

Stock Code: 3272



GOOD WAY TECHNOLOGY CO., LTD.

2024 Annual Shareholders' Meeting

Handbook

Convening Method: Physical Shareholders' Meeting

Meeting Time: 9:00 a.m., June 26, 2024

Meeting Location: 3F., No. 131, Ln. 235, Baoqiao Rd., Xindian Dist., New Taipei City
(3rd Floor Conference Room)

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**I. Good Way Technology Co., Ltd.
2024 Annual Shareholders' Meeting Procedures**

1. Declare Commencement of Meeting
(Report the Total Number of Shares Represented
by Attending Shareholders and Proxies)
2. Chairman's Address
3. Report Items
4. Acknowledgments
5. Election Matters
6. Matters for Discussion
7. Special Motion
8. Adjournment

II. Good Way Technology Co., Ltd. 2023 Annual Shareholders' Meeting Agenda

1. Time: 9:00 a.m. June 26 (Wednesday), 2024
2. Location: 3F., No. 131, Ln. 235, Baoqiao Rd., Xindian Dist., New Taipei City (3rd Floor Conference Room)
3. Announcing of Number of Shares Present
4. Chairman's Address
5. Report Items
 - (1) 2023 Business Report
 - (2) The Audit Committee reviewed the 2023 financial statements and reports.
 - (3) The Company issues the status of the third unsecured convertible corporate bonds in the Republic of China.
 - (4) Amendments to the "Rules of Procedure for Board Meetings".
6. Acknowledgments
 - (1) Approval of the 2023 Annual Business Report and Financial Statements.
 - (2) Approval of the 2023 Profit and Loss Appropriation Statement.

Voting on the Above Approval Proposals

7. Election Matters
 - Proposal 1: Election of Directors (Including Independent Directors)

Voting for Election Proposals

8. Matters for Discussion
 - Proposal 1: Amendments to the "Rules of Procedure for Shareholders' Meetings".
 - Proposal 2: Amendments to the Company's "Articles of Incorporation".
 - Proposal 3: To Remove the "Non-Compete Restriction for Newly Appointed Directors".

Voting on the Above Approval Proposals

9. Special Motions
10. Adjournment

III. Report Items

1. Please review the Company's 2023 Business Report.
Description: For the Company's 2023 Annual Business Report and Financial Statements, please refer to Attachment 1 and Attachment 3 of this handbook.
2. Please review the Audit Committee's Report on the Examination of the 2023 Final Accounts.
Description: For the Audit Committee's Examination Report, please refer to Attachment 2 of this handbook.
3. This report is on the implementation of the Company's third domestic unsecured convertible corporate bond issuance.
Description: (1) To repay bank borrowings, the Company issued its third domestic unsecured convertible corporate bonds, Document No. 1120366459 issued by the Financial Supervisory Commission dated January 16, 2024, and Document No. 11300007731 issued by the Taipei Exchange dated February 29, 2024.
(2) The total issuance amount of convertible corporate bonds is NT\$300 million, with a face value of NT\$100,000 per bond, issued at 108.93% of the face value. The issue date is March 7, 2024, with a maturity of 5 years from the issue date (maturing on March 7, 2029). The coupon rate is 0%, and the conversion price at issuance is NT\$34.2.
(3) This case has been listed and issued as planned on March 7, 2024. As of the record date, the current outstanding balance is NT\$300 million.
4. Amendments to the "Rules of Procedure for Board Meetings".
Description: In order to comply with the revisions made by the competent authority, it is proposed to amend the Rules of Procedure for the Board of Directors of the Company. Please refer to Appendix 4 of this handbook for the comparison table of the amended provisions of the Rules of Procedure for the Board of Directors.

IV. Acknowledgments

Proposal 1

(Proposed by the Board of Directors)

Subject: Proposal of the 2023 annual business report and financial statements for approval.

Description: (1) The Company's individual financial statements and consolidated financial statements for the year 2023 have been audited and completed by CPAs Yu, Chih-Fan and Huang, Shih-Chun of PwC Taiwan. Together with the business report and the profit distribution table, they have been submitted to the Audit Committee for review.

(2) Please refer to Appendix 1 and Appendix III of this handbook for the 2023 Business Report, Individual Financial Statements, and Consolidated Financial Statements of the Company.

(3) Please acknowledge.

Proposal 2

(Proposed by the Board of Directors)

Subject: Proposal of the 2023 profit and loss appropriation statement for approval.

Description: (1) The Company has prepared the profit and loss appropriation statement for 2023 in accordance with the Company Act and the Company's Articles of Incorporation, as approved by the Board of Directors. As shown in the following table, the Company incurred a loss in 2023, and therefore, no dividends will be distributed to shareholders.

(2) Please acknowledge.

GOOD WAY TECHNOLOGY CO., LTD.
2023 Profit and Loss Appropriation Statement

Unit: NT\$

Abstract	Amount	Description
Retained earnings-unappropriated (or accumulated deficit)	473,957,599	1
Add (less): Net profit (loss) for the year ended 2023	(372,884,348)	
Add (less): Adjustment to retained earnings for the year ended 2023	223,431	2
Less: Provision for legal reserve	-	
Add (less): Revolving (provision) special surplus reserve	(51,007,849)	3
Distributable surplus	50,288,833	
Distribution Item:		4
-	-	
-	-	
Undistributed retained earnings at end of period	50,288,833	

Description:

1. The undistributed earnings after the resolution on the distribution of surplus for the year 2022 at the Shareholders' Meeting in 2023.
2. This refers to the items that adjust retained earnings due to accounting treatment during the fiscal year 2023, including:
 - (1) Actuarial gains and losses on defined benefit plans
 - (2) Income tax related to other components of comprehensive income
3. In accordance with Article 41, Paragraph 1 of the Securities and Exchange Act, a special reserve is appropriated from the current year's net income after tax and prior unappropriated earnings in an amount equal to the debit to shareholders' equity for that year.
4. Dividend distribution explanation is as follows:
 - (1) No distribution of dividends to shareholders.

Voting on the above approval proposals

V. Election Matters

Proposal 1

(Proposed by the Board of Directors)

Subject: Proposal for the re-election of directors (including independent directors) for resolution.

Description: (1)The term of office of the Company's Directors will expire on August 3, 2024. In accordance with the Company's Articles of Incorporation, all ten Directors (including four Independent Directors) shall be re-elected.

(2) The newly appointed directors shall take office immediately after election, with a term of three years, from June 26, 2024 to June 25, 2027. The former directors shall be dismissed upon the election of the new directors.

(3) The newly appointed directors shall take office immediately after election, with a term of three years, from June 26, 2024 to June 25, 2027. The former directors shall be dismissed upon the election of the new directors.

Category	Name	Number of Shares	Educational Background	Experience	Current Positions
Director	Tsao, Ssu-Cheng	6,513,585	Master of Business Administration (MBA), National Chiao Tung University	<ul style="list-style-type: none"> Chairman, Good Way Technology Co., Ltd. 	<ul style="list-style-type: none"> Chairman, Good Way Technology Co., Ltd.
Director	Hsu, Tzu-Fu	5,034,319	Fisheries Department, Kaohsiung Marine University	<ul style="list-style-type: none"> Vice President, Good Way Technology Co., Ltd. Vice President, Dongguan Yuanshu Electronics Co., Ltd. Vice President, Good Way Electronics Co., Ltd. (Kunshan, China) 	<ul style="list-style-type: none"> Director, Good Way Technology Co., Ltd. Manager, Dreamland Hostel Hualian
Director	Hsia, Hsueh-Li	3,098,852	Department of Business Administration, Kaohsiung Commercial High School	<ul style="list-style-type: none"> Vice Chairman, Good Way Technology Co., Ltd. 	<ul style="list-style-type: none"> Vice Chairman, Good Way Technology Co., Ltd. Chief Executive Officer, Good Way Electronics Co., Ltd. Public Benefit

Category	Name	Number of Shares	Educational Background	Experience	Current Positions
					Trust Education Fund Account Entrusted to Cathay United Bank
Director	Chen, Chin-Yin	0	Graduate Institute of Business Administration, National Taiwan University	<ul style="list-style-type: none"> • Supervisor, Yulon International Co., Ltd. • Director, SysJust Information Co., Ltd. • Chairman, Good Way Technology Co., Ltd. 	<ul style="list-style-type: none"> • Director, Xuan He Technology Co. Ltd.
Director	Hsu, Li-Hsiang	663,691	Graduate School of Business Administration, Mie University, Japan	<ul style="list-style-type: none"> • Finance Manager, Tai Lung Construction 	<ul style="list-style-type: none"> • Director, Good Way Technology Co., Ltd. • Chief Executive Officer, Buddhist Compassion Relief Tzu Chi Foundation Japan Branch
Director	Li, Shu-Hua	0	Master of Business Administration (MBA), University of Southern Queensland, Australia	<ul style="list-style-type: none"> • Chief Financial Officer, Ruey-Ho-Ting Construction and Development Co., Ltd. • Entrepreneurship Consultant and Instructor, Workforce Development Agency, Ministry of Labor • Consultant for Financing and Loan Programs, New Taipei City Labor Bureau Small Business Innovation Research Program • Consultant, Business Care Counseling Project, Taipei City Industrial Development Bureau • Domestic Industry Specialist and Instructor, National Applied Research Laboratories' Technology Innovation Grand Vision Program • Consultant, Project Planning and Counseling, Taiwan Private Equity & Venture Capital Association • Consultant, TOPGREEN TECHNOLOGY CO., LTD • Financial Manager, DFS Taiwan Ltd 	<ul style="list-style-type: none"> • Director, Good Way Technology Co., Ltd. • Consultant and Instructor, Entrepreneurship Guidance Team for People with Disabilities, New Taipei City Department of Labor

Category	Name	Number of Shares	Educational Background	Experience	Current Positions	Reasons for Continuing the Nomination of Independent Directors who Have Served for Three Consecutive Terms
Independent Director	Chen, Te-Kai	0	Department of Accounting, National Taiwan University	<ul style="list-style-type: none"> • Supervisor, Mercuries Data Systems Ltd. • Manager, Underwriting Department, KGI Securities Co. Ltd. • Manager, BDO Taiwan 	Deputy General Manager and Acting Spokesperson, MERCURIES & ASSOCIATES HOLDING, LTD.	
Independent Director	Wu, Li-Lan	0	EMBA in Accounting, Tamkang University	<ul style="list-style-type: none"> • Finance Manager, EVERSPRING INDUSTRY CO., LTD. • Assistant Manager, Finance and Accounting Department, LIULIGONGFANG & CO. • Deputy Accounting Manager, USERJOY Technology Co., Ltd. • Chief Accountant, EDISON OPTO CORPORATION • General Ledger Accountant, ROYALDIGITAL INC. • Accounting Section Manager, SFL Group Co. Ltd. 	Chief Financial Officer, Accounting Manager and Acting Spokesperson, Nanoplus Limited (Cayman) Taiwan Branch Representative, ZHI-HUI Enterprise Management Consulting Co., Ltd.	
Independent Director	Lai, Yung-Cheng	0	Master of Business Administration (MBA), National Chiao	<ul style="list-style-type: none"> • Senior Consultant, Netcore Network Communication CORP. • General Manager, Singapore Westcon 	BRIGHTV CONSULTING , Senior Business Consultant and Trainer Independent Director, APLEX TECHNOLOGY INC.	

Category	Name	Number of Shares	Educational Background	Experience	Current Positions	Reasons for Continuing the Nomination of Independent Directors who Have Served for Three Consecutive Terms
			Tung University	<p>Solutions Imh Pte. Limited, Taiwan Branch</p> <ul style="list-style-type: none"> • Vice President, Cisco Systems Taiwan Ltd. • Technical Manager, Juniper Networks Taiwan Limited Company, Asia-Pacific Region • Technical Director, SCREEN GP TAIWAN CO., LTD., Asia-Pacific Region • Solution Consultant Manager, AVAYA ASIA PACIFIC INC. • Systems Engineering Manager, VPNET (Acquired by Avaya) • Department Manager, Hewlett-Packard Company 		
Independent Director	Chen, Chien-Yuan	0	Institute of Economics, National Chengchi University	<ul style="list-style-type: none"> • Director, Department of Commerce Development, Ministry of Economic Affairs • Accountant, CROWN & CO., CPAs 	Section Chief, MGI Excellence & Co., CPAs	

(4) Please acknowledge.

VI. Matters for Discussion

Proposal 1

(Proposed by the Board of Directors)

Subject: Amendments to the “Rules of Procedure for Shareholders’ Meetings” is submitted for resolution.

Description: (1) To comply with the amendments of the competent authority’s regulations and the Company’s operational needs, it is proposed to amend the “Rules of Procedure for Shareholders’ Meetings” of the Company. Please refer to Attachment 6 for the comparison table of the amended articles of the Rules of Procedure for Shareholders’ Meetings of the Company.

(2) Please acknowledge.

Proposal 2

(Proposed by the Board of Directors)

Subject: Amendments to the Company’s “Articles of Incorporation” is submitted for resolution.

Description: (1) To meet the Company’s operational needs, it is proposed to amend the Articles of Incorporation of the Company. Please refer to Attachment 7 for the comparison table of the amended articles of the Articles of Incorporation of the Company.

(2) Please acknowledge.

Proposal 3

(Proposed by the Board of Directors)

Subject: To proposal of lifting the “Prohibition of Competition for New Directors” is submitted for resolution.

Description: (1) The Company intends to re-elect new directors at this year’s annual shareholders’ meeting, and in accordance with Article 209 of the Company Act, it is proposed to the shareholders’ meeting to approve the removal of the non-competition restriction for the newly elected directors.

(2) In order for shareholders to be able to exercise their voting rights electronically, the list of details for the candidates for new directors for whom the non-compete clause is to be lifted (please refer to the table below) is provided. However, the lifting of the non-compete clause will apply to those who are actually elected as directors.

