Stock Code: 6126

SINGATRON ENTERPRISE CO., LTD.

2024 Annual General Meeting

Handbook

Convening method: Physical meeting

Date: June 7, 2024, 9:00 am

Location: No. 209, Section 2, Zhongzheng Road, Hukou Township, Hsinchu County

(3rd Floor, Employee Cafeteria, SINGATRON ENTERPRISE CO., LTD.)

This English version is prepared based on the Chinese version and is for reference only. If there is any discrepancy between the English version and the Chinese version, the Chinese version shall prevail.

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SINGATRON ENTERPRISE CO., LTD.

Meeting Procedure for 2024 Annual General Meeting

I. Report on the total number of shares represented at the shareholders' meeting
II. Call the Meeting to Order
III. Chair Takes Chair
IV. Chair Remarks
V. Report Items
VI. Adoption
VII. Discussion
VIII. Other Motions and Extraordinary Motion
IX. Adjournment

Meeting Procedure for 2024 Shareholders' Meeting of SINGATRON ENTERPRISE CO., LTD.

The way the regular shareholders' meeting is convened: Physical shareholders' meeting
Time/date: 9:00 a.m., Friday, June 7, 2024
Meeting location: No. 209, Section 2, Zhongzheng Road, Hukou Township, Hsinchu County (3rd Floor, Employee Cafeteria of the Company)

I. Report on the total number of shares represented at the shareholders' meeting
II. Call the Meeting to Order
III. Chair Remarks
IV. Report Items
  (I) The Company's 2023 business report.
  (II). Audit Committee's review of the Company's final accounting reports for 2023.
  (III) Report on the distribution of remuneration to the Company's employees and directors.
  (IV). Report on the amendments to certain provisions of the "Rules of Procedure for the Board of Directors' Meetings" by the Company.
  (V) Report on the payment of cash dividends for 2023.
  (VI) Report on the Company's investments in Mainland China.
  (VII) Report on the endorsements and guarantees of the Company and its subsidiaries for 2023.
  (VIII) Report of the Company's 3rd issue of unsecured convertible bonds.
  (IX) Progress report on the initial public offering of RMB ordinary shares (A-shares) and application for listing on overseas stock exchanges by the Company's subsidiary, SINGATRON Electronics (China) Co. Ltd.
  (X) Progress report on the strategic long-term investment for diversified business development.

V. Adoption
  (I) The Company's 2023 business report, parent company only financial statements and consolidated financial statements.
  (II) The Company's 2023 earnings distribution proposal

VI. Discussion
  (I) Discussion on the release of directors from non-compete clause.

VII. Extempore Motions

VIII. Adjournment

Report Items

No. 1

Subject: The Company's 2023 business report is hereby presented for your review.

Explanation: Please refer to Appendix 1 (P10) of this Handbook for the 2023 business report.

No. 2

Subject: Audit Committee's review report on the Company's final accounting reports for 2023 is hereby presented for your review.

Explanation: Please refer to Appendix 2 (P34) of this Handbook for the Audit Committee's review report.

No. 3

Subject: Report on the distribution of remuneration to the Company's employees and directors, submitted for review.

Explanation:

1、 In accordance with Article 235-1 of the Company Act and Article 20 of the Company's Articles of Incorporation, the Company reports the distribution of profit-sharing remuneration to employees and directors for 2023 on the basis of the profit before tax before the distribution of profit-sharing remuneration to employees and directors of NTD 219,769,579, as audited and adjusted by CPAs. The total amount of profit-sharing remuneration resolved by the Board of Directors on 2024/03/12 to be distributed to employees is NTD 1,500,000 (approximately 0.68%), and the total amount to be distributed to directors is NTD 4,500,000 (approximately 2.05%).

2、 In addition, considering the overall incentive reward for the employees of the Group's overseas subsidiaries, a separate performance bonus of NTD 18,500,000 is proposed to be distributed in the overseas subsidiaries.

No. 4

Subject: The amendments to certain provisions of the "Rules of Procedure for the Board of Directors' Meetings" by the Company are hereby presented for your review.

Explanation:

1、 In accordance with the Financial Supervisory Commission's Letter Jin-Guan-Zheng-Fa-Zi No. 11203839965 dated January 11, 2024, the Company intends to amend certain provisions of the "Rules of Procedure for the Board of Directors' Meetings".

2、 Please refer to Appendix 3 of this Handbook (P36) for the Comparison of the Amendments to the Company's "Rules of Procedure for the Board of Directors' Meetings".

No. 5

Subject: The Company's payment of cash dividends for 2023 is hereby presented for your review.

Explanation:

1、 In accordance with Article 20-1 of the Company's Articles of Incorporation, "When the Company distributes dividends and bonuses in whole or in part in cash, the Board of Directors is authorized to approve the distribution by a resolution of a majority of the directors present, with at least two-thirds of the directors present, and to report the distribution to the shareholders' meeting."

2、 The Board of Directors' meeting on 2024/03/21 resolved to distribute cash dividends as follows.

Cash dividend per share	Total amount of cash dividend	Remarks
NTD 1.10	NTD 138,178,055	Based on the number of outstanding shares as of 2024/3/13, 125,616,414 shares

3、 In accordance with the resolution of the Board of Directors' meeting on 2024/03/21, the Chairperson is authorized to set the base date for dividend distribution and pay in Q4 2024.

4、 If the number of outstanding shares is affected by the conversion of corporate bonds, the execution of employee stock options, the repurchase of treasury stock or the transfer of treasury stock, the Chairperson is authorized to adjust the dividend distribution ratio per share and other related matters according to the actual number of outstanding shares on the base date of the dividend distribution.

No. 6
Subject: The Company's investments in Mainland China is hereby presented for your review.
Explanation:
For information on the Company's investments in Mainland China as of December 31, 2023, please refer to Appendix 4 (P41) of this Handbook.

No. 7
Subject: The endorsements and guarantees of the Company and its subsidiaries for 2023 are hereby presented for your review.
Explanation:
As of December 31, 2023, the endorsements and its subsidiaries of the Company and its subsidiaries were as follows:

Unit: Thousands of NTD

Name of endorsor/guarantor	Endorsed/guaranteed party	Limit on endorsement/ guarantee for a single enterprise	Maximum endorsement/ guarantee balance for the period	Endorsement/ guarantee balance at the end of the period	Amount actually drawn	Amount of endorsement/ guarantee secured by properties	Ratio of accumulated amount of endorsement/ guarantee to net worth in the latest financial statements	Maximum limit on endorsement/ guarantee
SINGATRON ENTERPRISE CO., LTD.	SINGATRON TECHNOLOGY (Hong Kong) CO., LIMITED	1,866,298	546,633	393,108	0	0	12.64%	3,110,496
SINGATRON Electronics (China) Co. Ltd.	SINGATRON TECHNOLOGY (Hong Kong) CO., LIMITED	4,067,771	92,115	92,115	0	0	1.36%	4,067,771
Singatron (Hong Kong) International Holding Ltd.	SINGATRON ENTERPRISE CO., LTD.	2,539,647	750,000	610,000	473,023	0	14.41%	4,232,746

No. 8
Subject: Report of the Company's 3rd issue of unsecured convertible bonds.
Explanation:
1. On October 3, 2023, the Company's Board of Directors approved the issuance of the 3rd issue of unsecured convertible bonds. totaling NTD 500 million in order to repay bank loans, save interest, improve financial structure, and enhance solvency. Issuance period is 3 years.
2. The total face value of the corporate bonds is NTD 500 million, and the total number of bonds is 5000. The underwriting of the corporate bonds is public bidding. The bonds are issued at 104.18% of face value, and the actual total amount of NTD 520,920,580. The bonds were fully paid on November 28, 2023, and were issued and traded on the TPEx on November 30, 2023. The utilization of funds for repaying bank borrowings was completed in Q4 2023.
3. As of April 09, 2024, the date of cessation of conversion, the amount converted was NTD 243,600,000 and the cumulative number of common shares converted was 8,547,311.

No. 9

Subject: Report on the progress of the initial public offering of common stock in RMB (A shares) and application for listing on an overseas stock exchange by the Company's subsidiary, SINGATRON Electronics (China) Co., Ltd.. submitted for review.

Explanation:

1、 Report on the progress of the initial public offering of common stock in RMB (A shares) and application for listing on Shenzhen Stock Exchange by the Company's subsidiary, SINGATRON Electronics (China) Co., Ltd. as follows.

2020/06/15	The initial public offering of common stock in RMB (A shares) and application for listing on an overseas stock exchange (Shenzhen Stock Exchange) by the Company's subsidiary, SINGATRON Electronics (China) Co., Ltd.
2020/08/07	The Board of Directors of SINGATRON Electronics (China) Co., Ltd. approved the application for filing a counseling dossier for the initial public offering and listing of its shares.
2020/12/09	The Board of Directors of the Company approved the application of SINGATRON Electronics (China) Co., Ltd., a subsidiary of the Company, to terminate the listing of its shares on the National Equities Exchange and Quotations system in China.
2021/01/20	The Company announced the termination of the listing of its shares on the National Equities Exchange and Quotations system in China effective January 22, 2021 on behalf of the subsidiary, SINGATRON Electronics (China) Co., Ltd.
2021/06/30	The Company announced the completion of the application for listing on the Growth Enterprise Market of the Shenzhen Stock Exchange on behalf of the subsidiary, SINGATRON Electronics (China) Co., Ltd. (The Shenzhen Stock Exchange accepted the IPO materials)
2022/03/29	The subsidiary SINGATRON Electronics (China) Co., Ltd. submitted the supplementary document of the updated prospectus (updated with the 2021 audit figures), which was accepted by the Shenzhen Stock Exchange for resumption of examination.
2022/08/04	Results of the examination by the Listing Committee for the ChiNext of the Shenzhen Stock Exchange on August 04, 2022 SINGATRON Electronics (China) Co., Ltd. (IPO): In compliance with the issue criteria, listing criteria and disclosure requirements.
2022/11/11	IPO of the subsidiary SINGATRON Electronics (China) Co., Ltd. was formally submitted to the Beijing Office of the China Securities Regulatory Commission for registration and entered the stage of registration examination by the China Securities Regulatory Commission.
2023/03/17	The subsidiary SINGATRON Electronics (China) Co., Ltd. submitted the supplementary document of the updated prospectus (updated with the 2022 audit figures), which was accepted by the Shenzhen Stock Exchange for examination.
2023/05/10	Received "IPO Registration Approval of subsidiary Singatron Electronic (China) Co., Ltd.'s" from China Securities Regulatory Commission
2023/06/29	Online roadshow for the IPO of the subsidiary Singatron Electronics (China) Co., Ltd.
2023/07/17	The subsidiary, SINGATRON Electronics (China) Co., Ltd., was officially listed on the Shenzhen Stock Exchange.

2、 Report on the Company's commitment to the overseas listing of its subsidiary SINGATRON Electronics (China) Co., Ltd. and the resolution of the Board of Directors

On 2023/05/24, the Board of Directors of the Company resolved on the following commitments and declarations:

"Declaration and Undertaking by Controlling Shareholders and Effective Controllers" issued by SINGATRON ENTERPRISE CO., LTD. and its subsidiaries, SINGATRON (BVI) ENTERPRISE CO LTD. and SINGATRON (HONG KONG) INTERNATIONAL HOLDINGS LTD.; and "Commitment Letter on Initial Public Offering and Listing on GEM for No Material Matters Affecting the Launch", "Commitment Letter on Investor Verification of IPO with Listing on GEM and Participation in Strategic Placement" and "Initial Public Offering Alignment Commitment Letter" issued by SINGATRON Electronics (China) Co. Ltd.

No. 10

Subject: Progress report on the strategic long-term investment for diversified business development, submitted for review.

Explanation:

In order to diversify the Company's business and products to maximize operational performance, the Company intends to authorize the Board of Directors to seek strategic or long-term investment proposals from appropriate parties within the limits under the Company's "Procedures for Acquisition or Disposal of Assets".

Progress is as follows:

2023/04/26	Reviewed by the Audit Committee and resolved by the Board of Directors: Authorization for strategic or long-term investments for diversified business development.
2023/06/13	The shareholders' meeting approved the strategic or long-term investment authorization for diversified business development.
2023/08/10	Reviewed by the Audit Committee and resolved by the Board of Directors: Discussion on equity investment of Taisol Electronics Co., Ltd.
2023/08/24	Announced to hold 9,188,000 shares of Taisol Electronics Co., Ltd. with shareholding ratio of 10.45%, and is the major shareholder of Taisol Electronics Co., Ltd.
2023/08/28	The Company's Vice Chairperson and President, Mr. Peng-Huang Peng, acted as the representative of corporate director of “LONG-THIN ENTERPRISE CO., LTD” of Taisol Electronics Co., Ltd.
2023/08/29	The Company's Vice Chairperson and President, Mr. Peng-Huang Peng, acted as the Chairperson of Taisol Electronics Co., Ltd., and the representative of corporate director of LONG-THIN ENTERPRISE CO., LTD.
2024/01/02	Submitted the list of candidates for director re-election in the 2024 shareholders' meeting of Taisol Electronics Co., Ltd. 1、 Representative of Corporate Director of SINGATRON ENTERPRISE CO., LTD.: Hsin-Nan Kan 2、 Representative of Corporate Director of SINGATRON ENTERPRISE CO., LTD.: Peng-Huang Peng 3、 Representative of Corporate Director of SINGATRON ENTERPRISE CO., LTD.: Cheng-Gang Yang
2024/01/29	Taisol Electronics Co., Ltd. announced the list of director (including independent director) candidates for the 2024 general shareholders' meeting.
2024/03/26	As of the date of cessation of share transfer (2024/03/26), Taisol Electronics Co., Ltd. held a total of 10,367,000 shares, with a shareholding ratio of 11.79%.

Adoption

No. 1 (Proposed by the Board of Directors)

Subject: The Company's 2023 business report, parent company only financial statements and consolidated financial statements, submitted for ratification.

Explanation:

1、 The Company's 2023 business report, standalone financial statements and consolidated financial statements have been prepared, and the standalone financial statements and consolidated financial statements have been audited and attested by Ernst & Young, Cheng-Wei Lin and Chi-Ming Chang, Certified Public Accountants, and an audit report thereon has been issued. The Audit Committee has reviewed the above business report and financial statements and issued a written report. Please refer to Appendix 2 (P34) of this Handbook.

2、 Please refer to pages 10 to 33 of this Handbook for the business report, parent company only and consolidated balance sheets, parent company only and consolidated statements of comprehensive income, parent company only and consolidated statements of changes in equity, and parent company only and consolidated statements of cash flows.

3、 For your adoption.

Resolution:

No. 2 (Proposed by the Board of Directors)

Subject: The Company's 2023 earnings distribution proposal, submitted for ratification.

Explanation:

1、 The Company's 2023 undistributed earnings at the beginning of the period amounted to NTD 92,114,163, plus NTD 920,141 of write-down of retained earnings by retirement of treasury stock, plus NTD 177,776,675 of other comprehensive income (remeasurement of defined benefit plans), less NTD 17,869,682 of net profit after tax for 2022, less the 10% legal reserve provided in accordance with the Company's Articles of Incorporation, less NTD 31,371,339 for special reserve (deduction of shareholders' equity), resulting in NTD 221,569,958 of total distributable earnings for the period.

2、 The Board of Directors resolved on March 21, 2024 to distribute cash dividends to shareholders of NTD 1.1, which is NTD 138,178,055 based on the number of outstanding shares on March 13, 2024, and the undistributed earnings at the end of post-distribution of NTD 83,391,903.

3、 Please refer to Appendix 5 (page 43) for the 2023 earnings distribution table.

4、 For your adoption.

Resolution:

Discussion

No. 1 (Proposed by the Board of Directors)

Subject: The release of directors from non-compete clause is hereby presented for your discussion.

Explanation:

1、 In accordance with Article 209 of the Company Act, a director who does anything for himself or on behalf of another person that is within the scope of the company's business, shall explain to the meeting of shareholders the essential contents of such an act and secure its approval.

2、 The addition of directors to the shareholders' meeting as themselves or others within the scope of the Company's business is explained as follows:

Director of the Company		Name of the company in which the individual is concurrently serving and the position
Title	Name	
Representative of KAN SHI INVESTMENT CO., LTD.	Hsin-Nan Kan	Representative of Corporate Director of Taisol Electronics Co., Ltd.
Representative of Dong Yi Enterprise Management Co., Ltd.	Peng-Huang Peng	Representative of Corporate Director of Taisol Electronics Co., Ltd.

3、 For your resolution.

Resolution:

Other Motions and Extraordinary Motion

Adjournment

Appendix 1

Business Report;

I. Management Guidelines

The vision, mission and management philosophy of the Company are as follows:
Vision: To be the preferred connector solution provider in the industry
Mission: To build a healthy and efficient team to accomplish the mission
Business philosophy: “Innovation, Service, Efficiency”
The Company focuses on its core business, researching, developing and producing various electronic connection products, providing customers with high quality, accurate delivery and competitive prices. Through the efforts and dedication of all employees, the Company has gained a good reputation and credibility in the industry. At the same time, we continue to upgrade our smart manufacturing capabilities to provide better services to our customers and develop new markets with high added value.

