

Stock Symbol: 6129



**普誠科技股份有限公司**  
**Princeton Technology Corp.**

## 2022 General Shareholders' Meeting Agenda

Date: June 16, 2022

Place: 2F, No.219-2, Section 3, Zhong Xing Road, Xindian Dist., New Taipei City  
(The Koos Hotel)

## Table of Contents

	<u>Page.</u>
1. MEETING AGENDA	1
2. REPORTED ITEMS	2
3. PROPOSED RESOLUTIONS	2
4. ITEMS FOR DISCUSSION	3
5. SPECIAL MOTIONS	4
Attachment	
Attachmetnt I. Business Report	5
Attachmetnt II. Audit Committee’s Review Report	7
Attachmetnt III. Rules and Procedures of Board of Director Meeting Before and After Amendment	8
Attachmetnt IV. Independent Auditor’s Report and FY2021 Consolidated Financial Statements	19
Attachmetnt V. FY2021 Statement of Deficit Compensation	27
Attachmetnt VI. Procedures for Acquisition or Disposal Assets Before and After Revision	28
Attachmetnt VII. Articles of Incorporation Before and After Revision	34
Attachmetnt VIII. Rules and Procedures of Shareholders Meeting Before and After Amendment	35
Attachmetnt IX. Regulations for Election of the Directors Before and After Revision	55
Appendix	
Appendix I. Articles of Incorporation (Before Amendment)	61
Appendix II. Rules and Procedures of Shareholders Meeting (Before Amendment)	67
Appendix III. Rules and Procedures of Board of Director Meeting (Before Amendment)	72
Appendix IV. Procedures for Acquisition or Disposal Assets (Before Amendment)	78
Appendix V. Regulations for Election of the Directors (Before Amendment)	89
Appendix VI. Shareholdings of All Directors	91
Appendix VII. Actions Taken in Response to Proposals Made by Shareholders	92

# 1. MEETING AGENDA

## Princeton Technology Corp. 2022 General Shareholders' Meeting

Time: 9:00AM, June 16, 2022

Place: 2F, No.219-2, Section 3, Zhong Xing Road, Xindian Dist., New Taipei City  
(The Koos Hotel)

1. Meeting called to order
2. Chairman's address
3. Reported items
  - (1) FY2021 business report
  - (2) Audit Committee's review report
  - (3) Remuneration to directors and employees
  - (4) Amendment to Rules and Procedures of Board of Director Meeting
4. Proposed resolutions
  - (1) Submission and acknowledgement the Company's FY2021 financial statements and business report
  - (2) Submission and acknowledgement the Company's FY2021 deficit compensation
5. Items for Discussion
  - (1) Discuss amendment to Procedures for Acquisition or Disposal of Assets
  - (2) Discuss amendment to Articles of Incorporation
  - (3) Discuss amendment to Rules and Procedures of Shareholders Meeting
  - (4) Discuss amendment to Regulations for Election of the Directors
6. Special motions
7. Meeting adjourned.

## **2. REPORTED ITEMS**

### **ITEM 1 (Proposed by the board of directors)**

Proposal: FY2021 business report.

Explanation: The 2021 business report is attached hereto as Attachment I.

### **ITEM 2 (Proposed by the board of directors)**

Proposal: Audit Committee's review report.

Explanation: The Audit Committee's review report is attached hereto as Attachment II.

### **ITEM 3 (Proposed by the board of directors)**

Proposal: Remuneration to directors and employees.

Explanation: We propose not to distribute director compensation and employee bonus due to net profit after tax to be compensated the accumulated loss in FY2021. Employees and directors remuneration is no difference from the estimated fee of recognized year.

### **ITEM 4 (Proposed by the board of directors)**

Proposal: Amendment to Rules and Procedures of Board of Director Meeting.

Explanation:

- (1) In accordance with the Regulations Governing Procedure for Board of Directors Meetings of Public Companies, we propose to amend the Rules and Procedures of Board of Director Meeting.
- (2) The amendment to Rules and Procedures of Board of Director Meeting has been approved by the Board of Directors meeting on May 6, 2022.
- (3) Comparison tables for the amendment is attached hereto as Attachment III.

## **3. PROPOSED RESOLUTIONS**

### **ITEM 1 (Proposed by the board of directors)**

Proposal: Submission and acknowledgement of the Company's FY2021 financial statements and business report.

Explanation:

- (1) The Company's FY2021 consolidated financial statements have been audited by independent auditors and approved by Audit Committee.
- (2) The 2021 Business Report, Independent Auditors' Audit Report, and the above-mentioned Financial Statements are attached hereto as Attachments I and IV.
- (3) Request for acknowledgement of the above-mentioned financial statements and business report.

Resolution:

### **ITEM 2 (Proposed by the board of directors)**

Proposal: Submission and acknowledgement of the Company's FY2021 deficit

compensation.

Explanation:

- (1) The net gain after tax for the Company for the year 2021 is NT\$113,815,225 and deficit yet to be compensated at the beginning of the year is NT\$326,635,896. The retained earnings adjustment for the year 2021 - the actuarial profit is NT\$3,051,501. After deducting NT\$1,578,970 of changes in ownership interests in subsidiaries, the Company's deficit yet to be compensated at the end of FY2021 is NT\$211,348,140.
- (2) Due to compensate the accumulated loss of FY2021, the Company proposes not to distribute shareholders' dividend.
- (3) The company intends to make up for the loss with the statutory surplus reserve. After making up, the Company's deficit yet to be compensated at the end of FY2021 will be zero.
- (4) FY2021 deficit compensation statement is attached hereto as Attachment V.
- (5) Request for acknowledgement.

Resolution:

#### **4. ITEMS FOR DISCUSSION**

##### **ITEM 1 (Proposed by the board of directors)**

Proposal: Discuss amendment to Procedures for Acquisition or Disposal of Assets. Please discuss.

Explanation:

- (1) The Company proposes to amend some clauses of Procedures for Acquisition or Disposal of Assets in line with the revised "Regulations Governing the Acquisition and Disposal of Assets by Public Companies" released by Financial Supervisory Commission, Executive Yuan on January 28, 2022.
- (2) The amendment to Procedures for Acquisition or Disposal Assets has been approved by the Board Meeting of Directors on February 25, 2022.
- (3) Comparison table for the amendment is attached hereto as Attachment VI.
- (4) Please discuss.

Resolution:

##### **ITEM 2 (Proposed by the board of directors)**

Proposal: Discuss amendment to Articles of Incorporation. Please discuss.

Explanation:

- (1) In order to make the method of the company's shareholders' meeting more flexible, in accordance with the provisions of Article 172-2, paragraph 1 of the Company Law, the company's articles of incorporation expressly stipulate that the shareholders' meeting may be held by video conference or other methods announced by the central competent authority. We propose to amend Articles of Incorporation of the Company.
- (2) The amendment to Articles of Incorporation has been approved by the Board of Directors meeting on February 25, 2022.
- (3) Comparison table for the amendment is attached hereto as Attachment VII.

(4) Please discuss.

Resolution:

**ITEM 3 (Proposed by the board of directors)**

Proposal: Amend Rules and Procedures of Shareholders Meeting. Please discuss.

Explanation:

- (1) In accordance with Company Act, we propose to amend Rules and Procedures of Shareholders Meeting.
- (2) The amendment to Rules and Procedures of Shareholders Meeting has been approved by the Board of Directors meeting on May 6, 2022.
- (3) Comparison tables for the amendment is attached hereto as Attachment VIII.
- (4) Please discuss.

Resolution:

**ITEM 4 (Proposed by the board of directors)**

Proposal: Discuss amendment to Regulations for Election of the Directors. Please discuss.

Explanation:

- (1) In accordance with amendments to the Reference Example of the "Procedures for the Appointment of Directors of a Company Limited by Shares", we propose to amend Regulations for Election of the Directors of the Company.
- (2) The amendment to Regulations for Election of the Directors has been approved by the Board of Directors meeting on May 6, 2022.
- (3) Comparison table for the amendment is attached hereto as Attachment IX.
- (4) Please discuss.

Resolution:

**5. SPECIAL MOTIONS**

**6. MEETING ADJOURNED**

## To the Shareholders

### 1. Business Results from Last Year

1. FY2021 revenue of the Company was NT\$865,884 thousand. After-tax net gain was NT\$113,815 thousand. After-tax earning per share was NT\$0.63. Total asset at the end of 2021 was NT\$2,103,407 thousand. Total liability was NT\$268,985 thousand. Debt to equity ratio was 13%. Current ratio was 346%. The Company's financial condition remains solid.

FY2021 consolidated revenue of the Company was NT\$1,637,702 thousand. After-tax net gain was NT\$113,815 thousand. After-tax earning per share was NT\$0.63. Total asset on the consolidated basis at the end of 2021 was NT\$2,461,555 thousand. Total liability on the consolidated basis was NT\$476,667 thousand. Debt to equity ratio was 19%. Current ratio was 577%. The Company's consolidated financial condition remains solid.

2. Budget implementation status: The company has not announced financial forecasts for 2021, so it is not applicable.
3. Research and development status: In terms of product development, the successful development and application promotion of various types of motor drives and lights has been completed. In addition, uLED driver IC and Printer head driver IC are also the company's research and development priorities. Due to the recognition of the company's technology and quality by Japanese customers, it has received development needs from many Japanese customers.

### 2. Business Goals for the Current Year

1. Focus on automotive and consumer electronics applications and high energy efficiency of motor driver and power conversion as product development directions.
2. Expected sales volume: The company has not announced financial forecasts for 2022, so it is not applicable.
3. Important production and marketing policies:
  - I. Development and sales promotion for VIP customers in Japan and China market.
  - II. In view of the continuous shortage of wafer foundry and packaging and testing capacity, actively strive for chip quotas, and diversify packaging and testing suppliers to increase output and shipments to meet customer order demands.

### 3. Strategy for the Future

PTC will continue to focus on product development and application promotion in automotive, consumer electronics and high energy efficiency. The R&D product line includes display driver/vehicle lighting IC/various motor driver IC/multimedia audio-visual IC. The large product line has successfully developed products to open up more application fields such as POS machines, printers, white goods and machine tools and other industries. At the same time, PTC will continue to enhance FAE technical support customers, provide complete solutions and services to strengthen IC Sales power and customer relationship.

### 4. Effects of External Competition, Regulatory Environment and Overall Business Environment

Under the influence of factors such as the soaring international energy and commodity prices caused by the war in Russia and Ukraine, the further economic slowdown caused by China's implementation of epidemic prevention and ban, and the long-term high inflation prompting central banks to accelerate interest rate hikes, the IMF estimates the global economic growth rate in 2022 will be 3.6%, well below the 6.1% in 2021.

In terms of the domestic economy, since Taiwan's trade scale and financial exposure to

Russia and Ukraine is not large, the real impact is limited. However, the rising international raw material prices have led to a significant rise in domestic prices recently, which will affect the real purchasing power of the people. In addition, domestic private investment is still strong and the performance of import and export and export orders continued to strengthen in the first quarter. According to the latest forecast of the Taiwan Economic Research Institute, the domestic economic growth rate in 2022 is 4.10%, which is higher than the global average.

In terms of operation, in the face of more intense competition in the external environment, PTC will continue to focus on new product research and development, market development and new customer expansion, and strengthen supplier cooperation in order to continue to enhance the company's competitiveness.

We appreciate the support and encouragement of the shareholders over the years. Thank you.

Richard Chiang  
Chairman

Princeton Technology Corp.  
Auditing Committee's Report

2021 General Shareholders' Meeting

We have examined the 2021 financial statements of the Company, including balance sheet, income statement, statement of changes in stockholders' equity, and statement of cash flows prepared by the board of directors and audited and certified by Crowe Horwath(TW) CPAs are fairly and general accepted accounting principals. We hereby prepare this report in accordance with provisions specified in Article 14-4 of Securities and Exchange Act and Article 219 of the Company Act and submit it together with the report of the independent auditors for your review.

Independent Director

Wu Hsueh

Min

Tsai Yi Chen

Ma Yu Feng

February 25, 2022

**Princeton Technology Corporation**  
**Rules and Procedures of Board of Director Meeting Before and After**  
**Amendment**

Amendment Articles	Current Articles	Description
<p>Article 1</p> <p>To establish a strong governance system and sound supervisory capabilities for this Corporation's board of directors and to strengthen management capabilities, these Rules are adopted pursuant to Article 2 of the Regulations Governing Procedure for Board of Directors Meetings of Public Companies.</p>	<p>Article 1</p> <p>These Rules are formulated in accordance with the provisions of Article 26-3, Paragraph 8 of the Securities and Exchange Act.</p>	<p>Amend this provision in accordance with the reference example of the "Procedure Rules for the Board of Directors of Publicly Issued Companies"</p>
<p>Article 4</p> <p>The matters listed below as they relate to this Corporation shall be raised for discussion at a board meeting:</p> <ol style="list-style-type: none"> <li>1. The Corporation's business plan.</li> <li>2. Annual and semi-annual financial reports, with the exception of semi-annual financial reports that are not required under relevant laws and regulations to be audited and attested by a certified public accountant (CPA).</li> </ol> <p>The following is omitted.</p>	<p>Article 4</p> <p>The matters listed below as they relate to this Corporation shall be raised for discussion at a board meeting:</p> <ol style="list-style-type: none"> <li>1. The Corporation's business plan</li> <li>2. Annual financial report and semi-annual financial report. However, if the semi-annual financial report is not required to be checked and certified by an accountant according to the law, this limitation is not applicable.</li> </ol> <p>The following is omitted.</p>	<p>Amend this provision in accordance with the reference example of the "Procedure Rules for the Board of Directors of Publicly Issued Companies"</p>
<p>Article 4-1</p> <p>Omitted</p>	<p>Article 4-1</p> <p>The remuneration of directors, supervisors and managers shall be proposed by the Remuneration Committee and then decided by the Board of Directors after discussion. The board of directors may reject or revise the remuneration and</p>	<p>Amend this provision in accordance with the reference example of the "Procedure Rules for the Board of Directors of Publicly Issued Companies"</p>

Amendment Articles	Current Articles	Description
	<p>remuneration recommendations of directors, supervisors and managers by the compensation and remuneration committee, provided that more than two-thirds of all directors are present, and more than half of the directors present agree. Explain whether the remuneration approved by the board of directors is better than the remuneration committee's recommendation.</p> <p>If the remuneration approved by the board of directors is superior to the recommendation of the remuneration and remuneration committee, in addition to the circumstances and reasons for the difference, it shall be stated in the minutes of the board of directors, and shall be announced and reported within two days from the date of approval by the board of directors.</p>	
<p>Article 5</p> <p>The board of directors of the company is convened and chaired by the chairman of the board of directors; however, the chairman of the meeting convened by the director with the most voting rights at the first board of directors of each session of the board of directors shall be the chairman of the meeting. Push one person to do it.</p> <p>According to Article 203, Paragraph 4 or Article 203-1, Paragraph 3 of the Company Law, the board of directors shall</p> <p>If half of the directors convene on their</p>	<p>Article 5</p> <p>The board of directors of the company is convened and chaired by the chairman; however, the first board of directors of each session is convened by the director with the most voting rights.</p> <p>When the chairman requests leave or is unable to exercise his powers for any reason, the chairman shall designate a director to act as an agent. If the chairman does not designate an agent, the directors shall recommend one person to act as an agent.</p>	<p>Amend this provision in accordance with the reference example of the "Procedure Rules for the Board of Directors of Publicly Issued Companies"</p>

Amendment Articles	Current Articles	Description
<p>own, the directors shall recommend one person to be the chairman.</p> <p>When the chairman requests leave or is unable to exercise his powers for some reason, the chairman shall designate a director to act as his agent. If the chairman does not designate an agent, the directors shall recommend one person to act as his agent.</p>	<p>During the adjournment of the board of directors, if the board of directors is authorized to exercise the powers of the board of directors according to the law or the articles of association of the company, the authorization level, content or matters shall be specific and clear, and the authorization shall not be generalized, and the implementation situation shall be reported to the board of directors.</p> <p>The board of directors of the company has an audit committee. The following matters should be approved by more than half of all the members of the audit committee, and a resolution of the board of directors should be submitted:</p> <ol style="list-style-type: none"> <li>1. Formulate or amend the internal control system.</li> <li>2. Evaluation of the effectiveness of the internal control system.</li> <li>3. Establishing or revising the procedures for handling major financial and business activities of acquiring or disposing of assets, engaging in derivative commodity transactions, lending funds to others, or endorsing or providing guarantees for others.</li> <li>4. Matters involving the directors' own interests.</li> <li>5. Significant asset or derivative</li> </ol>	

Amendment Articles	Current Articles	Description
	<p>commodity transactions.</p> <p>6. Significant capital loan, endorsement or provision of guarantee.</p> <p>7. The offering, issuance or private placement of securities in the nature of equity.</p> <p>8. Appointment, dismissal or remuneration of certified public accountants.</p> <p>9. Appointment and dismissal of financial, accounting or internal audit supervisors.</p> <p>X. Annual financial report and semi-annual financial report.</p> <p>11. Other major matters stipulated by the company or the competent authority.</p> <p>Except for the tenth subparagraph, the matters in the preceding paragraphs may be carried out with the consent of more than two-thirds of all the directors of the audit committee if they are not approved by more than one-half of all the members of the audit committee, and the resolutions of the audit committee shall be recorded in the minutes of the board of directors. . All members of the audit committee and all directors referred to in the preceding paragraph shall be counted on the basis of the actual incumbents.</p>	
Article 6	Article 6	Amend this provision

<b>Amendment Articles</b>	<b>Current Articles</b>	<b>Description</b>
<p>The meeting place and time of the board of directors of the company shall be at the place and office hours of the company or at a place and time that is convenient for directors to attend and suitable for the meeting of the board of directors.</p> <p>When the board meeting is held, a signature book shall be prepared for the attendance of directors to sign.</p> <p>When meeting of the board of directors, directors should attend in person, but if they are unable to attend in person due to business reasons, they must issue a power of attorney listing the scope of authorization and entrust other directors to attend the meeting on their behalf.</p> <p>The agent referred to in the preceding paragraph is limited to the entrustment of one person.</p>	<p>When the board meeting is held, a signature book shall be prepared for the attendance of directors to sign.</p> <p>When meeting of the board of directors, the directors shall attend in person, but if they are unable to attend in person due to business reasons, they must issue a power of attorney enumerating the scope of authorization and entrust other directors to attend on their behalf.</p> <p>The agent referred to in the preceding paragraph is limited to the entrustment of one person.</p>	<p>in accordance with the reference example of the "Procedure Rules for the Board of Directors of Publicly Issued Companies"</p>
<p>Article 8</p> <p>When the board of directors of the company is convened, the management department (or the discussion unit designated by the board of directors) shall prepare relevant materials for the directors attending the meeting to check at any time.</p> <p>Depending on the content of the meeting, the chairman of the board may designate personnel from relevant departments or subsidiaries to attend the meeting to report and answer the inquiries raised by the directors. When necessary, accountants, lawyers or other professionals may also be invited to attend the meeting and make explanations, but they should leave the</p>	<p>Article 8</p> <p>Depending on the content of the meeting, the chairman of the board may designate personnel from relevant departments or subsidiaries to attend the meeting to report and answer the inquiries raised by the directors. When necessary, accountants, lawyers or other professionals may also be invited to attend the meeting and make explanations, but they should leave the meeting during discussion and voting. To facilitate the board of directors to make appropriate resolutions.</p>	<p>Amend this provision in accordance with the reference example of the "Procedure Rules for the Board of Directors of Publicly Issued Companies"</p>

Amendment Articles	Current Articles	Description
<p>meeting during discussion and voting. To facilitate the board of directors to make appropriate resolutions.</p>		
<p>Article 9  The chairman of the board of directors shall call the meeting open when more than half of the directors are present. If half of all directors are not present at the meeting time, the chairman may announce that the meeting will be postponed. The number of postponements is limited to two times. If the number of postponements is still insufficient, the chairman may follow the provisions of Paragraph 2 of Article 2. The procedure was reconvened. The board of directors shall proceed in accordance with the procedures set out in the notice of the meeting. However, it may be changed with the consent of more than half of the directors present. The chairman shall not declare the meeting adjourned without the consent of more than half of the directors present. During the proceedings of the board of directors, if the directors present do not reach more than half of the directors present, upon the proposal of the directors present, the chairman shall announce the suspension of the meeting, and the provisions of Paragraph 2 of this article shall apply mutatis mutandis.</p>	<p>Article 9  If half of all directors are not present at the meeting time, the chairman may announce that the meeting will be postponed, and the number of postponements is limited to two times.  The board of directors shall proceed in accordance with the procedures set out in the notice of the meeting. However, it may be changed with the consent of more than half of the directors present.  If there is any dispute on the proposal proposed by the board of directors, it shall be fully discussed among the directors before the chairman may put it to a vote. When the proposal is voted on, if all directors present have no objection after consultation by the chairman, it will be deemed as passed, and its effect is the same as that of voting.</p>	<p>Amend this provision in accordance with the reference example of the "Procedure Rules for the Board of Directors of Publicly Issued Companies"</p>
<p>Article 10  When the chairman considers that the discussion of the board of directors has reached the level that can be voted, he</p>	<p>Article 10  For the voting on the resolutions of the board of directors, the chairman may designate a vote-counter to count the</p>	<p>Amend this provision in accordance with the reference example of the "Procedure Rules</p>

