



Sino-American Silicon Products Inc.

2023
Annual General Shareholders' Meeting
Meeting Handbook

Time: June 21, 2023 (Wednesday)

Place: 2F, No. 1, Industrial East Rd. 2, Hsinchu Science Park,
Hsinchu, Taiwan, R.O.C

Science Park Life Hub/Darwin Hall

Translation –In case of any discrepancy between the Chinese and English versions,
the Chinese version shall prevail.

Table of Contents

2023 ANNUAL GENERAL SHAREHOLDERS' MEETING PROCEDURE	0
2023 ANNUAL GENERAL SHAREHOLDERS' MEETING AGENDA	1
REPORT ITEMS	2
APPROVAL ITEMS.....	3
DISCUSSION ITEMS.....	3
ELECTION ITEMS.....	9
OTHER MATTER	9
EXTEMPORARY MOTION	9
MEETING ADJOURNED	9
 ATTACHMENT	
ATTACHMENT 1- 2022 BUSINESS REPORT	10
ATTACHMENT 2- AUDIT COMMITTEE REVIEW REPORT	15
ATTACHMENT 3- INDEPENDENT AUDITORS REPORT AND FINANCIAL STATEMENTS	16
ATTACHMENT 4- PROFIT DISTRIBUTION TABLE	37
ATTACHMENT 5- COMPARISON CHART OF PROCEDURES FOR LENDING FUNDS TO OTHER PARTIES.....	38
ATTACHMENT 6- COMPARISON CHART OF PROCEDURES FOR ENDORSEMENT AND GUARANTEE	42
ATTACHMENT 7- DIRECTOR (INCLUDES INDEPENDENT DIRECTOR) CANDIDATES	44
 APPENDIX	
APPENDIX 1- RULES AND PROCEDURES OF SHAREHOLDERS' MEETING	48
APPENDIX 2- ARTICLES OF INCORPORATION	60
APPENDIX 3- PROCEDURES FOR LENDING FUNDS TO OTHER PARTIES	69
APPENDIX 4- PROCEDURES FOR ENDORSEMENT AND GUARANTEE.....	74
APPENDIX 5- RULES FOR ELECTION OF DIRECTORS	79
APPENDIX 6- SHAREHOLDING OF DIRECTORS	81
APPENDIX 7- OTHER STATEMENT ITEMS	82

Sino-American Silicon Products Inc.
2023 Annual General Shareholders' Meeting Procedure

1. Call Meeting to Order
2. Chairperson's Address
3. Report Items
4. Approval Items
5. Discussion Items
6. Election Items
7. Other Matter
8. Extemporary Motion
9. Meeting Adjourned

Sino-American Silicon Products Inc.

2023 Annual General Shareholders' Meeting Agenda

Convening Method: Physical Meeting

Time: 9:00 a.m., Wednesday, June 21, 2023

Place: 2F, No. 1. Industrial East Road 2, Hsinchu Science Park, Hsinchu

(Science Park Life Hub/Darwin Hall)

1. Call Meeting to Order
2. Chairperson's Address
3. Report Items
 - (1) 2022 business report
 - (2) Audit Committee's report on 2022 annual final accounting books and statements
 - (3) Report on 2022 remuneration distribution of employees & directors
 - (4) 2022 earning distribution
 - (5) Report on rejection on private placement of common shares after the expiration date
4. Approval Items
 - (1) 2022 business report, financial statements and earning distribution
5. Discussion Items
 - (1) Amendments to the "Procedures for Lending Funds to other Parties"
 - (2) Amendment to the "Procedures for Endorsement and Guarantee"
 - (3) Issuance of new shares through public offering or private placement in response to the Company's capital needs
6. Election Items
 - (1) The election of directors
7. Other Matter
 - (1) Release the prohibition on new director from participation in competitive business
8. Extemporaneous Motion
9. Meeting Adjourned

Report Items

Item 1

Motion Fiscal 2022 Business Report, submitted for review

Description Please refer to the Fiscal 2022 Business Report as attachment 1 on page 10 of this handbook.

Item 2

Motion Audit Committee's report on 2022 annual final accounting books and statements, submitted for review

Description Please refer to the Audit Committee's 2022 Review Report as attachment 2 on page 15 of this handbook.

Item 3

Motion Distribution of remuneration to directors and employees in fiscal 2022, submitted for review

Description

- (1) The company 2022 earning (Before deducting remuneration to employees and directors from Profit before Tax) is NTD 9,295,126,372. Pursuant to Article 27 of Articles of Incorporation, if the Company is profitable at the end of each fiscal year, 3~15% of the profit shall be appropriated for the employees' remuneration and no more than 3% shall be appropriated for directors' remuneration.
- (2) The Company is proposed to distribute NTD 564,770,000 to employees (distribution ratio 6.08%) and NTD 55,000,000 to directors (distribution ratio 0.59%). Distribution to both employees and directors is made in cash.
- (3) Employees entitled to receive remuneration is pursuant to Article 27 of Articles of Incorporation. Remuneration amount will be decided after consideration with seniority, position, performance, contribution or special dedication, and chairperson is fully authorized.

Item 4

Motion Report on 2022 earning distribution, submitted for review

Description In compliance with the Articles of Incorporation, the Board of Directors is authorized to approve cash dividends at the close of each half fiscal year. The respective amounts and payment dates of 2022 cash dividends of each half year approved by the Board of Directors are demonstrated in the table below:

2022	Approval Date month/date/year	Payment Date month/date/year	Cash Dividends Per Share (NT\$)			Total Amount (NT\$)
			EPS	Additional Paid-In Capital	Total	
First Half	12/08/2022	02/17/2023	2.37	0.83	3.2	1,875,909,283
Second Half	05/05/2023	08/18/2023	5.8	-	5.8	3,400,085,575
Total			9			5,275,994,858

Item 5

Motion Rejection on the private placement of common shares after the expiration date, submitted for review.

Description According to the resolution of AGM on June 23, 2022 and Article 43-6 of Securities Exchange Act, new shares within the issuance of 85,000,000 shares will be expired on June 22, 2023. Rejection will be conducted from the expiration date due to overall financial considerations.

Approval Items

Item 1 (Proposed by the Board of Directors)

Motion 2022 business report, financial statements and earning distribution, submitted for approve

Description (1) 2022 Financial Statements (including consolidated and standalone financial statements) were audited by KPMG CPAs, Cheng, An-Chih and Tseng, Mei-Yu. The aforementioned, FY 2022 Business Report and Earning Distribution Table have been approved by the audit committee.

(2) Please refer to the Business Report, Financial Statements and Profit Distribution Table as attachment 1 on page 10, attachment 3 on page 16 and attachment 4 on page 37 of this handbook.

(3) Approval requested.

Resolution

Discussion Items

Item 1 (Proposed by the Board of Directors)

Motion Amendment to the "Procedures for Lending Funds to other Parties

Description (1) In compliance with the "Regulations Governing Loaning of Funds and Making of

Endorsements/Guarantees by Public Companies”, amendment has been made to the “Procedures for Lending Funds to other Parties”. Please refer to the comparison chart as attachment 5 on page 38 in this handbook.

(2) Resolution requested.

Resolution

Item 2 (Proposed by the Board of Directors)

Motion Amendment to the “Procedures for Endorsement and Guarantee”, submitted for resolve

Description (1) In response to the needs of group operations and subsidiary management, amendment has been made to the “Procedures for Endorsement and Guarantee” . Please refer to the comparison chart as attachment 6 on page 42 in this handbook.

(2) Resolution requested.

Resolution

Item 3 (Proposed by the Board of Directors)

Motion Issuance of new shares through public offering or private placement in response to the Company’s capital needs, submitted for resolve

Description (1) To meet the development of alliance with major companies and to increase working capital, or overseas purchase, prepayment of bank loan, purchase of equipment and machinery for future needs, and long-term investments and/or others to improve competitiveness, the Company proposes to authorize the Board to issue new stocks up to 85,000,000 shares under appropriate conditions and in determination of the method of stock issuance in common shares or in GDR for common shares or private placement for common shares, and adjustment of issuing size within the said quota at once or through installment (less than twice for private placement).

(2) Principles and Conducting of Raising Funds

1. The issuance of new common shares for capital increase in cash

Pursuant to the Article 28-1 of Securities and Exchange Act, Board of Directors is authorized to choose either book building or public application regarding underwriting and proceed as below:

I. Book Building

Unless otherwise the Article 267 of the company law to retain 10%-15% new issuance shares for the company employees, and the remaining 85%-90% according to the Securities and Exchange Act Rule 28-1, shall be all provided with public application in the book building method. In case the actual purchases of the reserved stock options for the employees falls short, the chairperson is authorized to

negotiate with specific parties to purchase those shares at the issue price in accordance with the Taiwan Securities Association Rules Governing Underwriting and Resale of Securities by Securities Firms. The issue price by the Taiwan Securities Association Rules Governing Issue Company raising and issuing securities (hereinafter "Discipline Principles") may not be lower than 90% of the average closing prices of common shares of the Company for either one, three, or five business days before either the date on which the application is filed at Taipei Exchange or the five business days before the ex-rights date. The aforementioned price should be determined in compliance with related requirements of competent authorities. The Board of Directors will be authorized to negotiate with the lead underwriter to have actual price determined in light of market status.

II. Public Application Offering

Pursuant to the Article 267 of Company Act, 10%-15% of the new share issuance will be reserved for employees' preemptive subscription and 10% will be reserved for public offer. The remaining 75%-80% of the share issuance will be reserved for preemptive purchase of original shareholders based on the shareholder's name and his/her shares registered in the shareholders roster at the dividend record date. For the issuance not subscribed by employees and the original shareholders in proportion or as a whole, the chairperson of the Board is to be authorized to negotiate with specific parties to purchase shares at issuing price. The issue price of new common shares from the cash capital increase may not be lower than 70% of the average closing prices of common shares of the Company for either the one, three, or five business days before either the date on which the application is filed with the Financial Supervisory Commission or the five business days before the ex-rights date. The average closing price mentioned above shall be after adjustment for any distribution of stock/cash dividends or capital reduction.

2. The issuance of GDR for the new common shares from cash capital increase

- I. Pursuant to the Article 267 of Company Act, 10%-15% of the share issuance will be reserved for employees' preemptive subscription. For those stocks not subscribed by employees in proportion or as a whole, the chairperson of the Board is to be authorized to negotiate with specific parties to purchase the unsubscribed share in common stock or GDR of subscription at the issuing price in accordance with the market development. For the remaining 85%-90% of issuance,

based on the Article 28-1 of the Securities and Exchange Act, the board proposes to offer through public application offering for the issuance of GDR according to the Taiwan Securities Association Rules Governing Underwriting and Resale of Securities by Securities Firms.

- II. The issuing price of new common shares for capital increase in cash or the issuing price of GDR for the new common shares from cash capital increase is to be determined based on general practices worldwide and it shall not affect shareholder's interests. However, the final issuing price is to be determined by the lead underwriter and the Chairman of the Board who is authorized by the Shareholders' Meeting by referring to market conditions at the time of issuance; also, it must be in compliance with related requirements of competent authorities.
 - a. According to the "Disciplinary Rules", the issuing price of the new common shares from cash capital increase may not be lower than 90% of the closing price of common shares at Taipei Exchange on the price determination day or 90% of average closing price of the common shares of the Company for either one, three, or five business days before the price determination date, after adjustment for any distribution of stock/cash dividends or capital reduction. The aforementioned price may adjust when variation occurred in domestic requirements. Since domestic share price may vary excessively within a short period, the Chairman of the Board of Directors will be authorized to negotiate with the lead underwriter to have actual price determined in light of international conventions, capital market, domestic share price and overall book building.
 - b. For the rights of original shareholders, the issuance of new shares for cash capital increase up to 85,000,000 common shares will have the maximum dilution effect of at 14.50%. The funds raised from the capital increase in cash shall generate sustainable growth in Company's business; reinforce competitiveness, and surely benefit shareholders. GDR issue price is determined according to fair value domestically. Original shareholders may purchase common stock in domestic market at Taipei Exchange for the price close to GDR price, exempting from currency and fluidity risks. There is no huge impact on original shareholders.
3. Private placement for common shares for capital Increase by cash
The issuance plan of private placement for common shares is conducted

pursuant to Article 43-6 of Securities Exchange Act and Directions for Public Companies Conducting Private Placements of Securities.

I. The necessity of private placement

a. The reasons for not taking a public offering:

Consider the capital market status, effectiveness of financing, feasibility, issuance cost, and actual requirement of bringing in strategic investors. With the limit of no-trading period of 3 years, it is better to maintain a long-term relationship with strategic partners by such security issuance of private placement. Therefore, the Company proposed to raise capital through private placement, rather than public offering.

b. The amount of the private placement:

Less than 85,000,000 shares.

c. The capital usage plan and projected benefits of private placement:

In response to strategic alliance development or operational funds increase, overseas purchase, reimbursement of bank loan, purchase of machinery and equipment or reinvestment and any capital needs in the future, single or twice private placement at the maximum can be executed in terms of the market condition in order to bring in long-term funds at appropriate time responding to the rapidly changing industry environment and strengthening the equity structure and competitiveness of the company.

II. The rationality to determine the price of private placement

The common stock price per share shall be no less than 80% of the reference price. The reference price is set as the higher of the following two basis prices:

a. The average closing price from either 1, 3 or 5 days before the pricing date, minus dividends adjustment, plus price discount adjustment due to capital reduction.

b. The average price of 30 days before the pricing date, minus dividends adjustment, plus price discount adjustment due to capital reduction.

The pricing date, actual issuance price are proposed to authorize the Board to determine after taking into consideration the market status, objective conditions. The price determination above shall follow regulations from government authorities.

III. The method to determine specific parties

No specific subscriber, selected in accordance with Article 43-6 of

Security and Exchange Act, has been appointed for the private placement for common shares. The strategic investors have the priority to be considered as specific parties for private placement to meet the Company's needs on technology cooperation and operation strategy.

Relevant matters about specific subscribers shall be authorized to the chairman for full responsibility.

IV. The necessity of subscribers to be strategic investors and projected benefits

In responding to the need of a long-term development of the company, the strategic investors will meet the company's needs on technology cooperation, quality improvement, cost reduction, stable supplier source of key components, efficiency enhancement and market expansion through their skill, knowledge, brands or channels.

V. Rights and obligations for this private placement for common shares are basically the same with those of issued common shares of the company while according to the relevant rules of Security and Exchange Act, no-trading period of 3 years is to be followed. The private placement for common shares can be offered in public for trading after 3 years.

VI. The issue price of the private placement for common shares (except the markup pricing), issuance conditions, issuance regulations etc. shall be proposed to authorize the Board to determine all related issues according to any changes in regulation, market or reviews from the authorities.

- (3) oval by the shareholders' meeting on the domestic capital increase by cash or the issuance of new shares and/or GDR for cash capital increase and/or the private placement for common shares, the Board is authorized to determine public offering or private placement of the issuance of common shares, conditions, volume, pricing, amount, fund usage, project items, project schedule, possible projected production benefits, record date for the capital increase and relevant matters of the private placement including commands from the authorities or market and objective environmental alteration, and others not included.
- (4) Rights and obligations about the issuance of new shares are the same with those of the issued.
- (5) Resolution required.

Resolution

Election Items

Item 1	(Proposed by the Board of Directors)
Motion	Discussion on Election of Directors
Description	<p>(1) The tenure of the 14th-term directors will be expired on June 23, 2023, and proposes to elect all directors in this shareholder meeting.</p> <p>(2) Pursuant to “Articles of Incorporation”, the Company elects eleven directors among whom include four independent directors for the 15th-term. The term of new directors is effective immediately after the election, and shall serve for a term of three years (2023/6/21~2026/6/20)</p> <p>(3) The Company adopts the candidate nomination system. Please refer to the Director Candidates as attachment 7 on page 43 in this handbook.</p> <p>(4) Election requested.</p>
Election	
Result	

Other Matter

Item 1	(Proposed by the Board of Directors)
Motion	Release of the newly elected director from the non-competition restrictions
Description	<p>(1) Pursuant to 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.</p> <p>(2) To rely on expertise and relevant work experiences of directors, hereby request the shareholders’ approval to release the director and his/her legal representatives from the non-competition restrictions, and apply the additional explanation to his/hers status before this motion being discussed.</p> <p>(3) Resolution requested.</p>
Resolution	

Extemporary Motion

Meeting Adjourned

Attachment 1

2022 Business Report

The year 2022 has been affected by the energy price hikes due to the Russia–Ukraine war and extreme climate events that aggravated the power shortage crisis in this year's winter, which caused local electricity prices to surge drastically worldwide, impacting people's livelihood and the economy. To reduce such impacts and respond to global greening trends, countries around the world have encouraged the development of renewable energy through legislation or actions in order to stabilize energy supplies. For example, the United States introduced the Inflation Reduction Act of 2022 to curb inflation by providing tax incentives to attract investments in renewable energy. The European Union formed the European Solar PV Industrial Alliance to expand local supply chains. The Taiwanese government also announced its Action Plan for Achieving Net Zero Transition Through 12 Key Strategies, and updated its nationally determined contribution (NDC) to reduce GHG emissions by 24±1% before 2030 (compared to 2005 levels) and to increase the installed capacity of renewable energy in Taiwan to 45-46GW by 2030, with solar PV energy accounting for 31GW. Governments worldwide are actively seeking the safety and environmental benefits of renewable energies by continuing to implement zero carbon emission policies to unlock unprecedented growth opportunities from renewable energy. Sino-American Silicon (SAS) has robust operations in the solar energy supply chain. Except for providing single crystalline silicon solar cells with high performance, modules and downstream power plant operation and maintenance, the Company has also actively positioned itself in areas like energy storage to expand the green power sales market, while actively expanding its key industrial positioning within the semiconductor industry chain to boost high value businesses, resulting in outstanding operating results in 2022!

