Stock Code: 6477



# Anji Technology Co., Ltd.

# 2024 Annual Shareholders' Meeting

**Meeting Agenda** 

(Translation)

Time: May 24, 2024

Place: Service Hall of Southern Taiwan Innovation & Research Park, MOEA No. 31, Gongye 2nd Rd., Annan Dist., Tainan City 709, Taiwan

#### 0 DISCLAIMER:

For the convenience of readers, this meeting agenda has been translated into English from the original Chinese version prepared and used in Taiwan, 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 version shall prevail.



# **Table of Contents**

I. Meeting Procedure	
II. Meeting Agenda	
(1) Report Items	
(2) Proposed Resolutions	
(3) Adjournment	4
III. Attachment	
Attachment 1 Business Report	5
Attachment 2 Audit Committee's Review Report	11
Attachment 3 Earnings Distribution Table	12
Attachment 4 2023 Directors' Remuneration Details	13
Attachment 5 Financial Statements	
IV. Appendix	38
Appendix 1 Rules of Procedure of Shareholders' Meeting	
Appendix 2 Company Policy	48
Appendix 3 Shareholding of all directors	



# **I.** Meeting Procedure

# Anji Technology Co., Ltd.

# **Procedure for the 2024 Annual General Shareholders' Meeting**

- I. Call the Meeting to Order
- II. Chairperson Remarks
- III. Report Items
- IV. Proposed Items
  - V. Special Motions
- VI. Adjournment



## **II.MEETING AGENDA**

## Anji Technology Co., Ltd.

# Procedure for the 2024 Annual General Shareholders' Meeting

Time: 9:00 a.m., May 24, Friday, 2024

Place: No. 31, Gongye 2nd Rd., Annan Dist., Tainan City 709, Taiwan

(Service Hall of Southern Taiwan Innovation & Research Park, MOEA)

### I. Call the Meeting to Order

#### **II. Chairperson Remarks**

#### III. Report Items

- (1) 2023 Business report
- (2) 2023 Audit Committee's review report
- (3) 2023 employees' profit sharing bonus and directors' compensation
- (4) 2023 Distribution of Cash Dividends from Earnings report
- (5) 2023 Directors' Remuneration Report

#### **IV. Proposed Items**

Adoption of the 2023 Business Report and Financial Statements, and the proposal for distribution.

#### **V. Special Motions**

### VI. Adjournment



## **Report Items**

- (1) 2023 Business report
  - The company's 2023 annual business report, please refer to Attachment 1.
- (2) 2023 Audit Committee's review report

  The company's 2023 annual audit Committee Check Report, please refer to Attachment 2.
- (3) 2023 Employees' profit sharing bonus and directors' compensation
  - In accordance with Article 235-1 of the Company Law and the Articles of Incorporation, the proposed employees 'profit sharing bonus and directors' compensation are NT\$ 4,970,835 and NT\$ 2,761,575 respectively, and are to be distributed in cash.
  - These amounts were approved by the Board of Directors meeting on March 7, 2024.
- (4) 2023 Distribution of Cash Dividends from Earnings report
  - i. According to Article 22 of the Company Policy, the distribution of dividends and bonuses or all or part of the statutory surplus reserve and capital reserves, if cash is distributed, authorizes the board of directors to have more than two-thirds of the directors are present, and after more than half of the directors present agree and report to the shareholders meeting.
  - ii. To proposed total dividend to shareholders is NT\$ 99,025,974. NT\$0.8 for per share. Cash dividends are calculated up to yuan, rounded down below yuan, and the total amount of abnormal zeros less than one yuan is transferred to the company's employee welfare committee.
  - iii. This case was approved by the board of directors and authorized the chairman to set the dividend base date and distribution date; if there is a change in the total number of shares of the company, the dividend rate will also be authorized to adjust the chairman.
  - iv. For matters related to the distribution of dividends, if amendments are required due to changes in laws or regulations, amendments ordered by the competent authority or due to objective circumstances, the chairman of the board shall be authorized to deal in accordance with the law.
  - v. The 2023 Earnings Distribution Proposal, please refer to Attachment 3.

#### (5) 2023 Directors' Remuneration Report

 In accordance with Article 19 of the Company's Articles of Association, directors of the Company must be paid remuneration for performing their duties regardless of the company's operating profits or losses. Directors' remuneration is determined by the

- authorized board of directors based on their participation in the company's operations and the value of their contributions, and with reference to industry standards. In addition, according to Article 22 of the company's articles of association, if the company makes a profit during the year, the board of directors shall decide to allocate no more than 2% as directors' remuneration.
- ii. The company's director's remuneration includes business execution remuneration and travel expenses. The business execution remuneration is determined based on the company's profit and future operating needs, and based on the value of its participation and contribution to the company's operations, as well as with reference to industry standards.
- iii. 2023 Directors' Remuneration Details, please refer to Attachment 4.

## **Proposed Items**

# Proposal 1:

Adoption of the 2023 Business Report and Financial Statements, and the proposal for distribution.

[Proposed by the Board]

**Explanation:** 

The Company's 2023 Individual financial report and consolidated financial report were audited by independent auditors, JI-JHEN LI and TENG-WEI WANG of Deloitte & Touche, and issued an unqualified audit report. In addition, the company's 2023 annual business report, the earnings distribution statement and the above financial report have been reviewed and completed by the company's board of directors and the company's audit committee. Please refer to Attachment 1, 2, 3,

# **Special Motions**

# Adjournment



## **Attachment 1 Business Report**

Anji Technology Co., Ltd. 2023 Business Report

The company's consolidated revenue and consolidated net profit in 2023 are NT\$1,501,814,000 and NT\$134,104,000, respectively, a decrease of 54.05% and 41.28% compared with 2022. Operational status of the solar module department. Affected by government policies, module sales dropped significantly in the second half of 2023, resulting in a decrease in revenue and profit compared with 2022. In addition, the construction of the power plant department is still in progress, and the income from electricity sales has also increased. The increase was due to the recognition of asset impairment due to project overruns, resulting in a decrease in profits compared with 2022.

Looking forward to 2023, customers' demand for power plant construction will continue to increase. In addition to new solar module production lines due to customer and market demand, we will continue to optimize factory equipment and improve manufacturing processes to meet the diversified needs of the market with the advantages of flexible production and increased production capacity. And speed up the construction of power plants. In addition to the stable development of solar energy, the development of metal 3D printing products is also accelerated to create diversified sources of income and make the company more competitive.

The following is a summary of the 2023 operating results and 2024 operating plan:

## 1. Business report for 2023:

1)Implementation results of the business plan:

In 2023, the company's consolidated net revenue will be NT\$1,501,814,000, a decrease of NT\$1,766,735,000 from NT\$3,268,549,000 in 2022, a decrease of 54.05%. Consolidated operating gross profit was NT\$432,690,000, a decrease of NT\$42,205,000 from NT\$474,895,000 in 2022, a decrease of 8.89%. Consolidated operating profit was NT\$317,171,000, a decrease of NT\$43,933,000 from NT\$361,164,000 in 2022, a decrease of 12.18%. The consolidated net profit for the



current period is NT\$134,104,000, a decrease of NT\$94,262,000 from NT\$228,366,000 in 2022, a decrease of 41.28%. The overall operation in 2023 will decline compared with that in 2022. Due to the impact of government policies, the solar module department will see a significant decline in module sales in the second half of 2023, resulting in a decrease in revenue and profit compared with 2022; the construction of the power plant department is still in progress. , the revenue from electricity sales also increased accordingly, but due to the recognition of asset impairment due to project overruns, profits fell compared with 2022.

Unit: TWD thousands, %

			Increase	The
Item	2023	2022	(decrease)	percentage
			amount	changed
Operating income	1,501,814	3,268,549	(1,766,735)	(54.05)
Operating margin	432,690	474,895	(42,205)	(8.89)
Business interest	317,171	361,164	(43,993)	(12.18)
Net profit before tax	150,669	286,586	(135,917)	(47.43)
Net profit for the period	134,104	228,366	(94,262)	(41.28)

## 2)Budget execution status:

The company has not disclosed its financial forecast for 2023, so it is not applicable.

- 3) Financial income and expenditure and profitability analysis:
  - i. Financial income and expenditure situation

Unit: TWD thousands

Item and year	2023	2022
Cash flow from operating activities	669,031	142,480
Cash flow from investing activities	(677,828)	(972,418)
Cash flow from financing activities	(635,419)	1,343,734



### ii. Profitability analysis

Analysis Project	2023	2022
Return on assets (%)	2.26	3.74
Return on equity (%)	3.94	7.52
Ratio of operating profit to paid-in capital (%)	25.62	29.80
Ratio of net profit before tax to paid-in capital (%)	12.17	23.64
Net profit rate (%)	8.93	6.99
Earnings per share (NT\$)	1.21	1.89

### 4)Research and development status

The current research and development direction of the solar module part is mainly to improve the conversion efficiency of solar cell modules, reduce product costs, develop high-efficiency modules, cooperate with ESG to develop easy-to-disassemble modules, and facilitate the subsequent module maintenance and operation, and strengthen the development and design of modules with Cooperate with customers to develop new products. The metal 3D printing part has obtained the aerospace certification AS9100 and the Ministry of Health and Welfare Medical Equipment Management System (QMS) manufacturing license. In the short term, in addition to matching the customer development schedule, it will develop consumer products, industrial aerospace, and unmanned vehicle series. In addition to the development of products such as medical equipment and medical equipment, we will continue to actively develop various application fields.

## 2. Summary of 2023 Business Plan:

## 1) Management policy and important production and marketing policies:

We are a professional module manufacturer, based on solar cell modules, continue to expand product application, continuous improvement, research and development and innovation, and continue to improve product quality, provide customer satisfaction services, and establish long-term cooperative relationships.

We have large-scale power plants. In addition to bringing stable profits to the company, more than 80% of the power plants lease the roofs of public buildings.



The power generation income can also be returned to schools and government agencies to contribute to the society.

We combines the metal powder of Circle Metal Powder Co., Ltd., a reinvested company, continues to develop in different application fields, builds upstream and downstream integration, and provides a complete solution for metal 3D printing products, which can increase future revenue. And the diversification of profits, and diversify the volatility risk of a single industry.

In terms of important production and sales policies, in terms of solar energy, we use the advantages of cooperation with equipment manufacturers to jointly carry out R&D and design of production equipment, and tailor-made production lines to maximize production efficiency and enhance product competitiveness. Maintain a good cooperative relationship with customers, develop new products according to customer needs to meet customer needs, and cooperate with research units to develop new products; and continue to invest in power plants based on capital status and good financing channels to pursue a stable source of profit for the company. In the other part of metal 3D printing, product development trials are carried out according to customer needs and product development schedules.

### 2)Estimated sales volume and its basis:

In terms of solar energy business, in 2024, the previous product sales policy will be continued, mainly selling its own brand sales, and will continue to deepen the Taiwan market in line with government policies. At the same time, depending on the funding situation, we will continue to invest in the construction of power plants. By the end of 2023, we have completed a cumulative built capacity of 108MW, and will continue to move towards 120MW built capacity in 2024. In addition, for the metal 3D printing part, the product projects that have been planned and the development schedule for matching customer products are continuing.

## 3. Future company development strategy:

We mainly produces solar cell modules and invests in solar power plants. In the solar cell module part, benefiting from the government's promotion of green



energy policies, the company continues to focus on sales in the domestic market. Develop and build competitive power plants under the conditions, increase the company's long-term stable revenue and profit, and actively and continuously deepen the application of modules and power plant products based on the feedback of power plant experience, laying the foundation for overall operation.

