Stock Code: 3093



TAIWAN KONG KING CO., LTD.

Annual Shareholders' Meeting 2023 Meeting Agenda

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Taiwan Kong King Co., Ltd.

Procedure of the 2023 Shareholders' Meeting

- 1 Call Meeting to Order
- 2 · Chairman's Address
- 3 · Report Items
- 4 · Matters for Ratification
- 5 Extempore motion
- 6 · Adjournment

Taiwan Kong King Co., Ltd.

Procedure of the 2023 Shareholders' Meeting

Time: Tue., June 13, 2023 at 10 a.m

Place: Taiwan Kong King Co., Ltd.

(Rm. 1, 5F., No. 65, Sec. 2, Nankan Rd., Luzhu Dist., Taoyuan City 338)

Means of Meeting Convention: Physical communication

1.Meeting Procedure

- (1) Call Meeting to Order
- (2) Chairman's Address
- (3) Report Items
 - <1>Business Report of 2022
 - <2> Audit Committee's review report on the 2022 financial statements
 - <3>Compensation Distribution for Employees and Directors of 2022
 - <4> Report on the distribution of cash dividends from 2022 earnings
- (4) Matters for Ratification
 - <1>Business Report and Financial Statements of 2022
 - <2>Appropriation of 2022 earnings
- (5) Extempore motion
- (6) Adjournment

2. Meeting Agenda

(1) Report Items

<1>

Proposed by the Board of Directors

Proposal: Business Report of 2022

Explanation: Business Report of 2022, attached in Attachment 1 (page 6~9) of the Meeting Agenda.

<2>

Proposed by the Board of Directors

Proposal: Audit Committee's review report on the 2022 financial statements Explanation:

- [1] The Audit Committee completed the review of the Company's 2022 financial statements and prepared the Audit Committee Review Report.
- [2] Audit Committee Review Report, attached in Attachment 2 (page 10) of the Meeting Agenda.

<3>

Proposed by the Board of Directors

Proposal: Compensation Distribution for Employees and Directors of 2022 Explanation:

- [1] On March 20, 2023, the Board of Directors has resolved that the compensation for employees and directors of 2022 will be paid in cash. The compensation for employees and directors is NT\$5,871,750 and NT\$5,871,750, respectively.
- [2] There is no difference between the above resolutions and the number of 2022 recognitions.

Proposed by the Board of Directors

<4>

Proposal: Report on the distribution of cash dividends from 2022 earnings

Explanation:

- [1] In accordance with Article 18 of the Company's Articles of Incorporation, the Board of Directors is authorized to distribute dividends and bonuses or all or part of the legal reserve and capital surplus as provided in Article 241, Paragraph 1 of the Company Act in cash by the presence of at least two-thirds of the directors and by a resolution of a majority of the directors present, and to report such distribution to the shareholders' meeting.
- [2] Allocated NT\$435,466,728 in cash dividends for shareholders, NT\$3.00 per share.
- [3] The cash dividend distribution less than NTD 1 was transferred to Taiwan Kong King Employees' Welfare Committee.

(2) Matters for Ratification

<1>

Proposed by the Board of Directors

Proposal: Business Report and Financial Statement of 2022

Explanation:

- [1] The Company's 2022 business report and financial statements have been approved by the board of directors and reviewed by the Audit Committee. The financial statements of 2022 were verified by Ernst & Young accountants Chang, Chih-Ming and Hsh, Jung-Huang, and an audit report was issued.
- [2] For the business report and financial statement, please refer to [Attachment 1] (page 6~9), [Attachment 3] (page 11~21) and [Attachment 4] (page 22~32).
- [3] For your adoption.

Resolution:

<2>

Proposal: Appropriation of 2022 earnings.