The full year consolidated revenue for 2022 of SAS totaled NT\$81.87 billion with YoY 18.9%; gross profit of NT\$31.93 billion; operating income of NT\$25.4 billion; profit before tax of NT\$20.83 billion; net profit of NT\$16.16 billion; net profit attributed to the parent company of NT\$8.72 billion; EPS of NT\$14.87. Performance has been outstanding throughout 2022, with consolidated revenue, gross profit, operating income, and EPS all hitting record highs!

The operating results in 2022 and the business plan in 2023 are reported as follows:

I. Operation Results in 2022

(I) Operation Performance

Unit: NT\$ thousands

Item	Year	2022 (IFRSs)	2021 (IFRSs)	Percent Change (%)
Revenue		81,871,496	68,841,250	18.93
Cost of Goods Sold		49,942,234	44,314,606	12.70
Gross Profit		31,929,262	24,526,644	30.18
Operating Expense		6,529,448	6,446,651	1.28
Operating Profit		25,399,814	18,079,993	40.49
Profit Before Tax		20,828,706	17,205,727	21.06
Net Profit		16,160,497	12,615,390	28.10
Net profit (Attributed to the parent company of the current period)		8,715,811	6,811,050	27.97

(II) Budget Implementation: The Company had not announced its financial forecast for 2022

(III) Profitability Analysis

Item		2022	2021
Financial Structure	Debt to Asset Ratio (%)	65.35	68.81
	Long-term Funds to PPE (%) (PPE - Plant, Property, Equipment)	295.00	326.57
Profitability Analysis	Return on Assets (%)	9.12	9.29
	Return on Equity (%)	26.87	24.78
	Percentage in Paid-up Capital (%)	Operating Profit	433.28
		Profit Before Tax	355.30
	Net Profit Margin (%)	19.74	18.33
	Earnings Per Share (NT\$)	14.87	11.62

(IV) Financial Income and Expenditure

The Company's 2022 revenue of NT\$81,871,496,000; cost of goods sold of NT\$49,942,234,000; operating expenses of NT\$6,529,448,000; non business expenditure of NT\$4,571,108,000; profit before tax of NT\$20,828,706,000; net profit of NT\$16,160,497,000. The financial structure is healthy.

(V) Research & Development

1. 2022 Research & Development Expenditure

Unit: NT\$ thousands

Item/Year	2022	2021
Research and Development Expenses	2,348,112	2,165,030
Revenue	81,871,496	68,841,250
R&D expenses as a percentage of net revenue (%)	2.87	3.14

2. 2022 Achievement

Technology/Product

- (1) High Quality Multi-Crystalline Silicon Materials
- (2) Large-Size High-Efficiency P-type mono-Si Solar Cells

3. Future R&D Plan

- (1) Development of Large Size Ultra-High Efficiency mono-Si Solar Cell Technology

II. Summary of the Business Plan for 2023

(I) Business Guideline

1. Actively develop the growth momentum, and position the opportunities in the compound semiconductors.
2. Enter the long-term agreement with strategic customers, to introduce the new-generation large-sized products for better competitiveness.
3. Diversified energy applications and services, including the opportunities derived from energy storage and green power.
4. Monitor the environment, social, and governance (ESG) issues, and enhance the energy utilization efficiency by using renewable energies, to achieve the goal of net-zero emission by 2050.
5. Utilize the Group's resources for vertical integration to expand the market and make profitable investment plans for power plants.

(II) Sales Forecast and Its Basis

Energy supply has been stabilized by new green policies and legislations or actions around the world that encourage renewable energy development. Consequently, global demand for solar energy has increased substantially. Analysts at PV InfoLink project that 338 GW of solar power will be installed throughout 2023, with large-size monocrystal products with high efficiency becoming mainstream. Therefore, the Company has a firm grasp of market trends and

industry pulse, by timely adjustment on management strategies and by developing new-generation ultra-efficient products so as to strengthen the Company's overall maneuvering competitiveness.

(III) Important Production and Marketing Policies

1. Continuously develop the regional market, to catch the trading opportunities under the trade war and new green policies.
2. Strengthen cooperation with long-term customers, and develop high-efficiency and large-size niche products with core technology.
3. Increase the added values while actively reducing the manufacturing costs to increase margins.
4. Explore the downstream system business, strengthen vertical integration and global footprint, further expand the product market, and increase operating profit margin.
5. Expanding the collaboration with different types of renewable energy power generators, to satisfy the self and supply chain demands.

(IV) Future Strategy

1. Use the synergy of the group to develop the third type of semiconductor platform.
2. Continuously develop and enhance the quality-price ratio of solar products through technologies and product differentiation strategies, to solidify the competitive position.
3. Actively give play to the strategic layout of solar power plants, develop new solar energy system investment partners, and create the Group's terminal market to obtain long-term stable returns.
4. Establish a fully integrated supply chain in the upper, middle and lower reaches, spread operational risks through vertical integration and diversified business strategies, and become the world's provider of green energy solutions with leading technologies.
5. In response to the business opportunities of solutions derived from climate change, become a sustainable business partner for customers.
6. In response to the review of energy policies by various countries, seize overseas sample testing opportunities to develop and expand markets.

(V) Effect of External Competition, Regulatory Environment and Macroeconomic

1. In response to a number of competitors, the Company has accelerated the development of strategic customers and continued to develop new products with high-cost effectiveness. At the same time, it accelerates the integration of downstream system power stations to strengthen the downstream market of the Group's products.

2. Uncertainties of geopolitics: the battles of new energies between China and the U.S., and the uncertainties related to the tariff barrier policies.
3. To accommodate the liberalization of the green power transaction market, assistance services provided by Taipower, and the corporates' demands toward green power, the new energy strategy and opportunity development workforce has been established to meet the clients' new demands through internal transformation.
4. Enhance confidentiality control and establish a global core patent distribution strategy to improve international competitiveness and respond to market changes.
5. The Carbon Border Adjustment Mechanism (CBAM) promulgated officially by the EU will impose taxes on these imported goods failing to comply with the EU carbon emission regulations, and this shall expand internationally. Taiwan's Climate Change Response Act, which passed the third legislative reading, will impact companies that have not yet prepared themselves.

The energy crisis has caused increases in electricity prices. In response, countries have adjusted their energy policies and formulated corresponding plans to increase local renewable energy infrastructure and reduce their dependence on imported energy. At the end of 2022, the Taiwanese government announced the Action Plan for Achieving Net Zero Transition Through 12 Key Strategies, and passed the Climate Change Response Act in early January this year. These efforts are expected to boost the development of solar PV energy in Taiwan. Through diversified deployment of comprehensive energy applications and services, SAS actively develops high-performance product applications and installs energy storage systems to provide stable power grid scheduling services to the country. The Group also adopts circular designs in its product development and aligns its operational research and development with the government's net zero goals for society, thereby maximizing the synergy of its existing foundation. Look into the future, SAS will focus on the robust operation of the key services, and keep on expanding strategic positioning in the semiconductor sector, which will become SAS' profitability foundation in terms of overall performance, seeking to increase the operating performance improvement, with another year of outperformance.

Finally, I would like to thank all shareholders for their long-term support and encouragement. I hope that all shareholders will continue to give the Company their love and support. On behalf of all our colleagues and the Board of Directors, I would like to express my sincere thanks.

I wish you good health and all the best.

Chairperson	Hsiu-Lan Hsu
President	Tang-Liang Yao
Chief Accounting	Hsiu-Ling Hsu

Attachment 2

Audit Committee Review Report

The Board of Directors has prepared the Company's 2022 Business Report, Consolidated and Standalone Financial Statements and Earnings Distribution Proposal. Sino-American Silicon Products Inc. Consolidated and Standalone Financial Statements have been audited and certified by An-Chih, Cheng, CPA, and Mei-Yu, Tseng, CPA, of KPMG and audit review reports relating to the Financial Statements have been issued. The aforementioned Business Report, Consolidated and Standalone Financial Statements and Earnings Distribution Proposal have been reviewed and considered to be complied with relevant rules by the undersigned, the audit committee of Sino-American Silicon Products Inc. according to Article 14-4 of Securities and Exchange Act and Article 219 of the Company Act, I hereby submit this report.

Sino-American Silicon Products Inc.

Audit Committee Convener:

Chin-Tang, Liu

May 05, 2023

Attachment 3

Independent Auditors Report and Financial Statements Independent Auditors' Report

To the Board of Directors of Sino-American Silicon Products Inc.:

Opinion

We have audited the consolidated financial statements of Sino-American Silicon Products Inc. and its subsidiaries (“the Group”), which comprise the consolidated balance sheets as of December 31, 2022 and 2021, the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2022 and 2021, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the International Financial Reporting Standards (“IFRSs”), International Accounting Standards (“IASs”), Interpretations developed by the International Financial Reporting Interpretations Committee (“IFRIC”), and the former Standing Interpretations Committee (“SIC”) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. 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. Based on our judgment, the key audit matters that should be disclosed in this audit report are as follows:

1. Revenue recognition from contracts with customers

Please refer to note 4(15) “Revenue recognition” for accounting policy and note 6(23) “Revenue from contracts with customers” of the consolidated financial statements for further information.

Description of key audit matter:

The Group's semiconductor segment revenues are derived from the sales of semiconductor materials and components. Revenue recognition is also dependent on whether the specified sales terms in each individual contract are met. In consideration of the high volume of sales transactions generated from world-wide operations, it is more important to identify the timing of revenue recognition because it involves different transaction terms and the Group's triangular trade. Therefore, the cut-off of revenue is one of the key areas our audit focused on.

How the matter was addressed in our audit:

In relation to the key audit matter above, we have performed certain key audit procedures that included understanding of revenue recognition policies and assessing whether revenue recognition policies are appropriate based on sales terms and revenue recognition criteria; understanding the design and process of implementation of internal controls and testing operating effectiveness; testing selected sales samples and agreeing to customer orders, delivery note and related documentation supporting sales recognition; testing sales cut-off, on a sample basis, for transactions incurred within a certain period before or after the balance sheet date by reviewing related sales terms, inspecting delivery documents, and other related supporting document to evaluate whether the revenue was recorded in proper period.

2. Goodwill impairment assessment

Please refer to the note 4(13) "Impairment of non-financial assets" for accounting policy, note 5(2) "Significant accounting assumptions and judgments, and major sources of estimation uncertainty" for impairment assessment, and note 6(12) "Intangible assets" for further details.

Description of key audit matter:

The Group is in a capital intensive industry, with goodwill arising from business combinations. Moreover, the Group operates in an industry in which the operations are easily influenced by various external factors, such as market conditions and governmental policies. Therefore, the assessment of impairment of goodwill is necessary. The assessment procedures, including identification of cash-generating units, valuation models, selection of key assumptions and calculations of recoverable cash inflows, depend on the management's subjective judgments, which contained uncertainty in accounting estimations. Consequently, this is one of the key areas in our audit.

How the matter was addressed in our audit:

In relation to the key audit matter above, we have performed certain key audit procedures that included assessing triggering events identified by management for impairment indicators existing in a cash-generating unit, assessing whether the assumptions used for evaluating the recoverable amount are reasonable; evaluating the achievement of prior year financial forecasts; inspecting the calculations of recoverable amounts; assessing the assumptions used for calculating recoverable amounts and cash flow projections; performing sensitivity analysis based on key factors; assessing whether the accounting policies for goodwill impairment and other relevant information have been appropriately disclosed.

Other Matter

Sino-American Silicon Products Inc. has additionally prepared its parent-company-only financial statements as of and for the years ended December 31, 2022 and 2021, on which we have issued an unqualified opinion.

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

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

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

Those charged with governance (including the Audit Committee) are responsible for overseeing the Group's financial reporting process.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

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

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

5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of Group audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the 2022 consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audit resulting in this independent auditors' report are An-Chih Cheng and Mei-Yu Tseng.

KPMG

Taipei, Taiwan (Republic of China)
March 16, 2023

Notes to Readers

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

The independent auditors' report and the accompanying consolidated financial statements are the English translation of the Chinese version prepared and used in the Republic of China. If there is any conflict between, or any difference in the interpretation of the English and Chinese language independent auditors' report and consolidated financial statements, the Chinese version shall prevail.

Sino-American Silicon Products Inc. and subsidiaries

Consolidated Balance Sheets

December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

[illegible]

See accompanying notes to consolidated financial statements.

(English Translation of the Consolidated Financial Statements Originally Issued in Chinese)
Sino-American Silicon Products Inc. and subsidiaries

Consolidated Statements of Comprehensive Income

For the years ended December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars, Except for Earnings Per Share)

		2022		2021	
		Amount	%	Amount	%
4000	Operating revenue (notes 6(23) and 7)	\$ 81,871,496	100	68,841,250	100
5000	Operating costs (notes 6(6), (10), (12), (18), (19), (24) and 7)	49,942,234	61	44,314,606	64
	Gross profit from operations	31,929,262	39	24,526,644	36
	Operating expenses (notes 6(10), (12), (18), (19), (24) and 7):				
6100	Selling expenses	1,871,220	2	1,634,768	3
6200	Administrative expenses	2,298,523	3	2,647,334	4
6300	Research and development expenses	2,348,112	3	2,165,030	3
6450	Expected credit losses (reversal gains) (note 6(5))	11,593	-	(481)	-
	Total operating expenses	6,529,448	8	6,446,651	10
	Net operating income	25,399,814	31	18,079,993	26
	Non-operating income and expenses:				
7100	Interest income (notes 6(25) and 8)	1,166,374	1	147,798	-
7020	Other gains and losses (note 6(26))	(5,358,421)	(6)	(906,993)	(1)
7050	Finance costs (note 6(25))	(533,992)	(1)	(332,325)	-
7060	Share of profit (loss) of associates accounted for using equity method (note 6(7))	154,931	-	217,254	-
		(4,571,108)	(6)	(874,266)	(1)
	Income before income tax	20,828,706	25	17,205,727	25
7950	Less: Income tax expense (note 6(20))	4,668,209	5	4,590,337	7
	Net income	16,160,497	20	12,615,390	18
8300	Other comprehensive income:				
8310	Items that will not be reclassified subsequently to profit or loss				
8311	Gains (losses) on remeasurements of defined benefit plans (note 6(19))	60,630	-	174,627	-
8316	Unrealized gains (losses) from investments in equity instruments measured at fair value through other comprehensive income	(335,606)	-	327,822	-
8320	Share of other comprehensive income of associates accounted for using equity method (notes 6(7) and (27))	(961,175)	(1)	551,647	1
8349	Income tax related to components of other comprehensive income that will not be reclassified to profit or loss (note 6(20))	77,425	-	(108,652)	-
		(1,158,726)	(1)	945,444	1
8360	Items that may be reclassified subsequently to profit or loss				
8361	Exchange differences on translation of foreign operations	520,421	-	(6,242,067)	(9)
8370	Share of other comprehensive income of associates accounted for using equity method (notes 6(7) and (27))	2,890	-	(2,098)	-
8399	Income tax related to components of other comprehensive income that may be reclassified to profit or loss (note 6(20))	(63,730)	-	1,232,023	(2)
		459,581	-	(5,012,142)	(7)
8300	Other comprehensive income (after tax)	(699,145)	(1)	(4,066,698)	(6)
	Total comprehensive income	<u>\$ 15,461,352</u>	<u>19</u>	<u>8,548,692</u>	<u>12</u>
	Net income attributable to:				
	Shareholders of Sino-American Silicon Products Inc.	\$ 8,715,811	11	6,811,050	10
	Non-controlling interests	7,444,686	9	5,804,340	8
		<u>\$ 16,160,497</u>	<u>20</u>	<u>12,615,390</u>	<u>18</u>
	Total comprehensive income attributable to:				
	Shareholders of Sino-American Silicon Products Inc.	\$ 8,203,317	10	4,845,754	7
	Non-controlling interests	7,258,035	9	3,702,938	5
		<u>\$ 15,461,352</u>	<u>19</u>	<u>8,548,692</u>	<u>12</u>
	Earnings per share (NT dollars) (note 6(22))				
	Basic earnings per share	<u>\$ 14.87</u>		<u>11.62</u>	
	Diluted earnings per share	<u>\$ 14.75</u>		<u>11.56</u>	

See accompanying notes to consolidated financial statements.