II. Implementation overview:

For more than 40 years, the Singatron Group has focused on developing and manufacturing various electronic connectors for the global electronics industry and has been the designated connector supplier for global notebook computer brands. In recent years, we have continued to focus on connector products for notebook computer applications, and have been actively developing Type C connectors and related modules for new mainstream high-frequency and high-speed connectors. On the other hand, we are expanding and diversifying the application of electronic connector products and developing waterproof connector products, focusing on the market applications of consumer electronics (such as smart home and power adaptors), new energy (such as solar energy and energy storage applications) and automotive electronics (such as electric bicycle, electric motorcycle and automotive electronics applications), and have received orders from well-known domestic and foreign brands in recent years and have gained a firm foothold, gradually increasing its share of the Group’s overall revenue. In 2021, we repositioned our market development strategy as “WECAN.” [W] represents our special product series of waterproof connectors, [E] represents new energy applications, [C] represents consumer electronics applications, [A] represents automotive electronics applications, and [N] represents notebook computer applications. In the future, the Company’s market development direction will be to expand the market of [W] waterproof connector products and actively develop towards [E] new energy and [A] automotive electronics applications. As of 2022, the percentage of the Company’s sales of [E] new energy and [A] automotive electronics applications had climbed to 22.8%. In 2023, due to factors such as the destocking of electric bicycle brand customers and the fierce competition among Chinese solar customers [E] Revenue from new energy and [A] automotive electronics applications declined, with the proportion of revenue falling to 19.6%.

Connectors are key components of end-use products in the electronics industry. In recent years, the global connector market has continued to grow due to the continued development of the automotive electronics, new energy application industry, 5G communication industry, computer peripheral and server industry, consumer electronics and other downstream industries. According to statistics, the global industrial connector market scale is expected to expand at a compound annual growth rate of 6.8% from 2023 to 2028, reaching USD 8.7 billion by 2028, mainly due to the wider use in industrial automation, robotics, and other advanced technology areas. AIot has become the trend. With the introduction of 3C high-frequency products, Type-C has become the mainstream in the market. Simple, lighter, compact, and easy to operate; and post-pandemic changes in lifestyles, remote video and home office will become the norm, notebooks and tablets will drive new demand, and allow the penetration of the new generation of Type-C. The data transmission rate has been greatly increased because it can transmit more data faster and has more extensive applications. In addition to the fast data transmission speed, the ability to output audio and video signals, the power support is further improved. AI has become the world's hottest topic. In addition, there are 5G, electric vehicles, self-driving cars, meta-verse and other fields will continue to drive the expansion of the data center and server market demand, and Intel, AMD and other processor manufacturers has begun to fully support USB4 high-speed transmission applications market. Apple has also joined to support the ranks of the USB4 specifications, and the USB4 is only used in the USB Type-C connector, which is the next

wave of the growth of the USB Type-C connector market momentum. In 2023, due to factors such as the U.S. Federal Reserve's violent interest rate hike and destocking, the consumer electronics industry was weak. With the rise of generative AI, inventory adjustment was drawing to a close, as well as the Fed's cycle of interest rate hikes. The rapid rise of AI servers and the global demand for electric vehicles continued to drive the demand for high-speed data transmission interface, high-current and high-voltage transmission lines for connectors. In particular, electric vehicles, aerospace, green energy, industrial applications and other industries continued to grow in 2023. The second half of 2024 is expected to be better than the first half, and the recovery of the economy will prompt the growth momentum of the connector group. There will always be demand for connectors in the market. In particular, AI applications require high-speed data transmission. High-speed transmission chips, transmission interface connectors, memory and thermal modules will all undergo upgrades in specifications, which means the arrival of new business opportunities. The terminal demand is likely to recover from 2H2024. The Company's market development strategy is closely related to the application and development trends of the global electronics industry and connector products, and there is broad room for growth in the future.

III. Implementation results of business plan and profitability analysis

1、 Implementation results of business plan:

Description of the Company's consolidated operating results for 2023: In recent years, the Company has been committed to transforming its business in the application markets of the [E] new energy and [A] automotive electronics industries. However, 2023, the four major application markets of the [E], [C], [A] and [N] products were simultaneously affected by global inflation, geopolitical factors, and the inventory reduction of the consumer electronics and bicycle industries, resulting in a significant decline in the demand for the relevant application industries. However, due to the exchange rate of RMB against USD The significant depreciation and the Company's inventory management efficiency reversing the loss of allowance for slow inventory were positive to the gross profit margin and affected the overall gross profit margin to increase, the overall gross profit margin increased, while the operating expense ratio increased due to the decline in revenue. In summary, the Group's consolidated revenue declined by 11.3% from the previous year; the consolidated gross margin in the financial statements was higher than the previous year, from 26.1% in 2022 to 27.5% in 2023, with a slight decline in operating profit margin and a roughly flat after-tax net interest rate. In Q3 2023, the successful listing of the subsidiary in China on the Shenzhen GEM A-share market and the issuance of additional shares, the Company's shareholding ratio in the said subsidiary was reduced from 81.89% to 61.20%, the net profit margin attributable to owners of the parent company fell from 5.7% in 2022 to 5.2% in 2023, and a small decline in profitability as compared to that of the previous year, as shown in the following table.

(Unit: Thousand NTD, except earnings per share)

Item	2023		2022		Difference	
	Amount	Percentage	Amount	Percentage	Amount	Growth rate
Operating revenue	3,451,730	100.0%	3,892,540	100.0%	(440,810)	-11.32%
Operating gross profit	947,952	27.5%	1,014,996	26.1%	(67,044)	-6.61%
Operating expenses	(649,089)	-18.8%	(675,268)	-17.4%	26,179	NA
Operating profit	298,863	8.7%	339,728	8.7%	(40,865)	-12.03%
Non-operating income and expenses, net	34,203	1.0%	62,179	1.6%	(27,976)	-44.99%
Net profit (loss) before tax	333,066	9.7%	401,907	10.3%	(68,841)	-17.13%
Income tax expense	(69,634)	-2.1%	(105,952)	-2.7%	36,318	NA
Net profit (loss) after tax	263,432	7.6%	295,955	7.6%	(32,523)	-10.99%
Net profit (loss) attributable to owners of the parent company	177,777	5.2%	222,508	5.7%	(44,731)	-20.10%
EPS (Unit: NTD)	1.52		1.85		-0.33	

2. Profitability and analysis of important financial ratios:

In 2023, compared with the previous year, the consolidated total assets and the parent company's net equity increased significantly due to the China subsidiary's listing of A-shares on GEM of Shenzhen Stock Exchange Q3 and the issuance of additional shares to obtain significant funds. The shareholding ratio declined, resulting in consolidated debt ratio declining significantly in 2023, the current ratio and quick ratio increased significantly, the return on assets and return on equity declined significantly, and the net profit margin declined slightly. Overall, the overall financial health will become more stable.

Analysis item \ Year		2023	2022
Capital structure	Debt to assets ratio (%)	33.42%	51.82%
Solvency	Current ratio (%)	483.19%	183.22%
	Quick ratio (%)	453.32%	156.74%
Profitability	Return on assets (%)	3.01%	5.51%
	Return on equity (%)	7.68%	14.50%
	Net profit margin (%)	5.15%	5.72%

IV. Budget execution

In accordance with the "Regulations Governing the Publication of Financial Forecasts of Public Companies," the Company has not disclosed financial forecast information for 2023 and is not required to disclose budget execution and analysis information for 2023.

V. R&D status

1. R&D expenditures for the last two years

(Unit: Thousand NTD)

Year	2023	2022
Operating revenue	3,451,730	3,892,540
R&D expenses	123,298	137,965
As a percentage of revenue for the year (%)	3.57%	3.54%

2. R&D results

The Company has been dedicated to the connector business for more than 40 years and has been insisting on independent innovation in R&D technology, focusing on in-depth research on connector R&D and manufacturing technology, and forming an innovative mechanism combining forward-looking research and application-oriented research. The Company's core technologies have unique competitive advantages and broad application prospects in the industry. The efficient R&D system, rich technical repository and manufacturing and automation advantages enable the Company to analyze the manufacturing feasibility and process improvement for customers' product requirements, and provide corresponding support for customers' new product development, which effectively enhances the Company's overall service capability and customer adhesion. In recent years, our marketing and R&D programs have gradually transformed and expanded our products into [E] new energy and [A] automotive electronics and server applications. In December 2020, the Company became one of the first manufacturers in the world to obtain USB4 Type-C Receptacle 40Gbps (USB4 Gens) connector certification. For three consecutive years, the Company ranked at the top of the number of USB4 Type-C Receptacle 40Gbps (USB4 Gens) connector certifications. In Q2 2023, we will develop new ddr5 DIMM socket products and continue to achieve remarkable results in product innovation.

The Company will continue to improve its competitiveness by providing customized design services and satisfying customers' needs in order to move towards sustainable business operations.

R&D plans and results for 2023 are as follows:

Item	Industry	R&D project name	R&D project content	Progress
1	Notebook computer 【N】	Double SMT pin Type-C connector	This product greatly reduces the physical size, which is 1/3 times that of the traditional USB, and can be used in short, thin and light computers. The breaking strength is required to be over 10Kgf. The product is designed in one piece and adopts the I/M method. The metal shell is made of high-strength stainless steel. The two shells are welded together by laser welding.	Trial production stage
2	Notebook computer 【N】	Two-color LED light RJ connector	In order to be able to see the network connection state (normal connection and network error), the LED light will display two different colors as a reminder. Two LED lights are placed on both sides of the product, and the LED lights are fixed by thermal melting. A cap is added to the top of the product for the convenience of customers.	Mass production stage
3	Consumer electronics 【C】	Waterproof audio connector	The product itself needs to be able to achieve IP67 waterproof, and can be placed in a thin model and a limited space, and its function and strength must also meet the customer's requirements. In response to these requirements, the product terminals are inserted into the terminals from the tail end	Design stage

			with plastic covers filled with waterproof silicone to achieve the waterproof requirement.	
4	Consumer electronics 【C】	Raised USB 3.0 connector	The traditional USB3.0 product height is only 3.1mm. Due to customer requirements, the product height must be increased to 5.0mm or more, and meet the 350g strength test standard of the KICK TEST. Therefore, we have developed a raised product. Through the ingenious structural design and precision manufacturing process, the product not only meets the USB3.0 requirements of the Association, but the customer's product strength requirements.	Mass production stage
5	Notebook computer 【N】	Low voltage molded power connector	The product is a wire welding type with a current of 20A. To ensure that the product can withstand large currents, the product design has been adjusted to use a multi-point contact method that is balanced to ensure reliable contact. The welding wire is fixed with a low-voltage type method at the wire bonding point, hence it will not be disconnected.	Mass production stage
6	Notebook computer 【N】	Spring type battery connector	This product is used as the battery interface on the notebook. This product has 12 terminals, which are designed in the form of spring-flap contact to ensure a wide contact area. The positive and negative terminals of the product are designed with double contacts. The signal terminal is designed with single contact. There is a metal locking piece on the outside, which can firmly lock the male end for reliable contact.	Trial production stage
7	Consumer electronics 【C】	Spring type battery connector	The product space is limited, so it is designed with double spring pieces to meet the flexibility requirements and reliable contact. Embedding a metal frame into the plastic part enhances the tolerance of the plastic frame and effectively prevents plastic deformation before and after the baking process. This can prevent the structural deformation of the product from affecting customers' application.	Mass production stage
8	Consumer electronics 【C】	Interface connector for blood glucose meter	This product is a 10P product, dual SMT type, can have an automatic eject function, and 10 flexible contacts are in contact with the contact points of the test paper, because the service life in the hospital is more than 150,000 times. In the product design, the terminals are narrow at the front and wide at the back, using high conductivity copper with good flexibility. When the patients complete the self-test, they do not need to touch the test strips. The product has a pop-up design that allows the test strips to be automatically withdrawn from the product to protect the user.	Trial production stage
9	Consumer electronics 【C】	Power charging connector	This product needs to meet the current 15A in order to pass the 20V/15A temperature rise test. The positive and negative terminals are made of copper with high conductivity and low contact resistance. The contact area of the positive and negative terminals is plated with thick gold. The positive and negative terminals are divided into two parts. The contact area is plated with brushed gold for reliable plating.	Trial production stage

10	Notebook computer 【N】	Circular arc audio connector	Customers have special requirements for the appearance of the whole machine. Some of them are arc-shaped and beautiful in appearance. This product is designed in the form of a circular arc as required to match the customer's enclosure. The contact type of the product is designed as CMLR. During the insertion process, the terminals do not touch each other, which can prevent cross-flexing.	Mass production stage
11	Automotive electronics 【A】	M8 series IP69K connection cable	The product has reached IP69K, can be operated for at least 1000H in high temperature and high humidity (85℃, 95%RH) environment without abnormality, and can pass mechanical impact and gravel impact.	Trial production stage
12	New energy 【E】	High current PCB solder terminal	The interior of the product uses highly conductive materials and structures, which can effectively reduce circuit resistance and voltage drop while dissipating heat. In addition, the product and PCB are welded to enable the product and PCB to be accurately and evenly fused together. This way, the product can provide safe and reliable electrical connection in harsh environments to ensure the normal operation and stability of the system.	Sampling stage
13	New energy 【E】	Outdoor display waterproof connector	The connection between the connector and the display screen must be sealed. The waterproof level needs to reach IPX7 to prevent water ingress and moisture and affecting the function. The wire plug is designed with a rotary latching structure and is aligned with the receptacle connector to form a locking mechanism to meet the need. This ensures that the connector does not come loose when the wire is shaken and pulled during use. The male and female of the product can be locked by manually rotating the nut manually and pulling back the shell of the cable end connector when they are inserted into the respective positions.	Trial production stage
14	New energy 【E】	Photovoltaic energy storage multiplex communication modular connector	The products passed the "stop-and-return" of the locked position and anti-loosening gaskets to meet the functional requirements of the customers and prevent the water seepage of the customer's chassis. The process is simple and the cost is low. The shell uses an O-ring to achieve the waterproof level of the product. At the same time, it is snap-locked to ensure dimensional stability, no deformation, and low cost. The product can be locked with a crisp click which is easy to operate and has stable signal transmission.	Trial production stage
15	New energy 【E】	New fiber optic connector	The product can be locked after inserting the matching male and female products in place. The cable connector shell can be unlocked by rotating it which is easy to operate, making it more convenient than the traditional screw locking method .	Trial production stage
16	Automotive electronics 【A】	Development of waterproof high-current charging port for electric motorcycles	Product size to meet customer specified needs, plug and socket independent state to meet the waterproof, plug into the power also need to meet the waterproof IPX7, the use of current 120A, peak 150A 20S life 10000cycles.	Trial production stage

17	Notebook computer 【N】	16K Life Type-C PLUG Connector	The product must meet the customer's life 16K requirements, during the test according to the customer's number of times to stop and record the plugging and unplugging information and records to remove the measurement LLCR and then reverse the plugging and unplugging until after life and TID certification is also required.	Testing stage
18	Notebook computer 【N】	240W Type-C PLUG Connector	According to the customer's demand, it needs to meet 16AWG welding, voltage 48V, current 5A and all designs need to meet the association and demand TID certification.	Mass production stage

Person in charge: Hsin-Nan Kan Manager: Peng-Huang Peng Head of accounting: Rui-Chen Hu

Independent Auditors' Report

To the Board of Directors and shareholders of SINGATRON ENTERPRISE CO., LTD.:

Audit opinions

We have audited the accompanying standalone balance sheets of SINGATRON ENTERPRISE CO., LTD. as of December 31, 2023 and 2022, and the related standalone statements of comprehensive income, standalone statements of changes in equity, standalone statements of cash flows, and notes to the Parent Company Only Financial Statements (including summary of significant accounting policies) for the years then ended.

In our opinion, based on our audits and the audit reports of other CPAs (please refer to the "Other Matters" section), based on our audits, the Parent Company Only Financial Statements referred to above present fairly, in all material respects, the financial position of SINGATRON ENTERPRISE CO., LTD. as of December 31, 2023 and 2022, and its standalone financial performance and cash flows for the years then ended, in conformity with the requirements of regulations governing the preparation of financial statements by securities issuers.

Basis for Opinion

We conducted our audits in accordance with the Regulation Governing Auditing and Certification of Financial Statements by Certified Public Accountants and auditing standards. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Parent Company Only Financial Statements section of our report. The auditors of the firm, subject to the independence regulations, have maintained independence from SINGATRON ENTERPRISE CO., LTD. in accordance with the Code of Ethics and perform other obligations of such Code. Based on our audit results and the audit reports of other accountants, we believe that we have obtained sufficient and appropriate audit evidence as the basis for expressing the audit opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Parent Company Only Financial Statements of SINGATRON ENTERPRISE CO., LTD. for the year ended December 31, 2023. 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, and we do not provide a separate opinion on these matters.

Revenue recognition

For 2023, SINGATRON ENTERPRISE CO., LTD. recognized operating revenue of NTD 78,380 thousand. The Company has agreements with its major customers to store inventory at the designated shipping warehouses of these sales customers. The Company has to judge and determine the performance obligations and the timing of satisfaction based on customer orders or shipping documents, which involves significant risk of ownership of inventory and complexity of the point of transfer of remuneration, resulting in significant risk in the recognition of operating revenue. Therefore, we decided that revenue recognition is a key audit matter. Our audit procedures included, but were not limited to, evaluating the appropriateness of accounting policies for revenue recognition, evaluating and testing the effectiveness of internal control over the sales cycle in determining revenue amounts, performing sales revenue cutoff tests on a sample of transactions for a period of time before and after the balance sheet date and reviewing whether the terms of the transactions and the timing of revenue recognition are consistent with the performance obligations and the timing of satisfaction, performing itemized tests on a sample of transactions and reviewing the material terms and conditions of the contracts. We also considered the appropriateness of the disclosure of operating revenue in Notes 4 and 6 to the Parent Company Only Financial Statements.