Explanation:

1. Our 2022 earnings distribution was approved by the board of directors and audited by the Audit Committee. The available earnings for the year is allocated according to The Company Act and TKK Aticles of Incorporation as follows:

2022 annual earnings allocation table

Unit: NTD

2022 net profit	
2022 after-tax net profit	478,383,568
Less: Legal reserve	(48,192,632)
Plus: Reverse special reserve	4,773,303
Plus: Other consolidated profit or loss	
(Actuarial profit or loss on the defined benefit)	5,745,532
plan)	
Less: Disposal of investments in equity	
instruments at fair value through other	(2,202,782)
comprehensive income	
2022 distributable earnings	438,506,989
Plus: Beginning distrubutable earnings	96,945,177
Accumulated Distrubutable Earnings	535,452,166
Distributable items	
Less: Shareholder bonus - cash (NTD 3.00/	(435,466,728)
share)	(433,400,728)
Unappropriated retained earnings	99,985,438

2. For your adoption.

Resolution:

- (3) Extempore motion
- (4) Adjournment

《Attachment 1》 Business Report

Dear shareholders, distinguished guests:

Major industry in Taiwan anticipated the prosperity this year as follows: Global coronavirus epidemic (COVID-19) has made a huge impact on global macroeconomy. In addition to the continued expansion of investment in the semiconductor industry · solar equipment · Optical communication market high-end equipment and PCB high-end carrier boards, the sales market for end products in the electronics industry has been significantly reduced and the proportion of investment has slowed down; However, the Company is expected to maintain a stable growth trend this year. To become the staunchest backing of our customers, the Company as a professional agent of high-end products for the electronics industry has maintained existing advanced equipment, materials and general agent of key components and parts and actively crossed to new production field in the electronics industry to grow jointly with customers and suppliers.

The performance in 2022 grew significantly compared with the previous two years. In the future, we will continue to adhere to the solid operation, and endeavor to maintain profitability by controlling operating costs and improving business performance. The results of the 2022 business are as follows:

The consolidated operating income of the Company as of December 31, 2022 was NTD 2,565,379 thousand, an increase of 26.78% compared with NTD 2,023,463 thousand in 2021. The net profit attributable to owners of the parent company was NTD 478,384 thousand, which was 77.80% increase from NTD 269,063 thousand in 2021. The earnings per share was NTD 3.30, an increase of 78.38% from NTD 1.85 in 2021.

1. 2022 Consolidated Business Results:

A. Operational implementation results

Units: NT\$ in thousands, %

			· ·	
Item	2021	2022	Diff	Diff%
Operating income	2,023,463	2,565,379	541,916	26.78
Operating gross profit	692,309	986,042	293,733	42.43
Operating net income	354,142	592,799	238,657	67.39
Net rofit before tax	333,704	595,998	262,294	78.60
Net profit	269,997	478,384	208,387	77.18
Net profit attributable to owners of the parent company	269,063	478,384	209,321	77.80
Basic earnings per share (NT\$)(Note)	1.85	3.30	1.45	78.38

Note: The Company changed par value of the shares from NT\$10 to NT\$2.5 in December, 2022. The comparison period is retrospectively adjusted EPS.

B. Consolidated Financial income and expenditures

Units: NT\$ in thousands

		Onits. N 1 \$ 111 thousands
Item	2021	2022
Cash flow from operating activities	431,035	529,852
Cash flow from investment activities	(62,656)	(22,758)
Cash flow from financing activities	(157,094)	(231,529)
Gains (losses) on cash and cash equivalents	210,498	284,821
Cash and cash equivalents at the beginning of the period	710,147	920,645
Cash and cash equivalents at the end of the period	920,645	1,205,466

C. Profitability

e. Tremmenny							
Item		2021	2022				
Return on assets (%)		17.49	24.79				
Return on equity (%)	27.25	40.86				
Ratio to paid-in capital (%)	Operating profit margin	97.59	163.36				
	Income before Tax	91.96	164.24				
Net Profit Margin (%)		13.34	18.65				
EPS (NT\$)(Note)		1.85	3.30				

Note: The Company changed par value of the shares from NT\$10 to NT\$2.5 in December, 2022. The comparison period is retrospectively adjusted EPS.

2. 2023 Business Plan

- A. Enhance customer satisfaction and provide instant service.
- B. Develop new product distributorship that respond to customer needs.
- C. Update information architecture and process optimization continuously to improve management performance with computer systems.
- D. Strengthen employee education and training to serve customers with professional employees.
- E. Steady operation and increase shareholders' equity.
- 3. The Future Development Strategy of The Company
 - A. Seeking local and international strategic alliance partners, and distribute products in high-tech fields.
 - B. Establish a talent network in the high-tech field and find talented employees to serve customers.
 - C. Strict and reasonable implementation of credit control and continuous strengthening of risk control.
- 4. The influence of external competitive environment, regulatory environment and overall business environment:

Under the global concern about corporate social responsibility and environmental protection issues, Taiwan Kong King will fulfill its corporate social responsibility with a sense of mission to society. In order to protect the earth, we will continue to introduce the most advanced green energy equipment, materials and key technologies from the electronics industry to the Taiwan market to provide products with low energy consumption and high production value.