Details of lifting the non-compete clause:

Category	Name	Concurrent positions in companies and roles
Director	Tsao, Ssu-Cheng	Chairman, GOOD WAY OVERSEAS CO.,LTD.
		Chairman, GENTLE ENTERPRISES CO.,LTD.
		Chairman, GWC TECHNOLOGY INC.
		Chairman, Good Way Electronics Co., Ltd. (Kunshan, China)
		Chairman, GOOD WAY CAYMAN CO., LTD
		Chairman, Good Trend Technology Co., Ltd. (Shanghai)
		Chairman, BRISTAR TECHNOLOGY INC.
		Chairman, Digi-Tech LLC
		Chairman, GOOD WAY TECHNOLOGY VIETNAM COMPANY LIMITED
Director	Hsia, Hsueh-Li	Director, GWC TECHNOLOGY INC.
		Supervisor, Good Way Electronics Co., Ltd. (Kunshan, China)
Director	Chen, Chin-Yin	Director, Xuan He Technology Co. Ltd.
Independent Director	Chen, Te-Kai	Deputy General Manager and Acting Spokesperson, MERCURIES & ASSOCIATES HOLDING, LTD.
Independent Director	Wu, Li-Lan	Chief Financial Officer, Accounting Manager and Acting Spokesperson, Nanoplus Limited (Cayman) Taiwan Branch
		Representative, ZHI-HUI Enterprise Management Consulting Co., Ltd.
Independent Director	Lai, Yung-Cheng	Senior Business Consultant and Trainer, BRIGHTV CONSULTING
		Independent Director, APLEX TECHNOLOGY INC.
Independent Director	Chen, Chien-Yuan	Section Chief, MGI Excellence & Co., CPAs

(3) Please acknowledge.

Voting on the above approval proposals

VII. Special Motion

VIII. Adjournment

Attachment 1

GOOD WAY TECHNOLOGY CO., LTD. 2023 Annual Business Report

In the fiscal year 2023, the Company's consolidated operating revenue was NT\$3,030,713 thousand, a decrease of NT\$3,769,327 thousand (-55%) compared to the fiscal year 2022. Operating gross profit was NT\$70,593 thousand, a decrease of NT\$746,192 thousand (-91%) compared to the previous year. Pre-tax net loss was NT\$(410,121) thousand, an increase of NT\$697,096 thousand (-243%) compared to the previous year. After-tax net loss was NT\$(372,884) thousand, an increase of NT\$598,086 thousand (-266%) compared to the previous year. The main reasons were the global inflation and economic downturn in sales regions in 2023, which led to high inventory levels at the end-user's side. Customers became more conservative in placing orders, resulting in order reductions and delays, causing shipments to fall short of expectations. As a result, the overall operating performance in 2023 was lower than in 2022.

1. Financial Expenditure and Profitability Analysis

Unit: NT\$ thousand

Analysis Items		2023	2022	2021
Financial Revenue and Expenditure	Operating Revenue	3,030,713	6,800,040	4,683,143
	Operating Gross Profit	70,593	816,785	471,006
	Post-Tax Profit or Loss	(372,884)	225,202	31,655
Profitability	Return on Equity (roe)(%)	(20.83)	11.62	1.67
	Pre-Tax Net (Loss) Income to Paid-In Capital Ratio (%)	(67.05)	52.55	7.95
	Net Profit Margin (%)	(12.30)	3.31	0.68
	Earnings (Loss) per Share (nt\$)	(6.13)	4.18	0.58

2. 2024 Business Plan

Market research organizations forecast that laptop demand will progressively increase in 2024, with the worldwide notebook market displaying moderate development, as laptop inventory gradually clears and operating system generations advance, increasing need for replacements. Naturally, a steady recovery and growth are also anticipated for the whole laptop peripherals sector, including the expansion of docking stations.

2024 will be the year of the AI PC, driving demand for high-end business laptops and content creator laptop replacements. Good Way Technology Co., Ltd.'s industry-leading Thunderbolt 5 dock doubles as an AI expansion interface device, targeting the expansion market for gaming laptops and creative laptops. Laptops with integrated PCIe interfaces are able to have their AI processing capacity increased by adding NPUs, eGPUs, and other accelerator cards. Future dock functionality will be driven by this momentum in AI. In addition to the main features of I/O expansion and screen extension, docks will also become accelerators to provide laptops with artificial intelligence computing capacity.

Compatibility has always been the biggest challenge within the industry. Good Way Technology Co., Ltd.'s unwavering commitment to research and development has served to provide clients with solutions in the quickest amount of time feasible. This is also the primary sign of customers' confidence in the high-quality services provided by the Company. Good Way Technology Co., Ltd. also provides a range of intelligent docking stations that enable IT staff to easily resolve issues locally or remotely, carry out OTA firmware updates, set time updates, and update all networked docks simultaneously as the workplace evolves and hybrid offices become the standard.

In 2024, in terms of product development, Good Way Technology Co., Ltd. will continue to stay on top of technology trends (such as AI, Thunderbolt 5, USB4 v2), and continue its research and development experience with GaN (gallium nitride) to provide a series of diversified product design combinations and differentiated product choices to meet the needs of various enterprise user solutions and satisfy the different needs of general consumers. Furthermore, Good Way Technology Co., Ltd. is continually investigating new application potential and market regions. Through new application opportunities derived from docking stations, integrating software and hardware added-value functions, and incorporating more intelligent and innovative elements, Good Way Technology Co., Ltd. aims to achieve outstanding performance as the economic situation stabilizes. In terms of sustainable operations, Good Way Technology Co., Ltd. will continue to pay attention to issues related to carbon neutrality and climate change, and explore ways to reduce carbon emissions and increase the use of green energy to fulfill its environmental responsibilities.

Good Way Technology Co., Ltd. will continue to adhere to its operational philosophies of quick innovation, superior customer service, and customer-centricity while anticipating market trends and putting operational plans into practice. In order to achieve exceptional revenue and profitability performance, it will keep concentrating on creating new products, aggressively pursuing new application areas and clients, and disseminating the company's operating results to stakeholders, including shareholders, staff, and the community, in accordance with its corporate obligations.

Person in Charge:
Tsao, Ssu-Cheng

Managerial Officer:
Tsao, Ssu-Cheng

Lead Accountant:
Kuo, Tung-Han

Attachment 2

Audit Committee's Review Report

The Board of Directors has submitted the Company's 2023 Annual Business Report, Individual Financial Statements, Consolidated Financial Statements, and Profit Distribution Proposal. The Individual Financial Statements and Consolidated Financial Statements have been audited by CPAs Yu, Chih-Fan and Huang, Shih-Chun of PwC Taiwan, and audit reports have been issued. The above reports and statements submitted to the Board of Directors have been audited by the Audit Committee of the Company, and it has been determined that there are no irregularities. In accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act, we hereby submit this report for your review.

To

Good Way Technology Co., Ltd. 2024 Annual Shareholders' Meeting

Convener of the Audit Committee: Liu, Chu



May 31, 2023

Attachment 3

INDEPENDENT AUDITORS' REPORT

To the Board of Directors and Shareholders of Good Way Technology Co., Ltd

PWCR 23000413

Opinion

We have audited the accompanying parent company only balance sheets of Good Way Technology Co., Ltd. as at December 31, 2023 and 2022, and the related parent company only statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the financial statements, including a summary of material accounting policies.

In our opinion, the accompanying parent company only financial statements present fairly, in all material respects, the financial position of the Company as at 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 Financial Statement Audit and Attestation Engagements of Certified Public Accountants and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the *Auditors' responsibilities for the audit of the consolidated financial statements* section of our report. We are independent of the 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 Company's 2023 parent company only financial statements. These matters were addressed in the context of our audit of the parent company only financial statements as a whole and, in forming our opinion thereon, we do not provide a separate opinion on these matters.

Key audit matters for the Company's 2023 parent company only financial statements are stated as follows:

Evaluation of inventories

Description

Please refer to Note 4(12) for the description of accounting policy on inventory valuation. Please refer to Note 5(2) for accounting estimates and assumption uncertainty in relation to inventory valuation. Please refer to Note 6(5) for details of inventory.

Because of the competition in consumer electronics, which shortens the life cycle of the Company's products, it results in frequent changes in the market prices. The Company applies judgments and estimates in determining the net realisable value of inventories on balance sheet date, adopts an item by-item approach in comparing cost and net realisable value and provisions loss on obsolete and slow-moving inventories when over a certain age.

As the valuation of inventories involve subjective judgments, and the valuation amounts are material, we identified the valuation of inventories as one of the key audit matters.

How our audit addressed the matter:

We performed the following audit procedures in respect of the above key audit matter:

1. Understood the policies of allowance for valuation loss on inventories and confirmed the adoption of the policies on provision of allowance for inventory valuation losses during the reporting period.
2. Performed physical inventory count at the end of period to identify whether there are obsolete, damaged or unsalable inventories.
3. Obtained net realisable value reports of each kind of inventory and checked whether the calculation formulas have been applied consistently. Tested relevant parameters to supporting sale and purchase documents and recalculated the allowance for valuation losses item by item. Also, we calculated the accuracy of valuation model calculation result.
4. Tested the movement of inventory and checked the date of the movement with related supporting documents to ascertain the accuracy of the inventory aging classification and recalculated the valuation allowance loss.

Existence of sales revenue

Description

Please refer to Note 4(27) for accounting policies on recognition of revenue, Note 6(17) for details of sales revenue.

The Company is primarily engaged in the research, development, manufacture and sale of consumer electronics. There were various types of products and innovations, resulting in a change of the major customers, and the sales revenue from the major customers represented a significant proportion, which would have a material effect on the financial statements. Thus, we consider the existence of sales revenue from the major customers a key audit matter.

How our audit addressed the matter:

We performed the following audit procedures in respect of the above key audit matter:

1. Obtained an understanding of the internal controls over sales revenue and included sales transactions from major customers in samples for test of controls.

2. Understood and tested the credit approval process of the major customers. Confirmed that the credit terms have been adequately approved, including identified and verified related information of transaction counterparties.
3. We obtained and verified the sales details and relevant evidences.
4. Sample selected accounts receivable of major customers to obtain the confirmation letter.
5. We obtained and verified the subsequent collection details of accounts receivable and relevant evidences.
6. Obtained the details of sales returns after the balance sheet date and reviewed whether the major customers had significant abnormal sales returns.

Responsibilities of management and those charged with governance for the parent company only financial statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations that came into effect as endorsed by the Financial Supervisory Commission, 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 parent company only financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditors' responsibilities for the audit of the parent company only financial statements

Our objectives are to obtain reasonable assurance about whether the parent company only 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 Standards on Auditing of the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these parent company only financial statements.

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

1. Identify and assess the risks of material misstatement of the parent company only 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 parent company only 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 parent company only financial statements, including the disclosures, and whether the parent company only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the parent company only financial statements of the current period 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.

Yu, Chih-Fan

Huang, Shih-Chun

For and on behalf of PricewaterhouseCoopers, Taiwan

March 21, 2024

The accompanying parent company only financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying parent company only financial statements and independent auditors' report are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice.

GOOD WAY TECHNOLOGY CO., LTD.
PARENT COMPANY ONLY BALANCE SHEETS
DECEMBER 31, 2023 AND 2022
(Expressed in thousands of New Taiwan dollars)

Assets	Notes	December 31, 2023		December 31, 2022		
		AMOUNT	%	AMOUNT	%	
Current assets						
1100	Cash and cash equivalents	6(1)	\$ 95,390	2	\$ 325,840	5
1170	Accounts receivable, net	6(4)	477,543	11	1,671,995	24
1180	Accounts receivable - related parties	6(4) and 7(2)	602,902	13	865,614	13
1200	Other receivables		9,383	-	27,440	-
130X	Inventories	6(5)	472,201	10	1,329,531	19
1410	Prepayments		45,915	1	72,267	1
1470	Other current assets		2,097	-	2,369	-
11XX	Current Assets		<u>1,705,431</u>	<u>37</u>	<u>4,295,056</u>	<u>62</u>
Non-current assets						
		6(2)				
1517	Non-current financial assets at fair value through other comprehensive income	6(3)	21,639	-	3,635	-
1550	Investments accounted for under equity method	6(6)	1,987,684	43	1,624,496	24
1600	Property, plant and equipment	6(7)	834,456	18	872,299	13
1755	Right-of-use assets	6(8)	14,599	-	23,074	-
1780	Intangible assets		2,248	-	2,050	-
1840	Deferred income tax assets	6(24)	84,774	2	50,207	1
1900	Other non-current assets	6(7)	6,651	-	7,939	-
15XX	Non-current assets		<u>2,952,051</u>	<u>63</u>	<u>2,583,700</u>	<u>38</u>
1XXX	Total assets		<u>\$ 4,657,482</u>	<u>100</u>	<u>\$ 6,878,756</u>	<u>100</u>

(Continued)

GOOD WAY TECHNOLOGY CO., LTD.
PARENT COMPANY ONLY BALANCE SHEETS
DECEMBER 31, 2023 AND 2022
(Expressed in thousands of New Taiwan dollars)

Liabilities and Equity	Notes	December 31, 2023		December 31, 2022		
		AMOUNT	%	AMOUNT	%	
Current liabilities						
2100	Short-term borrowings	6(9)	\$ 422,583	9	\$ 732,719	11
2130	Current contract liabilities	6(17)	10,123	-	28,025	-
2170	Accounts payable		290,977	6	1,015,169	15
2180	Accounts payable - related parties	7(2)	801,417	17	1,927,755	28
2200	Other payables	6(11)	163,054	4	221,623	3
2220	Other payables to related parties	7(2)	250	-	-	-
2230	Current income tax liabilities	6(24)	13,332	-	43,175	1
2280	Current lease liabilities		10,102	-	14,390	-
2320	Long-term liabilities, current portion	6(10)	120,511	3	73,742	1
2365	Current refund liabilities		83,401	2	140,233	2
21XX	Current Liabilities		<u>1,915,750</u>	<u>41</u>	<u>4,196,831</u>	<u>61</u>
Non-current liabilities						
2540	Long-term borrowings	6(10)	1,173,421	26	646,369	10
2570	Deferred income tax liabilities	6(24)	28	-	-	-
2580	Non-current lease liabilities		5,144	-	9,346	-
2600	Other non-current liabilities	6(12)	4,220	-	4,321	-
25XX	Non-current liabilities		<u>1,182,813</u>	<u>26</u>	<u>660,036</u>	<u>10</u>
2XXX	Total Liabilities		<u>3,098,563</u>	<u>67</u>	<u>4,856,867</u>	<u>71</u>
Equity						
Share capital						
3110	Share capital - common stock	6(14)	611,680	13	546,143	8
Capital surplus						
3200	Capital surplus	6(15)	718,446	15	704,023	10
Retained earnings						
3310	Legal reserve	6(16)	178,504	4	155,937	2
3320	Special reserve		91,456	2	119,077	2
3350	Unappropriated retained earnings		101,297	2	627,285	9
Other equity interest						
3400	Other equity interest		(142,464)	(3)	(91,456)	(1)
3500	Treasury stocks	6(14)	-	-	(39,120)	(1)
3XXX	Total equity		<u>1,558,919</u>	<u>33</u>	<u>2,021,889</u>	<u>29</u>
Significant contingent liabilities and unrecognised contract commitments						
Significant events after the balance sheet date						
3X2X	Total liabilities and equity		<u>\$ 4,657,482</u>	<u>100</u>	<u>\$ 6,878,756</u>	<u>100</u>