Other Matters - Audits by other CPAs

Some of the investees accounted for using the equity method included in the parent company only financial statements of SINGATRON ENTERPRISE CO., LTD. have not been audited by us but by other independent auditors. Therefore, our opinion on the figures of the investees in the parent company only financial statements is based on the audit reports of other independent auditors. The investments under equity method recognized by these companies on December 31, 2023 amounted to NTD 583,337 thousand, representing 11% of the parent company only assets. The share of profit (loss) of the subsidiaries and associate companies accounted for using the equity method on March 31 was NTD 11,793 thousand, representing 6% of the parent company only net income before tax. The subsidiaries and associate companies accounted for using the equity method and the share of other comprehensive income from joint ventures was NTD (1,479) thousand, representing 5% of the parent company's other comprehensive income.

Responsibilities of Management Level and Those Charged with Governance for the Parent Company Only Financial Statements

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

In preparing the Parent Company Only Financial Statements, management is also 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 financial reporting process of SINGATRON ENTERPRISE CO., LTD.

Auditor’s 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. The term of “reasonable assurance” refers to high level of assurance. Nevertheless, the audit performed according to the Auditing Standards cannot guarantee the discovery of material misstatement in the Parent Company Only Financial Statements. Misstatements can arise from fraud or error. Misstatements are considered material if, standalone or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Parent Company Only Financial Statements.

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

1. Identify and assess the risk of material misstatement of the Parent Company Only Financial Statements due to fraud or error, design and adopt appropriate countermeasures for the risks assessed, and obtain sufficient and appropriate audit evidence in order to be used as the basis for the 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 internal control of SINGATRON ENTERPRISE CO., LTD.

3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management level.

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 ability of SINGATRON ENTERPRISE CO., LTD. to continue as a going concern. In case where we consider that such events or circumstances have a material uncertainty, then relevant disclosure of the Parent Company Only Financial Statements are required to be provided in our audit report to allow users of Parent Company Only Financial Statements to be aware of such events or circumstances, 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 auditor's report. However, future events or conditions may cause SINGATRON ENTERPRISE CO., LTD. to cease to continue as a going concern.

5. Evaluate the overall presentation, structure and content of the Parent Company Only Financial Statements, including relevant notes, and whether the Parent Company Only Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

6. Obtain sufficient and appropriate audit evidence for the financial information of standalone entities of the Group and provide opinion on the Parent Company Only Financial Statements. We handle the guidance, supervision and execution of the audit on the Group and are responsible for preparing the opinion for the Group.

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 the governance units with statements that we have complied with relevant matters that may reasonably be thought to bear on our independence, and we have also communicated with the governance units on all relationships and other matters (including relevant protective measures) that may be considered to affect the independence of auditors.

From the matters communicated with those charged with governance, we determine those matters that were of most significant in the audit of the Company's 2023 Parent Company Only Financial Statements and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Ernst&Young
Approvedbythecompetentauthoritiesfortheprocessingoffinancialstatements ofpubliccompanies.
AuditDocumentNo.:(111)Jin-Guan-Zheng-Shen-ZiNo.1110348358
(2002)Tai-Cai-Zheng(6)ZiNo.144183

Cheng-Wei Lin

Certified Public Accountant:

Chi-Ming Chang

March 12, 2024

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

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

SINGATRON ENTERPRISE CO., LTD.

Standalone Balance Sheets

December 31, 2023 and 2022

(Amounts are in thousands of NTD)

Assets			December 31, 2023		December 31, 2022	
Code	Accounting item	Notes	Amount	%	Amount	%
	Current assets					
1100	Cash and cash equivalents	4 and 6.1	$20,048	1	$20,829	1
1150	Notes receivable, net	4 and 6.3	1,184	-	1,628	-
1170	Accounts receivable, net	4 and 6.4	16,196	-	26,877	1
1200	Other receivables		478	-	288	-
1220	Current income tax assets		2	-	-	-
130x	Net inventories	4 and 6.5	6,301	-	8,425	-
1419	Other prepaid expenses		1,061	-	1,403	-
1470	Other current assets		1,039	-	102	-
11xx	Total current assets		46,309	1	59,552	2
	Non-current assets					
1517	Financial assets at fair value through other comprehensive income	4 and 6.2	6,410	-	6,410	-
1550	Investment accounted for using the equity method	4, 6.6 and 8	4,765,097	94	2,437,177	88
1600	Property, plant and equipment	4, 6.7and 8	213,739	4	220,103	8
1760	Investment properties	4, 6.8 and 8	3,557	-	26,218	1
1780	Intangible assets	4 and 6.9	72	-	673	-
1840	Deferred tax income assets	4 and 6.24	50,943	1	29,596	1
1920	Refundable deposits		3	-	3	-
15xx	Total non-current assets		5,039,821	99	2,720,180	98
1xxx	Total assets		$5,086,130	100	$2,779,732	100

(Please refer to Notes to Parent Company Only Financial Statements)

Chairperson: Hsin-Nan Kan Managerial Officer: Peng-Huang Peng Accounting Officer: Rui-Chen Hu

SINGATRON ENTERPRISE CO., LTD.

Standalone Balance Sheets (Continued)

December 31, 2023 and 2022

(Amounts are in thousands of NTD)

Liabilities and equity			December 31, 2023		December 31, 2022	
Code	Accounting item	Notes	Amount	%	Amount	%
	Current liabilities					
2100	Short-term loans	6.10and 8	$271,667	5	$587,833	21
2120	Financial liabilities at fair value thro	4 and 6.11	2,050	-	-	-
2170	Accounts payable		1,356	-	1,006	-
2180	Accounts payable - related parties	7	12,801	-	21,699	1
2200	Other payables	6.13	23,806	1	23,700	1
2220	Other payables - related parties	7	80,522	2	92,545	3
2230	Current tax liabilities	4 and 6.24	4,585	-	3,213	-
2300	Other current liabilities		154	-	152	-
2322	Long-term loans due within one year	4, 6.12 and 8	125,000	2	33,333	1
21xx	Total current liabilities		521,941	10	763,481	27
	Non-current liabilities					
2530	Corporate bonds payable	4 and 6.14	466,688	9	-	-
2540	Long-term loans	4, 6.12 and 8	523,023	10	75,000	3
2570	Deferred income tax liabilities	4 and 6.24	449,386	9	400,910	14
2600	Other non-current liabilities	6.15 and 6.16	14,596	1	19,803	1
25xx	Total non-current liabilities		1,453,693	29	495,713	18
2xxx	Total Liabilities		1,975,634	39	1,259,194	45
	Equity					
3100	Share capital	6.17				
3110	Common share capital		1,172,656	23	1,172,656	42
3200	Capital surplus	6.17	1,597,567	31	14,217	1
3300	Retained earnings	6.17				
3310	Legal reserve		100,833	2	85,554	3
3320	Special reserve		125,538	3	160,295	6
3350	Unappropriated earnings		270,811	5	213,354	8
3400	Other equity		(156,909)	(3)	(125,538)	(5)
3xxx	Total equity		3,110,496	61	1,520,538	55
3x2x	Total liabilities and equities		$5,086,130	100	$2,779,732	100

(Please refer to Notes to Parent Company Only Financial Statements)

Chairperson: Hsin-Nan Kan Managerial Officer: Peng-Huang Peng Accounting Officer: Rui-Chen Hu

SINGATRON ENTERPRISE CO., LTD.
Standalone Statements of Comprehensive Income
January 1, 2023 to December 31, 2023
and January 1 to December 31, 2022
(Amounts in thousands of NTD, except for earnings per share)

Code	Item	Notes	2023		2022	
			Amount	%	Amount	%
4000	Operating revenue	4 and 6.18	$78,380	100	$106,202	100
5000	Operating costs	7	(68,240)	(87)	(85,873)	(81)
5900	Operating gross profit		10,140	13	20,329	19
6000	Operating expenses					
6100	Selling expenses	7	(6,306)	(8)	(7,280)	(7)
6200	Administrative expenses		(53,430)	(68)	(56,347)	(53)
6450	Expected credit impairment (losses) gains	4 and 6.19	(63)	-	(331)	-
	Total operating expenses		(59,799)	(76)	(63,958)	(60)
6900	Operating loss		(49,659)	(63)	(43,629)	(41)
7000	Non-operating income and expenses					
7010	Other income	6.22and 7	7,022	9	5,360	5
7020	Other gains or losses	6.22	23,499	30	(7,075)	(7)
7050	Financial costs	4, 6.22and 7	(21,728)	(28)	(7,673)	(7)
7070	Share of non-operating income and expenses of subsidiaries, associate companies and joint ventures accounted for using the equity method	4 and 6.6	254,636	325	334,822	316
			263,429	336	325,434	307
7900	Net profit before tax		213,770	273	281,805	266
7950	Income tax expense	4 and 6.24	(35,993)	(46)	(59,297)	(56)
8200	Net profit for the period		177,777	227	222,508	210
8300	Other comprehensive income	6.23				
8310	Items not reclassified subsequently to profit or loss					
8311	Remeasurement of defined benefit plans		920	1	3,797	3
8360	Items that may be reclassified subsequently to profit or loss					
8380	Share of other comprehensive income of subsidiaries, affiliates and joint ventures accounted for using equity method		(38,844)	(50)	43,446	41
8399	Income tax relating to items that may be reclassified subsequently to profit or loss		7,473	10	(8,689)	(8)
8300	Other comprehensive income for the period (net of tax)		(30,451)	(39)	38,554	36
8500	Total comprehensive income for the period		$147,326	188	$261,062	246
9750	Basic earnings per share (NTD)	6.25	$1.52		$1.85	
9850	Diluted earnings per share (NTD)	6.25	$1.49		$1.85	

(Please refer to Notes to Parent Company Only Financial Statements)

Chairperson: Hsin-Nan Kan Managerial Officer: Peng-Huang Peng Accounting Officer: Rui-Chen Hu

SINGATRON ENTERPRISE CO., LTD.

Standalone Statement of Changes in Equity

January 1, 2023 to December 31, 2023

and January 1 to December 31, 2022

(Amounts are in thousands of NTD)

				Retained earnings			Other items of equity			
Code	Item	Share capital	Capital surplus	Legal reserve	Special reserve	Unappropriated earn	on of the financi	ts measured at fair	Treasury stock	Total
		3100	3200	3310	3320	3350	3410	3420	3500	3XXX
A1	Balance as of January 1 , 2022	$1,227,626	$14,217	$66,651	$148,903	$250,456	$(126,781)	$(33,514)	$-	1,547,558
	2021 earnings appropriation and distribution									
B1	Provision of legal reserve			18,903		(18,903)				-
B3	Provision of special reserve				11,392	(11,392)				-
B5	Cash dividends on common stock					(159,592)				(159,592)
D1	Net profit for 2022					222,508				222,508
D3	Other comprehensive income for 2022					3,797	34,757			38,554
D5	Total comprehensive income for the period	-	-	-	-	226,305	34,757	-	-	261,062
L1	Purchase of treasury stock								(128,490)	(128,490)
L3	Retirement of treasury stock	(54,970)				(73,520)			128,490	-
Z1	Balance as of December 31, 2022	1,172,656	14,217	85,554	160,295	213,354	(92,024)	(33,514)	-	1,520,538
	distribution									
B1	Provision of legal reserve			15,279		(15,279)				-
B5	Cash dividends on common stock					(140,718)				(140,718)
B17	Reversal of special reserve				(34,757)	34,757				-
C5	issuance of convertible corporate bonds		44,245							44,245
	- generated from stock options									
D1	Net profit for 2023					177,777				177,777
D3	Other comprehensive income for 2023					920	(31,371)			(30,451)
D5	Total comprehensive income for the period	-	-	-	-	178,697	(31,371)	-	-	147,326
M7	Change in ownership interests in subsidiaries		1,539,105							1,539,105
Z1	Balance as of December 31 , 2023	$1,172,656	$1,597,567	$100,833	$125,538	$270,811	$(123,395)	$(33,514)	$-	$3,110,496

(Please refer to Notes to Parent Company Only Financial Statements)

Chairperson: Hsin-Nan Kan Managerial Officer: Peng-Huang Peng Accounting Officer: Rui-Chen Hu

SINGATRON ENTERPRISE CO., LTD.
Standalone Statements of Cash Flows
January 1, 2023 to December 31, 2023
and January 1 to December 31, 2022
(Amounts are in thousands of NTD)

Code	Item	2023	2022	Code	Item	2023	2022
AAAA	Cash flows from operating activities			BBBB	Cash flows from investing activities:		
A10000	Income before income tax	$213,770	$281,805	B01800	Acquisition of investments under equity method	(573,023)	-
A20000	Adjustments:			B02700	Acquisition of property, plant and equipment	(1,891)	(12,221)
A20010	Income and expenses:			B02800	Disposal of property, plant and equipment	-	590
A20100	Depreciation expenses (including investment property)	8,539	8,846	B05500	Disposal of investment property	45,701	-
A20200	Amortization expenses	601	893	BBBB	Net cash inflows (outflows) from investing activities	(529,213)	(11,631)
A20300	Expected credit impairment losses (gains)	63	331				
A20400	Net loss (gain) of financial assets/liabilities at fair value through profit or loss	(900)	-	CCCC	Cash flows from financing activities		
				C00100	Borrowing (repayment) of short-term loans	(316,166)	292,833
A20900	Interest expenses	21,728	7,673	C00120	Issuance of corporate bonds	520,920	-
A21200	Interest income	(297)	(61)	C01600	Borrowing of long-term loans	723,023	50,000
A22400	Share of profit or loss of subsidiaries, associate companies and joint ventures accounted for using equity method	(254,636)	(334,822)	C01700	Repayment of long-term loans	(183,333)	(33,333)
				C03100	Increase (decrease) in deposits received	(252)	252
A22500	Loss (gain) on disposal of property, plant and equipment	-	(197)	C03700	Increase (decrease) in other payables - related parties	(12,133)	36,757
A22700	Disposal of investment property losses (gains)	(23,370)	-	C04500	Distribution of cash dividends	(140,718)	(159,592)
A30000	Changes in assets/liabilities related to operating activities:			C04900	Cost of treasury stock repurchase	-	(128,490)
A31130	Decrease (increase) in notes receivable	444	40	CCCC	Net cash inflows (outflows) from financing activities	591,341	58,427
A31150	Decrease (increase) in accounts receivable	10,618	942				
A31180	Decrease (increase) in other receivables	(190)	(83)	EEEE	Increase (decrease) in cash and cash equivalents for the period	(781)	1,130
A31200	Decrease (increase) in inventories	2,124	479	E00100	Cash and cash equivalents at the beginning of the year	20,829	19,699
A31230	Decrease (increase) in other prepaid expenses	342	(472)	E00200	Cash and cash equivalents at the end of the year	$20,048	$20,829
A31240	Decrease (increase) in other non-current assets	(937)	(92)				
A32125	Increase (decrease) in contract liabilities	-	(2)				
A32130	Increase (decrease) in notes payable	-	(75)				
A32150	Increase (decrease) in accounts payable	350	435				
A32160	Increase (decrease) in accounts payable - related parties	(8,898)	2,005				
A32180	Increase (decrease) in other payables	(8,600)	(2,196)				
A32190	Increase (decrease) in other payables - related parties	110	(188)				
A32230	Increase (decrease) in other non-current liabilities	2	1				
A32240	Increase (decrease) in net defined benefit liabilities	(4,035)	(143)				
A33000	Cash inflows (outflows) from operating activities	(43,172)	(34,881)				
A33100	Interest received	297	61				
A33300	Interest paid	(20,013)	(7,363)				
A33500	Income tax paid	(21)	(3,483)				
AAAA	Net cash inflows (outflows) from operating activities	(62,909)	(45,666)				

(Please refer to Notes to Parent Company Only Financial Statements)

Chairperson: Hsin-Nan Kan Managerial Officer: Peng-Huang Peng Accounting Officer: Rui-Chen Hu

Independent Auditors' Report

To the Board of Directors and shareholders of SINGATRON ENTERPRISE CO., LTD.:

Audit opinions

We have audited the accompanying consolidated balance sheets of SINGATRON ENTERPRISE CO., LTD. and its subsidiaries as of December 31, 2023 and 2022, and the related consolidated statements of comprehensive income, consolidated statements of changes in equity, consolidated statements of cash flows, and notes to the consolidated financial statements (including summary of significant accounting policies) for the years then ended.

In our opinion, and based on our audit and the audit reports of other CPAs (please refer to the "Other Matters" section), the consolidated financial statements referred to above present fairly, in all material respects, the financial position of SINGATRON ENTERPRISE CO., LTD. and its subsidiaries as of December 31, 2023 and 2022, and its consolidated financial performance and cash flows for the years then ended, in conformity with the requirements of regulations governing the preparation of financial statements by securities issuers and International Financial Reporting Standards, International Accounting Standards, and Interpretations endorsed and issued into effect by the Financial Supervisory Commission.