Amendment Articles	Current Articles	Description
<p>may announce that the discussion will be stopped and put forward for voting.</p> <p>When voting on the resolutions of the Board of Directors of the Company, if all the directors present have no objection after consultation by the chairman, it will be deemed as passed. If there is any objection after consultation by the chairman, it shall be put to a vote.</p> <p>The method of voting shall be chosen by the chairman in accordance with the provisions of the following subparagraphs, but if there is any objection from the attendees, it shall be decided by a majority of opinions:</p> <ol style="list-style-type: none"> <li>1. Voting by show of hands or voting by means of a voting machine.</li> <li>2. Roll-call voting.</li> <li>3. Voting.</li> <li>4. Voting at the discretion of the company.</li> </ol> <p>All directors present in the preceding two paragraphs do not include directors who are not allowed to exercise voting rights in accordance with Paragraph 1 of Article 12</p>	<p>votes, and all directors present are the scrutineers.</p>	<p>for the Board of Directors of Publicly Issued Companies"</p>
<p>Article 11</p> <p>Unless otherwise stipulated by the Company Law, the Securities and Exchange Law and the Articles of Association of the company, the resolution of the board of directors shall be passed by more than half of the directors present and approved by more than half of the directors present.</p> <p>When there are amendments or alternatives to the same motion, the chairman shall determine the order of voting on the same</p>	<p>Article 11</p> <p>One seat of a director shall have one vote; the resolution of the board of directors shall be passed by more than half of the directors present, unless otherwise stipulated by the Company Law, the Securities and Exchange Law and the Articles of Association of the Company.</p>	<p>Amend this provision in accordance with the reference example of the "Procedure Rules for the Board of Directors of Publicly Issued Companies"</p>

Amendment Articles	Current Articles	Description
<p>motion as the original motion. However, if one of the motions has been passed, the other motions are deemed to be rejected and no further voting is required.</p> <p>If it is necessary to set up scrutineers and vote-counters for voting on a resolution, the chairman shall appoint them, but the scrutineers should be directors.</p> <p>The results of the voting shall be reported on the spot and recorded.</p>		
<p>Article 12</p> <p>Directors should uphold a high degree of self-discipline, and when the resolutions listed by the board of directors involve the directors themselves or the legal person represented by them have an interest in the company's interests, they should explain the important content of their interest at the current board of directors, if they are harmful to the company's interests. When the interests of the company are at risk, they shall not participate in the discussion and voting, and shall abstain from the discussion and voting, and shall not exercise their voting rights on behalf of other directors.</p> <p>The director's spouse, second-degree relative by blood, or a company that has a controlling affiliation with the director, shall be subject to the meeting.</p> <p>If there is an interest in the matter, the director shall be deemed to have his own interest in the matter.</p> <p>The resolution of the board of directors shall be handled in accordance with the provisions of Paragraph 4 of Article 206 of the Company Act for directors who are not</p>	<p>Article 12</p> <p>Directors should uphold a high degree of self-discipline, and when the resolutions listed by the board of directors involve the directors themselves or the legal person represented by them have an interest in the company's interests, they should explain the important content of their interest at the current board of directors, if they are harmful to the company's interests. When the interests of the company are at risk, they shall not participate in discussions and voting, and shall abstain from discussions and voting, and shall not exercise their voting rights on behalf of other directors; directors shall also be self-disciplined and shall not support each other. If a director violates the circumstance of recusal and joins the voting, his voting rights are invalid.</p> <p>The resolution of the board of directors shall be dealt with in accordance with the provisions of Paragraph 3 of Article 206 of the</p>	<p>Amend this provision in accordance with the reference example of the "Procedure Rules for the Board of Directors of Publicly Issued Companies"</p>

Amendment Articles	Current Articles	Description
<p>allowed to exercise the right to vote in accordance with the provisions of the preceding paragraph.</p>	<p>Company Act, and the provisions of Paragraph 2 of Article 180 shall apply mutatis mutandis for directors who are not allowed to exercise voting rights in accordance with the preceding paragraph.</p>	
<p>Article 13</p> <p>The whole process of the meeting of the board of directors shall be recorded by audio or video recording, and shall be kept for at least five years.</p> <p>Before the expiration of the retention period mentioned in the preceding paragraph, in the event of a lawsuit concerning matters related to the resolutions of the board of directors, the relevant audio or video recording materials shall continue to be kept until the end of the lawsuit.</p> <p>The board of directors of the company shall be made into minutes, and the minutes shall record the following matters in detail:</p> <ol style="list-style-type: none"> <li>1. The session (or year), time and place of the meeting.</li> <li>2. The name of the chairman.</li> <li>3. The attendance status of directors, including the names and numbers of those present, requesting leave and absent.</li> <li>4. Names and titles of attendees.</li> <li>5. The name of the record.</li> <li>6. Report matters.</li> </ol>	<p>Article 13</p> <p>The whole process of the board meeting shall be recorded by audio or video recording, and shall be kept for at least five years, and the preservation can be done electronically; Explanation of important content, reasons for recusal or non-rejection, circumstances of recusal, objections or reservations, with records or written statements, written opinions issued by independent directors, resolution methods and results, summary of speeches for provisional motions, in accordance with the preceding article Paragraph 1 involves the name of the director with an interest, the description of the important content of the interest, the reasons for recusal or not, the circumstance of recusal, objection or reservation, and there are records or written statements and resolution results, which shall be recorded in the meeting minutes in detail. All directors and relevant non-voting attendees shall be distributed within 20 days after the meeting, and the minutes and sign-in books shall be</p>	<p>Amend this provision in accordance with the reference example of the "Procedure Rules for the Board of Directors of Publicly Issued Companies"</p>

Amendment Articles	Current Articles	Description
<p>7. Matters to be discussed: resolution methods and results of each proposal, summaries of speeches made by directors, supervisors, experts and other personnel, names of directors who have interests in accordance with Paragraph 1 of the preceding article, explanations of important content of interests, who should be recused or There are no reasons for recusal, reasons for recusal, objections or reservations, and there are records or written statements and written opinions issued by independent directors in accordance with Article 4, Paragraph 5.</p> <p>8. Temporary motion: name of the proposer, resolution method and result of the motion, summary of speeches made by directors, supervisors, experts and other personnel, names of directors with interests in accordance with Paragraph 1 of the preceding article, explanations of important content of interests, other Reasons for recusal or non-rejection, circumstance of recusal and objection or reservation, and there is a record or written statement.</p> <p>9. Other matters to be recorded. In the case of any of the following matters, in addition to being stated in the minutes of the board of directors, the resolutions of the board of directors shall be announced and reported at the public information observatory designated by the Financial Supervisory Commission within two days from the date of the board of directors:</p>	<p>properly kept during the existence of the company.</p> <p>In the case of any of the following matters, the resolutions of the board of directors shall not only be stated in the minutes of the meeting, but also shall be announced and reported at the public information observatory designated by the Financial Supervisory Commission within two days from the date of the board of directors:</p> <ol style="list-style-type: none"> <li>1. Independent directors have objections or reservations and have records or written statements.</li> <li>2. Matters that have not been approved by the audit committee of the company have been approved by more than two-thirds of all directors. The production and distribution of minutes can be done electronically.</li> </ol>	

Amendment Articles	Current Articles	Description
<p>1. Independent directors have objections or reservations and have records or written statements.</p> <p>2. Matters that have not been approved by the audit committee of the company have been approved by more than two-thirds of all directors.</p> <p>The sign-in book of the board of directors is part of the minutes and should be properly kept during the existence of the company.</p> <p>The minutes must be signed or sealed by the chairman of the meeting and the recorder, and distributed to all directors within 20 days after the meeting. It should be included in the company's important files and properly preserved during the company's existence.</p> <p>The production and distribution of minutes can be done electronically.</p>		
<p>Article 17</p> <p>This procedure is set on June 6, 2003 in accordance with the decree promulgated by the Securities and Futures Commission on 2002.12.10.</p> <p>The first revision was made on June 1, 2004.</p> <p>.....</p> <p>The seventh revision was made on November 9, 2017.</p> <p>The eighth revision was made on May 6, 2022.</p>	<p>Article 17</p> <p>This procedure is set on June 6, 2003 in accordance with the decree promulgated by the Securities and Futures Commission on 2002.12.10.</p> <p>The first revision was made on June 1, 2004.</p> <p>.....</p> <p>The seventh revision was made on November 9, 2017.</p>	<p>In line with this updated clause, the clauses are adjusted.</p>

## **Independent Auditors' Report**

The Board of Directors and Stockholders  
Princeton Technology Corp.

### **Opinion**

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

In our opinion, based on our audits and the reports of other auditors (please refer to the Other Matter), the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company 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 the International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

### **Basis for Opinion**

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and auditing standards generally accepted in the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the 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 consolidated financial statements for the year ended December 31, 2021. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matters for the Company's consolidated financial statements for the year ended December 31, 2021 are stated as follows:

#### Allowance for Inventory Valuation and Obsolescence Losses

The Company's inventories consist of wafers and integrated circuits. Due to the rapid technological changes and volatile market, the estimate of the realizable value of inventories and the identification of slow-moving inventories require significant management judgment. We believe that the allowance for inventory valuation and obsolescence losses is a Key Audit Matter item. Refer to Notes 5&11.

Our Key audit procedures performed in respect of the above included the following:

1. Assessed the adequacy of inventory valuation policy adopted by the management.
2. Obtained the valuation report of inventories prepared by the management ; Selected samples to examine whether inventories are stated at the lower of cost or net realizable value and assessed the reasonableness of the management's assumption.
3. Obtained 、 tested and inspected the inventory aging report prepared by the management ; Observed physical inventory-taking to evaluate whether the allowance of inventories obsolescence losses was appropriate.

### **Other Matter**

As shown in the accompanying consolidated financial statements, the Company had long-term investment in Microlink Communications Inc. accounted for under equity method based on financial

statements as of December 31, 2021 and 2020, which were audited by the other auditor. Our audit, insofar as it related to the investment accounted for under the equity method balances both to NT\$0 as of December 31, 2021 and 2020, the related share of the investment loss from the associates and joint ventures both amounted to NT\$0 for the years ended December 31, 2021 and 2020, is based solely on the report of the other independent accountant.

We have also audited the parent company only financial statements of Princeton Technology Corp as of and for the years ended December 31, 2021 and 2020 on which we have issued an unmodified opinion.

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

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the IFRS, IAS, IFRIC, and 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 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 are responsible for overseeing the Company'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 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 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 Company 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 Company 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.

---

Crowe (TW) CPAs

February 25, 2022

#### Notice to Readers

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

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

**English Translation of Consolidated Financial Statements Originally Issued in Chinese**

Princeton Technology Corp. and Subsidiaries

Consolidated Balance Sheets

December 31, 2021 and 2020

(Expressed in Thousand New Taiwan Dollars)

Assets	Note	December 31, 2021		December 31, 2020	
		Amount	%	Amount	%
<b>Current assets</b>					
Cash and cash equivalents	Note 6	\$ 491,103	20	\$ 433,543	20
Financial assets at fair value through profit or loss	Note 7	212,662	9	263,478	12
Financial assets at amortized cost	Note 9	100,348	4	175,000	8
Notes receivable, net	Note 10	13,868	-	10,158	-
Accounts receivable, net	Note 10	337,731	14	254,651	12
Other receivables	Notes 10&31	6,342	-	2,991	-
Current tax assets	Note 28	328	-	-	-
Inventories, net	Note 11	321,873	14	221,331	10
Prepayments		13,431	-	24,819	2
Other financial assets	Notes 6&32	2,053	-	2,046	-
Total current assets		<u>1,499,739</u>	<u>61</u>	<u>1,388,017</u>	<u>64</u>
<b>Non-current assets</b>					
Financial assets at fair value through other comprehensive income	Note 8	9,416	-	23,367	2
Investments accounted for under the equity method	Note 12	11,753	-	16,607	1
Property, plant and equipment	Notes 13.30&32	418,888	18	444,007	20
Right-of-use assets	Note 14	9,140	-	13,388	-
Investment property	Note 15	249,375	10	260,878	12
Intangible assets	Note 16	4,123	-	4,277	-
Deferred tax assets	Note 28	15,604	1	15,303	1
Other noncurrent assets	Notes 17&33	243,517	10	4,229	-
Total non-current assets		<u>961,816</u>	<u>39</u>	<u>782,056</u>	<u>36</u>
Total assets		<u>\$ 2,461,555</u>	<u>100</u>	<u>\$ 2,170,073</u>	<u>100</u>
<b>Liabilities and stockholders' equity</b>					
<b>Current liabilities</b>					
Contract liability	Note 23	\$ 6,596	-	\$ 1,140	-
Accounts payable		167,489	7	109,443	5
Other payables	Note 18	83,705	3	69,149	3
Current tax liabilities	Note 28	-	-	1,682	-
Lease liabilities	Notes 14.30&32	1,450	-	2,857	-
Long-term liabilities - current portion	Notes 19.30&32	-	-	127,935	6
Other current liabilities		502	-	352	-
Total current liabilities		<u>259,742</u>	<u>10</u>	<u>312,558</u>	<u>14</u>
<b>Non-current liabilities</b>					
Long-term loans payable	Notes 19.30&32	82,890	3	-	-
Lease liabilities	Notes 14.30&32	-	-	1,450	-
Net defined benefit liability	Note 20	23,701	1	29,154	2
Refundable deposits	Note 21	110,334	5	2,154	-
Total non-current liabilities		<u>216,925</u>	<u>9</u>	<u>32,758</u>	<u>2</u>
Total liabilities		<u>476,667</u>	<u>19</u>	<u>345,316</u>	<u>16</u>
<b>Equity attributable to the parent company</b>					
Capital	Note 22	1,809,437	73	1,809,437	84
Additional paid-in capital	Note 22	18,995	1	12,234	-
Retained earnings	Note 22				
Legal reserve		306,123	13	306,123	14
Accumulated losses		(211,348)	(9)	(326,636)	(15)
Total retained earnings		<u>94,775</u>	<u>4</u>	<u>(20,513)</u>	<u>(1)</u>
Other components of equity	Note 22	(88,785)	(3)	(86,628)	(4)
Total equity attributable to the parent		<u>1,834,422</u>	<u>75</u>	<u>1,714,530</u>	<u>79</u>
Non-controlling interests	Note 22	150,466	6	110,227	5
Total equity		<u>1,984,888</u>	<u>81</u>	<u>1,824,757</u>	<u>84</u>
Total liabilities and equity		<u>\$ 2,461,555</u>	<u>100</u>	<u>\$ 2,170,073</u>	<u>100</u>

The accompanying notes are integral part of consolidated financial statements.

(Continued)

**English Translation of Consolidated Financial Statements Originally Issued in Chinese**

Princeton Technology Corp. and Subsidiaries

Consolidated Statements of Comprehensive Income

For the years ended December 31, 2021 &amp; 2020

(Expressed in Thousand New Taiwan Dollars, Except for Earnings Per Share Amounts)

	Note	2021		2020	
		Amount	%	Amount	%
Net sales	Notes 23&31	\$ 1,637,702	100	\$ 1,102,017	100
Cost of goods sold	Notes 11.20&24	(1,002,609)	(61)	(722,559)	(66)
Gross profit		635,093	39	379,458	34
Operating expenses	Notes 20.24&31				
Marketing		(54,521)	(3)	(40,395)	(3)
General and administrative		(154,376)	(10)	(135,217)	(12)
Research and development		(311,014)	(19)	(260,670)	(24)
Total operating expenses		(519,911)	(32)	(436,282)	(39)
Operating gain (loss)		115,182	7	(56,824)	(5)
Non-operating income and expenses					
Interest income	Note 25	1,931	-	3,284	-
Other gain and loss	Notes 26&31	57,335	4	16,995	1
Finance costs	Note 27	(1,762)	-	(4,589)	-
Share of loss of associates and joint ventures	Notes 4&12	(11,615)	(1)	(12,980)	(1)
Subtotal		45,889	3	2,710	-
Income (loss) from continuing operations before income tax		161,071	10	(54,114)	(5)
Income tax expense	Note 28	(3,481)	-	(4,182)	-
Net income (loss)		157,590	10	(58,296)	(5)
Other comprehensive income and loss					
Items that will not be reclassified subsequently to profit or loss:					
Remeasurement of defined benefit plans	Note 20	3,815	-	117	-
Unrealized gain (loss) on investments in equity instruments at fair value through other comprehensive income	Note 22	6,853	1	(4,169)	-
Income tax expense related to items that will not be reclassified subsequently to profit or loss	Note 28	(763)	-	(23)	-
Subtotal		9,905	1	(4,075)	-
Items that may be reclassified subsequently to profit or loss:					
Exchange differences on translation of foreign operations	Note 22	(16,772)	(1)	(30,415)	(3)
Income tax benefit related to items that may be reclassified subsequently to profit or loss	Notes 22&28	2,647	-	4,980	-
Subtotal		(14,125)	(1)	(25,435)	(3)
Total other comprehensive income or (loss), net of tax		(4,220)	-	(29,510)	(3)
Total comprehensive income (loss)		\$ 153,370	10	\$ (87,806)	(8)
Net income (loss) attributable to:					
Stockholders of the parent		\$ 113,815	7	\$ (76,800)	(7)
Non-controlling interests		43,775	3	18,504	2
		\$ 157,590	10	\$ (58,296)	(5)
Comprehensive income (loss) attributable to:					
Stockholders of the parent		\$ 113,131	7	\$ (100,795)	(9)
Non-controlling interests		40,239	3	12,989	1
		\$ 153,370	10	\$ (87,806)	(8)
Earnings per share					
Earnings per share-basic	Note 29	\$ 0.63		\$ (0.42)	

**English Translation of Consolidated Financial Statements Originally Issued in Chinese**

Princeton Technology Corp. and Subsidiaries  
 Consolidated Statements of Changes in Equity  
 For the years ended December 31, 2021 & 2020  
 (Expressed in Thousand New Taiwan Dollars)

	Equity attributable to the parent											
	Additional paid-in capital					Retained earnings			Other components of equity			
	Common Stock	Premiums	Recognize changes in subsidiaries' ownership	Share of changes in equities of associates and joint venture	Employee stock options	Legal reserve	Unappropriated earnings (Accumulated losses)	Exchange differences arising on translation of foreign operations	Unrealized gain on investments in equity instruments at fair value through other comprehensive income	Total equity attributable to the parent	Non-controlling interests	Total Equity
Balance as of January 1, 2020	\$ 1,809,437	\$ 1,102	\$ 39	\$ 10,140	\$ 4,592	\$ 306,123	\$ (249,930)	\$ (22,416)	\$ (40,123)	\$ 1,818,964	\$ 97,238	\$ 1,916,202
Adjustments to share of changes in equities of associates and joint venture	-	-	-	(3,639)	-	-	-	-	-	(3,639)	-	(3,639)
Net (loss) income for the year ended December 31, 2020	-	-	-	-	-	-	(76,800)	-	-	(76,800)	18,504	(58,296)
Other comprehensive income for the year ended December 31, 2020	-	-	-	-	-	-	94	(19,920)	(4,169)	(23,995)	(5,515)	(29,510)
Total comprehensive (loss) income	-	-	-	-	-	-	(76,706)	(19,920)	(4,169)	(100,795)	12,989	(87,806)
Balance as of December 31, 2020	1,809,437	1,102	39	6,501	4,592	306,123	(326,636)	(42,336)	(44,292)	1,714,530	110,227	1,824,757
Adjustments to share of changes in equities of associates and joint venture	-	-	-	6,761	-	-	-	-	-	6,761	-	6,761
Net income for the year ended December 31, 2021	-	-	-	-	-	-	113,815	-	-	113,815	43,775	157,590
Other comprehensive income for the year ended December 31, 2021	-	-	-	-	-	-	3,052	(10,589)	6,853	(684)	(3,536)	(4,220)
Total comprehensive income (loss)	-	-	-	-	-	-	116,867	(10,589)	6,853	113,131	40,239	153,370
Disposal of investments in equity instruments designated at fair value through other comprehensive income	-	-	-	-	-	-	(1,579)	-	1,579	-	-	-
Balance as of December 31, 2021	\$ 1,809,437	\$ 1,102	\$ 39	\$ 13,262	\$ 4,592	\$ 306,123	\$ (211,348)	\$ (52,925)	\$ (35,860)	\$ 1,834,422	\$ 150,466	\$ 1,984,888

The accompanying notes are integral part of financial statements.