(English Translation of the Consolidated Financial Statements Originally Issued in Chinese)
Sino-American Silicon Products Inc. and subsidiaries
Consolidated Statements of Changes in Equity
For the years ended December 31, 2022 and 2021
(Expressed in Thousands of New Taiwan Dollars)

	Equity attributable to owners of parent												
	Retained earnings						Other equity interest						
							Exchange differences on translation of foreign financial statements	Gains (losses) on equity instrument measured at fair value through other comprehensive income	Others	Total other equity interest	Total	Non-controlling interests	Total equity
Ordinary shares	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings	Total retained earnings								
Balance at January 1, 2021	\$ 5,862,217	19,481,234	721,476	1,330,419	4,161,346	6,213,241	(2,325,038)	(1,070,453)	(375)	(3,395,866)	28,160,826	21,508,656	49,669,482
Net income for the year	-	-	-	-	6,811,050	6,811,050	-	-	-	-	6,811,050	5,804,340	12,615,390
Other comprehensive income for the year	-	-	-	-	72,164	72,164	(2,580,496)	543,036	-	(2,037,460)	(1,965,296)	(2,101,402)	(4,066,698)
Comprehensive income for the year	-	-	-	-	6,883,214	6,883,214	(2,580,496)	543,036	-	(2,037,460)	4,845,754	3,702,938	8,548,692
Appropriation and distribution of retained earnings:													
Legal reserve	-	-	621,310	-	(621,310)	-	-	-	-	-	-	-	-
Special reserve	-	-	-	23	(23)	-	-	-	-	-	-	-	-
Cash dividends on ordinary shares	-	-	-	-	(3,286,769)	(3,286,769)	-	-	-	-	(3,286,769)	-	(3,286,769)
Cash dividends from capital surplus	-	(1,989,226)	-	-	-	-	-	-	-	-	(1,989,226)	-	(1,989,226)
Changes in equity of associates accounted for using equity method	-	(60,171)	-	-	-	-	-	-	(5,681)	(5,681)	(65,852)	-	(65,852)
Conversion rights of subsidiary's convertible bonds	-	871,666	-	-	-	-	-	-	-	-	871,666	831,804	1,703,470
Changes in non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	1,407,638	1,407,638
Others	-	683	-	-	-	-	-	-	-	-	683	-	683
Cash dividends distributed by subsidiary	-	-	-	-	-	-	-	-	-	-	-	(3,825,180)	(3,825,180)
Balance at December 31, 2021	\$ 5,862,217	18,304,186	1,342,786	1,330,442	7,136,458	9,809,686	(4,905,534)	(527,417)	(6,056)	(5,439,007)	28,537,082	23,625,856	52,162,938
Net income for the year	-	-	-	-	8,715,811	8,715,811	-	-	-	-	8,715,811	7,444,686	16,160,497
Other comprehensive income for the year	-	-	-	-	25,791	25,791	289,287	(827,572)	-	(538,285)	(512,494)	(186,651)	(699,145)
Total comprehensive income	-	-	-	-	8,741,602	8,741,602	289,287	(827,572)	-	(538,285)	8,203,317	7,258,035	15,461,352
Appropriation and distribution of retained earnings:													
Legal reserve	-	-	688,322	-	(688,322)	-	-	-	-	-	-	-	-
Special reserve	-	-	-	4,108,566	(4,108,566)	-	-	-	-	-	-	-	-
Cash dividends on ordinary shares	-	-	-	-	(3,413,099)	(3,413,099)	-	-	-	-	(3,413,099)	-	(3,413,099)
Changes in equity of associates accounted for using equity method	-	(357,586)	-	-	-	-	-	-	3,295	3,295	(354,291)	(524,687)	(878,978)
Cash dividends from capital surplus	-	(1,100,807)	-	-	-	-	-	-	-	-	(1,100,807)	-	(1,100,807)
Changes in non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	8,908,614	8,908,614
Cash dividends distributed by subsidiary	-	-	-	-	-	-	-	-	-	-	-	(3,008,846)	(3,008,846)
Others	-	370	-	-	-	-	-	-	-	-	370	-	370
Balance at December 31, 2022	\$ 5,862,217	16,846,163	2,031,108	5,439,008	7,668,073	15,138,189	(4,616,247)	(1,354,989)	(2,761)	(5,973,997)	31,872,572	36,258,972	68,131,544

See accompanying notes to consolidated financial statements.

(English Translation of the Consolidated Financial Statements Originally Issued in Chinese)
Sino-American Silicon Products Inc. and subsidiaries

Consolidated Statements of Cash Flows

For the years ended December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

	<u>2022</u>	<u>2021</u>
Cash flows from operating activities:		
Income before income tax	\$ 20,828,706	17,205,727
Adjustments:		
Adjustments to reconcile profit (loss):		
Depreciation expenses	6,898,266	6,285,301
Amortization expenses	391,894	225,429
Expected credit losses (reversal gains)	11,593	(481)
Net loss on financial assets or liabilities at fair value through profit or loss	9,779,670	341,804
Interest expenses	533,992	332,325
Interest income	(1,166,374)	(147,798)
Dividend income	(407,388)	(286,232)
Shares of profit of associates accounted for using equity method	(154,931)	(217,254)
Gains on disposal of property, plant and equipment	(109,278)	(17,747)
Gains on disposal of investments	(81,331)	(113,180)
Reversal of impairment losses on financial assets	-	(3,454)
Recognition of impairment losses on non-financial assets	81,903	8,908
Recognition (reversal) of write-down of inventory	231,675	(48,093)
Reversal of provisions	(220,596)	(314,804)
Lease modification gain or loss	(26)	-
Total adjustments	<u>15,789,069</u>	<u>6,044,724</u>
Changes in operating assets and liabilities:		
Notes and accounts receivable (including related parties)	(1,183,599)	(1,361,105)
Inventories	(1,891,042)	(517,907)
Prepayments	556,211	(1,094,824)
Other financial assets	11,824	(16,542)
Other operating assets	(141,397)	(59,534)
Contract liabilities	7,147,382	12,515,171
Notes and accounts payable (including related parties)	552,793	361,142
Net defined benefit liabilities	(239,779)	(428,715)
Other operating liabilities	<u>(1,087,387)</u>	<u>1,203,461</u>
Total changes in operating assets and liabilities	<u>3,725,006</u>	<u>10,601,147</u>
Total adjustments	<u>19,514,075</u>	<u>16,645,871</u>
Cash inflow generated from operations	40,342,781	33,851,598
Interest received	1,083,902	125,470
Dividends received	407,388	286,232
Interest paid	(184,647)	(84,820)
Income taxes paid	<u>(2,848,492)</u>	<u>(3,196,179)</u>
Net cash flows generated from operating activities	<u>38,800,932</u>	<u>30,982,301</u>

(Continued)

See accompanying notes to consolidated financial statements.

Sino-American Silicon Products Inc. and subsidiaries**Consolidated Statements of Cash Flows(Continued)****For the years ended December 31, 2022 and 2021****(Expressed in Thousands of New Taiwan Dollars)**

	2022	2021
Cash flows from investing activities:		
Acquisition of financial assets at fair value through other comprehensive income	(482,385)	(529,277)
Proceeds from capital reduction of financial assets at fair value through other comprehensive income	17,911	42,267
Acquisition of financial assets at amortized cost	-	(330,000)
Proceeds from disposal of financial assets at amortized cost	-	280,000
Acquisition of financial assets at fair value through profit or loss	(28,578)	(13,579,261)
Proceeds from disposal of financial assets at fair value through profit or loss	8,572	124
Acquisition of investments accounted for using equity method	(778,083)	(146,837)
Net cash inflows from disposal of investments accounted for using equity method	60,108	128,629
Cash dividends from investment accounted for using equity method	144,758	221,598
Acquisition of property, plant and equipment	(13,615,531)	(6,010,740)
Proceeds from disposal of property, plant and equipment	120,803	65,121
Acquisition of intangible assets	(31,210)	(6,256)
Net cash inflows from business combination	2,508,530	58,787
Decrease (increase) in other financial assets	(3,457,214)	785,902
Prepayments for investments	98,211	(192,381)
Net cash flows used in investing activities	(15,434,108)	(19,212,324)
Cash flows from financing activities:		
Increase (decrease) in short-term loans	2,036,698	(3,011,698)
Repayments of long-term borrowings	(228,646)	(170,495)
Increase (decrease) in guarantee deposits	1,545,318	(34,658)
Repayment of the principal portion of lease liabilities	(194,191)	(203,538)
Cash dividends and capital surplus distribution	(8,551,737)	(9,101,175)
Proceeds from bonds offerings	-	46,812,845
Repayment of bonds	(2,748,404)	-
Acquisition of equity in subsidiaries from non-controlling interests	(66,839)	-
Other financing activities	370	683
Net cash flows (used in) generated from financing activities	(8,207,431)	34,291,964
Effect of exchange rate changes on cash and cash equivalents	970,555	(2,756,625)
Increase in cash and cash equivalents	16,129,948	43,305,316
Cash and cash equivalents at beginning of period	67,117,906	23,812,590
Cash and cash equivalents at end of period	\$ 83,247,854	67,117,906

See accompanying notes to consolidated financial statements.

Independent Auditors' Report

To the Board of Directors of Sino-American Silicon Products Inc.:

Opinion

We have audited the parent-company-only financial statements of Sino-American Silicon Products Inc. (“the Company”), which comprise the balance sheets as of December 31, 2022 and 2021, the statements of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the parent-company-only financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying parent-company-only financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2022 and 2021, and its financial performance and its cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the parent-company-only financial statements of the current period. 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. Based on our judgment, the key audit matters that should be disclosed in this report are as follows:

Evaluation of investments accounted for using equity method

For the accounting policies of the assessment of the investment under equity method, please refer to note 4(8) “Investment in associates” and note 4(9) “Investment in subsidiaries” of the parent-company-only financial statements; for the assessment of the investment under equity method, please refer to the parent-company-only financial statements of note 6(6) “Investments accounted for using equity method” .

Description of key audit matter:

The Company holds 51.17% of the shares in the equity investment subsidiary, GlobalWafers Co., Ltd. Given that most of the subsidiaries of GlobalWafers Co., Ltd. are mainly arising from business combinations, and GlobalWafers operates in an industry subjected to fluctuations in the market environment and other factors, the recognition of the revenue of subsidiaries and the assessment of goodwill impairment are important. It is considered to be one of the key areas in our audit.

How the matter was addressed in our audit:

The principal audit procedures performed for the recognition of revenue related to investees under equity method include understanding the accounting policies adopted for the revenue recognition; assessing the design of the internal control system of sales revenue; and testing selected samples of individual transactions to support the appropriateness of the recognition of revenue. The principal audit procedures for the goodwill impairment assessment include: assessing the cash generating unit that the management has identified to impair and indicators of impairment; assessing the reasonableness of the management's method of measuring the recoverable amount; assessing the accuracy of management's past forecasts; reviewing management's calculation of the recoverable amounts of cash generating units; evaluating various assumptions used for future cash flow projections and calculating recoverable amounts, and performing the sensitivity analysis of the key assumptions.

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

Management is responsible for the preparation and fair presentation of the parent-company-only financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and for such internal control as management determines is necessary to enable the preparation of 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 responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance (including the Audit Committee) are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Parent-Company-Only Financial Statements

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

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

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

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

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

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

The engagement partners on the audit resulting in this independent auditors' report are An-Chih Cheng and Mei-Yu Tseng.

KPMG

Taipei, Taiwan (Republic of China)
March 16, 2023

Notes to Readers

The accompanying parent-company-only financial statements are intended only to present the financial position, financial performance and cash flows in accordance with the 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 parent-company-only financial statements are those generally accepted and applied in the Republic of China.

The independent auditors' report and the accompanying parent-company-only financial statements are the English translation of the Chinese version prepared and used in the Republic of China. If there is any conflict between, or any difference in the interpretation of the English and Chinese language independent auditors' report and parent-company-only financial statements, the Chinese version shall prevail.

(English Translation of the Parent-Company-Only Financial Statements Originally Issued in Chinese)
Sino-American Silicon Products Inc.

Balance Sheets

December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

		December 31, 2022		December 31, 2021				December 31, 2022		December 31, 2021	
Assets		Amount	%	Amount	%			Amount	%	Amount	%
Current assets:						Liabilities and Equity					
1100	Cash and cash equivalents (note 6(1))	\$ 416,214	1	804,741	2	Current liabilities:					
1110	Financial assets at fair value through profit or loss — current (note 6(2))	-	-	117	-	2100	Short-term borrowings (note 6(10))	\$ 3,150,000	8	1,495,303	4
1136	Financial assets measured at amortized cost — current (notes 6(3) and 7)	331,609	1	331,609	1	2120	Financial liabilities at fair value through profit or loss — current (note 6(2))	1,219	-	152	-
1170	Notes and accounts receivable, net (notes 6(4) and (17))	805,367	2	570,238	2	2130	Contract liabilities — current (notes 6(17) and 7)	661,482	1	1,827,878	4
1180	Accounts receivable due from related parties, net (note 7)	1,128,486	3	2,908,809	7	2170	Notes and accounts payable	906,296	2	480,236	1
130X	Inventories (note 6(5))	1,089,216	2	723,885	2	2180	Accounts payable to related parties (note 7)	7,334	-	5,464	-
1421	Prepayments to suppliers	13,786	-	159,683	-	2201	Payroll and bonus payable	1,508,268	3	1,050,570	3
1479	Other current assets	75,761	-	201,512	-	2216	Dividends payable	1,875,909	4	2,051,776	5
Total current assets		3,860,439	9	5,700,594	14	2250	Provisions — current (note 6(12))	417,481	1	337,285	1
Non-current assets:						2399	Other current liabilities — other (notes 6(11), (17) and 7)	324,753	1	255,485	-
1550	Investments accounted for using equity method (notes 6(6) and 7)	37,485,104	84	31,639,209	78	Total current liabilities		8,852,742	20	7,504,149	18
1600	Property, plant and equipment (notes 6(7) and 7)	3,370,618	7	3,086,409	8	Non-Current liabilities:					
1755	Right-of-use assets (note 6(8))	123,081	-	150,628	-	2527	Contract liabilities — non-current (notes 6(17) and 7)	1,030,729	2	1,036,084	3
1780	Intangible assets (note 6(9))	19,749	-	-	-	2550	Provisions — non-current (note 6(12))	3,165,684	7	3,562,855	9
1900	Other non-current assets (note 6(13))	111,952	-	133,221	-	2600	Other non-current liabilities (notes 6(11) and (13))	96,109	-	125,271	-
1980	Other financial assets — non-current(note 8)	46,893	-	55,380	-	Total non-current liabilities		4,292,522	9	4,724,210	12
Total non-current assets		41,157,397	91	35,064,847	86	Total liabilities		13,145,264	29	12,228,359	30
						Equity (note 6(15)):					
						3110	Ordinary shares	5,862,217	13	5,862,217	14
						3200	Capital surplus	16,846,163	37	18,304,186	45
						3300	Retained earnings	15,138,189	34	9,809,686	24
						3400	Other equity interest	(5,973,997)	(13)	(5,439,007)	(13)
						Total equity		31,872,572	71	28,537,082	70
Total assets		\$ 45,017,836	100	40,765,441	100	Total liabilities and equity		\$ 45,017,836	100	40,765,441	100

See accompanying notes to parent-company-only financial statements.

(English Translation of the Parent-Company-Only Financial Statements Originally Issued in Chinese)
Sino-American Silicon Products Inc.

Statements of Comprehensive Income

For the years ended December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars, Except for Earnings Per Share)

		2022		2021	
		Amount	%	Amount	%
4000	Operating revenue (notes 6(17) and 7)	\$ 10,217,338	100	8,137,094	100
5000	Operating costs (notes 6(5), (7), (8), (9), (11), (12), (13), (18) and 7)	9,004,655	88	7,299,085	90
	Gross profit from operations	1,212,683	12	838,009	10
	Operating expenses (notes 6(8), (9), (11), (13), (18) and 7):				
6100	Selling expenses	80,315	1	68,293	1
6200	Administrative expenses	502,197	5	450,956	5
6300	Research and development expenses	93,932	1	70,624	1
	Total operating expenses	676,444	7	589,873	7
	Net operating income	536,239	5	248,136	3
	Non-operating income and expenses:				
7100	Interest income (notes 6(19) and 7)	27,100	-	12,892	-
7020	Other gains and losses (notes 6(20) and 7)	378,059	4	349,557	4
7050	Finance costs (notes 6(21) and 7)	(26,154)	-	(10,804)	-
7060	Share of profit of associates and associates accounted for using equity method (note 6(6))	7,760,113	76	6,214,916	77
		8,139,118	80	6,566,561	81
	Income before income tax	8,675,357	85	6,814,697	84
7950	Less: Income tax expenses (benefits) (note 6(14))	(40,454)	-	3,647	-
	Net income	8,715,811	85	6,811,050	84
8300	Other comprehensive income:				
8310	Items that will not be reclassified subsequently to profit or loss				
8311	Gains (losses) on remeasurements of defined benefit plans(note 6(13))	1,645	-	1,151	-
8316	Unrealized gains (losses) from investments in equity instruments measured at fair value through other comprehensive income (note 6(15))	-	-	(6,095)	-
8330	Share of other comprehensive income of subsidiaries and associates accounted for using equity method — components of other comprehensive income that will not be reclassified to profit or loss (notes 6(15) and (22))	(803,426)	(8)	620,144	7
		(801,781)	(8)	615,200	7
8360	Items that may be reclassified subsequently to profit or loss				
8361	Exchange differences on translation of foreign operations (note 6(15))	311,042	3	(2,591,182)	(32)
8380	Share of other comprehensive income of associates accounted for using equity method — components of other comprehensive income that may be reclassified to profit or loss (notes 6(15) and (22))	2,890	-	(2,098)	-
8399	Less: Income tax related to components of other comprehensive income that may be reclassified to profit or loss (note 6(14))	24,645	-	(12,784)	-
		289,287	3	(2,580,496)	(32)
8300	Other comprehensive income (after tax)	(512,494)	(5)	(1,965,296)	(25)
	Total comprehensive income	<u>\$ 8,203,317</u>	<u>80</u>	<u>4,845,754</u>	<u>59</u>
	Earnings per share (NT dollars) (note 6(16))				
9750	Basic earnings per share	\$ 14.87		11.62	
9850	Diluted earnings per share	\$ 14.75		11.56	

See accompanying notes to parent-company-only financial statements.

