serves	Title
Winbond Electronics Corporation	Chairman and CEO
Winbond Electronics Corporation America	Director

(3) Director : Mr.Yeh Pei-Chen

Names of Other Companies Where directors Serves	Title
GIGA-BYTE TECHNOLOGY CO., LTD	Chairman
BYTE International Co., Ltd	Corporation's Representative as director
G-STYLE Ltd	Corporation's Representative as director
GIGA-BYTE Communications Inc	Chairman
ALBATRON Technology Co., Ltd	Director
SHUN ON Electronic Co., Limited	Corporation's Representative as director
SPIROX Corporation	Corporation's Representative as director

(4) Director : Representative of Oliver Co., Ltd.- Mr.Chu Yeu-Yuh

Names of Other Companies Where directors Serves	Title
HannStar Board Corp.	Director
Ghpw Enterprise Corp. (CQ) Ltd.	Corporation's Representative as director

(5) Independent Director : Mr.Fan Po-Kang

Names of Other Companies Where directors Serves	Title
Prosperity Dielectrics Co., Ltd	Independent Director

(6) Independent Director : Mr.Tan Yong Chian

Names of Other Companies Where directors Serves	Title
Prosperity Dielectrics Co., Ltd	Independent Director

[Appendix 1]

Articles of Association of Walsin Technology Corporation

Amended and approved by the annual shareholders' meeting on Jun. 19, 2019

Chapter I General Principles

Article 1. The Company is organized in accordance with the Company Act and named as Walsin Technology Corporation.

Article 2. The following is the business scope of the company:

- a. Manufacturing, processing, and selling of semiconductor components.
- b. Manufacturing, processing, and selling of diode & photodiode products.
- c. Manufacturing, processing, and selling of semiconductor & photodiode materials.
- d. Providing semiconductor engineering, design, and technical services.
- e. Authorized reseller and distributor of electronic and photodiode products from domestic/international manufacturers.
- f. Manufacturing, processing, and selling of precision ceramics powder metallurgy.
- g. Manufacturing, processing, and selling of chip resistor, capacitor, and inductor.
- h. Manufacturing, processing, and selling of nickel hydrogen battery and lithium ion battery (rechargeable battery).
- i. Operating import/export trade and distribution businesses (authorized businesses excluded).
- j. CC01080 Electronic Parts and Components Manufacturing
- k. CC01990 Other Electrical Engineering and Electronic Machinery Equipment Manufacturing
- l. F119010 Wholesale of Electronic Materials.
- m. F219010 Retail Sale of Electronic Materials.
- n. ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.

Article 2-1. The Company may provide endorsements/guarantees to external parties for business needs.

Article 2-2. The total amount of the Company's investments in other companies is not subject to the restriction of 40% of the Company's paid-up capital.

Article 3. The Company set up its headquarters in Taipei City. When necessary, it may set up branch offices or factories domestically or abroad with a resolution by the Board of Directors.

Article 4. The company's announcement is handled in accordance with the regulations of the securities authority.

Chapter II Shares

Article 5. The total capital of the company is set at NT\$8 billion, divided into 800 million shares, and each share is NT\$10 par value. Authorize the board of directors to issue it in installments

In the event that the company's shares can be repurchased by the company in accordance with the law, the board of directors shall be authorized to do so in accordance with the law.

If the company intends to transfer the repurchased shares to employees at a price lower than the average price of the actual repurchased shares, it shall be approved by the general meeting of shareholders representing more than half of the total issued shares and more than two-thirds of the voting rights of the present shareholders.

Article 6. The Company may be exempted from printing share certificates if such shares have been registered with a securities depository enterprise.

Article 7. (Deleted)

Article 8. Shares which are transferred, lost or destroyed shall be handled in accordance with the Company Act and the relevant regulatory requirements.

Article 9. (Deleted)

Article 10. (Deleted)

Article 11. If the stocks are exchanged or reissued, the company may charge the cost of production.

Chapter III Shareholders' Meetings

Article 12. The shareholders' meetings of the Company are classified into two types. The general shareholders' meetings shall be annually convened by the Board within 6 months from the end of each fiscal year in accordance with the relevant laws and regulations. The special shareholders' meetings shall be convened in accordance with the relevant laws and regulations, whenever is necessary.