**English Translation of Consolidated Financial Statements Originally Issued in Chinese**

Princeton Technology Corp. and Subsidiaries

Consolidated Statements of Cash Flows

For the years ended December 31, 2021 & 2020

(Expressed in Thousand New Taiwan Dollars)

	2021	2020
Cash flows from operating activities:		
Net income (loss) before tax	\$ 161,071	\$ (54,114)
Adjustments to reconcile net income (loss) to net cash provided by operating activities:		
Depreciation	52,304	52,831
Amortization expense	137	139
Expected credit gains	2,799	(1,134)
Net income of financial assets at fair value through profit or loss	(36,542)	(19,951)
Finance costs	1,762	4,589
Interest income	(1,931)	(3,284)
Dividend income	-	(1,022)
Share of loss of associates and joint ventures	11,615	12,980
Loss on disposal of property, plant and equipment, net	5	47
Loss on disposal of investments	176	124
Changes in operating assets and liabilities:		
Decrease (increase) in :		
Mandatorily classified FVTPL	86,605	140,947
Notes receivable	(3,710)	2,390
Accounts receivable	(85,879)	(73,267)
Other receivables	(3,612)	918
Inventories	(100,542)	59,555
Prepayments	11,388	7,449
Other financial asset	(7)	(13)
Increase (decrease) in :		
Contract liability	5,456	(1,808)
Accounts payable	58,046	31,145
Other payables	15,117	12,580
Other current liabilities	150	32
Net defined benefit liabilities	(1,638)	(2,093)
Cash provided by operations	172,770	169,040
Interest received	2,192	4,229
Interest paid	(1,905)	(7,963)
Income tax paid	(3,925)	(835)
Net cash provided by operating activities	169,132	164,471

( Continued )

	2021	2020
Cash flows from investing activities:		
Proceeds from disposal of financial assets at fair value through other comprehensive income	20,804	-
Proceeds from Financial assets at amortized cost	74,652	23,303
Acquisition of investments accounted for under the equity method	-	(19,392)
Acquisition of property, plant and equipment	(46,966)	(37,008)
Proceeds from disposal of property, plant and equipment	-	43
Acquisition of intangible assets	(17)	(17)
Increase in other noncurrent assets	(218,381)	-
Decrease in other noncurrent assets	-	77
Dividend received	-	1,022
Net cash used in investing activities	<u>(169,908)</u>	<u>(31,972)</u>
Cash flows from financing activities		
Decrease in long-term loans	(45,045)	(66,610)
Increase in guarantee deposits received	108,180	977
Repayment of the principal portion of lease liabilities	(2,857)	(2,856)
Increase in non-controlling interests	(3,536)	(5,514)
Net cash provided by (used in) financing activities	<u>56,742</u>	<u>(74,003)</u>
Effect of exchange rate changes on cash and cash equivalents	<u>1,594</u>	<u>1,068</u>
Net increase in cash and cash equivalents	57,560	59,564
Cash and cash equivalents at beginning of period	<u>433,543</u>	<u>373,979</u>
Cash and cash equivalents at end of period	<u>\$ 491,103</u>	<u>\$ 433,543</u>

(Concluded)

The accompanying notes are integral part of consolidated financial statements.

## Princeton Technology Corp.

## FY2021 Statement of Deficit Compensation

Jan. 1 ~ Dec. 31, 2021

Item	Unit: NT\$
	Amount
Deficit yet to be compensated – beginning of year	(326,635,896)
The retained earnings adjustment for the year 2021 - the actuarial profit	3,051,501
Net gain of 2021	113,815,225
Changes in ownership interests in subsidiaries	(1,578,970)
Deficit yet to be compensated at the end of 2021	(211,348,140)

**Princeton Technology Corporation**  
**Procedures for Acquisition or Disposal Assets Before and After Revision**

Amendment Articles	Current Articles	Description
<p>Article 7</p> <p>When the company acquires or disposes of securities, it shall obtain the most recent financial statements of the subject company that have been audited, certified or reviewed by an accountant before the date of the fact as a reference for evaluating the transaction price. In addition, if the transaction amount exceeds 20% of the company's paid-in capital or NT\$300 million or more, an accountant should be contacted for an opinion on the reasonableness of the transaction price before the actual occurrence.</p> <p>However, this does not apply if the securities are publicly quoted in an active market or otherwise stipulated by the competent authority (Financial Regulatory Commission).</p>	<p>Article 7</p> <p>When the company acquires or disposes of securities, it shall obtain the most recent financial statements of the subject company that have been audited, certified or reviewed by an accountant before the date of the fact as a reference for evaluating the transaction price. In the following circumstances, and the transaction amount is more than 20% of the company's paid-in capital or NT\$300 million or more, an accountant should be contacted before the occurrence of the fact to express an opinion on the reasonableness of the transaction price. If the accountant needs to use an expert The report shall be handled in accordance with the Accounting Standards Bulletin No. 20 issued by the Accounting Research and Development Foundation of the Republic of China (hereinafter referred to as the Accounting Research and Development Foundation).</p> <ol style="list-style-type: none"> <li>1. Acquiring or disposing of securities that are not traded on a stock exchange or the business office of a securities firm.</li> <li>2. Acquiring or disposing of privately placed securities.</li> </ol> <p>However, this does not apply if the securities are publicly quoted in an active market or otherwise stipulated by the competent authority (Financial Regulatory Commission).</p>	<p>Cooperate with the competent authority to amend the provisions</p>
<p>Article 8</p> <p>3. The appraisal result of the professional appraiser is in any of the following situations, except that the appraisal result of the acquired assets is higher than the transaction amount, or the appraisal result of disposing of the assets is all lower than the transaction amount, the accountant should be consulted for the reasons for the</p>	<p>Article 8</p> <p>3. The appraisal result of the professional appraiser is in any of the following situations, except that the appraisal result of the acquired assets is higher than the transaction amount, or the appraisal result of the disposed assets is all lower than the transaction amount, the accountant should be consulted according to the accounting research and</p>	<p>Cooperate with the competent authority to amend the provisions</p>

Amendment Articles	Current Articles	Description
<p>difference and the transaction price. Admissibility expresses a specific opinion: The following is abbreviated</p>	<p>development foundation. Bulletin No. 20 of the Auditing Standards, and express specific opinions on the reason for the difference and the reasonableness of the transaction price: The following is abbreviated</p>	
<p>Article 9 If the company acquires or disposes of intangible assets or right-of-use assets or membership card transactions that amount to 20% of the company's paid-in capital or NT\$300 million or more, in addition to transactions with domestic government agencies, it shall Contact the accountant before the occurrence date to discuss the transaction price.</p>	<p>Article 9 If the company acquires or disposes of intangible assets or right-of-use assets or membership card transactions that amount to 20% of the company's paid-in capital or NT\$300 million or more, in addition to transactions with domestic government agencies, it shall Before the occurrence date, an accountant shall be contacted to express an opinion on the reasonableness of the transaction price, and the accountant shall act in accordance with the Bulletin of Auditing Standards No. 20 issued by the Accounting Research and Development Foundation.</p>	<p>Cooperate with the competent authority to amend the provisions</p>
<p>Article 12 When issuing valuation reports or opinions, the personnel referred to in the preceding paragraph shall comply with the self-discipline regulations of their respective trade associations and the following matters: 1. Before accepting a case, they should carefully evaluate their professional ability, practical experience and independence. 2. When executing a case, it should properly plan and implement the appropriate operating procedures to form a conclusion and issue a report or opinion based on it; and publish the executed procedures, collected data and conclusions in the case working papers in detail. 3. Regarding the sources of data, parameters and information used, the suitability and rationality shall be evaluated item by item, as the basis for issuing appraisal reports or opinions. 4. The matters declared shall include the professionalism and independence of the relevant</p>	<p>Article 12 When issuing a valuation report or opinion, the person referred to in the preceding paragraph shall handle the following matters: 1. Before accepting a case, they should carefully evaluate their professional ability, practical experience and independence. 2. When checking a case, it should properly plan and implement the appropriate operating procedures to form a conclusion and issue a report or opinion letter accordingly; and publish the detailed procedures, collected data and conclusions in the case working paper. 3. Regarding the sources of data, parameters and information used, the completeness, correctness and rationality of each item shall be evaluated as the basis for issuing the appraisal report or opinion letter. 4. The matters declared shall include the professionalism and independence of the relevant personnel, the information that has</p>	<p>Cooperate with the competent authority to amend the provisions</p>

Amendment Articles	Current Articles	Description
<p>personnel, the information that has been assessed to be appropriate and reasonable, and the compliance with relevant laws and regulations.</p>	<p>been assessed to be reasonable and correct, and the compliance with relevant laws and regulations.</p>	
<p>Article 13 The company acquires or disposes of real estate or its right-of-use assets from a related party, or acquires or disposes of real estate or other assets other than its right-of-use assets from a related party, and the transaction amount reaches 20% of the company's paid-in capital and 100% of its total assets. 10% or more than NT\$300 million, in addition to buying and selling domestic public bonds, bonds with repurchase and sell-back conditions, and subscribing for or buying back money market funds issued by domestic securities investment trust enterprises, the following materials shall be audited After more than one-half of all members of the committee agree and submit the resolution of the board of directors for approval, the transaction contract may be signed and payment made: One, ~ seven, omitted. The company and its parent, subsidiary, or its subsidiary directly or indirectly holding 100% of the issued shares or total capital are engaged in the following transactions. The most recent board ratification: (1) Acquiring or disposing of equipment for business use or its right-to-use assets. (2) Acquiring or disposing of real estate use rights assets for business use. According to Paragraph 1, when submitting to the board of directors for discussion, the opinions of each independent director shall be fully considered, and any dissenting opinions or reservations of independent directors shall be stated in the minutes of the board meeting. The first provisions shall be approved</p>	<p>Article 13 The company acquires or disposes of real estate or its right-of-use assets from a related party, or acquires or disposes of real estate or other assets other than its right-of-use assets from a related party, and the transaction amount reaches 20% of the company's paid-in capital and 100% of its total assets. 10% or more than NT\$300 million, in addition to buying and selling domestic government bonds, bonds with repurchase and sell-back conditions, and purchasing or buying back money market funds issued by domestic securities investment trust enterprises, the following information shall be audited The committee agrees and submits the resolution of the board of directors before signing the transaction contract and making the payment: One, ~ seven, omitted. The calculation of the transaction amount in the preceding paragraph shall be handled in accordance with the provisions of Paragraph 2 of Article 22, and the term within one year shall be based on the date of the actual occurrence of the transaction, and shall be retrospectively calculated for one year in accordance with the provisions of this handling procedure. With the approval of the Audit Committee and a resolution passed by the Board of Directors, the part will be exempted from re-accounting. The Company and its parent, subsidiary, or subsidiary directly or indirectly holding 100% of the issued shares or total capital are engaged in the following transactions (1) acquisition or disposal of equipment or right-of-use assets for business use, (2)</p>	<p>Cooperate with the competent authority to amend the provisions</p>

Amendment Articles	Current Articles	Description
<p>by more than half of all members of the audit committee, and a resolution of the board of directors shall be submitted, and the provisions of Article 27 Items 4 and 5 shall apply mutatis mutandis.</p> <p>If the company or its subsidiaries that are not domestic public offering companies have the first transaction and the transaction amount is more than 10% of the total assets of the public offering company, the public offering company shall submit the documents listed in the first paragraph to the shareholders' meeting for approval. After that, the transaction contract can be signed and payment can be made. However, the transaction between the publicly offered company and its parent company, subsidiaries, or its subsidiaries is not subject to this limitation.</p> <p>The calculation of the transaction amount in Paragraph 1 and the preceding Paragraph shall be carried out in accordance with the provisions of Paragraph 2 of Article 22.</p> <p>Within one year, it is based on the date of the actual occurrence of this transaction, and it is retrospectively calculated for one year. It has been approved by more than half of all the members of the audit committee in accordance with the provisions of this handling procedure, and a resolution of the board of directors and the approval of the shareholders' meeting have been partially exempted. count again.</p>	<p>acquisition or Dispose of real estate right-to-use assets for business use.</p> <p>The board of directors may authorize the chairman of the board to make decisions within a certain amount, and then report to the latest board of directors for ratification.</p> <p>The opinions of the independent directors shall be fully considered during the discussion of the board of directors. Any dissenting opinions or reservations of the independent directors shall be stated in the minutes of the board of directors.</p>	
<p>Article 22</p> <p>7. Assets transactions other than the preceding six subparagraphs, financial institutions disposing of creditor's rights, or investment in the mainland area, and the transaction amount is 20% of the company's paid-in capital or NT\$300 million or more. However, the following circumstances are not limited to this:</p>	<p>Article 22</p> <p>7. Assets transactions other than the preceding six subparagraphs, financial institutions disposing of creditor's rights, or investment in the mainland area, and the transaction amount is 20% of the company's paid-in capital or NT\$300 million or more. However, the following circumstances are not limited to this:</p>	<p>Cooperate with the competent authority to amend the provisions</p>

Amendment Articles	Current Articles	Description
<p>(1) Buying and selling domestic public bonds or foreign public bonds with a credit rating not lower than my country's sovereign rating.</p> <p>(2) For those who specialize in investment, the trading of securities on stock exchanges or the business offices of securities firms, or the subscription of foreign public bonds in the primary market or the common corporate bonds raised and issued, and common financial bonds (excluding subordinated shares) that do not involve equity (excluding subordinated shares) Sequence bonds), or subscribe for or buy back securities investment trust funds or futures trust funds, or subscribe for or sell back index investment securities, or securities dealers act as counselors for emerging companies for underwriting business needs and recommend securities dealers according to the securities counter of the Republic of China Negotiable securities that are required to be subscribed by the trading center.</p> <p>The following is abbreviated</p>	<p>(1) Buying and selling domestic public bonds.</p> <p>(2) Those who specialize in investment work on the stock exchange or the business premises of a securities firm</p> <p>The sale and purchase of securities, or the subscription, offering, and issuance in the primary market ordinary corporate bonds and ordinary financial bonds that do not involve equity (excluding subordinated bonds), or subscribe or buy back securities investment trust funds, or Futures trust funds, or securities dealers, due to the needs of the underwriting business, Counter company counseling and recommending securities dealers according to the securities counter of the Republic of China as a consortium legal person Securities to be subscribed by the Taiwan Trading Center.</p> <p>The following is abbreviated</p>	
<p>Article 27</p> <p>This procedure shall be approved by the Audit Committee and approved by the Board of Directors, and shall be submitted to the shareholders' meeting for approval, and the same shall apply to amendments. If a director expresses an objection and there is a record or written statement, the company shall submit the director's objection to the audit committee and submit it to the shareholders' meeting for discussion, and the same is true for amendments. The opinions of the independent directors shall be fully considered during the discussion of the board of directors. Any dissenting opinions or reservations of the independent directors shall be stated in the minutes</p>	<p>Article 27</p> <p>This procedure shall be approved by the Audit Committee and approved by the Board of Directors, and shall be submitted to the shareholders' meeting for approval, and the same shall apply to amendments. If a director expresses an objection and there is a record or written statement, the company shall submit the director's objection to the audit committee and submit it to the shareholders' meeting for discussion, and the same is true for amendments. The opinions of the independent directors shall be fully considered during the discussion of the board of directors. Any dissenting opinions or reservations of the independent directors shall be stated in the minutes</p>	<p>Cooperate with the competent authority to amend the provisions</p>

Amendment Articles	Current Articles	Description
<p>of the board of directors.  The company's formulation or revision of the procedures for the acquisition or disposal of assets shall be approved by more than half of all members of the audit committee, and a resolution shall be submitted to the board of directors.  If the preceding paragraph has not been approved by more than one-half of all the members of the Audit Committee, it may be implemented with the consent of more than two-thirds of all the directors, and the resolutions of the Audit Committee shall be recorded in the minutes of the board of directors.  All members of the Audit Committee referred to in Paragraph 3 and all directors referred to in the preceding Paragraph shall be counted on the basis of the actual incumbents.</p>	<p>of the board of directors.</p>	
<p>Article 28  This procedure is set on June 6, 2003 in accordance with the decree promulgated by the Securities and Futures Commission on 2002.12.10.  The dates of the first to seventh revisions are not listed briefly.  The eighth revision was made on June 16, 2022.</p>	<p>Article 28  This procedure is set on June 6, 2003 in accordance with the decree promulgated by the Securities and Futures Commission on 2002.12.10.  The dates of the first to seventh revisions are not listed briefly.</p>	<p>In line with this updated clause, the clauses are adjusted</p>

**Princeton Technology Corp.**  
**Articles of Incorporation Before and After Revision**

Amendment Articles	Current Articles	Description
<p>Article 8-1</p> <p>When the company's shareholders' meeting is held, it can be held by video conference or other methods announced by the Ministry of Economic Affairs.</p>		<p>Added to this article</p>
<p>Article 27:</p> <p>These Article of Incorporation were drawn up on April 29, 1986 and underwent the first amendment on December 22, 1986;</p> <p>.....</p> <p>twenty-seventh amendment on June 14, 2017.</p> <p>twenty-eighth amendment on June 16, 2022.</p>	<p>Article 27:</p> <p>These Article of Incorporation were drawn up on April 29, 1986 and underwent the first amendment on December 22, 1986;</p> <p>.....</p> <p>twenty-seventh amendment on June 14, 2017.</p>	<p>Adjust articles and add more amendment dates.</p>

**Princeton Technology Corp**  
**Rules and Procedures of Shareholders Meeting Before and After Amendment**

Amendment Articles	Current Articles	Description
<p>Article 2</p> <p>Unless otherwise stipulated by laws and regulations, the shareholders' meeting of the company shall be convened by the board of directors.</p> <p>Changes to the method of convening the shareholders' meeting of the Company shall be subject to a resolution of the board of directors, and shall be made no later than before the notice of the shareholders' meeting is dispatched.</p> <p>The company shall, 30 days before the ordinary shareholders' meeting or 15 days before the extraordinary shareholders' meeting, submit the notice of the shareholders' meeting, the proxy paper, the relevant approvals, discussion proposals, election or dismissal of directors, supervisors, etc.</p> <p>The case and explanatory data are made into electronic files and sent to the Public Information Observatory.</p> <p>Twenty-one days before the ordinary shareholders' meeting or fifteen days before the extraordinary shareholders' meeting, the shareholders' meeting procedure manual and supplementary materials of the meeting shall be prepared as electronic files and sent to the public information observatory.</p> <p>However, if the company's paid-in capital at the end of the most recent fiscal year is NT\$10 billion or more, or the company holds an ordinary meeting of shareholders in the most recent fiscal year, and the total shareholding ratio of foreign and mainland capital recorded in the shareholder register is more than 30%. , the transmission of the pre-opened electronic files shall be completed 30 days before the ordinary shareholders' meeting. Fifteen days before the shareholders' meeting, prepare the current shareholders' meeting procedure manual and meeting supplementary materials for</p>	<p>Article 2</p> <p>Shareholders who hold more than 1% of the total issued shares may submit a written proposal to the company for the general meeting of shareholders.</p> <p>However, it is limited to one item, and any proposal with more than one item will not be included in the proposal. In addition, the proposal proposed by the shareholders falls under any of the circumstances of Subparagraph 4 of Article 172-1 of the Company Law, and the board of directors may not list it as a proposal.</p> <p>The company shall announce the acceptance of shareholders' proposals, the place of acceptance, and the acceptance period before the date of the suspension of stock transfer before the general meeting of shareholders; the acceptance period shall not be less than ten days. Proposals proposed by shareholders shall be limited to 300 words, and those exceeding 300 words shall not be included in the proposal; the proposing shareholders shall attend the general meeting of shareholders in person or by proxy, and participate in the discussion of the proposal.</p> <p>The company shall notify the proposing shareholders of the handling results before the notice of convening the shareholders meeting, and list the resolutions in compliance with the provisions of this article in the meeting notice. For shareholder proposals that are not included in the resolutions, the reasons for not being included shall be recorded in the shareholders' meeting procedure manual.</p>	<p>Cooperate with the competent authority to amend the provisions</p>

Amendment Articles	Current Articles	Description
<p>shareholders to request at any time, and display them in the company and the professional stock agency agency appointed by the company.</p> <p>The procedure manual and meeting supplementary materials mentioned in the preceding paragraph shall be provided to shareholders for reference by the Company on the day of the shareholders' meeting in the following ways:</p> <ol style="list-style-type: none"> <li>1. When a physical shareholders meeting is held, it shall be distributed on the spot of the shareholders meeting.</li> <li>2. When convening a video-assisted shareholders meeting, it shall be distributed on the spot of the shareholders' meeting and sent to the video conference platform as an electronic file.</li> <li>3. When holding a video conference of shareholders, the electronic file shall be transmitted to the video conference platform.</li> </ol> <p>The notice and announcement shall specify the reason for the convening; if the notice is approved by the counterparty, it may be done electronically.</p> <p>Election or dismissal of directors, supervisors, changes to articles of association, capital reduction, application for cessation of public offering, directors' non-compete license, capital increase from surplus, capital increase from public reserves, company dissolution, merger, division, or Article 185 of the Company Law Matters in each subparagraph, Articles 26-1 and 43-6 of the Securities and Exchange Act, and Articles 56-1 and 60-2 of the Issuer's Handling Standards for Offering and Issuing Securities , it shall list and explain its main contents in the convening reasons, and shall not be proposed as an interim motion</p> <p>.</p> <p>The reasons for convening the general meeting of shareholders have stated the</p>		

Amendment Articles	Current Articles	Description
<p>general re-election of directors and the date of their inauguration. After the re-election of the shareholders' meeting is completed, the same meeting shall not change the date of their inauguration by temporary motions or other means.</p> <p>Shareholders who hold more than 1% of the total issued shares may submit a written proposal to the company for the general meeting of shareholders.</p> <p>However, it is limited to one item, and any proposal with more than one item will not be included in the proposal. In addition, the proposal proposed by the shareholders falls under any of the circumstances of Subparagraph 4 of Article 172-1 of the Company Law, and the board of directors may not list it as a proposal. Shareholders may put forward proposals to urge the company to promote public interests or fulfill its social responsibilities. The procedure shall be limited to one proposal in accordance with the relevant provisions of Article 172-1 of the Company Law.</p> <p>If there are more than one proposal, all Not included in the bill.</p> <p>The company shall announce the acceptance of shareholders' proposals, the method of acceptance in writing or electronically, the place of acceptance and the acceptance period prior to the day before the holding of the ordinary shareholders' meeting, and the acceptance period shall not be less than ten days. Proposals proposed by shareholders shall be limited to 300 words, and those exceeding 300 words shall not be included in the proposal; the proposing shareholders shall attend the general meeting of shareholders in person or by proxy, and participate in the discussion of the proposal.</p> <p>The company shall notify the proposing shareholders of the handling results before the notice of convening the shareholders meeting, and list the resolutions in compliance with the provisions of this article in the meeting</p>		