Basis for Opinion

We conducted our audits in accordance with the Regulation Governing Auditing and Certification of Financial Statements by Certified Public Accountants and auditing standards. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. The auditors of the firm, subject to the independence regulations, have maintained independence from SINGATRON ENTERPRISE CO., LTD. and its subsidiaries in accordance with the Code of Ethics and perform other obligations of such Code. Based on our audit results and the audit reports of other accountants, we believe that we have obtained sufficient and appropriate audit evidence as the basis for expressing the audit opinion.

Key Audit Matters

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

Revenue recognition

For 2023, SINGATRON ENTERPRISE CO., LTD. and its subsidiaries recognized an operating revenue of NTD 3,451,730 thousand. The Company and its subsidiaries have agreements with their major customers to store inventory at the designated shipping warehouses of these sales customers. The Company and its subsidiaries have to judge and determine the performance obligations and the timing of satisfaction based on customer orders or shipping documents, which involves significant risk of ownership of inventory and complexity of the point of transfer of remuneration, resulting in significant risk in the recognition of operating revenue. Therefore, we decided that revenue recognition is a key audit matter. Our audit procedures included, but were not limited to, evaluating the appropriateness of accounting policies for revenue recognition, evaluating and testing the effectiveness of internal control over the sales cycle in determining revenue amounts, performing sales revenue cutoff tests on a sample of transactions for a period of time before and after the balance sheet date and reviewing whether the terms of the transactions and the timing of revenue recognition are consistent with the performance obligations and the timing of satisfaction, performing itemized tests on a sample of transactions and reviewing the material terms and conditions of the contracts. We also considered the appropriateness of the disclosure of operating revenue in Notes 4 and 6 to the Consolidated Financial Statements.

Allowance for losses on accounts receivable

The carrying amounts of the consolidated accounts receivable and allowance for losses of SINGATRON ENTERPRISE CO., LTD. and its subsidiaries as of December 31, 2023 were NTD 1,150,364 thousand and NTD 8,140 thousand, respectively. The net accounts receivable accounted for 29% of the consolidated total assets, which is significant for SINGATRON ENTERPRISE CO., LTD. and its subsidiaries. Since the allowance for losses on accounts receivable is measured based on the expected credit losses over the duration of continuation, the measurement process requires appropriate groupings of accounts receivable and judgmental and analysis of the application of assumptions related to the measurement process and the measurement result affects the net accounts receivable and, therefore, we consider it to be a critical audit. Our audit procedures included, but were not limited to, analyzing the appropriateness of management's grouping of accounts receivable to determine whether customers with significantly different loss profiles (based on similar risk characteristics) were appropriately grouped (e.g. based on historical experience); testing the reserve matrix used by SINGATRON ENTERPRISE CO., LTD. and its subsidiaries including assessing the reasonableness of the determination of the ageing range of each group of accounts receivable and checking the correctness of the original certificates against the underlying information; reviewing the collection status of accounts receivable in the subsequent period to assess the collectability of accounts receivable; analyzing the changes in the long-term trend of credit losses and the turnover rate of accounts receivable, and confirming whether any impairment occurred at the end of the period. We also considered the appropriateness of the disclosure of accounts receivable and related risks in Notes 5 and 6 to the Consolidated Financial Statements.

Other Matters - Audits by other CPAs

The financial statements of investees of SINGATRON ENTERPRISE CO., LTD accounted for using the equity method have not been audited by us but by other CPAs. Therefore, our opinion on the figures of the investees in the consolidated financial statements is based on the audit reports of other independent auditors. As of December 31, 2023, the investment in these investees accounted for using the equity method was NTD 583,337 thousand, accounting for 7% of the consolidated total assets. For the year ended December 31, 2023 , the share of profit or loss of the associate companies and joint ventures accounted for using the equity method was NTD 11,793 thousand, accounting for 4% of the consolidated net profit before tax. The associate companies and joint ventures recognized using the equity method and the share of other comprehensive income was NTD (1,479) thousand, accounting for 4% of the consolidated other comprehensive income net.

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

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the IFRS, IAS, IFRIC, and SIC endorsed and issued into effect by the Financial Supervisory Commission of the R.O.C., and for necessary 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 also responsible for assessing the ability of SINGATRON ENTERPRISE CO., LTD. and its subsidiaries 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 SINGATRON ENTERPRISE CO., LTD. and its subsidiaries 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 financial reporting process of SINGATRON ENTERPRISE CO., LTD. and its subsidiaries.

Auditor's 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. The term of "reasonable assurance" refers to high level of assurance. Nevertheless, the audit performed according to the Auditing Standards cannot guarantee the discovery of material misstatement in the consolidated financial statements. Misstatements can arise from fraud or error. Misstatements 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 the consolidated financial statements.

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

1. Identify and assess the risk of material misstatement of the consolidated financial statements due to fraud or error, design and adopt appropriate countermeasures for the risks assessed, and obtain sufficient and appropriate audit evidence in order to be used as the basis for the 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 internal control of SINGATRON ENTERPRISE CO., LTD. and its subsidiaries.

3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management level.

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 ability of SINGATRON ENTERPRISE CO., LTD. and its subsidiaries to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's 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 auditor's report. However, future events or conditions may cause SINGATRON ENTERPRISE CO., LTD. and its subsidiaries to cease to continue as a going concern.

5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including relevant notes, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

6. Obtain sufficient and appropriate audit evidence for the financial information of individual entities of the Group and provide opinion on the consolidated financial statements. We handle the guidance, supervision and execution of the audit on the Group and are responsible for preparing the opinion for the Group.

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 the governance units with statements that we have complied with relevant matters that may reasonably be thought to bear on our independence, and we have also communicated with the governance units on all relationships and other matters (including relevant protective measures) that may be considered to affect the independence of auditors.

From the matters communicated with those charged with governance, we determine those matters that were of most significant in the audit of the 2023 consolidated financial statements of SINGATRON ENTERPRISE CO., LTD. and its subsidiaries and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Others

SINGATRON ENTERPRISE CO., LTD. has prepared the parent company only financial statements for 2023 and 2022, and we have issued an unqualified opinion and an unqualified opinion on other matters, respectively, for the record and for reference .

Ernst and Young
Approved by the competent authorities for the processing of financial statements of public companies.
Audit Document No.: (111) Jin-Guan-Zheng-Shen-Zi No. 1110348358
(2002) Tai-Cai-Zheng (6) Zi No. 144183

Cheng-Wei Lin

Certified Public Accountant:

Chi-Ming Chang

March 12, 2024

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

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

SINGATRON ENTERPRISE CO., LTD. and subsidiaries

Consolidated Balance Sheets

December 31, 2023 and 2022

(Amounts are in thousands of NTD)

Assets			December 31, 2023		December 31, 2022	
Code	Accounting item	Notes	Amount	%	Amount	%
	Current assets					
1100	Cash and cash equivalents	4 and 6.1	$4,759,588	55	$1,191,908	28
1110	Financial assets at fair value through profit or loss	4 and 6.2	6,541	-	-	-
1136	Financial assets at amortized cost	4 and 6.4	433,521	5	176,377	4
1150	Notes receivable, net	4 and 6.5	30,152	-	21,476	-
1170	Accounts receivable, net	4 and 6.6	1,076,287	13	1,153,581	27
1180	Accounts receivable - related parties	4, 6.6and 7	65,937	1	68,262	2
1200	Other receivables		7,916	-	4,249	-
1220	Current income tax assets	4 and 6.26	4,740	-	2,588	-
130x	Net inventories	4 and 6.7	371,000	4	412,002	10
1419	Other prepaid expenses		46,262	1	32,551	1
1421	Prepayment for purchases		3,479	-	4,655	-
1470	Other current assets		1,039	-	40,353	1
11xx	Total current assets		6,806,462	79	3,108,002	73
	Non-current assets					
1517	Financial assets at fair value through other comprehensive income	4 and 6.3	6,410	-	6,410	-
1535	Financial assets at amortized cost	4 and 6.4	216,760	3	88,189	2
1550	Investment accounted for using the equity me	4, 6.8and 8	583,337	7	-	-
1600	Property, plant and equipment	4, 6.9 and 8	805,710	9	864,719	20
1755	Right-of-use assets	4 and 6.22	60,997	1	57,744	2
1760	Investment properties	4, 6.10 and 8	31,951	-	59,447	2
1780	Intangible assets	4 and 6.11	32,205	-	15,079	-
1840	Deferred tax income assets	4 and 6.26	66,928	1	47,599	1
1920	Refundable deposits		5,501	-	5,587	-
15xx	Total non-current assets		1,809,799	21	1,144,774	27
1xxx	Total assets		$8,616,261	100	$4,252,776	100

(Please refer to Notes to Consolidated Financial Statements)

Chairperson: Hsin-Nan Kan Managerial Officer: Peng-Huang Peng Accounting Officer: Rui-Chen

SINGATRON ENTERPRISE CO., LTD. and subsidiaries

Consolidated Balance Sheets (Continued)

December 31, 2023 and 2022

(Amounts are in thousands of NTD)

Liabilities and equity			December 31, 2023		December 31, 2022	
Code	Accounting item	Notes	Amount	%	Amount	%
	Current liabilities					
2100	Short-term loans	6.12and 8	$271,667	3	$587,833	14
2120	Financial liabilities at fair value through profit or loss	6.13	2,050	-	2,576	-
2130	Contract liabilities	4 and 6.20	2,411	-	22,384	-
2170	Accounts payable		597,943	7	629,229	15
2200	Other payables	6.15 and 9.1	383,683	5	378,699	9
2230	Current tax liabilities	4 and 6.26	11,287	-	26,506	1
2280	Lease liabilities	4 and 6.22	14,449	-	15,593	-
2300	Other current liabilities		154	-	167	-
2322	Long-term loans due within one year	4, 6.14 and 8	125,000	1	33,333	1
21xx	Total current liabilities		1,408,644	16	1,696,320	40
	Non-current liabilities					
2530	Corporate bonds payable	4 and 6.16	466,688	6	-	-
2540	Long-term loans	4, 6.14 and 8	523,023	6	75,000	2
2570	Deferred income tax liabilities	4 and 6.26	450,548	5	401,353	9
2580	Lease liabilities	4 and 6.22	13,373	-	7,545	-
2600	Other non-current liabilities	6.17 and 6.18	16,922	-	23,496	1
25xx	Total non-current liabilities		1,470,554	17	507,394	12
2xxx	Total Liabilities		2,879,198	33	2,203,714	52
31xx	Equity attributable to owners of the parent company					
3100	Share capital	6.19				
3110	Common share capital		1,172,656	14	1,172,656	28
3200	Capital surplus	6.19	1,597,567	19	14,217	-
3300	Retained earnings	6.19				
3310	Legal reserve		100,833	1	85,554	2
3320	Special reserve		125,538	1	160,295	4
3350	Unappropriated earnings		270,811	3	213,354	5
3400	Other equity		(156,909)	(2)	(125,538)	(3)
36xx	Non-controlling interests	6.19 and 6.26	2,626,567	31	528,524	12
3xxx	Total equity		5,737,063	67	2,049,062	48
3x2x	Total liabilities and equities		$8,616,261	100	$4,252,776	100

(Please refer to Notes to Consolidated Financial Statements)

Chairperson: Hsin-Nan Kan Manager: Peng-Huang Peng Accounting Officer: Rui-Cl

SINGATRON ENTERPRISE CO., LTD. and subsidiaries
Consolidated Statements of Comprehensive Income
January 1, 2023 to December 31, 2023
and January 1 to December 31, 2022
(Amounts in thousands of NTD, except for earnings per share)

Code	Accounting item	Notes	2023		2022	
			Amount	%	Amount	%
4000	Operating revenue	4, 6.20and 7	$3,451,730	100	$3,892,540	100
5000	Operating costs	7	(2,503,778)	(72)	(2,877,544)	(74)
5900	Operating gross profit		947,952	28	1,014,996	26
6000	Operating expenses					
6100	Selling expenses	7 and 9.1	(243,056)	(7)	(277,620)	(7)
6200	Administrative expenses		(278,510)	(8)	(255,302)	(7)
6300	Research and development expenses		(123,298)	(4)	(137,965)	(3)
6450	Expected credit impairment (losses) gains	4 and 6.21	(4,225)	-	(4,381)	-
	Total operating expenses		(649,089)	(19)	(675,268)	(17)
6900	Net operating profit		298,863	9	339,728	9
7000	Non-operating income and expenses					
7010	Other income	6.24	62,336	2	34,583	1
7020	Other gains or losses	6.24	(18,630)	-	36,688	1
7050	Financial costs	4 and 6.24	(21,296)	(1)	(9,092)	-
7060	Share of income and expenses of associate companies and joint ventures accounted for using the equity method		11,793	-	-	-
			34,203	1	62,179	2
7900	Net profit before tax		333,066	10	401,907	11
7950	Income tax expense	4 and 6.26	(69,634)	(2)	(105,952)	(3)
8200	Net profit for the period		263,432	8	295,955	8
8300	Other comprehensive income	6.25				
8310	Items not reclassified subsequently to profit or loss					
8311	Remeasurement of defined benefit plans		920	-	3,797	-
8360	Items that may be reclassified subsequently to profit or loss					
8361	Exchange differences on translation of the financial statements of foreign operations		(42,255)	(1)	51,052	1
8370	Share of other comprehensive income of associate companies and joint ventures under the equity method		(1,479)	-	-	-
8399	Income tax relating to items that may be reclassified subsequently to profit or loss		7,473	-	(8,689)	-
8300	Other comprehensive income for the period (net of tax)		(35,341)	(1)	46,160	1
8500	Total comprehensive income for the period		$228,091	7	$342,115	9
8600	Net profit attributable to:					
8610	Owners of the parent company		$177,777	5	$222,508	6
8620	Non-controlling interests		85,655	3	73,447	2
			$263,432	8	$295,955	8
8700	Total comprehensive income attributable to:					
8710	Owners of the parent company		$147,326	4	$261,062	7
8720	Non-controlling interests		80,765	3	81,053	2
			$228,091	7	$342,115	9
9750	Basic earnings per share (NTD)	6.27	$1.52		$1.85	
9850	Diluted earnings per share (NTD)	6.27	$1.49		$1.85	

(Please refer to Notes to Consolidated Financial Statements)

Chairperson: Hsin-Nan Kan Managerial Officer: Peng-Huang Peng Accounting Officer: Rui-C

SINGATRON ENTERPRISE CO., LTD. and subsidiaries

Consolidated Statement of Changes in Equity

January 1, 2023 to December 31, 2023

and January 1 to December 31, 2022

(Amounts are in thousands of NTD)

		Equity attributable to owners of the parent company										
				Retained earnings			Other items of equity					
Code	Item	Share capital	Capital surplus	Legal reserve	Special reserve	Unappropriated earnings	Exchange differences on translation of the financial statements of foreign operations	gains (losses) from financial assets measured at fair value through other comprehensive income	Treasury stock	Total	controlling int	Total equity
		3100	3200	3310	3320	3350	3410	3420	3500	31XX	36XX	3XXX
A1	Balance as of January 1 , 2022	$1,227,626	$14,217	$66,651	$148,903	$250,456	$(126,781)	$(33,514)	$-	$1,547,558	$447,471	$1,995,029
	2021 earnings appropriation and distribution											
B1	Provision of legal reserve			18,903		(18,903)				-		-
B3	Provision of special reserve				11,392	(11,392)				-		-
B5	Cash dividends on common stock					(159,592)				(159,592)		(159,592)
D1	Net profit for 2022					222,508				222,508	73,447	295,955
D3	Other comprehensive income for 2022					3,797	34,757			38,554	7,606	46,160
D5	Total comprehensive income for the period	-	-	-	-	226,305	34,757	-	-	261,062	81,053	342,115
L1	Purchase of treasury stock								(128,490)	(128,490)		(128,490)
L3	Retirement of treasury stock	(54,970)				(73,520)			128,490	-		-
Z1	Balance as of December 31, 2022	1,172,656	14,217	85,554	160,295	213,354	(92,024)	(33,514)	-	1,520,538	528,524	2,049,062
	2022 earnings appropriation and distribution											
B1	Provision of legal reserve			15,279		(15,279)				-		-
B5	Cash dividends on common stock					(140,718)				(140,718)		(140,718)
B17	Reversal of special reserve				(34,757)	34,757				-		-
C5	Component of equity recognized due to issuance of convertible corporate bonds - generated from stock options		44,245							44,245		44,245
D1	Net profit for 2023					177,777				177,777	85,655	263,432
D3	Other comprehensive income for 2023					920	(31,371)			(30,451)	(4,890)	(35,341)
D5	Total comprehensive income for the period	-	-	-	-	178,697	(31,371)	-	-	147,326	80,765	228,091
M7	Change in ownership interests in subsidiaries		1,539,105							1,539,105	(1,539,105)	-
O1	Increase or decrease in non-controlling interests									-	3,556,383	3,556,383
Z1	Balance as of December 31 , 2023	$1,172,656	$1,597,567	$100,833	$125,538	$270,811	$(123,395)	$(33,514)	$-	$3,110,496	$2,626,567	$5,737,063

(Please refer to Notes to Consolidated Financial Statements)

Chairperson: Hsin-Nan Kan Managerial Officer: Peng-Huang Peng Accounting Officer: Rui-Chen Hu

SINGATRON ENTERPRISE CO., LTD. and subsidiaries
Consolidated Statements of Cash Flows
January 1, 2023 to December 31, 2023
and January 1 to December 31, 2022
(Amounts are in thousands of NTD)