In addition to the continued development of the original solar energy industry, it is hoped that the mass production of metal 3D printing products will be accelerated this year to create diversified revenue sources and make the company more competitive.

4. Affected by external competition, regulatory environment and overall business environment:

In recent years, carbon neutrality, net zero emissions, ESG and other related issues have continued to receive attention, and various industries need to continue to face issues related to energy conservation and carbon reduction. At present, the government is vigorously promoting the green energy policy to achieve the goal of non-nuclear homeland, and the demand for green electricity from major enterprises is increasing day by day. The company has built the foundation and combined the company's upstream and downstream partners to continue to enhance the company's energy and strive for shareholders' rights and interests.

We pays close attention to any external changes that may affect the company's business and operational development. There is no significant external competitive environment that affects our business and operational development. Our operations are implemented in accordance with the established relevant methods and procedures, and follow the domestic foreign related laws and regulations are handled, and the operations in recent years have not had a significant impact due to changes in domestic and foreign policies and laws.

Looking back on 2023, regional conflicts such as the Ukraine-Russia war, the Israeli-Palestinian conflict and the Taiwan Strait crisis have increased. Taiwan has just completed its presidential election in January 2024. Other countries will also hold presidential elections one after another. The US presidential election



will be held in November 2024. Progress will inevitably affect the growth and decline of various economies around the world. Looking at the overall economy in 2024, it will be extremely volatile and challenging. The company's management team will respond to various changes that may occur in the future with a steady and pragmatic attitude, and deeply communicate with all employees. Recognizing the ardent expectations of shareholders for the company, looking forward to the future, we will be more active in improving operating performance and strengthening internal management in order to repay the support of shareholders. Finally,

We wish you all good health and all the best! Anji Technology Co., Ltd. Board of Directors HUANG, KUO-TUNG



## **Attachment 2 Audit Committee's Review Report**

# Anji Technology Co., Ltd. Audit Committee's Review Report

The board of directors has resolved the company's 2023 Business Report and Financial Statements, and the proposal for distribution, including financial statements (balance sheet, consolidated income statement, statement of changes in shareholders' equity, cash flow statement) and consolidated financial statements, which were appointed by the board of directors. In addition, the board of directors appointed JI-JHEN LI and TENG-WEI WANG of Deloitte & Touche to verify the visa completion and issue a verification report.

The Audit Committee is responsible for supervising the company's financial reporting process.

Visa accountant visa 2023 financial statements, communicate the following matters with this audit committee:

- 1. There are no major findings in the inspection scope and time planned by the certified public accountant.
- 2. The certified public accountant provided to the audit committee that the personnel of the accounting firm's affiliated firm subject to independence regulations have complied with the statement of independence in the professional ethics of accountants, and no other relationships that may be considered to affect the independence of accountants have not been found And other matters.
- 3. The certified accountant communicates with the audit committee on key audit matters, and the key audit matters that must be communicated in the audit report have been included in the audit report.

The 2023 Business Report and Financial Statements, and the proposal for distribution resolved by the board of directors have been verified by the Audit Committee and found that they are in compliance with relevant laws and regulations. Therefore, the report shall be prepared in accordance with Article 14-4 of the Securities Exchange Law and Article 219 of the Company Law.

Audit Committee Convener: HUANG, HSIAO-HSIN

March 7, 2024



# **Attachment 3 Earnings Distribution Proposal**

# Anji Technology Co., Ltd. Earnings Distribution Proposal

Item	Amount
Undistributed surplus at the beginning of the period	475,293,549
Net profit after tax for the current period	149,517,756
Dispose of equity instrument investments at fair value through other comprehensive gains and losses, and the accumulated gains and losses are directly transferred to retained earnings	(31,830,640)
The net profit after tax of the current period is added to the amount of items other than the net profit after tax of the current period included in the undistributed surplus of the current year	117,687,116
Less: appropriated as legal reserve (10%)	(11,768,711)
Add: Reversal of special surplus reserve	79,341,685
Earnings available for appropriation at the end of 2023	660,553,639
Allocation Items	
Cash Dividends to Shareholders (NT\$0.8 per share)	99,025,974
Un-appropriated Earnings	561,527,665

## Remarks:

- 1. The surplus distribution will give priority to the 2023 surplus.
- 2. The above-mentioned dividend distribution per share is calculated based on the number of 123,782,468 shares outstanding on March 7, 2024.



# **Attachment 4 2023 Directors' Remuneration Details**

December 31, 2023; Unit: TWD thousands

				Di	irectors'	remunera	tion					Р	art-time emp	oloye	es receive	e releva	nt remu	ıneration				Receipt of
job title	Name	Remuneration (A) pension (B)		Retirement pension (B)  Retirement pension (B)  (C)  Business execution expenses (D)			cution	of the f A, B, C a their pro	al amount four items and D and oportion to t income tax (%)	Salaries, bonuses and special expenses, etc. (E)			irement nsion (F)	employee compensatio		ion (G)	The amount items A, E, F and their proto net after t	B, C, D, d G and oportion income	remuneration from the subsidiary's external investment enterprise or the parent company			
		company in	mpanies	comp	All companies n financial reports	Our company		Our compa ny		Our company	All companies in financial reports		All companies in financial reports		companies	Cash	Stock amount	financia		Our company	All companies in financial reports	
Boar d of Direc tors	HUANG, KUO TUENG	3,250	3,250	0	0	2,762	2,762	42	42	4.51	4.51	0	0	0	0	0	0	0	0	4.51	4.51	0
Direc tor	Representative of CHINUP TECHNOLOGY CO.,- SU, TSUNG CHIN	175	175	0	0	0	0	35	35	0.16	0.16	0	0	0	0	0	0	0	0	0.16	0.16	0

n	ii				Directors'	remunerat	tion					Pa	art-time emp	oloye	es receiv	e releva	ant remu	uneration				Receipt of
											al amount our items									T h e	t o t a l of seven	remuneration from the
								Ruc	iness	A, B, C	and D and	Salarios h	onuses and							items A,	B, C, D,	subsidiary's
		Remune	eration (A)	Reti	rement	Directors'	remuneration		cution	their pro	portion to		penses, etc.		irement	emn	lovee co	mpensa	tion (G)	E, F and		external
		nemane		pen	sion (B)		(C)		nses (D)	the ne	t income		(E)	per	nsion (F)	cp	,		(0)	their pr		investment 
job title	Name							·	, ,	after	tax (%)	·	,								income	enterprise or the parent
																				arter	.ax (%)	company
		0	All	Our	All	0	All companies	Our	All companie	0	All	0		Our			ompany		panies in		All	,
		Our	companies in financial	comp	companies in financial	Our	in financial	compa	l s in	Our	companies in financial	Our	companies in financial		·	Cash	Stock	Cash	Stock	Our company	companies	
		company	reports	any	reports	company	reports	ny	financial reports	company	reports	company	reports	у	reports	amou nt			amount		reports	
Direc tor	Representative of SUNEDGE TECHNOLOGY CO.,- CHENG, PO WEN	175	175	0	0	0	0	42	42	0.16	0.16	0	0	0	0	0	0	0	0	0.16	0.16	0
Direc tor	Representativ e of HER CHANG TECHNOLOGY CO., LTD LIANG,	175	175	0	0	0	0	28	28	0.15	0.15	0	0	0	0	0	0	0	0	0.15	0.15	0
	MING CHING																					
	(Remark 2)																					

	<u>ii</u>				irectors'	remunerat	ion					Pa	art-time emp	loye	es receiv	e releva	ant remu	ıneratior	า			Receipt of
										The tot	al amount										total	remuneration
										of the	our items									amount		from the
								Rus	iness	A, B, C	and D and	Salaries h	onuses and							items A,		subsidiary's
		Remune	eration (A)	Reti	rement	Directors'	remuneration		ution	their pr	oportion to	,	penses, etc.	ret	irement	emn	lovee co	mpensa	tion (G)	E, F and	d G and	external
		Remane	ration (A)	pen	sion (B)		(C)		ises (D)	the ne	t income		E)	per	nsion (F)	Citip	noyee co	лпрепза	tion (d)	their pr	oportion	investment
job title	Name							СХРСП	13C3 (D)	after	tax (%)	(	_,							to net	income	enterprise or
																				after t	ax (%)	the parent
																						company
			All		All				All		All		All	Our	All	Our c	ompany		panies in		All	
		Our	companies	Our	companies	Our	All companies		companie	Our	companies	Our	companies	com	companies			financia	al reports	Our	companies	
		company	in financial		in financial	company	in financial	compa		company	in financial	company	in financial	pan	in financial		Stock	Cash	Stock	company	in financial	
			reports	any	reports		reports	ny	financial reports		reports		reports	у	reports	amou	amount	tamount	tamount		reports	
Direc	YANG, CHING								reports							III						
tor	WEN	175	175	0	0	0	0	42	42	0.16	0.16	0	0	0	0	0	0	0	0	0.16	0.16	0
Direc	CHUANG, CHIA																					
tor	PIN	175	175	0	0	0	0	21	21	0.15	0.15	0	0	0	0	0	0	0	0	0.15	0.15	0
Inde																						
pend																						
ent	HUANG,HSIAO	360	360	0	0	0	0	45	45	0.30	0.30	0	0	0	0	0	0	0	0	0.30	0.30	0
Direc	HSIN																					
tor																						
Inde																						
pend	Van Vivea																					
ent	Yan Yiwen	125	125	0	0	0	0	14	14	0.10	0.10	0	0	0	0	0	0	0	0	0.10	0	
Direc	(Remark1)																					
tor																						
								<u> </u>								1	1	1	1	1		

n	ii			[	Directors'	remunerat	tion					Pa	ırt-time emp	oloye	es receive	e releva	ınt remu	neration				Receipt of
job title	Name	Remune	eration (A)		rement sion (B)		remuneration (C )	exec	iness aution ases (D)	of the for A, B, C a their pro the net	our items and D and portion to income tax (%)	special exp	onuses and penses, etc. E)		irement nsion (F)	emp	loyee co	mpensat	ion (G)	their pr	of seven B, C, D, d G and oportion income	remuneration from the subsidiary's external investment enterprise or the parent company
		Our	All companies in financial reports	comp		Our	All companies in financial reports	Our compa ny	All companie s in financial reports	Our	All companies in financial reports		All companies in financial reports		companies	Cash	Stock	financia Cash	Panies in I reports Stock amount	Our company	All companies in financial reports	
Inde pend ent Direc tor	CHENG, CHUN JEN	360	360	0	0	0	0	45	45	0.30	0.30	0	0	0	0	0	0	0	0	0.30	0.30	0
Inde pend ent Direc tor	CHEN, LING HUI (Remark2)	235	235	0	0	0	0	25	25	0.19	0.19	0	0	0	0	0	0	0	0	0.19	0.19	0

Remark 1: This director will retire as the sixth director on May 30, 2023.

Remark 2: This director was newly appointed as the seventh director on May 30, 2023.



#### **Attachment 5 Financial Statements**

#### INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders Anji Technology Co., Ltd.

#### **Opinion**

We have audited the accompanying consolidated financial statements of Anji Technology Co., Ltd. (the Company) and its subsidiaries (collectively, the Group), which comprise the balance sheets as of December 31, 2023 and 2022, and the statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the financial statements, including a summary of significant accounting policies. (collectively referred to as the "consolidated financial statements").