Amendment Articles	Current Articles	Description
<p>notice. For shareholder proposals that are not included in the resolutions, the reasons for not being included shall be recorded in the shareholders' meeting procedure manual.</p>		
<p>Article 3 Shareholders may, at each shareholders' meeting, issue a power of attorney issued by the company, specifying the scope of authorization, and appoint a proxy to attend the shareholders' meeting. A shareholder shall issue a power of attorney, and only one person shall be entrusted, which shall be delivered to the company five days before the shareholders' meeting. However, it is not limited to those who declare to revoke the previous entrustment. After the proxy letter is delivered to the company, shareholders who wish to attend the shareholders' meeting in person or exercise their voting rights in writing or electronically shall notify the company in writing of the revocation of the proxy at least two days before the shareholders' meeting; The voting rights exercised by the proxy shall prevail. After the power of attorney is delivered to the company, shareholders who wish to attend the shareholders' meeting by video conferencing shall notify the company in writing of the revocation of the proxy two days before the shareholders' meeting.</p>	<p>Article 3 Shareholders may, at each shareholders' meeting, issue a power of attorney issued by the company, specifying the scope of authorization, and appoint a proxy to attend the shareholders' meeting. One shareholder shall issue one power of attorney, and only one person shall be entrusted. If there are duplicate powers of attorney, the one that is served first shall prevail. However, it is not limited to those who declare to revoke the previous entrustment. After the power of attorney is delivered to the company, shareholders who wish to attend the shareholders' meeting in person shall notify the company in writing of the revocation of the proxy at least two days before the shareholders' meeting.</p>	<p>Cooperate with the competent authority to amend the provisions</p>
<p>Article 4 The company shall state in the meeting notice the time and place of the registration of the accepting shareholders, solicitors, and entrusted agents (hereinafter referred to as shareholders), and other matters that should be noted. The time for accepting shareholders' registration in the preceding paragraph shall be made at least 30 minutes before the start of the meeting; the registration office shall be clearly marked, and appropriate and competent personnel</p>	<p>Article 4 The attending shareholders (or proxies) sign in on the signature book, or the attending shareholders (or proxies) hand in their sign-in cards to sign in on their behalf. The number of shares attended is calculated based on the signature book or the handed in the sign-in card.</p>	<p>Cooperate with the competent authority to amend the provisions</p>

Amendment Articles	Current Articles	Description
<p>shall be assigned to handle it; the video conference of the shareholders' meeting shall be held 30 minutes before the start of the meeting by video-conference of the shareholders' meeting The meeting platform accepts registration, and shareholders who complete the registration are deemed to have attended the shareholders meeting in person.</p> <p>Shareholders should present the attendance certificate, attendance card or other attendance certificate to attend the shareholders meeting. The company shall not arbitrarily add other certification documents to the certification documents relied on by shareholders to attend; the applicant who is soliciting the power of attorney should bring identification documents. , for verification.</p> <p>The company shall set up a signature book for the attending shareholders to sign in, or the attending shareholders shall hand in the sign-in card to sign in on their behalf.</p> <p>The company shall deliver the procedure manual, annual report, attendance certificate, speech slips, votes and other meeting materials to shareholders present at the shareholders' meeting. If there is an election of directors and supervisors, an additional ballot shall be attached.</p> <p>When the government or legal person is a shareholder, the number of representatives attending the shareholders' meeting is not limited to one. When a legal person is entrusted to attend the shareholders' meeting, only one representative may be appointed to attend the meeting.</p> <p>If the shareholders' meeting is held by video conference, shareholders who wish to attend by video conference should register with the company two days before the shareholders' meeting. If the shareholders' meeting is held by video conference, the company shall</p>		

Amendment Articles	Current Articles	Description
<p>upload the procedure manual, annual report and other relevant materials to the video conference platform of the shareholders' meeting at least 30 minutes before the start of the meeting, and continue to disclose it until the end of the meeting.</p>		
<p>Article 5 When the company holds a video conference of the shareholders' meeting, the following matters shall be stated in the notice of convening the shareholders' meeting:</p> <ol style="list-style-type: none"> <li>1. Shareholders' participation in video conferences and methods for exercising their rights.</li> <li>2. The handling of obstacles to the video conference platform or participation in video conferences due to natural disasters, incidents or other force majeure events, including at least the following: <ol style="list-style-type: none"> <li>(1) The time for the meeting to be adjourned or re-adjourned due to the continued failure of the pre-occurrence obstacle, and the date of the meeting if it is to be adjourned or re-adjourned.</li> <li>(2) Shareholders who have not registered to participate in the original shareholders' meeting by video conferencing shall not participate in the extension or renewal meeting.</li> <li>(3) To hold a video-assisted shareholders meeting, if it is not possible to continue the video conference, after deducting the number of shares attending the shareholders meeting by video, and the total number of shares attending the shareholders meeting reaches the statutory quota for the shareholders meeting, the shareholders meeting should continue and participate by video. Shareholders, whose number of shares present shall be included in the total number of shares attended by shareholders, shall be deemed to abstain from voting on all the resolutions of the shareholders' meeting.</li> </ol> </li> </ol>	<p>Article 5 Attendance and voting at the shareholders' meeting shall be calculated on the basis of shares.</p>	<p>Cooperate with the competent authority to amend the provisions</p>

Amendment Articles	Current Articles	Description
<p>(4) In the event that all the motions have been announced, but no provisional motion has been made, the handling method.</p> <p>3. To convene a video conference of shareholders, and to specify appropriate alternatives to shareholders who have difficulty participating in shareholders by video.</p>		
<p>Article 6</p> <p>The company's shareholders' meeting shall be held in the county or city where the head office is located or in a place that is convenient for shareholders to attend and is suitable for holding the shareholders' meeting. The meeting shall start no earlier than 9:00 a.m. or later than 3:00 p.m. , the opinions of independent directors shall be fully considered.</p> <p>When the company convenes a video-conference shareholders meeting, it is not subject to the restriction on the venue of the preceding paragraph.</p>	<p>Article 6</p> <p>The company's shareholders' meeting shall be held in the county or city where the head office is located or in a place that is convenient for shareholders to attend and suitable for the shareholders' meeting. The meeting shall not start earlier than 9:00 a.m. or later than 3:00 p.m.</p>	<p>Cooperate with the competent authority to amend the provisions</p>
<p>Article 7</p> <p>If the shareholders' meeting is convened by the board of directors, the chairman of the board of directors shall serve as the chairman; if the chairman of the board of directors requests leave or is unable to exercise his powers for some reason, the vice-chairman shall act on his behalf; there is no vice-chairman or the vice-chairman also asks for leave or cannot exercise his powers for any reason. At the time, the chairman of the board shall designate a managing director to act as his agent; if there is no managing director, a director shall be appointed to act as his agent; if the chairman of the board of directors does not designate an agent, the managing director or one of the directors shall act as his agent.</p> <p>The chairman of the preceding paragraph shall be a managing director or a director who has served for more than six months and who has an understanding of the company's</p>	<p>Article 7</p> <p>If the shareholders' meeting is convened by the board of directors, the chairman of the board of directors shall serve as the chairman; if the chairman of the board of directors requests leave or is unable to exercise his power for any reason, the vice-chairman shall act on his behalf; there is no vice-chairman or the vice-chairman also asks for leave or cannot exercise his power for any reason. At the time, the chairman of the board shall designate a managing director to act as his agent; if there is no managing director, a director shall be appointed to act as his agent; if the chairman of the board of directors does not designate an agent, the managing director or one of the directors shall act as his agent.</p> <p>If the shareholders meeting is convened by a person with the right to convene other than the board of directors, the chairman of the meeting shall be the person with the right to convene.</p>	<p>Cooperate with the competent authority to amend the provisions</p>

Amendment Articles	Current Articles	Description
<p>financial and business conditions. The same applies if the chairman is the representative of the corporate directors.</p> <p>The chairman of the board of directors should preside over the shareholders' meeting convened by the board of directors in person, and more than half of the directors of the board of directors, at least one supervisor, and at least one representative of various functional committee members should be present in person, and the attendance should be recorded in the shareholders' meeting. .</p> <p>If the shareholders meeting is convened by a person with the right to convene other than the board of directors, the chairman of the meeting shall be the person with the right to convene.</p>		
<p>Article 8</p> <p>The company may designate appointed lawyers, accountants or relevant personnel to attend the shareholders' meeting as nonvoting delegates.</p>	<p>Article 8</p> <p>The company may designate appointed lawyers, accountants or relevant personnel to attend the shareholders' meeting as nonvoting delegates. The meeting personnel handling the shareholders' meeting shall wear identification cards or armbands.</p>	<p>Cooperate with the competent authority to amend the provisions</p>
<p>Article 9</p> <p>The company shall make continuous and uninterrupted audio and video recordings of the shareholders' registration process, the meeting process, and the voting counting process from the time of acceptance of the shareholders' registration, and keep them for at least one year. However, if a shareholder files a lawsuit in accordance with Article 189 of the Company Law, it shall be kept until the lawsuit is concluded.</p> <p>If the shareholders' meeting is held by video conference, the company shall record and preserve the shareholders' registration, registration, registration, questioning, voting and company vote counting results, etc., and make continuous and uninterrupted audio and video recording of the entire video</p>	<p>Article 9</p> <p>The company shall record or videotape the entire process of the shareholders' meeting and keep it for at least one year. However, if a shareholder files a lawsuit in accordance with Article 189 of the Company Law, it shall be kept until the lawsuit is concluded.</p>	<p>Cooperate with the competent authority to amend the provisions</p>

Amendment Articles	Current Articles	Description
<p>conference.</p> <p>The above-mentioned materials and audio and video recordings shall be properly preserved by the company during the period of existence, and the audio and video recordings shall be provided to those who are entrusted to handle the video conference affairs for preservation.</p> <p>If the shareholders' meeting is held by video conference, the company should record and record the background operation interface of the video conference platform.</p>		
<p>Article 10</p> <p>Attendance at the shareholders' meeting shall be calculated on the basis of shares. The number of shares attended is calculated by adding the number of shares registered in the signature book or the paid-in sign-in card and the video conferencing platform, plus the number of shares exercising voting rights in writing or electronically.</p> <p>When the meeting time has expired, the chairman shall announce the meeting and announce the number of non-voting rights and the number of shares present at the same time.</p> <p>However, when shareholders representing more than half of the total number of issued shares are not present, the chairman may announce the postponement of the meeting. The number of postponements shall be limited to two times, and the total postponement time shall not exceed one hour. If there are not enough shareholders representing more than one-third of the total number of issued shares to attend after two delays, the chairman will announce the adjournment of the meeting; if the shareholders' meeting is held by video conference, the company shall also announce the adjourned meeting on the video conference platform of the shareholders' meeting.</p> <p>If the number of shareholders who</p>	<p>Article 10</p> <p>When the meeting time has expired, the chairman shall announce the meeting, However, if shareholders (or proxies) representing more than half of the total number of issued shares are not present, the chairman may announce the postponement of the meeting. The number of postponements shall be limited to two times, and the total postponement time shall not exceed one hour. If there are not enough shareholders representing more than one third of the total number of issued shares to attend after the second delay, the chairman will announce the adjournment of the meeting.</p> <p>If the number of shareholders (or proxies) representing more than one-third of the total number of issued shares is present, the resolution may be deemed false in accordance with the provisions of Paragraph 1 of Article 175 of the Company Law, and the Notify the shareholders of the false resolution and convene the shareholders' meeting within one month. Before the end of the current meeting, if the number of shares represented by shareholders (or proxies) present reaches more than half of the total number of issued shares, the chairman may rescind the false resolution made in accordance with Article 174 of the Company Law. submitted to the General Assembly for a</p>	<p>Cooperate with the competent authority to amend the provisions</p>

Amendment Articles	Current Articles	Description
<p>represent more than one-third of the total number of issued shares is present after the second delay in the preceding paragraph, a false resolution may be made in accordance with Paragraph 1 of Article 175 of the Company Law, and the false resolution shall be notified to each party. Shareholders shall convene the shareholders meeting again within one month; if the shareholders meeting is held by video conference, shareholders who wish to attend by video conference shall re-register with the company in accordance with Article 4. Before the end of the current meeting, if the number of shares represented by shareholders present reaches more than half of the total number of issued shares, the chairman may re-submit the false resolution to the general meeting for voting in accordance with Article 174 of the Company Law.</p>	<p>vote.</p>	
<p>Article 11 If the shareholders' meeting is convened by the board of directors, the agenda shall be determined by the board of directors, and relevant proposals (including interim motions and amendments to original proposals) shall be voted on a case-by-case basis. . If the shareholders meeting is convened by a person other than the board of directors who has the right to convene, the provisions of the preceding paragraph shall apply mutatis mutandis. Before the agenda (including provisional motions) scheduled in the preceding two paragraphs has been concluded, the chairman shall not declare the meeting adjourned without a resolution. If the chairman violates the rules of procedure and announces the adjournment of the meeting, other members of the board of directors shall promptly assist the shareholders present in accordance with the legal procedures, so that more than half of the voting rights of the shareholders present agree</p>	<p>Article 11 If the shareholders' meeting is convened by the board of directors, the agenda shall be determined by the board of directors, and the meeting shall be held in accordance with the scheduled agenda, and shall not be changed without a resolution of the shareholders' meeting. If the shareholders meeting is convened by a person other than the board of directors who has the right to convene, the provisions of the preceding paragraph shall apply mutatis mutandis. Before the agenda (including provisional motions) scheduled in the preceding two paragraphs has been concluded, the chairman shall not declare the meeting adjourned without a resolution. After the meeting is adjourned, shareholders shall not elect another chairman to hold the meeting at the original location or find another venue; however, if the chairman violates the rules of procedure and announces the adjournment of the meeting, more than half of the voting</p>	<p>Cooperate with the competent authority to amend the provisions</p>

Amendment Articles	Current Articles	Description
<p>to nominate a person to be the chairman and continue the meeting. The chairman shall give sufficient explanations and opportunities for discussion on the proposal and the amendment or interim motion proposed by the shareholders. When he deems that the resolution has reached the level of voting, he may announce that the discussion has been suspended, put forward for voting, and arrange a suitable time for voting.</p>	<p>rights of the shareholders present may agree to nominate a person to serve as the chairman to continue the meeting.</p>	
<p>Article 12 Before attending shareholders' speeches, they must fill in a speech slip stating the gist of the speech, the shareholder's account number (or attendance certificate number) and account name, and the chairman will determine the order of their speeches. The shareholders present who only put forward a statement without speaking are deemed to have not spoken. If the content of the speech is inconsistent with the record of the speech, the content of the speech shall prevail. When a shareholder is present to speak, other shareholders shall not interfere with their speech unless they have obtained the consent of the chairman and the speaking shareholder, and the chairman shall stop the violation.</p>	<p>Article 12 Before attending shareholders (or proxies) to speak, they must first fill in a speech note stating the gist of the speech, shareholder account number (or attendance certificate number) and account name, and the chairman will determine the order of their speeches. Attending shareholders (or proxies) who only put forward a statement without speaking are deemed to have not spoken. If the content of the speech is inconsistent with the record of the speech, the content of the speech shall prevail. When shareholders (or proxies) are present to speak, other shareholders shall not interfere with their speech unless they have obtained the consent of the chairman and the speaking shareholders, and the chairman shall stop the violation.</p>	<p>Cooperate with the competent authority to amend the provisions</p>
<p>Article 13 Each shareholder's speech on the same proposal shall not exceed two times without the consent of the chairman, and each time shall not exceed five minutes. If a shareholder's speech violates the provisions of the preceding paragraph or exceeds the scope of the agenda, the chairman may stop him from speaking.</p>	<p>Article 13 Each shareholder (or proxy) speaking on the same proposal shall not speak more than two times without the consent of the chairman, and each time shall not exceed five minutes. If a shareholder's speech violates the provisions of the preceding paragraph or exceeds the scope of the agenda, the chairman may stop him from speaking.</p>	<p>Cooperate with the competent authority to amend the provisions</p>
<p>Article 14 When a legal person shareholder appoints two or more representatives to attend the shareholders' meeting, only one person may speak on the same proposal.</p>	<p>Article 14 When the government or legal person is a shareholder, the number of representatives attending the shareholders' meeting is not limited to one. When a legal person is entrusted to</p>	<p>Cooperate with the competent authority to amend the provisions</p>

Amendment Articles	Current Articles	Description
	attend the shareholders' meeting, the legal person may only appoint one representative to attend the meeting. When a legal person shareholder appoints two or more representatives to attend the shareholders' meeting, only one person may speak on the same proposal.	
<p>Article 15 After attending shareholders' speeches, the chairman may reply in person or designate relevant personnel. If the shareholders meeting is held by video conference, the shareholders participating by video conference may ask questions in text form on the video conference platform of the shareholders meeting after the chairman announces the meeting and before the announcement of the adjournment of the meeting. Items 1 to 5 do not apply to the limit of 200 characters. If the question mentioned in the preceding paragraph does not violate the regulations or does not exceed the scope of the proposal, it is advisable to expose the question on the video conference platform of the shareholders' meeting for public knowledge.</p>	<p>Article 15 After attending shareholders' speeches, the chairman may reply in person or designate relevant personnel.</p>	<p>Cooperate with the competent authority to amend the provisions</p>
<p>Article 16 The number of shares acquired by the solicitor, the number of shares represented by the proxy, and the number of shares attended by shareholders in writing or electronically, the company shall, on the day of the shareholders' meeting, prepare a statistical table in the prescribed format, and make it clear at the shareholders' meeting venue. If the shareholders' meeting is held by video conference, the company shall upload the aforementioned information to the video conference platform of the shareholders' meeting at least 30 minutes before the start of the meeting, and continue to disclose it until the end of the meeting. The company holds a video conference</p>	<p>Article 16 When the chairman considers that the discussion of the proposal has reached the level of voting, he may announce that the discussion will be stopped and put it for voting.</p>	<p>Cooperate with the competent authority to amend the provisions</p>

Amendment Articles	Current Articles	Description
<p>of the shareholders' meeting. When announcing the meeting, the total number of shareholders' shares present shall be disclosed on the video conference platform. The same shall apply if the total number of shares and voting rights of the shareholders attending the meeting are otherwise counted during the meeting.</p> <p>If the resolutions of the shareholders' meeting are material information stipulated by laws and regulations or the Taiwan Stock Exchange Corporation (the Taiwan Stock Exchange Securities Trading Center), the company shall transmit the content to the public information observatory within the specified time.</p>		
<p>Article 17 The scrutineer and vote counting staff for voting on the resolution shall be appointed by the chairman, but the scrutineer shall have the identity of a shareholder. Counting of votes for votes or election proposals at the shareholders' meeting shall be done publicly at the shareholders' meeting, and after the votes are counted, the voting results shall be announced on the spot, including the counted weights, and records shall be made.</p> <p>The company convened a video conference of the shareholders' meeting. Shareholders who participated by video should conduct voting on various resolutions and voting on election proposals through the video conference platform after the chairman announces the meeting. The voting should be completed before the chairman announces the close of voting. deemed a waiver.</p> <p>If the shareholders meeting is held by video conference, after the chairman announces the close of voting, the votes shall be counted at one time, and the voting and election results shall be announced.</p> <p>When the company holds a video-</p>	<p>Article 17 The scrutineer and vote counting staff for voting on the resolution shall be appointed by the chairman, but the scrutineer shall have the identity of a shareholder. Counting of votes shall be made publicly at the shareholders meeting, and the results of voting shall be reported on the spot and recorded.</p>	<p>Cooperate with the competent authority to amend the provisions</p>

Amendment Articles	Current Articles	Description
<p>assisted shareholders meeting, shareholders who have registered to attend the shareholders' meeting by video-conference in accordance with the provisions of Article 6, who wish to attend the physical shareholders' meeting in person, shall cancel the registration in the same manner as the registration two days before the shareholders' meeting; Those who cancel within the time limit can only attend the shareholders' meeting by video conferencing.</p> <p>Those who exercise their voting rights in writing or electronically without revoking their intentions and participate in the shareholders' meeting by video conferencing shall not exercise their voting rights on the original proposal or propose amendments to the original proposal or exercise the voting rights for amendments to the original proposal, except for temporary motions.</p>		
<p>Article 18</p> <p>During the meeting, the chairman may announce a break at his discretion. In the event of force majeure, the chairman may decide to suspend the meeting temporarily, and announce the meeting time as appropriate. Before the end of the meeting, if the venue for the meeting cannot continue to be used, the shareholders meeting may decide to find another venue to continue the meeting. The shareholders meeting may, in accordance with Article 182 of the Company Law, decide to postpone or renew the meeting within five days.</p>	<p>Article 18</p> <p>During the meeting, the chairman may decide a time to announce a break. In the event of force majeure, the chairman may decide to suspend the meeting temporarily and announce the time to resume the meeting as the case may be, or the shareholders meeting may decide to find another venue to continue the meeting. The shareholders meeting may, in accordance with Article 182 of the Company Law, decide to postpone or renew the meeting within five days.</p>	<p>Cooperate with the competent authority to amend the provisions</p>
<p>Article 20</p> <p>Shareholders have one vote per share; however, those who are restricted or have no voting rights listed in Paragraph 2 of Article 179 of the Company Law are not subject to this limitation.</p> <p>When the company convenes a shareholders' meeting, it shall use electronic means and may exercise its voting rights in writing; when it exercises its voting rights in writing or</p>	<p>Article 20</p> <p>Shareholders have one vote per share, except those who are restricted or have no voting rights as listed in Article 157(3) and Article 179(2) of the Company Law.</p>	<p>Cooperate with the competent authority to amend the provisions</p>