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

GOOD WAY TECHNOLOGY CO., LTD.
PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2023 AND 2022

(Expressed in thousands of New Taiwan dollars, except (loss) earnings per share)

Items	Notes	Year ended December 31			
		2023		2022	
		AMOUNT	%	AMOUNT	%
4000 Sales revenue	6(17) and 7(2)	\$ 2,880,383	100	\$ 6,678,272	100
5000 Operating costs	6(5)(22) and 7(2)	(2,880,685)	(100)	(6,090,710)	(91)
5900 Gross operating (loss) profit, net		(302)	-	587,562	9
5910 Unrealized profit from sales	6(6)	(4,920)	-	(10,556)	-
5920 Realized profit (loss) from sales		10,556	-	(20,421)	(1)
5950 Net operating margin		5,334	-	556,585	8
Operating expenses	6(22)				
6100 Selling expenses		(79,790)	(3)	(87,236)	(1)
6200 General and administrative expenses		(138,177)	(5)	(155,682)	(3)
6300 Research and development expenses		(140,854)	(5)	(151,610)	(2)
6450 Impairment loss (impairment gain and reversal of impairment loss) determined in accordance with IFRS 9	12(2)	7,322	1	(7,839)	-
6000 Total operating expenses		(351,499)	(12)	(402,367)	(6)
6900 Operating (loss) profit		(346,165)	(12)	154,218	2
Non-operating income and expenses					
7100 Interest income	6(18)	3,866	-	889	-
7010 Other income	6(19)	21,216	1	11,513	-
7020 Other gains and losses	6(20)	7,722	1	(41,486)	(1)
7050 Finance costs	6(21)	(49,758)	(2)	(32,909)	-
7070 Share of (loss) profit of associates and joint ventures accounted for using equity method, net	6(6)	(51,000)	(2)	143,835	2
7000 Total non-operating income and expenses		(67,954)	(2)	81,842	1
7900 (Loss) profit before income tax		(414,119)	(14)	236,060	3
7950 Income tax (expense) benefit	6(24)	41,235	1	(10,858)	-
8200 (Loss) profit for the year		(\$ 372,884)	(13)	\$ 225,202	3
Other comprehensive (loss) income					
Components of other comprehensive (loss) income that will not be reclassified to profit or loss					
8311 Other comprehensive income, before tax, actuarial gains (losses) on defined benefit plans	6(12)	\$ 279	-	\$ 583	-
8316 Unrealised gains (losses) from investments in equity instruments measured at fair value through other comprehensive income	6(3)	8,464	-	(6,290)	-
8349 Income tax related to components of other comprehensive income that will not be reclassified to profit or loss	6(24)	(56)	-	(117)	-
8310 Components of other comprehensive income (loss) that will not be reclassified to profit or loss		8,687	-	(5,824)	-
Components of other comprehensive income (loss) that will be reclassified to profit or loss					
8361 Other comprehensive (loss) income, before tax, exchange differences on translation		(59,472)	(2)	33,911	1
8360 Components of other comprehensive (loss) income that will be reclassified to profit or loss		(59,472)	(2)	33,911	1
8300 Other comprehensive (loss) income for the year		(\$ 50,785)	(2)	\$ 28,087	1
8500 Total comprehensive (loss) income for the year		(\$ 423,669)	(15)	\$ 253,289	4
Basic (loss) earnings per share	6(25)				
9750 Total basic (loss) earnings per share		(\$ 6.13)		\$ 3.73	
Diluted (loss) earnings per share	6(25)				
9850 Total diluted (loss) earnings per share		(\$ 6.13)		\$ 3.69	

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

<u>Year 2023</u>					
Balance at January 1, 2023	\$ 546,143	\$ 634,056	\$ 47,575	\$ 22,392	
Loss for the year	-	-	-	-	
Other comprehensive income (loss)	-	-	-	-	
Total comprehensive income (loss)	-	-	-	-	
Appropriation and distribution of 2022 retained earnings	6(16)	-	-	-	
Legal reserve appropriated	-	-	-	-	
Special reserve reversed	-	-	-	-	
Cash dividends	-	-	-	-	
Stock dividends	65,537	-	-	-	
Compensation cost of treasury stock transferred to employees	6(13)	-	-	14,545	
Proceeds from treasury stock transferred to employees	6(13)	-	14,423	(14,545)	
Balance at December 31, 2023	\$ 611,680	\$ 634,056	\$ 61,998	\$ 22,392	

The accompanying notes are an integral part of

GOOD WAY TECHNOLOGY CO., LTD.
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2023 AND 2022
 (Expressed in thousands of New Taiwan dollars)

	Notes	Year ended December 31	
		2023	2022
<u>CASH FLOWS FROM OPERATING ACTIVITIES</u>			
(Loss) profit before tax		(\$ 414,119)	\$ 236,060
Adjustments			
Adjustments to reconcile profit (loss)			
Depreciation charges on property, plant and equipment	6(22)	50,045	45,342
Depreciation charges on right-of-use assets	6(22)	15,246	15,109
Amortisations	6(22)	3,314	1,398
Expected credit impairment (profit) loss	12(2)	(7,322)	7,839
Interest income	6(18)	(3,866)	(889)
Interest expense	6(21)	49,758	32,909
Compensation cost of treasury stock transferred to employees	6(13)	14,545	-
Investment income	6(6)	51,000	(143,835)
Realised (profits) loss on transactions with associates	6(6)	(10,556)	20,421
Unrealised profits on transactions with associates	6(6)	4,920	10,556
Loss on disposal of property, plant and equipment	6(20)	16	9,065
Gain on lease revision	6(20)	-	(4,148)
Other income	6(19)	(20,207)	(10,014)
Changes in operating assets and liabilities			
Changes in operating assets			
Accounts receivable		1,201,774	(768,933)
Accounts receivable - related parties		262,712	99,489
Other receivables		18,065	(1,900)
Inventories		857,330	(275,827)
Prepayments		26,352	24,428
Changes in operating liabilities			
Current contract liabilities		(17,902)	10,087
Notes payable		-	(23)
Accounts payable		(724,192)	55,523
Accounts payable - related parties		(1,126,338)	943,930
Other payables		(36,928)	62,843
Other payables to related parties		250	-
Current refund liabilities		(56,832)	43,941
Other non-current liabilities		178	(4,106)
Cash inflow generated from operations		137,243	409,265
Interest received		3,858	889
Income taxes paid		(23,203)	(65)
Net cash flows from operating activities		117,898	410,089

(Continued)

GOOD WAY TECHNOLOGY CO., LTD.
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2023 AND 2022
 (Expressed in thousands of New Taiwan dollars)

	Notes	Year ended December 31	
		2023	2022
<u>CASH FLOWS FROM INVESTING ACTIVITIES</u>			
Acquisition of non-current financial assets at fair value through other comprehensive income	12(3)	(\$ 9,540)	\$ -
Acquisition of investments accounted for using equity method		(468,024)	-
Proceeds from capital reduction of investments accounted for using equity method	7(2)	-	17,952
Acquisition of property, plant and equipment	6(26)	(12,654)	(106,677)
Acquisition of intangible assets		(2,418)	(832)
Increase in refundable deposits		(824)	(1,396)
Decrease in refundable deposits		1,096	211
Increase in other non-current assets		(892)	(2,023)
Net cash flows used in investing activities		(493,256)	(92,765)
<u>CASH FLOWS FROM FINANCING ACTIVITIES</u>			
Interest paid		(48,987)	(31,499)
Proceeds from short-term debt	6(27)	-	75,279
Repayments of short-term debt	6(27)	(310,136)	-
Proceeds from long-term debt	6(27)	1,154,880	-
Repayments of long-term debt	6(27)	(581,742)	(51,836)
Decrease in refundable deposits	6(27)	-	(3,213)
Payments of lease liabilities	6(27)	(15,261)	(13,976)
Cash dividends paid	6(27)	(92,844)	(54,338)
Payments to acquire treasury shares		-	(29,645)
Proceeds from treasury stock transferred to employees		38,998	-
Net cash flows from (used in) financing activities		144,908	(109,228)
Net (decrease) increase in cash and cash equivalents		(230,450)	208,096
Cash and cash equivalents at beginning of year		325,840	117,744
Cash and cash equivalents at end of year		\$ 95,390	\$ 325,840

INDEPENDENT AUDITORS' REPORT

To the Board of Directors and Shareholders of Good Way Technology Co., Ltd

PWCR 23000505

Opinion

We have audited the accompanying consolidated balance sheets of Good Way Technology Co., Ltd. and subsidiaries (the "Group") as at December 31, 2023 and 2022, and the related consolidated statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of material accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at 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 the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations that came into effect as endorsed by the Financial Supervisory Commission.

Basis for opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the *Auditors' responsibilities for the audit of the consolidated financial statements* section of our report. We are independent of the Group in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis 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 Group's 2023 consolidated financial statements. These matters were addressed in the context of our audit of the consolidated financial statements as a whole and, in forming our opinion thereon, we do not provide a separate opinion on these matters.

Key audit matters for the Group's 2023 consolidated financial statements are stated as follows:

Evaluation of inventories

Description

Please refer to Note 4(14) for the description of accounting policy on inventory valuation. Please refer to Note 5(2) for accounting estimates and assumption uncertainty in relation to inventory valuation. Please refer to Note 6(5) for details of inventory.

Because of the competition in consumer electronics, which shortens the life cycle of the Group's products, it results in frequent changes in the market prices. The Group applies judgments and estimates in determining the net realisable value of inventories on balance sheet date, adopts an item by-item approach in comparing cost and net realisable value and provisions loss on obsolete and slow-moving inventories when over a certain age.

As the valuation of inventories involve subjective judgments, and the valuation amounts are material, we identified the valuation of inventories as one of the key audit matters.

How our audit addressed the matter:

We performed the following audit procedures in respect of the above key audit matter:

1. Understood the policies of allowance for valuation loss on inventories and confirmed the adoption of the policies on provision of allowance for inventory valuation losses during the reporting period.
2. Performed physical inventory count at the end of period to identify whether there are obsolete, damaged or unsalable inventories.

3. Obtained net realisable value reports of each kind of inventory and checked whether the calculation formulas have been applied consistently. Tested relevant parameters to supporting sale and purchase documents and recalculated the allowance for valuation losses item by item. Also, we calculated the accuracy of valuation model calculation result.
4. Tested the movement of inventory and checked the date of the movement with related supporting documents to ascertain the accuracy of the inventory aging classification and recalculated the valuation allowance loss.

Existence of sales revenue

Description

Please refer to Note 4(29) for accounting policies on recognition of revenue, Note 6(17) for details of sales revenue.

The Group is primarily engaged in the research, development, manufacture and sale of consumer electronics. There were various types of products and innovations, resulting in a change of the major customers, and the sales revenue from the major customers represented a significant proportion, which would have a material effect on the financial statements. Thus, we consider the existence of sales revenue from the major customers a key audit matter.

How our audit addressed the matter:

We performed the following audit procedures in respect of the above key audit matter:

1. Obtained an understanding of the internal controls over sales revenue and included sales transactions from major customers in samples for test of controls.
2. Understood and tested the credit approval process of the major customers. Confirmed that the credit terms have been adequately approved, including identified and verified related information of transaction counterparties.
3. We obtained and verified the sales details and relevant evidences.
4. Sample selected accounts receivable of major customers to obtain the confirmation letter.

5. We obtained and verified the subsequent collection details of accounts receivable and relevant evidences.
6. Obtained the details of sales returns after the balance sheet date and reviewed whether the major customers had significant abnormal sales returns.

Other matter – Parent company only financial statements

We have audited and expressed an unqualified opinion on the parent company only financial statements of Good Way Technology Co., Ltd. as at and for the years ended December 31, 2023 and 2022.

Responsibilities of management and those charged with governance for the consolidated financial statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations that came into effect as endorsed by the Financial Supervisory Commission, 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 Standards on Auditing of the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

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

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

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

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

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

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

Yu, Chih-Fan

Huang, Shih-Chun

For and on behalf of PricewaterhouseCoopers, Taiwan

March 21, 2024

The accompanying consolidated financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying consolidated financial statements and independent auditors' report are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice.