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2023 and 2022, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission (FSC) of Taiwan, the Republic of China (ROC).

#### **Basis for Opinion**

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and the Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the 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, 2023. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matters of the consolidated financial statements for the year ended December 31, 2023 is described as follows:

The company's main revenue from the sale of solar modules. Based on the importance and auditing standards, the recognition of revenue is a significant risk. Therefore, the accountant believes that the Group recognizes the sales revenue of solar modules for specific customers. Whether or not it happens will have a significant impact on the financial statements, so the authenticity of the recognition of solar module sales revenue for specific customers is listed as a



key issue for this year's inspection. Refer to Notes 4 (14) to the Corporation's standalone financial statements for the related accounting policies and disclosures on sales revenue.

Our main audit procedures performed in regard of this key audit matter include:

- We understood the design and implementation of the procedures regarding approval of sales revenue of solar modules for specific customers.
- We verified the occurrence and validity of the specific goods and customers by confirming the customer information.
- We obtained subsequent details of the abovementioned specific goods and customers and checked whether there were any material and unusual sales returns and allowances and confirmed the appropriateness of accounting treatment and presentation.

The management at the consolidated company evaluated that the cumulative investment in development costs for certain power plants has surpassed the initial expectations, indicating potential impairment. Consequently, an impairment test was conducted, resulting in the recognition of an impairment loss of NTD 124,653 thousand. Due to the material impact of the impairment loss on the development projects of these power plants on the financial statements, and the involvement of significant accounting estimates, management's assumptions, and other critical judgments, the assessment of impairment of these assets is classified as a key audit matter. For the accounting policy and related disclosure information on asset impairment, please refer to Notes 4, 5, and 15 of the consolidated financial statements.

Our primary audit procedures for the aforementioned explanations include evaluating the professional experience, competence, and independence of the independent valuation experts appointed by management, and verifying the qualifications of these independent experts. We also assess whether the methods, assumptions, and related calculations used in the independent valuation expert's asset appraisal report are reasonable.

#### **Other Matter**

We have also audited the parent company only financial statements of Anji Technology Co., Ltd. as of and for the years ended December 31, 2023 and 2022 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 IFRS, IAS, IFRIC, and SIC endorsed and issued into effect by FSC of Taiwan, the ROC, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

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



#### Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

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

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



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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the year ended December 31, 2023 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audit resulting in this independent auditors' report are Chi-Chen Li and Teng-Wei Wang.

Deloitte & Touche Taipei, Taiwan Republic of China

March 7, 2024.

#### Notice to Readers

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



# CONSOLIDATED BALANCE SHEETS (In Thousands of New Taiwan Dollars)

(III Thousands of New Talwan Donars)		December 31 2023	.,	December 31, 2022	,
ASSETS	,	Amount	%	Amount	%
CURRENT ASSETS					
Cash (Notes 6)	\$	507,330	7	\$ 1,151,546	14
Financial assets at fair value through profit or loss - current (Notes 7 and 19)		7,851	_	5,093	_
Financial assets at amortized cost – current (Notes 9 and 34)		100,504	1	120,299	2
Contract assets – current (Notes 25)		8,162	-	970	-
Notes receivable (Notes 10 and 25)		9,181	_	14,973	_
Accounts receivable (Notes 10 and 25)		89,377	1	675,508	8
Accounts receivables from related parties (Note 10, 25 and 33)		28,344	-	27,085	-
Finance lease receivables (Note 11 and 34)		163,810	2	156,436	2
Inventories (Notes 12)		463,660	6	566,235	7
Other current assets (Note 17,27 and 33)		140,792	2	103,938	1
Total current assets		1,519,011	19	2,822,083	34
NON-CURRENT ASSETS					
Financial assets at fair value through other comprehensive income -					
non-current (Note 8 and 32)		83,960	1	110,678	1
Financial assets at amortized cost - non-current (Note 9, 16 and 34)		139,874	2	139,770	2
Investments accounted for using the equity method (Note 14 and			_		
33) Property, plant and equipment (Note 15, 33, 34 and 35)		218,157	3	208,932	3
Right-of-use assets (Note 16)		3,542,475	45	2,579,396	31
Other intangible assets		290,337	3	240,862	3
Deferred tax assets (Note 4 and 27)		633 61,379	1	826 29 422	-
Finance lease receivables - non-current (Note 11 and 34)		1,871,625	24	38,432 1,977,547	24
Other non-current assets (Note 17)		139,822	2	1,977,547	2
Total non-current assets		6,348,262	81	 5,418,088	66
TOTAL	\$	7,867,273	100	\$ 8,240,171	100
LIABILITIES AND EQUITY					
CURRENT LIABILITIES					
Short-term borrowings (Note 18 and 34)	\$	284,496	4	\$ 543,090	7
Short-term bills payable (Note 18)		-	-	159,694	2
Financial liabilities at fair value through profit or loss - current (Notes		7 206		2.000	
7 and 19) Contract liabilities – current (Note 25)		7,396 3,398	-	3,800 42,302	-
Notes payable (Note 20)		3,338	_	42,302	-
Accounts payable (Note 20)		116,905	2	304,281	4
Accounts payables to related parties (Notes 20 and 33)		1,216	-	219	-
Other payables (Note 21)		215,974	3	177,197	2
Other payables to related parties (Note 33)		1,036	-	8,428	-
Current tax liabilities (Notes 4 and 27)		37,461	-	65,441	1
Lease liabilities – current (Note 16)		25,798	-	22,728	-
Current portion of bonds payable (Notes 19)		189,073	2	-	-
Current portion of long-term borrowings (Notes 18 and 34)		400,237	5	321,141	4
Other current liabilities (Note 21 and 22)		8,864		 5,344	
Total current liabilities		1,291,854	16	 1,653,670	20

(Continued)



# CONSOLIDATED BALANCE SHEETS (In Thousands of New Taiwan Dollars)

(iii iiioasailas oi itett laittail Dollais)				
	December 3 2023	31,	December 31, 2022	,
NON-CURRENT LIABILITIES				
Bonds payable (Note 19)	\$ 949,748	12	\$ 1,124,391	14
Long-term borrowings (Note 18 and 34)	1,690,936	21	1,782,936	21
Provisions - non-current (Note 22)	88,778	1	70,788	1
Deferred tax liabilities (Notes 4 and 27)	8,400	-	7,745	-
Finance lease payables - non-current (Notes 16)	276,447	4	234,172	3
Other non-current liabilities (Note 21)	59,624	1_	59,330	1_
Total non-current liabilities	3,073,933	39	3,279,362	40
Total liabilities	4,365,787	55	4,933,032	60
EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY (Note 19 and 24) Share capital				
Ordinary shares	1,237,267	16	1,212,135	15
Certificate of right to bond exchange	558		-,,	-
Total share capital	1,237,825	16	1,212,135	15
Capital surplus	1,349,439	17	1,344,520	16
Retained earnings				
Legal reserve	134,790	2	109,992	1
Special reserve	79,341	1	54,076	1
Unappropriated earnings	592,981	7	646,571	8
Total retained earnings	807,112	10	810,639	10
Other equity	1,783		( 79,341)	( 1)
Total equity attributable to owners of the Company	3,396,159	43	3,287,953	40
NON-CONTROLLING INTERESTS	105,327	2	19,186	
Total equity	3,501,486	45	3,307,139	40
TOTAL	\$ 7,867,273	100	\$ 8,240,171	100

The accompanying notes are an integral part of the consolidated financial statements.

(With Deloitte & Touche auditors' report dated March 7, 2024)



# CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

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

		2023				2022	
		Amount		%		Amount	%
OPERATING REVENUE (Notes 25 and 33)	\$	1,501,814		100	\$	3,268,549	100
OPERATING COSTS (Notes 12, 26 and 33)		1,069,124	_	71		2,793,654	<u>85</u>
GROSS PROFIT		432,690	_	29		474,895	15
OPERATING EXPENSES (Notes 10 and 26) Selling and marketing expenses General and administrative expenses Research and development expenses Total operating expenses	_	11,065 82,901 22,630 116,596	_	1 6 1 8		17,660 80,882 15,189 113,731	1 3 4
OTHER OPERATING INCOME (Note 26)		1,077	_	<u>-</u>			
PROFIT/(LOSS) FROM OPERATIONS		317,171	_	21		361,164	11
NON-OPERATING INCOME AND EXPENSES (Note 14, 26)							
Interest income Other income Other gains and losses Share of profit or loss of associates and joint ventures	(	10,538 10,607 131,814) 3,760	(	1 1 9)	(	3,304 4,753 22,853) 916	- - -
Finance costs Total non-operating income and expenses	{	59,593) 166,502)	{_	<u>4</u> ) <u>11</u> )	{_	60,698) 74,578)	$\left\{ \frac{2}{2} \right\}$
PROFIT/(LOSS) BEFORE INCOME TAX		150,669		10		286,586	9
INCOME TAX EXPENSE (Notes 4 and 27)		16565	_	<u>1</u>		58,220	2
NET PROFIT/(LOSS) FOR THE PERIOD		134,104	_	9		228,366	7
OTHER COMPREHENSIVE INCOME Items that will not be reclassified subsequently to profit or loss: Unrealized gain/(loss) on investments in equity instruments at fair value through other comprehensive income Share of the other comprehensive income/(loss) of associates and joint ventures accounted for using		24,940		2		3,607	-
the equity method Other comprehensive income/(loss) for the period, net		24,283	-	<u> </u>	(	10,034)	
of income tax		49,223	_	3	(	<u>6,427)</u>	
TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE PERIOD	\$	183,327	_	12	\$	221,939	7
NET PROFIT/(LOSS) ATTRIBUTABLE TO: Owners of the Company Non-controlling interests	\$ (	149,517 15,413)	( _	10 <u>1</u> )	\$ (	228,903 <u>537</u> )	7 
	\$	134,104	_	9	\$	228,366	7
TOTAL COMPREHENSIVE INCOME (LOSS) ATTRIBUTABLE TO: Owners of the Company							
Non-controlling interests	\$ (	198,811 15,484)	(_	13 <u>1</u> )	\$ (	222,730 791)	7 
	\$	183,327	_	12	\$	221,939	7
EARNINGS PER SHARE (Note 28) Basic Diluted	\$	1.21 1.18			\$	1.93 1.89	
The accompanying notes are an integral part of the c	conso	olidated finan	cial s	statem	ents.		(Concluded)



# CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022 (In Thousands of New Taiwan Dollars)

	Ca	apital		Equity Attributable to	o Owners of the Compan Retained Earnings	у	Other Equity			
		Capital Collected In			•	Unappropriated	Unrealized gain/(loss) on financial assets at		Non-controlling	
	Share Capital	Advance	Capital Surplus	Legal Reserve	Special Reserve	Earnings	FVOCI	Total	Interests	Total Equity
BALANCE, JANUARY 1, 2022	\$ 1,145,376	\$ -	\$ 1,048,975	\$ 96,351	\$ 82,944	\$ 443,350	(\$ 54,077 )	\$ 2,762,919	\$ 1,981	\$ 2,764,900
Appropriation of 2021 earnings Legal reserve Special reserve	-	-	-	13,640	- ( 28,867	( 13,640 )	-	-	-	-
Cash dividends distributed by the Company	-	-	-	-	-	28,867 ( 60,000 )	-	( 60,000 )	-	( 60,000 )
Equity component of convertible bonds issued by the Company	-	-	78,194	-	-	-	-	78,194	-	78,194
Net profit/(loss) for the year ended December 31, 2022	-	-	-	-	-	228,903	-	228,903	( 537 )	228,366
Other comprehensive income/(loss) for the year ended December 31, 2022	<del></del>	<del></del>	<del>_</del>	<del>-</del>	·	<del></del>	(6,173_)	(6,173_)	(254)	(6,427)
Total comprehensive income/(loss) for the year ended December 31, 2022	<del></del>	<del></del>			<del>-</del>	228,903	(6,173_)	222,730	( 791 )	221,939
Convertible bonds converted to ordinary shares	66,759	-	217,347	-	-	-	-	284,106	-	284,106
From share of changes in equities of subsidiaries	-	-	4	-	-	-	-	4	( 4 )	-
Non-controlling interests	-	-	-	-	-	-	-	-	18,000	18,000
Disposals of investments in equity instruments designated as at fair value through other comprehensive income	-	-	-	-	-	19,091	( 19,091 )	-	-	-
BALANCE, DECEMBER 31, 2022	1,212,135	-	1,344,520	109,991	54,077	646,571	( 79,341 )	3,287,953	19,186	3,307,139
Appropriation of 2022 earnings Legal reserve										-
	-	-	-	24,799	-	( 24,799 )	-	-	-	
Special reserve  Cash dividends distributed by the Company	-	-	-	-	25,264	( 25,264 ) ( 96,971 )	-	- ( 96,971 )	-	- ( 96,971 )
Share dividends distributed by the Company	24,243	-	-	-	-	( 24,243 )	-	( 30,371 )	-	( 30,371 )
Changes in associates for using the equity method	-	-	76	-	-	-	-	76	-	76
Net profit/(loss) for the year ended December 31, 2023	-	-	-	-	-	- 149,517	-	149,517	( 15,413 )	134,104
Other comprehensive income/(loss) for the year ended December 31, 2023	<del>_</del>	<del>_</del>	<u>-</u>	<del>_</del>	<del>-</del>	<del>_</del>	49,294	49,294	( 71 )	49,223
Total comprehensive income/(loss) for the year ended December 31, 2023	<del></del>	<del></del>	<del>-</del>	<del>-</del>		149,517	49,294	198,811	( 15,484 )	183,327
Convertible bonds converted to ordinary shares	889	558	4,843	-	-	-	-	6,290	-	6,290
Non-controlling interests	-	-	-	-	-	-	-	-	101,625	101,625
Disposals of investments in equity instruments designated as at fair value through other comprehensive income		<del>-</del>	<del>_</del>	<del>_</del>	<del>-</del>	( <u>31,830</u> )	31,830	<del>-</del>	<del>_</del>	<del>-</del>
BALANCE, DECEMBER 31, 2023	<u>\$ 1,237,267</u>	\$ 558	<u>\$ 1,349,439</u>	<u>\$ 134,790</u>	<u>\$ 79,341</u>	\$ 592,981	\$ 1,783	\$ 3,396,159	<u>\$ 105,327</u>	\$ 3,501,486

The accompanying notes are an integral part of the consolidated financial statements. (With Deloitte & Touche audit report dated March 7, 2024)



# CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

(In The condense of the Table of Declining Colors)

· ·	_	2023	2022		
CASH FLOWS FROM OPERATING ACTIVITIES					
Income before income tax	\$	150,669	\$	286,586	
Adjustments for:					
Depreciation expenses		150,635		113,757	
Amortization expenses		193		260	
Net loss(gain) on financial assets and liabilities at fair value					
through profit or loss		3,080		2,110	
Interest expenses		59,593		60,698	
Interest income (Included interests revenue of finance lease)	(	187,673)	(	191,014)	
Dividend income	(	6,182)	(	3,900)	
Share of (profit)/loss of associates and joint ventures	(	3,760)	(	916)	
(Gain)/loss on disposal of property, plant and equipment	(	1,077)		-	
Write-down of inventories		5,972		10,349	
Impairment loss		124,653		-	
Recognition of provisions		5,009		16,305	
Gains on bargain purchase	(	232)		-	
Other		-	(	65)	
Changes in operating assets and liabilities					
Financial assets mandatorily classified as at fair value through					
profit or loss	,	\		467	
Contract assets	(	7,192)	,	4,760	
Notes receivable		5,792	(	10,569)	
Accounts receivable	,	588,901	(	354,741)	
Accounts receivables from related parties	(	1,259)	,	184,146	
Inventories	(	115,622)	(	208,304)	
Other current assets	(	24,950)	(	27,809)	
Finance lease receivables	,	98,548		96,993	
Contract payable	(	38,904)		16,812	
Notes receivable	(	5)		5	
Accounts payable	(	187,376)	,	10,193	
Accounts payable from related parties	,	997	(	581)	
Other payables	(	33,566)	,	18,317	
Other payable from related parties Other current liabilities	(	471) 1,601	(	14,443)	
Other current liabilities Other non-current liabilities		1,601 294	(	719 ) 2 <u>,286</u>	
Cash generated/(used) from operations	_	<u>294</u> 587,668		10,983	
Interest received		187,673		191,014	
Interest paid	1	38,689)	1	45,744)	
Income tax paid	1	67,621)	,	13,773)	
Net cash generated from operating activities	ι	669,031	}—	142,480)	
Net cash generated from operating activities	_	003,031	\	142,480)	
CASH FLOWS FROM INVESTING ACTIVITIES					
Purchase of financial assets at fair value through other					
comprehensive income	(	10,000)	(	12,781)	
Disposal of financial assets at fair value through other	•	-,,	•	, /	
comprehensive income		55,587		28,355	
Capital reduction		6,000		-	
·		•	(Con	tinued)	
			•	•	



## CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022 (In Thousands of New Taiwan Dollars)

		2023		2022
Purchase of financial assets at fair value through profit or loss	(	4,417)	(	2,825)
Disposal of financial assets at fair value through profit or loss		2,165		-
Purchase of financial assets at amortized cost		-	(	8,786)
Disposal of financial assets at amortized cost		19,691		-
Purchase of financial assets for using the equity method	(	56,700)	(	122,000)
Increase in prepayments for investment	(	1,068)		-
Acquisition of subsidiaries		12,313		-
Payments for property, plant and equipment	(	722,536)	(	862,871)
Proceeds from disposal of property, plant and equipment		14,521		-
Increase in refundable deposits	(	88)	(	36,235)
Decrease in refundable deposits		522		31,064
Decrease in other receivable from related parties		-		10,000
Purchase of intangible assets		-	(	239)
Dividends received	_	<u>6,182</u>	_	3,900
Net cash used in investing activities	( =	677,828)	( _	972,418)
CASH FLOWS FROM FINANCING ACTIVITIES				
Proceeds from short-term borrowings		1,124,496		1,303,856
Repayments of short-term borrowings	(	1,383,090)	(	1,234,574)
Increase of short-term notes	`	470,000	`	910,000
Decrease of short-term notes	(	630,000)	(	810,000)
Issuance of bonds payable	`	-	`	1,009,091
Proceeds from long-term borrowings		233,982		593,190
Repayments of long-term borrowings	(	357,522)	(	375,419)
Repayment of the principal portion of lease liabilities	ì	20,814)	ì	10,410)
Cash dividends	Ì	96,971)	(	60,000)
Increase in non-controlling interests	`	24,500	`	18,000
Net cash generated from/(used in) financing activities	(_	635,419)	_	1,343,734
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	(	644,216)		513,796
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD	_	1,151,546	_	637,750
CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD	<u>\$5</u>	607,330	<u>\$</u>	<u>1,151,546</u>

The accompanying notes are an integral part of the consolidated financial statements.

(With Deloitte & Touche auditors' report dated March 7, 2024)

(Concluded)



#### INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders Anji Technology Co., Ltd.

#### **Opinion**

We have audited the accompanying financial statements of Anji Technology Co., Ltd. (the Company), which comprise the balance sheets as of December 31, 2023 and 2022, and the statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the financial statements, including a summary of significant accounting policies. (collectively referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2023 and 2022, and its financial performance and its cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

#### **Basis for Opinion**

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

#### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the year ended December 31, 2023. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matters of the financial statements for the year ended December 31, 2023 is described as follows:

The company's main revenue from the sale of solar modules. Based on the importance and auditing standards, the recognition of revenue is a significant risk. Therefore, the accountant believes that Anji Technology Co., Ltd. recognizes the sales revenue of solar modules for specific customers. Whether or not it happens will have a significant impact on the financial statements, so the authenticity of the recognition of solar module sales revenue for specific customers is listed as a key issue for this year's inspection. Refer to Notes 4 (13) to the Corporation's standalone financial statements for the related accounting policies and disclosures on sales revenue.

Our main audit procedures performed in regard of this key audit matter include:

- We understood the design and implementation of the procedures regarding approval of sales revenue of solar modules for specific customers.
- We verified the occurrence and validity of the specific goods and customers by confirming the customer information.



• We obtained subsequent details of the abovementioned specific goods and customers and checked whether there were any material and unusual sales returns and allowances and confirmed the appropriateness of accounting treatment and presentation.

The management at the consolidated company evaluated that the cumulative investment in development costs for certain power plants has surpassed the initial expectations, indicating potential impairment. Consequently, an impairment test was conducted, resulting in the recognition of an impairment loss of NTD 124,653 thousand. Due to the material impact of the impairment loss on the development projects of these power plants on the financial statements, and the involvement of significant accounting estimates, management's assumptions, and other critical judgments, the assessment of impairment of these assets is classified as a key audit matter. For the accounting policy and related disclosure information on asset impairment, please refer to Notes 4, 5, and 15 of the consolidated financial statements.

Our primary audit procedures for the aforementioned explanations include evaluating the professional experience, competence, and independence of the independent valuation experts appointed by management, and verifying the qualifications of these independent experts. We also assess whether the methods, assumptions, and related calculations used in the independent valuation expert's asset appraisal report are reasonable.

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

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

In preparing the standalone financial statements, management is responsible for assessing the Corporation'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 Corporation or to cease operations, or has no realistic alternative but to do so.

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

#### Auditors' Responsibilities for the Audit of the Financial Statements

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



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

- Identify and assess the risks of material misstatement of the financial statements, whether
  due to fraud or error, design and perform audit procedures responsive to those risks, and
  obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.
  The risk of not detecting a material misstatement resulting from fraud is higher than for one
  resulting from error, as fraud may involve collusion, forgery, intentional omissions,
  misrepresentations, or the override of internal control.
- 2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- 3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- 4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- 5. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- 6. Obtain sufficient and appropriate audit evidence regarding the financial information of entities or business activities within the Company to express an opinion on the financial statements. We are responsible for the direction, supervision, and performance of the 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 financial statements for the year ended December 31, 2023 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.



The engagement partners on the audit resulting in this independent auditors' report are Chi-Chen Li and Teng-Wei Wang.

Deloitte & Touche Taipei, Taiwan Republic of China

March 7, 2024.