Code	Item	2023	2022	Code	Item	2023	2022
AAA	Cash flows from operating activities			BBBB	Cash flows from investing activities:		
A10000	Income before income tax	$333,066	$401,907	B00040	Acquisition of financial assets at amortized cost	(385,715)	(264,566)
A20000	Adjustments:			B01800	Investments acquired using the equity method	(573,023)	-
A20010	Income and expenses:			B02700	Acquisition of property, plant and equipment	(130,184)	(134,366)
A20100	Depreciation expenses (including investment property and right-of-use as	171,164	201,199	B02800	Disposal of property, plant and equipment	7,875	1,475
A20200	Amortization expenses	8,124	4,932	B03800	Decrease (increase) in refundable deposits	86	(55)
A20300	Expected credit impairment losses (gains)	4,225	4,381	B04500	Increase in intangible assets	(15,329)	(9,760)
A20400	Valuation (profit) loss of financial assets/liabilities measured at fair	(10,109)	22,945	B05500	Disposal of investment property	45,701	-
	value through profit or loss			BBBB	Net cash inflows (outflows) from investing activities	(1,050,589)	(407,272)
A20900	Interest expenses	21,296	9,092				
A21200	Interest income	(41,832)	(9,589)	CCCC	Cash flows from financing activities:		
A22400	Share of profit from associate companies and joint ventures under equity r	(11,793)	-	C00100	Borrowing (repayment) of short-term loans	(316,166)	292,833
A22500	Loss (gain) on disposal of property, plant and equipment	7,701	11,201	C01200	Issuance of corporate bonds	520,920	-
A22700	Disposal of investment property losses (gains)	(23,370)	-	C01600	Borrowing of long-term loans	723,023	50,000
A29900	Lease modification losses (gains)	408	(13)	C01700	Repayment of long-term loans	(183,333)	(33,333)
A30000	Changes in assets/liabilities related to operating activities:			C03000	Increase (decrease) in deposits received	(1,619)	1,096
A31130	Decrease (increase) in notes receivable	(8,676)	(14,229)	C04020	Repayment of lease principal	(16,056)	(19,537)
A31150	Decrease (increase) in accounts receivable	73,712	234,986	C04500	Distribution of cash dividends	(140,718)	(159,592)
A31160	Decrease (increase) in accounts receivable - related parties	2,325	(28,275)	C04900	Cost of treasury stock repurchase	-	(128,490)
A31180	Decrease (increase) in other receivables	233	3,840	C05800	Changes in non-controlling interests	3,556,383	-
A31200	Decrease (increase) in inventories	41,002	207,986	CCCC	Net cash inflows (outflows) from financing activities	4,142,434	2,977
A31230	Decrease (increase) in prepayments	(12,535)	9,194				
A31240	Decrease (increase) in other non-current assets	39,314	(47)	DDDD	Effect of exchange rate changes on cash and cash equivaler	(33,161)	35,736
A32125	Increase (decrease) in contract liabilities	(19,973)	5,420				
A32130	Increase (decrease) in notes payable	-	(75)	EEEE	Increase (decrease) in cash and cash equivalents for the per	3,567,680	421,164
A32150	Increase (decrease) in accounts payable	(31,286)	(145,161)	E00100	Cash and cash equivalents at the beginning of the year	1,191,908	770,744
A32180	Increase (decrease) in other payables	1,525	(75,268)	E00200	Cash and cash equivalents at the end of the year	$4,759,588	$1,191,908
A32230	Increase (decrease) in other non-current liabilities	(13)	(89)				
A32240	Increase (decrease) in net defined benefit liabilities	(4,035)	(143)				
A33000	Cash inflows (outflows) from operating activities	540,473	844,194				
A33100	Interest received	37,357	7,469				
A33300	Interest paid	(18,937)	(7,187)				
A33500	Income tax paid	(49,897)	(54,753)				
AAAA	Net cash inflows (outflows) from operating activities	508,996	789,723				

(Please refer to Notes to Consolidated Financial Statements)

Chairperson: Hsin-Nan Kan Managerial Officer: Peng-Huang Peng Accounting Officer: Rui-Chen Hu

Appendix 2

SINGATRON ENTERPRISE CO., LTD.
Audit Committee's Review Report

The Company's Board of Directors have prepared the 2023 business report, parent company only financial statements, consolidated financial statements, etc., among which the parent company only financial statements and consolidated financial statements have been audited by Ernst and Young, Cheng-Wei Lin and Chi-Ming Chang, Certified Public Accountants and an audit report thereon has been issued. The above business report, financial statements and earnings distribution proposal and have been reviewed and determined to be accurate by the Audit Committee. 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.

SINGATRON ENTERPRISE CO., LTD.

Convener of the Audit Committee: Hui-Chou Chen

March 12, 2024

SINGATRON ENTERPRISE CO., LTD.
Audit Committee's Review Report

The Board of Directors has prepared the 2023 earnings distribution proposal, which has been reviewed and determined to be accurate by the Audit Committee. 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.

SINGATRON ENTERPRISE CO., LTD.

Convener of the Audit Committee: Hui-Chou Chen

March 21, 2024

Appendix 3

SINGATRON ENTERPRISE CO., LTD.

Comparison of the Amendments to Rules of Procedure for the Board of Directors' Meetings

Amended provisions	Current provisions	Explanation:
Article 8 (Reference materials, non-voting participants, and holding board meetings) When a board meeting is held, the management (or the designated unit responsible for the board meetings) shall furnish the attending directors with relevant materials for ready reference. As merited by the content of a proposal to be put forward at a board meeting, personnel from a relevant department or a subsidiary may be notified to attend the meeting as non-voting participants. When necessary, certified public accountants, attorneys, or other professionals retained by the Company may also be invited to attend the meeting as non-voting participants and to make explanatory statements, provided that they shall leave the meeting when deliberation or voting takes place. The chair shall call the board meeting to order at the appointed meeting time and when more than one-half of all the directors are in attendance. If one-half of all the directors are not in attendance at the appointed meeting time, the chair may announce postponement of the meeting time <u>on the day</u>, provided that no more than two such postponements may be made. If the quorum is still not met after two postponements, the chair shall reconvene the meeting in accordance with the procedures in Paragraph 2 of Article 3. The number of "all directors," as used in the preceding paragraph and in Subparagraph 2, Paragraph 2 of Article 16 shall be counted as the number of directors then actually in office.	Article 8 (Reference materials, non-voting participants, and holding board meetings) When a board meeting is held, the management (or the designated unit responsible for the board meetings) shall furnish the attending directors with relevant materials for ready reference. As merited by the content of a proposal to be put forward at a board meeting, personnel from a relevant department or a subsidiary may be notified to attend the meeting as non-voting participants. When necessary, certified public accountants, attorneys, or other professionals retained by the Company may also be invited to attend the meeting as non-voting participants and to make explanatory statements, provided that they shall leave the meeting when deliberation or voting takes place. The chair shall call the board meeting to order at the appointed meeting time and when more than one-half of all the directors are in attendance. If one-half of all the directors are not in attendance at the appointed meeting time, the chair may announce postponement of the meeting time, provided that no more than two such postponements may be made. If the quorum is still not met after two postponements, the chair shall reconvene the meeting in accordance with the procedures in Paragraph 2 of Article 3. The number of "all directors," as used in the preceding paragraph and in Subparagraph 2, Paragraph 2 of Article 16 shall be counted as the number of directors then actually in office.	I. In order to avoid the extension of the Board meeting for an undetermined period of time, it is stated that if there are not enough attendees, the chair may announce the postponement of the meeting but shall be limited to that day. II. Paragraph 2 has not been amended.
Article 11 (Discussion of proposals) A board meeting shall follow the agenda given in the meeting notice. However, the agenda may be changed with the approval of a majority of directors in attendance at the board meeting. For the preceding agenda and extempore motions, The chair shall not adjourn the meeting without the consent of a majority of the directors present. While a board meeting is in progress, if less than a majority of the directors present at a board meeting are present, the chair shall, upon the proposal of the directors present, suspend the meeting and apply the provisions of Paragraph 5 of Article 8 mutatis mutandis <u>Paragraph 3 of Article 7 shall apply to the appointment of proxies of the chair who is unable to preside over the meeting or adjourned without complying with the provisions of paragraph 2 when board meetings are in progress.</u>	Article 11 (Discussion of proposals) A board meeting shall follow the agenda given in the meeting notice. However, the agenda may be changed with the approval of a majority of directors in attendance at the board meeting. For the preceding agenda and extempore motions, The chair shall not adjourn the meeting without the consent of a majority of the directors present. While a board meeting is in progress, if less than a majority of the directors present at a board meeting are present, the chair shall, upon the proposal of the directors present, suspend the meeting and apply the provisions of Paragraph 5 of Article 8 mutatis mutandis	I. Paragraphs 1 to 3 remain unchanged . II. Taking practical matters into consideration, If the Chairperson is unable to preside over the meeting or adjourn the meeting in accordance with the regulations, in order to avoid affecting the operation of the Board of Directors, the new Paragraph 4 is added, and the method of selecting the proxy is specified in Paragraph 3, Article 10. The vice Chairperson shall act in place of the Chairperson; if there is no vice Chairperson or the vice Chairperson is also on leave or for any reason unable to exercise the powers of vice Chairperson, the Chairperson shall appoint one of the managing directors to act, or, if there are no managing directors, one of the directors shall be appointed to act as chair. If no such designation is made by the Chairperson, the managing directors or directors shall select one person from among themselves to serve as chair.

SINGATRON ENTERPRISE CO., LTD.

Rules of Procedure for the Board of Directors' Meetings

Version 2023.01.11

Article 1 (Basis for establishing the Rules of Procedure)

To establish a strong governance system and sound supervisory capabilities for the Company's Board of Directors and to strengthen management capabilities, these Rules are adopted pursuant to Article 2 of the "Regulations Governing Procedure for Board of Directors Meetings of Public Companies" for compliance

Article 2 (Scope of these Rules)

With respect to the Board of Directors meetings ("board meetings") of the Company, the main agenda items, working procedures, required content of meeting minutes, public announcements, and other compliance requirements shall be handled in accordance with the provisions of these Rules.

Article 3 (Convening and notice of board meetings)

The Board of Directors shall meet at least quarterly.

A notice of the reasons for convening a board meeting shall be given to each director before 7 days before the meeting is convened. In emergency circumstances, however, a board meeting may be called on shorter notice.

The notice to be given under the preceding paragraph may be effected in writing, by E-mail, or by fax.

All matters set forth under Paragraph 1, Article 12 of these Rules shall be specified in the notice of the reasons for convening a board meeting. None of those matters may be raised by an extempore motion.

Article 4 (Meeting notification and meeting materials)

The designated unit responsible for the board meetings of the Company shall be the Board of Directors' secretarial office.

The unit responsible for board meetings shall draft agenda items and prepare sufficient meeting materials, and shall deliver them together with the notice of the meeting.

A director who is of the opinion that the information on the meeting's motions provided is insufficient may request their supplementation by the unit responsible for board meetings. If a director is of the opinion that materials concerning any proposal are insufficient, the deliberation of such proposal may be postponed by a resolution of the Board of Directors.

Article 5 (Preparation of attendance book and other documents; attendance by proxy)

When a board meeting is held, an attendance book shall be provided for signing-in by attending directors, which shall be made available for future reference.

Directors shall attend board meetings in person. A director unable to attend in person may appoint another director to attend the meeting in his or her place in accordance with the Company's Articles of Incorporation. Attendance by videoconference will be deemed attendance in person.

In case a director appoints another director to attend a meeting of the Board of Directors in his/her behalf, he/she shall, in each time, issue a written proxy and state therein the scope of authority with reference to the subjects to be discussed at the meeting.

A director may accept the appointment to act as the proxy referred to in Paragraph 2 of one other director only.

Article 6 (Principles for determining the place and time of a board meeting)

A board meeting shall be held at the premises and during the business hours of the Company, or at a place and time convenient for all directors to attend and suitable for holding board meetings.

Article 7 (Chair and acting chair of a board meeting)

Board meetings shall be convened and chaired by the chairperson of the board. However, with respect to the first meeting of each newly elected Board of Directors, it shall be called and chaired by the director that received votes representing the largest portion of voting rights at the shareholders meeting in which the directors were elected; if two or more directors are so entitled to convene the meeting, they shall select from among themselves one director to serve as chair.

In accordance with Paragraph 4, Article 203 or Paragraph 3, Article 203-1 of the Company Act, if a board meeting is convened by a majority of the directors, the directors shall elect one of them to be the chair from among themselves.

When the Chairperson of the board is on leave or for any reason unable to exercise the powers of Chairperson, the vice Chairperson shall act in place of the Chairperson; if there is no vice Chairperson or the vice Chairperson is also on leave or for any reason unable to exercise the powers of vice Chairperson, the Chairperson shall appoint one of the managing directors to act, or, if there are no managing directors, one of the directors shall be appointed to act as chair. If no such designation is made by the Chairperson, the managing directors or directors shall select one person from among themselves to serve as chair.

Article 8 (Reference materials, non-voting participants, and holding board meetings)

When a board meeting is held, the management (or the designated unit responsible for the board meetings) shall furnish the attending directors with relevant materials for ready reference.

As merited by the content of a proposal to be put forward at a board meeting, personnel from a relevant department or a subsidiary may be notified to attend the meeting as non-voting participants.

When necessary, certified public accountants, attorneys, or other professionals retained by the Company may also be invited to attend the meeting as non-voting participants and to make explanatory statements, provided that they shall leave the meeting when deliberation or voting takes place.

The chair shall call the board meeting to order at the appointed meeting time and when more than one-half of all the directors are in attendance.

If one-half of all the directors are not in attendance at the appointed meeting time, the chair may announce postponement of the meeting time, provided that no more than two such postponements may be made. If the quorum is still not met after two postponements, the chair shall reconvene the meeting in accordance with the procedures in Paragraph 2 of Article 3.

The number of "all directors," as used in the preceding paragraph and in Subparagraph 2, Paragraph 2 of Article 16 shall be counted as the number of directors then actually in office.

Article 9 (Documentation of a board meeting by audio or video)

Proceedings of a board meeting shall be recorded in their entirety in audio or video, and the recording shall be retained for a minimum of 5 years. The record may be retained in electronic form.

If any litigation arises with respect to a resolution of a board meeting before the end of the retention period of the preceding paragraph, the relevant audio or video record shall be retained until the conclusion of the litigation.

Where a board meeting is held by videoconference, the audio or video documentation of the meeting constitutes part of the meeting minutes and shall be retained for the duration of the existence of the Company

Article 10 (Agenda items)

Agenda items for regular board meetings of the Company shall include at least the following:

I. Report Items
   (I). Minutes of the last meeting and action taken.
   (II). Important financial and business matters.
   (III). Internal audit activities.
   (IV). Other important matters to be reported

II. Discussion
   (I). Items for continued discussion from the last meeting.
   (II). Items for discussion at this meeting.

III. Extempore Motions

Article 11 (Discussion of proposals)

A board meeting shall follow the agenda given in the meeting notice. However, the agenda may be changed with the approval of a majority of directors in attendance at the board meeting.

For the preceding agenda and extempore motions, the chair shall not adjourn the meeting without the consent of a majority of the directors present.

While a board meeting is in progress, if less than a majority of the directors present at a board meeting are present, the chair shall, upon the proposal of the directors present, suspend the meeting and apply the provisions of Paragraph 5 of Article 8 mutatis mutandis

Article 12 (Matters requiring discussion at a board meeting)

The matters listed below as they relate to the Company shall be raised for discussion at a board meeting:

I. The Company’s business plan.
II. Annual financial reports and, where subject to the requirement of audit and attestation by a certified public accountant, semi- annual financial reports.
III. Adoption or amendment of an internal control system pursuant to Article 14-1 of the Securities and Exchange Act and assessment of the effectiveness of the internal control system.
IV. Adoption or amendment, pursuant to Article 36-1 of the Securities and Exchange Act, of handling procedures for financial or operational actions of material significance, such as acquisition or disposal of assets, derivatives trading, extension of monetary loans to others, and endorsements or guarantees for others.
V. The offering, issuance, or private placement of any equity-type securities.
VI. The election or dismissal of the Chairperson of the Board of Directors in the absence of any managing director in the Board of Directors.
VII. The appointment or dismissal of a financial, accounting, or internal auditing officer.
VIII. Donations to related parties (regardless of the amount), or donations to non-related parties that reach NT$1 million or more in a single transaction or cumulatively to the same target for the year, or donations of political contributions that reach NT$0.1 million or more in a single transaction or cumulatively to the same target in a year. However, donations for emergency relief due to a major natural disaster may be submitted to the next board meeting for ratification.
IX. Any matter required by Article 14-3 of the Securities and Exchange Act or any other law, regulation, or bylaw to be approved by resolution at a shareholders' meeting or Board of Directors meeting, or any such

significant matter as may be prescribed by the competent authority.

X. If the Board of Directors does not adopt or amend the salary and remuneration for directors and managerial officers recommended by the Remuneration Committee, it shall require the consent of a majority of the directors in attendance at a meeting attended by two-thirds or more of the entire board, which in its resolution shall explain the consideration it has given to the matter, and shall specifically explain whether the remuneration passed by it exceeds in any way the recommendation of the remuneration committee.

The term "related party" in Paragraph 8 refers to a related party as defined in the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

The one year referred to in the preceding paragraph is based on the date of the current Board meeting, and is retroactively projected to one year, and the donations already approved by the Board of Directors are not counted again.