(English Translation of the Parent-Company-Only Financial Statements Originally Issued in Chinese)
Sino-American Silicon Products Inc.

Statements of Changes in Equity
For the years ended December 31, 2022 and 2021
(Expressed in Thousands of New Taiwan Dollars)

	Retained earnings					Other equity interest					
	Ordinary shares	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings	Total retained earnings	Exchange differences on translation of foreign financial statements	Gains (losses) on equity instrument measured at fair value through other comprehensive income	Others	Total other equity interest	Total equity
Balance at January 1, 2021	\$ 5,862,217	19,481,234	721,476	1,330,419	4,161,346	6,213,241	(2,325,038)	(1,070,453)	(375)	(3,395,866)	28,160,826
Net income for the year	-	-	-	-	6,811,050	6,811,050	-	-	-	-	6,811,050
Other comprehensive income for the year	-	-	-	-	72,164	72,164	(2,580,496)	543,036	-	(2,037,460)	(1,965,296)
Comprehensive income for the year	-	-	-	-	6,883,214	6,883,214	(2,580,496)	543,036	-	(2,037,460)	4,845,754
Appropriation and distribution of retained earnings:											
Legal reserve	-	-	621,310	-	(621,310)	-	-	-	-	-	-
Special reserve	-	-	-	23	(23)	-	-	-	-	-	-
Cash dividends of ordinary shares	-	-	-	-	(3,286,769)	(3,286,769)	-	-	-	-	(3,286,769)
Cash dividends from capital surplus	-	(1,989,226)	-	-	-	-	-	-	-	-	(1,989,226)
Changes in equity of associates accounted for using equity method	-	(60,171)	-	-	-	-	-	-	(5,681)	(5,681)	(65,852)
Conversion rights of subsidiay's convertible bonds	-	871,666	-	-	-	-	-	-	-	-	871,666
Others	-	683	-	-	-	-	-	-	-	-	683
Balance at December 31, 2021	5,862,217	18,304,186	1,342,786	1,330,442	7,136,458	9,809,686	(4,905,534)	(527,417)	(6,056)	(5,439,007)	28,537,082
Net income for the year	-	-	-	-	8,715,811	8,715,811	-	-	-	-	8,715,811
Other comprehensive income for the year	-	-	-	-	25,791	25,791	289,287	(827,572)	-	(538,285)	(512,494)
Comprehensive income for the year	-	-	-	-	8,741,602	8,741,602	289,287	(827,572)	-	(538,285)	8,203,317
Appropriation and distribution of retained earnings:											
Legal reserve	-	-	688,322	-	(688,322)	-	-	-	-	-	-
Special reserve	-	-	-	4,108,566	(4,108,566)	-	-	-	-	-	-
Cash dividends of ordinary shares	-	-	-	-	(3,413,099)	(3,413,099)	-	-	-	-	(3,413,099)
Cash dividends from capital surplus	-	(1,100,807)	-	-	-	-	-	-	-	-	(1,100,807)
Changes in equity of associates accounted for using equity method	-	(357,586)	-	-	-	-	-	-	3,295	3,295	(354,291)
Others	-	370	-	-	-	-	-	-	-	-	370
Balance at December 31, 2022	\$ 5,862,217	16,846,163	2,031,108	5,439,008	7,668,073	15,138,189	(4,616,247)	(1,354,989)	(2,761)	(5,973,997)	31,872,572

See accompanying notes to parent-company-only financial statements.

(English Translation of the Parent-Company-Only Financial Statements Originally Issued in Chinese)
Sino-American Silicon Products Inc.

Statements of Cash Flows

For the years ended December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

	<u>2022</u>	<u>2021</u>
Cash flows from operating activities:		
Income before income tax	\$ 8,675,357	6,814,697
Adjustments:		
Adjustments to reconcile profit (loss):		
Depreciation expenses	461,718	416,683
Amortization expenses	948	-
Net loss on financial assets or liabilities at fair value through profit or loss	1,184	35
Interest expense	26,154	10,804
Interest incomes	(27,100)	(12,892)
Shares of profit of subsidiaries and associates accounted for using equity method	(7,760,113)	(6,214,916)
Gains on disposal of property, plant and equipment	(11,219)	(9,353)
Gains on disposal of investments	(81,331)	(113,180)
Reversal gains of impairment losses recognized on financial assets	-	(3,454)
Recognition (reversal) of write-down of inventory	209,445	(15,053)
Recognition of impairment losses on non-financial assets	53,983	8,908
Reversal of provisions	(316,975)	(314,804)
Total adjustments	<u>(7,443,306)</u>	<u>(6,247,222)</u>
Changes in operating assets and liabilities:		
Notes and accounts receivable (including related parties)	(119,367)	(299,081)
Inventories	(574,776)	(252,384)
Prepayments	145,897	(113,477)
Other operating assets	126,840	(90,031)
Notes and accounts payable (including related parties)	417,457	(40,537)
Contract liabilities	(1,171,751)	1,688,108
Other operating liabilities	286,574	138,444
Total changes in operating assets and liabilities	<u>(889,126)</u>	<u>1,031,042</u>
Total adjustments	<u>(8,332,432)</u>	<u>(5,216,180)</u>
Cash inflow generated from operations	342,925	1,598,517
Interest received	21,522	10,984
Interest paid	(21,753)	(8,838)
Income taxes paid	(1,455)	(1,335)
Net cash flows generated from operating activities	<u>341,239</u>	<u>1,599,328</u>

(Continued)

See accompanying notes to parent-company-only financial statements.

(English Translation of the Parent-Company-Only Financial Statements Originally Issued in Chinese)
Sino-American Silicon Products Inc.

Statements of Cash Flows (Continued)

For the years ended December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

	<u>2022</u>	<u>2021</u>
Cash flows from investing activities:		
Acquisition of financial assets at amortized cost	-	(330,000)
Repayment at maturity of financial assets at amortized cost	-	280,000
Increase in intercompany loan	(111,761)	(573,508)
Acquisition of investments accounted for using equity method	(844,922)	(166,837)
Net cash flow from disposal of investments accounted for using equity method	153,268	128,629
Cash dividends from investment accounted for using equity method	3,829,112	4,198,336
Acquisition of property, plant and equipment	(714,641)	(212,997)
Proceeds from disposal of property, plant and equipment	3,012	20,297
Acquisition of intangible assets	(19,833)	-
Decrease (increase) in other financial assets	8,487	(12,816)
Decrease (increase) in prepayments for investments	3,411	(3,411)
Net cash flows generated from investing activities	<u>2,306,133</u>	<u>3,327,693</u>
Cash flows from financing activities:		
Increase in short-term loans	1,654,697	595,303
Decrease in payables to related parties	-	(192,610)
Increase in guarantee deposits	30,009	283
Repayment of the principal portion of lease liabilities	(31,202)	(31,833)
Cash dividends and capital surplus distribution	(4,689,773)	(5,275,995)
Others	370	683
Net cash flows used in financing activities	<u>(3,035,899)</u>	<u>(4,904,169)</u>
Net decrease (increase) in cash and cash equivalents	(388,527)	22,852
Cash and cash equivalents at beginning of period	<u>804,741</u>	<u>781,889</u>
Cash and cash equivalents at end of period	<u>\$ 416,214</u>	<u>804,741</u>

See accompanying notes to parent-company-only financial statements.

See accompanying notes to parent-company-only financial statements.

Attachment 4

Sino-American Silicon Products Inc. Profit Distribution Table Year 2022

(Unit: NT\$)

Items	Amount	
Beginning retained earnings		\$315,817,332
Plus (Less)		
Current change on defined benefit remeasurements	25,790,953	
2022 net income	8,715,810,863	8,741,601,816
Beginning unappropriated retained earnings		9,057,419,148
Plus (Less)		
Provision as legal reserve		
20221H accumulated provision	(308,613,795)	
2022 provision for discrepancy	(565,546,387)	(874,160,182)
Reversal (Provision) of equity deduction special reserve		
Prior period - 20221H accumulated provision	(1,385,536,137)	
2022 provision for discrepancy	850,546,105	(534,990,032)
Item of distribution		
Share dividends-cash		
2022 interim earnings that were distributed (NTD 2.37 per share)	(1,389,345,313)	
2022 earnings to be distributed (NTD 5.8 per share)	(3,400,085,575)	(4,789,430,888)
Ending unappropriated earnings		\$2,858,838,046
Note: The amount of cash dividends to be distributed are calculated according to the proportion recorded in the shareholder registry on the record date of distribution and rounded up by the unit of NT\$1 (less than NT\$1 is excluded), and the total amount of the distributive payments less than NT\$1 are included in other income.		

Chairperson: Hsiu-Lan Hsu

President: Cheng-chien Chen

Chief Accounting: Hsiu-Ling Hsu

Attachment 5

Sino-American Silicon Products Inc.

Comparison Chart of Procedures for Lending Funds to other Parties

Article	Before	After	Remark
5	<p>Review Process</p> <ol style="list-style-type: none"> When applying a loan from the Company, the borrower shall submit to the company/firm and financial information as well as an application form stating the purpose of the funds, duration and amount. After the financial department of the Company receives the application from the borrower, items to be reviewed are as follows: <ol style="list-style-type: none"> Necessity and rationality Reviews of the background investigation and risk estimation of the borrower. Impact to the operational risks, financial status and shareholders' equity of the Company. Necessity of requesting for a guarantee and value estimation review of the guarantee. Comply with the Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies and this Procedures. Restrictions aforesaid shall not be applied to borrowers from its subsidiaries. After reviewed by the financial department of the Company that the borrower is in need of the loan and capable of redemption, the financial department shall compile the review data and submit for the approval of more than half of all members of the audit committee before submitting to the board of 	<p>Review Process</p> <ol style="list-style-type: none"> When applying a loan from the Company, the borrower shall submit to the company/firm and financial information as well as an application form stating the purpose of the funds, duration and amount. After the financial department of the Company receives the application from the borrower, items to be reviewed are as follows: <ol style="list-style-type: none"> Necessity and rationality Reviews of the background investigation and risk estimation of the borrower. Impact to the operational risks, financial status and shareholders' equity of the Company. Necessity of requesting for a guarantee and value estimation review of the guarantee. Comply with the Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies and this Procedures. Restrictions aforesaid shall not be applied to borrowers from its subsidiaries. After reviewed by the financial department of the Company that the borrower is in need of the loan and capable of redemption, the financial department shall compile the review data and submit for the approval of more than half of all members of the audit committee before submitting to the board of 	<p>The party who will not be subject to the limit of collateral and guarantor is extended to all subsidiaries which are 100% held by the company</p>

	<p>directors for resolution. Without the consent of more than half of the members of the audit committee, it may be implemented with the consent of more than two-thirds of the directors, and the resolution shall be recorded in the minutes of the board of directors.</p> <p>4. Loans between the Company and its subsidiary or the subsidiaries themselves shall comply with the aforesaid procedures to submit to the board meeting for resolution of authorizing the chairman to execute appropriation or revolving the certain amount of the loan within one year to the same borrower. The so-called certain amount shall follow the Procedure and not exceed 10% of the net value in the latest financial performance of the company that provides the loan.</p> <p>5. After the loan is approved, the financial department shall inform the borrower to sign the contract before the expiry date including the amount, duration, interest, securities and guarantees etc. The aforesaid restriction on the securities and guarantees shall not apply for the loan between the overseas companies 100% owned by the Company or with the Company.</p> <p>(Omit)</p>	<p>directors for resolution. Without the consent of more than half of the members of the audit committee, it may be implemented with the consent of more than two-thirds of the directors, and the resolution shall be recorded in the minutes of the board of directors.</p> <p>4. Loans between the Company and its subsidiary or the subsidiaries themselves shall comply with the aforesaid procedures to submit to the board meeting for resolution of authorizing the chairman to execute appropriation or revolving the certain amount of the loan within one year to the same borrower. The so-called certain amount shall follow the Procedure and not exceed 10% of the net value in the latest financial performance of the company that provides the loan.</p> <p>5. After the loan is approved, the financial department shall inform the borrower to sign the contract before the expiry date including the amount, duration, interest, securities and guarantees etc. The aforesaid restriction on the securities and guarantees shall not apply for the loan between subsidiaries 100% owned by the Company or with the Company.</p> <p>(Omit)</p>	
6	<p>Internal Control</p> <p>1 The Company shall establish and maintain a reference book to record all its fund-lending information, including the identity of the borrower, amount, the date on which the</p>	<p>Internal Control</p> <p>1 The Company shall establish and maintain a reference book to record all its fund-lending information, including the identity of the borrower, amount, the date on which the</p>	Specify the fund lending violation in another paragraph to be more

	<p>lending was approved by the Board of Directors, dates to advance the amount of the loan and related information regarding the assessment in accordance with the relevant regulations of the Procedures.</p> <p>2 The internal auditing personnel of the Company shall audit the execution of the operation of lending of funds of the Company at least every quarter and produce a written auditing report. In the event of a material breach, the audit committee shall be notified in writing immediately. In case of any major violation, the manager and the organizer shall be punished according to the violation.</p> <p>3 If the borrower no longer meets the requirements of the Procedures, or the total outstanding lending amount exceeds the lending limit approved by the Board of Directors due to unforeseeable changes of circumstances, the Company shall produce an improvement plan and submit to the audit committee of the Company for review. The aforesaid improvement plan shall be accomplished according to the planned schedule thereof.</p>	<p>lending was approved by the Board of Directors, dates to advance the amount of the loan and related information regarding the assessment in accordance with the relevant regulations of the Procedures.</p> <p>2 The internal auditing personnel of the Company shall audit the execution of the operation of lending of funds of the Company at least every quarter and produce a written auditing report. In the event of a material breach, the audit committee shall be notified in writing immediately.</p> <p>3 The company shall proceed pursuant to the procedure when engaging in fund lending. In case of any major violation, the manager and the organizer shall be punished according to the violation.</p> <p>4 If the borrower no longer meets the requirements of the Procedures, or the total outstanding lending amount exceeds the lending limit approved by the Board of Directors due to unforeseeable changes of circumstances, the Company shall produce an improvement plan and submit to the audit committee of the Company for review. The aforesaid improvement plan shall be accomplished according to the planned schedule thereof.</p>	specific.
8	<p>1 After a loan has been disbursed by the Company, the financial, business, and credit condition of the borrower and the guarantor shall be monitored by the</p>	<p>1 After a loan has been disbursed by the Company, the financial, business, and credit condition of the borrower and the guarantor shall be monitored by the</p>	According to the "Q&A to Regulations Governing

	<p>finance department on a regular ongoing basis. If collateral has been provided, it shall be monitored for any changes in the collateral value. In the event of any material change, it shall immediately be reported to the chairman of the board of directors, and appropriate measures shall be taken in accordance with the chairman's instructions.</p> <p>2 If the borrower repays the loan when or before it becomes due, the interest payable shall first be calculated, and shall be paid together with the principal, before the promissory note and other related documents may be cancelled and returned to the borrower or the mortgage cancelled.</p> <p>3 When a loan becomes due, the borrower shall promptly repay the principal and interest in full. <u>If the borrower is unable to make repayment on the due date and deferral is required, the application for deferral shall be made in advance, and submitted to the board of directors for approval before implementation. For any given repayment, deferral shall not exceed three months, and only one deferral may be given.</u> In the event of breach, the Corporation may duly dispose of, or pursue recovery from, the borrower's collateral or guarantor.</p>	<p>finance department on a regular ongoing basis. If collateral has been provided, it shall be monitored for any changes in the collateral value. In the event of any material change, it shall immediately be reported to the chairman of the board of directors, and appropriate measures shall be taken in accordance with the chairman's instructions.</p> <p>2 If the borrower repays the loan when or before it becomes due, the interest payable shall first be calculated, and shall be paid together with the principal, before the promissory note and other related documents may be cancelled and returned to the borrower or the mortgage cancelled.</p> <p>3 When a loan becomes due, the borrower shall promptly repay the principal and interest in full. In the event of breach, the Corporation may duly dispose of, or pursue recovery from, the borrower's collateral or guarantor.</p>	<p>Loaning of Funds and Making of Endorsements/Guarantees by Public Companies ", because the short-term loaning with others expires in 1 year and could not be repaid without actual cash flow, the statement that the board of directors may agree to extend the loan period is deleted.</p>
11	(Omit)	<p>(Omit)</p> <p><u>The 12th amendment was made on June 23, 2023.</u></p>	Add amendment date

Attachment 6

Sino-American Silicon Products Inc. Comparison Chart of Procedures for Endorsement and Guarantee

Article	Before	After	Remark
6	<p>Any endorsement/guarantee provided by the Company shall require the approval of one-half or more of all audit committee members, and furthermore shall be submitted for a resolution by the board of directors, if the approval of one-half or more of all audit committee members as required is not obtained, the endorsement/guarantee may be implemented if approved by two-thirds or more of all directors, and the resolution of the audit committee shall be recorded in the minutes of the board of directors meeting. A pre-determined limit of US\$1 million delegated to the Chairman by the Board of Directors to facilitate execution and such endorsement/guarantee shall be reported to the most upcoming Shareholders' Meeting for ratification.</p> <p>Before each of the companies, in which the Company holds more than 90% voting shares directly or indirectly, may make endorsements and/or guarantees for each other in accordance of Article 2, the proposal shall be submitted to the Board of Directors for approval. The limits to the companies in which the Company holds 100% of the voting shares directly or indirectly do not follow the same rule.</p>	<p>Any endorsement/guarantee provided by the Company shall require the approval of one-half or more of all audit committee members, and furthermore shall be submitted for a resolution by the board of directors, if the approval of one-half or more of all audit committee members as required is not obtained, the endorsement/guarantee may be implemented if approved by two-thirds or more of all directors, and the resolution of the audit committee shall be recorded in the minutes of the board of directors meeting. A pre-determined limit of US\$1 million delegated to the Chairman by the Board of Directors to facilitate execution and such endorsement/guarantee shall be reported to the most upcoming Shareholders' Meeting for ratification. <u>The limit of the above authorization is US\$10 million to the subsidiaries in which the Company holds 100% of the voting shares directly or indirectly.</u></p> <p>Before each of the companies, in which the Company holds more than 90% voting shares directly or indirectly, may make endorsements and/or guarantees for each other in accordance of Article 2, the proposal shall be submitted to the Board of Directors for approval. The limits to the companies in which the Company holds 100% of the voting shares directly or indirectly do not follow the same rule.</p>	Regulate the authorization limit of the subsidiaries in which the Company holds 100% of the voting shares to cope with group operation and subsidiary management.
13	(omit)	(omit)	Add amendment

		<u>The 11th amendment was made on June 21, 2023.</u>	date
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Attachment 7

Sino-American Silicon Products Inc.