#### Notice to Readers

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

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



## **BALANCE SHEETS**

(In Thousands of New Taiwan Dollars)

	December 31, 2	2023	December 31, 2	022
	Amount	%	Amount	%
ASSETS				
CURRENT ASSETS				
Cash (Notes 6)	\$ 460,672	6	\$ 1,122,576	14
Financial assets at fair value through profit or loss - current (Notes 7 and 18)	7.054		5.000	
Contract assets – current (Notes 24)	7,851	-	5,093	-
Financial assets at amortized cost – current (Notes 9 and 33)	8,162	-	970	-
Notes receivable (Notes 10 and 24)	89,649	1	112,788	2
Accounts receivable (Notes 10 and 24)	9,181	-	14,973	-
Accounts receivables from related parties (Note 10, 24 and	87,725	1	673,980	8
32)	27,876	1	26,973	-
Finance lease receivables (Note 11 and 33)	144,133	2	138,970	2
Inventories (Notes 12)	461,056	6	564,327	7
Other current assets (Note 16 and 32)	172,424	2	102,045	1
Total current assets	1,468,729	19	2,762,695	34
NON-CURRENT ASSETS				
Financial assets at fair value through other comprehensive				
ncome - non-current (Note 8)	83,675	1	110,252	1
Financial assets at amortized cost - non-current (Note 9 and	120.074	2	120 770	2
84) nvestments accounted for using the equity method (Note	139,874	2	139,770	•
3 and 32)	514,088	7	406,439	ţ
Property, plant and equipment (Note 14, 32, 33 and 34)	3,230,721	43	2,552,674	33
Right-of-use assets (Note 15)	266,454	3	220,252	3
Other intangible assets	633	-	826	
Deferred tax assets (Note 26)	51,399	1	38,175	1
Finance lease receivables - non-current (Note 11 and 33)	1,678,093	22	1,769,123	22
Other non-current assets (Note 16 and 32)	136,629	2	115,448	1
Total non-current assets	6,101,566	81	5,352,959	66
TOTAL	\$ 7,570,295	100	\$ 8,115,654	100
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Short-term borrowings (Note 17 and 33)	\$ 284,496	4	\$ 543,090	7
Short-term bills payable (Note 17)	-	-	159,694	2
inancial liabilities at fair value through profit or loss -				
current (Notes 7 and 18) Contract liabilities – current (Note 24)	7,396	-	3,800	
Accounts payable (Note 19)	3,398	-	42,302	1
Accounts payable (Note 19) Accounts payables to related parties (Notes 19 and 32)	116,905	2	304,281	4
Other payables (Note 20)	1,307	-	201	
	212,517	3	182,002	2
Other payables to related parties (Note 32)	1,067	-	8,425	
Current tax liabilities (Notes 26)	35,449	-	63,931	1
Lease liabilities – current (Note 15)	24,001	-	12,572	
Current portion of long-term borrowings (Notes 17 and 33)	365,911	5	278,627	3
Current portion of bonds payable (Notes 18)	189,073	2	-	-
Other current liabilities (Note 20 and 21)	8,396		5,243	
Total current liabilities	1,249,916	16	1,604,168	2(



# BALANCE SHEETS (In Thousands of New Taiwan Dollars)

	December 31, 2023			December 31, 2022			
	-	%	Amount		%		
NON-CURRENT LIABILITIES							
Bonds payable (Note 18)	\$	949,748	13	\$	1,124,391	14	
Long-term borrowings (Note 17 and 33)	,	1,577,724	21		1,760,512	22	
Provisions - non-current (Note 21)		85,667	1		70,788	1	
Deferred tax liabilities (Notes 26)		45	_		, -	_	
Finance lease payables - non-current (Notes 15)		257,211	3		214,246	2	
Other non-current liabilities (Note 20)		53,825	1		53,596	-	
Total non-current liabilities		2,924,220	39		3,223,533	39	
Total liabilities		4,174,136	55		4,827,701	59	
(Note 19 and 24) Share capital							
Share capital Ordinary shares							
Certificate of right to bond exchange		1,237,267	16		1,212,135	15	
Total share capital		558			<u>-</u>		
Capital surplus		1,237,825	16		1,212,135	15	
Retained earnings		1,349,439	18		1,344,520	17_	
Legal reserve							
Special reserve		134,790	2		109,992	1	
Unappropriated earnings		79,341	1		54,076	1	
Total retained earnings		592,981	8_		646,571	8_	
Other equity		807,112	11		810,639	10	
Total equity		1,783		(	79,341 )	(1)	
		3,396,159	<u>45</u>		3,287,953	41	
TOTAL	\$	7,570,295	100	\$	8,115,654	100	

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

(With Deloitte & Touche auditors' report dated March 7, 2024.)



## STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

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

	2023			2022			
	•	Amount	%		Amount	%	
OPERATING REVENUE (Notes 24 and 32)	\$	1,451,053	100	\$	3,233,540	100	
OPERATING COSTS (Notes 12, 25 and 32)		1,049,408	<u>72</u>		2,783,389	86	
GROSS PROFIT		401,645	28		450,15 <u>1</u>	14	
REALIZED GAIN ON TRANSACTIONS WITH SUBSIDIARIES		970			706		
REALIZED GROSS PROFIT		402,615	28		450,857	14	
OPERATING EXPENSES (Notes 25)							
Selling and marketing expenses		11,056	1		17,647	1	
General and administrative expenses		80,573	6		79,799	2	
Research and development expenses		22,369	1		14,467	_	
Total operating expenses		113,998	8	_	111,913	3	
OTHER OPERATING INCOME (Note 25)		1,077			<u>-</u>		
PROFIT FROM OPERATIONS		289,694	20		338,944	11	
NON-OPERATING INCOME AND EXPENSES (Note 18, 25 and 32)							
Interest income		10,442	1		3,257	-	
Other income		13,081	1		5,851	-	
Other gains and losses	(	84,956)	(6)	(	22,330)	( 1)	
Finance costs	(	57,643)	(4)	(	58,255)	(2)	
Share of profit or loss of associates and joint ventures	•	240	· - ´	•	16,016	1	
Total non-operating income and expenses	(	118,836)	(8 )	(	55,461)	()	
PROFIT BEFORE INCOME TAX		170,858	12		283,483	9	
INCOME TAX EXPENSE (Notes 4 and 26)		21,341	2		54,580	2	
NET PROFIT FOR THE PERIOD		149,517	10	_	228,903	7	
OTHER COMPREHENSIVE INCOME (Note 27) Items that will not be reclassified subsequently to profit or loss: Unrealized gain/(loss) on investments in equity instruments							
at fair value through other comprehensive income Share of the other comprehensive income/(loss) of associates and joint ventures accounted for using the		25,011	2		4,115	-	
equity method Other comprehensive income/(loss) for the period, net of		24,283	2	(	10,288)		
income tax		49,294	4	(	6,173)		
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD	\$	198,811	14	\$	222,730	7	
EARNINGS PER SHARE (Note 27)							
Basic	\$	1.21		\$	1.89		
Diluted		1.18			1.86		
The accompanying notes are an integral part of the	financi	al statemen	ts				

(Concluded)



### STATEMENTS OF CHANGES IN EQUITY FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022 (In Thousands of New Taiwan Dollars)

	Equity Attributable to Owners of the Company							
	Capital				Retained Earnings		Other Equity	_
	Share Capital	Capital Collected In Advance	Capital Surplus	Legal Reserve	Special Reserve	Unappropriated Earnings	Unrealized gain/(loss) on financial assets at FVOCI	Total Equity
BALANCE, JANUARY 1, 2022	\$ 1,145,376	\$ -	\$ 1,048,975	\$ 96,351	\$ 82,944	\$ 443,350	(\$ 54,077 )	\$ 2,762,919
Appropriation of 2021 earnings Legal reserve Special reserve Cash dividends distributed by the Company	- - -	- - -	- - -	13,640 - -	- ( 28,867 -	( 13,640 ) 28,867 ( 60,000 )	- - -	- - ( 60,000 )
Equity component of convertible bonds issued by the Company	-	-	78,194	-	-	-	-	78,194
Net profit/(loss) for the year ended December 31, 2022	-	-	-	-	-	228,903	-	228,903
Other comprehensive income/(loss) for the year ended December 31, 2022	<del>_</del>	<del>_</del>			<del>_</del>	<del>-</del>	(6,173)	(6,173_ )
Total comprehensive income/(loss) for the year ended December 31, 2022	<del>_</del>	<del>_</del>		<del>_</del>	<u>=</u>	228,903	(6,173_)	222,730
Convertible bonds converted to ordinary shares	66,759	-	217,347	-	-	-	-	284,106
From share of changes in equities of subsidiaries	-	-	4	-	-	-	-	4
Disposals of investments in equity instruments designated as at fair value through other comprehensive income	-	-	-	-	-	19,091	( 19,091 )	-
BALANCE, DECEMBER 31, 2022	1,212,135		1,344,520	109,991	54,077	646,571	( 79,341 )	3,287,953
Appropriation of 2023 earnings Legal reserve Special reserve Cash dividends distributed by the Company Share dividends distributed by the Company	- - - 24,243	- - - -	- - - -	24,799 - - -	- 25,264 - -	( 24,799 ) ( 25,264 ) ( 96,971 ) ( 24,243 )	- - - -	- - ( 96,971 ) -
Changes in associates for using the equity method	-	-	76	-	-	-	-	76
Net profit/(loss) for the year ended December 31, 2023	-	-	-	- -	- -	- 149,517	-	149,517
Other comprehensive income/(loss) for the year ended December 31, 2023	<del>_</del>	<del>_</del>			<del>_</del>	<del>_</del>	49,294	49,294
Total comprehensive income/(loss) for the year ended December 31, 2023	<del>_</del>	<del>_</del>		<del>_</del>	<del>_</del>	149,517	49,294	198,811
Convertible bonds converted to ordinary shares	889	558	4,843	-	-	-	-	6,290
Disposals of investments in equity instruments designated as at fair value through other comprehensive income	<del>-</del>	<del>-</del>			<del>_</del>	( 31,830 )	31,830	<del>-</del>
BALANCE, DECEMBER 31, 2023	<u>\$ 1,237,267</u>	<u>\$ 558</u>	<u>\$ 1,349,439</u>	<u>\$ 134,790</u>	<u>\$ 79,341</u>	<u>\$ 592,981</u>	<u>\$ 1,783</u>	<u>\$ 3,396,159</u>

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

(With Deloitte & Touche audit report dated March 7, 2024.)