Article 13. The convening of regular and special meetings of shareholders shall be governed by the Company Act and the meeting proceedings shall be governed by the Company's rules and procedures governing Shareholders' meetings.

Article 14. If a shareholder is unable to attend the shareholders' meeting in person, shareholders may appoint proxies to attend Shareholders' meetings pursuant to the Company Act and the "Rules Governing the Use of Proxies for Attendance at Shareholders' meetings of Public Companies" promulgated by the competent authority by submitting proxy form printed and distributed by the Company and specifying the scope of authority therein.

Article 15. Unless otherwise provided for by law, the voting right of the Company's shareholders is based on one-share-one-vote.

Article 16. Unless otherwise regulated by law, a shareholders' meeting resolution is passed when more than 50% of all outstanding shares are represented in the meeting, and voted in favor by more than 50% of all voting rights represented at the meeting.

Article 17. The resolutions of the shareholders' meeting shall be prepared in the minutes, recording the time and date of the meeting, the venue, the name of the chairman, the number of shares present, the number of voting rights and the resolutions, and the minutes shall be distributed to each shareholder within 20 days after the chairman's signature or seal, The dissemination of the proceedings of the preceding paragraph can be done by public announcement.

Chapter IV Board of Directors and the Audit Committee

Article 18. The Company shall have 7 to 9 directors including, at least, 3 independent directors. The Board of Director is authorized to determine the number of directors. Directors shall be elected by adopting candidates nomination system as specified in Article 192-1 of the Company Act; the shareholder may elect the directors among the list of candidates.

The nomination of directors and related announcement or other relevant matters shall comply with the relevant laws and regulations of Company Act, Securities and Exchange Act, and etc.

The election of directors shall be in accordance with the election of directors of the Company. Unless otherwise stipulated in the decree, independent directors and non-independent directors shall be elected at one time, and their names shall be calculated separately. The term of office is three years.

Regardless of the company's earnings, the company is entitled to a fixed remuneration, and the number of authorized directors shall, in accordance with the recommendations of the Remuneration Commission, have regard to the degree of participation of the company and the value of the salary, and shall, in the light of domestic and foreign standards, set it within the maximum salary standard stipulated in the salary Review Law of the Company. All directors shall hold no less than the number of shares specified by the competent authorities in accordance with the law.

In compliance with Article 14-4 of the Securities and Exchange Act, the Company shall establish an audit committee in replacement of the supervisors, which shall consist of all independent directors. The audit committee or the members of the audit committee shall be responsible for the responsibilities of supervisors specified under the Company Act, the Security and Exchange Act and other relevant regulations. The duties, rules of meeting, and other matters shall be in accordance with the relevant rules of the competent securities authority.

Within the Directors' terms of office, the Company may purchase liability insurance for the Directors' liability which shall be taken within the scope of their business according to laws, with reference to the standard of the industry domestic or abroad.

Article18-1. More than half of the directors of the company shall not have following relations:

- a. Spouse relationship
- b. Relatives within the second class.

Article19. When the vacancy of directors reaches one-third, the board of directors shall convene a by-election at an extraordinary meeting of shareholders within 60 days and its term of office shall be limited to the duration of the original term of office.

Article 20. The directors organize the board of directors and elect one of the chairman from each other in accordance with the law. Unless otherwise provided by laws and regulations, the chairman of the board of directors is the chairman of the shareholders meeting and the board of directors internally, and represents the company externally. The directors may also elect a vice chairman from each other.

Article 21. Unless otherwise stipulated by the Company Law, the board of directors must have more than half of the directors present, and its resolutions shall be implemented with the consent of more than half of the directors present.

Article22. When the chairman asks for leave or is unable to exercise his powers for some reason, if the vice chairman has been appointed, the vice chairman shall act as his agent. If the vice chairman also asks for leave or cannot exercise his powers for some reason, the chairman shall designate a director to act as his representative. If an agent is not designated, the directors shall elect one person to act as an agent.

Article 23. The rights of the board of directors are as follows:

1. Review of important company rules.
2. Review of company business policy.
3. Preparation of company budget and final accounts.
4. The drafting of the company's surplus distribution or loss recovery plan.
5. The drafting of the company's capital increase or decrease is plan.