GOOD WAY TECHNOLOGY CO., LTD AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2023 AND 2022
 (Expressed in thousands of New Taiwan dollars)

Assets	Notes	December 31, 2023		December 31, 2022		
		AMOUNT	%	AMOUNT	%	
Current assets						
1100	Cash and cash equivalents	6(1)	\$ 991,188	24	\$ 550,366	9
1110	Financial assets at fair value through profit or loss - current	6(2)	-	-	13,584	-
1136	Current financial assets at amortised cost	6(1)	3,082	-	-	-
1170	Accounts receivable, net	6(4)	801,394	19	2,303,132	36
1200	Other receivables		13,204	-	49,450	1
1220	Current income tax assets	6(24)	13,070	-	4,713	-
130X	Inventories	6(5)	664,350	16	1,704,018	26
1410	Prepayments		58,566	1	85,596	1
1470	Other current assets		2,097	-	3,642	-
11XX	Current Assets		<u>2,546,951</u>	<u>60</u>	<u>4,714,501</u>	<u>73</u>
Non-current assets						
1517	Non-current financial assets at fair value through other comprehensive income	6(3)	21,639	1	3,635	-
1600	Property, plant and equipment	6(6)	1,415,518	34	1,529,798	24
1755	Right-of-use assets	6(7)	81,495	2	93,428	2
1760	Investment property, net	6(8)	11,288	-	13,899	-
1780	Intangible assets		6,148	-	6,479	-
1840	Deferred income tax assets	6(24)	84,970	2	50,407	1
1900	Other non-current assets	6(6)(7)	48,740	1	10,599	-
15XX	Non-current assets		<u>1,669,798</u>	<u>40</u>	<u>1,708,245</u>	<u>27</u>
1XXX	Total assets		<u>\$ 4,216,749</u>	<u>100</u>	<u>\$ 6,422,746</u>	<u>100</u>

(Continued)

GOOD WAY TECHNOLOGY CO., LTD AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2023 AND 2022
 (Expressed in thousands of New Taiwan dollars)

Liabilities and Equity	Notes	December 31, 2023		December 31, 2022		
		AMOUNT	%	AMOUNT	%	
Current liabilities						
2100	Short-term borrowings	6(9)	\$ 422,583	10	\$ 1,199,328	19
2130	Current contract liabilities	6(17)	30,437	1	28,025	-
2170	Accounts payable		512,144	12	1,825,781	28
2180	Accounts payable - related parties	7(2)	11,417	-	35,351	1
2200	Other payables	6(11) and 7(2)	220,232	5	286,169	5
2230	Current income tax liabilities	6(24)	19,957	1	59,292	1
2280	Current lease liabilities		10,102	-	15,320	-
2320	Long-term liabilities, current portion	6(10)	120,511	3	74,430	1
2365	Current refund liabilities		124,859	3	185,245	3
2399	Other current liabilities, others		304	-	244	-
21XX	Current Liabilities		<u>1,472,546</u>	<u>35</u>	<u>3,709,185</u>	<u>58</u>
Non-current liabilities						
2540	Long-term borrowings	6(10)	1,173,421	28	675,492	11
2570	Deferred income tax liabilities	6(24)	28	-	-	-
2580	Non-current lease liabilities		5,144	-	9,346	-
2600	Other non-current liabilities	6(12)	6,691	-	6,834	-
25XX	Non-current liabilities		<u>1,185,284</u>	<u>28</u>	<u>691,672</u>	<u>11</u>
2XXX	Total Liabilities		<u>2,657,830</u>	<u>63</u>	<u>4,400,857</u>	<u>69</u>
Equity						
Share capital						
3110	Share capital - common stock	6(14)	611,680	15	546,143	8
Capital surplus						
3200	Capital surplus	6(15)	718,446	17	704,023	11
Retained earnings						
3310	Legal reserve	6(16)	178,504	4	155,937	2
3320	Special reserve		91,456	2	119,077	2
3350	Unappropriated retained earnings		101,297	2	627,285	10
Other equity interest						
3400	Other equity interest		(142,464)	(3)	(91,456)	(1)
3500	Treasury stocks	6(14)	-	-	(39,120)	(1)
3XXX	Total equity		<u>1,558,919</u>	<u>37</u>	<u>2,021,889</u>	<u>31</u>
Significant contingent liabilities and unrecognised contract commitments						
Significant events after the balance sheet date						
3X2X	Total liabilities and equity		<u>\$ 4,216,749</u>	<u>100</u>	<u>\$ 6,422,746</u>	<u>100</u>

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

GOOD WAY TECHNOLOGY CO., LTD AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2023 AND 2022

(Expressed in thousands of New Taiwan dollars, except (loss) earnings per share)

Items	Notes	Year ended December 31			
		2023		2022	
		AMOUNT	%	AMOUNT	%
4000 Sales revenue	6(17)	\$ 3,030,713	100	\$ 6,800,040	100
5000 Operating costs	6(5)(22) and 7(2)	(2,960,120)	(98)	(5,983,255)	(88)
5900 Net operating margin		<u>70,593</u>	<u>2</u>	<u>816,785</u>	<u>12</u>
Operating expenses	6(22)				
6100 Selling expenses		(145,809)	(5)	(163,512)	(3)
6200 General and administrative expenses		(206,059)	(7)	(188,597)	(3)
6300 Research and development expenses		(140,854)	(4)	(151,610)	(2)
6450 Impairment loss (impairment gain and reversal of impairment loss) determined in accordance with IFRS 9	12(2)	(9,553)	-	(6,198)	-
6000 Total operating expenses		<u>(502,275)</u>	<u>(16)</u>	<u>(509,917)</u>	<u>(8)</u>
6900 Operating (loss) profit		<u>(431,682)</u>	<u>(14)</u>	<u>306,868</u>	<u>4</u>
Non-operating income and expenses					
7100 Interest income	6(18)	15,651	1	2,612	-
7010 Other income	6(19)	46,282	2	29,632	1
7020 Other gains and losses	6(20)	13,569	-	11,896	-
7050 Finance costs	6(21)	(53,941)	(2)	(40,241)	(1)
7000 Total non-operating income and expenses		<u>21,561</u>	<u>1</u>	<u>(19,893)</u>	<u>-</u>
7900 (Loss) profit before income tax		<u>(410,121)</u>	<u>(13)</u>	<u>286,975</u>	<u>4</u>
7950 Income tax (expense) benefit	6(24)	37,237	1	61,773	(1)
8200 (Loss) profit for the year		<u>(\$ 372,884)</u>	<u>(12)</u>	<u>\$ 225,202</u>	<u>3</u>
Other comprehensive (loss) income					
Components of other comprehensive income (loss) that will not be reclassified to profit or loss					
8311 Other comprehensive income, before tax, actuarial gains (losses) on defined benefit plans	6(12)	\$ 279	-	\$ 583	-
8316 Unrealised gains (losses) from investments in equity instruments measured at fair value through other comprehensive income	6(3)	8,464	-	(6,290)	-
8349 Income tax related to components of other comprehensive income that will not be reclassified to profit or loss	6(24)	(56)	-	(117)	-
8310 Components of other comprehensive (loss) income that will not be reclassified to profit or loss		<u>8,687</u>	<u>-</u>	<u>(5,824)</u>	<u>-</u>
Components of other comprehensive (loss) income that will be reclassified to profit or loss					
8361 Financial statements translation differences of foreign operations		(59,472)	(2)	33,911	1
8360 Components of other comprehensive (loss) income that will be reclassified to profit or loss		<u>(59,472)</u>	<u>(2)</u>	<u>33,911</u>	<u>1</u>
8300 Other comprehensive (loss) income for the year		<u>(\$ 50,785)</u>	<u>(2)</u>	<u>\$ 28,087</u>	<u>1</u>
8500 Total comprehensive (loss) income for the year		<u>(\$ 423,669)</u>	<u>(14)</u>	<u>\$ 253,289</u>	<u>4</u>
(Loss) Profit attributable to:					
8610 Owners of the parent		<u>(\$ 372,884)</u>	<u>(12)</u>	<u>\$ 225,202</u>	<u>3</u>
Comprehensive (loss) income attributable to:					
8710 Owners of the parent		<u>(\$ 423,669)</u>	<u>(14)</u>	<u>\$ 253,289</u>	<u>4</u>
Basic (loss) earnings per share					
9750 Total basic (loss) earnings per share	6(25)	<u>(\$ 6.13)</u>	<u>6.13</u>	<u>\$ 3.73</u>	<u>3.73</u>
Diluted (loss) earnings per share					
9850 Total diluted (loss) earnings per share	6(25)	<u>(\$ 6.13)</u>	<u>6.13</u>	<u>\$ 3.69</u>	<u>3.69</u>

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

Special reserve appropriation	-	-
Cash dividend	-	-
Purchase of treasury shares	6(14)	-
Balance at December 31, 2022	<u>\$ 546,143</u>	<u>\$ 704,023</u>
<u>Year 2023</u>		
Balance at January 1, 2023	<u>\$ 546,143</u>	<u>\$ 704,023</u>
Loss for the year	-	-
Other comprehensive income (loss)	-	-
Total comprehensive income (loss)	-	-
Appropriation and distribution of 2022 retained earnings	6(16)	-
Legal reserve appropriated	-	-
Special reserve reversed	-	-
Cash dividend	-	-
Stock dividends	65,537	-
Compensation cost of treasury stock transferred to employees	6(13)	14,545
Proceeds from treasury stock transferred to employees	6(13)	(122)
Balance at December 31, 2023	<u>\$ 611,680</u>	<u>\$ 718,446</u>

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

GOOD WAY TECHNOLOGY CO., LTD AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2023 AND 2022
 (Expressed in thousands of New Taiwan dollars)

	Notes	Year ended December 31	
		2023	2022
<u>CASH FLOWS FROM OPERATING ACTIVITIES</u>			
(Loss) profit before tax		(\$ 410,121)	\$ 286,975
Adjustments			
Income and expenses having no effect on cash flows			
Depreciation charges on property, plant and equipment	6(22)	129,196	123,957
Depreciation charges on right-of-use assets	6(22)	17,562	17,437
Depreciation expense on investment property	6(22)	2,495	4,744
Amortization expense on intangible assets	6(22)	4,097	2,161
Amortization expense on other non-current assets	6(22)	2,607	2,657
Expected credit impairment loss	12(2)	9,553	6,198
Gains on financial assets (liabilities) at fair value through profit or loss	6(20)	(12,279)	10,248
Compensation cost of treasury stock transferred to employees	6(13)	14,545	-
Interest expense	6(21)	53,941	40,241
Interest income	6(18)	(15,651)	(2,612)
Loss on disposal of property, plant and equipment	6(20)	16	9,239
Gain on lease revision	6(20)	-	(4,148)
Other income	6(19)	(20,277)	(10,065)
Changes in assets/liabilities relating to operating activities			
Changes in operating assets			
Financial assets at fair value through profit or loss		25,947	(22,334)
Accounts receivable		1,492,328	(759,333)
Other receivables		39,772	23,211
Inventories		1,041,048	(155,951)
Prepayments		27,030	100,951
Net changes in liabilities relating to operating activities			
Current contract liabilities		2,412	10,087
Notes payable		-	(23)
Accounts payable		(1,313,637)	242,499
Accounts payable - related parties		(23,934)	6,469
Other payables		(46,580)	32,042
Current refund liabilities		(60,386)	63,808
Other current liabilities, others		60	(60)
Other non-current liabilities		(100)	(4,688)
Cash inflow generated from operations		959,644	23,710
Interest received		12,125	2,638
Income taxes paid		(45,015)	(29,839)
Net cash flows from (used in) operating activities		<u>926,754</u>	<u>(3,491)</u>

(Continued)

GOOD WAY TECHNOLOGY CO., LTD AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2023 AND 2022
 (Expressed in thousands of New Taiwan dollars)

	Notes	Year ended December 31	
		2023	2022
<u>CASH FLOWS FROM INVESTING ACTIVITIES</u>			
Increase in financial assets at amortised cost-current		(\$ 3,082)	\$ -
Acquisition of non-current financial assets at fair value through other comprehensive income	12(3)	(9,540)	-
Acquisition of property, plant and equipment	6(26)	(18,728)	(126,073)
Proceeds from disposal of property, plant and equipment		-	228
Acquisition of intangible assets		(2,737)	(892)
Increase in refundable deposits		(824)	(2,686)
Decrease in refundable deposits		2,369	700
Increase in other non-current assets		(43,530)	(6,210)
Net cash flows used in investing activities		(76,072)	(134,933)
<u>CASH FLOWS FROM FINANCING ACTIVITIES</u>			
Interest paid		(55,817)	(36,184)
Proceeds from short-term debt	6(27)	-	544,911
Repayments of short-term debt	6(27)	(778,229)	-
Proceeds from long-term debt	6(27)	1,154,880	-
Repayments of long-term debt	6(27)	(611,984)	(52,660)
Decrease in refundable deposits	6(27)	-	(3,213)
Payments of lease liabilities	6(27)	(16,125)	(14,708)
Cash dividends paid	6(27)	(92,844)	(54,338)
Purchase of treasury shares		-	(29,645)
Proceeds from treasury stock transferred to employees		38,998	-
Net cash flows (used in) from financing activities		(361,121)	354,163
Effect of exchange rate changes on cash and cash equivalents		(48,739)	16,679
Net increase in cash and cash equivalents		440,822	232,418
Cash and cash equivalents at beginning of year		550,366	317,948
Cash and cash equivalents at end of year		\$ 991,188	\$ 550,366

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

Attachment 4

**The Comparison Table of Amendments to the
“Rules of Procedure for Board of Directors Meetings”**

Article	Amended Provision	Prior Provision	Description
9	<p>When the Company’s Board of Directors Meeting convenes, the finance department should have the relevant data ready for inspection by the attending directors at any time.</p> <p>When convening a Board of Directors Meeting, relevant department or subsidiary personnel may be notified to attend based on the agenda content. If necessary, accountants, lawyers, or other professionals may also be invited to attend the meeting and provide explanations. However, they should leave during discussion and voting.</p> <p>The chairperson of the Board of Directors shall declare the meeting open when the scheduled meeting time has arrived and more than half of the directors are present. If at the scheduled meeting time, half of all directors are not present, the chairperson may announce a postponement of the meeting, with a maximum of two postponements allowed, and the total postponement time shall not exceed one hour. If the quorum is still not met after two postponements, the chairperson may reconvene the meeting following the procedures set forth in Article 3, Paragraph 2.</p> <p>The term “all directors” mentioned in the preceding</p>	<p>When the Company’s Board of Directors Meeting convenes, the finance department should have the relevant data ready for inspection by the attending directors at any time.</p> <p>When convening a Board of Directors Meeting, relevant department or subsidiary personnel may be notified to attend based on the agenda content. If necessary, accountants, lawyers, or other professionals may also be invited to attend the meeting and provide explanations. However, they should leave during discussion and voting.</p> <p>The chairperson of the Board of Directors shall declare the meeting open when the scheduled meeting time has arrived and more than half of the directors are present. If at the scheduled meeting time, half of all directors are not present, the chairperson may announce a postponement of the meeting, with a maximum of two postponements allowed, and the total postponement time shall not exceed one hour. If the quorum is still not met after two postponements, the chairperson may reconvene the meeting following the procedures set forth in Article 3, Paragraph 2.</p> <p>The term “all directors” mentioned in the preceding</p>	<p>Amended and promulgated by the Financial Supervisory Commission Order No. 1120383996 on January 11, 2024, revising Articles 12 and 13.</p>

Article	Amended Provision	Prior Provision	Description
	paragraph and Article 16, Paragraph 2, Subparagraph 2, shall be calculated based on the actual number of incumbent directors.	paragraph and Article 16, Paragraph 2, Subparagraph 2, shall be calculated based on the actual number of incumbent directors.	
11	<p>The Board of Directors of the Company shall proceed according to the scheduled agenda as specified in the meeting notice. However, with the consent of more than half of the attending directors, the agenda may be changed.</p> <p>For the scheduled agenda content and temporary motions mentioned in the preceding paragraph, the chairperson shall not adjourn the meeting without the consent of more than half of the attending directors.</p> <p>If the number of attending directors falls below half of the quorum during the board meeting, one of the attending directors shall propose a temporary adjournment of the meeting, and the provisions of Article 9, Paragraph 3 shall apply.</p> <p><u>If the chairperson is unable to continue presiding over the meeting or fails to adjourn the meeting as stipulated in Paragraph 2, the acting chairperson shall be elected in accordance with Article 6, Paragraph 3.</u></p>	<p>The Board of Directors of the Company shall proceed according to the scheduled agenda as specified in the meeting notice. However, with the consent of more than half of the attending directors, the agenda may be changed.</p> <p>For the scheduled agenda content and temporary motions mentioned in the preceding paragraph, the chairperson shall not adjourn the meeting without the consent of more than half of the attending directors.</p> <p>If the number of attending directors falls below half of the quorum during the board meeting, one of the attending directors shall propose a temporary adjournment of the meeting, and the provisions of Article 9, Paragraph 3 shall apply.</p>	Amended and promulgated by the Financial Supervisory Commission Order No. 1120383996 on January 11, 2023, revising Articles 12 and 13.
18	The establishment of these Rules of Procedure shall be approved by the Board of Directors of the Company, and any future amendments may be delegated to the Board of Directors for resolution.	The establishment of these Rules of Procedure shall be approved by the Board of Directors of the Company <u>and reported to the Shareholders' Meeting</u> . Any future amendments may be delegated to the Board of Directors for resolution.	