# ANJI TECHNOLOGY CO., LTD.

#### STATEMENTS OF CASH FLOWS

#### FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

(In Thousands of New Taiwan Dollars)

,	2023		2022		
CASH FLOWS FROM OPERATING ACTIVITIES		470.050		202 402	
Income before income tax	\$	170,858	\$	283,483	
Adjustments for:		127.002		110 501	
Depreciation expenses		137,903		110,591	
Amortization expenses		193		260	
Net loss(gain) on financial assets and liabilities at fair value		-		-	
through profit or loss		3,080		2,110	
Interest expenses		57,643		58,255	
Interest income (Included interests revenue of finance lease)	(	165,667)	(	166,297)	
Dividend income	(	6,182)	(	3,900)	
Share of (profit)/loss of associates and joint ventures	(	240)	(	16,016)	
(Gain)/loss on disposal of property, plant and equipment	(	1,077)		-	
Write-down of inventories		5,880		10,333	
Impairment loss	,	79,042	,	706\	
Realized gain on the transactions with subsidiaries	(	970)	(	706)	
Recognition of provisions	,	5,009		16,305	
Gains on bargain purchase	(	232)		-	
Changes in operating assets and liabilities					
Financial assets mandatorily classified as at fair value through profit or loss				467	
Contract assets	1	7,192)		467	
Notes receivable	(	5,792	1	10,569)	
Accounts receivable		586,255	(	353,464)	
Accounts receivable Accounts receivables from related parties	1	903)	(	184,258	
Inventories	7	114,834)	1	206,384)	
Other current assets	7	27,443)	,	27,306)	
Finance lease receivables	`	85,867	`	84,356	
Contract payable	(	38,904)		16,812	
Notes receivable	`	-		-	
Accounts payable	(	187,376)		10,297	
Accounts payable from related parties	`	1,106	(	599)	
Other payables	(	21,385)	`	16,979	
Other payable from related parties	ì	439)	(	14,415)	
Other current liabilities	`	1,594	ì	794)	
Other non-current liabilities		229	`	2,162	
Cash generated/(used) from operations		567,607		978	
Interest received		165,667		166,297	
Interest paid	(	36,861)	(	43,296)	
Income tax paid	Ì	63,002)	Ì	10,249 )	
Net cash generated from operating activities	`_	633,411	`=	113,730	
CASH FLOWS FROM INVESTING ACTIVITIES					
Purchase of financial assets at fair value through other					
comprehensive income	(	10,000)	(	12,222)	
Disposal of financial assets at fair value through other					
comprehensive income		55,587		28,355	
Capital reduction		6,000		-	
			(0	Continued)	



# ANJI TECHNOLOGY CO., LTD.

# STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022 (In Thousands of New Taiwan Dollars)

		2023		2022
Purchase of financial assets at fair value through profit or loss	(	4,417)	(	2,825)
Disposa of financial assets at fair value through profit or loss		2,165		-
Purchase of financial assets at amortized cost		-	(	8,629)
Disposal of financial assets at amortized cost		23,035		-
Purchase of financial assets for using the equity method	(	56,700)	(	122,000)
Purchase of financial assets for using the equity method	(	535)		-
Increase in prepayments for investment	(	2,906)		-
Payments for property, plant and equipment	(	629,975)	(	840,232)
Proceeds from disposal of property, plant and equipment		14,521		-
Increase in refundable deposits	(	87)	(	36,235)
Decrease in refundable deposits		522		31,065
Increase in other receivable from related parties	(	40,000)		-
Decrease in other receivable from related parties		-		10,000
Purchase of intangible assets		-	(	239)
Dividends received	_	9,440	_	11,940
Net cash used in investing activities	( =	633,350)	( =	941,022)
CASH FLOWS FROM FINANCING ACTIVITIES				
Proceeds from short-term borrowings		1,124,496		1,303,856
Repayments of short-term borrowings	(	1,383,090)	(	1,234,574)
Increase of short-term notes		470,000		910,000
Decrease of short-term notes	(	630,000)	(	810,000)
Issuance of bonds payable		-		1,009,091
Proceeds from long-term borrowings		233,242		593,190
Repayments of long-term borrowings	(	328,746)	(	353,631)
Repayment of the principal portion of lease liabilities	(	25,396)	(	8,752)
Cash dividends	(	96,971)	(	60,000)
Increase in non-controlling interests	(_	<u>25,500</u> )	(_	12,000)
Net cash generated from/(used in) financing activities	(_	661,965)	_	1,337,180



NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	(	661,904)	509,888
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD		<u>1,122,576</u>	612,688
CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD	<u>\$</u>	460,672	<u>\$ 1,122,576</u>
The accompanying notes are an integral part of the financial statements.			
(With Deloitte & Touche auditors' report dated March 7, 2024.)			(Concluded)



### **Appendix**

#### Appendix 1 Rules of Procedure of Shareholders' Meeting

Anji Technology Co., Ltd.

#### Rules of Procedure of Shareholders' Meeting

Article 1: In order to establish a good governance system for the company's shareholders meeting, improve its supervisory functions, and strengthen its management functions, these rules have been formulated in accordance with Article 5 of the "Code of Practice for Corporate Governance for Listed Companies".

Article 2: The rules of procedure of the shareholders' meeting of the company shall be handled in accordance with these rules, unless otherwise stipulated by laws or the company's articles of association.

Article 3: The shareholders' meeting of the company shall be convened by the board of directors, unless otherwise provided by the company's articles of association or laws.

After the company's public offering of shares, 30 days before the regular shareholders' meeting or 15 days before the extraordinary shareholders' meeting, the shareholders' meeting notice, power of attorney paper, relevant approval proposals, discussion proposals, appointment or dismissal of directors, etc. The reason and explanatory data of the proposal are made into an electronic file and sent to the public information observatory. And 21 days before the meeting of the regular shareholders meeting or 15 days before the meeting of the extraordinary shareholders meeting, the shareholder meeting manual and supplementary materials of the meeting will be prepared and sent to the public information observation station. Fifteen days before the meeting of shareholders, a handbook of the current shareholders' meeting and supplementary materials of the meeting shall be prepared for shareholders to request at any time, displayed on the company and the professional stock agency appointed by the company, and shall be distributed on-site at the shareholders' meeting.

The notice and announcement shall specify the reason for the convening; if the notice is approved by the counterparty, it may be done electronically.

Election or dismissal of directors, supervisors, changes in articles of association, capital reduction, application for suspension of public offerings, directors 'competition license, surplus capital increase, public reserve capital increase, company dissolution, merger, division, or



Article 185 of the Company Law The main content of the items in each paragraph, Article 26-1, Article 43-6 of the Securities Exchange Law, Article 56-1 and Article 60-2 of the Guidelines for the Issuer's Raising and Issuing of Negotiable Securities shall be listed and explained in the reason for the convening, and shall not be proposed as a temporary motion.

The reason for convening the shareholders' meeting has stated the full re-election of directors and supervisors and the date of appointment. After the re-election of the shareholders' meeting is completed, the same meeting shall not change the appointment date by temporary motion or other means.

Shareholders who hold more than one percent of the total number of shares in issue may submit a proposal to the company's ordinary shareholders meeting. The shareholder proposal is a suggestive proposal to urge the company to promote the public interest or fulfill its social responsibilities, and the board of directors may still include it in the proposal. Shareholders' proposals shall be in accordance with the relevant provisions of Article 172-1 of the Company Law, and share be limited to one item. Any proposal with more than one proposal is not included in the proposal. In addition, the shareholder's proposal is subject to one of the conditions in Article 172-1, Item 4 of the Company Law, and the board of directors may not be included as a proposal.

The company shall announce the acceptance of shareholders' proposals, the place of acceptance, and the acceptance period before the stock transfer suspension day before the general meeting of shareholders is held; the acceptance period shall not be less than ten days.

A proposal proposed by a shareholder is limited to 300 characters. Anything exceeding 300 characters shall not be included in the proposal; the proposing shareholder should attend the shareholders' meeting in person or entrust others to participate in the discussion of the proposal. The company shall notify the proposing shareholders of the processing results before the notice day of the shareholders meeting, and list the proposals that conform to the provisions of this Article in the notice of the meeting. For shareholder proposals that are not included in the proposal, the board of directors shall explain the reasons for not being included in the shareholders meeting.

Article 4: At each meeting of shareholders, shareholders may issue a power of attorney issued by the company, specifying the scope of authorization, and appoint an agent to attend the meeting.

A shareholder shall issue a proxy letter and entrust one person as the limit. It shall be delivered



to the company five days before the meeting of the shareholders meeting. In the event of a repetition of the proxy letter, the first one shall prevail. However, those who declare to revoke the previous entrustment are not limited to this.

After the power of attorney is served 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 revocation of the entrustment two days before the meeting of shareholders' meeting; The voting rights exercised by people present shall prevail.

Article 5: The location of the shareholders' meeting shall be at the place of the company or at a place convenient for shareholders' attendance and suitable for the shareholders' meeting. The start time of the meeting shall not be earlier than 9 am or later than 3 pm. The place and time of the meeting shall be fully considered. Opinions of independent directors.

Article 6: The company shall specify in the notice of meeting the time and location of the registration office for shareholders, as well as other matters that should be paid attention to.

The time for accepting shareholder registration in the preceding paragraph shall be handled at least 30 minutes before the start of the meeting; the registration place shall be clearly marked and adequately qualified personnel shall be dispatched to handle it.

The shareholder himself or the agent entrusted by the shareholder (hereinafter referred to as the shareholder) shall present the attendance certificate, attendance sign card or other attendance certificate to attend the shareholders meeting. The company shall not arbitrarily add other supporting documents to the supporting documents required by the shareholders to attend; The solicitor who belongs to the solicitation of power of attorney should bring identification documents for verification.

The company shall set up a signature book for the attending shareholders or their agents (hereinafter referred to as shareholders) to sign in, or the attending shareholders shall hand in a sign-in card to sign in on their behalf.

The company shall deliver the meeting handbook, annual report, attendance certificate, speech slips, voting votes and other meeting materials to the shareholders attending the shareholders meeting; if there is an election of directors, additional voting votes shall be attached. When the government or legal person is a shareholder, the representative to attend 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.



Article 7: If the shareholders' meeting is convened by the board of directors, the chairman shall be the chairman. When the chairman asks for leave or is unable to exercise his powers for some reason, it shall be represented by the vice chairman. If there is no vice chairman or vice chairman, he also asks for leave or cannot exercise his powers for some reason. At that time, the chairman of the board shall appoint one executive director to act as the agent; if it does not have an executive director, one director shall be appointed to act as the agent; if the chairman does not appoint an agent, the executive director or the directors shall mutually recommend one person to act as the agent.

The chairman of the preceding paragraph shall be a standing director or director's agent, who shall serve as a standing director or director who has served for more than six months and understands the company's financial and business conditions. The same applies if the chairman is the representative of a corporate director.

The chairman of the shareholders meeting convened by the board of directors should preside in person, and at least one representative of more than half of the directors of the board of directors and various functional committee members should be present, and the attendance should be recorded in the minutes of the shareholders meeting.

If the shareholders' meeting is convened by a convener other than the board of directors, the chairman shall be the convener. If there are two or more conveners, one of the other conveners shall be elected.

The company may appoint appointed lawyers, accountants or related personnel to attend the shareholders meeting.

Article 8: The company shall record and record the entire process of shareholder registration, meeting process, and vote counting process from the moment of accepting the registration of shareholders. Audiovisual materials should be kept for at least one year. However, if a shareholder initiates a lawsuit in accordance with Article 189 of the Company Law, it shall be kept until the end of the lawsuit.

Article 9: The attendance of the shareholders meeting shall be calculated on the basis of shares. The number of attending shares is calculated based on the signature book or the handed sign-in card, plus the number of shares exercising voting rights in writing or electronically.

When the meeting time has expired, the chairman shall announce the meeting immediately, and relevant information such as the number of non-voting rights and the number of shares present



will be announced. However, when no shareholder representing more than half of the total issued shares is present, the chairman may announce the postponement of the meeting. The number of postponements is limited to two, and the total postponement time shall not exceed one. hour. When there are insufficient shareholders representing more than one-third of the total issued shares after the second delay, the chairman shall announce the meeting.

If the amount is still insufficient after the second delay in the preceding paragraph and shareholders representing more than one-third of the total number of issued shares are present, they may make a false resolution in accordance with Article 175, Paragraph 1 of the Company Law, and notify each of the false resolutions. The shareholders shall convene the shareholders' meeting again within one month.

Before the end of the meeting, if the number of shares represented by the shareholders present reaches more than half of the total number of issued shares, the chairman may make a false resolution and submit it to the shareholders meeting for voting in accordance with Article 174 of the Company Law.