6. According to the law, the appointment and removal of important company personnel who are required by the board of directors.
7. Review of the company's business report.
8. The company's important property and real estate purchase and disposal plan.
9. Other powers granted by laws, regulations, and shareholders' meetings.

Article 24. (Deleted)

Article 25. (Deleted)

Article 26. Board Meetings shall be convened by the Chairman. The reasons for convening a Board meeting shall be notified to each Director at least 7 days in advance. However, in the event of an emergency, the meeting may be convened at any time. The meeting of the notice may be delivered in written, fax, or electronic form. Unless otherwise provided by the Company Act. A Director may authorize another Director as his/her proxy in attending a Board meeting. However, one proxy can only represent one other Director during a meeting.

Chapter V Managers

Article 27. The company has a president and several vice presidents. The management team takes the resolution of the board of directors to comprehensively manage all the company's business. The appointment, dismissal and remuneration are carried out by the resolution of the board of directors.
The powers of the manager of the company are stipulated by the appointment contract.

Article 28. (Deleted)

Article 29. The company may hire several consultants after the resolution of the board of directors.

Chapter VI Accounting

Article 30. At the end of the fiscal year of the company, the board of directors shall compile the following lists and send them to the audit committee for review 30 days before the shareholders meeting, and submit them to the shareholders meeting for approval, but the audit committee may entrust an accountant on behalf of the company to verify it when handling the previous business.

1. Business report.
2. Financial statements.
3. Proposal for surplus distribution or loss recovery.

Article 31. If the company makes a profit during the fiscal year, it shall allocate 2% to 10% as employee compensation, which shall be distributed in stocks or cash. The board of directors shall be approved by more than two-thirds of the directors present and more than half of the present directors. The resolution is implemented and reported to the shareholders meeting. Employees include employees of affiliated companies who meet certain conditions. The company is able to increase the amount of profit, and the board of directors resolves to allocate no more than 2% as directors' remuneration.

However, when the company still has accumulated losses, it shall reserve the compensation amount in advance, and then allocate employee compensation and director compensation in proportion to the preceding paragraph.

When the company's fiscal year's final accounts have current surpluses, in addition to the legal provisions for income tax and making up previous years' losses, 10% of the statutory surplus reserve should be raised first, but this is not the case when the

statutory surplus reserve has reached the total capital of the company . After the special surplus reserve is allocated or converted in accordance with the laws or regulations of the competent authority, the special surplus reserve may be set aside according to the business needs of the company. If there is a balance and the accumulated undistributed surplus, the board of directors shall draft a surplus distribution proposal. The shareholders' meeting shall be submitted to a resolution to distribute shareholder dividends.

Article31-1. In addition to the distribution of the company's earnings in accordance with the provisions of Article 31 of the company's articles of association, the principle that the proportion of stock dividends shall not exceed 50% of the shareholders' dividends distributed in the current year, and the rest shall be paid in cash dividends ; However, when the company obtains sufficient funds to meet the annual funding needs, the above-mentioned cash distribution ratio may be increased to 100% at discretion. As listed in the preceding paragraph, the company may decide the most appropriate dividend policy and payment method based on the actual operating conditions of the current year and the capital budget plan for the next year.

Chapter VII Supplementary Provisions

Article32. The company's organizational rules and rules for handling matters are separately formulated.

Article33. Any matters not specified in the Articles of Association shall be handled in accordance with the Company Act. relevant regulations.

Article34. The Articles of Association was established on July 6, 1970, The 1st amendment was made on May. 28, 1971. The 2nd amendment was made on Oct. 26, 1971. The 3rd amendment was made on Dec. 15, 1972. The 4th amendment was made on Nov. 21, 1973. The 5th amendment was made on Jul. 20, 1974. The 6th amendment was made on Jul. 10, 1975. The 7th amendment was made on Apr. 20, 1977. The 8th amendment was made on Apr. 21, 1977. The 9th amendment was made on Jun. 20, 1978. The 10th amendment was made on Jun. 18, 1979. The 11th amendment was made on Sep. 11, 1979. The 12th amendment was made on Sep. 24, 1980. The 13th amendment was made on Aug. 16, 1989. The 14th amendment was made on May. 2, 1990. The 15th amendment was made on Mar. 28, 1991. The 16th amendment was made on May. 21, 1992. The 17th amendment was made on Jul. 17, 1992. The 18th amendment was made on Aug. 18, 1993. The 19th amendment was made on Jun. 4, 1994. The 20th amendment was made on Apr. 21, 1995. The 21th amendment was made on Sep. 26, 1995. The 22th amendment was made on May. 2, 1997. The 23th amendment was made on Jun. 8, 1998.