Attachment 5

Comparison Table of Amendments to the “Rules of Procedure for Shareholders’ Meetings”

Article	Amended Provision	Current Provision	Description
3	<p>Unless otherwise specified in laws and regulations, the shareholders’ meetings shall be convened by the Board.</p> <p><u>The Company convened a video conference shareholders’ meeting. Unless otherwise provided in the regulations governing the handling of stock affairs by public companies, it should be specified in the articles of incorporation and resolved by the Board of Directors. Additionally, the video shareholders’ meeting should be held with the resolution approved by more than two-thirds of the attending directors and a majority of the attending directors.</u></p> <p>Omitted below</p>	<p>Unless otherwise specified in laws and regulations, the shareholders’ meetings shall be convened by the Board.</p> <p>Omitted below</p>	<p>Due to the Company holding a video Shareholders’ Meeting, shareholders are unable to attend a physical meeting. To protect the rights and interests of shareholders, a second paragraph is added.</p>
5	<p>Shareholder Meeting Location:</p> <ol style="list-style-type: none"> 1. If the Company convenes a physical Shareholders’ Meeting, the location of the Shareholders’ Meeting shall be stated, and it shall be held at the Company’s location or a place convenient for shareholders to attend and suitable for holding a Shareholders’ Meeting. 2. If the Company convenes a physical Shareholders’ Meeting and provides video assistance (hereinafter referred to as a video-assisted 	<p>Shareholder Meeting Location:</p> <ol style="list-style-type: none"> 1. If the Company convenes a physical Shareholders’ Meeting, the location of the Shareholders’ Meeting shall be stated, and it shall be held at the Company’s location or a place convenient for shareholders to attend and suitable for holding a Shareholders’ Meeting. 2. If the Company convenes a physical Shareholders’ Meeting and provides video assistance (hereinafter referred to as a video-assisted 	

Article	Amended Provision	Current Provision	Description
	<p>Shareholders' Meeting), in addition to stating the location of the physical Shareholders' Meeting, the video conference platform used for the video-assisted portion of the meeting shall also be stated.</p> <p>3. If the Company does not convene a physical Shareholders' Meeting and holds only a video meeting (hereinafter referred to as a video Shareholders' Meeting), the video conference platform used by the Company shall be stated.</p> <p>The meeting start time should not be earlier than 9 a.m. or later than 3 p.m., <u>and the location and time of the meeting should take into full consideration the opinions of independent directors.</u></p> <p>When convening a video Shareholders' Meeting, the Company is not subject to the restrictions on the meeting venue mentioned in the preceding paragraph.</p>	<p>Shareholders' Meeting), in addition to stating the location of the physical Shareholders' Meeting, the video conference platform used for the video-assisted portion of the meeting shall also be stated.</p> <p>3. If the Company does not convene a physical Shareholders' Meeting and holds only a video meeting (hereinafter referred to as a video Shareholders' Meeting), the video conference platform used by the Company shall be stated.</p> <p>The time to start the Meeting shall not be earlier than 9 a.m. or later than 3 p.m.</p> <p>When convening a video Shareholders' Meeting, the Company is not subject to the restrictions on the meeting venue mentioned in the preceding paragraph.</p>	
6-1	<p>To convene a virtual Shareholders' Meeting, the Company shall include the following particulars in the Shareholders' Meeting notice:</p> <ol style="list-style-type: none"> 1. First item omitted 2. Second item omitted 3. To convene a virtual shareholders' meeting via video conference, appropriate alternativemeasures available to shareholders with difficulties in attending the meeting shall be specified. <u>Except for the circumstances stipulated in Article 44-9, Paragraph 6 of the Regulations</u> 	<p>To convene a virtual Shareholders' Meeting, the Company shall include the following particulars in the Shareholders' Meeting notice:</p> <ol style="list-style-type: none"> 1. First item omitted 2. Second item omitted 3. To convene a virtual shareholders' meeting via video conference, appropriate alternativemeasures available to shareholders with difficulties in attending the meeting shall be specified. 	<p>Provide appropriate alternative measures for shareholders who have difficulty participating in shareholders' meetings via video, and assist them in using the connection equipment to participate in shareholders' meetings. Therefore, a second clause is</p>

Article	Amended Provision	Current Provision	Description
	<p><u>Governing the Administration of Shareholder Services of Public Companies, the company shall provide shareholders with video conferencing facilities and necessary assistance, and specify the period during which shareholders may apply to the Company and other relevant matters to be noted.</u></p>		<p>added to the third item.</p>
22		<p>When convening a virtual Shareholders' Meeting, the Company shall provide appropriate alternative measures available to shareholders with difficulties in attending a virtual Shareholders' Meeting via video conference.</p>	<p>Article removed</p>
22	<p>These Rules and Procedure shall be effective from the date they are approved by the shareholders' meeting.</p>		<p>The original Article 23</p>
23		<p>These Rules and Procedure shall be effective from the date they are approved by the shareholders' meeting.</p>	<p>Adjustment to Article 22</p>

Attachment 6

“Articles of Incorporation” Revised Provisions Comparison Table “Rules and Procedures of Shareholders’ Meeting”

Article	Amended Provision	Current Provision	Description
2	<p>The scope of the Company’s business is as follows:</p> <ol style="list-style-type: none"> 1. F401010 International Trade 2. I501010 Product Designing 3. CB01020 Affairs Machine Manufacturing 4. F113050 Wholesale of Computers and Clerical Machinery Equipment 5. CC01030 Electrical Appliances and Audiovisual Electronic Products Manufacturing 6. F113020 Wholesale of Electrical Appliances 7. I301010 Information Software Services 8. CC01060 Wired Communication Mechanical Equipment Manufacturing 9. CC01070 Wireless Communication Mechanical Equipment Manufacturing 10. CC01080 Electronics Components Manufacturing 11. CC01110 Computer and Peripheral Equipment Manufacturing 12. F401021 Telecommunications Controlled Radio Frequency Equipment Input Industry 13. CC01020 Electric Wires and Cables Manufacturing 	<p>The scope of the Company’s business is as follows:</p> <ol style="list-style-type: none"> 1. F401010 International Trade 2. I501010 Product Designing 3. CB01020 Affairs Machine Manufacturing 4. F113050 Wholesale of Computers and Clerical Machinery Equipment 5. CC01030 Electrical Appliances and Audiovisual Electronic Products Manufacturing 6. F113020 Wholesale of Electrical Appliances 7. I301010 Information Software Services 8. CC01060 Wired Communication Mechanical Equipment Manufacturing 9. CC01070 Wireless Communication Mechanical Equipment Manufacturing 10. CC01080 Electronics Components Manufacturing 11. CC01110 Computer and Peripheral Equipment Manufacturing 12. F401021 Telecommunications Controlled Radio Frequency Equipment Input Industry 13. CC01020 Electric Wires and Cables Manufacturing 	Revised in line with company operational needs

Article	Amended Provision	Current Provision	Description
	<p>14. CC01990 Other Electrical Engineering and Electronic Machinery Equipment Manufacturing</p> <p>15. <u>CC01100 Controlled Telecommunications Radio-Frequency Devices and Materials Manufacturing</u></p> <p>16. <u>I301020 Data Processing Services</u></p> <p>17. <u>I301030 Electronic Information Supply Services</u></p> <p>18. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.</p>	<p>14. CC01990 Other Electrical Engineering and Electronic Machinery Equipment Manufacturing</p> <p>15. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.</p>	
31	<p>The Articles of Incorporation was established on January 8, 1993.</p> <p>The 1st amendment was on April 20, 1994.</p> <p>The 2nd amendment was on January 30, 2001.</p> <p>The 3rd amendment was on February 26, 2001.</p> <p>The 4th amendment was on December 7, 2001.</p> <p>The 5th amendment was on April 22, 2002.</p> <p>The 6th amendment was on October 31, 2002.</p> <p>The 7th amendment was on May 15, 2003.</p> <p>The 8th amendment was on November 3, 2003.</p> <p>The 9th amendment was on June 25, 2004.</p> <p>The 10th amendment was on June 25, 2004.</p> <p>The 11th amendment was on June</p>	<p>The Articles of Incorporation was established on January 8, 1993.</p> <p>The 1st amendment was on April 20, 1994.</p> <p>The 2nd amendment was on January 30, 2001.</p> <p>The 3rd amendment was on February 26, 2001.</p> <p>The 4th amendment was on December 7, 2001.</p> <p>The 5th amendment was on April 22, 2002.</p> <p>The 6th amendment was on October 31, 2002.</p> <p>The 7th amendment was on May 15, 2003.</p> <p>The 8th amendment was on November 3, 2003.</p> <p>The 9th amendment was on June 25, 2004.</p> <p>The 10th amendment was on June 25, 2004.</p> <p>The 11th amendment was on June</p>	Addition of amendment number and date

Article	Amended Provision	Current Provision	Description
	<p>27, 2006.</p> <p>The 12th amendment was on October 23, 2006.</p> <p>The 13th amendment was on June 27, 2007.</p> <p>The 14th amendment was on June 26, 2008.17th amendment on June 28, 2018.</p> <p>The 15th amendment was on June 25, 2009.</p> <p>The 16th amendment was on June 24, 2010.</p> <p>The 17th amendment was on June 20, 2012.</p> <p>The 18th amendment was on June 11, 2013.</p> <p>The 19th amendment was on May 9, 2014.</p> <p>The 20th amendment was on June 9, 2015.</p> <p>The 21th amendment was on June 7, 2016.</p> <p>The 22th amendment was on June 14, 2019.</p> <p>The 23th amendment was on August 4, 2021.</p> <p>The 24th amendment was on June 8, 2022.</p> <p><u>The 25th amendment was on June 26, 2024.</u></p>	<p>27, 2006.</p> <p>The 12th amendment was on October 23, 2006.</p> <p>The 13th amendment was on June 27, 2007.</p> <p>The 14th amendment was on June 26, 2008.17th amendment on June 28, 2018.</p> <p>The 15th amendment was on June 25, 2009.</p> <p>The 16th amendment was on June 24, 2010.</p> <p>The 17th amendment was on June 20, 2012.</p> <p>The 18th amendment was on June 11, 2013.</p> <p>The 19th amendment was on May 9, 2014.</p> <p>The 20th amendment was on June 9, 2015.</p> <p>The 21th amendment was on June 7, 2016.</p> <p>The 22th amendment was on June 14, 2019.</p> <p>The 23th amendment was on August 4, 2021.</p> <p>The 24th amendment was on June 8, 2022.</p>	

Appendix 1

GOOD WAY TECHNOLOGY CO., LTD. Rules and Procedures of Shareholders' Meeting

Amendment Date: 2022.06.08

Article 1: To establish a sound corporate governance system for Shareholders' Meeting, enhance the supervisory function, and strengthen the management mechanism of the Company, these rules are formulated in accordance with Article 5 of the Corporate Governance Best Practice Principles for TWSE/GTSM Listed Companies, for compliance purposes.

Article 2: The rules of procedure for the Shareholders' Meeting of the Company shall be governed by these Regulations, unless otherwise provided by laws or the Articles of Incorporation.

Article 3: Unless otherwise provided by law, the Shareholders' Meeting of the Company shall be convened by the Board of Directors.

Any changes to the method of convening the Shareholders' Meeting of the Company shall be resolved by the Board of Directors, and made no later than the date of meeting notice announcement.

The Company shall, thirty days before the date of an annual Shareholders' Meeting or fifteen days before the date of an extraordinary Shareholders' Meeting, electronically transmit the meeting notice, a proxy form, a description of issues pertaining to ratification matters, discussion matters, election or dismissal of directors, and other meeting agenda items to the Market Observation Post System designated by the Financial Supervisory Commission.

The Company shall, twenty-one days prior to the regular Shareholders' Meeting or fifteen days prior to the extraordinary Shareholders' Meeting, produce electronic files of the Shareholders' Meeting handbook and supplementary materials, and transmit them to the information reporting website designated by the Financial Supervisory Commission. However, if the Company's paid-in capital reaches NT\$10 billion or more at the end of the most recent fiscal year or if the shareholding ratio of foreign and Mainland Chinese investors recorded in the shareholders' register at the most recent regular Shareholders' Meeting reaches 30% or more, the Company shall

complete the transmission of the aforementioned electronic files thirty days prior to the regular Shareholders' Meeting.

The Company shall have the Shareholders' Meeting handbook and supplementary materials prepared and made available for shareholders' inspection fifteen days prior to the Shareholders' Meeting, and have them displayed at the Company and the professional stock agency appointed by the Company, and distributed at the Shareholders' Meeting.

The Shareholders' Meeting handbook and supplementary materials mentioned in the preceding paragraph shall be provided to shareholders for reference at the Shareholders' Meeting in the following manner:

1. If the Company convenes a physical Shareholders' Meeting, the materials shall be distributed at the meeting venue.
2. If the Company convenes a video-assisted Shareholders' Meeting, the materials shall be distributed at the meeting venue and transmitted electronically to the video conference platform.
3. If the Company convenes a video Shareholders' Meeting, the materials shall be transmitted electronically to the video conference platform.