Finally, I would like to thank all the shareholders of Taiwan Kong King. With the long-term support of the shareholders and the efforts of the company's employees, I believe Taiwan Kong King can continue to grow in stability. I wish you good health and good luck!

Taiwan Kong King Co., Ltd.

Chairman: Ho, Shu-Chan

General Manager: Liao, Hung-Ying

Accounting Supervisor: Zhou, Cui-Xia

《Attachment 2》 Audit Committee's Review Report

Taiwan Kong King Co., Ltd.

Audit Committee's Review Report

The Board of Directors prepared the Company's 2022 Business Report, financial statements, and proposal for earnings distribution, among which the financial statements have been audited by Accountants, Zhang, Zhi-Ming and Xu, Rong-Huang, from Ernst & Young Global Limited, by whom a Review Report with no qualifications have been issued accordingly. The said Business Report, Financial Statements, and the Proposal for Earnings Distribution have been audited by the Audit Committee and determined to be in compliance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act. Please review.

To

2023 Annual Shareholders' Meeting of Taiwan Kong King Co. ,Ltd.

Convenor of the Audit Committee: Wei Hsing-Hai

March 20,2023

《Attachment 3》 Consolidated Financial Statements and Independent Auditor's Report



安永聯合會計師事務所

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Independent Auditors' Report Translated from Chinese

To TAIWAN KONG KING CO., LTD.

Opinion

We have audited the accompanying consolidated balance sheets of TAIWAN KONG KING CO., LTD. and its subsidiaries as of 31 December 2022 and 2021, and the related consolidated statements of comprehensive income, changes in equity and cash flows for the years ended 31 December 2022 and 2021, and notes to the consolidated financial statements, including the summary of significant accounting policies (together "the consolidated financial statements").

In our opinion, based on our audits and the reports of other auditors (please refer to the *Other Matter – Making Reference to the Audits of a Component Auditors* section of our report), the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of the Company as of 31 December 2022 and 2021, and its consolidated financial performance and cash flows for the years ended 31 December 2022 and 2021, in conformity with the requirements of the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of 2022 consolidated financial statements. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Allowance for impairment losses of accounts receivables

Accounts receivables and allowance for impairment losses by the Company and its subsidiaries amounted to NT\$313,331 thousand and NT\$449 thousand as of 31 December 2022, respectively. The net amount of accounts receivables was approximately 15% of total assets and which is significant to the Company. Considering the assessment of allowance for impairment losses is measured by lifetime expected credit loss; the process of measurement must appropriately divide accounts receivables into groups, determine and analyze the use of relevant assumptions in the process of measurement, including appropriate aging intervals, the aging loss rate for each interval and the use of forward-looking information, that reflected the measurement of the expected credit loss involving judgment, analysis and estimates, and the result of measurement affect the net amount of accounts receivables, we determined this as a key audit matter.

Our audit procedures included, but not limited to, understanding and evaluating whether the internal control is appropriate; when performing internal control, randomly selecting sales orders and vouching them to aging schedule to ensure the accuracy of aging intervals of accounts receivables; confirming whether the customer properly grouped by significantly different loss types and evaluating the reasonableness of management's estimates of assumptions; testing provision matrix, including evaluating the appropriateness of aging intervals and the accuracy of raw data by vouching them to supporting evidences, testing statistical information for the credit loss rate computed by roll rate over a one-year period, considering the reasonableness of forward-looking information used on the credit loss rate, and evaluating whether such forward-looking information would affect credit loss rate. In addition, performing the analytical review procedure to identify whether any material unusual fluctuations between the two-period of accounts receivables turnover exist. Also, reviewing the collections of accounts receivables during the subsequent period for customers with material period-end balances.