At least one of the independent directors shall attend the board meeting in person; In the case of a meeting concerning any of the above- listed matters required to be submitted for a resolution by the Board of Directors, each independent director shall attend in person. If an independent director is unable to attend in person, he or she shall appoint another independent director to attend as his or her proxy. If an independent director has objections or reservations, they should be stated in the minutes of the board meeting. If the independent director cannot attend the board meeting in person to voice his or her dissenting or qualified opinion, he or she should provide a written opinion beforehand unless there are justified reasons not to do so. The written opinion furthermore shall be noted in the minutes of the Board of Directors' meeting.

Article 13 (Voting-I)

When the chair at a board meeting is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the chair may announce the discussion closed and call a vote.

When a proposal comes to a vote at a board meeting, if no attending director voices an objection following an inquiry by the chair, the proposal will be deemed approved. If there is an objection following an inquiry by the chair, the proposal shall be brought to a vote.

One voting method for proposals at a board meeting shall be selected by the chair from among those below, provided that when an attending director has an objection, the chair shall seek the opinion of the majority to make a decision:

I. A show of hands or a vote by voting machine.

II. A roll call vote.

III. A vote by ballot.

IV. A vote by a method selected at the Company's discretion.

"Attending directors," as used in the preceding two paragraphs, does not include directors that may not exercise voting rights pursuant to Paragraph 1 of Article 15.

Article 14 (Voting-II and methods for vote monitoring and counting)

Unless otherwise provided for in the Securities and Exchange Act and the Company Act, resolutions of the proposals at a board meeting shall be adopted by a majority of the directors at a meeting attended by a majority of the directors.

When there is an amendment or an alternative to a motion, the chair of the meeting shall present the amended or alternative motion together with the original motion and decide the order in which they will be put to voting. However, when any one among them is approved, the other motions will then be deemed rejected, and no further voting shall be required.

If a vote on a proposal requires monitoring and counting personnel, the chair shall appoint such personnel, providing that all monitoring personnel shall be directors. The outcome of a vote at the audit committee meeting shall be reported on the spot and be recorded accordingly.

Article 15 (Recusal system for directors)

If a director or a juristic person that the director represents is an interested party in relation to an agenda item, the director shall state the important aspects of the interested party relationship at the respective meeting. When the relationship is likely to prejudice the interest of this Company, that director may not participate in discussion or voting on that agenda item and shall recuse himself or herself from the discussion or the voting on the item, and may not exercise voting rights as proxy for another director.

Where the spouse, a blood relative within the second degree of kinship of a director, or any company which has a controlling or subordinate relation with a director has interests in the matters under discussion in the meeting, such director shall be deemed to have a personal interest in the matter.

Where a director is prohibited by the preceding paragraph from exercising voting rights with respect to a resolution at a board meeting, the provisions of Paragraph 2, Article 180 of the Company Act apply mutatis mutandis in accordance with Paragraph 3, Article 206 of the same Act.

Article 16 (Meeting minutes and sign-in matters)

Discussions at a board meeting shall be recorded in the meeting minutes, and the minutes shall fully and

accurately state the matters listed below:

I. Session (or year), time, and place of meeting.
II. Name of the meeting chair.
III. Attendance of directors at the meeting, specifying the names and number of members present, excused, and absent.
IV. Names and titles of those attending the meeting as nonvoting participants.
V. Name of minutes taker.
VI. Report Items.
VII. Discussion: the method of resolution and the result for each proposal; a summary of the comments made by directors, experts, or other persons; the name of any director that is an interested party as referred to in paragraph 1 of the preceding article, an explanation of the important aspects of the relationship of interest, the reasons why the director was required or not required to enter recusal, and the status of their recusal; opinions expressing objections or reservations at the meeting that were included in records or stated in writing; and any opinion issued in writing by an independent director pursuant to Paragraph 2 of Article 12.
VIII. Extempore Motions: The name of the mover, the method of resolution and the result, a summary of the comments of any director, expert, or other person; the name of any director that is an interested party as referred to in paragraph 1 of the preceding article, an explanation of the important aspects of the relationship of interest, the reasons why the director was required or not required to enter recusal, and the status of their recusal; and their objections or reservations and any recorded or written statements.
IX. Other matters required to be recorded:

The occurrence of any of the following circumstances, with respect to a resolution passed at a board meeting, shall be stated in the meeting minutes and shall be publicly announced and filed on the website of the Market Observation Post System designated by the Financial Supervisory Commission, within 2 days from the date of the meeting:

I. Any matter about which an independent director expresses an objection or reservation that has been included in records or stated in writing.
II. A resolution is adopted with the approval of two-thirds or more of all directors, without having been passed by the audit committee of the Company.
III. The remuneration approved by the Board of Directors is superior to that recommended by the Remuneration Committee.

The Board of Directors' sign-in book shall be part of the minutes and shall be kept for the duration of the Company's existence.

The minutes of a board meeting shall bear the signature or seal of both the chair and the minute taker, and a copy of the minutes shall be distributed to each director within 20 days after the meeting. The minutes shall be deemed important corporate records and appropriately preserved during the existence of the Company.

The preparation and distribution of the minutes of shareholders' meeting as required in Paragraph 1 may be effected by means of electronic transmission.

Article 17 (Principles with respect to the delegation of powers by the board)

With the exception of matters required to be discussed at a board meeting under Paragraph 1 of Article 12, when the Board of Directors appoints a party to exercise the powers of the board in accordance with applicable laws and regulations or the Company's Articles of Incorporation, the content or delegation is as follows:

I. In accordance with the Company's approval authority table.
II. In accordance with the Company's management rules, systems and regulations.
III. Investees and the designation of supervisors
IV. Approval of the base date for capital increase or deduction and the base date for cash dividends.
V. Adjustment or non-adjustment of the conversion price of the convertible bonds (except for special reset).

Article 18 (Board of Managing Directors)

If the Company has a Board of Managing Directors, the provisions of Article 2, Paragraph 2 of Article 3, Articles 4 to 6, Article 9 and Articles 11 to the preceding Article shall apply mutatis mutandis; the provisions of Paragraph 4, Article shall apply mutatis mutandis to the election or dismissal of the Chairperson. However, the managing directors shall be notified within two days if the Board of Managing Directors regularly meets within seven days.

Article 19 (Supplementary provisions)

The formulation and amendments of the Rules of Procedures should be approved by the Board of Directors and reported to the shareholders' meeting.

Appendix 4. Investments in Mainland China

1. Information on investees in Mainland China, showing the name, principal business activities, paid-in capital, investment method, inward and outward remittance of funds, shareholding percentage, investment income or loss, carrying amount of the investment at the end of the period, repatriations of investment income, and limit on the amount of investment in the Mainland China area.

Unit: Thousands of NTD

Name of investee in Mainland China	Main businesses	Paid-in capital	Investment method	Accumulated investment amount remitted from Taiwan at the beginning of the period	Amount of investment remitted or recovered during the period		Accumulated investment amount remitted from Taiwan at the end of the period	Net profit or loss of the Investee for the period	Shareholding percentage of direct or indirect investment by the Company	Investment income or loss recognized for the period	Carrying amount of investment at the end of the period	Investment income repatriated as of the end of the period
					Outward remittance	Repatriation						
Chung Shan Lung Tais Hing Electroplating Co., Ltd.	Manufacturing and sale of hardware parts and surface plating products	$- (Note 9)	Note 1	$93,595 (Note 2 and Note 9)	$-	$-	$93,595 (Note 2 and Note 9)	$- (Note 9)	100%	$- (Note 9)	$- (Note 9)	$-
Singatron Electronic (Zhongshan) Co., Ltd.	Manufacturing and sale of connectors	$92,115 (Note 2)	Note 1	$76,763 (Note 2 and Note 5)	$-	$-	$76,763 (Note 2 and Note 5)	$10,239 (Note 2 and Note 3	61.1986% (Note 10 and Note 11)	$7,923 (Note 2, Note 3 and Note 12)	$235,296 (Note 2 and Note 12)	$30,823
SINGATRON Electronics (China) Co. Ltd.	Manufacturing and sale of connectors	$651,595 (Note 2)	Note 1	$241,034 (Note 2 and Note 4)	$-	$-	$241,034 (Note 2 and Note 4)	$255,553 (Note 2 and Note 3	61.1986% (Note 11)	$185,507 (Note 2, Note 3 and Note 12)	$3,876,943 (Note 2 and Note 12)	$853,057
Suzhou Singatron Connector Co., Ltd.	Manufacturing and sale of connectors	$82,369 (Note 2)	Note 6	$-	$-	$-	$-	$958 (Note 2 and Note 3	61.1986% (Note 11)	$1,048 (Note 2, Note 3 and Note 12)	$84,701 (Note 2 and Note 12)	$-
Zhongshan Singatron Connector Co., Ltd.	Manufacturing and sale of connectors	$26,011 (Note 2)	Note 7	$-	$-	$-	$-	$22,155 (Note 2 and Note 3	61.1986% (Note 10 and Note 11)	$15,648 (Note 2, Note 3 and Note 12)	$7,638 (Note 2 and Note 12)	$-
Suzhou Singatron Auto Co., Ltd.	Manufacturing and sale of connectors	$39,017 (Note 2)	Note 8	$-	$-	$-	$-	$30,530 (Note 2 and Note 3	61.1986% (Note 11)	$22,651 (Note 2, Note 3 and Note 12)	$179,514 (Note 2 and Note 12)	$-

Accumulated investment amount remitted from Taiwan to Mainland China at the end of the period	Investment amount approved by Investment Commission, MOEA	Investment limitation for Mainland China regulated by the Investment Commission, MOEA
$411,392	$411,392	$1,866,298

Note 1: As of December 31, 2023, the Company invested USD 13,455 thousand in SINGATRON (B.V.I.), a holding company in a third region. . Through this holding company in a 3rd region, the Company invested in SINGATRON (HONG KONG) INTERNATIONAL HOLDING LIMITED and then indirectly invested in SINGATRON Electronics (China) Co., Ltd. and Singatron Electronic (Zhongshan) Co., Ltd. in Mainland China.

Note 2: Foreign currency amounts were translated into NTD based on the exchange rate at the balance sheet date.

Note 3: The investment income or loss recognized in the financial statements of the same period audited by CPAs.

Note 4: The difference between the accumulated investment amount remitted from Taiwan and the paid-in capital amount is mainly due to the 43,000 thousand A-shares issued by and capital increase from earnings of SINGATRON Electronics (China) Co., Ltd. and the capital increase by US$2,000 thousand in cash of SINGATRON (HONG KONG) INTERNATIONAL HOLDING LIMITED with its own funds.

Note 5: The difference between the accumulated investment amount remitted from Taiwan and the paid-in capital is mainly due to the fact that Singatron Electronic (Zhongshan) Co., Ltd. distributed its earnings to SINGATRON (B.V.I.) ENTERPRISE CO. (B.V.I.), LTD. and then SINGATRON (B.V.I.) ENTERPRISE CO., LTD. increased the capital of SINYIN ELECTRONICS (ZHONGSHAN) CO. . .

Note 6: SINGATRON Electronics (China) Co., Ltd. increased capital by RMB 19,000 thousand in cash with its own funds.

Note 7: Singatron Electronic (Zhongshan) Co., Ltd. increased capital by RMB 6,000 thousand in cash with its own funds.

Note 8: SINGATRON Electronics (China) Co., Ltd. increased capital by RMB 9,000 thousand in cash with its own funds.

Note 9: The Company’s second-tier subsidiary, SINGATRON (HONG KONG) INTERNATIONAL HOLDING LIMITED, sold 100% of its indirect investment in Chung Shan Lung Tais Hing Electroplating Co., Ltd. in November 2014.

Note 10: The Company’s second-tier subsidiary, SINGATRON (HONG KONG) INTERNATIONAL HOLDING LIMITED, adjusted its investment structure in September 2020 by transferring its indirect investment in 25% equity of Singatron Electronic (Zhongshan) Co., Ltd. in Mainland China to SINGATRON Electronics (China) Co., Ltd. so that SINGATRON Electronics (China) Co., Ltd. increased its shareholding in Singatron Electronic (Zhongshan) Co., Ltd. from the original 75% to 100%.

Note 11: SINGATRON Electronics (China) Co. Ltd., the sub-subsidiary of the Company, was officially listed on the Shenzhen Stock Exchange on July 17, 2023 with the issuance of 43,000 thousand common shares (A-shares) in RMB through cash capital increase. The Company's sub-subsidiary SINGATRON (HONG KONG) INTERNATIONAL HOLDING LIMITED is the controlling shareholder of SINGATRON Electronics (China) Co. Ltd. Pursuant to Article 26 of the "Regulations Governing the Issuance and Underwriting of Securities" of the China Securities Regulatory Commission: the controlling shareholder is not allowed to participate in the placement of securities by public companies, resulting in a decrease in the shareholding of SINGATRON Electronics (China) Co. Ltd. from 81.8868% to 61.1986%.

Note 12: Eliminated in the consolidated financial statements.

Appendix 5

SINGATRON ENTERPRISE CO., LTD.
2023 Earnings Distribution Table

Unit: NTD

Item	Amount
Undistributed earnings at the beginning of the period	92,114,163
Add: Other comprehensive income (remeasurement of defined benefit plans)	920,141
Add: Net profit after tax for 2023	177,776,675
Less: Legal reserve (10%)	-17,869,682
Less: Provision of special reserve (deduction of shareholders' equity)	-31,371,339
Total distributable earnings for the period	221,569,958
Distribution items:	
Cash dividend (NT$1.1 per share)	-138,178,055
Cash dividend (NT$0.00 per share)	83,391,903

Note 1. Based on 125,616,414 outstanding shares as of March 13, 2024.
Note 2: The cash dividend is calculated to NT$ on the basis of the distribution percentage, and the amount below NT$ is rounded off, and the sum of the fractional amounts of distribution less than NT$1 is posted in other income of the Company.
Note 3: If the transfer of bonds, execution of employee stock warrants, buyback of treasury stock, or transfer of treasury stock, and the dividend rate of the shareholders changes is a result of the number of outstanding shares affected, it is proposed at the annual shareholders' meeting to authorize the Board of Directors to handle matters with full authority.

Chairperson: Hsin-Nan Kan President: Peng-Huang Peng Accounting officer: Rui-Chen Hu

Appendix 6

The Articles of Incorporation of the Company.

Version 2023.06.13

Chapter 1 General Provisions

Article 1 The Company shall be organized under the provisions of the Company Act and shall be named SINGATRON ENTERPRISE CO., LTD.

Article 2 The businesses of the Company are as follows:

1、 CC01080 Electronics Components Manufacturing
2、 CC01030 Electrical Appliances and Audiovisual Electronic Products Manufacturing
3、 CC01110 Computer and Peripheral Equipment Manufacturing
4、 CA01990 Other Non-ferrous Metal Basic Industries
5、 CQ01010 Mold and Die Manufacturing
6、 CH01040 Toys Manufacturing
7、 F106010 Wholesale of Hardware
8、 F106030 Wholesale of Molds
9、 F119010 Wholesale of Electronic Materials
10、 F401010 International Trade
11、 ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.

Article 2-1 The Company may provide guarantees externally.

Article 2-2 The Company may be a limited liability shareholder of other companies, and the total amount of investments in other companies shall not be subject to the restrictions under the provisions of Article 13 of the Company Act.

Article 3 The Company shall establish its head office in Hsinchu County and, if necessary, may establish branch offices in or outside of the country by resolution of the Board of Directors.

Article 4 Deleted

Chapter 2 Shares

Article 5: The total capital of the Company shall be set at NT$2,000,000,000 divided into 200,000,000 shares at NT$10 per share. The Board of Directors is authorized to issue the shares in installments, some of which may be preferred. Within the total capital of the preceding paragraph, $60 million, divided into 6 million shares of NT$10 each, shall be reserved for use in the issuance of stock warrants for the exercise of stock options, including employee stock options and corporate bonds with stock options, and may be issued by the Board of Directors in installments. New shares may be issued at a premium over par value at capital increase.

Article 5-1 The transfer of shares to employees at a price lower than the average price of the shares actually repurchased shall be approved by at least two-thirds of the shareholders present at the latest shareholders' meeting representing a majority of the issued shares before the transfer.

Article 5-2 The transfer of treasury stock repurchased by the Company shall be made to employees of the holding company or the subordinate companies who meet certain criteria. The Company's employee stock options shall be granted to employees of the holding company or the subordinate companies who meet certain criteria. When the Company issues new shares, the employees who can subscribe the new shares including employees of the holding company or the subordinate companies who meet certain criteria. The Company can issue employee restricted stock to employees of the holding company or the subordinate companies who meet certain criteria. The Board of Directors is authorized to set the criteria.

Article 5-3 The Company may issue Class A preferred shares with the following rights and obligations and other important terms of issuance:

I. It the Company has surplus earnings as concluded by the annual accounting close, in addition to making up for past losses, and paying taxes in accordance with the law, the Company shall first set aside a legal reserve in accordance with the Articles of Incorporation, and then set aside a special reserve or reverse the special reserve in accordance with the law or the regulations of the competent authorities, Afterwards, if there are still earnings left, the remaining earnings can be distributed on preferred shares dividends for the year.

II. Dividends on the preferred shares shall be paid once a year in cash at a maximum rate of 8% per annum, based on the issue price per share, and shall be paid on the base date set by the Board of Directors or by the chairperson as authorized by resolution of the Board of Directors for the previous year. Dividend payments for the year of issuance and the year of redemption are calculated based on the actual number of days of issuance in that year.