Amendment Articles	Current Articles	Description
<p>electronically, its exercise method shall be specified in the notice of convening the shareholders' meeting. Shareholders who exercise their 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 at the shareholders' meeting shall be regarded as an abstention. Therefore, the Company should refrain from putting forward the provisional motion and the amendment to the original proposal.</p> <p>In the case of exercising voting rights in writing or electronically in the preceding paragraph, the statement of intent shall be delivered to the company two days before the shareholders' meeting. However, those who express their intentions before the declaration of revocation are not subject to this limitation.</p> <p>After shareholders exercise their voting rights in writing or electronically, if they wish to attend the shareholders' meeting in person or by video, they shall revoke their intention to exercise the voting rights in the preceding paragraph two days before the shareholders' meeting in the same manner as the exercise of voting rights; or the voting rights exercised electronically. If voting rights are exercised in writing or electronically and a proxy is entrusted to attend the shareholders' meeting by proxy, the voting rights that are entrusted to attend and exercise shall prevail.</p>		
<p>Article 21 Unless otherwise stipulated in the Company Law and the articles of association of the company, voting on a resolution shall be approved by the consent of more than half of the voting rights of the shareholders (or proxies) present. When voting, the chairman or his designee shall announce the total number of voting rights of the</p>	<p>Article 21 Unless otherwise stipulated in the Company Law and the articles of association of the company, voting on a resolution shall be approved by the consent of more than half of the voting rights of the shareholders (or proxies) present. When voting, if there is no objection from the shareholders present after consultation by the chairman, it will</p>	<p>Cooperate with the competent authority to amend the provisions</p>

Amendment Articles	Current Articles	Description
<p>shareholders present on a case-by-case basis, and then the shareholders shall vote on a case-by-case basis, and on the day after the shareholders' meeting, the results of shareholders' approval, objection and abstention shall be entered into the public information observatory.</p>	<p>be deemed passed, and its effect is the same as voting by poll.</p>	
<p>Article 23 When the shareholders' meeting elects directors and supervisors, it shall be handled in accordance with the relevant selection and appointment regulations set by the company, and the election results shall be announced on the spot, including the list of elected directors and supervisors and their election rights, and the list of unsuccessful directors and supervisors and their voting rights. . The ballots for the election matters mentioned in the preceding paragraph shall be sealed and signed by the scrutineers, and shall be properly kept for at least one year. However, if a shareholder files a lawsuit in accordance with Article 189 of the Company Law, it shall be kept until the lawsuit is concluded.</p>	<p>Article 23 When the shareholders' meeting elects directors and supervisors, it shall be handled in accordance with the relevant election regulations set by the company, and the election results shall be announced on the spot. The ballots for the election matters mentioned in the preceding paragraph shall be sealed and signed by the scrutineers, and shall be properly kept for at least one year. However, if a shareholder files a lawsuit in accordance with Article 189 of the Company Law, it shall be kept until the lawsuit is concluded.</p>	<p>Cooperate with the competent authority to amend the provisions</p>
<p>Article 24 The resolutions of the shareholders' meeting shall be made into minutes, which shall be signed or sealed by the chairman, and the minutes shall be distributed to all shareholders within 20 days after the meeting. The production and distribution of minutes of proceedings may be done electronically. For the distribution of the minutes of the preceding paragraph, the company may enter the public information observatory in the way of announcement. The minutes of the meeting shall be recorded in accordance with the year, month, day, venue, name of the chairman, method of resolution, essentials of the proceedings, and voting results (including statistical</p>	<p>Article 24 Minutes of the resolutions of the shareholders' meeting shall be made and handled in accordance with Article 183 of the Company Act. The minutes of the meeting shall be recorded in accordance with the resolutions and results of the meeting, and shall be kept permanently during the existence of the company.</p>	<p>Cooperate with the competent authority to amend the provisions</p>

Amendment Articles	Current Articles	Description
<p>weights). When directors and supervisors are elected, each candidate shall be disclosed. People's votes. During the existence of the company, it should be kept permanently.</p> <p>If the shareholders' meeting is held by video conference, the minutes of the shareholders' meeting shall record the start and end time of the shareholders' meeting, the method of convening the meeting, the name of the chairman and the record, and the name of the chairman of the shareholders' meeting, as well as the events caused by natural disasters, incidents or other force majeure. The handling method and handling situation when an obstacle occurs to the video conferencing platform or participation by video conferencing.</p> <p>In addition to complying with the provisions of the preceding paragraph when convening a video-conference shareholders meeting, the Company shall specify in the minutes of the meeting the alternative measures provided by shareholders who have difficulty participating in video-conference.</p>		
<p>Article 25</p> <p>The chairman may direct the pickets (or security personnel) to assist in maintaining order at the venue. When the pickets (or security personnel) are present to assist in maintaining order, they should wear an armband or identification card with the word "picket".</p> <p>If the venue is equipped with amplifying equipment, the chairman may stop the shareholders from speaking with the equipment provided by the company.</p> <p>If a shareholder violates the rules of procedure and refuses to obey the chairman's corrections, and obstructs the progress of the meeting and fails to comply, the chairman may direct the pickets or security personnel to ask them to leave the venue.</p>	<p>Article 25</p> <p>The chairman may direct the pickets (or security personnel) to assist in maintaining order at the venue. A picket (or security officer) should wear an armband with the word "Picket" when present to assist in maintaining order.</p>	<p>Cooperate with the competent authority to amend the provisions</p>

<b>Amendment Articles</b>	<b>Current Articles</b>	<b>Description</b>
<p>Article 26 If the shareholders' meeting is held by video conference, the company shall immediately disclose the voting results and election results of various resolutions on the video conference platform of the shareholders' meeting in accordance with regulations, and shall continue to disclose for at least 15 years after the chairman announces the adjournment of the meeting. minute.</p>	<p>Article 26(newly added)</p>	<p>This article is newly added in coordination with the Financial Regulatory Commission</p>
<p>Article 27 When the company holds a video-video shareholders meeting, the chairman and the recorder shall be at the same place in China, and the chairman shall announce the address of the place at the time of the meeting.</p>	<p>Article 27(newly added)</p>	<p>This article is newly added in coordination with the Financial Regulatory Commission</p>
<p>Article 28 If the shareholders' meeting is held by video conference, the chairman shall, when announcing the opening of the meeting, separately announce that there is no need to postpone or continue the meeting, except for the cases stipulated in Paragraph 24, Article 44-24 of the Stock Management Standards for Public Offering Companies, that the chairman announces the meeting. Before the meeting, due to natural disasters, incidents or other force majeure events, if there is an obstacle to the video conference platform or participation by video, which lasts for more than 30 minutes, the date of the meeting should be postponed or renewed within five days. The first company law does not apply The provisions of Article 182. In the event of the occurrence of the preceding paragraph, the meeting shall be postponed or continued. Shareholders who have not registered to participate in the original shareholders meeting by video conference shall not participate in the postponed or continued meeting. In accordance with the provisions of Paragraph 2, the meeting should be postponed or continued. Shareholders</p>	<p>Article 28(newly added)</p>	<p>This article is newly added in coordination with the Financial Regulatory Commission</p>

Amendment Articles	Current Articles	Description
<p>who have registered to participate in the original shareholders meeting by video and have completed the registration, but who do not participate in the postponed or continued meeting, the number of shares attended at the original shareholders meeting, the voting rights exercised and Voting rights shall be included in the total number of shares, voting rights and voting rights of shareholders present at the adjourned or continued meeting.</p> <p>When the shareholders' meeting is postponed or reconvened in accordance with the provisions of Paragraph 2, the voting and counting of votes have been completed, and the voting results or the list of elected directors and supervisors are not required to be re-discussed or resolved.</p> <p>The company convened a video-assisted shareholders meeting, and when the second paragraph cannot be continued, if the total number of shares attended by video conference still reaches the statutory quota for the shareholders' meeting after deducting the number of shares attended by video-conferencing, the shareholders' meeting shall continue. There is no need to postpone or renew the assembly in accordance with the second paragraph.</p> <p>In the event that the meeting should be continued in the preceding paragraph, the shareholders who participate in the shareholders' meeting by video conferencing shall count the number of shares present in the total number of shares of the shareholders present, but all the resolutions of the shareholders' meeting shall be deemed as abstentions.</p> <p>The company shall postpone or renew the meeting in accordance with the provisions of Paragraph 2, and shall handle relevant matters in accordance with the provisions set forth in Article 44-27 of the Standards for Handling Share Transactions of Companies Offering Shares, the date of the original</p>		

Amendment Articles	Current Articles	Description
<p>shareholders' meeting and the provisions of each of these articles. Pre-work.</p> <p>The last paragraph of Article 12 and Paragraph 3 of Article 13 of the Rules for the Use of Power of Attorney for Public Offering Companies to Attend Shareholders' Meetings, Paragraph 2 of Article 44-5 and Paragraph 2 of Article 44-10 of the Guidelines for the Handling of Share Transactions of Public Offering Companies 5. During the period specified in Paragraph 1 of Article 44-17, the Company shall postpone or renew the date of the shareholders' meeting in accordance with the provisions of Paragraph 2.</p>		
<p>Article 29</p> <p>When the company convenes a video conference of shareholders, it shall provide appropriate alternatives for shareholders who have difficulty in attending the shareholders meeting by video.</p>	<p>Article 29(newly added)</p>	<p>This article is newly added in coordination with the Financial Regulatory Commission</p>
<p>Article 30</p> <p>These rules shall come into force after being approved by the board of directors and recognized by the shareholders' meeting, and the same shall apply to amendments.</p>	<p>Article 26</p> <p>These rules shall come into force after being approved by the board of directors and recognized by the shareholders' meeting, and the same shall apply to amendments.</p>	<p>Cooperate with the competent authority to amend the provisions</p>
<p>Article 31</p> <p>These measures were made on June 24, 1989.</p> <p>First revised on July 4, 2001.</p> <p>The second revision was made on May 17, 2002.</p> <p>The third revision was made on June 12, 2006.</p> <p>Fourth revision dated June 18, 2012.</p> <p>Fifth revision dated June 16, 2022.</p>	<p>Article 27</p> <p>These measures were made on June 24, 1989.</p> <p>First revised on July 4, 2001.</p> <p>The second revision was made on May 17, 2002.</p> <p>The third revision was made on June 12, 2006.</p> <p>Fourth revision dated June 18, 2012.</p>	<p>In line with this updated clause, the clauses are adjusted</p>

**Princeton Technology Corporation**  
**Regulations for Election of the Directors Before and After Revision**

Amendment Articles	Current Articles	Description
<p>Article 2</p> <p>The qualifications of the independent directors of the company shall comply with the provisions of Articles 2, 3 and 4 of the "Regulations on the Establishment and Compliance of Independent Directors of Public Companies".</p> <p>The selection and appointment of independent directors of the company shall comply with the provisions of Articles 5, 6, 7, 8 and 9 of the "Regulations on the Establishment of Independent Directors of Publicly Issued Companies and Matters to be Followed", and shall be based on the Article 24 of the "Code of Practice for Corporate Governance".</p>	<p>Article 2</p> <p>The selection and appointment of independent directors of the Company shall be limited to persons who are not legal persons or their representatives as stipulated in Article 27 of the Company Act, and shall meet the conditions and restrictions stipulated in Article 14-2 of the Securities and Exchange Act and relevant regulations stipulated therein.</p>	<p>Cooperate with the competent authority to amend the provisions °</p>
<p>Article 4</p> <p>The selection and appointment of directors of the Company shall take into account the overall configuration of the board of directors. The composition of the board of directors should consider diversity, and formulate an appropriate diversity policy based on its own operation, operation type and development needs. It should include but not limited to the following two standards:</p> <ol style="list-style-type: none"> <li>1. Basic conditions and values: gender, age, nationality and culture, etc.</li> <li>2. Professional knowledge and skills: professional background (such as law, accounting, industry, finance, marketing or technology), professional skills and</li> </ol>	<p>Article 4</p> <p>The elected directors of the company shall have more than half of the seats, and shall not have one of the following relationships:</p> <ol style="list-style-type: none"> <li>1. Spouse.</li> <li>2. Relatives within the second degree of kinship.</li> </ol>	<p>Cooperate with the competent authority to amend the provisions</p>

Amendment Articles	Current Articles	Description
<p>industry experience, etc.</p> <p>The members of the board of directors shall generally possess the necessary knowledge, skills and qualities to perform their duties, and their overall abilities shall be as follows:</p> <ol style="list-style-type: none"> <li>1. Operational judgment ability.</li> <li>2. Accounting and financial analysis ability.</li> <li>3. Operation and management ability.</li> <li>4. Crisis handling capability.</li> <li>5. Industrial knowledge.</li> </ol> <p>Sixth, the international market view.</p> <p>7. Leadership.</p> <p>Eight, decision-making ability.</p> <p>Directors shall have more than half of the seats, and shall not have spouses or relatives within the second degree of kinship.</p> <p>The board of directors of the company shall consider and adjust the composition of the board of directors based on the results of the performance evaluation.</p>		
<p>Article 5</p> <p>The election of directors of the company shall adopt the cumulative voting method. Each share has the same voting rights as the number of directors to be elected, and one person may be elected in a centralized manner or by distribution.</p>	<p>Article 5</p> <p>The election of directors of the Company shall be carried out by means of a single registered cumulative voting method, which may be replaced by the attendance certificate number printed on the ballot. Except as otherwise provided by the Company Law and the articles of association of the company, each share has the same voting rights as the number of directors to be elected, and one person may be elected in a centralized manner</p>	<p>Cooperate with the competent authority to amend the provisions</p>

Amendment Articles	Current Articles	Description
	<p>or by distribution.</p> <p>Independent directors and non-independent directors shall be elected together, and the elected quota shall be calculated separately.</p>	
<p>Article 6</p> <p>The number of directors of the company shall be calculated according to the number of independent directors and non-independent directors according to the number of the company's articles of association. If there are two or more people with the same number of weights and more than the specified number of places, the winners with the same number of weights will draw lots. Those who do not attend will be drawn by the chairperson.</p>	<p>Article 6</p> <p>The Company adopts the nomination system of candidates. The shareholders shall select and appoint directors from the list of candidates for directors, and in accordance with the number of candidates stipulated in the articles of association of the Company, those with more voting rights shall be elected as directors in sequence. If there are two or more people with the same number of weights and more than the specified number of places, the winners with the same number of weights will draw lots. Those who do not attend will be drawn by the chairperson.</p> <p>If the company's director-elect has been checked and confirmed that his personal information does not comply with the provisions of these regulations or is unsuitable according to relevant laws and regulations, the vacancy will be filled by the first-elected candidates with the second largest number.</p> <p>In the event of non-compliance among directors, the election decision shall be based on the votes obtained from the non-compliance directors representing those with lower voting rights, and their</p>	<p>Cooperate with the competent authority to amend the provisions</p>

Amendment Articles	Current Articles	Description
	election shall be invalid.	
<p>Article 8</p> <p>The board of directors shall prepare the same number of ballots as the number of directors to be elected, mark their weights, and distribute them to shareholders attending the shareholders meeting. The names of the electors may be replaced by the attendance certificate numbers printed on the ballots.</p> <p>Before the election begins, the chairman shall designate a number of scrutineers and tellers with shareholder status to perform various relevant duties. The election of ballot box directors shall be prepared by the board of directors, and shall be open for inspection by scrutineers before voting.</p>	<p>Article 8</p> <p>The board of directors shall prepare ballots equal to the number of directors to be elected, with their weights marked, and distribute them to shareholders attending the shareholders' meeting.</p> <p>For the election of directors, the board of directors shall prepare ballot boxes, which shall be opened in public by the scrutineers before voting.</p>	<p>Cooperate with the competent authority to amend the provisions</p>
<p>Article 9</p> <p>The election of directors of the company shall be conducted in accordance with the procedures of the candidate nomination system stipulated in Article 192-1 of the Company Act.</p> <p>If a director is dismissed for any reason and there are fewer than five members, the company shall elect them by-election at the latest shareholders' meeting. However, if the vacancy of directors reaches one-third of the seats specified in the articles of association, the company shall convene an extraordinary general meeting of shareholders for by-election within 60 days from the date of the occurrence of the fact.</p> <p>If the number of independent directors is</p>	<p>Article 9</p> <p>If the electee is appointed as a shareholder, the elector shall fill in the electee's account name and shareholder account number in the "Elected" column of the ballot; if the electee is not a shareholder, the electee's name and Identification document number. However, when the government or legal person shareholder is the electee, the "elected person" account name column of the ballot paper should be filled with the name of the government or legal person, and the name of the government or legal person and the name of its representative; there are several representatives. , the name of the representative should be added separately.</p>	<p>Cooperate with the competent authority to amend the provisions</p>

Amendment Articles	Current Articles	Description
<p>insufficient as specified in the proviso of Paragraph 1 of Article 14-2 of the Securities and Exchange Act, a by-election shall be held at the latest shareholders' meeting; when all independent directors are dismissed, a shareholder meeting shall be held within 60 days from the date of the occurrence of the fact. Provisional by-election will be held.</p>		
<p>Article 10 Ballots in any of the following circumstances are invalid:</p> <ol style="list-style-type: none"> <li>1. Those who do not need the ballots prepared by the board of directors or the person with the right to convene.</li> <li>2. Those who put blank ballots into the ballot box.</li> <li>3. The handwriting is blurred, unrecognizable or altered.</li> <li>4. If there is any discrepancy between the filled in the list of candidates for election and the list of director candidates.</li> <li>5. In addition to filling in the number of voting rights, other words are included.</li> </ol>	<p>Article 10 Ballots in any of the following circumstances are invalid:</p> <ol style="list-style-type: none"> <li>1. Those who do not use the ballots prepared by the board of directors.</li> <li>2. Those who put blank ballots into the ballot box.</li> <li>3. The handwriting is blurred, unrecognizable or altered.</li> <li>4. If the filled-in candidate is a shareholder, his account name and shareholder account number do not match those listed in the shareholder register; if the filled-in electee is not a shareholder, his name and identification document number have been verified and inconsistent .</li> <li>5. In addition to filling in the account name (name) or shareholder account number (identification document number) of the electee and the number of voting rights allocated, other words are included.</li> <li>6. The name of the electee filled in is the same as the name of other shareholders, but the shareholder account number or</li> </ol>	<p>Cooperate with the competent authority to amend the provisions</p>

Amendment Articles	Current Articles	Description
	<p>identification document number of the electee is not filled in for identification purposes.</p> <p>7. Two or more candidates are listed on the same ballot.</p>	
<p>Article 11</p> <p>After the voting is completed, the votes will be counted on the spot, and the results of the voting will be announced by the chairman on the spot, including the list of directors elected and their right to be elected.</p> <p>The ballots for the election matters mentioned in the preceding paragraph shall be sealed and signed by the scrutineers, and shall be properly kept for at least one year. However, if a shareholder files a lawsuit in accordance with Article 189 of the Company Law, it shall be kept until the lawsuit is concluded.</p>	<p>Article 11</p> <p>After the voting is completed, the votes will be counted on the spot, and the results of the voting will be announced by the chairman on the spot.</p>	<p>Cooperate with the competent authority to amend the provisions</p>
<p>Article 15</p> <p>This Regulation was passed by general shareholders' meeting on November 27, 1987 and underwent the</p> <p>first amendment on July 4, 2001;</p> <p>.....</p> <p>fourth amendment on June 13, 2008.</p> <p>fifth amendment on June 14, 2017.</p> <p>sixth amendment on June 6, 2022</p>	<p>Article 15:</p> <p>This Regulation was passed by general shareholders' meeting on November 27, 1987 and underwent the</p> <p>first amendment on July 4, 2001;</p> <p>.....</p> <p>fourth amendment on June 13, 2008.</p> <p>fifth amendment on June 14, 2017.</p>	<p>In line with this updated clause, the clauses are adjusted</p>

Articles of Incorporation (Before Amendment)  
Princeton Technology Corp.

**Chapter 1 - General**

Article 1: The Company is established in conformity with the Company Act and named Princeton Technology Corporation.

Article 2: The Company engages in the following businesses:

- (1) Manufacture and sale of electronic instruments and parts and components (except for controlled devices, medical instruments, and measuring instruments).
- (2) Design and plan of computer application systems.
- (3) Manufacture and sale of computer, computer peripherals and parts and components.
- (4) Design, manufacture and install of industrial automation systems.
- (5) Design and manufacture of integrated circuits.
- (6) Consult for the latest technologies for the aforementioned businesses.
- (7) Import and export related to the aforementioned businesses.
- (8) Operation and investment of aforementioned businesses.

Article 2-1: Where the Company invests in another company as a shareholder with limited liability, the restriction that such investment may not exceed 40% of paid-in capital shall not apply.

Article 2-2: The Company may make endorsement or issue guarantee for business needs. Related operations shall follow the Company's Procedure for Endorsement and Guarantee Operations.