We also assessed the adequacy of disclosures of accounts receivables. Please refer to Note 5, 6 and 12 to the Company's consolidated financial statements.

Valuation of inventories

Net inventories by the Company and its subsidiaries amounted to NT\$162,812 thousand, was

approximately 8% of total assets as of 31 December 2022. Considering the possibility of impairment of the inventory driven by economic conditions, the industry competition, and the unexpected decrease of total sales, we determined this as a key audit matter.

Our audit procedures included, but not limited to, understanding the internal control of management's inventory valuation process. When performing internal control, sampling purchase orders and vouching them to supporting evidences to ensure the inventory aging and the calculation of write-downs from slow-moving inventories are accurate and reasonable; performing the analytical review procedure to assess whether any material unusual fluctuation of ending balances, inventory turnover and gross margin per product between the year ended 31 December 2022 and the prior year exists; sampling sales orders and purchase orders to verify the calculation of allowance for inventory valuation losses to evaluate whether the valuation of inventories is appropriate.

We also assessed the adequacy of disclosures of inventories. Please refer to Note 4, 5 and 6 to the Company's consolidated financial statement.

Other Matter - Making Reference to the Audits of Component Auditors

We did not audit the financial statements of certain subsidiaries. Those financial statements were audited by other auditors, whose reports thereon have been furnished to us, and our opinions expressed herein are based solely on the reports of other auditors. These assets of NT\$200,867 thousand constitute 11% of consolidated total assets as of 31 December 2021. The operating revenues from the subsidiaries amounted to NT\$38,098 thousand, constituting 2% of consolidated operating revenues for the years ended 31 December 2021.

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 requirements of the Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Financial Reporting Standards, International Accounting Standards, Interpretations developed by the International Financial Reporting Interpretations Committee or the former Standing Interpretations Committee as endorsed by 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 ability to continue as a going concern of the Company and its subsidiaries, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company and its subsidiaries or to cease operations, or has no realistic alternative but to do so.

Those charged with governance, including the audit committee, are responsible for overseeing the financial reporting process of the Company and its subsidiaries.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

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

- 1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- 2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control of the Company and its subsidiaries.
- 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 ability to continue as a going concern of the Company and its subsidiaries. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company and its subsidiaries to cease to continue as a going concern.
- 5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the accompanying notes, 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 and its subsidiaries to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in

internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of 2022 consolidated financial statements 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.

Other

We have audited and expressed unqualified opinion and unqualified opinion including an Other Matter Paragraph on the parent company only financial statements of the Company as of and for the years ended 31 December 2022 and 2021, respectively.

CHANG, CHIH-MING

HSU, JUNG-HUANG

Ernst & Young, Taiwan 20 March 2023

Notice to Readers

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

Accordingly, the accompanying consolidated financial statements and report of independent auditors are not intended for use by those who are not informed about the accounting principles or the Standards on Auditing of the Republic of China, and their applications in practice.

TAIWAN KONG KING CO., LTD. AND SUBSIDIARIES CONSOLIDATED BALANCE SHEETS

31 December 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

		As of 31 December	
	NOTES	2022	2021
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents	4,6&12	\$1,205,466	\$920,645
Notes receivable, net	4,6&12	4,384	32,851
Accounts receivable, net	4,6&12	312,882	304,005
Other receivables	12	5,775	1,145
Inventories, net	4&6	162,812	106,589
Prepayments		57,169	53,066
Other current assets		2,482	2,319
Total Current Assets		1,750,970	1,420,620
NON-CURRENT ASSETS			
Financial assets at fair value through profit or loss, noncurrent	4,6&12	5,053	9,844
Financial assets at fair value through other comprehensive income, noncurrent	4,6&12	15,830	26,285
Property, plant and equipment	4&6	275,379	268,025
Right-of-use asset	4&6	6,213	5,097
Intangible assets	4&6	2,843	3,826
Deferred tax assets	4&6	28,492	25,795
Other noncurrent assets	4&12	8,987	8,045
Total Non-Current Assets		342,797	346,917
TOTAL ASSETS		\$2,093,767	\$1,767,537

(continued)