Director (Includes Independent Director) Candidates

Position	Name	Major Education/ Work Experience	Current Occupation	Shareholdings
Director	Hsiu-lan Hsu	<ul style="list-style-type: none"> ● M.S. in computer science from University of Illinois ● President of Sino-American Silicon Inc. ● Chairperson of GlobalWafers Co., Ltd. 	<ul style="list-style-type: none"> ● Chairperson and CEO of Sino-American Silicon Products Inc. ● Chairman and CEO of GlobalWafers Co., Ltd. ● Representative of legal director of Actron Technology Corporation ● Director of Crystalwise Technology ● Representative of legal director of Advanced Wireless Semiconductor Company ● Chairperson of Taiwan Speciality Chemicals Corp. ● Chairperson of Sunrise PV Three Co., Ltd. ● Chairperson of Sunrise PV Four Co., Ltd. ● Chairperson of SAS Capital Co., Ltd. ● Chairperson of GWC Capital Co., Ltd ● Chairperson of Sustainable Energy Solution Co., Ltd. ● Representative of legal director of SAS Sunrise Inc. ● Director of GlobalSemiconductor Inc. ● Chairperson and CEO of GlobiTech Incorporated ● Chairperson of GlobalWafers Japan Co., Ltd. ● Vice chairperson of Kunshan Sino Silicon Co., Ltd. ● Chairperson of Topsil GlobalWafers A/S ● Director of GlobalWafers Singapore Pte. Ltd. ● Director of GlobalWafers B.V. ● Chairperson of MEMC Japan Ltd. ● Director of MEMC Korea Company ● Chairperson of GlobalWafers America, LLC 	2,971,085

Director	Tan-liang Yao	<ul style="list-style-type: none"> ● MBA from Tamkang University ● AVP of Lite-On Technology Corp. ● President of Sino-American Silicon Products Inc. 	<ul style="list-style-type: none"> ● Vice chairman of Sino-American Silicon Products Inc. ● Representative of legal director of GlobalWafers Co., Ltd. ● Chairman and CEO of Actron Technology Corporation ● Chairman and CEO of Crystalwise Technology ● Representative of legal director of Advanced Wireless Semiconductor Company ● Representative of legal director of Taiwan Speciality Chemicals Corp. ● Representative of legal director of Sunrise PV Three Co., Ltd. ● Representative of legal director of SAS Capital Co., Ltd. ● Representative of legal director of GWC Capital Co., Ltd. ● Director of Yuan Hong Technical Materials Ltd. ● Director of Shanghai Zhaoye Shenkai Electron Material Limited Company ● Representative of legal director of Rec Technology Co. ● Representative of legal director of Ding-Wei Technology Co., Ltd. ● Chairman of Kunshan Sino Silicon Technology co., Ltd. ● Director of GlobiTech Incorporated ● Director of GlobalWafers Japan Co., Ltd. ● Director of GlobalWafers Singapore Pte. Ltd. ● Director of GlobalWafers America, LLC. 	3,090,395
Director	Ming-kung Lu	<ul style="list-style-type: none"> ● Honorary Doctor of Engineering of NCTU ● ITRI Laureate ● President of Lite-On Semiconductor Corp. ● President of Xuxing Science and Technology Corp. ● Vice president of Xuli Corp 	<ul style="list-style-type: none"> ● Director of Sino-American Silicon Products Inc. ● Director of Actron Technology Corp. ● Representative of legal director of GlobalWafers Co., Ltd. ● Representative of legal 	11,225,000

		<ul style="list-style-type: none"> ● Chairman of Sino-American Silicon Products Inc. ● Chairman of Actron Technology Corporation 	<ul style="list-style-type: none"> director of SAS Capital Co., Ltd. ● Representative of legal director of GWC Capital Co., Ltd ● Independent Director of Lite-On Technology Corp. ● Representative of legal director of Formerica Optoelectronic Inc. ● Chairman of Bigbest Solutions, Inc. ● Chairman of Rec Technology Co., Ltd. 	
Director	Wen-huei Tsai	<ul style="list-style-type: none"> ● Accounting department of NCCU ● Director of Advanced Wireless Semiconductor Company ● Director of ENE Technology Inc.s 	<ul style="list-style-type: none"> ● Director of Sino-American Silicon Products Inc. ● Director of Advanced Wireless Semiconductor Company 	3,006,191
Director	Feng-ming Chang	<ul style="list-style-type: none"> ● M.S. in Electrical and Computer Engineering of University of Southern California ● M.S. in Economics of Texas A&M University ● Director of TECO Electric & Machinery Co., Ltd. ● Director of Syntec Scientific Corporation 	<ul style="list-style-type: none"> ● Chairman of Merle Co., Ltd. ● Chairperson of Song Luo Co., Ltd. 	6,000,000
Director	Kai Jiang Co., Ltd.	<ul style="list-style-type: none"> ● Director of Sino-American Silicon Products Inc. ● Director of Actron Technology Corporation 	<ul style="list-style-type: none"> ● Director of Sino-American Silicon Products Inc. 	2,130,000
Director	Kun-chang Investment Company	<ul style="list-style-type: none"> ● Director of Sino-American Silicon Products Inc. 	<ul style="list-style-type: none"> ● Director of Sino-American Silicon Products Inc. ● Director of Shin Puu Technology 	2,202,100
Independent Director	Jin-Tang Liu	<ul style="list-style-type: none"> ● Department of Accounting of Tamkang University ● Accountant of KPMG International Cooperative ● Director of 21st Taiwan Provincial CPA Association 	<ul style="list-style-type: none"> ● Independent Director of Prolific Technology Inc. ● Independent Director of Unizyx Holding Corporation 	0
Independent Director	Hao-chung Kuo	<ul style="list-style-type: none"> ● Ph.D. in Electrical and Computer Engineer of University of Illinois –Urbana 	<ul style="list-style-type: none"> ● Distinguished Professor in Department of Photonics of National Chiao Tung University 	0
Independent Director	Shao-lun Li	<ul style="list-style-type: none"> ● Ph.D. in Materials Science and Engineering of University of California 	<ul style="list-style-type: none"> ● Director of IC Broadcasting Co., Ltd. ● Vice President of VIA 	0

		<ul style="list-style-type: none"> ● Executive Vice President of Lam Research Corporation ● Director of TVBS Media Inc. ● President of Chander Electronics Corp. ● Supervisor(Legal Representative) of HTC Corporation 	<ul style="list-style-type: none"> Technologies, Inc. ● Director of Love Foundation and The Chinese Faith Hope and Love Foundation ● Chairperson of VTron Technology Consultancy Co., Ltd. 	
Independent Director	Chien-Yung Ma	<ul style="list-style-type: none"> ● Master in Institute of Materials Engineering of National Taiwan University ● Ph.D., Metallurgy, Universität Stuttgart, Germany ● (Max-Planck Institut für Metallforschung) ● Teaching assistant of Materials Group, Department of Mechanical Engineering, Chung Cheng Institute of Technology ● Assistant engineer in Materials Development Center of National Chung Shan Institute of Science and Technology ● Instructor in Mechanics Materials Group of Chung Cheng Institute of Technology ● Associate Researcher/ Group Leader, Institute of Materials and Optoelectronics in Center of National Chung Shan Institute of Science and Technology ● Professional director in Micro Electromechanical Division of Walsin Lihwa Corp. ● President of TMT (WALSIN) ● President of Solar Applied Materials Technology Co. ● Chairman of Solar Applied Materials Tech. Corp. ● Chairman of Forcera Materials Co., Ltd. 	<ul style="list-style-type: none"> ● Director of Solar Applied Materials Tech. Corp. ● Director of Highlight Tech. Corp. ● Chairman of Forcera Materials Co., Ltd ● Director of Yu Tay Vacuum Co., Ltd. 	0

Appendix 1

Sino-American Silicon Products Inc. Rules and Procedures of Shareholders' Meeting

Article 1

To establish a strong governance system and sound supervisory capabilities for the Company's shareholders meetings, and to strengthen management capabilities, these Rules are adopted pursuant to Article 5 of the Corporate Governance Best-Practice Principles for TWSE/GTSM Listed Companies.

Article 2

The rules of procedures for the Company's shareholders meetings, except as otherwise provided by law, regulation, or the articles of incorporation, shall be as provided in these Rules.

Article 3

Unless otherwise provided by law or regulation, the Company's shareholders meetings shall be convened by the board of directors.

Any change to the convention method of the Company's shareholders' meetings shall be resolved by the board of directors, and no later than mailing the shareholders' meeting notice.

The Company shall prepare electronic versions of the shareholders meeting notice and proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors, and upload them to the Market Observation Post System (MOPS) before 30 days before the date of a regular shareholders meeting or before 15 days before the date of a special shareholders meeting. The Company shall prepare electronic versions of the shareholders meeting agenda and supplemental meeting materials and upload them to the MOPS before 21 days before the date of the regular shareholders meeting or before 15 days before the date of the special shareholders meeting. However, where the Company's paid-in capital of NT\$10 billion or more as of the last day of the most recent fiscal year, or aggregate shareholding percentage of foreign investors and Mainland Chinese investors of 30% or more as recorded in the shareholders' register at the time a regular shareholders' meeting is convened in the most recent year, the electronic files shall be transmitted 30 days prior to the regular shareholders' meeting. In addition, before 15 days before the date of the shareholders meeting, the Company shall also have prepared the shareholders meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at the Company and the professional shareholder services agent designated thereby.

The agenda handbook and meeting supplemental information in the preceding paragraph shall be provided to the shareholders for reference on the date of the shareholders' meeting in the following manners:

1. For the physical shareholders' meeting, such information shall be distributed at the site of the meeting.
2. For the video-assisted shareholders' meeting, such information shall be distributed at the site of the meeting, and transmitted to the video conference platform as electronic files.
3. Where a shareholders' meeting is convened in the manner of video conference, such information shall be transmitted to the video conference platform as electronic files.

The reasons for convening a shareholders meeting shall be specified in the meeting notice and public announcement. With the consent of the addressee, the meeting notice may be given in electronic form.

Election or dismissal of directors, amendments to 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, the dissolution, merger, or demerger of the corporation, or any matter under Article 185, paragraph 1 of the Company Act, Articles 26-1 and 43-6 of the Securities Exchange Act, Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be set out and the essential contents explained in the notice of the reasons for convening the shareholders meeting. None of the above matters may be raised by an extraordinary motion.

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

A shareholder holding one percent or more of the total number of issued shares may submit to the Company a proposal for discussion at a regular shareholders meeting. The number of items so proposed is limited to one only, and no proposal containing more than one item will be included in the meeting agenda. When the circumstances of any subparagraph of Article 172-1, paragraph 4 of the Company Act apply to a proposal put forward by a shareholder, the board of directors may exclude it from the agenda.

A shareholder may propose a recommendation for urging the Company to promote public interests or fulfill its social responsibilities, provided procedurally the number of items so proposed is limited only to one in accordance with Article 172-1 of the Company Act, and no proposal containing more than one item will be included in the meeting agenda.

Prior to the book closure date before a regular shareholders meeting is held, the Company shall publicly announce its acceptance of shareholder proposals in writing or electronically, and the location and time period for their submission; the period for submission of shareholder proposals may not be less than 10 days.

Shareholder-submitted proposals are limited to 300 words, and no proposal containing more than 300 words will be included in the meeting agenda. The shareholder making the proposal shall be present in person or by proxy at the regular shareholders meeting and take part in discussion of the proposal.

Prior to the date for issuance of notice of a shareholders meeting, the Company shall inform the shareholders who submitted proposals of the proposal screening results and shall list in the meeting notice the proposals that conform to the provisions of this article. At the shareholders meeting the board of directors shall explain the reasons for exclusion of any

shareholder proposals not included in the agenda.

Article 4

For each shareholders meeting, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by the Company and stating the scope of the proxy's authorization.

A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders meeting, and shall deliver the proxy form to the Company before five days before the date of the shareholders meeting. When duplicate proxy forms are delivered, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment.

After a proxy form has been delivered to the Company, if the shareholder intends to attend the meeting in person or to exercise voting rights by correspondence or electronically, a written notice of proxy cancellation shall be submitted to the Company before two business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

After a proxy form has been delivered to the Company, if the shareholder intends to attend the meeting in the manner of video conference, a written notice of proxy cancellation shall be submitted to the Company two business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

Article 5

The venue for a shareholders meeting shall be the premises of the Company, or a place easily accessible to shareholders and suitable for a shareholders meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m. Full consideration shall be given to the opinions of the independent directors with respect to the place and time of the meeting.

When the Company convenes the video shareholders' meetings, the restrictions of convention location in the preceding paragraph do not apply.

Article 6

The Company shall specify in its shareholders meeting notices the time during which shareholder attendance registrations will be accepted, the place to register for attendance, and other matters for attention.

The time during which shareholder attendance registrations will be accepted, as stated in the preceding paragraph, shall be at least 30 minutes prior to the time the meeting commences. The place at which attendance registrations are accepted shall be clearly marked and a sufficient number of suitable personnel assigned to handle the registrations. The time during which shareholder attendance registrations will be accepted at the video conference platform shall be at least 30 minutes prior to the time the meeting commences. The shareholders accepted are deemed to attend the shareholders' meeting in person.

Shareholders and their proxies (collectively, "shareholders") shall attend shareholders

meetings based on attendance cards, sign-in cards, or other certificates of attendance. The Company may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification.

The Company accepts the sign-in cards turned in by shareholders instead of the attendance book.

The Company shall furnish attending shareholders with the meeting agenda book, annual report, attendance card, speaker's slips, voting slips, and other meeting materials. Where there is an election of directors, pre-printed ballots shall also be furnished.

When the government or a juristic person is a shareholder, it may be represented by more than one representative at a shareholders meeting. When a juristic person is appointed to attend as proxy, it may designate only one person to represent it in the meeting.

Where the Company convenes the video shareholders' meetings, and shareholders intend to attend in the manner of video conference shall register with the Company at least two days prior to the meeting date.

Where the Company convenes the video shareholders' meetings, the Company shall upload the agenda handbook, annual reports and other related information to the video conference platform for the shareholders' meeting, at least 30 minutes prior to the time the meeting commences, and retain the disclosure of such until the meeting ends.