III. The Company has the discretion to distribute dividends on the preferred shares. If the

Company has no or insufficient earnings to distribute dividends on the preferred shares in the annual accounts or other necessary considerations, the Board of Directors may resolve not to distribute dividends on the preferred shares, which shall not constitute a cause of default. The preferred shares are non-cumulative, and the resolution not to distribute or to distribute insufficient dividends shall not be cumulative and deferred in future years.

IV. Except for the dividends mentioned in Subparagraph 2, the holders of the preferred shares shall not participate in the distribution of common shares in respect of cash and capitalization as equity from earnings and capital surplus.

V. The Special Shares are not convertible into common shares.

VI. The preferred shareholders shall have priority over common shareholders in the distribution of the Company's remaining properties and shall be paid in the same order as the shareholders of each class of preferred share issued by the Company, all subordinate to general creditors, to the extent that it does not exceed the amount of the issued and outstanding preferred shares at the time of the distribution, based on the issue price.

VII. The preferred shareholders shall not have the right to vote at the common shareholders' meeting, but shall have the right to vote at the preferred shareholders' meeting or at the shareholders' meeting concerning the preferred shareholders' rights and obligations.

VIII. The preferred shares have no expiration date and the preferred shareholders may not request the Company to redeem the rights of the preferred shares held by them. However, the Company may redeem all or a portion of the preferred shares at the actual issue price at any time from the day after the second year of the issuance. The preferred shares not redeemed shall continue to be subject to the rights and obligations of the terms of issuance set forth in each paragraph of this Article. In the year in which the preferred shares are redeemed, if the Company resolves to pay dividends, the dividends payable as of the redeemed date shall be calculated based on the actual number of days of issuance in that year.

IX. The capital surplus from the issuance of the preferred shares at a premium may not be capitalized as equity during the issuance period of the preferred shares, except to make up for losses.

The name, issuance date and specific terms of issuance of the preferred shares are authorized to be determined by the Board of Directors in accordance with the Company's Articles of Incorporation and relevant laws and regulations, depending on the capital market conditions and investors' willingness to subscribe.

Article 5-4 The Company may issue Class B preferred shares with the following rights and obligations and other important terms of issuance:

I. It the Company has surplus earnings as concluded by the annual accounting close, in addition to making up for past losses, and paying taxes in accordance with the law, the Company shall first set aside a legal reserve in accordance with the Articles of Incorporation, and then set aside a special reserve or reverse the special reserve in accordance with the law or the regulations of the competent authorities, Afterwards, if there are still earnings left, the remaining earnings can be distributed on preferred shares dividends for the year.

II. Dividends on the preferred shares shall be paid once a year in cash at a maximum rate of 8% per annum, based on the issue price per share, and shall be paid on the base date set by the Board of Directors or by the chairperson as authorized by resolution of the Board of Directors for the previous year. Dividend payments for the year of issuance and the year of redemption are calculated based on the actual number of days of issuance in that year.

III. The Company has the discretion to distribute dividends on the preferred shares. If the Company has no or insufficient earnings to distribute dividends on the preferred shares in the annual accounts or other necessary considerations, the Board of Directors may resolve not to distribute dividends on the preferred shares, which shall not constitute a cause of default. The preferred shares are non-cumulative, and the resolution not to distribute or to distribute insufficient dividends shall not be cumulative and deferred in future years.

IV. Except for the dividends mentioned in Subparagraph 2, the holders of the preferred shares shall not participate in the distribution of common shares in respect of cash and capitalization as equity from earnings and capital surplus.

V. The preferred shares are not convertible within three years from the date of issuance. The period during which the shares may be converted is authorized to be set by the Board of Directors in the actual terms of issuance. The shareholders of the convertible preferred shares may apply for conversion of some or all of the preferred shares held by them in accordance with the conditions of issue in the ratio of one preferred share to one common share (conversion ratio of 1:1). Upon conversion of the convertible preferred shares into common

shares, the rights and obligations are the same as those of the common shares. If the preferred shares have been converted to common shares before the ex-dividend date of the year of conversion, they will participate in the distribution of earnings and capital surplus of common shares in that year, and will not participate in the dividend distribution of preferred shares in that year. If the preferred shares are converted into common shares after the ex-dividend date of the year of conversion, the preferred shares shall participate in the dividend distribution for the year and shall not participate in the distribution of common shares and capital surplus for the year. Dividends on preferred shares and dividends on common shares in the same year are not to be distributed repeatedly.

VI. The preferred shareholders shall have priority over common shareholders in the distribution of the Company's remaining properties and shall be paid in the same order as the shareholders of each class of preferred share issued by the Company, all subordinate to general creditors, to the extent that it does not exceed the amount of the issued and outstanding preferred shares at the time of the distribution, based on the issue price.

VII. The holders of the preferred shares shall have the same voting and election rights as the holders of common shares at the meeting of common shareholders.

VIII. The preferred shares have no expiration date and the preferred shareholders may not request the Company to redeem the rights of the preferred shares held by them. However, the Company may redeem all or a portion of the preferred shares at the actual issue price at any time from the day after the second year of the issuance. The preferred shares not redeemed shall continue to be subject to the rights and obligations of the terms of issuance set forth in each paragraph of this Article. In the year in which the preferred shares are redeemed, if the Company resolves to pay dividends, the dividends payable as of the redeemed date shall be calculated based on the actual number of days of issuance in that year.

IX. The capital surplus from the issuance of the preferred shares at a premium may not be capitalized as equity during the issuance period of the preferred shares, except to make up for losses.

The name, issuance date and specific terms of issuance of the preferred shares are authorized to be determined by the Board of Directors in accordance with the Company's Articles of Incorporation and relevant laws and regulations, depending on the capital market conditions and investors' willingness to subscribe.

Article 6 Deleted

Article 7 The shares of the Company shall be in registered form and numbered, signed or sealed by the directors on behalf of the Company, and shall be issued after a certification is obtained from a bank permitted by law for issuance and certification of shares and issued after obtaining a certification from a bank permitted by law for issuance and certification of stocks.

The shares of the Company may be issued without the printing of share certificates and shall be registered with the centralized securities depository institution.

Article 8 The registration of transfer of shares shall not be made within 60 days prior to a regular shareholders' meeting, within 30 days prior to an extraordinary shareholders' meeting or within 5 days prior to the date on which the Company decides to distribute dividends and bonuses or other benefits.

Article 8-1 Except as otherwise provided by laws and securities regulations, the shareholders of the Company shall comply with the "Regulations Governing the Administration of Shareholder Services of Public Companies" promulgated by the competent authorities when handling stock affairs such as transferring shares, setting up pledges of rights, reporting loss, inheritance, giving shares as gift, changing the seal due to loss or changing the address, and exercising all their rights.

Chapter 3 Shareholders' meetings

Article 9 There shall be two types of shareholders' meetings, regular and extraordinary. The regular shareholders' meeting shall be held once a year, within six months after the end of each fiscal year and shareholders shall be notified 30 days in advance. The extraordinary meetings shall be convened when necessary in accordance with the law and shareholders shall be notified 15 days in advance.

The aforementioned notice shall specify the date and location and the causes and subjects for the meeting.

A shareholders' meeting shall, unless otherwise provided for in the Company Act, be convened by the Board of Directors.

When necessary, a meeting of preferred shareholders may be held in accordance with the relevant laws and regulations.

Article 10 If a shareholder is unable to attend the shareholders' meeting for any reason, he/she may appoint a proxy to attend the meeting with his/her signature or seal in a proxy form issued by the Company, stating the

scope of authorization. However, when a person who acts as the proxy for two or more shareholders, the number of voting power represented by him/her shall not exceed 3% of the total number of voting shares of the company, otherwise, the portion of excessive voting power shall not be counted. Matters for proxy attendance appointed by shareholders shall be handled in accordance with the "Regulations Governing the Use of Proxies for Attendance at Shareholders' Meetings of Public Companies" promulgated by the competent authorities, unless otherwise specified by the Company Act.

Article 11 Shareholders of the Company shall have one voting right per share, except for the cases specified in Articles 179 and 197-1 of the Company Act, in which case the shareholders shall not have voting rights.

The voting rights of the Company may be exercised by electronic means when the Company convenes a shareholders' meeting, and the manner of such exercise shall be in accordance with the Company Act and the regulations of the competent authorities.

Article 12 Resolutions at a shareholders' meeting shall, unless otherwise provided for in the relevant laws and regulations, be made with the consent of a majority of the shareholders present in person or by proxy, who represent more than one-half of the total number of voting rights.

Article 12-1 Unless otherwise provided in the Company Act, a shareholders' meeting shall be convened by the Board of Directors, with the Chairperson of the Board as the Chair of the meeting. If the Chairperson of the Board is absent or is unable to exercise his or her authorities for any reason, the Vice Chairperson of the Board shall act as proxy. If both the Chairperson and Vice Chairperson are absent, the Chairperson shall designate a director to act as proxy; if no such designation is made, the directors shall elect a proxy from among themselves; if a meeting is called by a person with the convening rights other than the Board of Directors, the Chair of the meeting shall be the person with the convening rights, and if there are more than two persons with the convening rights, they shall elect a person from among themselves to act as proxy; shareholders' meetings shall be conducted in accordance with the Company's Rules of Procedure for Shareholders' Meetings.

Article 12-2 Resolutions adopted at a shareholders' meeting shall be recorded in the minutes of the meeting, which shall be affixed with the signature or seal of the chair of the shareholders' meeting and shall be distributed to all shareholders of the company within twenty (20) days after the close of the meeting. The minutes of shareholders' meeting may be distributed by public announcement. The minutes of shareholders' meeting shall record the date and place of the meeting, the name of the chairperson, the method of adopting resolutions, and a summary of the essential points of the proceedings and the results of the meeting. The minutes shall be kept persistently throughout the life of the Company. The attendance list bearing the signatures of shareholders present at the meeting and the powers of attorney of the proxies shall be kept by the company for a minimum period of at least one year. However, if a lawsuit has been instituted by any shareholder in accordance with the provisions of Article 189 of the Company Act, the minutes of the shareholders' meeting involved shall be kept by the company until the legal proceedings of the foregoing lawsuit have been concluded.

Chapter 4 Directors and Audit Committee

Article 13 The Company shall have seven to fifteen directors, who shall be elected based on the candidate nomination system by the shareholders' meeting from a list of candidates for a term of three years and shall be eligible for re-election.

The total shareholding of all directors shall be in accordance with the relevant regulations of the competent securities authorities.

Article 13-1 The number of independent directors shall not be less than three and shall not be less than one-third of the total number of directors.

The professional qualifications, shareholdings, restrictions on concurrent employment, nomination and election of independent directors and other matters to be complied with shall be in accordance with the relevant regulations of the competent securities authorities.

The Company has established the Audit Committee, the Remuneration Committee, and may establish other functional committees.

The Audit Committee shall consist of all independent directors.

The exercise of the authorities of the Audit Committee and its members and related matters shall be in accordance with the relevant regulations of the competent securities authorities.

Article 13-2 The Board of Directors' meetings shall be convened by the Chairperson of the Board. The chairperson of the Board shall be the chair of the meeting. If the Chairperson of the Board is absent or is unable to exercise his or her authorities for any reason, the Vice Chairperson of the Board shall act as proxy. If both the Chairperson and Vice Chairperson are absent, the Chairperson shall designate a director to act as proxy; if no such designation is made, the directors shall elect a proxy from among themselves

If a Board of Directors' meeting is conducted by video means, a director who participates in the meeting by such video means is deemed to attend the meeting in person.

If a director is unable to attend the meeting for any reason, he/she may appoint another director to attend the meeting as his/her proxy by issuing a proxy form specifying the scope of authorization.
The Company may convene the Board of Directors' meeting at any time in case of emergency, and the directors may be notified in writing, by e-mail or by facsimile.

Article 13-3 Unless otherwise provided for in the Company Act, resolutions of the Board of Directors shall be adopted by a majority of the directors at a meeting attended by a majority of the directors.

Article 13-4 Deleted

Article 13-5 The Company shall purchase liability insurance for directors during their term of office, and the Board of Directors is authorized to handle matters such as insurance coverage and insurance amount.

Article 14 The Board of Directors shall be organized by directors, with the presence of at least two-thirds of directors, and the consent of a majority of the directors present to elect from among themselves a Chairperson and a Vice Chairperson, who shall represent the Company externally.

Article 15 When the Chairperson of the Board is absent or unable to exercise his or her authorities for any reason, his or her proxy shall be governed by Article 208 of the Company Act.

Article 16 The Board of Directors is authorized to determine the remuneration to the directors, members of the Audit Committee, the Remuneration Committee and other functional committees for the performance of the Company's business, regardless of the Company's profit or loss, in accordance with the usual standards in the industry based on the value of their participation in and contribution to the Company's operations.

Article 16-1 Deleted

Chapter 5 Managerial officers

Article 17 The Company may have several presidents and managerial officers whose appointment, dismissal and remuneration shall be in accordance with Article 29 of the Company Act.

Chapter 6 Accounting

Article 18 At the end of each fiscal year, the Board of Directors shall prepare the reports listed on the left-hand side and submit them to the shareholders' meeting for adoption in accordance with the statutory procedures.

1. Business report
2. Financial statements
3. Motion for earnings distribution or loss make-up.

Article 19 Deleted

Article 20 If the Company makes a profit in a year, it shall make an appropriation of not less than one-thousandth of the profit as profit-sharing remuneration for employees and not more than three percent as profit-sharing remuneration for directors. However, if the Company has accumulated losses, it shall reserve in advance an amount to make up for them.
The aforementioned remuneration for employees may be in the form of stock or cash and may be distributed to employees of the holding company or the subordinate companies who meet certain criteria, as otherwise determined by the Board of Directors.

Article 20-1 If the Company makes has net profit in a year as concluded by the annual final accounting close, it shall first make up for past losses and then set aside 10% of the profit as legal reserve and provide or reverse the special reserve in accordance with the law. If there is still surplus in the profit, the Board of Directors shall prepare an earnings distribution proposal with the surplus plus the undistributed earnings of the previous year. In accordance with Paragraph 5, Article 240 of the Company Act, "When the Company distributes dividends and bonuses in whole or in part in cash, the Board of Directors is authorized to approve the distribution by a resolution of a majority of the directors present, with at least two-thirds of the directors present, and to report the distribution to the shareholders' meeting." In addition, if the Company distributes all or part of the dividends and bonuses by issuance of new shares, the dividends shall be resolved by the shareholders' meeting.
The Company's dividends policy is formulated to support business expansion, based on operating strategies, investment plans, capital budget and changes in internal and external environment. The Company shall set aside at least 20% of the accumulated distributable earnings as dividends to shareholders, of which no less than 10% of the total dividends shall be in cash.
Cash dividends less than $0.1 per share calculated in accordance with the above dividend policy shall not be distributed. .
The Company shall not pay dividends or bonuses, if there is no surplus in earnings.

Article 21 All matters not covered by the Articles of Incorporation shall be governed by the provisions of the Company Act.

Article 22 The Articles of Incorporation was established on July 23, 1976. The 1st amendment was made on November 25, 1977. The 2nd amendment was made on 1980. January 13, the 3rd amendment was

made on December 17, 1980, the 4th amendment was made on June 25, 1984, and the 5th amendment was made in 1984. August 16, the 6th amendment was made on September 11, 1984. The 7th amendment was made on November 20, 1986. The 8th amendment was made on 1995. January 15, the 9th amendment was made on November 28, 1995. The 10th amendment was made on October 31, 1998. The 11th amendment was made on 1991. January 19, 1999, the 12th amendment was made on August 27, 1999. The 13th amendment was made on May 27, 2000. The 14th amendment was made on May 12, 2001, the 15th amendment was made on May 20, 2002. The 16th amendment was made on May 20, 2002. The 17th amendment was made on May 17, 2003, the 18th amendment was made on May 18, 2004. The 19th amendment was made on June 9, 2006. The 20th amendment was made on June 13, 2007. The 21st amendment was made on June 10, 2009. The 22nd amendment was made on June 17, 2010. The 23rd amendment was made on June 9, 2011. The 24th amendment was made on June 13, 2012. The 25th amendment was made on June 14, 2016. The 26th amendment was made on June 14, 2017. The 27th amendment was made on June 12, 2019. The 28th amendment was made on June 15, 2020. The 29th amendment was made on July 16, 2021. The 30th amendment was made on June 16, 2022. The 31st amendment was made on June 13, 2023.

SINGATRON ENTERPRISE CO., LTD.

Chairperson: Hsin-Nan Kan

Appendix 7

SINGATRON ENTERPRISE CO., LTD.
Rules of Procedure for Shareholders' Meetings

2022.06.16 Edition

Article 1

Shareholders' meetings of SINGATRON ENTERPRISE CO., LTD. (hereinafter referred to as the Company) shall be governed by the Rules unless otherwise provided by law or the Articles of Incorporation.

Article 2

The Company's shareholders' meetings shall, unless otherwise provided for in the Company Act, be convened by the Board of Directors.