Notices and announcements shall specify the meeting agenda; for those who agree, electronic means may be used.

Matters relating to the election or dismissal of directors, amendments to the Articles of Incorporation, capital reduction, application for suspension of public offering, directors' competition with the Company, transfer of earnings to capital increase, transfer of capital reserve to capital increase, dissolution, merger, demerger, or matters under Article 185, Paragraph 1 of the Company Act, Article 26-1 or 43-6 of the Securities and Exchange Act, or Articles 56-1 or 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be listed and explained in the meeting agenda, and shall not be proposed as extemporaneous motions.

Where re-election of all directors as well as their inauguration date is stated in the notice of the reasons for convening the shareholders meeting, after the completion of the re-election in said meeting such inauguration date may not be altered by any extraordinary motion or otherwise in the same meeting.

Shareholders who own more than 1% of the Company's total issued shares may propose in writing one item to be included in the agenda of the Annual General Meeting. Each shareholder may propose only one agenda item; additional items will not be accepted. If one of the circumstances set forth in Article 172-1, Paragraph 4 of the Company Act applies to a proposal made by

a shareholder, the Board of Directors may choose not to include it as an agenda item. Shareholders may propose suggestions to urge the Company to promote public interests or fulfill its social responsibilities. The procedure should follow Article 172-1 of the Company Act, and be limited to one proposal. If there are more than one proposal, none of them will be included in the agenda.

The Company shall, before the book closure date prior to the date of convening the annual general meeting, announce the submission of proposals by shareholders, the method of submission in writing or electronically, the place of submission and the acceptance period; and the acceptance period shall not be less than ten days.

Proposals submitted by shareholders shall be limited to 300 words. Those exceeding 300 words shall not be included in the agenda. Shareholders submitting proposals shall attend the shareholders' meeting in person or by proxy and participate in the discussion of the proposal.

Prior to the date of issuance of the notice of the Shareholders' Meeting, the Company shall inform the proposing shareholder of the results of handling the proposal, and shall list in the meeting notice the proposals conforming to the requirements set out in this Article. For shareholder proposals that are not included in the agenda, the Board of Directors should explain the reasons for not including them at the Shareholders' Meeting.

Article 4: At each Shareholders' Meeting, shareholders must present the proxy form issued by the Company, indicating the scope of authorization and the proxy, to attend the Shareholders' Meeting.

Each shareholder may appoint one proxy by issuing a proxy form, which must arrive at the Company at least five days before the Shareholders' Meeting. In the event that multiple proxy forms are issued by the same shareholder, the proxy form submitted first shall prevail. However, this shall not apply to declarations to revoke the previous proxy.

After the proxy form is delivered to the Company, if a shareholder wishes to attend the Shareholders' Meeting in person or to exercise voting rights in writing or by electronic means, the shareholder shall notify the Company in writing to revoke the proxy appointment no later than two days prior to the date of the Shareholders' Meeting; if the revocation is made after the deadline, the voting rights exercised by the proxy shall prevail.

If, after a proxy form is delivered to the Company, a shareholder wishes to attend the Shareholders' Meeting online, a written notice of proxy cancellation shall be submitted to the Company at least two days before the meeting date. If

the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

Article 5: Shareholder Meeting Location:

1. The Meeting shall be held at the head office of the Company or at any other appropriate place that is convenient for the shareholders to attend.
2. The Company shall state the location of the physical Shareholders' Meeting and the video conference platform used for the video-assisted portion of the meeting when convening a video-assisted Shareholders' Meeting.
3. The Company shall not convene a physical Shareholders' Meeting, but only a video Shareholders' Meeting. In this case, the video conference platform used by the Company should be specified.

The time to start the Meeting shall not be earlier than 9:00 a.m. or later than 3:00 p.m.

When convening a video Shareholders' Meeting, the Company is not subject to the restrictions on the meeting venue mentioned in the preceding paragraph.

Article 6: The Company shall specify in its Shareholders' Meeting notices the time and place that attendance registrations for shareholders, solicitors, and proxies (collectively: "shareholders") will be accepted, as well as any other matters for attention.

The registration time for the shareholders in the preceding paragraph shall be handled at least thirty minutes before the start of the meeting; the registration desk shall be clearly marked and staffed with sufficient and qualified personnel; for video-conferenced Shareholders' Meeting, registration shall be accepted on the video-conferencing platform thirty minutes before the start of the meeting, and shareholders who have completed registration shall be deemed to have attended the Shareholders' Meeting in person.

Shareholders should attend the Shareholders' Meeting with attendance certificates, attendance sign-in cards, or other attendance credentials. The Company shall not arbitrarily require shareholders to provide additional supporting documents as proof of attendance. If soliciting proxy forms, the solicitor should also carry identification documents for verification purposes.

The Company shall have an attendance book for attending shareholders to sign in, or the attending shareholders shall submit a sign-in card in lieu of signing in.

The Company shall deliver the agenda handbook, annual report, attendance certificate, speech slip, ballot, and other meeting materials to the shareholders attending the Shareholders' Meeting; for the election of directors, the election ballots shall be attached as well.

When the government or a legal entity is a shareholder, the representative attending the Shareholders' Meeting is not limited to one person. When a legal person is entrusted to attend a Shareholders' Meeting, only one person may be appointed to represent and attend.

In the event of a virtual Shareholders' Meeting, shareholders who intend to attend the meeting via video conference shall register with the Company two days before the meeting date.

In the event of a virtual Shareholders' Meeting, the Company shall upload the manual for Shareholders' Meeting, annual report, and other meeting materials to the virtual meeting platform at least thirty minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

Article 6-1: To convene a virtual Shareholders' Meeting, the Company shall include the following particulars in the Shareholders' Meeting notice:

1. Information detailing how shareholders may attend the virtual meeting and exercise their rights.
2. An outline of the actions to be taken if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents, or other force majeure events, at least covering the following particulars:
 - (1) Specifying to what time the meeting is postponed or from what time the meeting will resume if the above obstruction continues and cannot be removed, and the date to which the meeting is postponed or on which the meeting will resume.
 - (2) Stating that any shareholders not having registered to attend the affected virtual Shareholders' Meeting shall not attend the postponed or resumed session.
 - (3) Stating that, in the case of a hybrid Shareholders' Meeting, when the virtual meeting cannot be continued, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual Shareholders' Meeting online, meets the minimum legal requirement for a Shareholders' Meeting, then the Shareholders' Meeting shall continue. The shares represented by shareholders attending the virtual meeting online shall

be counted towards the total number of shares represented by the shareholders present at the meeting, and the shareholders attending the virtual meeting online shall be deemed to have abstained from voting on all proposals present on the meeting agenda of that Shareholders' Meeting.

(4) Stating the actions to be taken if the outcomes of all proposals have been announced and an extraordinary motion has not been carried out.

3. Information, when convening a virtual-only Shareholders' Meeting, regarding the appropriate alternative measures available to shareholders facing difficulties in attending the virtual Shareholders' Meeting.

Article 7: The Shareholders' Meeting shall be convened by the Board of Directors, with the Chairman acting as the chairperson. If the Chairman is on leave or unable to perform his duties for any reason, the Vice Chairman shall act on his behalf if a Vice Chairman has been appointed. If there is no Vice Chairman appointed, or if the Vice Chairman is also on leave or unable to perform his duties for any reason, the Chairman shall designate a director to act on his behalf. If the meeting is convened by an authorized party other than the Board of Directors, the meeting shall be chaired by the authorized convener.

If the shareholders' meeting is convened by a person with convening rights other than the Board of Directors, the chairperson shall be the person with convening rights. If there are two or more persons with convening rights, one of them shall be elected as the chairperson.

Shareholders' Meetings that are convened by the Board of Directors should be chaired by the Chairperson in person and attended by more than half of the board members and at least one member of each functional committee. The attendance shall be recorded in the meeting minutes.

The Company shall appoint its designated lawyers, accountants or relevant personnel to attend the Shareholders' Meeting.

Article 8: The Company, beginning from the time it accepts shareholder attendance registrations, shall record on uninterrupted audio and video tape the entire registration procedure, the proceedings of the shareholders meeting, and the voting and vote counting procedures.

The recording materials in the preceding paragraph shall be retained for at least one year. However, the said tapes shall be preserved until the conclusion of the lawsuit if a shareholder initiates a lawsuit in accordance with Article 189 of the Company Law.

Where a Shareholders' Meeting is held via video conference, the Company shall keep records of shareholder registration, sign-in, check-in, questions raised, votes cast, and results of votes counted by the Company, and continuously audio and video record, without interruption, the proceedings of the virtual meeting from beginning to end.

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

In case of a virtual Shareholders' Meeting, the Company is advised to audio and video record the back-end operation interface of the virtual meeting platform.

Article 9: Attendance at Shareholders' Meetings shall be calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards, and by the shares checked-in on the virtual meeting platform, plus the number of shares whose voting rights are exercised by correspondence or through electronic means.

The chairman shall announce the commencement of the meeting at the scheduled time of the meeting and announce relevant information such as the number of non-voting shares and total shares in attendance.

However, if the number of shares represented by the shareholders present does not constitute a majority of the total number of issued shares, the chair may announce a postponement of the meeting. The postponements shall be limited to no more than twice and the total time accumulated in the postponement(s) shall not exceed one hour. If after two such postponements the numbers of shares represented by the attending shareholders has not yet constituted more than one-third of all issued and outstanding shares, the chairman shall announce the adjournment of the meeting. In the event of a virtual shareholders' meeting, the Company shall also declare the meeting adjourned at the virtual meeting platform.

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

If before the conclusion of the meeting, the number of shares represented by the attending shareholders reaches a majority of the total number of issued shares, the chair may re-submit the tentative resolution adopted to the Shareholders' Meeting for a vote pursuant to Article 174 of the Company Act.

Article 10: If the Shareholders' Meeting is convened by the Board of Directors, the Board of Directors shall determine the meeting proceedings. Votes shall be cast on each separate proposal in the agenda, including special motions and amendments to the original proposals set out in the agenda. The proceedings shall not be changed unless resolved in the Shareholders' Meeting.

The above provision applies mutatis mutandis to cases where the Meeting is convened by any person, other than the Board of Directors, entitled to convene such Meeting.

Unless otherwise resolved at the meeting, the chairman may not announce adjournment of the meeting earlier unless the agenda (including provisional motions) under the preceding two paragraphs are concluded. If the chairman announces the adjournment of the meeting in violation of the Rules, other members of the Board shall promptly assist the attending shareholders to elect, by a majority of votes represented by attending shareholders in the meeting, another person to serve as chairman and continue the meeting in accordance with due procedures.

The Chairperson shall allow adequate time to explain and discuss each agenda item, amendment, or special motion proposed in the meeting. The Chairperson may conclude the discussion as he/she sees fit, submit the proposals to vote for resolution, and schedule sufficient time for voting.

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

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

Each shareholder shall speak no more than twice and shall speak for no more than five minutes each time unless otherwise agreed by the Chairperson. The Chairperson may stop shareholders' speeches if the speeches are in violation of the Rules or if the shareholders speak outside the scope of the agenda item under discussion.

No shareholder shall interrupt the speech of another shareholder unless agreed by the Chairperson and the speaking shareholder. Any violators shall be prevented from speaking by the Chairperson.

If a corporate shareholder designates two or more representatives to attend the Meeting, only one representative can speak for each discussion item.

After the speech of a shareholder, the chairman may respond himself/herself or appoint an appropriate person to respond.

Where a virtual shareholders' meeting via video conference is convened, shareholders attending the meeting may raise questions in writing at the platform from the moment the Chairman declares the meeting open until the Chairman declares the meeting adjourned. No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words. The regulations in Paragraphs 1 to 5 do not apply.

As long as the questions raised in accordance with the preceding paragraph are not in violation of the regulations or beyond the scope of a proposal, it is advisable to disclose them to the public on the virtual meeting platform.

Article 12: The count of votes in a Shareholders' Meeting is based on the number of shares represented at the meeting.

Resolutions of the Shareholders' Meeting shall not include the number of shares without voting rights in the total number of issued shares.

If a shareholder has a personal interest in a matter under consideration at the meeting that may conflict with the interests of the Company, the shareholder shall not participate in the vote, and shall not exercise the voting rights as a proxy for other shareholders.

The abstaining shareholder shall be excluded from the total voting rights represented in the meeting.

A person who is a proxy of two or more shareholders shall cast a vote with a maximum of 3% of the total number of voting shares, and the excess voting shares, if any, shall be declared invalid. The restriction does not apply to trust business or regulator approved stock agencies.

Article 13: Each shareholder has one vote per share; however, this does not apply to those with restricted or no voting rights.

When the Company convenes a Shareholders' Meeting, it shall allow the exercise of voting rights by electronic means and may also allow the exercise of voting rights in writing; the method of exercising voting rights in writing or

by electronic means shall be specified in the notice of the Shareholders' Meeting. A shareholder exercising voting rights by correspondence or electronic means will be deemed to have attended the meeting in person. However, regarding the provisional motions and amendments to the original proposals at the Shareholders' Meeting, they are considered as abstentions. Therefore, the Company should avoid putting forward provisional motions and amendments to the original proposals.

Unless otherwise specified in the Company Law or the Company's Articles of Incorporation, a resolution shall be adopted by a majority of the votes represented by the attending shareholders. This will be followed by a poll of the shareholders. After the conclusion of the meeting, on the same day on which it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be entered into MOPS.

In cases where there are several amendments or alternative resolutions to a certain agenda item, the chairman shall determine the order in which voting takes place on the new and original proposals. If any one of them has been adopted, the others shall be deemed vetoed and no further voting is necessary.

The person(s) to check and the person(s) to record the ballots during a vote by casting ballots shall be appointed by the chairman. The person(s) checking the ballots shall be a shareholder(s).

The vote counting or election of proposals at the shareholders' meeting shall be conducted in an open area of the meeting venue, and the voting results, including the tallied voting rights, shall be announced at the meeting upon completion of the counting, and a record shall be made.

The Company held a video conference for the Shareholders' Meeting. Shareholders participating via video conference should vote on each proposal and election proposal through the video conferencing platform after the chairman declares the meeting open. They should complete voting before the chairman announces the end of voting, otherwise it will be deemed as abstention.