TAIWAN KONG KING CO., LTD. AND SUBSIDIARIES CONSOLIDATED BALANCE SHEETS

31 December 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

		As of 31 December				
	NOTES	2022	2021			
LIABILITIES AND EQUITY						
CURRENT LIABILITIES						
Contract liabilities, current	6	\$200,660	\$205,516			
Notes payable	12	2,632	24,725			
Accounts payable	12	194,355	187,261			
Accounts payable-related parties	7&12	48,428	74,135			
Other payables	12	224,975	151,543			
Other payables-related parties	7	473	350			
Current tax liabilities	4	91,670	37,564			
Lease liabilities, current	4&6	2,304	1,686			
Other current liabilities		1,653	1,631			
Total Current Liabilities		767,150	684,411			
NON-CURRENT LIABILITIES						
Non-current provisions	4&6	22,315	35,768			
Deferred tax liabilities	4&6	474	2,151			
Lease liabilities, noncurrent	4&6	3,884	3,343			
Total Non-Current Liabilities		26,673	41,262			
TOTAL LIABILITIES		793,823	725,673			
EQUITY ATTRIBUTABLE TO THE PARENT (COMPANY	·				
Capital						
Common stock	6	362,888	362,888			
Total Capital stock		362,888	362,888			
Capital surplus	6	44,670	44,670			
Retained earnings						
Legal reserve		308,741	282,175			
Special reserve		52,405	43,967			
Unappropriated earnings		578,872	360,569			
Total Retained earnings		940,018	686,711			
Other components of equity		(47,632)	(52,405)			
TOTAL EQUITY		1,299,944	1,041,864			
TOTAL LIABILITIES AND EQUITY		\$2,093,767	\$1,767,537			
	-					

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

TAIWAN KONG KING CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

For the years ended 31 December 2022 and 2021

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

	_	For the years ended	
ITEM	NOTES	2022	2021
OPERATING REVENUES	4,6&7	\$2,565,379	\$2,023,463
COST OF GOODS SOLD	4&7	(1,579,337)	(1,331,154)
GROSS PROFIT	<u>.</u>	986,042	692,309
OPERATING EXPENSES	4&7		
Sales and marketing expense		(214,628)	(170,148)
General and administrative expense		(175,188)	(163,539)
Research and development expenses	_	(3,427)	(4,480)
Total Operating Expense	_	(393,243)	(338,167)
OPERATING INCOME	·	592,799	354,142
NON-OPERATING INCOME AND EXPENSES	_		
Interest income	6	8,308	1,488
Other income	6	3,417	2,589
Other gains and losses	6	(8,224)	(24,510)
Financial cost	6	(302)	(5)
Subtotal	_	3,199	(20,438)
INCOME BEFORE INCOME TAX	_	595,998	333,704
INCOME TAX EXPENSE	4&6	(117,614)	(63,707)
PROFIT FROM CONTINUING OPERATIONS	_	478,384	269,997
NET INCOME	-	478,384	269,997
OTHER COMPREHENSIVE (LOSS) INCOME	6		-
Items that will not be reclassified subsequently to profit or loss			
Remeasurements of defined benefit pension plans		7,182	(4,265)
Unrealized gains (losses) from investments in equity instruments			
measured at fair value through other comprehensive income		(8,198)	923
Income tax related to items that will not be reclassified subsequently		203	668
Items that may be reclassified subsequently to profit or loss			
Exchange differences on translation of foreign operations		9,129	(9,177)
TOTAL OTHER COMPREHENSIVE INCOME (LOSS)	_	8,316	(11,851)
TOTAL COMPREHENSIVE INCOME	_	\$486,700	\$258,146
NET INCOME ATTRIBUTABLE TO:	=		
Stockholders of the parent		\$478,384	\$269,063
Non-controlling interests		ψ170,301 -	934
COMPREHENSIVE INCOME ATTRIBUTABLE TO:			,,,,
Stockholders of the parent		\$486,700	\$257,212
Non-controlling interests		φτου,700	934
Earnings per share (NTD)		-	754
Basic earnings per share	6		
Basic earnings per share from continuing operations	U	\$3.30	\$1.85
(The accompanying notes are an integral part of the consolid	atad financi		Ψ1.03

TAIWAN KONG KING CO., LTD. AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