Article 3: The Company has its principal office in New Taipei City, Taiwan, and if deemed necessary, may set up domestic and foreign branches or offices in accordance with the resolution adopted by the board of directors.

Article 4: Public announcements by the Company shall be made in accordance with Article 28 of Company Act.

**Chapter 2 - Shares**

Article 5: The authorized capital of the Company shall be NT\$2,500,000,000, divided into 250,000,000 shares with a par value of NT\$10 each. The board of directors is authorized to issue the aforesaid shares in several tranches.

Of the aforesaid capital stock, NT\$345,000,000 is reserved for stock options of employees with the issue of 34,500,000 shares with a par value of NT\$10 each in the form of stock options and issued in several tranches in accordance with the resolution adopted by the board of directors.

In the case of stock buy-back as permitted by law, the board of directors is authorized

to make such decision according to rules and regulations.

Any decision to transfer shares to employees lower the actual average buyback price or issue employee stock options at below-the-market prices shall be approved by shareholders in a shareholders' meeting attended by shareholders holding and representing more than one-half of all issued and outstanding shares and at which meeting more than two thirds of the votes held by shareholders present cast in favor of such decision.

- Article 6: The share and bond certificates of the Company shall be issued as registered shares. The share and bond certificates shall be signed or sealed by at least three directors, serially numbered, and duly authenticated by the competent authority or as required by law before issued. Pursuant to the Company Act, when the Company issues new shares or bonds, the total new shares or bonds can be printed on one single certificate or issued in dematerialized form. However the Company shall request the securities central depository institution for custody or registration of the certificates issued.
- Article 7: Transfer of shares shall be suspended within sixty (60) days before any general shareholders' meeting, within thirty (30) days before any special shareholders' meeting, and within five days before the base date on which dividends, bonuses or other interest are scheduled to be paid by the Company.

### **Chapter 3 - Shareholders' Meeting**

- Article 8: The shareholders' meetings of the Company shall be classified as either general meetings or special meetings. General meetings shall be called by the board of directors according to law once a year within six months after the end of the fiscal year. Special meetings shall be called as necessary in accordance with the law.
- Article 9: In case a shareholder is unable to attend a shareholders' meeting, he/she may appoint someone to attend the meeting on his/her behalf with a written proxy prepared by the Company with his/her signature or seal and stating therein the scope of authorization with reference to the subjects to be discussed at the meeting. The appointment of proxy to attend a shareholders' meeting shall follow the Rules for Attending Shareholders' Meeting of a Public Company by Proxy promulgated by the competent authority except Article 177 of the Company Act.
- Article 10: Shareholders of the Company shall be entitled with one vote for each share of capital stock held, except for situations of no voting right set out in the Company Act. With the exceptions to trust enterprises or transfer agents approved by the securities authority, the votes of any shareholder represented by a proxy shall not exceed 3% of the total shares issued and outstanding of the Company; the votes of shares exceeding the aforesaid limit shall not be counted.
- Article 11: Except as otherwise provided by Company Act or relevant regulations, no resolution shall be adopted at a shareholders' meeting unless it is attended by shareholders holding and representing over one-half of all issued and outstanding shares and at which meeting over one-half of the votes held by shareholders present cast in favor of such resolution.

### **Chapter 4 - Directors and Supervisors**

- Article 12: The Company shall have seven to eleven directors and the actual quota of their seats

of each session elected by the shareholders' meeting was authorized to be decided by the board meeting. The nomination system is selected by the shareholders' meeting on the list of directors' candidates. The term of office of directors shall be three years; re-election shall be permissible.

After the Company's shares are issued to the public, the percentage of shareholdings of all the directors selected shall follow the regulation of the competent authority in charge of securities affairs. When a shareholder elects a director, each share has the same right of election as the number of directors to be elected, and may elect one person or a number of electors, and the more votes of the votes shall be elected

In conformity with Article 183 of Security and Exchange Act, among the previous said directors quota, the independent directors shall not be fewer than three persons in number, one of whom shall be convener, and at least one of whom shall have accounting or financial expertise. The candidates nomination system is adopted and the shareholders shall elect from among the nominees listed in the roster of independent director candidates. Their professional qualifications, restrictions on shareholdings and concurrent positions held, assessment of independence, method of nomination, and other matters for compliance with respect to independent directors shall follow the regulation of the competent authority in charge of securities affairs.

Article 13: According to Article 14-4 of Security and Exchange Act, the Company shall establish a Audit Committee which shall be composed of the entire number of independent directors. It shall not be fewer than three persons in number, one of whom shall be convener, and at least one of whom shall have accounting or financial expertise. The Audit Committee shall in charge of executing the power ruled by Company Act, Security and Exchange Act and other related regulations.

Article 14: The following relationships may not exist among more than half of the Company's directors:

1. a spousal relationship.
2. a familial relationship within the second degree of kinship.

Article 15: The board of directors shall be organized by directors, among them the Chairman of the Board shall be elected by more than half of directors present at a meeting attended by more than two thirds of directors. The Vice Chairman of the Board shall be elected in the same manner by and among the directors. The Chairman of the Board shall internally be the Chairman of the meetings of shareholders and meetings of the board of directors and externally represent the Company. The board of directors' meetings may be held by video conference. Directors who attend meetings by video conference are deemed as attend the meetings in person.

Article 16: Directors should attend the board of directors' meetings in person. In case a director is unable to attend a board of directors' meeting, he/she may submit a written proxy stating the scope of authorization for the proxy to present on his/her behalf.

If the chairman of the board of directors is on leave or unable to perform his/her duties, the vice chairman shall act on his/her behalf. If both the chairman and the vice chairman are on leave or unable to perform their duties, the chairman shall designate a director to act on his/her behalf.

Article 17: Remunerations for directors of the Company shall be authorized for approval of the board of directors and at the normal levels adopted by other firms of the same industry no matter the Company has profit or not.

The Company shall authorize the chairman of the board to buy duty security insurance for all the directors to secure their benefit.

Article 18: The authority and responsibility of the board of directors are as follows:

1. Approval of operational policy and medium- and long-term development plans.
2. Approval and oversight of execution of annual business plans.
3. Approval of annual budget and examination of the final settlement of account.
4. Examination of capital increase/decrease plans.
5. Examination of earnings distribution or deficit makeup plans.
6. Approval of important contracts.
7. Examination of Articles of Incorporation or amendments thereof.
8. Approval of organization bylaws and important business rules and systems.
9. Approval of establishment, reorganization or removal of branch offices.
10. Approval of major capital expenditure plans.
11. Appointment and discharge of president and vice presidents.
12. Execution of resolutions adopted at shareholders' meeting.
13. Approval of items proposed by the president.
14. Approval of calling shareholders' and board of directors' meetings and deciding business report items thereof.
15. Handling of other items in accordance with the law.

Article 19: In calling a meeting of the board of directors, a notice setting forth therein the meeting date, venue, and subject(s) to be discussed at the meeting shall be given to each director and supervisor no later than 7 days prior to the scheduled meeting date. However, in the case of emergency, the meeting may be convened at any time. The notice set forth in the preceding Paragraph may be effected by means of writing, facsimile, electronic transmission.

Article 20: The Company's operating policies and other important matters shall be decided and approved by the board of directors. The board of directors may also set up governance committee, audit committee and other functional committees and approve the authorities and rules of respective committees.

## **Chapter 5 - Managers**

Article 21: The Company shall have one president and several vice presidents. All other matters concerning their appointment, removal and payment shall be handled in accordance with Article 29 of Company Act.

## **Chapter 6 - Accounting**

Article 22: The company's fiscal year is from January 1<sup>st</sup> to December 31<sup>st</sup> each year.

At the close of each fiscal year, the board of directors shall prepare the following statements and records and present to the general meeting of shareholders for approval.

1. the business report;
2. the financial statements; and

3. the surplus earning distribution or loss off-setting proposals.

Article 23: The company's annual profit, if any, should be set aside 5% to 20% for employees remunerated by the board resolution to grant stock or cash distribution, which were issued contain subordinate employees meet certain conditions of. The company allocated profit by resolution of the Board to set aside no more than 1.5% for the remuneration of directors. The proposal of employee remuneration and compensation of directors assigned should be reported to the shareholders' meeting. While there are accumulated losses of the company, it should be reserved in advance to make up the amount, then allocated to employee remuneration and compensation of directors according to the proportion of pre-term charges.

Article 24: After the final settlement of account each year, the Company shall allocate its surplus earnings, if any, to pay taxes according to the law. After the make up accumulated losses, the Company should allocate 10% of statutory surplus reserve until the statutory surplus reserve has reached the company paid-in capital. then make provisions set aside by law or rotary special reserve. If there are balances, the board drafted a proposal for distribution of profits with the unallocated surplus accumulated and draw proposal of dividend allocation to the shareholder meeting. The company's dividend policy is in line with the current and future development plans, taking into consideration the investment environment, capital requirements and competition at home and abroad, and taking into account the interests of shareholders. Earnings available for distribution each year set aside not less than 50% of the dividend distribution to shareholders dividend. The allocation of shareholder dividends, to whom cash or in shares, cash dividend will be not less than 50% of the total dividend.

## **Chapter 7 - Supplemental Provisions**

Article 25: The organization bylaws of the Company shall be provided separately.

Article 26: For items not provided in the rules, Articles of Incorporation, the Company Act and other relevant laws and regulations shall govern.

Article 27: These Article of Incorporation were drawn up on April 29, 1986 and underwent the

First amendment on December 22, 1986;

Second amendment on July 24, 1987;

Third amendment on October 6, 1987;

Fourth amendment on December 31, 1987;

Fifth amendment on June 25, 1988;

Sixth amendment on July 16, 1988;

Seventh amendment on May 21, 1990;

Eighth amendment on December 8, 1990;

Ninth amendment on June 10, 1991;

Tenth amendment on September 8, 1998;

Eleventh amendment on June 9, 2000;

Twelfth amendment on June 9, 2000;

Thirteenth amendment on November 3, 2000;

Fourteenth amendment on July 4, 2001;

Fifteenth amendment on May 17, 2002;

Sixteenth amendment on May 17, 2002;

Seventeenth amendment on June 6, 2003;

Eighteenth amendment on June 1, 2004;

Nineteenth amendment on June 1, 2004;

Twentieth amendment on June 12, 2006;  
Twenty-first amendment on June 13, 2007;  
Twenty-second amendment on June 13, 2008;  
Twenty-third amendment on June 17, 2010;  
Twenty-fourth amendment on June 10, 2011  
Twenty-fifth amendment on June 18, 2012  
Twenty-sixth amendment on June 8, 2016.  
and  
Twenty-seventh amendment on June 14, 2017.

## Rules and Procedures of Shareholders Meeting(Before Amendment) Princeton Technology Corp.

- Article 1: The shareholders' meetings of Princeton Technology Corp. (hereinafter referred to as "the Company") shall be implemented in accordance with the provisions of these Rules, unless otherwise required by law.
- Article 2: A shareholder whose holding shares in the Company equivalent to 1% or more of the total shares issued by the Company may present a proposal to the company in writing to be submitted to a regular shareholders' meeting. Any eligible shareholder aforesaid is limited to a maximum of one proposal per shareholders' meeting. In the event that the provisions of Paragraph 4, Article 172-1 of Company Act apply to a proposal presented by a shareholder, the Board of Directors may decide not to table that proposal for the shareholders' meeting.
- When a shareholders' meeting is to be held, the Company shall make a public announcement prior to the last day on which transfer of title may be performed, notifying shareholders that proposals may be submitted for tabling and specifying the address to which proposals should be submitted and the deadline for submission. The period for proposal to be submitted shall be not less than 10 days. Shareholders' proposals may not exceed 300 Chinese characters in length; if over, it will not be tabled for discussion at the shareholders' meeting. A shareholder who has submitted a proposal must either attend the shareholders' meeting in person to participate in the discussion of the proposal, or else appoint a proxy to attend on his/her behalf. The Company shall notify those shareholders who have submitted proposals whether their proposal will be tabled for discussion at the shareholders' meeting or not prior to the date of the convening notice of shareholders' meeting. Those proposals in accordance with the rules aforesaid shall be listed on the shareholders' meeting notice. While a shareholder's proposal is not tabled for discussion, a note should be appended to the Shareholders' meeting Handbook explaining why the proposal was not tabled for discussion.
- Article 3: At each shareholders' meeting, a shareholder may use the proxy forms printed and issued by the Company to appoint a proxy to attend the shareholders' meeting on his/her behalf, and to specify the scope within which the proxy is entitled to act for. Each shareholder may submit no more than one proxy form, and may appoint no more than one proxy. In the event that two or more proxy forms are received from the same shareholder, the proxy form that is received first will be accepted (except only that a subsequent proxy form specifies the previous proxy should be cancelled). If, after the Company received a proxy form, the submitting shareholder subsequently would change his/her mind to attend the shareholders' meeting in person, he/she had to notify the Company in writing of his/her desire to have the proxy form cancelled at least two days prior to the date on which the shareholders' meeting is to be held. If the shareholder failed to notify the Company in writing within this deadline, the proxy should be permitted to vote on his/her behalf.
- Article 4: Shareholders and proxies attending the shareholders' meeting must sign in on the guest book in person prepared on the receipt desk, or instead hand in their signing-in cards issued by the Company. The number of votes present at the shareholders' meeting shall be calculated according to the signatures of the guest book and or the signing-in cards.
- Article 5: The basis for calculation of attendance and voting at the shareholders' meeting shall

be the number of votes present.

- Article 6: The location at which the Company's shareholders' meeting is held shall be either the county or city in which the Company's headquarters is located, or another location that is convenient for shareholders to reach and which is suitable for the holding of a shareholders' meeting. The shareholders' meeting may not begin earlier than 9:00 a.m. or later than 3:00 p.m.
- Article 7: If a shareholders' meeting is convened by the board of directors, the chairman of the board shall serve as the chair of the shareholders' meeting. In the event that the chairman has taken a leave or is otherwise unable to perform his/her duties, the vice chairman of the board of director will act for him/her as the chair of the shareholders' meeting. If there is no vice chairman elected, or if the vice chairman has taken leave or is otherwise unable to perform his/her duties, the chairman shall appoint one of the standing directors to act for him/her. If there is no standing directors elected, the chairman shall appoint one of the directors to act for him/her. If the chairman fails to appoint someone eligible to act for him/her as the chair of the shareholders' meeting, the standing directors or directors shall be obliged to elect one of their members to act for.
- If a shareholders' meeting is convened by anyone other than the board of directors, the convening party shall serve as the chair of the shareholders' meeting.
- Article 8: The Company may instruct the Company's attorneys, accountants or other relevant persons to attend a shareholders' meeting. The ushers responsible for arranging and implementing the shareholders' meeting shall wear badges or armbands to identify themselves.
- Article 9: The Company shall record the entire course of the shareholders' meeting on audio tapes or video tapes. These records must be preserved for a period of at least one year after the meeting; if there is a lawsuit against the Company in accordance with the provisions of Article 189 of Company Act, the records must be preserved until such time as the legal dispute has been settled.
- Article 10: When the shareholders' meeting was scheduled to begin according to the meeting agenda, the chair shall immediately announce that the meeting has begun. If, at this time, shareholders and proxies representing as votes over half of the total shares issued and outstanding by the Company are not yet present at the meeting, the chair may announce a postponement. The commencement of the meeting may be postponed a maximum of twice; each postponement may not exceed one hour. If, following two postponements, the total votes present at the meeting are still less than one-third of the total shares issued by the Company, the chair shall announce that the meeting to be cancelled.
- If, following two postponements, the total votes present at the meeting are still less than half, yet over one-third, of the total shares issued by the Company, then provisional resolutions may be made in accordance with Paragraph 1 of Article 175 of Company Act. All shareholders must be notified of these provisional resolutions and a new shareholders' meeting must then be convened within one month. If, while the meeting aforesaid is still in progress, shareholders and proxies representing as votes increase to more than half of the total shares issued by the Company, then the chair may ask the shareholders to vote again on those approved provisional resolutions, in accordance with the Article 174 of Company Act.
- Article 11: When the shareholders' meeting is convened by the board of directors, the agenda shall be set by the board. The meeting should proceed according to the agenda; no alterations may be made to the agenda except by a resolution adopted by the shareholders at the shareholders' meeting.

While the shareholders' meeting is convened by anyone other than the board of directors, the chair is obliged to follow the provisions aforesaid.

The chair may not announce to close the meeting until all items on the agenda (including extraordinary motions) have been completed, unless the shareholders' meeting has made a resolution to this effect. After the meeting ended, the shareholders may not appoint another chair to continue the meeting at the same venue or others. However, if the chair announces the end of the meeting in violation of these Rules for the Conduct of Shareholders' Meetings, a new chair may be appointed by a majority votes present at the meeting, and the meeting may then continue.

Article 12: Before a shareholder (or his/her proxy) may speak at a shareholders' meeting, he/she must fill out a speaking request slip stating a broad outline of what they wish to say, their shareholder number (or attendance badge number) and shareholder name. The chair will decide in which order the shareholder will be allowed to speak.

If a shareholder (or his/her proxy) fills out a speaking request slip but does not actually speak at the meeting, he/she will be deemed not to have spoken. If the content of the shareholder's speech does not conform to those on the speaking request form, the content of the actual address shall be govern. When a shareholder (or his/her proxy) is speaking, other shareholders may not interrupt without the agreement of the chair, otherwise, should be ceased by the chair.

Article 13: No shareholder (or his/her proxy) may speak on the same proposal more than twice without the agreement of the chair. Individual speeches may not exceed five minutes in length. If a shareholder violates this provision, or if the content of the shareholder's speech exceeds the scope of the proposal, the chair may cease his/her speaking.

Article 14: Shareholders that are government agencies or corporate may assign more than one representative to attend a shareholders' meeting. However, while a corporate is authorized to attend the meeting as a proxy, the corporate may assign only one representative to attend the meeting. While a corporate assign more than one representative to attend a shareholders' meeting, only one representative may speak on the same proposal.

Article 15: After a shareholder finish his/her speech, the chair may answer for it in person, or instruct another relevant person to reply to it.

Article 16: If the chair feels that a proposal has reached to a degree of resolution, he/she may announce that the discussion of the proposal has ended and put it to a vote.

Article 17: The persons responsible for supervising and counting the votes shall be appointed by the chair; however, the persons responsible for supervising the voting must be shareholders. The counting of the votes shall be performed in public in the shareholders' meeting venue; the results of the voting must be announced during the meeting and kept as record.

Article 18: The chair may announce a break at suitable points during the shareholders' meeting. In the event of disruption by force majeure, the chair may call a temporary halt to the meeting or announce a time at which the meeting will resume continually depending on the circumstances. The meeting may resume continually at another location according to the resolution adopted by the shareholders' meeting.

In accordance with the Article 182 of Company Act, the shareholders' meeting may pass a resolution to postpone the meeting to another date or to continue the meeting within five days of the original date.

Article 19: A shareholders' meeting's resolution shall be based on the represent vote of the shares.

Shares held by shareholders who do not have voting rights shall not be included when calculating the total number of shares issued and outstanding by the Company. In the event that a shareholder is an interested party with respect to a given proposal, consequently the shareholder's interest may conflict with those of the Company, the shareholder shall be prohibited from voting for himself or being appointed as a proxy to vote for others on that proposal.

The votes of shareholders aforesaid, who are not eligible to vote on a given proposal shall not be included when calculating the number of votes present at the meeting.

With the exception of investment and trust companies, or transfer agents that are registered with the regulatory authorities, while a single individual is appointed as a proxy by two or more shareholders, the total number of votes for which that individual serves as proxy may not exceed 3% of the total shares issued by the Company; any excess votes will not be counted when voting on proposals.

Article 20: Shareholders are obliged to have the right of one vote for each share that they hold when voting on proposals. This provision shall not be applied to those who are restricted or in accordance with Paragraph 3 of Article 157 and Paragraph 2 of Article 179 of Company Act without any voting right.

Article 21: A resolution of a proposal shall be deemed to be passed on condition that over half of the votes present at the shareholders' meeting (whether represented by the shareholders themselves or by proxies) cast in favor, except where Company Act or the Company's Articles of Incorporation contain a provision to the contrary. When taking a vote on a proposal, the proposal is deemed to be passed if none of the attending shareholder expresses dissent upon the inquiry of the chairman. A resolution so adopted has the same validity as a resolution being approved by vote.

Article 22: If a revised or alternative proposal is put forward for a given proposal, the chair shall combine them as a serial and decide the order on which the revised or alternative proposal and the original proposal shall be voted. When one of the serial proposals is passed, the other(s) shall be deemed to be rejected and they need not to put to a vote.

Article 23: The election of directors and/or supervisors by the shareholders' meeting shall be handled in accordance with the Company's Rules for Election of Directors and Supervisors. The election results must be announced after the election at the shareholders' meeting.

After the election of directors and/or supervisors has been performed, the person responsible for supervising the voting shall seal up the voting slips, affix their signatures, and place the voting slips in safekeeping. The voting slips must be preserved for a period of at least one year after the meeting; if there is a lawsuit against the Company in accordance with the provisions of Article 189 of Company Act, the voting slips must be preserved until such time as the legal dispute has been settled.

Article 24: Minutes shall be recorded of the resolutions discussed at the shareholders' meeting and conducted in accordance with Company Act.

The minutes of the shareholders' meeting must contain the vote cast method and the its results faithfully and accurately. The minutes must be preserved on a permanent basis.