When a Shareholders' Meeting is convened via video conference, a one-time vote counting should be conducted after the chairperson announces the end of voting, and the results of the resolutions and elections should be declared.

When the Company convenes a hybrid Shareholders' Meeting, if shareholders who have registered to attend the meeting online in accordance with Article 6 of this regulation decide to attend the physical Shareholders' Meeting in person, they shall revoke their registration two days before the Shareholders' Meeting

in the same manner as they registered. If their registration is not revoked within the time limit, they may only attend the Shareholders' Meeting online.

When shareholders exercise voting rights by writing or electronic transmission, unless they have withdrawn the declaration of intent and attended the shareholders' meeting via video conference, except for extraordinary motions, they will not exercise voting rights on the original proposals or make any amendments to the original proposals or exercise voting rights on amendments to the original proposal.

Article 14: When the Shareholders' Meeting elects directors, it shall follow the relevant election regulations established by the Company, and shall announce the results of the election on the spot, including the list of directors elected and their number of votes received, as well as the list of unelected directors and their number of votes received.

All ballots used in the election shall be sealed and signed by the ballot examiners, and shall be kept properly for at least one year. However, the said tapes shall be preserved until the conclusion of the lawsuit if a shareholder initiates a lawsuit in accordance with Article 189 of the Company Law.

Article 15: Resolutions adopted at a Shareholders' Meeting shall be recorded in the meeting minutes, which shall be signed or sealed by the chairperson and distributed to all shareholders within twenty days after the meeting.

The distribution of the minutes of the preceding meeting may be made by the Company by posting on the Market Observation Post System.

The minutes of meeting shall be recorded accurately in accordance with the year, month, date, venue, chairperson's name, resolution method, proceedings, and voting results (including the number of votes counted). If directors are elected, the number of votes received by each candidate shall be disclosed. It shall be permanently preserved during the existence of the Company.

When the shareholders' meeting is convened by video conference, in addition to the items that should be recorded in accordance with the preceding paragraph, the meeting minutes should also record the start and end time of the shareholders' meeting, the method of convening the meeting, the names of the chairperson and recorder, as well as the handling methods and situations when the video conference platform or participation by video encounters obstacles due to natural disasters, accidents, or other force majeure events.

In addition to complying with the regulations set forth in the preceding paragraph when convening a video Shareholders' Meeting, the Company shall also record in the meeting minutes any alternative measures provided for

shareholders who have difficulty participating in the Shareholders' Meeting via video.

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

The Company convened a video conference for a Shareholders' Meeting. When the meeting is announced, the total number of shares held by attending shareholders should be disclosed on the video conferencing platform. If there is another count of the total number of shares and voting rights of the attending shareholders during the meeting, it shall be the same.

Within the regulated deadline, the Company shall post onto MOPS all resolutions that are classified as material information as defined by the laws and regulations published by the TPEX.

Article 17: The Chairman may instruct the disciplinary officers or the security staff to help maintain order in the meeting.

The shareholder making oral presentation at the meeting shall use the equipment provided by the Company, or the chairman may stop the presentation.

The Chairperson may instruct disciplinary officers or security staff to remove shareholders who violate the meeting rules or who refuse to obey the instructions given by the Chairperson.

Article 18: During the meeting, the chairman may, at his discretion, set time for recess. In case of incident of force majeure, the chairman may decide to temporarily suspend the meeting and announce, depending on the situation, when the meeting will resume.

Before the agenda set forth in the shareholders' meeting (including provisional motions) are concluded, if the meeting place cannot continue to be used for the meeting, then, by resolution of the shareholders, another place may be sought to resume the meeting.

Shareholders may resolve to postpone the meeting and to reconvene it within the next five days, according to Article 182 of the Company Act.

Article 19: In the event of a virtual Shareholders' Meeting, the Company shall disclose real-time results of votes and election of various proposals immediately after the end of the voting session on the virtual meeting platform according to the regulations, and this disclosure shall continue for at least fifteen minutes after the Chairman has announced the meeting adjourned.

Article 20: When the Company convenes a video Shareholders' Meeting, the chair and recorder shall be present at the same location in Taiwan, and the chair shall announce the address of that location at the start of the meeting.

Article 21: When a Shareholders' Meeting is convened by video conference, the Company may provide shareholders with a simple connection test before the meeting, and provide relevant services immediately before and during the meeting to assist in resolving technical communication problems.

When a Shareholders' Meeting is convened via video conference, the chairperson shall announce, in addition to the circumstances in which no postponement or continuation of the meeting is required as stipulated in Article 44-20, Paragraph 4 of the Regulations Governing the Administration of Shareholder Services of Public Companies, that before the chairperson announces the adjournment of the meeting, if a natural disaster, an incident, or other force majeure event renders the video conference platform or participation via video conference interrupted for more than 30 consecutive minutes, the meeting shall be postponed or continued within 5 days, without being subject to the provisions of Article 182 of the Company Act.

If the previous meeting is postponed or continued, shareholders who did not register to participate in the original Shareholders' Meeting via video conferencing will not be allowed to participate in the postponed or continued meeting.

According to the second paragraph, if a meeting is postponed or continued, shareholders who have registered to attend the original Shareholders' Meeting via video conference and completed check-in, but do not participate in the postponed or continued meeting, their attendance shares, exercised voting rights, and elected rights at the original Shareholders' Meeting shall be included in the total number of shares, voting rights, and elected rights of the shareholders attending the postponed or continued meeting.

When postponing or continuing a Shareholders' Meeting according to the second paragraph, for proposals that have already completed voting, counting, and announcement of voting results or the list of elected directors and supervisors, there is no need for further discussion and resolution.

If a video-assisted Shareholders' Meeting is held by the Company and the video conference cannot be continued due to the second circumstance, if the number of attending shareholders after deducting those attending via video still meets the legal quorum for the meeting, the Shareholders' Meeting shall continue without the need to postpone or reconvene the meeting in accordance with the second paragraph.

If the circumstances mentioned in the preceding paragraph occur, the shareholders participating in the Shareholders' Meeting via video conference shall be counted towards the total number of shares in attendance, but shall be deemed to have abstained from voting on all proposals for that Shareholders' Meeting.

If the Company postpones or continues the meeting in accordance with the provisions of the second paragraph, it shall follow the provisions of Article 44-20, Paragraph 7 of the Regulations Governing Handling of Stock Affairs for Public Companies, and conduct relevant preparatory work in accordance with the original date of Shareholders' Meeting and the relevant provisions

According to Article 12 (latter part), Article 13, Paragraph 3 of the Regulations Governing the Use of Proxy Forms by Public Companies for Attendance at Shareholders' Meetings, Article 44-5, Paragraph 2, Article 44-15, and Article 44-17, Paragraph 1 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall handle the date of the postponed or resumed Shareholders' Meeting in accordance with Paragraph 2.

- Article 22: When convening a virtual Shareholders' Meeting, the Company shall provide appropriate alternative measures available to shareholders with difficulties in attending a virtual Shareholders' Meeting via video conference.
- Article 23: These Rules shall be effective from the date they are approved by the Shareholders' Meeting. The same shall apply in case of amendments.

Appendix 2

GOOD WAY TECHNOLOGY CO., LTD. Articles of Election for Directors

Amendment Date: 2021.08.04

Article 1: To ensure fair, just, and open appointment of directors, this procedure is formulated in accordance with Articles 21 and 41 of the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies.

Article 2: Except as otherwise provided by law or the Articles of Incorporation, the election of independent and non-independent directors of the Company shall be conducted in accordance with this procedure.

Article 3: The qualifications of the independent directors of the Company shall comply with the provisions of Articles 2, 3, and 4 of the “Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies”.

The appointment of the independent directors of the Company shall comply with the provisions of Articles 5, 6, 7, 8, and 9 of the “Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies”, and shall be handled in accordance with Article 24 of the “Corporate Governance Best Practice Principles for TWSE/GTSM Listed Companies”.

The election of directors of the Company shall be conducted in accordance with the candidate nomination system set forth in Article 192-1 of the Company Act.

Article 4: Deleted.

Article 5: If the number of directors falls below five due to the dismissal of directors for any reason, the Company shall hold a by-election for directors at the next Shareholders' Meeting. When the number of directors falls short by one third of the total number prescribed in this Company's Articles of Incorporation, this Company shall call a special Shareholders' Meeting within sixty days from the date of occurrence to hold a by-election to fill the vacancies.

If the number of independent directors is insufficient according to Article 14-2, Paragraph 1, Proviso of the Securities and Exchange Act and Standards for

Determining Unsuitability for TPEX Listing under Article 10, Paragraph 1 of the Taipei Exchange Rules Governing the Review of Securities for Trading on the TPEX, new independent directors shall be elected at the next Shareholders' Meeting; if all independent directors are dismissed, an extraordinary shareholders' meeting shall be convened within sixty days from the date of occurrence to elect new independent directors.

Article 6: The election of directors of this company shall be conducted in accordance with the cumulative voting method. Each share has voting rights equal to the number of directors to be elected, which can be concentrated on one person or distributed among several persons.

Article 7: The Board shall prepare for the ballots for directors in numbers corresponding to the directors to be elected, and fill in the number of the weighted votes, and distribute to the shareholders who attend the Shareholders' Meeting. The ballot of the voters may be replaced by the attendance card number printed on the ballots.

Article 8: According to the number of directors stipulated in the Company's articles of incorporation, the voting rights for independent directors and non-independent directors shall be calculated separately. Those with the highest number of voting rights shall be elected in sequence. If two or more persons receive the same number of voting rights exceeding the prescribed number of positions, the persons with the same number of voting rights shall draw lots to determine the outcome, with the chair drawing lots on behalf of any absentee candidates.

Article 9: Prior to the election, the Chairman shall appoint several vote counters, and ballot examiners in the capacity as the shareholders to execute relevant tasks of each item. The ballot box shall be prepared by the Board, and be openly examined by the ballot examiners.

Article 10: If the elector is a shareholder, the elector must fill in the name of the elected shareholder and the shareholder account number in the elected column on the ballot; if the elector is not a shareholder, the name and identification document number of the elected person should be filled in. However, when the government or a legal entity shareholder is the elected person, the name column of the elected person on the ballot should be filled with the name of that government or legal entity, and the name and representative name of that government or legal entity may also be filled in; if there are multiple representatives, the names of the representatives should be added separately.

Article 11: The votes shall be considered as invalid under if any of the below occurs:

1. A blank ballot is cast into the ballot box.
2. Person who puts a blank ballot into the ballot box.

3. The writing on the ballot is blurred and difficult to identify or is altered.
4. The name written on the ballot is inconsistent with the name on the announced list of director candidates.
5. Other words or marks are entered on the ballot, in addition to the candidate's name and the number of voting rights assigned.

Article 12: After the voting is completed, the ballots will be tallied on the spot. The chair should announce the vote counting results on the spot, including the list of elected directors and the number of votes each received.

All ballots used in the election shall be sealed and signed by the ballot examiners, and shall be kept properly for at least one year. However, the said tapes shall be preserved until the conclusion of the lawsuit if a shareholder initiates a lawsuit in accordance with Article 189 of the Company Law.

Article 13: The elected directors will be issued with a notice for election by the Board of the Company.

Article 14: The Procedures becomes enforceable after the shareholders' resolution, and the same procedures shall apply to the amendments.

Appendix 3

Articles of Incorporation of Good Way Technology Co., Ltd.

Chapter 1 General Provisions

Article 1: This company is organized in accordance with the Company Act and relevant laws and regulations, and is named 東碩資訊股份有限公司 in Chinese. (English name: Good Way Technology Co., Ltd.).

Article 2: The scope of the Company's business is as follows:

1. F401010 International Trade
2. I501010 Product Designing
3. CB01020 Affairs Machine Manufacturing
4. F113050 Wholesale of Computers and Clerical Machinery Equipment
5. CC01030 Electrical Appliances and Audiovisual Electronic Products Manufacturing
6. F113020 Wholesale of Electrical Appliances
7. I301010 Information Software Services
8. CC01060 Wired Communication Mechanical Equipment Manufacturing
9. CC01070 Wireless Communication Mechanical Equipment Manufacturing
10. CC01080 Electronics Components Manufacturing
11. CC01110 Computer and Peripheral Equipment Manufacturing
12. F401021 Telecommunications Controlled Radio Frequency Equipment Input Industry
13. CC01020 Electric Wires and Cables Manufacturing
14. CC01990 Other Electrical Engineering and Electronic Machinery Equipment Manufacturing
15. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.

Article 3: The Company establishes its headquarters in New Taipei City, and when necessary, upon resolution of the Board of Directors and approval of the competent authority, it may establish branch offices at home and abroad.

- Article 4: The Company may provide endorsements and guarantees to others due to business and investment relationships.
- Article 5: The Company may make external investments as necessary for its business operations, and upon resolution of the Board of Directors, it may become a limited liability shareholder of another company, and the total amount of investment shall not be subject to the investment limit stipulated in Article 13 of the Company Act.
- Article 5-1: The Company may issue employee stock option certificates at a price lower than the actual average buyback price of the shares transferred to employees, or issue employee stock option certificates at a subscription price lower than the closing price (net value per share) on the issuance date, provided that the attendance of shareholders representing more than half of the total issued shares, and the consent of more than two-thirds of the voting rights of the attending shareholders shall be obtained, and the issuance may be reported and handled in batches within one year from the date of the Shareholders' Meeting resolution.
- Article 5-2: The Company may transfer the treasury shares bought back at a price lower than the actual average buyback price of the shares to its employees, subject to compliance with relevant laws and regulations and the consent of the Shareholders' Meeting.
- Article 5-3: The transferees of the treasury shares bought back by the Company in accordance with the Company Act include employees of its direct or indirect subsidiaries in which the Company holds 50% or more of the shares.

The grantees of the employee stock option certificates issued by the Company include employees of its direct or indirect subsidiaries in which the Company holds 50% or more of the shares.

The employees entitled to subscribe for new shares issued by the Company include employees of its direct or indirect subsidiaries in which the Company holds 50% or more of the shares.

The grantees of the restricted stock awards issued by the Company include employees of its direct or indirect subsidiaries in which the Company holds 50% or more of the shares.