Article 6-1

Where the Company convenes the video shareholders' meetings, the meeting notice shall specify the following matters:

1. The method for shareholders to attend the video conference and exercise their rights.
2. The handling method when the video conference platform or participation in the manner of video conference fails due to force majeure, such as natural disasters or incidents, and the follows shall be at least included:
 - (1) Time and date for the postponement or re-convention when the aforesaid continual failure cannot be eliminated and thus a postponement or re-convention is required.
 - (2) The shareholders who have not registered to attend the first shareholders' meeting via video conference must not attend the postponed or re-convened meeting.
 - (3) Where the Company convenes the video-assisted shareholders' meetings, and when the video meeting could not be continued, if the total attending shares still meet the statutory quorum for shareholders' meeting commencement after deducting these shares held by the shares attending the meeting via video conference, the meeting shall continue; the shares held by the shareholders attending the meeting via video conference shall be included in the total shares of the attending shareholders, but deemed abstaining for all proposals in the concerned shareholders' meeting.
 - (4) The handling method where the results of all proposals are announced but the extempore motions have not proceeded.

3. Where the Company convenes the video shareholders' meetings, the proper alternatives provided for the shareholders having difficulties attending in the manner of a video conference shall be specified.

Article 7

If a shareholders meeting is convened by the board of directors, the meeting shall be chaired by the chairperson of the board. When the chairperson of the board is on leave or for any reason unable to exercise the powers of the chairperson, the vice chairperson shall act in place of the chairperson; if there is no vice chairperson or the vice chairperson also is on leave or for any reason unable to exercise the powers of the vice chairperson, the chairperson shall appoint one of the managing directors to act as chair, or, if there are no managing directors, one of the directors shall be appointed to act as chair. Where the chairperson does not make such a designation, the managing directors or the directors shall select from among themselves one person to serve as chair.

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

It is advisable that shareholders meetings convened by the board of directors be chaired by the chairperson of the board in person and attended by a majority of the directors, at least one supervisor in person, and at least one member of each functional committee on behalf of the committee. The attendance shall be recorded in the meeting minutes.

If a shareholders meeting is convened by a party with power to convene but other than the board of directors, the convening party shall chair the meeting. When there are two or more such convening parties, they shall mutually select a chair from among themselves.

The Company may appoint its attorneys, certified public accountants, or related persons retained by it to attend a shareholders meeting.

Article 8

The Company shall make an audio and video recording of the shareholders meeting.

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

Where the Company convenes the video shareholders' meetings, the Company shall record and retain the records of the registration, enrollment, acceptance, inquiries, voting, and the results of vote calculation, and continuously record the video conference thoroughly, both audio and video.

The records and audio- and video recordings in the preceding paragraphs shall be properly retained during the Company's survival period, and the audio- and video recordings are provided to the organizer of the video conference for custody.

Article 9

Attendance at shareholders meetings shall be calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the

attendance book and sign-in cards handed in and shares registered at the video conference platform, plus the number of shares whose voting rights are exercised by correspondence or electronically.

The chair shall call the meeting to order at the appointed meeting time.

However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined total of no more than one hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chair shall declare the meeting adjourned. Where the Company convenes the video shareholders' meetings, the Company shall announce the meeting adjournment on the video conference platform.

If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within one month. Where the Company convenes the video shareholders' meetings, and shareholders intend to attend in the manner of video conference shall register again with the Company per Article 6.

When, prior to conclusion of the meeting, the attending shareholders represent a majority of the total number of issued shares, the chair may resubmit the tentative resolution for a vote by the shareholders meeting pursuant to Article 174 of the Company Act.

Article 10

If a shareholders meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. Votes shall be cast on the proposals in the agenda. The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders meeting.

The provisions of the preceding paragraph apply mutatis mutandis to a shareholders meeting convened by a party with the power to convene that is not the board of directors.

The chair may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs, except by a resolution of the shareholders meeting. If the chair declares the meeting adjourned in violation of the rules of procedure, the other members of the board of directors shall promptly assist the attending shareholders in electing a new chair in accordance with statutory procedures, by agreement of a majority of the votes represented by the attending shareholders, and then continue the meeting.

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

Article 11

Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, his/her shareholder account number (or attendance card number), and account

name. The order in which shareholders speak will be set by the chair.

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

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

When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chair and the shareholder that has the floor; the chair shall stop any violation.

When a juristic person shareholder appoints two or more representatives to attend a shareholders meeting, only one of the representatives so appointed may speak on the same proposal.

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

Where the Company convenes the video shareholders' meetings, the shareholders attending in the manner of video conference may inquire with text at the video conference platform of the meeting since the chair announces the meeting commencement till the adjournment. No more than two inquiries shall be raised for each proposal, and the maximum length is 200 words. Paragraphs 1 to 5 are not applicable.

Article 12

Voting at a shareholders meeting shall be calculated based the number of shares.

With respect to resolutions of shareholders meetings, the number of shares held by a shareholder with no voting rights shall not be calculated as part of the total number of issued shares.

When a shareholder is an interested party in relation to an agenda item, and there is the likelihood that such a relationship would prejudice the interests of the Company, that shareholder may not vote on that item, and may not exercise voting rights as proxy for any other shareholder.

The number of shares for which voting rights may not be exercised under the preceding paragraph shall not be calculated as part of the voting rights represented by attending shareholders.

With the exception of a trust enterprise or a shareholder services agent approved by the competent securities authority, when one person is concurrently appointed as proxy by two or more shareholders, the voting rights represented by that proxy may not exceed three percent of the voting rights represented by the total number of issued shares. If that percentage is exceeded, the voting rights in excess of that percentage shall not be included in the calculation.

Article 13

A shareholder shall be entitled to one vote for each share held, except when the shares are restricted shares or are deemed non-voting shares under Article 179, paragraph 2 of the Company Act.

When the Company holds a shareholder meeting, it shall adopt exercise of voting rights by electronic means and may adopt exercise of voting rights by correspondence. When voting rights are exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders meeting notice. A shareholder exercising voting rights by correspondence or electronic means will be deemed to have attended the meeting in person, but to have waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting; it is therefore advisable that the Company avoid the submission of extraordinary motions and amendments to original proposals.

A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph shall deliver a written declaration of intent to the Company before two days before the date of the shareholders meeting. When duplicate declarations of intent are delivered, 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, in the event the shareholder intends to attend the shareholders meeting in person or in visual communication network, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to the Company, by the same means by which the voting rights were exercised, before two business days before the date of 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 both by correspondence or electronic means and by appointing a proxy to attend a shareholders meeting, the voting rights exercised by the proxy in the meeting shall prevail.

Except as otherwise provided in the Company Act and in the Company's Articles of Incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. When voting, shareholders shall vote by poll. After the conclusion of the meeting, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be entered into the MOPS.

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

Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chair, provided that all monitoring personnel shall be shareholders of the Company.

Vote counting for shareholders meeting proposals or elections shall be conducted in public at the place of the shareholders meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on-site at the meeting, and a record made of the vote.

Where the Company convenes the video shareholders' meetings, the shareholders attending

in the manner of video conference shall vote via the video conference platform for each proposal and election after the Chairman declares the meeting commencement. Such voting shall be completed before the Chairman declares the end of voting; anyone who misses the deadline is deemed giving up their right.

Where the Company convenes the video shareholders' meetings, the votes shall be calculated at once upon the end of voting declared by the chair, and announce the results of voting or elections.

Where the Company convenes the video-assisted shareholders' meetings, the shareholders who already have registered to attend the meeting in the manner of video conference pursuant to Article 6, but then intend to attend the off-line shareholders' meeting in person, shall withdraw the registration in the same manner of registration two days prior to the shareholders' meeting date; these who miss the deadline may only attend the shareholders' meeting in the manner of a video conference.

Those who exercise the vote in the manner of writing or electronic method, without withdrawing their expressions of intents, and attending the meeting in the manner of video conference, other than the extempore motions, must not exercise the votes to the original proposal, propose any amendment to the original proposal, or exercise the votes to the amendment to the original proposal.

Article 14

The election of directors at a shareholders meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, and the voting results shall be announced on-site immediately, including the names of those elected as directors and the numbers of votes with which they were elected.

The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the ballots shall be retained until the conclusion of the litigation.

Article 15

Matters relating to the resolutions of a shareholders meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion 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 means of a public announcement made through the MOPS

The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their voting results (including the number of voting rights), and disclose the number of voting rights won by each candidate in the event of an election of directors. The minutes shall be retained for the duration of the existence of the Company.

Where the Company convenes the video shareholders' meetings, other than the matters to be recorded as required in the preceding paragraph, the starting and ending time of the shareholders' meeting, convening method of the meeting, names of the chair and

record-keeper, and the handling methods when the video conference platform or participation in the manner of video conference fails due to force majeure, such as natural disasters or incidents.

Where the Company convenes the video shareholders' meetings, other than complying with the preceding paragraph, the minutes shall also specify the alternatives for the shareholders having difficulties attending in the manner of video conference.

Article 16

On the day of a shareholders meeting, the Company shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation and the number of shares represented by proxies, and shares attended by shareholders in writing or electronic way and shall make an express disclosure of the same at the place of the shareholders meeting. Where the Company convenes the video shareholders' meetings, the Company shall upload aforementioned information to the video conference platform for the shareholders' meeting, at least 30 minutes prior to the time the meeting commences, and retain the disclosure of such until the meeting ends.

Where the Company convenes the video shareholders' meetings, the total shares held by the shareholders attending the meeting shall be disclosed on the video conference platform. If the total shares and voting rights of the attending shareholders are counted during the meeting, the same applies.

Article 17

Staff handling administrative affairs of a shareholders meeting shall wear identification cards or arm bands.

The chair may direct the proctors or security personnel to help maintain order at the meeting place. When proctors or security personnel help maintain order at the meeting place, they shall wear an identification card or armband bearing the word "Proctor."

At the place of a shareholders meeting, if a shareholder attempts to speak through any device other than the public address equipment set up by the Company, the chair may prevent the shareholder from so doing.

When a shareholder violates the rules of procedure and defies the chair's correction, obstructing the proceedings and refusing to heed calls to stop, the chair may direct the proctors or security personnel to escort the shareholder from the meeting.

Article 18

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

If the meeting venue is no longer available for continued use and not all of the items on the meeting agenda have been addressed, the shareholders meeting may adopt a resolution to resume the meeting at another venue.

A resolution may be adopted at a shareholders meeting to defer or resume the meeting within five days in accordance with Article 182 of the Company Act.

Article 19

Where the shareholders' meetings are convened in the manner of video conference, the Company shall, in real-time, disclose the voting result of each proposal and election results at the video conference platform for the shareholders' meeting, and retain the disclosure at least 15 minutes after the chair declares adjournment.

Article 20

When the Company convenes the video shareholders' meetings, the chair and the record-keeper shall be at the same location in Taiwan.

Article 21

Where the shareholders' meeting is convened in the manner of video conference, the chair, when declaring the meeting commencement, shall also declare the events not requiring postponement or re-convention specified in Paragraph 4, Article 44-20 of the Regulations Governing the Administration of Shareholder Services of Public Companies; before the chair declares the adjournment, in the event where the video conference platform or the participation in the video conference fails for 30 minutes or more due to natural disasters, incidents, or other force majeure, the date of the shareholders' meeting postponed to, or re-convened shall be within five days, and Article 182 of the Company Act shall not apply.

Where the meeting is to be postponed or re-convened as specified in the preceding paragraph, the shareholders who have not registered to attend the first shareholders' meeting via the video conference must not attend the postponed or re-convened meeting.

For the meeting is to be postponed or re-convened as specified in Paragraph 1, the shareholders who registered to attend the original meeting via the video conference, and have completed the acceptance, but do not attend the postponed or re-convened meeting, their attending shares at the original meeting, the exercised voting right and election right, shall be counted into the total shares, voting rights, and election rights of the attending shareholders in the postponed or re-convened meeting.

The postponement or re-convention of shareholders' meetings conducted per Paragraph 1 needs not again discuss and resolve the proposal that has completed voting and vote calculation, with the announcement of voting results, or the list of elected directors.

Where the Company convenes the video-assisted shareholders' meetings, and when the video meeting is discontinued as specified in Paragraph 1 and the total attending shares still meet the statutory quorum for shareholders' meeting commencement, the postponement or re-convention of the meeting per Paragraph 1 is not required.

Under the circumstances to continue the meeting as specified in the preceding paragraph, the shares held by the shares attending the meeting via video conference shall be included in the total shares of the attending shareholders, but deemed abstaining from all proposals in the concerned shareholders' meeting.

Where the Company postpones or re-convenes any shareholders' meeting as specified in

Paragraph 1, the pre-requisite operations shall be conducted based on the original shareholders' meeting date, and pursuant to Paragraph 7, Article 44-20 of the Regulations Governing the Administration of Shareholder Services of Public Companies.

For the periods specified in the latter part of Article 12 and Paragraph 3 of Article 13 of the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, Paragraph 2 of Article 44-5, Article 44-15, Paragraph 1 of Article 44-17 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall proceed on the date of the postponed or re-convened shareholders' meeting per Paragraph.

Article 22

Where the Company convenes the video shareholders' meetings, the proper alternatives shall be provided for the shareholders having difficulties attending in the manner of video conference.

Article 23

These Rules shall take effect after having been submitted to and approved by a shareholders meeting. Subsequent amendments thereto shall be effective in the same manner.

Article 24

The Rules of Procedure for Shareholders Meetings is approved on June 23rd, 2022.

Appendix 2

Sino-American Silicon Products Inc. Articles of Incorporation

Chapter I. General Provisions

Article 1

This Company is duly incorporated under the provisions set forth in the Company Law, and its full name in Chinese language is 中美矽晶製品股份有限公司, and Sino-American Silicon Products Inc. in English language.

Article 2

The Company shall engage in the following business:

- CC01080 Electronic Parts and Components Manufacturing
- C801990 Other Chemical Materials Manufacturing
- IG03010 Energy-related Technology and Service
- F119010 Electronic Materials Wholesale (restricted to areas outside Hsinchu Science Park)
- F219010 Electronic Materials Retail (restricted to areas outside Hsinchu Science Park)
- F401010 International Trade
- A101020 Growing of Crops (restricted to areas outside Hsinchu Science Park)
- A102020 Agricultural Products Preparations (restricted to areas outside Hsinchu Science Park)
- A102050 Crops Cultivation (restricted to areas outside Hsinchu Science Park)
- A102060 Food Dealers (restricted to areas outside Hsinchu Science Park)
- A199990 Other Agriculture (restricted to areas outside Hsinchu Science Park)
- A301030 Aquaculture (restricted to areas outside Hsinchu Science Park)
- A301040 Recreational Fishery (restricted to areas outside Hsinchu Science Park)
- A302010 Overseas Fisheries Cooperation (restricted to areas outside Hsinchu Science Park)
- A302020 Fisheries Service (restricted to areas outside Hsinchu Science Park)
- A399990 Other Fisheries (restricted to areas outside Hsinchu Science Park)
- C103050 Manufacturing of Canning, Freezing, Dehydration, Pickled of Food (restricted to areas outside Hsinchu Science Park)
- CC01010 Manufacture of Power Generation, Transmission and Distribution Machinery
- D101060 Self-usage power generation equipment utilizing renewable energy industry
- E601010 Electric Appliance Construction
- E603010 Cable Installation Engineering
- F101050 Wholesale of Fishery Products (restricted to areas outside Hsinchu Science Park)

F101990 Wholesale of Other Agricultural, Livestock and Aquatic Products (restricted to areas outside Hsinchu Science Park)

F213040 Retail Sale of Precision Instruments (restricted to areas outside Hsinchu Science Park)

H703100 Real Estate Leasing (restricted to areas outside Hsinchu Science Park)

I101070 Agriculture, Forestry, Fishing and Livestock Consulting (restricted to areas outside Hsinchu Science Park)

I103060 Management Consulting

I301010 Information Software Services

I301030 Electronic Information Supply Services

IG01010 Biotechnology Services (restricted to areas outside Hsinchu Science Park)

Research and development, design, manufacture and sell the following products:

1. Silicon-based semiconductor materials and their components
2. Varistor
3. Photovoltaic and communication materials
4. Silicone Compound
5. The technology, management and advisory business related to the products listed above
6. Photovoltaic system integration and installation services
7. Import-export activities related to the above mentioned business

Article 3

The Company may make reinvestment.

When the Company reinvests in another Company, the total amount of the Company's reinvestment can be more than forty percent of the Company's paid-up capital.

Article 4

The Company is headquartered in Hsinchu SBIP and may have branches or offices set elsewhere domestically and abroad as resolved by the Board of Directors and competent authorities of the government.

Article 5

Public announcements of the Company shall be duly made in accordance with the Company Law.

Article 5-1

The Procedures are the guidelines for the Company to provide endorsement and/or guarantee to outside parties who has business relationship with the Company.

Chapter II. Capital Stock

Article 6

The total capital stock of the Company shall be in the amount of NTD10,000,000,000, divided into 1,000,000,000 shares, at NTD10 par value, and may be issued separately. The Board of Directors is entitled to make resolutions to decide whether or not the unissued shares to be issued.

Among the total capital stock indicated in the first paragraph, the amount of shares 20,000,000 should be reserved for issuing options for stock, preferred stock, or corporate bond.

The quota of aforesaid options for stock, preferred stock, or corporate bond shall be adjusted by the Board of Directors' resolutions contingent on the capital market's condition and managerial demand.

Qualification requirements of employees, including the employees of parents or subsidiaries of the company meeting certain specific requirements, entitled to receive treasury shares in accordance with the Company Act.

Qualification requirements of employees, including the employees of parents or subsidiaries of the company meeting certain specific requirements, entitled to receive share subscription warrant.