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

Equity Attributable to the Parent Company

				Retained earnings		Other compor	nents of equity			
	Capital	Capital surplus	Legal reserve	Special reserve	Unappropriated earnings	Exchange differences on translation of foreign operations	Unrealized gains or losses on financial assets measured at fair value through other comprehensive income	Total	Non- Controlling Interests	Total Equity
Balance as of 1 January 2021	\$362,888	\$46,759	\$264,613	\$38,245	\$270,616	\$(22,760)	\$(21,207)	\$939,154	\$680	\$939,834
Appropriation and distribution of 2020 retained earnings:										
Legal reserve	-	-	17,562	-	(17,562)		-	-	-	-
Special reserve	-	-	-	5,722	(5,722)		-	-	-	-
Cash dividends	-	-	-	-	(152,413)		-	(152,413)	-	(152,413)
Net income for the year ended 31 December 2021	-	-	-	-	269,063	-	-	269,063	934	269,997
Other comprehensive income (loss) for the year ended 31 December 2021, net of income tax	-	-	-	-	(3,413)	(9,177)	739	(11,851)	-	(11,851)
Total comprehensive income	_		_	-	265,650	(9,177)	739	257,212	934	258,146
From difference between the consideration received and the carrying amount of the subsidiaries' net assets during actual acquisition	-	(2,089)	-	-	-		-	(2,089)	(1,614)	(3,703)
Balance as of 31 December 2021	\$362,888	\$44,670	\$282,175	\$43,967	\$360,569	\$(31,937)	\$(20,468)	\$1,041,864	\$-	\$1,041,864
Balance as of 1 January 2022	\$362,888	\$44,670	\$282,175	\$43,967	\$360,569	\$(31,937)	\$(20,468)	\$1,041,864	\$-	\$1,041,864
Appropriation and distribution of 2021 retained earnings: Legal reserve	_	_	26,566	_	(26,566)	-	-	-	_	-
Special reserve	_	-	-	8,438	(8,438)		_	_	-	-
Cash dividends	_	-	-	-	(228,620)		-	(228,620)	-	(228,620)
Net income for the year ended 31 December 2022	-	-	-	-	478,384	-	-	478,384		478,384
Other comprehensive income (loss) for the year ended 31 December 2022, net of income tax	-	-	-	-	5,746	9,129	(6,559)	8,316	-	8,316
Total comprehensive income				-	484,130	9,129	(6,559)	486,700	-	486,700
Disposal of investments in equity instruments at fair value through other comprehensive income		-	-	-	(2,203)	-	2,203	-	-	-
Balance as of 31 December 2022	\$362,888	\$44,670	\$308,741	\$52,405	\$578,872	\$(22,808)	\$(24,824)	\$1,299,944	\$-	\$1,299,944

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

English Translation of Consolidated Financial Statements Originally Issued in Chinese TAIWAN KONG KING CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS

For the years ended 31 December 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

For the years ended 31 December For the years ended 31 December

		31 December		31 December	
ITEM	2022	2021	ITEM	2022	2021
CASH FLOWS FROM OPERATING ACTIVITIES:		_	CASH FLOWS FROM INVESTING ACTIVITIES:		
Net income before tax	\$595,998	\$333,704	Disposal of financial assets at fair value through other comprehensive income	2,329	-
Adjustments to reconcile net income before tax to net cash provided by operating activities:			Acquisition of property, plant and equipment	(26,050)	(65,169)
Depreciation expense	21,366	23,445	Disposal of property, plant and equipment	3,381	8,695
Amortization expense	2,465	2,240	Acquisition of intangible assets	(1,476)	(2,653)
Net loss on financial assets or liabilities at fair value through profit or loss	4,791	5,914	Increase in refundable deposits	(297)	(3,543)
Interest expense	302	5	Increase in other non-current assets	(645)	-
Interest income	(8,308)	(1,488)	Decrease in other non-current assets		14
Dividend income	(1,583)	(892)	Net cash (used in) generated by investing activities	(22,758)	(62,656)
Gain on disposal of property, plant and equipment	(3,304)	(4,392)			
Gain on disposal of investments		(9,235)	CASH FLOWS FROM FINANCING ACTIVITIES:		
Total adjustments to reconcile profit (loss)	15,729	15,597	Repayment of lease principal	(2,909)	(978)
Changes in operating assets and labilities:			Cash dividends	(228,620)	(152,413)
Notes receivable	28,467	(31,503)	Acquired equity in subsidiary	<u> </u>	(3,703)
Accounts receivable	(8,877)	(124,365)	Net cash used in financing activities	(231,529)	(157,094)
Accounts receivable-related parties	-	831			
Other receivables	(2,401)	1,577	EFFECT OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS	9,256	(787)
Inventories	(56,223)	(21,352)	NET INCREASE IN CASH AND CASH EQUIVALENTS	284,821	210,498
Prepayments	(4,103)	(24,260)	CASH AND CASH EQUIVALENTS, BEGINNING OF PERIOD	920,645	710,147
Other current assets	(163)	867	CASH AND CASH EQUIVALENTS, END OF PERIOD	\$1,205,466	\$920,645
Contract liabilities	(4,856)	140,046			
Notes payable	(22,093)	24,701			
Accounts payable	7,094	49,806			
Accounts payable-related parties	(25,707)	67,297			
Other payables	73,432	45,084			
Other payables-related parties	123	191			
Provisions	(7,707)	201			
					j,