Article 25: The chair of the shareholders' meeting may instruct pickets and/or security personnel to maintain order during the meeting. When assisting in the maintenance of order during the shareholders' meeting, the pickets and/or security personnel must wear the badges written as PICKET.

Article 26: These Rules shall come into effect after being approved by the board of directors and by the shareholders' meeting, as shall any revisions hereto.

Article 27: These rules were drawn up on June 24, 1989 and underwent the

First amendment on July 4, 2001.

Second amendment on May 17, 2002

Third amendment on June 12, 2006 and

Fourth amendment on June 18, 2012

## Rules for the Conduct of Board of Directors' Meeting (Before Amendment) Princeton Technology Corp.

Article 1 These Rules are set forth in accordance with the eighth paragraph, Article 26-3 of the Securities Exchange Act.

Article 2: The regular board of directors' meeting shall be held at least once every quarter. In calling a regular board of directors' meeting, a notice setting forth therein the time, place and purpose of the meeting shall be given to each director and attendee no later than 7 days prior to the scheduled meeting date. However, in the case of emergency, a special board of directors' meeting may be convened at any time and notified by phone, fax or e-mail in lieu of written notice.

The notice set forth in the preceding paragraph may be effected by means of electronic or fax transmission, after obtaining prior consent from the recipients thereof.

All matters set out in the subparagraphs of Article 4, paragraph 1, shall be specified in the notice of the reasons for calling a board of directors meeting; none of them may be raised by an extraordinary motion except in the case of an emergency or legitimate reason.

Article 3: The Chairman's Office shall handle the affairs of the board of directors' meeting, in charge of preparing the agenda items and providing sufficient agenda information for the attendee's reference.

If a director reckons that the agenda information is inadequate, he/she may ask the in-charge unit to provide more information to which the in-charge unit may not refuse. If a director holds that the agenda information is still inadequate, he/she may request a postponement of the meeting subject to the consent of the board of directors.

Article 3-1: Agenda items for regular board of directors meetings shall include at least the following:

1. Status Reports:
  - (1) Minutes of the last meeting and actions arising.
  - (2) Report on important financial and business items.
  - (3) Report on internal audit activities.
  - (4) Other important items to be reported.
2. Items of Discussions:
  - (1) Items discussed and continued from the last meeting.
  - (2) Items for discussion at this meeting.
3. Extraordinary motions.

Article 4: A company shall submit the following items for discussion of the board of directors' meeting:

1. Corporate business plan.
2. Annual and semi-annual financial reports, with the exception of semi-annual financial reports which, under relevant laws and regulations, need not be audited and attested by a certified public accountant (CPA).
3. Adoption or amendment of an internal control system pursuant to Article 14-1

of the Securities Exchange Act.

4. Adoption or amendment, pursuant to Article 36-1 of the Securities Exchange Act, of handling procedures for financial or operational actions of material significance, such as acquisition or disposal of assets, derivatives trading, extension of monetary loans to others, and endorsements or guarantees for others.
5. The offering, issuance, or private placement of any equity-type securities.
6. The appointment or discharge of a financial, accounting, or internal audit officer.
7. A donation to a related party or a major donation to a non-related party, provided that a public-interest donation of disaster relief for a major natural disaster may be submitted to the following board of directors meeting for retroactive recognition.
8. Any matter required by Article 14-3 of the Securities Exchange Act or any other law, regulation, or bylaw to be approved by resolution at a shareholders' meeting or to be submitted to a meeting of the board of directors, or any such significant matter as may be prescribed by the competent authority.

The term "related party" in subparagraph 7 of the preceding paragraph means a related party as defined in the Regulations Governing the Preparation of Financial Reports by Securities Issuers. The term "major donation to a non-related party" means any individual donation, or cumulative donations within a 1-year period to a single recipient, at an amount of NTD100 million or more, or at an amount equal to or greater than 1 percent of net operating revenue or 5 percent of paid-in capital as stated in the CPA-attested financial report for the most recent year.

The term "within a 1-year period" in the preceding paragraph means a period of 1 year calculated retroactively from the date on which the current board of directors meeting is convened. Amounts already submitted to and passed by a resolution of the board are exempted from inclusion in the calculation.

For foreign companies whose stock has no par value or a par value other than NTD10, the "5 percent of paid-in capital" in paragraph 2 above shall be calculated instead as 2.5 percent of shareholder equity.

The company should have at least one independent director personally attending the board meeting. All independent directors should attend the board meeting for the first item that should be mentioned by the board of directors. If independent directors cannot attend in person, they should be represented by other independent directors. If a company has an independent director or directors, each independent director shall attend in person any meeting concerning a matter that requires a resolution by the board of directors under Article 14-3 of the Act, or shall appoint another independent director to attend as his or her proxy. If an independent director objects to or expresses reservations about the matter, it shall be recorded in the board meeting minutes; an independent director intending to express objection or reservations but unable to attend the meeting in person shall, unless there is some legitimate reason to do otherwise, issue a written opinion in advance, which shall be recorded in the meeting minutes

Article 4-1: The remuneration committee shall review the remuneration of directors, supervisors, and managerial officers and submit its recommendations for deliberation by the board of directors.

If the board of directors will decline to adopt, or will modify, a recommendation of

the remuneration committee, it shall require the consent of a majority of the directors in attendance at a meeting attended by two-thirds or more of the entire board, which in its resolution shall give the comprehensive consideration under the preceding paragraph and shall specifically explain whether the remuneration passed by it exceeds in any way the recommendation of the remuneration committee.

If the remuneration passed by the board of directors exceeds the recommendation of the remuneration committee, the circumstances and cause for the difference shall be specified in the board meeting minutes, and shall be publicly announced and reported on the information reporting website designated by the competent authority within 2 days counting from the date of passage by the board of directors.

Article 5: The board of directors' meeting shall be called and presided over by the chairman, except for the first meeting of each term of the board of directors which shall be convened by the director who received a ballot representing the largest number of votes at the election of directors.

When the chairman is on leave or unable to exercise his/her duty, he/she may appoint a director to act on his/her behalf; if the chairman fails to make such an appointment, the directors will elect among themselves a deputy to chair the meeting.

With respect to the delegation by the board of directors in accordance with laws and regulations or the Company's articles of incorporation, of the board exercisable power during periods when it is not in session, the levels of such delegation and the contents and matters covered shall be specific; general authorization is not permitted and the status of execution shall be reported to the board of directors.

For a company that established an Audit Committee shall be subject to the consents of one-half or more of all audit committee members and be submitted to the board of directors for a resolution:

1. Adoption or amendment of an internal control system.
2. Assessment of the effectiveness of the internal control system.
3. Adoption or amendment of handling procedures for financial or operational actions of material significance, such as acquisition or disposal of assets, derivatives trading, extension of monetary loans to others, or endorsements or guarantees for others.
4. A matter bearing on the personal interest of a director.
5. A material asset or derivatives transaction.
6. A material monetary loan, endorsement, or provision of guarantee.
7. The offering, issuance, or private placement of any equity-type securities.
8. The hiring or dismissal of an attesting CPA, or the compensation given thereto.
9. The appointment or discharge of a financial, accounting, or internal auditing officer.
10. Annual and semi-annual financial reports.
11. Any other material matter so required by the company or the Competent Authority.

With the exception of subparagraph 10, any matter under a subparagraph of the preceding paragraph that has not been approved with the consent of one-half or more of all audit committee members may be undertaken upon the consent of two-thirds or more of all directors, without regard to the restrictions of the preceding paragraph,

and the resolution of the audit committee shall be recorded in the minutes of the directors meeting.

"All audit committee members" and "all directors" as used in previous paragraph shall mean the actual number of persons currently holding those positions.

Article 6: When a meeting of the board of directors is held, an attendance book shall be made ready for signature by directors attending the meeting.

All board directors shall attend board meetings in person; if attendance in person is not possible, they may, in a manner compliant with the company's articles of incorporation, appoint another director to attend in their place.

A director appointing another director to attend a board meeting in his or her place shall in each case give to that director a written proxy stating the scope of authorization with respect to the reasons for meeting.

A proxy under the preceding two paragraphs may accept a proxy from one person only.

Article 7: In case a meeting of the board of directors proceeds via video conference, directors taking part in such a video conferencing shall be deemed to have attended the meeting in person. The audio or video tape recorded the contents of the meeting shall be a part of the meeting minutes and preserved on a permanent basis.

Article 8: When holding a meeting of the board of directors, a company may, as necessary for the agenda items of the meeting, notify personnel of relevant departments or subsidiaries to attend the meeting as nonvoting participants.

When necessary, the company may also invite certificated public accounts, attorneys, or other professionals to attend as nonvoting participants and to make explanatory statements, provided that they shall leave the meeting when deliberation or voting takes place.

Article 9: When the time of a meeting has arrived and one-half all board directors are not present, the meeting chair may announce postponement of the meeting time, provided that only two postponements.

The proceedings of a board of directors meeting shall be conducted in a predetermined order of agenda items as stated in the meeting notice. However, the order may be changed with the approval of a majority of directors present at the meeting.

When there's any different opinion occurs, the chair should allow it to be discussed sufficiently among directors, then the chair may announce the discussion closed and bring the matter to vote.

When a matter comes to a vote, if upon inquiry by the chair no director from all presenting directors voices an objection, the matter is deemed approved, as if it has been approved by vote.

Article 10: The chairman will assign certain person to count the votes cast by the directors on a resolution, and all directors present in the meeting should act as the vote supervisors.

Article 11: One seat of director is obliged to represents one vote. Unless it is otherwise provided in Company Act, Securities Exchange Act or the Company's Articles of Incorporation, all the resolutions shall be adopted at a board of directors' meeting only when it is attended by a majority of directors and at which meeting a majority of the directors present vote in favor of such resolution.

Article 12: Directors should observe high level of self-discipline. If any director or a juristic person represented by a director is an interested party with respect to any agenda item,

the director shall state the important aspects of the interested party relationship at the respective meeting. When the relationship is likely to prejudice the interests of the company, the director may not participate in discussion or voting on that agenda item, and further, shall enter recusal during discussion and voting on that item and may not act as another director's proxy to exercise voting rights on that matter.

The provisions of Article 180, paragraph 2 of the Company Act, as applied mutatis mutandis under Article 206, paragraph 3 of that Act, apply to resolutions of board of directors meetings when a board director is prohibited by the preceding paragraph from exercising voting rights.

Article 13: A company shall record on audio or video tape the entire proceedings of a board of directors meeting, and preserve the recordings for at least five years, in electronic form or otherwise.

The meeting minutes shall truthfully record the attendance of directors at the meeting, proposals and summary of the comments, the name of any director that is an interested party as referred to in paragraph 1 of the preceding article, an explanation of the important aspects of the relationship of interest, the reasons why the director was required or not required to enter recusal, and the status of their recusal; opinions expressing objections or reservations at the meeting that were included in records or stated in writing; and any opinion issued in writing by an independent director, any objections or reservations, any opinion issued in writing by an independent director, the resolution method and result, provisional motions' resolution method and result.

A copy of the minutes shall be distributed to each director, supervisor and related attendance within 20 days after the meeting and well preserved as important company records during the existence of the company.

Any of the following matters in relation to a resolution passed at a meeting of the board of directors shall be stated in the meeting minutes and within two days of the meeting be published on an information reporting website designated by the competent authority:

1. Any matter about which an independent director expresses an objection or reservation that has been included in records or stated in writing.
2. If the company has an audit committee, any matter that has not been passed by the audit committee, but has been adopted with the approval of two-thirds or more of all board directors without having been passed by the audit committee.

The production and distribution of the meeting minutes may be done in electronic form.

Article 14: These Rules shall apply mutatis mutandis to rules for the conduct of managing directors' meeting.

Article 15: For items not provided in the Rules, the Company Act, Securities Exchange Act, the Company's Articles of Incorporation, and other relevant laws and regulations shall govern.

Article 16: These Rules shall come into effect after being approved by the board of directors' meeting, as shall any revisions hereto.

Article 17: The Rules were drawn up on June 6, 2003 in compliance with the ordinance promulgated by the Securities and Futures Commission on December 10, 2002 and underwent the

First amended on June 1, 2004,

Second amended on April 27, 2006,

Third amended on March 22, 2007,

Forth amended on February 25, 2008,

Fifth amended on February 24, 2012, and

Sixth amendment on February 25, 2013

Seventh amendment on November 09, 2017

## Procedure for the Acquisition or Disposal of Assets(Before Amendment) Princeton Technology Corp.

### Article 1: Objectives and Legal Basis

This Procedure has been drawn up in order to strengthen the Company's asset management and increase transparency, in accordance with Regulations Governing the Acquisition and Disposal of Assets by Public Companies issued by Financial Supervisory Commission (hereinafter referred to as the "FSC").

### Article 2: For the purposes of this Procedure, the term "assets" includes the following:

1. Stocks, government bonds, corporate bonds, financial debentures, domestic beneficiary certificates, overseas mutual funds, depository receipts, warrants, beneficiary securities, asset-backed securities and other long-term and short-term investment vehicles.
2. Real property (including land, houses and buildings, investment property, and rights to use land) and equipment.
3. Membership certificates.
4. Patents, copyrights, trademarks, permits and other intangible assets.
5. Debts owed by financial institutions (including receivables, bills purchased and discounted, and loans outstanding).
6. Derivatives.
7. Assets obtained through lawful mergers, spin-offs, acquisitions or transfer of equity.
8. Other important assets.

### Article 3: Appraisal Procedures

1. When deciding whether to acquire or dispose of marketable securities that are not tradable on the stock exchange or through a securities broker, factors to be considered include the net value per share, earning ability, future growth potential, current market interest rates, bond coupon rates, the credit-worthiness of the borrower, and the current transaction price.
2. When deciding whether to acquire or dispose of marketable securities that are tradable on the stock exchange or through a securities broker, the decision should be made on the basis of the current equity or bond price.
3. When acquiring or disposing of assets other than the types of asset referred to in (1) and (2) above, the acquisition or disposal may be performed through price inquiry, price comparison, price negotiation or open tender. Factors to be considered include the publicly announced reference price, the appraised value, the actual transaction prices of neighboring property (in the case of real estate property), etc. In the case of asset where, in accordance with the provisions of this Procedure, the acquisition or disposition of the assets requires public announcement or reporting, an appraisal report should be obtained from a specialist appraisal firm.

### Article 4: Procedures for the Acquisition or Disposal of Assets

1. When planning to acquire or dispose of assets, the department in question should

submit an appraisal report (including the reasons for the acquisition or disposal, the assets to be acquired or disposed of, the parties to the transaction, the transfer price, the terms of payment, reference prices, etc.) to the department responsible for making the decision. Acquisition or disposal of the assets in question will then be implemented by the Administration Department in accordance with the provisions of the Company's internal controls system and this Procedure.

2. The Finance Department shall be responsible for implementing long- and short-term investment in marketable securities. In the case of real estate property and other fixed assets, the department responsible for implementing the acquisition or disposal shall be the department that has been or will be using the assets, along with any other relevant departments. In the case of real estate property and equipment, the department responsible for implementing the acquisition or disposal shall be the department that has been or will be using the assets, along with any other relevant departments. In the case of assets other than marketable securities, real estate property or equipment, acquisition or disposal may not be undertaken until appraisal has been performed by the implementing department and other relevant departments.

Article 5: Authorization

The authority to approve purchase or sale relating to short- or long-term investment in marketable securities shall be determined according to the provisions of the Rules Governing Investment Operations. The authority to approve the purchase or sale of other types of assets shall be determined in accordance with the Table Showing Scope of Authority.

Article 6: Limits on Investment

The Company may purchase real estate and right to use assets and marketable securities that will not be used for operational purposes. Total investment in such assets may not exceed 80% of the Company's total assets. Investment in marketable securities may not exceed 80% of the Company's total assets, and the total value of investment in any individual stock in which the Company has invested may not exceed 20% of the Company's total assets.

Article 7: When acquiring or disposing of marketable securities, the Company shall, prior to the date of occurrence of the event, obtain a copy of the target company's financial statements (audited or reviewed by a certified public accountant) to serve as a reference for price appraisal. Where either of the following apply, and the transaction value exceeds 20% of the Company's total assets or NT\$300 million (whichever is lower), a certified public accountant shall, prior to the date of occurrence of the event, provide their opinion as to whether the transaction price is acceptable. 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 ROC Accounting Research and Development Foundation (ARDF).

1. When acquiring or disposing of marketable securities that are not tradable on the stock exchange or through a securities broker.
2. When acquiring or disposing of privately placed securities.

Article 8: When acquiring or disposing of real estate property or other fixed assets (not including transactions with government institutions, contracted construction on land owned by the Company, contracted construction on land rented by the Company, and the acquisition or disposal of machinery and equipment used for operational purposes), if the transaction value exceeds 20% of the Company's paid-in capital or NT\$300 million (whichever is lower), an appraisal report shall, prior to the date of

occurrence of the event, be obtained from a specialist appraisal firm, and the following requirements must be met.

If the real estate, equipment or right to use assets is obtained or disposed of, except for transactions with domestic government agencies, construction of local land, construction of land leases, or acquisition or disposal of equipment for business use or right to use assets, ..., and meet the following requirements

1. For special reasons, when the price is limited, the specific price or the special price is used as the reference basis for the transaction price, the transaction shall be approved by the board of directors first and so the change in the transaction conditions.
2. If the transaction value is NT\$1 billion or higher, appraisal reports should be obtained from at least two specialist appraisal firms.
3. If either of the following applies to the appraisal report obtained from the specialist appraisal firm, 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, an accountant should be asked to handle the matter in accordance with the provisions of Statement of Financial and Accounting Standards No. 20 issued by the Accounting Research and Development Foundation, and to give an opinion regarding the reasons for the disparity and the acceptability of the transaction price:
  - A. If the disparity between the appraisal result and the actual transaction price is 20% or higher.
  - B. If the disparity between the appraisal reports obtained from two or more appraisal firms and the actual transaction price is 20% or higher.
4. The contract date may not be more than three months later than the date on which the appraisal report was issued by the professional appraiser. If, however, the same publicly announced land value continues to apply, then the original appraisal firm may submit an opinion, provided that not more than six months have elapsed.

Article 9: The company obtains or disposes of the intangible assets, right to use assets or membership card transaction amount up to 20% of the company's paid-in capital or NT\$300 million, except for transactions with domestic government agencies, should be asked to give their opinion as to whether the transaction price is acceptable. The accountant should handle the matter in accordance with the provisions of Statement of Financial and Accounting Standards No. 20 issued by the Accounting Research and Development Foundation.

Article 9-1: The calculation of the transaction amounts referred to in the preceding three articles shall be done in accordance with Article 22, paragraph 2 herein, and "within the preceding year" as used herein refers to the year preceding the date of occurrence of the current transaction. Items for which an appraisal report from a professional appraiser or a CPA's opinion has been obtained need not be counted toward the transaction amount.

Article 10: When acquiring or disposing of assets through repossession, the documentary evidences issued by the court may be used in place of an appraisal report or accountant's opinion.

Article 11: When a public company engages in any acquisition or disposal of assets from or to a related party, in addition to ensuring that the necessary resolutions are adopted and the reasonableness of the transaction terms is appraised, if the transaction amount

reaches 10 percent or more of the company's total assets, the company shall also obtain an appraisal report from a professional appraiser or a CPA's opinion in compliance with the provisions of the preceding Section and this Section. The calculation of the transaction amount referred to in the preceding paragraph shall be made in accordance with Article 9-1 herein. When determining whether the other party in a transaction should be classed as an affiliate, the real nature of the relationship should be considered in addition to the legal status of the relationship.

Article 12: The company's valuation report or the opinion of an accountant, lawyer or securities underwriter, the professional valuer and its appraisers, accountants, lawyers or securities underwriters shall meet the following requirements:

1. No violation of this Law, company law, banking law, insurance law, financial holding company law, commercial accounting law, or fraud, breach of trust, encroachment, forgery of documents or business crimes, subject to more than one year imprisonment determine. However, if the execution is completed, the probation period expires or the pardon has been completed for three years, this is not the limit.
2. The situation in which the party to the transaction may not be a related person or a person with a substantive relationship.
3. If the company should obtain the valuation report of two or more professional valuers, different professional valuers or appraisers may not be related to each other or have substantive relationships.

When issuing the valuation report or opinion, the personnel of the preceding paragraph shall handle the following matters:

1. Before undertaking a case, you should carefully assess your professional ability, practical experience and independence.
2. When checking the case, the appropriate operational procedures should be properly planned and implemented to form a conclusion and a report or opinion should be issued accordingly; and the procedures, data collected and conclusions will be published in the working paper of the case.
3. The source, parameters and information of the materials used shall be evaluated item by item for completeness, correctness and reasonableness as the basis for the issuance of valuation reports or opinions.
4. The matters of declaration shall include the professionalism and independence of the relevant personnel, the information used for evaluation shall be reasonable and correct, and the relevant laws and regulations shall be followed.

Article 13: The Company obtains or disposes of the real property or right to use assets from the related party, or acquires or disposes of other assets other than the real property or right to use assets with the related party and the transaction amount reaches 20% of the company's paid-in capital, 10% of the total assets or above NT\$300 million. In addition to buying and selling domestic government bond, ....

1. The purpose for which the assets is being acquired or disposed, the necessity of the transaction, and the anticipated benefits.