Article 10: If the shareholders' meeting is convened by the board of directors, the agenda shall be set by the board of directors. All relevant proposals (including interim motions and amendments to the original proposal) shall be voted on a case-by-case basis. The meeting shall be conducted 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 someone other than the board of directors with the right to convene, the provisions of the preceding paragraph shall apply mutatis mutandis. Before the meeting (including provisional motions) is over, the chairman shall not announce the adjournment of the meeting 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, More than half of the shareholders present agreed to elect one person to serve as the chairman and continue the meeting.

The chairman shall give full explanations and opportunities to discuss the motions and amendments or interim motions proposed by shareholders. When he believes that the voting has been reached, he may announce the cessation of discussion, put forward the voting, and arrange adequate voting time.



Article 11: Before attending shareholders' speeches, they must first fill in the statement of speech, stating the main point of the speech, shareholder account number (or attendance certificate number) and account name, and the chairman shall determine the order of their speeches.

Shareholders present who only make a statement but do not make a statement shall be deemed to have not made a statement. If the content of the speech does not match the record of the speech, the content of the speech shall prevail.

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. However, if the shareholder's speech violates the regulations or exceeds the scope of the topic, the chairman may stop his speech.

When the shareholders attend the speech, other shareholders shall not interfere with the speech except with the consent of the chairman and the speaking shareholder. Violators shall be stopped by the chairman.

When a legal person shareholder appoints two or more representatives to attend the shareholders meeting, only one person may be allowed to speak on the same proposal.

After the shareholders have spoken, the chairman may personally or designate relevant personnel to reply.

Article 12: The voting of the shareholders meeting shall be calculated on the basis of shares. The resolutions of the shareholders' meeting shall not be included in the total number of issued shares for the number of shares of non-voting shareholders.

When shareholders have their own interests in matters of the meeting that may be harmful to the interests of the company, they shall not participate in the voting, and shall not act on behalf of other shareholders to exercise their voting rights.

The number of shares not allowed to exercise voting in the preceding paragraph shall not be counted as the number of voting rights of shareholders present.

Except for a trust enterprise or a stock agency approved by the securities authority, when one person is entrusted by two or more shareholders at the same time, the voting rights of the agent shall not exceed 3% of the total voting rights of the issued shares. Not to be calculated.

Article 13: Shareholders have one voting right per share, except for those who are restricted or have no voting rights listed in Article 179 of the Company Law.



When the company convenes a shareholder meeting, it shall adopt electronic means and may adopt a written method to exercise its voting rights; when it exercises its voting rights in writing or electronic means, its exercise method shall be stated in the notice of the shareholders meeting. Shareholders who exercise voting rights in writing or electronically are deemed to have attended the shareholders meeting in person. However, the provisional motions and amendments to the original proposals of the shareholders meeting shall be deemed as abstentions. Therefore, the company should avoid proposing provisional motions and amendments to the original proposals. For those who exercise voting rights in writing or electronically in the preceding paragraph, their expression of intent shall be delivered to the company two days before the meeting of shareholders. In the event of repetition of the expression of intent, the first one shall prevail. However, those who express their intentions before the declaration is revoked are not limited to this.

After shareholders have exercised their voting rights in writing or electronically, if they wish to attend the shareholders meeting in person, they shall revoke the expression of their intention to exercise the voting rights in the preceding paragraph two days before the meeting of the shareholders meeting in the same manner as when exercising their voting rights; for overdue revocation, they shall exercise it in writing or electronically The voting rights shall prevail. If voting rights are exercised in writing or electronically and an agent is entrusted to attend the shareholders meeting with a proxy, the voting rights exercised by the entrusted agent shall prevail.

The voting of the proposal shall be passed with the approval of a majority of the voting rights of the shareholders present, unless otherwise stipulated in the Company Law and the Articles of Association of the Company. At the time of voting, the proposal is deemed to be passed after the chairman has consulted all shareholders present and has no objections, and its effect is the same as that passed by voting.

When there are amendments or alternatives to the same motion, the chairman shall determine the order of voting in accordance with the original motion. If one of the bills has been passed, the other bills are deemed to be rejected and there is no need to vote again.

The scrutineers and vote-counters for voting on proposals shall be designated by the chairman, but the scrutineers shall be shareholders.

The counting of votes for shareholders' meetings or election proposals shall be done in a public



place at the shareholders' meeting, and after the counting of votes is completed, the voting results shall be announced on the spot, including statistical weights, and shall be recorded.

Article 14: When the shareholders' meeting elects directors, it shall be conducted in accordance with the relevant election rules set by the company, and shall announce the results of the election on the spot, including the list of elected directors and the number of their elected powers, and the list of unsuccessful directors and supervisors and the number of voting rights they have obtained.

The ballots for the election items mentioned in the preceding paragraph shall be sealed and signed by the scrutineers, and then properly kept and kept for at least one year. However, if a shareholder initiates a lawsuit in accordance with Article 189 of the Company Law, it shall be kept until the end of the lawsuit.

Article 15: The resolutions of the shareholders' meeting shall be recorded in the 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 the proceedings can be done electronically. For the distribution of the proceedings, the company can enter the public information observatory's announcement method.

The minutes of the proceedings should be recorded in accordance with the year, month, day, venue, name of the chairman, resolution method, procedures of the proceedings, and voting results (including statistical weights). When there are elections of directors and supervisors, each candidate should be disclosed. The number of votes a person has. During the existence of the company, it should be kept forever.

Article 16: The number of shares acquired by the solicitor and the number of shares represented by the entrusted agent shall be clearly disclosed in the shareholders meeting in a statistical table compiled in accordance with the prescribed format on the day of the shareholders meeting. The resolutions of the shareholders' meeting, if there is a material information required by laws and regulations, Taiwan Stock Exchange Co., Ltd. (Republic of China Securities Counter



Trading Center), the company shall transmit the content to the public information observatory within the specified time .

Article 17: The meeting staff handling the shareholders' meeting should wear identification cards or armbands.

The chairman may direct pickets or security personnel to help maintain order in the venue. When pickets or security personnel are present to help maintain order, they should wear a "Pickett" armband or identification card.

If the venue is equipped with amplifying equipment, the chairman may stop it when the shareholder does not use the equipment configured by the company to speak.

If a shareholder violates the rules of procedure and does not obey the chairman's correction, and obstructs the progress of the meeting and fails to comply with it, the chairman may direct the picket or security personnel to ask him to leave the venue.

Article 18: When the meeting is in progress, the chairman may announce a break at his discretion. In the event of irresistible circumstances, the chairman may rule to suspend the meeting temporarily and announce the renewal of the meeting according to the situation.

Before the meeting (including provisional motions) is finalized on the agenda set by the shareholders meeting, the meeting venue cannot be used at that time, and 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, postpone the resolution within five days or continue the meeting.

Article 19: These rules will be implemented after approval by the shareholders' meeting, and the same applies when they are amended.

Article 20: These rules were agreed by the board of directors on May 22, 2014, and passed by the shareholders meeting on June 27, 2014.

The first amendment was approved by the board of directors on November 7, 2014, and passed by the shareholders meeting on December 26, 2014.

The second amendment was approved by the board of directors on March 10, 2015, and passed by the shareholders meeting on June 18, 2015.

The third amendment was approved by the board of directors on February 26, 2020, and passed by the shareholders meeting on May 28,  $2020 \, \circ$ 

The fourth amendment was approved by the board of directors on April 9, 2021, and passed by



the shareholders meeting on May 28, 2021.

The fifth amendment was approved by the Board of Directors on February 25, 2022, and passed by the shareholders' meeting on May 26, 2022.



#### **Appendix 2 Company Policy**

# Anji Technology Co., Ltd. Company Policy

Article 1: The company was organized in accordance with the provisions of the Company Law and was named Anji Technology Co., Ltd.

Article 2: The business of the company is as follows:

- 1. CB01990 Other Machinery Manufacturing
- 2. CC01080 Electronics Components Manufacturing
- 3. I501010 Product Designing
- 4. F113990 Wholesale of Other Machinery and Tools
- 5. G03010 Energy Technical Services
- 6. F401010 International Trade
- 7. D101060 self-usage power generation equipment utilizing renewable energy industry
- 8. E601010 Electric Appliance Construction
- 9. CC01990 Other Electrical Engineering and Electronic Machinery Equipment Manufacturing
- 10. CC01101 Controlled Telecommunications Radio-Frequency Devices and Materials

#### Manufacturing

- 11. F401021 Other Export and Import
- 12. 901010 Ceramic and Ceramic Products Manufacturing
- 13. CA02990 Other Metal Products Manufacturing
- 14. CA01010 Surface Treatments
- 15. CA02010 Powder Metallurgy
- 16. CG01010 Jewelry and Precious Metals Products Manufacturing
- 17.CQ01010 Mold and Die Manufacturing
- 18. CD01060 Aircraft and Parts Manufacturing
- 19. CF01011 Medical Devices Manufacturing
- 20. A301030 Aquaculture
- 21. F108031 Wholesale of Medical Devices
- 22. F208031 Retail Sale of Medical Apparatus
- 23. D101011 Electric Power Generation
- 24. ZZ99999 All business items that are not



prohibited or restricted by law, except those that are subject to special approval.

Article 3: The company has a head office in Tainan City, and if necessary, branches or other branches at home and abroad may be established by the resolution of the board of directors.

Article 4: The company's announcement method shall be handled in accordance with Article 28 of the Company Law.

Article 5: Due to business needs, the company may handle endorsement and guarantee matters in accordance with the company's operating procedures for endorsement and guarantee.

Article 6: In order to achieve the goal of diversified operations, the total investment of the company's reinvestment in other companies may exceed 40% of the company's paid-in share capital.

Article 7: The total capital of the company is rated at two hundred million New Taiwan dollars, divided into two hundred million shares, each with a par value of one ten dollars, and the board of directors is authorized to issue several times, some of which may be special shares. It is also possible to reserve two hundred and twenty-five million shares within the aforementioned total shares for the issuance of employee stock option certificates, and authorize the board of directors to issue one-off or install-on-time issuance.

Article 7-1: The rights and obligations of the company's special shares and other important issuance conditions are as follows:

- 1. Special dividends are capped at an annual rate of 8%. They are calculated at the issue price per share. The dividends can be paid in cash once a year. After the annual shareholders' meeting recognizes the financial report and the profit distribution proposal, the board of directors sets the base date for payment. Dividends that can be paid in a year. The payment of dividends in the year of issuance and recovery of the year is calculated based on the actual number of issuance days in the year, and the issuance date is defined as the capital increase base date for the issuance of this special share.
- 2. The company has discretionary powers on the distribution of special stock dividends. If the company has no surplus or insufficient surplus in the company's annual final accounts to distribute special dividends or other necessary considerations, the shareholders' meeting may decide not to distribute special dividends. If the issued special shares are of non-cumulative type, its resolution will not distribute or distribute insufficient dividends, and will not accumulate and



defer payment in subsequent years with surplus.