The 24th amendment was made on Jun. 24, 1999. The 25th amendment was made on Oct. 29, 1999. The 26th amendment was made on Jun. 26, 2000. The 27th amendment was made on May. 29, 2001. The 28th amendment was made on Jun. 12, 2002. The 29th amendment was made on Jun. 20, 2003. The 30th amendment was made on Apr. 30, 2004. The 31th amendment was made on Apr. 30, 2004. The 32th amendment was made on Jun. 23, 2005. The 33th amendment was made on Jun. 23, 2006. The 34th amendment was made on May. 30, 2007. The 35th amendment was made on Jun. 19, 2008. The 36th amendment was made on Jun. 19, 2009. The 37th amendment was made on Jun. 25, 2010. The 38th amendment was made on Jun. 13, 2011. The 39th amendment was made on Jun. 18, 2013. The 40th amendment was made on Jun. 23, 2014. The 41th amendment was made on Jun. 22, 2016. The 42th amendment was made on Jun. 28, 2018(Among them, Article 18 has been effective since the Year 2019, and the rest shall take effect after the resolution of the shareholders meeting). The

43th amendment was made on Jun. 19, 2019. Effective after the resolution of the shareholders meeting, the amendment is also the same.

Walsin Technology Corporation
Rules of Procedures for Shareholders' Meetings

Amended and approved by the annual shareholders' meeting on Jun. 25, 2021

1. Unless otherwise specified by law, the Company's shareholders' meetings shall proceed according to the Rules.

2. Whenever the Rules refer to shareholders, they include the shareholders as well as any representative attending as their proxy.

If a shareholders meeting is convened by the board of directors, the meeting shall be chaired by the chairperson of the board according to the company Act 208. When the chairman of the board is on leave or for any reason unable to exercise the powers of the chairman, the chairman shall appoint one of the directors to act as chair, or, where the chairman does not make such a designation, the managing directors or the directors shall select from among themselves one person to serve as chair. If the shareholders' meeting is convened by a convener other than the board of directors, the chairman shall be the convener. If there are two or more conveners, one of the other conveners shall be elected.

When a director serves as chair, as referred to in the preceding paragraph, the managing director or director shall be one who has held that position for six months or more and who understands the financial and business conditions of the company. The same shall be true for a representative of a juristic person director that serves as chair.

3. This Corporation 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, as stated in the preceding paragraph, shall be at least 30 minutes prior to the time the meeting commences. The place at which attendance registrations are accepted shall be clearly marked and a sufficient number of suitable personnel assigned to handle the registrations.

Shareholders and their proxies (collectively, "shareholders") shall attend shareholders meetings based on attendance cards, sign-in cards, or other certificates of attendance. This Corporation 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.

On the day of a shareholders meeting, this Corporation shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation and the number of shares represented by proxies, and shall make an express disclosure of the same at the place of the shareholders meeting.

This Corporation, beginning from the time it accepts shareholder attendance registrations, shall make an uninterrupted audio and video recording of the registration procedure, the proceedings of the shareholders meeting, and the voting and vote counting procedures.

The recorded materials of the preceding paragraph shall be retained for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.

The number of shares attending is calculated based on the sign-in card handed in by the shareholders at the time of sign-in plus the written or electronic shareholding of the voting rights. Attending shareholders (or proxies) are requested to wear attendance cards and hand in the sign-in card to sign in on their behalf. If the sign-in card is handed over to the company,

it shall be deemed that the shareholder or agent on the sign-in card is present in person, and the company is not liable Responsibility identified.

4. The chairman shall call the meeting to order at the appointed meeting time and announce the relevant information such as the number of non-voting rights and the number of shares present.

However, when the attending shareholders do not represent a half 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.