2. The reason for undertaking the transaction with an affiliate.
3. Obtaining real estate or right to use assets from related parties and assessing the reasonableness of the predetermined trading conditions according to regulations.
4. Details of the date on which the affiliate originally acquired the assets, the price paid, the other party or parties to the transaction, and the relationship between the other party or parties and the affiliate or the Company.
5. A table showing monthly expenditure and receipts forecasts for a period of one year after the month in which the acquisition agreement is expected to be signed, along with an appraisal of the necessity for the transaction and its acceptability in terms of cash utilization.
6. An appraisal report from a professional appraiser or a CPA's opinion obtained in compliance with the preceding article.
7. Any restrictive clauses applying to the transaction, and any other important matters relating to the transaction agreement

The company and the parent and subsidiary companies, or subsidiaries that directly or indirectly hold 100% of the issued shares or total capital engage in the following transactions with each other (1) Obtain or dispose of the equipment for business use Or its right to use assets, (2) acquire or dispose of real estate use rights assets for business use. The board of directors may authorize the chairman to make a decision within a certain amount and then report to the board of directors for the most recent period.

The calculation of the transaction amounts referred to in the preceding paragraph shall be made in accordance with Article 22, paragraph 2 herein, 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. With respect to the acquisition or disposal of business-use equipment between a public company and its parent or subsidiaries, the company's board of directors may delegate the board chairman to decide such matters when the transaction is within a certain amount and have the decisions subsequently submitted to and ratified by the next board of directors meeting.

Article 14: The Company obtain the real estate or its right to use assets from related parties and shall assess the reasonableness of the transaction costs in the following manner, and shall contact the accountant for review and express specific opinions.

1. Calculate the necessary capital interest and the cost that the buyer should bear according to the transaction price of the related person. The so-called necessary capital interest cost is calculated based on the weighted average interest rate of the borrowings of the company's assets purchased in the year, but it shall not be higher than the non-financial industry maximum borrowing rate announced by the Ministry of Finance.
2. If the related person has set the mortgage borrower to the financial institution with the subject matter, the financial institution shall estimate the total value of the loan of the subject matter, but the cumulative value of the actual loan lending by the financial institution to the subject matter shall reach the total evaluation of the

loan. More than 70% of the value and the loan period have been more than one year. However, financial institutions and one party to the transaction are related to each other are not applicable.

If the land and houses of the same target are purchased or leased together, the transaction costs shall be assessed for each of the land and houses in accordance with any of the methods listed in the preceding paragraph. In any of the following circumstances, it shall be handled in accordance with the provisions of the preceding article. The first three provisions shall not apply:

1. The related party obtains real estate or right to use assets due to inheritance or gift.
2. The time for the related parties to contract to obtain real estate or right to use assets has been more than five years from the date of the transaction.
3. The Company and its parent, subsidiary, or subsidiaries that directly or indirectly hold 100% of the issued shares or total capital, acquire the right to use real estate assets for business use.

Article 15: The company obtains real estate or right to use assets from related parties. If the evaluation result is lower than the transaction price in accordance with the regulations, the following matters shall be handled:

1. The difference between the transaction price of the real estate or right to use assets and the cost of the assessment.....
2. The independent board members of the Audit Committee shall be handled in accordance with Article 218 of the Company Law.
3. The first two treatment situations should be reported to the shareholders meeting

The Company shall provide a special surplus reserve in accordance with the provisions of the preceding paragraph. Assets that should be purchased or rent at a high price have been recognized as a loss, punishment, terminate the lease, or properly compensated or reinstated.

Where the Company has established a special reserve in accordance with the provisions of the preceding paragraph, this special reserve may not be used until assets purchased at a high price have been recorded as having experienced a loss due to fall in market value, been disposed of, compensated for, or restored to original condition, or else there is some other evidence to confirm that it is appropriate to use the special reserve. The approval of the competent authority for securities is also required before using a special reserve of this type.

If, where the Company obtains real estate property from an affiliate, there is any other evidence indicating that the transaction does not conform to normal business practice, then the matter should be handled in accordance with the provisions of the previous two paragraphs.

Article 16: If the Company engages in the trading of financial derivatives, this should be undertaken in accordance with the Company's Procedures for Handling Financial Derivatives Transactions. Special attention should be paid to risk management and auditing, and care must be taken to ensure that the internal controls system is

functioning properly.

Article 17: If the Company undertakes a merger, spin-off, acquisition or equity transfer, before the decision to undertake it is made by the board of directors, an accountant, attorney or securities broker should be asked to give an opinion regarding the acceptability of the equity ratios, purchase price, and any distribution of cash or other property to shareholders. This opinion should be submitted to the board of directors for discussion and approval. Consolidated by the Company directly or indirectly holds 100% of the issued shares or the total amount of capital of the subsidiary, or the company directly or indirectly holds 100% of the issued shares or the total amount of capital between the subsidiaries of the merger, the Company can not obtain the expert issued a reasonable opinion.

Prior to the holding of the shareholders meeting, the main contents of the merger, spin-off or acquisition agreement and any related matters should be compiled in a document to be presented to shareholders, along with the expert opinion referred to in the previous paragraph and the notification of the convening of the shareholders meeting, so that shareholders can refer to these documents when deciding whether or not to approve the merger, spin-off or acquisition.

The following requirements do not apply in the case of mergers, spin-offs or acquisitions where there is no legal requirement for the plan to be approved by the shareholders meeting.

In the event that, because the number of shareholders or votes attending is insufficient, or for some other legal reason, any of the companies involved in a merger, spin-off or acquisition is unable to hold a shareholders meeting, or the shareholders meeting is unable to reach a decision, or the proposal is rejected by the shareholders meeting, then the companies involved in the merger, spin-off or acquisition should immediately issue a public statement explaining the reason for this situation, how the matter will be dealt with, and when the next shareholders meeting will be held.

Article 18: All persons who participate in or know the company's merger, division, acquisition or share transfer plan shall submit a written confidentiality pledge, and the contents of the plan shall not be disclosed to the public before the information is disclosed, nor shall it be disclosed. Shares of all companies related to mergers, divisions, acquisitions or share transfer cases and other securities of an equity nature may be purchased or sold on their own or in the name of others.

Article 19: If the Company undertakes a merger, spin-off, acquisition or equity transfer, no alteration may be made to the equity ratios or purchase price unless any of the following apply and the merger, spin-off, acquisition or equity transfer agreement contains a provision allowing such alteration.

1. Where the Company implements a cash capital increment, issues convertible bonds, implements a free share issue, issues warrant bonds, issues preferred shares with warrants, issues stock warrants, or issues other equity-type marketable securities.
2. Where the Company disposes of a major asset that could have a significant impact on the Company's financial operations.
3. Where a major disaster or major technological upheaval occurs that could affect the rights of the Company's shareholders or affect the Company's share price.
4. Where any of the companies involved in a merger, spin-off, acquisition or equity transfer undertakes the legal repurchase of treasury stock.
5. Where there is any increase, decrease or change in the entities or number of

enterprises participating in a merger, spin-off, acquisition or equity transfer.

6. Where the agreement in question contains a clause permitting alteration, and where this has already been disclosed.

Article 20: If the Company undertakes a merger, spin-off, acquisition or equity transfer, the agreement should clearly specify the rights and obligations of each party, and should clearly state the following:

1. How any breach of contract will be dealt with.
2. The principles for handling already issued equity-type securities issued by a company that will cease to exist as the result of a merger or which is being split up, and treasury stock that has been repurchased by such a company.
3. The principles for handling the situation where one of the companies involved in a merger, spin-off, acquisition or equity transfer is allowed by law to repurchase treasury stock after the date on which the transfer of equity takes place, and the amount of treasury stock that may be repurchased.
4. The method for handling any increase, decrease or change in the entities or number of enterprises participating in a merger, spin-off, acquisition or equity transfer.
5. The anticipated implementation schedule for the merger, spin-off, acquisition or equity transfer, including the anticipated date of completion.
6. The anticipated date for convening of a shareholders meeting as required by law in the event that the plan is not completed on schedule, along with details of the other relevant procedures for handling such an eventuality.

Article 21: If, after the plans for a merger, spin-off, acquisition or equity transfer have been made public, one of the companies concerned wishes to undertake a merger, spin-off, acquisition or equity transfer with a company not included in the original plan, then unless the number of companies involved in the merger, spin-off, acquisition or equity transfer will fall as a result, and unless the shareholders meeting has already authorized the board of directors to make such an alteration without the need for a shareholders meeting to be convened to re-approve the altered plan, then all of the companies participating in the merger, spin-off, acquisition or equity transfer must perform all of the procedures and legal actions required by the original merger, spin-off, acquisition or equity transfer plan once again.

Article 22: Announce and report

When the Company acquires or disposes of assets, any of the following apply, then announcement and reporting of the acquisition or disposal should be made on the website designated by the competent authority for securities, and using the required format, within two days commencing immediately from the date on which the acquisition or disposal took effect:

1. Acquisition or disposal of real property from or to a related party, or acquisition or disposal of assets other than real property from or to a related party where the transaction amount reaches 20 percent or more of paid-in capital, 10 percent or more of the company's total assets, or NT\$300 million or more; provided, this shall not apply to bonds with purchase or buy back the domestic securities investment trust issued by the money market fund.
2. Where the Company undertakes a merger, spin-off, acquisition or equity transfer.
3. Where the losses sustained by the Company in a derivatives transaction or transactions reach or exceed the upper limit specified by the Procedures for

Handling Financial Derivatives Transactions for either a single transaction or all transactions combined.

4. Where an asset transaction or debt disposal by a financial institution or an investment in the mainland China other than the three categories listed above involves a transaction amount in excess of 20% of the Company's paid-in capital or NT\$300 million (whichever is lower), except where any of the following apply:
  - A. The purchase or sale of government bonds.
  - B. For the purpose of investing as a professional, buying and selling securities at the securities office or securities business premises at home or abroad, or by subscribing to the general corporate bonds and general financial bonds not involved in the equity interest in the domestic primary market, or by the securities firm for the underwriting business need, as a cabinet company counseling recommended securities firms by the consortium of the Republic of China Securities counter trading center to subscribe for the securities.
  - C. The bond with the repurchase and resale condition, purchase or buy back the domestic securities investment trust issued by the money market fund.
  - D. Where the assets being acquired or disposed of constitute equipment for operational use, the other party in the transaction is not an affiliate, and the transaction value is less than NT\$500 million.
  - E. Where the assets being acquired or disposed of constitute machinery or equipment for operational use, the other party in the transaction is not an affiliate, and the transaction value is more than NT\$500 million.
  - F. Where real estate property is obtained through projects involving contracted construction on the Company's own land, engaging others to build on rented land, cooperative building where the units constructed are then split between the parties concerned, cooperative building where each party receives a share of the profits, or cooperative building where each party separately sells a portion of the units, and where it is estimated that the amount spent by the Company will not exceed NT\$500 million.

For the above purposes, transaction value shall be calculated as follows:

- A. According to the value of each individual transaction.
- B. The cumulative transaction value for all acquisition or disposal of the same category of assets involving the same counter-party over a period of one year.
- C. The cumulative transaction value for acquisition or disposal of assets relating to the same development project over a period of one year (with cumulative totals for acquisition and disposal being calculated separately).
- D. The cumulative transaction value for purchase and sale of the same marketable security over a period of one year (with cumulative totals for purchase and sale being calculated separately).

The "period of one year" referred to above shall be the period of one year ending on the date on which the present transaction took effect. Transactions that have already been publicly disclosed in accordance with the provisions of this Procedure need not be included in the calculations.

The Company shall, on or before the 10<sup>th</sup> day of each month, upload the details of its own derivatives transactions and those of its subsidiaries (excluding domestic public companies) during the period up until the end of the previous month onto the website designated by the competent authority for securities using the required format.

If any of the items that the Company is required to disclose contain errors or omissions, a new disclosure should be made of all of the items in question.

Where the Company obtains or disposes of assets, the relevant contracts, minutes, record books, appraisal reports, and accountant's, attorney's or securities broker's opinions should be retained by the Company for a period of at least five years, except where otherwise required by law.

#### Article 23: Deadlines for Disclosure and Reporting

If any of the following apply to a transaction that the Company has disclosed or reported in accordance with the provisions of the preceding article, the relevant information should be disclosed on the website specified by the competent authority for securities within two days commencing immediately from the date of occurrence of the event:

1. Where the original contract has been modified, terminated or voided.
2. Where a merger, spin-off, acquisition or equity transfer is not completed by the scheduled date.
3. Change to the originally publicly announced and reported information.

#### Article 24: Rules Governing the Acquisition or Disposal of Assets by Subsidiaries

1. Where one of the Company's subsidiaries acquires or disposes of assets, unless the subsidiary in question is a specialist investment firm, the parent company's regulations governing the acquisition and disposal of assets should be adhered to.
2. If the subsidiary is not a domestic public company, then if the amount of assets being acquired or disposed of is such as to require disclosure (according to the provisions of Article 22 above), then this disclosure should be handled by the parent company.
3. When determining whether the acquisition or disposal of assets by a subsidiary should be disclosed, the determination of whether the assets in question amount to 20% of the company's paid-in capital or 10 percent of the total assets should be based on the parent company's paid-in capital or total assets.

The term "subsidiary" is used to refer to companies in which the Company directly holds a share of more than 50% of the voting stock, or in which the Company indirectly holds a share of more than 50% of the voting stock through its subsidiaries, or in which the Company's direct holdings and its indirect holdings through subsidiaries together amount to more than 50% of the voting stock.

#### Article 25 Penalties

If any of the Company's managers or other personnel violate any of the provisions of "Regulations Governing the Acquisition and Disposal of Assets by Public Companies" issued by the competent authority for securities or violate any of the provisions of this Procedure, then depending on the severity of the violation the case may be reported to the board of directors.

#### Article 26 Disclosure in the Company's Financial Statements

If the Company acquires or disposes of assets where the amount of assets being acquired or disposed of is such as to require disclosure (according to the provisions of Article 22 above), and if the other party in the transaction is an entity with which

the Company has a material relationship, then any items requiring disclosure should be disclosed in the Company's financial statements in the form of a note, and should also be reported to the shareholders meeting.

**Article 27: Implementation and Revision**

The procedure shall be approved by Audit Committee, the Board of Directors, and the Shareholders' Meeting; as shall any revisions hereto.

If any director raises an objection to any aspect of this Procedure, and if there is any written or other record of this objection, then the Company should submit this dissenting opinion to Auditing Committee and the Shareholders' Meeting for discussion, as shall any revisions hereto. When discussing this Procedure, the board of directors should give full weight to the views of all non-executive directors; whether each director approves or disapproves, and their reasons for disapproving if they do disapprove, should be recorded in the minutes of the board meeting.

**Article 28: This Procedure was drawn up on June 6, 2003 in accordance with the ordinances set forth by Securities and Futures Commission on December 10, 2002 and underwent the**

First amendment on June 1, 2004;

Second amendment on June 13, 2007;

Third amendment on June 13, 2008;

Forth amendment on June 18, 2012;

Fifth amendment on June 11, 2014; and

Sixth amendment on June 14, 2017.

Seventh amendment on June 18, 2019.

## Regulations for Election of the Directors(Before Amendment) Princeton Technology Corp.

Article 1: The directors of this Company shall be elected in accordance with the rules specified herein, except as otherwise provided by laws or regulations.

Article 2: The Company's independent directors' election should be limited and excluded the government agency or the representative of legal entities mentioned on the article 27 of Company Act, and complied with the article 14-2 of "Securities and Exchange Act".

Article 3: The Company's independent directors shall be elected by adopting the candidate nomination system and shareholders elect independent directors from the list of candidates.

The Company, complied with the provision of Article 192-1 of the Act of Incorporation, shall make a prior announcement of receiving nominations of independent director candidates, proceed with a formal review of the candidates, announce the qualified candidates' information and response the review results.

The Company is subject to the provisions of the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies to follow the independent directors' evaluation of the professional qualification requirements, prohibited items and side job conditions and the limitation of their status change.

Article 4: The following relationships may not exist among more than half of the Company's directors:

1. A spousal relationship.
2. A familial relationship within the second degree of kinship.

Article 5: The Company's directors should be elected through single-named cumulative voting. The voter information may be replaced by the present certificate card number on the ballot.

Unless otherwise provided in applicable laws and regulations or the Articles of Incorporation of the Company, in election of the Company's directors, each share is entitled to the voting rights equivalent to the number of directors to be elected.

The election of independent directors and non-independent directors shall be held together, however, the number of independent directors and non-independent directors elected shall be calculated separately.

Article 6: The board of directors shall be elected by the shareholders' meeting on the list of directors' candidates in accordance with nomination system. The candidates who receive the most votes for the position of director shall win the election, and such number shall be in compliance with the number of positions for director set forth in the Articles of Incorporation. If two or more candidates receive the same number of votes beyond a quota, the winner shall be determined through lot-drawing. The lot may be drawn by the chairman on behalf of the absentees.

If the elected Directors are identified as disqualified according to the rules specified herein or applicable rules, the vacancy position will be substituted by the candidate who acquires the number of votes secondarily.

When there are some disqualified ones among the directors, the disqualified one who

receives the lowest number of votes shall be deemed invalid.

Article 7: At the beginning of the election, the Chairman shall appoint several persons with shareholder identity to check and record the ballots.

Article 8: The board of directors shall prepare the same number votes as the quota of directors' number. The number of the votes shall be stated on the ballot and give to the shareholders present the general shareholders' meeting.

The board of directors shall prepare the ballot box which shall be examined by the inspectors in public during directors' election.

Article 9: If the candidate is a shareholder of this Company, voters shall fill in the "candidate" column the candidate's name and shareholder's number. If the candidate is not a shareholder of this Company, voters shall fill in the "candidate" column the candidate's name and the candidate's ID number. If the candidate is a government agency or a legal entity, the full name of the government agency or the legal entity or the name(s) of their representative(s) should be filled in the column.

Article 10: Ballots shall be deemed void under the following conditions:

1. Ballots not prepared by this Company;
2. Blank ballots not completed by the voter;
3. The writing being unclear and illegible or been altered;
4. If the candidate is a shareholder of this Company, the name or shareholder's number of the candidate filled in the ballot inconsistent with the shareholders' register. If the candidate is not a shareholder of this Company, the name or ID number of the candidate filled in the ballot is incorrect;
5. Ballots with other written characters or symbols in addition to candidate's name, shareholder's number (ID number) and the number of votes cast for the candidate;
6. The name of the candidates filled in the ballots being the same as another candidate's name and the respective shareholder's numbers (ID numbers) not being indicated to distinguish them;
7. The number of candidates filled in the ballot being two or more.

Article 11: The ballots should be calculated during the meeting right after the vote casting and the results of the election should be announced by the Chairman at the meeting.

Article 12: The board of directors shall issue notifications to the director elected.

Article 13: For items not provided in the Rules, the Company Act, Articles of Incorporation and other relevant laws and regulations shall govern.

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

Article 15: This Regulation was passed by general shareholders' meeting on November 27, 1987 and underwent the

First amendment on July 4, 2001,

Second amendment on May 17, 2002,

Third amendment on June 12, 2006 and

Forth amendment on June 13, 2008.

Fifth amendment on June 14, 2017

## Shareholdings of All Directors Princeton Technology Corp.

Title	Name	Shares held when elected		Shares held currently	
		No. of shares	Percentage	No. of shares	Percentage
Chairman	Chiang Chang-An	11,557,256	6.39%	11,557,256	6.39%
Director	Hsin Hsin Co., Ltd. Representative: Chen Sheng-Chieh	6,895,197	3.81%	6,895,197	3.81%
Director	Hsin Hsin Co., Ltd. Representative: Hsiao Wu-Hsing				
Director	National Chiao Tung University Representative: Chen Wei-Kuo	1,225	0.00%	1,225	0.00%
Independent Director	Ma Yu-Feng	0	0.00%	0	0.00%
Independent Director	Wu Hsueh-Min	0	0.00%	0	0.00%
Independent Director	Tsai Yi-Chen	0	0.00%	0	0.00%
Total shares and percentage held by all directors				18,453,678	10.20%

### Explanation:

1. The cutoff day for calculating the shareholding of directors is April 18, 2022, the record date for suspension of title transfer registration for the purpose of 2022 general shareholders' meeting.
2. The Company's paid-in capital is NT\$1,809,436,750 with 180,943,675 issued and outstanding.
3. Pursuant to Article 26 of the Securities Exchange Act and relevant regulations, the collective minimum number of shares required of directors is 10,856,620 shares.
4. The shares held by individual and all directors of the Company as of the record date for suspension of title transfer registration for the purpose of 2022 general shareholders' meeting are presented in the table above and have met the requirements set forth in Article 26 of the Securities Exchange Act.
5. The shares held by independent directors are excluded from the count of shares held by all directors.
6. There is no supervisors' share record available because of the Auditing Committee set on June 13, 2008.

## Actions Taken in Response to Proposals Made by Shareholders

### Explanation:

1. Pursuant to Article 172-1 of the Company Act, shareholder(s) holding one percent (1%) or more of the total number of outstanding shares of a company may propose to the company one single proposal for discussion at a general shareholders' meeting, provided that only one item shall be allowed in each proposal, and the number of words of a proposal shall be limited to not more than three hundred (300) words.
2. The Company accepted proposals from shareholders for this year's general shareholders' meeting between April 5 and April 14, 2022, and has posted this information on Market Post Observation System as required by law.
3. The Company so far has not received any proposal from any shareholder.