The Company shall transmit the notice of shareholders' meeting, the proxy form, and the subjects and explanatory information of each motion for adoption, discussion, and election or dismissal of directors to the Market Observation Post System (MOPS) 30 days prior to a regular shareholders' meeting or 15 days prior to an extraordinary shareholders' meeting. The Company shall also transmit an electronic file of the shareholders' meeting handbook and supplementary information to the MOPS no later than 21 days before a regular shareholders' meeting or 15 days before an extraordinary shareholders' meeting. 15 days prior to the shareholders' meeting, the shareholders' meeting handbook and supplementary information shall be made available to the shareholders at any time and shall be exhibited at the Company and the professional stock affairs agency appointed by the Company, and shall be distributed at the shareholders' meeting. The causes or subjects for the shareholders' meeting shall be indicated in the individual notice to be given to shareholders or publicly announced; and the notice may, as an alternative, be given by means of electronic transmission, after obtaining a prior consent from the recipient(s) thereof.

Matters pertaining to election or discharge of directors, alteration of the Articles of Incorporation, reduction of capital, application for the approval of ceasing its status as a public company, approval of competing with the company by directors, surplus profit distributed in the form of new shares, reserve distributed in the form of new shares, dissolution, merger, spin-off, or any matters as set forth in Paragraph 1, Article 185 of the Company Act, Article 26-1, Article 43-6 of the Securities and Exchange Act, Article 56-1 and Article 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers, shall be described in the causes and subjects for the meeting and shall not be proposed by way of an extempore motion.

If the general re-election of directors is set forth in the causes and subjects for the shareholders' meeting and the date of their assumption of office is also stated, after the completion of such re-election at the shareholders' meeting, the date of their assumption of office shall not be changed by way of an extempore motion or other means at the same meeting.

Shareholder(s) holding one percent (1%) or more of the total number of outstanding shares of a company may propose to the Company a proposal for discussion at a regular shareholders' meeting, provided that only one matter shall be allowed in each single proposal, and in case a proposal contains more than one matter, such proposal shall not be included in the agenda. In addition, the Board of Directors may not include a motion submitted by a shareholder under any of the circumstances set forth in Paragraph 4, Article 172-1 of the Company Act. A shareholder may make a proposal to urge the Company to promote the public interest or to fulfill its social responsibility, which shall be limited to one proposal in accordance with Article 172-1 of the Company Act.

Prior to the date on which share transfer registration is suspended before the convention of a regular shareholders' meeting, the company shall give a public notice announcing acceptance of proposal in writing or by way of electronic transmission, the place and the period for shareholders to submit proposals to be discussed at the meeting; and the period for accepting such proposals shall not be less than ten (10) days.

The number of words of a proposal to be submitted by a shareholder shall be limited to not more than three hundred (300) words, and any proposal containing more than 300 words shall not be included in the agenda of the shareholders' meeting. The shareholder who has submitted a proposal shall attend, in person or by a proxy, the regular shareholders' meeting whereat his proposal is to be discussed and shall take part in the discussion of such proposal.

The Company shall, prior to preparing and delivering the shareholders' meeting notice, inform, by a notice, all the proposal submitting shareholders of the proposal screening results, and shall list in the shareholders' meeting notice the proposals conforming to the requirements set out in this Article. With regard to the proposals submitted by shareholders but not included in the agenda of the meeting, the cause of exclusion of such proposals and explanation shall be made by the Board of Directors at the shareholders' meeting to be convened.

Article 3

A shareholder may issue a proxy form issued by the Company to attend a shareholders' meeting in his/her/its behalf by executing a power of attorney stating therein the scope of power authorized to the proxy.

A shareholder may only execute one power of attorney and appoint one proxy only, and shall serve such written proxy form to the Company no later than 5 days prior to the meeting date of the shareholders' meeting. In case two or more proxy forms are received from one shareholder, the first one received by the Company shall prevail, unless an explicit statement to revoke the previous written proxy is made in the proxy which comes later.

After the service of the power of attorney of a proxy form to the Company, in case the shareholder issuing the said proxy intends to attend the shareholders' meeting in person or to exercise his/her/its voting power in writing or by way of electronic transmission, a proxy rescission notice shall be filed with the Company two days prior to the date of the shareholders' meeting as scheduled in the shareholders' meeting notice so as to rescind the proxy at issue, otherwise, the voting power exercised by the authorized proxy at the meeting shall prevail.

Article 4

A shareholders' meeting shall be held on the premises of the Company or at a place convenient for shareholders to attend and suitable for the shareholders' meeting, and the meeting shall commence no earlier than 9:00 a.m. and no later than 3:00 p.m.

Article 5

The Company shall specify in the notice of the meeting the time and place for the shareholders to report for the meeting, and other matters to note.

The aforementioned time for accepting shareholders' reporting for the meeting shall be at least 30 minutes prior to the commencement of the meeting; the place to report for the meeting shall be clearly marked, and adequate and appropriate personnel shall be assigned to handle the affairs.

Shareholders themselves or their proxies shall attend the shareholders' meeting with their sign-in cards, signature cards or other attendance certificates. The Company shall not arbitrarily require any other documents to be provided as proof of the shareholders' attendance; solicitors of proxy forms shall bring along their identification documents for verification.

The Company shall furnish a signature book for attending shareholders in person or by proxy (hereinafter referred to as shareholders), or the attending shareholders may submit their sign-in cards instead.

The Company shall deliver to the shareholders present at the shareholders' meeting the meeting handbook, annual report, attendance cards, speaker slips, voting ballots and other meeting materials; in the case of election of directors, additional election ballots shall be delivered as well.

When the government or a legal entity is a shareholder, there shall be no more than one representative attending the shareholders' meeting for the shareholder. A legal entity entrusted to attend a shareholders' meeting may appoint only one representative to attend the meeting.

Article 6

If the shareholders' meeting is convened by the Board of Directors, the chair of the meeting shall be the chairperson of the Board. In case the chairperson of the Board is on leave or absent or cannot exercise his power and authority for any cause, the vice chairperson shall act on his behalf. In case there is no vice chairperson, or the vice chairperson is also on leave or absent or unable to exercise his power and authority for any cause, the chairperson of the Board shall designate one of the directors. In the absence of such a designation, the managing directors or the directors shall elect from among themselves an acting chairperson of the Board.

If the chair of the meeting is acted by a director, the chair of the meeting shall be someone who has been in office for at least six months and understands the financial and business conditions of the Company. The same applies if the chair of the meeting is the representative of a legal entity director.

The chairperson of the Board shall preside in person at the shareholders' meeting convened by the Board of Directors, and a majority of the Board of Directors and the convener of the audit committee shall be present in person, and at least one member of other functional committees shall be present, and the attendance shall be recorded in the minutes of the shareholders' meeting.

If a shareholders' meeting is convened by any other person having the convening right, he/she shall act as the chair of that meeting provided, however, that if there are two or more persons having the convening right, the chair of the meeting shall be elected from among themselves.

The Company may appoint attorneys, CPAs or related personnel to sit in the shareholders' meeting.

Article 7

The Company should make an uninterrupted audio and video recording of the shareholders' reporting for the meeting, the proceedings of the shareholders' meeting, and the voting and vote counting processes.

The recorded materials of the preceding paragraph should be kept for at least one year. However, if a lawsuit has been instituted by any shareholder in accordance with the provisions of Article 189 of the Company Act, the minutes of the shareholders' meeting involved shall be kept by the company until the legal proceedings of the foregoing lawsuit have been concluded.

Article 8

Attendance at shareholders' meetings shall be calculated on the basis of shares. The number of shares present shall be calculated based on the signature book or the sign-in card submitted plus the number of shares exercising voting rights by written or electronic means.

The chair of the meeting should call the meeting to order at the scheduled meeting time, and at the same time announce relevant information such as the number of shares with no voting rights and the number of shares present.

However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair of the meeting may announce a postponement. No more than two such postponements may be made for a

combined total of no more than one hour. When there are still insufficiently attending shareholders representing more than one-third of the total issued shares after two postponements, the chair of the meeting shall announce the meeting to be aborted.

If there are not enough attending shareholders representing at least one-third of the total number of issued shares after two postponements, a tentative resolution may be made in accordance with Paragraph 1, Article 175 of the Company Act . A notice of such tentative resolution shall be given to each of the shareholders to reconvene the shareholders' meeting within one month.

If, before the end of the meeting, the number of shares represented by the attending shareholders reaches more than half of the total number of issued shares, the chair of the meeting may re-submit the tentative resolution to the shareholders' meeting for a vote in accordance with Article 174 of the Company Act.

Article 9

If a shareholders' meeting is convened by the Board of Directors, the agenda shall be set by the Board of Directors. The relevant motions (including extempore motions and amendments to original motions) shall be voted on a motion-by-motion basis, and the meeting shall proceed in accordance with the scheduled agenda, which may not be changed without a resolution of the shareholders' meeting.

If a shareholders' meeting is convened by a person other than the Board of Directors with the convening right, the preceding provisions shall apply mutatis mutandis

The chair of the meeting may not adjourn the meeting without a resolution before the end of the meeting (including extempore motions) in the agenda as set forth in the preceding two paragraphs. If the chair of the meeting violates the rules of procedure for the meeting and adjourns the meeting, the other members of the Board of Directors shall promptly assist the shareholders present in accordance with the legal procedures and elect a chair of the meeting by a majority of the voting rights of the shareholders present to continue the meeting.

The chair of the meeting shall allow ample opportunity during the meeting for explanation and discussion of motions and of amendments or extempore motions put forward by shareholders; when the chair of the meeting is of the opinion that a motion has been discussed sufficiently to put it to voting, the chair of the meeting may announce the discussion closed, call for voting, and schedule sufficient time for voting.

Article 10

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

An attending shareholder who has submitted a speaker slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker slip, the spoken content shall prevail.

Except with the consent of the chair of the meeting, a shareholder may not speak more than twice on the same motion, and a single speech may not exceed 5 minutes. If the shareholder's speech violates the rules or exceeds the scope of the topic, the chair of the meeting may terminate the speech.

When an attending shareholder is speaking, other shareholders must not speak or interrupt unless they have sought and obtained the consent of the chair of the meeting and the speaking shareholder; the chair of the meeting should stop any violation.

When a legal entity shareholder appoints two or more representatives to attend a shareholders' meeting, only one person may speak on the same motion.

After an attending shareholder has spoken, the chair of the meeting may respond in person or direct relevant personnel to respond.

Article 11

Voting at shareholders' meetings shall be calculated on the basis of shares.

The shares held by shareholders having no voting right shall not be counted in the total number of issued shares while adopting a resolution at a meeting of shareholders.

A shareholder who has a personal interest in the matter under discussion at a meeting, which may impair the interest of the Company, shall not vote nor exercise the voting right on behalf of another shareholder.

The number of shares for which voting rights are not allowed to be exercised in the preceding paragraph shall not be calculated as part of the voting rights represented by attending shareholders.

Except for trust enterprises or stock agencies approved by the competent authority, when a person who acts as the proxy for two or more shareholders, the number of voting power represented by him/her shall not exceed 3% of the total number of voting shares of the company, otherwise, the portion of excessive voting power shall not be counted.

Article 12

A shareholder shall have one voting right per share, except when the shares are restricted shares or have no voting rights under Paragraph 2, Article 179 of the Company Act.

When the Company holds a shareholders' meeting, it shall allow exercise of voting rights by electronic means or by correspondence. When voting rights are exercised by correspondence or electronic means, the method of

exercise should be specified in the shareholders' meeting notice. A shareholder exercising voting rights by correspondence or electronic means shall be deemed to have attended the meeting in person. However, his or her rights shall be considered abstained with respect to the extempore motions and amendments to original motions of that meeting, so the Company should avoid submitting extempore motions and amendments to original motions.

A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph should deliver a written declaration of intent to the Company 2 days before the shareholders' meeting. In the event of duplicate declarations of intent, the one received earliest shall prevail. Except when a declaration is made to cancel the earlier declaration of intent.

After a shareholder has exercised voting rights by correspondence or electronic means, if the shareholder intends to attend the shareholders' meeting in person, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph should be made to the Company, by the same means by which the voting rights were exercised, 2 days before the shareholders' meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by correspondence or electronic means shall prevail. When a shareholder has exercised voting rights by correspondence or electronic means and also appointed a proxy to attend the shareholders' meeting, the voting rights exercised by the proxy in the meeting shall prevail.

Unless otherwise required by the Company Act and by the Company's Article of Incorporation, the approval of a motion shall require an affirmative vote of a majority of the voting rights of the attending shareholders. At the time of voting, the chair of the meeting or the person designated by the chair of the meeting should first announce the total number of voting rights of the attending shareholders for each motion, then the shareholders shall vote on each motion. On the same day after the meeting, the results of shareholders' approvals, disapprovals and abstentions, shall be entered into the Market Observation Post System.

When there is an amendment or an alternative to a motion, the chair of the meeting shall present the amended or alternative motion together with the original motion and decide the order in which they will be put to voting. When any one among them is approved, the other motions will then be deemed rejected, and no further voting shall be required.

Monitoring and counting personnel for voting on a motion shall be appointed by the chair of the meeting, but all monitoring personnel should be shareholders.

Vote counting for shareholders' meeting motions or elections should be conducted in a public place in the shareholders' meeting. Immediately after vote counting has been completed, the results of the voting, including the statistics of the number of rights, shall be announced on the spot in the meeting, and recorded.

Article 13

In the event of an election of directors in a shareholders' meeting, the election results, including the list of elected directors and the number of their elected rights, should be announced on the spot in accordance with the relevant election regulations established by the Company.

The election ballots for the aforementioned election shall be sealed and signed by the monitoring personnel and kept in a safe place for at least one year. However, if a lawsuit has been instituted by any shareholder in accordance with the provisions of Article 189 of the Company Act, the minutes of the shareholders' meeting involved shall be kept by the company until the legal proceedings of the foregoing lawsuit have been concluded.

Article 14

Resolutions adopted at a shareholders' meeting shall be recorded in the minutes of the meeting, which shall be affixed with the signature or seal of the chair of the meeting and shall be distributed to all shareholders of the company within twenty (20) days after the close of the meeting. The meeting minutes may be produced and distributed in electronic form.

The Company may distribute the meeting minutes of the preceding paragraph by a public announcement through the Market Observation Post System.

The meeting minutes should accurately record the year, month, day, and place of the meeting, the name of the chair of the meeting, the methods of resolution, and a summary of the discussions and voting results (including statistics of voting rights), and the number of voting rights won by each candidate in the event of an election of directors shall be disclosed. The meeting minutes should be kept for the duration of the existence of the Company.

Article 15

On the day of a shareholders' meeting, the Company should compile in the prescribed format a statistical statement of the number of shares obtained by solicitors and the number of shares represented by proxies, and shall make an express disclosure in the shareholders' meeting.

If a resolution in a shareholders' meeting constitute material information as required by relevant laws or regulations or by Taiwan Stock Exchange, the Company should transmit the content of such resolution to the Market Observation Post System within the prescribed time period.

Article 16

The personnel administering the shareholders' meeting should wear identification cards or armbands.

The chair of the meeting may direct proctors or security personnel to help maintain order in the meeting place. Proctors or security personnel, when helping maintain order at the scene, should wear armbands or identification cards with the word “Proctor.”

If the meeting place is equipped with sound amplifying equipment, the chair of the meeting may stop any shareholders from speaking unless they are using the equipment set up by the Company.

When a shareholder violates the rules of procedure, disobeys the chair’s correction, or obstructs the proceedings and refuses to follow the call to stop, the chair of the meeting may direct proctors or security personnel to escort the shareholder out the meeting.

Article 17

When a meeting is in progress, the chair of the meeting may announce a break based on time considerations. If a force majeure event occurs, the chair of the meeting may rule the meeting temporarily suspended and announce a time when, in view of the circumstances, the meeting will be resumed.

If the meeting place cannot be further used and not all of the items (including extempore motions) on the meeting agenda have been addressed, the shareholders’ meeting may make a resolution to resume the meeting at another place.

The shareholders’ meeting may, in accordance with the provisions of Article 182 of the Company Act, be resolved to be postponed or resumed within five days.

Article 18

The Rules will be implemented after approved by the shareholders’ meeting, and the same applies to amendments.

Appendix 8

Information on shareholdings of directors

I. In accordance with Article 26 of the "Securities and Exchange Act" and Article 2 of the "Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies," The minimum number and percentage of shares that should be held by all directors of the Company were as follows: (as of April 9, 2024)

Number of shares of common stock issued by the Company: 125,812,898 shares

The minimum statutory percentage of shares to be held by all directors: 7.5%

The minimum statutory number of shares to be held by all directors: 8,000,000 shares

II. The number of shares held by each and all directors as of the date for suspension of share transfer for 2024 Annual General Meeting [4/9/2023] is as follows:

Position	Name	Number of shares held	Percentage of shares held
Chairperson	Representative of KAN SHI INVESTMENT CO., LTD.: Hsin-Nan Kan	7,764,829	6.17%
Vice Chairperson	Representative of Dong Yi Enterprise Management Co., Ltd.: Peng-Huang Peng	1,200,000	0.95%
Director	Representative of ZHEN CHUN INVESTMENT CO., LTD.: Chien-Nian Chi	3,243,458	2.58%
Director	Representative of KAN SHI INVESTMENT CO., LTD.: Chih-Chiang Chu	7,764,829	6.17%
Independent director	Chien-Liang Chen	0	0.00%
Independent director	Hui-Chou Chen	0	0.00%
Independent director	Kung-Chien Huang	0	0.00%
Number and percentage of shares held by all directors		12,208,287	00.00%

Note: The shareholding percentage in this table is based on the number of outstanding shares of the Company (125,812,898 shares) as of the date for suspension of share transfer for the regular shareholders' meeting.