Cash generated from operations 588,735 479,747 2,022 Interest received 6,079 Dividends received 1,583 892 Interest expense paid (302)(5) (51,621) Income taxes paid (66,243)

Other current liabilities

Total changes in operating assets and liabilities

Net cash generated by operating activities

(The accompanying notes are an integral part of the parent company only financial statements)

431,035

1,325

130,446

(22,992)

529,852

Attachment 4 Stand-alone Financial Statements and Independent Auditor's Report



安永聯合會計師事務所

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Independent Auditors' Report Translated from Chinese

To TAIWAN KONG KING CO., LTD.

Opinion

We have audited the accompanying parent company only balance sheets of Taiwan Kong King Co., Ltd. (the "Company") as of 31 December 2022 and 2021, and the related parent company only statements of comprehensive income, changes in equity and cash flows for the years ended 31 December 2022 and 2021, and notes to the parent company only financial statements, including the summary of significant accounting policies (together "the parent company only financial statements").

In our opinion, based on our audits and the reports of other auditors (please refer to the *Other Matter – Making Reference to the Audits of a Component Auditors* section of our report), the parent company only financial statements referred to above present fairly, in all material respects, the financial position of the Company as of 31 December 2022 and 2021, and its financial performance and cash flows for the years ended 31 December 2022 and 2021, in conformity with the requirements of the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and the Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the *Auditors'* Responsibilities for the Audit of the 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 the Republic of China (the "Norm"), and we have fulfilled our other ethical responsibilities in accordance with the Norm. Based on our audits and the reports of other auditors, we believe that the audit evidence we have obtained is sufficient and appropriate to

provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of 2022 parent company only financial statements. These matters were addressed in the context of our audit of the parent company only financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Allowance for impairment losses of accounts receivables

Accounts receivables and allowance for impairment losses by the Company amounted to NT\$277,743 thousand and NT\$449 thousand as of 31 December 2022, respectively. The net amount of accounts receivables was approximately 15% of total assets and which is significant to the Company. Considering the assessment of allowance for impairment losses is measured by lifetime expected credit loss; the process of measurement must appropriately divide accounts receivables into groups, determine and analyze the use of relevant assumptions in the process of measurement, including appropriate aging intervals, the aging loss rate for each interval and the use of forward-looking information, that reflected the measurement of the expected credit loss involving judgment, analysis and estimates, and the result of measurement affect the net amount of accounts receivables, we determined this as a key audit matter.

Our audit procedures included, but not limited to, understanding and evaluating whether the internal control is appropriate; when performing internal control, randomly selecting sales orders and vouching them to aging schedule to ensure the accuracy of aging intervals of accounts receivables; confirming whether the customer properly grouped by significantly different loss types and evaluating the reasonableness of management's estimates of assumptions; testing provision matrix, including evaluating the appropriateness of aging intervals and the accuracy of raw data by vouching them to supporting evidences, testing statistical information for the credit loss rate computed by roll rate over a one-year period, considering the reasonableness of forward-looking information used on the credit loss rate, and evaluating whether such forward-looking information would affect credit loss rate. In addition, performing the analytical review procedure to identify whether any material unusual fluctuations between the two-period of accounts receivables turnover exist. Also, reviewing the collections of accounts receivables during the subsequent period for customers with material period-end balances.