Qualification requirements of employees, including the employees of parents or subsidiaries of the company meeting certain specific requirements, entitled to purchase new shares issued by the company.

Qualification requirements of employees, including the employees of parents or subsidiaries of the company meeting certain specific requirements, entitled to receive restricted stock issued by the company.

Article 7

The Company may not print share certificates. Registers of share certificates shall contact the share certificates' depository and clearing organizations, which the process shall follow their policies and regulations.

Article 8

All the Company's stock-related affairs shall be dealt in accordance with the Regulations Governing the Administration of Shareholder Services of Public Companies and other relevant regulations.

Article 9

Share transfer registration shall be suspended 60 days preceding each regular shareholders' meeting, or 30 days preceding an extraordinary shareholders' meeting, or 5 days preceding the base day for distribution to shareholders of dividends, bonuses, or other privileges as determined by this Company.

Chapter III. Shareholders' Meeting

Article 10

The shareholders' meeting shall be convened in two forms: a regular meeting or extraordinary meeting. The regular meeting shall be held once annually and convened by the Board of Directors within six months from the closing of each fiscal year in accordance with the Company Law or relevant regulations. An extraordinary meeting, if necessary, shall be convened in accordance with the Company Law or relevant regulations.

Unless otherwise provided in the Company Law, the shareholders' meeting shall be convened by the Board of Directors.

The notices for shareholders' meeting shall be served to all shareholders in written or electrical forms 30 days in advance in case of a regular meeting of shareholders or 15 days in advance in case of an extraordinary meeting of shareholders. The written or electrical notice shall bear date, location and subjects of the meeting.

The shareholders may execute their voting right through written or electrical form, which shall be in accordance with the relevant regulations.

The Company's shareholders' meeting can be held by means of visual communication network or other methods promulgated by the central competent authority.

Article 11

A shareholder who is unavailable to attend a shareholders' meeting may duly issue a power of attorney expressly bearing the scope of the authorized power to appoint a proxy to attend the meeting on behalf. The powers of attorney shall be duly handled in accordance with "Regulations Governing Powers of Attorney Used for Attending the Shareholders' Meeting of Public Offering Companies" in addition to the requirements set forth in Article 177 of the Company Law.

Article 12

Unless otherwise provided for in the Company Law, resolutions in the shareholders' meeting shall be adopted by a majority vote in the meeting attended by shareholders representing a majority of the total issued shares.

Article 13

Unless otherwise provided in par. 3 of Article 157 of the Company Law, shareholders shall have one vote for each share they hold, but the Company has no voting power for shares held by itself in accordance with Art. 179 of the Company Law.

Article 14

When the shareholders' meeting is convened by the Board of Directors, the meeting shall be chaired by the Chairman. In case of the Chairman's absence or unavailability, his proxy shall be the Vice Chairman.

If the Vice Chairman's position is in vacancy, or the Vice Chairman is also absent, the Chairman shall, in advance, appoint a director to act in his place, but if the Chairman does not appoint his representative, one director shall be elected from among them to act in Chairman's place. In the event that the shareholders' meeting is convened by others instead of the Board of Directors, the shareholders' meeting shall be chaired by that convener. In case of two or more conveners, one of them shall be elected to chair the meeting.

Article 15

Minutes of shareholders' meeting shall be proceeded subject to Article 183 of the Company Act.

Chapter IV. Directors and the Audit Committee

Article 16

1. The Company shall have 7 to 13 directors to be elected at the shareholders' meeting by adopting the candidate nomination system specified in Article 192-1 of the ROC Company Law. All directors shall serve for a term of three years and shall be eligible for re-election. The total shares held by all directors and supervisors shall be in compliance with the relevant regulations provided by the securities authority.
2. The aforesaid directors must have at least three independent directors. The professional qualification, shareholding, part-time job limitation, nomination and election method and other requirements for independent directors shall be handled in compliance with the relevant regulations provided by the securities authority.

Article 16-1

The Company shall establish an audit committee according to Article 14-4 of Securities and Exchange Act. The audit committee shall be composed of the entire number of independent directors.

The composition of the audit committee, duties, rules and other related affairs shall be conducted in accordance with regulations issued by the securities institutions.

Article 17

More than two-thirds majority of Directors shall attend the meeting for the Board of Directors, and Chairman and Vice Chairman shall be elected among directors by a majority vote of the attending directors. Chairman shall represent the Company.

Article 18

In the case that vacancies on the Board of Directors reach or exceed one third of the total number of the directors, the Board of Directors shall convene an extra shareholders' meeting to fill such vacancies within 60 days. The new directors or supervisors shall serve only the remaining term of the predecessors.

Article 19

Each director shall be informed via written notice or email or fax of the convention at seven days before the Board of Director's meeting. A meeting of the Board of Directors may be held anytime if necessary, and the methods of informing each director shall be via written notice or email or fax.

Unless otherwise provided for in the Company Law, resolutions in the Board of Directors meeting shall be adopted by a majority vote in the meeting attended by a majority of Directors.

Any director who is unable to attend a Board of Directors' meeting shall appoint another director as his/her proxy by a power of attorney listing the scope of empowerment. A director may serve as proxy for only one absent director.

Article 20

If the Chairman takes leave or is unavailable to perform his duties, the proxy method shall be in accordance with the Company Law.

Article 21

Remunerations of all directors shall be determined by the Board of Directors based on the level of their participation in business operation and the value of their contribution, and taking into account the common remuneration level in the same industry.

If the directors hold other positions at the Company, their remunerations for those positions shall be paid monthly in accordance with the common remuneration level of general managers.

Article 22

The Company may buy the liability insurance for all directors to the extent of the compensation responsibility assumed in business execution.

Chapter V. Management of the Corporation**Article 23**

The Company shall have several managers whose appointment, discharge and remuneration shall be in accordance with the Company Law.

Article 24

The Company shall employ accountants and lawyers through the Board of Directors as consultants if need be. The remuneration for those consultants will be determined by the Board of Directors.

Chapter VI. Accountings

Article 25

The Company's fiscal year starts from January 1 and ends on December 31 of every calendar year.

Article 26

The Company's earning distribution or coverage would be concluded once every half of the fiscal year.

Article 26-1

The company shall submit the business report and financial statements to the Audit Committee for verification before the end of the second half of the fiscal year when the company has proposal of earning distribution or coverage. After the verification, the Board of Directors will discuss and make the decision.

As for the proposal of earning distribution, the decision shall be discussed and made by the Board of Directors when the distribution will be given in cash; the decision shall be discussed and made by the shareholders when the distribution will be given with new stock.

Article 26-2

Upon the closing of each fiscal year, the Board of Directors shall work out the following documents and present it at a regular meeting of shareholders for acknowledgement.

- i. Business report
- ii. Financial statements
- iii. Proposal of earning distribution or loss coverage.

Article 27

If the Company has surplus after the yearly accounting closed, 3~15% of the profit shall be appropriated for the employees' remuneration distributed with stocks or cash decided by the board of directors. Employees entitled to bonus may include parents' or subsidiaries' employees that meet certain criteria. The Company may appropriate 3% at the most of the above profit quota decided by the board of directors for directors' remuneration. Distribution for employees and directors shall be reported to the shareholders' meeting. An offset, however, to the accumulated loss shall be reserved before making distribution to employees and directors.

Article 27-1

If the Company has surplus after the yearly accounting closed, following taxes and offsets to the accumulated loss, another 10% shall be appropriated as legal reserve by laws. While no appropriation shall be made, if the legal reserve has reached the amount of the paid-in capital of the Company. The remaining amount shall be appropriated or transferred to special reserve according to laws and the rest along with the accumulated surplus may be proposed by the board of directors.

The Company, in accordance with No.240-5 of the Articles of Incorporation, may authorize the distributable dividends and bonuses in whole or in part to be paid in cash after a resolution has been adopted by a majority vote at a meeting of the board of directors attended by two-thirds of the total

number of directors; and in addition thereto a report of such distribution shall be submitted to the shareholders' meeting.

In order to maintain continuous operating of the Company and steady growth of its surplus per share, dividend for shareholders shall more than 50% of the profit after tax deducting from the appropriation of special surplus and the distribution rate of the dividend for shareholders shall be no less than 50% of the cash dividend.

When the same amount of special reserve allocated from the beginning unappropriated retained earnings is insufficient to cover the accumulation of net deduction from other equity interest, to allocate special reserve from beginning unappropriated retained earnings plus net income and account from other comprehensive income.

Article 27-2

The Company, in accordance with No.241 of the Articles of Incorporation, may authorize the distributable legal surplus reserve and capital reserve in whole or in part to be paid in new stock issuance or in cash according to the proportion of the shareholding of shareholders. Distribution in cash shall be determined after a resolution adopted by a majority vote at a meeting of the board of directors attended by two-thirds of the total number of directors; and in addition thereto a report of such distribution shall be submitted to the shareholders' meeting. Distribution in new share issuance shall be determined after a resolution at the shareholders' meeting.

Chapter VII. Supplementary Provisions

Article 28

Relevant matters not provided for in these Articles shall be handled in accordance with the provisions of the Company Law.

Article 29

This Articles of Incorporation is established on Dec 25, 1980.

The 1st amendment on May 21, 1984.

The 2nd amendment on July 20, 1984.

The 3rd amendment on June 26, 1987.

The 4th amendment on Nov 16, 1987.

The 5th amendment on Aug 4, 1989.

The 6th amendment on May 29, 1990.

The 7th amendment on June 14, 1991.

The 8th amendment on June 23, 1993.

The 9th amendment on May 30, 1995.

The 10th amendment on Nov 3, 1997.

The 11th amendment on June 12, 1998.

The 12th amendment on June 16, 1999.

The 13th amendment on Sep 7, 1999.

The 14th amendment on May 23, 2000.
The 15th amendment on May 21, 2001.
The 16th amendment on June 21, 2002.
The 17th amendment on June 13, 2003.
The 18th amendment on June 24, 2004.
The 19th amendment on June 3, 2005.
The 20th amendment on June 8, 2006.
The 21st amendment on June 21, 2007.
The 22nd amendment on June 19, 2008.
The 23rd amendment on June 3, 2009.
The 24th amendment on June 15, 2010.
The 25th amendment on June 17, 2011.
The 26th amendment on June 27, 2012.
The 27th amendment on June 25, 2013.
The 28th amendment on June 26, 2014.
The 29th amendment on June 28, 2016.
The 30th amendment on June 27, 2017.
The 31st amendment on June 27, 2019.
The 32nd amendment on June 24, 2020.
The 33rd amendment on August 26, 2021.
The 34th amendment on June 23, 2022.
Implement after approvals from the meeting of stockholders.

Appendix 3

Sino-American Silicon Products Inc. Procedures for Lending Funds to other Parties

Article 1

The Company shall follow the Procedures set forth below for lending funds to other parties. Any other matters not set forth in the Procedures shall be dealt with in accordance with the applicable laws, rules, and regulations.

Article 2

The party to whom the Company may lend its funds shall be limited to:

- 1 Companies or firms having business relationship with the Company.
- 2 Companies or firms in need of funds for a short-term period; Fund-lending to companies which need funds for a short-term period shall be limited to companies or firms in which the Company holds or be held 50 percent or more of the shares. The aforementioned “short-term period” shall mean the period of one year or business operation, whichever is longer. Loan amount shall mean the aggregate fund-lending balance of the Company for a short-term period.

Article 3

The total loan amount to others shall be varied according to the situations as follows.

1. The total amount for lending to a company/firm having business relationship with the Company shall not exceed the 40% of the net worth of the Company. The amount lent to a single recipient may not exceed the amount of the business transacted between the two parties in the most recent year. The transaction amount shall mean the sales or purchasing amount between the parties, whichever is higher. For transaction except sales and purchasing, a mutual agreement shall be signed beforehand and the total amount lent shall not exceed the definition of the agreement.
2. The total amount for lending to a company/firm for funding for a short-term period shall not exceed 40% of the net worth of the Company. The amount lent to a single recipient shall not exceed the 40% of the net worth of the Company.

Inter-company loans of funds between overseas companies in which the Company holds, directly or indirectly, 100% of the voting shares are nether subject to the restriction in the preceding paragraph, section 2, nor subject to the restriction of capital loan and term of one year as set forth in Article 4, paragraph 1. However, capital loan limits and terms are still required to be described in its internal operation procedure.

Article 4

The term of each loan extended by the Company shall not exceed one year from the loan origination date. The interest rate shall be determined on the basis of the Company's funding, but in no event shall it be higher than the Company's highest short-term bank borrowing rate at the time of lending. The interests shall be calculated on a daily basis. Interest payment period and method are based on the mutual agreement.

With special circumstance and the approval of Board of Directors, the term of loan may be extended depending on its actual situation. Same applied to 100% holding foreign subsidiary of the Company.

Article 5

Review Process

1. When applying a loan from the Company, the borrower shall submit to the company/firm and financial information as well as an application form stating the purpose of the funds, duration and amount.
2. After the financial department of the Company receives the application from the borrower, items to be reviewed are as follows:
 - (a) Necessity and rationality
 - (b) Reviews of the background investigation and risk estimation of the borrower.
 - (c) Impact to the operational risks, financial status and shareholders' equity of the Company.
 - (d) Necessity of requesting for a guarantee and value estimation review of the guarantee.
 - (e) Comply with the Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies and this Procedures. Restrictions aforesaid shall not be applied to borrowers from its subsidiaries.
3. After reviewed by the financial department of the Company that the borrower is in need of the loan and capable of redemption, the financial department shall compile the review data and submit for the approval of more than half of all members of the audit committee before submitting to the board of directors for resolution. Without the consent of more than half of the members of the audit committee, it may be implemented with the consent of more than two-thirds of the directors, and the resolution shall be recorded in the minutes of the board of directors.
4. Loans between the Company and its subsidiary or the subsidiaries themselves shall comply with the aforesaid procedures to submit to the board meeting for resolution of authorizing the chairman to execute appropriation or revolving the certain amount of the loan within one year to the same borrower. The so-called certain amount shall follow the Procedure and not exceed 10% of the net value in the latest financial performance of the company that provides the loan.
5. After the loan is approved, the financial department shall inform the borrower to sign the contract before the expiry date including the amount, duration, interest, securities and guarantees etc. The aforesaid restriction on the securities and guarantees shall not apply for the loan between the overseas companies 100% owned by the Company or with the Company.
6. After the loan contract is signed, the borrower is able to apply for the appropriation from the Company.

- 7 The borrower shall provide a guarantee note or security of equal value if necessary when apply for the appropriation of the loan. The security shall be set in pledge or mortgage with insurance except for lands and securities. The duration of the insurance shall cover the loan duration with the Company noted as the beneficiary.

Article 6

Internal Control

1. The Company shall establish and maintain a reference book to record all its fund-lending information, including the identity of the borrower, amount, the date on which the lending was approved by the Board of Directors, dates to advance the amount of the loan and related information regarding the assessment in accordance with the relevant regulations of the Procedures.
2. The internal auditing personnel of the Company shall audit the execution of the operation of lending of funds of the Company at least every quarter and produce a written auditing report. In the event of a material breach, the audit committee shall be notified in writing immediately. In case of any major violation, the manager and the organizer shall be punished according to the violation.
3. If the borrower no longer meets the requirements of the Procedures, or the total outstanding lending amount exceeds the lending limit approved by the Board of Directors due to unforeseeable changes of circumstances, the Company shall produce an improvement plan and submit to the audit committee of the Company for review. The aforesaid improvement plan shall be accomplished according to the planned schedule thereof.

Article 7

- 1 The Company shall announce and report the previous month's balance of loans of funds made by itself and its subsidiaries by the 10th day of each month.
- 2 If the Company's loans of funds reach one of the following levels, the Company shall announce and report such fact within 2 days commencing immediately from the date of occurrence of the event.
 - (1) The balance of loans of funds by the Company and the Company's subsidiaries to others reaches 20 percent or more of the Company's net worth as stated in its latest financial statement.
 - (2) The balance of loans of funds by the Company and the Company's subsidiaries to a single enterprise reaches 10 percent or more of the Company's net worth as stated in its latest financial statement.
 - (3) The amount of new loans of funds by the Company or any of the Company's subsidiaries reaches NT\$10 million or more and also reaches 2 percent or more of the Company's net worth as stated in its latest financial statement.

The Company shall announce and report on behalf of any of its subsidiaries that is not a domestic public company any matters that such subsidiary is required to announce and report pursuant to subparagraph 3 of the preceding paragraph.

- 3 The financial department shall review comply with the GAAP to review the loan and appropriate sufficient allowance for bad debts and disclose related information in the financial report as well as related data for necessary auditing procedure by the certified public accountant.

Article 8

- 1 After a loan has been disbursed by the Company, the financial, business, and credit condition of the borrower and the guarantor shall be monitored by the finance department on a regular ongoing basis. If collateral has been provided, it shall be monitored for any changes in the collateral value. In the event of any material change, it shall immediately be reported to the chairman of the board of directors, and appropriate measures shall be taken in accordance with the chairman's instructions.
- 2 If the borrower repays the loan when or before it becomes due, the interest payable shall first be calculated, and shall be paid together with the principal, before the promissory note and other related documents may be cancelled and returned to the borrower or the mortgage cancelled.
- 3 When a loan becomes due, the borrower shall promptly repay the principal and interest in full. If the borrower is unable to make repayment on the due date and deferral is required, the application for deferral shall be made in advance, and submitted to the board of directors for approval before implementation. For any given repayment, deferral shall not exceed three months, and only one deferral may be given. In the event of breach, the Corporation may duly dispose of, or pursue recovery from, the borrower's collateral or guarantor.