- 3. In addition to receiving the dividends mentioned in the first paragraph of this paragraph, shareholders of special shares shall not participate in the distribution of ordinary shares with regard to surplus and capital reserve as cash and capitalization if the special shares issued are non-participating.
- 4. Special shareholders' distribution of the company's remaining assets takes precedence over ordinary shareholders, and the order of compensation is the same as that of various shareholders of special shares issued by the company. They are all inferior to general creditors, but not more than the distribution is issued and circulating at the time. Out-of-bound special shares are limited to the amount calculated at the issue price.
- 5. Special shareholders have no voting rights and voting rights at the shareholders meeting, but they may be elected as directors, and shareholders who are related to the rights and obligations of the special shareholders have voting rights.
- 6. If the special shares issued by the company are convertible special shares, they shall not be converted within one year from the date of issuance. The board of directors is authorized to set the actual issuance conditions during the period of its conversion. Shareholders of the convertible special shares may apply to convert part or all of the special shares they hold according to the ratio of one special share to one ordinary share (the conversion ratio is 1:1) according to the issuance conditions. After the convertible special shares are converted into ordinary shares, their rights and obligations are the same as ordinary shares. The distribution of dividends during the conversion of special shares shall be calculated based on the ratio of the actual issuance days of the current year to the number of days in the whole year. However, those who are converted into ordinary shares before the ex-dividend (dividend) base date for dividend distribution in each year shall not participate in the distribution of special shares for the current year Dividends and dividends in subsequent years are paid, but they may participate in the distribution of the surplus of common stocks and capital reserves in the current year.
- 7. Special shares have no expiry date, and shareholders of special shares shall not require the company to take back the special shares held by them, but the company may set a take-back date. The receivable date shall not be earlier than the day after the issuance expires five years ago. According to the original actual issuance price and related issuance methods, all or part of the special shares shall be recovered by cash withdrawal, mandatory conversion of new shares



issued or other methods permitted by laws and regulations. Special shares that have not been recovered shall continue the rights and obligations of the various issuance conditions in this article. If the company decides to pay dividends in the current year, the dividends that should be paid up to the date of recovery are calculated based on the actual number of days of issuance in the current year.

8. The capital reserve of special shares issued at a premium shall not be capitalized except to make up for losses during the period of the issuance of the special shares.

The name, issuance date, specific issuance conditions and other related matters of the special shares are authorized to the board of directors to decide on the actual issuance, based on the conditions of the capital market and the wishes of investors, in accordance with the company's articles of association and relevant laws and regulations.

Article 8: The company's stocks are all registered, signed or stamped by the representative of the company's directors, and issued after obtaining a visa according to law. After the company's public offering, stocks may be issued without a physical entity, and other securities are the same, but they should be registered with the securities centralized custodial institution.

Article 9: The rename and transfer of stocks shall be handled in accordance with Article 165 of the Company Law.

The handling of the company's stock affairs shall be handled in accordance with the "Guidelines for the Handling of Share Affairs of Companies Publicly Issuing Shares" unless otherwise provided by laws and regulations.

Article 10: There are two types of shareholder meetings: regular meetings and temporary meetings. The regular meetings are held once a year. Within six months after the end of each fiscal year, the board of directors shall convene in accordance with the law, and the temporary meetings shall be convened in accordance with the law when necessary.

The convocation and announcement of the company's shareholders' meeting shall be handled in accordance with Article 172 of the Company Law.

The special shareholders' meeting may be convened in accordance with relevant laws and regulations when necessary.

The company's shareholders' meeting may be held by video conference or other methods announced by the central competent authority.

Relevant regulations on the conditions, operating procedures, and other matters to be complied with when adopting a video shareholder meeting shall be handled in accordance with the regulations of the competent authority.



Article 11: When shareholders are unable to attend the shareholders' meeting for some reason, they will be issued a proxy statement issued by the company stating the scope of authorization. According to Article 177 of the Company Law and the "Rules for the Use of Power of Attorney for Public Offering Companies to Attend Shareholders' Meetings" announced by the competent authority The agent is present.

Article 12: Unless otherwise stipulated by laws and regulations, the shareholders of the company have one voting right per share, except for restricted, non-voting special shares issued by the company or non-voting rights listed in Article 179, Paragraph 2 of the Company Law. .

The resolutions of the shareholders' meeting shall be attended by shareholders representing more than half of the total number of shares issued, unless otherwise provided by the Company Law, and shall be implemented with the approval of more than half of the voting rights of the shareholders present.

After the company is listed (counter), in accordance with the regulations of the competent authority, shareholders of the company can also exercise their voting rights electronically. Shareholders who exercise their voting rights electronically are deemed to be present in person, and related matters are handled in accordance with laws and regulations.

Article 13: The resolutions of the shareholders' meeting shall be prepared and signed or stamped by the chairman of the shareholders' meeting. The minutes shall be distributed to all shareholders within 20 days after the shareholders' meeting. This is done electronically or by announcement.

Article 14: The company has five to eleven directors. The election of directors adopts a candidate nomination system, which is selected by the shareholders' meeting from the list of director candidates. The term of office is three years. Re-election is eligible for re-election. The qualifications, nomination method and other matters to be followed It is reported to be handled in accordance with the regulations of the competent authority.

Among the number of directors in the preceding paragraph, independent directors shall not be less than two, and shall not be less than one-fifth of the number of directors.

Article 14-1: The company establishes an audit committee in accordance with Article 14-4 of the Securities and Exchange Act. The audit committee is composed of all independent directors. The composition, functions and powers, rules of procedure and other compliance matters of the company's audit committee are in accordance with the relevant regulations of the securities



authority Go through.

Article 15: The board of directors is organized by directors, and more than two-thirds of the directors are present and more than half of the directors present agree to elect a chairman from each other, and the chairman represents the company externally.

Article 16: The convening of the board of directors shall specify the reason and notify the directors seven days in advance. However, in case of emergency, it may be convened at any time. The convening of the board of directors of the company shall be notified in writing, e-mail or fax.

Article 17: When the chairman of the board asks for leave or is unable to exercise his powers for some reason, his agency shall be handled in accordance with Article 208 of the Company Law.

Article 18: When a director is unable to attend the board of directors for some reason, he may, in accordance with Article 205 of the Company Law, entrust other directors to attend the board of directors as an agent, but each director shall be entrusted by one person only.

When the board of directors meets, if a video conference is used, the directors who participate in the meeting by video shall be deemed to have attended the meeting in person.

Article 19: When the directors of the company perform their duties in the company, regardless of the company's operating profit or loss, the company may pay remuneration. The remuneration is based on their participation in the company's operations and the value of their contribution to the company's operations, and with reference to the level of the industry, authorized the board meeting to determine, and may be determined during the director's term. Purchasing liability insurance for the scope of its business operations.

Article 20: The company may appoint a manager, whose appointment, dismissal and remuneration shall be handled in accordance with Article 29 of the Company Law.

Article 21: The company shall, at the end of each fiscal year, prepare (1) business reports, (2) financial statements, and (3) proposals for surplus distribution or loss recovery, etc., and submit them to the regular shareholders' meeting in accordance with the law to request recognition.

Article 22: 1. If the company makes a profit during the year, it shall allocate no less than 1% as employee compensation, which shall be distributed in stock or cash by the resolution of the board of directors, and the distribution objects include employees of affiliated companies who meet certain conditions. The company is able to increase the amount of profit, and the board of directors resolves to allocate no more than 2% as directors' remuneration. Employee



compensation and director compensation shall be reported to the shareholders meeting. However, when the company still has accumulated losses, it shall reserve the amount of compensation in advance, and then allocate employee remuneration and directors' remuneration in proportion to the preceding paragraph.

2. If there is a surplus in the company's annual total final accounts, it shall first pay taxes to make up for previous losses. Ten percent of the second increase is the statutory surplus reserve, but not when the statutory surplus reserve has reached the company's paid-in capital This limit; in addition, according to the company's operating needs and laws and regulations, the special surplus reserve should be listed or converted. If there is a balance, the undistributed surplus at the beginning of the period may be added to the current year's distributable surplus. The balance shall be in accordance with Article 7 of this Articles of Association. After the distribution of special stock dividends is stipulated, the board of directors shall draft a surplus distribution proposal. When this surplus is distributed by issuing new shares, it shall be submitted to the shareholders meeting for a resolution of distribution.

Distribute all or part of dividends and bonuses or statutory surplus reserve and capital reserve, if cash is distributed, authorize the board of directors to attend with more than two-thirds of the directors, and after more than half of the attending directors agree, and report Shareholders meeting.

The company's dividend payment policy is based on the consideration of the company's industrial environment and growth, in response to future funding needs and long-term financial planning, and meeting shareholders' demand for cash inflows. The distribution ratio is determined based on the earnings status, overall development and financial planning of the year and other relevant factors. It can be distributed in the form of cash dividends or stock dividends, and implemented after being submitted to the shareholders meeting for approval. However, the total amount of dividends distributed to shareholders shall not be less than 10% of the net profit after tax for the current year after deducting the surplus reserve provided in accordance with the law, and the proportion of cash dividends shall not be less than% of the total amount of dividends for the current year ten.

Article 23: Undecided matters in this Articles of Association shall be handled in accordance with the Company Law and relevant laws and regulations.

Article 24: This charter was established on January 30, 2007.



The first amendment was made on August 20, 2007.

The second amendment was on February 19, 2008.

The third amendment was on April 17, 2008.

The fourth amendment was made on June 18, 2009.

The fifth revision was on November 12, 2010.

The sixth amendment was made on December 18, 2010.

The seventh amendment was on November 8, 2012.

The eighth amendment was on March 20, 2013.

The ninth amendment was made on September 4, 2013.

The tenth amendment was made on June 27, 2014.

The eleventh amendment was made on December 26, 2014.

The twelfth amendment was made on June 18, 2015.

The thirteenth amendment was made on June 27, 2016.

The fourteenth amendment took place on June 13, 2017.

The fifteenth amendment took place on June 8, 2018.

The sixteenth amendment took place on May 28, 2020.

The seventeenth amendment took place on May 28, 2021.

The eighteenth amendment took place on May 26, 2022.

Anji Technology Co., Ltd.

Chairman: HUANG, KUO-TUNG



#### Appendix 3 Shareholding of all directors

Anji Technology Co., Ltd. Shareholding of all directors

- 3. The paid-in capital of the company is NT\$1,237,824,680, and the number of issued shares is 123,782,468 shares.
- 4. According to Article 26 of the Securities Exchange Law, the minimum number of shares that all directors should hold is as follows:
  - The number of shares that all directors should hold: 8,000,000 shares.
- 5. The number of shares held by individual and all directors as recorded in the general meeting of shareholders as of the closing date of the shareholders' meeting (March 26 2024) has met the number standard stipulated in Article 26 of the Securities Exchange Law.

Job Title	Name	Appointment date	Appointment
		Number of shares	date Number of
		held	shares held
Chairman	HUANG,KUO-TUNG	2023.5.30	1,122,615
director	Representative of CHINUP		
	TECHNOLOGY CO., LTD.:	2023.5.30	17,047,813
	SU,TSUNG-CHIN		
director	Representative of SUNEDGE		
	PV TECHNOLOGY CO.,	2023.5.30	20,399
	LTD. :CHENG, PO-WEN		
director	Representative of HER CHANG		
	TECHNOLOGY CO.,	2023.5.30	76,098
	LTD. :LIANG,MING-CHING		
director	YANG, CHING-WEN	2023.5.30	1,563,623
director	CHUANG, CHIA-PIN	2023.5.30	0
independent	HUANG, HSIAO-HSIN	2023.5.30	
director		2023.3.30	0
independent	CHENG, CHUN-JEN	2023.5.30	
director		2023.3.30	0
independent	CHEN, LING-HUI	2023.5.30	
director		2023.3.30	0
Total shares			19,830,548