5. If the agenda of the shareholders meeting is convened by the board of directors, it shall be set by the board of directors; if it is convened by a person other than the board of directors who has the right to convene, it shall be set by the convener, and relevant proposals (including temporary motions and amendments to the original proposal) shall be adopted voted on one by one. For the resolution of the proposal, the meeting shall be conducted according to the scheduled agenda. The meeting shall not be changed unless it is resolved by the shareholders meeting. The scheduled agenda shall not be declared adjourned unless the meeting is resolved by the shareholders meeting.

When the chairman of the shareholders meeting announces the adjournment of the meeting in violation of the rules of procedure, The shareholders are able to elect one person as the chairman with a majority of the voting rights of the shareholders present and continue the meeting.

- 5-1 Appointment or dismissal of directors, change of articles of association, capital reduction, application for suspension of public offerings, directors' competition license, capital increase from surplus, capital increase from public reserves, company dissolution, merger, division, or the first paragraph of Article 185 of the Company Law. The main content of the matter should be listed and explained in the reason for the convening, and it cannot be proposed by a temporary motion; the main content can be placed on the website designated by the securities authority or the company, and its website should be included in the notice.

If the reason for convening the shareholders' meeting has stated that the directors shall be fully re-elected with the appointment date stated. after the re-election of the shareholders' meeting is completed, the same meeting shall not change the appointment date by ad hoc motion or other means.

Shareholders holding more than 1% of the total number of issued shares can submit a proposal of shareholders' meeting to the Company in writing. The proposal, acceptance, review, etc. are handled in accordance with the Company Act and relevant laws and regulations.

Prior to the date for issuance of notice of a shareholders meeting, this Corporation shall inform the proposing shareholders who submitted proposals of the proposal screening results, and shall list in the meeting notice the proposals that conform to the provisions of this article. At the shareholders meeting the board of directors shall explain the reasons for exclusion of any shareholder proposals in the agenda. The shareholders of the proposal shall attend the shareholders' meeting in person or entrust others to participate in the discussion of the proposal.

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

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

ask whether the agent is aware of the content of the power of attorney or other methods, and the statement or vote made by the agent shall prevail.

7. The explanation of the proposal is limited to five minutes, and each person is limited to three minutes for discussion of questions and answers. However, with the permission of the chairman, it may be extended once, and the limit is still three minutes.
8. Except with the consent of the chair, a shareholder may not speak more than twice on the same proposal, and a single speech may not exceed 5 minutes.
9. When discussing a proposal, the chairman may declare the end of the discussion within an appropriate period. If necessary, he may also declare the suspension of the discussion. The chairman shall put the vote to the end. In addition, the chair shall arrange an adequate amount of time for voting.
10. When a legal person is entrusted to attend the shareholders' meeting, the legal person can only appoint one representative to attend; when a legal person shareholder appoints two or more representatives to attend the shareholders' meeting, only one person may be allowed to speak the same proposal.
11. If the shareholder's speech is overtime or beyond the agenda, the chairman may stop his speech.
12. When the shareholders give the speech, other shareholders shall not interfere with the speech except with the consent of the chairman and the speaking shareholder, and the chairman shall stop the offender.
13. After the shareholders have spoken, the chairman may personally or designate relevant personnel to reply.
14. Unless otherwise stipulated in the Company Law and Articles of Association, the voting of the proposal shall be carried out with the approval of a majority of the voting rights of the shareholders present.

The counting of votes for shareholders' meetings or election proposals shall be done in a public place at the shareholders' meeting, and after the counting of votes is completed, the voting results shall be announced on the spot, including statistical weights, and recorded.

15. The voting rights of shareholders are calculated based on the voting rights of their representatives. When the company convenes a shareholder meeting, it shall adopt electronic means and may adopt a written method to exercise its voting rights; when it exercises its voting rights in writing or electronic means, its exercise method shall be stated in the notice of the shareholders meeting. Shareholders who exercise voting rights in writing or electronically are deemed to have attended the shareholders meeting in person. However, the provisional motion and the amendment to the original proposal of the shareholders meeting shall be deemed as abstention.

Shareholders shall exercise their voting rights in writing or electronically in accordance with the provisions of the Company Law and the "Guidelines for the Handling of Share Affairs of Companies Offering Public Shares".

When there are amendments or alternatives to the same proposal that do not coexist with the original proposal, the chairman shall determine the order of voting together with the original proposal. If one of the proposals has been passed by the statutory or the number of voting rights specified in the articles of association, the others cannot coexist. The motion is deemed to be vetoed and needless to be a vote.