Article 9

- 1 If a subsidiary of the Company intends to lend funds to others, the Company shall require its subsidiaries to establish relevant procedures for lending funds in accordance with the Procedures and to comply with such procedures; Net worth shall be calculated based on the subsidiary's net worth.
- 2 The subsidiaries shall compile and submit the schedule which includes the details of lending funds made in the previous month to the Company for review by the tenth day of the current month.
- 3 The subsidiary's, if a public company, internal auditor personnel shall perform auditing on the Company's lending profile every quarter and produce written auditing reports. Should there be any violation found, a written report is needed to notify the Company's audit department. The Company's audit department shall submit written report to the audit committee.
- 4 The internal audit personnel of the Company shall audit the operational procedures of the subsidiaries according to the yearly audit plan so as to understand the implementation status of lending funds to others. Corrections of any defects discovered shall be continuously tracked and a follow-up report shall be made to submit to the chairman.

Article 10

The Procedure shall be implemented after the approval of more than half of the audit committee and the resolution of the board of directors is submitted to the board of shareholders for approval. If any director expresses any objection and there is a record or written statement, the company shall submit such objection to the board of shareholders for discussion, and the same shall apply to amendment.

Without the consent of more than half of the members of the audit committee, the preceding paragraph may be implemented under the consent of more than two-thirds of the directors, and the resolutions of the audit committee shall be set forth in the minutes of the board of directors.

All members of the audit committee and all directors referred to in the preceding paragraph shall be the actual incumbents.

Article 11

The Procedure was enacted on May 29, 1990

The 1st amendment was made on March 19, 1999

The 2nd amendment was made on December 22, 1999

The 3rd amendment was made on March 25, 2002

The 4th amendment was made on June 13, 2003

The 5th amendment was made on June 19, 2008

The 6th amendment was made on June 3, 2009

The 7th amendment was made on June 15, 2010

The 8th amendment was made on June 27, 2012

The 9th amendment was made on June 25, 2013

The 10th amendment was made on June 27, 2017.

The 11th amendment was made on June 27, 2019.

Appendix 4

Sino-American Silicon Products Inc. Procedures for Endorsement and Guarantee

Article 1

The Procedures set forth below are the guidelines for the Company to provide endorsement and/or guarantee to outside parties. Any other matters not set forth in the Procedures shall be dealt with in accordance with the applicable laws, rules, and regulations.

Article 2

The party to whom the Company may provide endorsement and/or guarantee include the following:

- 1 Any company who has business association with the Company.
- 2 Any subsidiary whose voting shares are fifty percent (50%) or more owned directly and indirectly by the Company
- 3 Any parent company who directly and indirectly owns fifty percent (50%) or more of the Company's voting shares.

Subsidiaries whose voting shares are more than 90% owned, directly or indirectly, by the Company may provide endorsement and/or guarantee to each other. The amount shall not exceed 10% of the net worth of the Company. The limits to the companies in which the Company holds 100% of the voting shares directly or indirectly do not follow the same rule.

The restriction stated in the prior two paragraphs does not include the endorsement and guarantee rendered by all shareholders based on the co-investment relationship in a pro rata basis of their shareholding.

The shareholding mentioned above means the Company makes direct shareholding or through a company in which it holds 100% of its total outstanding common shares.

Article 3

The words "endorsement and/or guarantee" used herein are defined as:

- 1 Financing endorsement and/or guarantee, including:
 - (1) Endorsement/guarantee to customers' notes for cash financing with a discount;
 - (2) Endorsement/guarantee for another company for its financing needs;
 - (3) Endorsement/guarantee to the notes issued by the Company to non-financial institutions and entities for the Company's own financing needs.
- 2 Endorsement/guarantee of customs duties due from the Company.
- 3 Other endorsements/guarantees which are not included under paragraphs 1 and 2.
- 4 The lien or mortgage provided by the Company against its assets and properties for guaranteeing another company's loan should also follow the policies and procedures set forth herein.

Article 4

The amount of endorsement/guarantee provided by the Company is subject to the following limits:

- 1 The aggregate amount of endorsement/guarantee provided by the Company is limited to the single of its net worth.
- 2 The amount of endorsement/guarantee for one single company provided by the Company is limited to ten percent (10%) of its net worth. However, the amount of endorsement/guarantee for any subsidiaries is limited to the single of its net worth.
- 3 The limits of the Company and its subsidiaries' endorsement/guarantee to any single enterprise shall not exceed five times of the Company's net worth.
- 4 For endorsement/guarantee deriving from business relations, the amount provided to any single party shall not exceed the total business amount between the party and the Company. Business amount refers to the total purchase or sales whichever is higher.

Article 5

- 1 The Company shall make an announcement on the balance of endorsement and/or guarantee in MOPS before the 10th of each month.
- 2 In the event that the balance of endorsement and/or guarantee meets one of the following standards, the Company shall make an announcement in MOPS within 2 days commencing immediately from the date of occurrence of the event.
 - (1) The aggregate balance of the Company and its subsidiaries' endorsements/guarantees reaches 50 percent or more of Company's net worth as stated in its latest financial statement.
 - (2) The balance of the Company and its subsidiaries' endorsements/guarantees for a single enterprise reaches twenty percent (20%) or more of Company's net worth as stated in its latest financial statement.
 - (3) The balance of the Company and its subsidiaries' endorsements/guarantees for a single enterprise reaches NT\$10 millions or more and the aggregate amount of all endorsements/guarantees for, carrying amounts of investments using equity method in, and balance of loans to, such enterprise reaches thirty percent (30%) or more of Company's net worth as stated in its latest financial statement.
 - (4) The balance of the Company and its subsidiaries' new endorsements/guarantees reaches NT\$30 millions or more and the aggregate amount of all endorsements/guarantees reaches five percent (5%) or more of Company's net worth as stated in its latest financial statement.
- 3 The Company shall announce and report on behalf of any subsidiary thereof that is not a public company of the Republic of China any matters that such subsidiary is required to announce and report pursuant to the fourth subparagraph of the preceding paragraph.
- 4 The Company shall evaluate or recognize the contingent loss for endorsement and/or guarantee, and shall adequately disclose information of endorsement/guarantees in its financial reports or provide its certified public accountants with relevant information for implementation of necessary auditing procedure.

Article 6

Any endorsement/guarantee provided by the Company shall require the approval of one-half or more of all audit committee members, and furthermore shall be submitted for a resolution by the board of directors, if the approval of one-half or more of all audit committee members as required is not obtained, the endorsement/guarantee may be implemented if approved by two-thirds or more

of all directors, and the resolution of the audit committee shall be recorded in the minutes of the board of directors meeting. A pre-determined limit of US\$1 million delegated to the Chairman by the Board of Directors to facilitate execution and such endorsement/guarantee shall be reported to the most upcoming Shareholders' Meeting for ratification.

Before each of the companies, in which the Company holds more than 90% voting shares directly or indirectly, may make endorsements and/or guarantees for each other in accordance of Article 2, the proposal shall be submitted to the Board of Directors for approval. The limits to the companies in which the Company holds 100% of the voting shares directly or indirectly do not follow the same rule.

Article 7

- 1 quarter and produce written auditing reports. Should there be any violation found, a written report is needed to notify the audit committee.
- 2 Any endorsement and/or guarantee to be provided by the Company shall be conducted in accordance with the procedures. Should there be any violation of related regulations or the Procedures, the Company's managers and persons-in –charge shall be subject to castigation.

Article 8

- 1 When providing endorsement/guarantee to another company, the Company may require the endorse/guarantee company to submit application form to the Company's Finance Department. Finance Department shall conduct a credit survey and keep the record of risk assessment. After passage by the Finance Department, it shall be submitted to President and Chairman for approval. Collateral shall be obtained when necessary.
- 2 The Finance Department shall make an impact assessment based on the possibility of operation risk. The items to be evaluated include:
 - (1) The necessity and reasonableness of the endorsement and guarantee.
 - (2) Whether the endorsed amount is necessary in the light of the financial status of the company endorsed or guaranteed.
 - (3) Whether the accumulated amount of endorsement and guarantee is still within the limit.
 - (4) Whether the collateral shall be acquired and the assessed value of the collateral.
 - (5) The possibility of harming the Company's equity.
- 3 Finance Department shall establish and maintain a reference book for endorsement/guarantee matters and shall record in detail for future reference including the recipient, amount, date of passage by the Board of Directors or decision by the Chairman of the Board of Directors as authorized, date of the endorsement/guarantee and the abovementioned assessment data.
- 4 Finance Department shall assess and recognize, if any, contingent losses brought about by the endorsement/guarantee, to adequately disclose information in the financial statements, and to provide external auditors with necessary information for conducting due auditing and issuing auditing report.

- 5 If, due to changes of circumstances, the party to whom the Company provided endorsement and/or guarantee no longer satisfies the criteria set forth in the Procedures herein, or the amount of endorsement and/or guarantee exceeded the limits due to changes of basis on which the amounts of limits are calculated, a corrective plan shall be provided to the audit committee and the proposed corrections shall be implemented within the period specified in the plan.
- 6 When the net value of endorsed or guaranteed companies lower than 50% of its paid-in capital, subsequent precautions of control shall be established by the finance department and submit to the board. In the case of a subsidiary with shares having no par value or a par value other than NT\$10, the paid-in capital shall be calculated with the sum of the share capital plus paid-in capital in excess of par shall be substituted.

Article 9

- 1 The seal used specifically for endorsement/guarantee shall be the company seal registered with the Ministry of Economics Affairs. The person who safeguards the foresaid seal shall be approved by the Board of Directors of the Company and the change is subject to the same procedures. The designated person shall conduct the use of the seal or the issue of notes payable with the seal printing in compliance with the relevant procedures of the Company.
- 2 When providing endorsement/guarantee to a foreign company, the guarantee letter shall be signed by chairman of the company whom is authorized by the Board of Directors of the Company.

Article 10

- 1 If the endorsement or guarantee needs to be cancelled due to performance of debt or change of notes as a result of extension of the term, the endorsed company shall deliver a formal letter with the original notes endorsed and relevant documents to Finance Department to be chopped "cancellation" and returned, the application letter shall be kept for reference.
- 2 Finance department shall register the cancelled notes into the registry to reduce the accumulated amount of the endorsement.
- 3 When the notes are renewed for renewal, financial institution usually requires to endorse the new notes first and then return the old notes. Therefore, Finance Department shall keep a tracing and collecting record and trace the notes back as soon as possible.

Article 11

- 1 When the subsidiaries intend to provide endorsement/guarantee to other companies, the Company shall require its subsidiaries to establish relevant procedures for providing endorsement/guarantee in accordance with the Procedures and to comply with such

procedures; Net worth shall be calculated based on the subsidiary's net worth.

- 2 The subsidiaries shall compile and submit the schedule which includes the details of endorsement/guarantee made in the previous month to the Company for review by the tenth day of the current month.
- 3 The subsidiary's, a public company, internal auditors shall perform auditing on the Company's endorsement/guarantee profile every quarter and produce written auditing reports. Should there be any violation found, a written report is needed to notify the Company's internal auditors. The Company's internal auditors shall submit written report to the audit committee.
- 4 The internal audit personnel of the Company shall regularly audit the subsidiaries operational procedures according to Yearly Auditing plan and understand the implementation status of providing endorsement or guarantees for others. Corrections of any defects discovered shall be continuously be tracked and a follow-up report shall be made to submit to Chairman.

Article 12

The Procedures shall be implemented after the approval of more than half of all the members of the audit committee and the resolution of the board of directors shall be submitted to the shareholders meeting for approval. If any director expresses any objection and with a record or written statement, the company shall submit such objection to the shareholders meeting for discussion, and the same shall apply to amendments.

Without the consent of more than half of the members of the audit committee, the preceding paragraph may be implemented under the consent of more than two-thirds of the directors, and the resolutions of the audit committee shall be set forth in the minutes of the board of directors.

All members of the audit committee and all directors referred to in the preceding paragraph shall be the actual incumbents.

Article 13

The procedure was approved on May 29, 1990.

The 1st amendment was made on March 19, 1999.

The 2nd amendment was made on December 22, 1999.

The 3rd amendment was made on June 13, 2003.

The 4th amendment was made on June 19, 2008.

The 5th amendment was made on June 3, 2009.

The 6th amendment was made on June 15, 2010.

The 7th amendment was made on June 25, 2013.

The 8th amendment was made on June 25, 2015.

The 9th amendment was made on June 27, 2017.

The 10th amendment was made on June 27, 2019.

Appendix 5

Sino-American Silicon Products Inc. Rules for Election of Directors

Article 1

Unless otherwise provided in the Company Law, or the Securities and Exchange Act, or related laws, or the Articles of Incorporation of this Company, the independent and non-independent Directors of this Company shall be elected in accordance with the rules specified herein.

Article 2

Election of Directors of this Company shall be held at the shareholders' meeting. The Board of Directors shall prepare ballots which to be numbered based on the attendance card number. Each ballot shall contain the votes that the voter is entitled to in the election.

Article 3

The election of directors shall adopt a disclosed cumulative voting method. Each share represents a weighted number of voting rights equivalent to the number of directors to be elected; such voting rights may be exercised to collectively elect a single candidate or may be distributed among several candidates. Those persons with the greatest numbers of ballots representing voting rights shall be elected as director in order of number of ballots received. Each voter will be identified by his/her attendance card number as printed on his/her ballot.

Article 4

The Company's directors elections shall be conducted in accordance with the candidate nomination system specified in Article 192-1 of the Company Act.

Article 5

In the election of directors of this Company, independent directors and non-independent directors should be elected from the same election with the effective seats calculated specifically. Candidates who acquire more votes should individually win the seats of directors. If two or more persons acquire the same number of votes and the number of such persons exceeds the specified seats available, such persons acquiring the same votes shall draw lots to decide who should win the seats available, and the Chairman shall draw lots on behalf of the candidate who is not present.

Article 6

Before the beginning of the election, the Chairperson shall appoint several persons to record the ballots and appoint several persons with shareholder status to perform the respective duties.

Article 7

The ballot box used for voting shall be prepared by this Company and checked in public by the person to check the ballots before voting.

Article 8

Ballots shall be deemed void under the following conditions:

1. The ballot was not prepared by a person with the right to convene;

2. A blank ballot is placed in the ballot box;
3. The handwriting on the ballots is too illegible to be identified or is altered;
4. The candidate filled in the ballot inconsistent is the list of director candidates;
5. In addition to filling in the allotted voting rights, ballots contain other written characters;
6. Fill in two or more candidates on one ballot.

Article 9

The ballots should be calculated during the meeting right after the vote casting, the results of the election and the numbers of voting rights with which they were elected should be announced by the Chairperson or the designee at the meeting.

The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the ballots shall be retained until the conclusion of the litigation.

Article 10

This Company shall issue notifications to the directors elected, who shall also sign the “Consent to Act as (Independent) Director”

Article 11

These rules and any revision thereof shall become effective after approval at the shareholders' meeting.

Article 12

This Procedure was enacted on June 26, 2014.

The 1st amendment was made on August 26, 2021.

Appendix 6

Sino-American Silicon Products Inc. Shareholding of Directors

1. The total amount of shares of the Company is 586,221,651 shares. The minimum shareholding ratio of all directors is 4%, and the minimum number of shareholding is 18,759,092 shares in compliance with the Article 2 of “Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies”.
2. The company has established audit committee, the regulation of supervisors’ shareholding numbers is not applicable.
3. The Company discloses the shares held by Directors in the shareholder’s register as of April 23, 2023 as the table shown below.

Position	Name	Shareholdings	Note
Chairperson	Hsiu-Lan Hsu	2,971,085	
Vice Chairperson	Tang-Liang Yao	3,090,395	
Director	Ming-Kung Lu	11,225,000	
Director	Wen-Huei Tsai	3,006,191	
Director	Feng-Ming Chang	6,000,000	
Director	Kai-Chiang Company	2,130,000	Representative: Hau Fan
Director	Kun-Chang Investment Co.	2,202,100	Representative: OW Edward Andrew
Independent Director	Chin-Tang Liu	0	
Independent Director	Hao-Chung Kuo	0	
Independent Director	Shao-Lun Li	0	
Total		30,624,771	Reach Statutory Percentage

Appendix 7

Other Statement Items

Explanatory notes for the proposal at the annual general shareholders' meeting:

1. Pursuant to the Article 172-1 of Company Act, Shareholder(s) holding one percent (1%) or more of the total number of outstanding shares of a company may propose to the company a proposal for discussion at a regular shareholders' meeting, and the proposal is limited to one. In case of violation of the above matters, it will not be included in the motion.
2. Submission period applicable to common shareholders of SAS starts from April 14 to April 24, 2023. The Company has made a public announcement on MOPS.
3. The Company has not received any proposal from shareholders yet.