- Article 6: (Deleted)

Chapter 2 Shares

- Article 7: The total capital of the Company is set at NT\$12 billion, divided into 1.2 billion shares, all of which are common shares with a par value of NT\$10 per

share. The Board of Directors is authorized to issue the unissued shares in installments. Within the aforementioned capital amount, NT\$500 million is reserved for the issuance of employee stock option certificates, totaling 50 million shares with a par value of NT\$10 per share, which may be issued in installments upon resolution of the Board of Directors.

Article 8: The Company's shares shall be issued in registered form, signed or sealed by at least three directors, numbered, and issued after being certified by the competent authority or the approved issuance registration institution.

After the Company's shares are publicly issued, the new shares issued in accordance with the preceding paragraph shall be handled by a centralized securities depository institution for the safekeeping or registration of shares without printing physical share certificates, or the Company may consolidate and issue shares in larger denominations upon request by the centralized securities depository institution.

Article 9: The transfer of share ownership shall not be recorded within 60 days prior to the regular Shareholders' Meeting, 30 days prior to a special Shareholders' Meeting, or 5 days prior to the record date for distribution of dividends, bonuses, or other benefits.

Article 10: The Company's shareholder services shall be handled in accordance with the "Regulations Governing the Administration of Shareholder Services of Public Companies" promulgated by the competent authority.

Chapter 3 Shareholders' Meetings

Article 11: Shareholders' meetings are divided into two types: regular shareholders' meetings and special shareholders' meetings. Regular meetings are convened once a year, within six months after the end of each fiscal year. Special meetings are convened as necessary in accordance with relevant laws and regulations.

Shareholders' meetings may be convened in the form of physical meetings, video-assisted meetings, or video meetings, as resolved by the Board of Directors, and shall be conducted in accordance with the "Regulations Governing the Administration of Shareholder Services of Public Companies" promulgated by the competent authority.

Article 12: If a shareholder is unable to attend a Shareholders' Meeting in person, they may issue a proxy form printed by the Company, indicating the scope of authorization, to appoint a proxy to attend on their behalf. The procedures for shareholders to appoint proxies to attend meetings shall be governed by the "Regulations Governing the Use of Proxies for Attendance at Shareholder

Meetings of Public Companies” issued by the competent authority, in addition to the provisions of Article 177 of the Company Act.

- Article 13: Each share of the Company’s shareholders has one voting right, except in the circumstances specified in Paragraph 3, Article 157 of the Company Act, or where voting rights are restricted as provided in Article 179 of the Company Act.
- Article 14: Unless otherwise provided by relevant laws and regulations, resolutions at shareholders’ meetings shall be adopted by a majority vote of the shareholders present, who represent more than half of the total number of issued shares.
- Article 14-1: If the Company intends to revoke its public offering of shares, it must obtain a resolution from the Shareholders’ Meeting.
- Article 15: Shareholders’ meetings shall be convened by the Board of Directors, with the Chairman of the Board presiding. The Shareholders’ Meeting shall be convened by the Board of Directors, with the Chairman acting as the chairperson. If the Chairman is on leave or unable to perform his duties for any reason, the Vice Chairman shall act on his behalf if a Vice Chairman has been appointed. If there is no Vice Chairman appointed, or if the Vice Chairman is also on leave or unable to perform his duties for any reason, the Chairman shall designate a director to act on his behalf. If the meeting is convened by an authorized party other than the Board of Directors, the meeting shall be chaired by the authorized convener. If there are two or more conveners, one of them shall be elected to chair the meeting.
- Article 16: The proceedings of a shareholders’ meeting shall be recorded in meeting minutes, which shall be signed or sealed by the chairperson of the meeting and distributed to all shareholders within 20 days after the meeting.

The distribution of the first agenda item: As a publicly issued company, this company may distribute it by way of public announcement.

Chapter 4 Directors and Audit Committee

- Article 17: This company shall have five to eleven directors, who shall be persons with legal capacity and elected by the Shareholders’ Meeting for a term of three years, and may be re-elected for consecutive terms. When the term of office expires and a new election has not been held, the term may be extended until the newly elected directors take office. After the Company has publicly issued shares, the total shareholding ratio of all directors shall comply with the regulations of the securities regulatory authority. The Company may purchase liability insurance for directors within the scope of their duties and responsibilities during their term of office in accordance with the law.

Article 17-1: Directors shall be elected by adopting candidates nomination system as specified in Article 192-1 of the Company Law. The nomination of directors and related announcement shall comply with the relevant regulations of the Company Law and the Securities and Exchange Law. Independent directors and non-independent directors should be elected together, with the respective number of elected seats calculated separately. In compliance with Article 14-2 of the Securities and Exchange Act, the number of independent directors on the Company's Board of Directors shall not be less than 3, and not less than one-fifth of the total number of directors. The consecutive term of independent directors should not exceed three terms. With respect to professional qualifications, shareholdings, restrictions on holding concurrent posts, nomination, election/appointment and other compliance-related requirements for independent directors, the Company shall follow the relevant laws and regulations announced by the competent authority in charge of the securities and exchange.

The Company may establish an Audit Committee and various other functional committees, whose organizational rules and exercise of powers and related matters shall be implemented after being approved by the Board of Directors.

The Audit Committee shall be composed of all independent directors, and the establishment of the audit committee shall abolish the supervisors.

Article 17-2: The election of directors of the Company shall adopt the candidate nomination system with cumulative voting. Each share shall have voting rights equal to the number of directors to be elected, which may be concentrated on one candidate or distributed among several candidates. Those who receive the highest number of votes shall be elected as directors. If it is necessary to amend this method, in addition to complying with Article 172 of the Company Act and other regulations, the main content shall be listed and explained in the meeting agenda.

Article 17-3: The Board of Directors shall convene a meeting once every quarter, and the meeting agenda shall be stated in the notice given to all directors seven days in advance. However, a meeting may be called at any time in case of emergency. The notice of the board meeting may be given by fax, email, or other means.

Article 18: (Deleted)

Article 19: The directors shall organize a Board of Directors, and more than two-thirds of the directors shall be present, and more than half of the directors present shall agree to elect a chairperson from among themselves to represent the Company externally. To meet the Company's business development needs, a vice chairperson shall also be elected. If the chairperson takes leave or is unable to exercise their duties for any reason, the vice chairperson shall act on their

behalf. If the vice chairperson is also unable to exercise their duties, a proxy shall be appointed in accordance with Article 208 of the Company Act.

Article 20: Except as otherwise provided by the Company Act, a board meeting shall require the attendance of more than half of the directors, and resolutions shall be passed with the approval of more than half of the attending directors. If a director is unable to attend for any reason, they may issue a power of attorney stating the scope of authorization for the meeting agenda and appoint another director as their proxy, but limited to one person being appointed by one person. If the meeting is held via video conference, directors participating via video conference shall be deemed as attending in person.

Article 21: If a director of the Company concurrently holds another position in the Company, the remuneration for their company position shall be determined by the Board of Directors as authorized by the Shareholders' Meeting and in accordance with the Company's internal management regulations.

Article 22: When the directors execute the Company's business, the Company may pay remuneration regardless of the company's profits or losses. The remuneration shall be determined by the Board of Directors based on the degree of participation in the Company's operations and the value of their contributions, and with reference to the average salary level in the same industry, not exceeding the highest salary level stipulated in the Company's salary regulations. If the Company makes a profit, additional compensation shall be distributed in accordance with Article 26 of the Company's Articles of Incorporation.

Chapter 5 Managerial Officer

Article 23: The Company may appoint managers, and their appointment, discharge and remuneration shall be handled in accordance with Article 29 of the Company Act.

Article 24: (Deleted)

Chapter 6 Accounting

Article 25: At the end of each fiscal year, the Board of Directors shall prepare the following statements and books, submit them to the Audit Committee for auditing thirty days prior to the Annual General Meeting of Shareholders, and request for acknowledgment at the Annual General Meeting of Shareholders.

1. Business Report
2. Financial statements
3. Proposals for distribution of earnings or make-up of deficit.

Article 26: To motivate employees and the management team, if there is still surplus after making up losses from the profit before tax for the current year, after deducting employee compensation and director compensation, the Company shall appropriate no less than 5% as employee compensation and no more than 5% as director compensation. Employee compensation may be in the form of shares or cash, and director compensation shall be in cash. The distribution shall be approved by a resolution adopted by a majority vote of the directors present at a board meeting attended by two-thirds or more of the total number of directors. The distribution of employee compensation shall also be reported at the Shareholders' Meeting. The distribution of employee compensation shall include employees of the Company's directly or indirectly held subsidiaries with more than 50% ownership.

Article 26-1: If the Company has surplus earnings in its annual final accounts, it shall distribute them in the following order:

1. Pay applicable taxes.
2. Make up for losses.
3. Set aside 10% as the statutory surplus reserve, unless the statutory surplus reserve has already reached the total capital of the Company.
4. Provide or reverse the special surplus reserve as required by relevant laws and regulations.
5. If there is still surplus profit, it shall be combined with the undistributed earnings from the beginning of the period as the accumulated distributable earnings for shareholders. The Board of Directors shall propose a profit distribution plan and submit it to the Shareholders' Meeting for resolution and distribution.

For the distribution of dividends to shareholders or the distribution of all or part of the statutory surplus reserve and capital reserve in cash as required by laws and regulations mentioned in the preceding paragraph, the Board of Directors is authorized to make a resolution with the attendance of more than two-thirds of the directors and the approval of more than half of the attending directors, and report to the Shareholders' Meeting.

Article 27: This Company shall take into account the Company's operating environment, growth stage, future capital needs, and long-term financial planning, as well as satisfy shareholders' needs for cash inflow. The Company may distribute dividends from the distributable earnings referred to in Article 26 depending on future operating conditions. Shareholder dividends shall be 10% to 100% of the accumulated distributable earnings, with cash dividends ranging from 10% to 100% of the total shareholder dividends and stock dividends ranging from 0% to 90% of the total shareholder dividends.

Chapter 7 Addendum

Article 28: (Deleted)

Article 29: Matters not covered in these Articles of Incorporation shall be handled in accordance with the provisions of the Company Act and relevant laws and regulations.

Article 30: (Deleted)

Article 31: The Articles of Incorporation was established on January 8, 1993.

The 1st amendment was on April 20, 1994.

The 2nd amendment was on January 30, 2001.

The 3rd amendment was on February 26, 2001.

The 4th amendment was on December 7, 2001.

The 5th amendment was on April 22, 2002.

The 6th amendment was on October 31, 2002.

The 7th amendment was on May 15, 2003.

The 8th amendment was on November 3, 2003.

The 9th amendment was on June 25, 2004.

The 10th amendment was on June 25, 2004.

The 11th amendment was on June 27, 2006.

The 12th amendment was on October 23, 2006.

The 13th amendment was on June 27, 2007.

The 14th amendment was on June 26, 2008.

The 15th amendment was on June 25, 2009.

The 16th amendment was on June 24, 2010.

The 17th amendment was on June 20, 2012.

The 18th amendment was on June 11, 2013.

The 19th amendment was on May 9, 2014.

The 20th amendment was on June 9, 2015.

The 21th amendment was on June 7, 2016.

The 22th amendment was on June 14, 2019.

The 23th amendment was on August 4, 2021.

The 24th amendment was on June 8, 2022.

Good Way Technology Co., Ltd.

Chairman: Tsao, Ssu-Cheng

Appendix 4

The Impact of Stock dividend Issuance on Business Performance, EPS, and Shareholder Return Rate

Item	Year	2024 (Estimated)
Beginning paid-in capital (NT\$)		611,680,180
Current year's share dividend distribution (Note 1)	Cash Dividends Per Share(NT\$)	-
	Shares issued for capital increase from earnings (shares)	-
	Shares issued for capital increase from capital surplus (shares)	-
Changes in operating performance	Operating profit(NT\$ thousand)	N/A. (Note 2)
	Increase (decrease) in operating profit compared to the same period last year	
	Net income after tax (NT\$ thousand)	
	Increase (decrease) in net income after tax compared to the same period last year	
	Earnings Per Share(NT\$)	
	Increase (decrease) in earnings per share compared to the same period last year	
	Changes in operating performance (reciprocal of annual average price-earnings ratio)	
Pro forma earnings per share and price-earnings ratio	If all capital increase from retained earnings is replaced by cash dividend distribution	Pro forma earnings per share (NT\$)
		Pro forma annual average return on investment
	If no capital increase from capital surplus	Pro forma earnings per share (NT\$)
		Pro forma annual average return on investment
	If no capital increase from capital surplus and capital increase from retained earnings is replaced by cash dividend distribution	Pro forma earnings per share (NT\$)
		Pro forma annual average return on investment

Note 1: The cash dividend and stock dividend were approved by the Board of Directors on March 21, 2014 to not be distributed for this year.

Note 2: In accordance with the "Regulations Governing the Publication of Financial Forecasts of Public Companies," the Company does not have publicly disclosed financial forecast information for the year 2024, and therefore there is no estimated data for the year 2024.

Appendix 5

GOOD WAY TECHNOLOGY CO., LTD. Table of Shareholding Status of All Directors

The minimum number of shares that all directors of the Company should hold, as well as the individual and total shareholdings of all directors recorded in the shareholder register as of the book closure date for this Annual General Meeting:

Book Closure Date: 2024/04/28

Title	Name	Date Elected	Number of Shares Held on Record Date	
			Number of Shares	Shareholding Ratio
Chairman	Tsao, Ssu-Cheng	2021.08.04	6,513,585	10.65%
Director	Hsia, Hsueh-Li	2021.08.04	3,098,852	5.07%
Director	Hsu, Tzu-Fu	2021.08.04	5,034,319	8.23%
Director	Chen, Chin-Yin	2021.08.04	-	-
Director	Hsu, Li-Hsiang	2021.08.04	663,691	1.09%
Director	Li, Shu-Hua	2021.08.04	-	-
Independent Director	Li, Chuan-Te	2021.08.04	-	-
Independent Director	Huang, Mei-Ling	2021.08.04	-	-
Independent Director	Liu, Chu	2021.08.04	-	-
Total Number of Shares Held by Directors			15,310,447	25.03%

Note:

- The Company's directors Li, Chuan-Te, Huang, Mei-Ling, and Liu, Chu are independent directors. According to the "Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies," the shareholdings of independent directors appointed by public companies are not included in the calculation; and the statutory shareholding ratio of all directors and supervisors should be reduced to 80% excluding the shareholdings of independent directors and supervisors.
- The Company has issued 61,168,018 shares, and according to Article 2 of the "Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies", the minimum number of shares that all directors are legally required to hold is 4,893,441 shares.