When there's a directors election in the shareholders' meeting, it shall be conducted in accordance with the relevant election rules set by the company, and shall announce the results of the election on the spot, including the list of elected directors and the number of election rights and the list of directors who are not elected and the number of election rights obtained.

16. The chair may put the meeting in recess at appropriate times.

17. During a shareholders' meeting, in the event of an air raid alarm or other act of force majeure, the chair shall immediately declare the meeting ceased, and order all present to take appropriate proactive measures to evacuate, then when the cause for the cessation of the meeting ends, the chair may determine whether to resume the meeting.
18. The unregulated items of these rules are governed by the regulations of the Public Stock meeting of the Ministry of political Affairs, the Company Law and the articles of Association of the Company as promulgated by the Securities and Futures Management Committee of the Ministry of political Affairs.
19. These Rules shall take effect after approval by the shareholder meeting and the same procedure shall apply when they are amended.

Methods of Election of Directors of the Board Walsin Technology Corporation

Approved by shareholders' meeting on Jun. 19, 2019

- Article 1 Unless otherwise provided in relevant laws, regulations or Articles of Incorporation, the directors and of the board of Walsin Technology Corporation (the Company) shall be elected in accordance.
- Article 2 The Company's directors shall be elected by means of open, cumulative voting. Each share is entitled to voting rights equivalent to the number of directors to be elected, and the number of votes may be used to elect one candidate or be allocated among several candidates, and the candidates receiving more votes shall be elected as directors. Voters' names are represented by their shareholder attendance card numbers printed on the ballots.
The election of the Company shall adopt the candidate nomination system provided for in Article 192-1 of the Company Act. The ways of accepting nominations and announcement shall be conducted in accordance with the Company Act, the Securities and Exchange Act and other relevant laws and regulations.
The election of independent directors and non-independent directors shall be held together, and the number of independent directors and non-independent directors elected shall be calculated separately. The selection and appointment of independent directors shall be handled in accordance with the " Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies " and relevant laws and regulations.
- Article 3 According to the number of directors of the company stipulated in the company's articles of association, those with more voting rights will be elected in sequence. If two or more persons receive the same number of votes and result in the total number of persons elected exceeding the prescribed seats, they shall draw lots to decide who will serve. The chairman shall draw lots on the absentee's behalf.
Article 3-1: The elected directors of the company shall have more than half of the seats, and shall not have one of the following relationships:
1. Spouse.
2. under second-degrees relatives.
Article 3-2: If the elected director of the company does not meet the provisions of Article 3-1 of these regulations, the votes obtained by the directors represent those with lower voting rights, and their election will be invalid.
Article 3-3:(deleted)
- Article 4 At the election, the chairperson may appoint several persons from among the shareholders present to monitor the voting procedure, and may appoint others for ballot counting and
- Article 5 Ballots shall be prepared by the board of directors of the Company and bear shareholder attendance card numbers and the number of voting rights.
- Article 6 Voters shall fill in the candidate column with candidate name(s), shareholder number(s), or ID card number(s) or uniform business number(s).
- Article 7 Ballots shall be deemed void under any of the following conditions:
1. Ballots are not prepared by the method;
2. Ballots are not completed in accordance with Article 6 ;
3. The handwriting is blurry and indecipherable;

4. The name of the electee filled in is inconsistent with the name of the shareholder account number or ID card number or the name commended by the unified number, or the nominee is not nominated in accordance with Article 18 of the company's articles of association;
5. In addition to the name and shareholder account number of the electee, write other words;
6. The number of candidates filled in the ballot exceeds the number of seats to be elected ;
7. Ballots are not completed in accordance with Article 6 ;

Article 8 The ballots should be calculated immediately after the votes are casted and under the supervision of persons designated by the chairperson to monitor the voting procedure. The results of the election should be announced by the chairperson or any person appointed by chairperson at the meeting.

Article 9 The Company shall issue notifications to the directors-elect.

Article 10 Matters not stipulated in these measures shall be handled in accordance with the provisions of the Company Act and relevant laws and regulations.

Article 11 The adoption of the Methods and any amendment to the Methods shall be approved at the Company's shareholders' meeting.