We also assessed the adequacy of disclosures of accounts receivables. Please refer to Note 5, 6 and 12 to the parent company only financial statements.

Valuation of inventories

Net inventories by the Company amounted to NT\$75,444 thousand, was approximately 4% of total assets as of 31 December 2022. Considering the possibility of impairment of the inventory driven by economic conditions, the industry competition, and the unexpected decrease of total sales, we determined this as a key audit matter.

Our audit procedures included, but not limited to, understanding the internal control of management's inventory valuation process. When performing internal control, sampling purchase orders and vouching them to supporting evidences to ensure the inventory aging and the calculation of write-downs from slow-moving inventories are accurate and reasonable; performing the analytical review procedure to assess whether any material unusual fluctuation of ending balances, inventory turnover and gross margin per product between the year ended 31 December 2022 and the prior year exists; sampling sales orders and purchase orders to verify the calculation of allowance for inventory valuation losses to evaluate whether the valuation of inventories is appropriate.

We also assessed the adequacy of disclosures of inventories. Please refer to Note 4, 5 and 6 to the parent company only financial statement.

Other Matter - Making Reference to the Audits of Component Auditors

We did not audit the financial statements of certain subsidiaries, associates and joint ventures accounted for under the equity method. Those financial statements were audited by other auditors, whose reports thereon have been furnished to us, and our opinions expressed herein are based solely on the reports of other auditors. These subsidiaries, associates and joint ventures under equity method amounted to NT\$119,070 thousand, representing 8% of total assets as of 31 December 2021. The related shares of profits from the subsidiaries, associates and joint ventures under the equity method amounted to NT\$22,188 thousand, representing 7% of the income before tax for the year ended 31 December 2021, and the related shares of other comprehensive income (loss) from the subsidiaries, associates and joint ventures under the equity method amounted to NT\$(1,217) thousand, representing 10% and of the comprehensive income (loss) for the year ended 31 December 2021.

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 ability to continue as a going concern of the Company, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance, including the audit committee, are responsible for overseeing the

financial reporting process of the Company.

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

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

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

- 7. 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.
- 8. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control of the Company.
- 9. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- 10. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability to continue as a going concern of the Company. 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.
- 11. Evaluate the overall presentation, structure and content of the parent company only financial statements, including the accompanying notes, and whether the parent company only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

12. 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 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 2022 parent company only financial statements 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.

CHANG, CHIH-MING

HSU, JUNG-HUANG

Ernst & Young, Taiwan 20 March 2023

Notice to Readers

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

Accordingly, the accompanying parent company only financial statements and report of independent auditors are not intended for use by those who are not informed about the accounting principles or the Standard on Auditing of the Republic of China, and their applications in practice.

English Translation of Parent Company Only Financial Statements Originally Issued in Chinese

TAIWAN KONG KING CO., LTD.

PARENT COMPANY ONLY BALANCE SHEETS

31 December 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

			December	
	NOTES	2022	2021	
ASSETS				
CURRENT ASSETS				
Cash and cash equivalents	4,6&12	\$768,214	\$578,772	
Notes receivable, net	4,6&12	1,760	354	
Accounts receivable, net	4,6&12	277,254	244,437	
Accounts receivable-related parties, net	4,6,7&12	40	1,116	
Other receivables	12	2,145	146	
Other receivables-related parties, net	7&12	1,598	511	
Inventories, net	4&6	75,444	28,543	
Prepayments	7	34,945	19,333	
Other current assets		2,482	2,305	
Total Current Assets		1,163,882	875,517	
NON-CURRENT ASSETS				
Financial assets at fair value through profit or loss, non current	4,6&12	5,053	9,844	
Financial assets at fair value through other comprehensive income, non current	4,6&12	15,191	25,584	
Investments accounted for using equity method	4&6	446,675	356,588	
Property, plant and equipment	4&6	180,321	221,022	
Investment property, net	4&6	60,411	12,720	
Intangible assets	4&6	2,129	2,650	
Deferred tax assets	4&6	26,943	24,121	
Other noncurrent assets	4&12	8,174	7,897	
Total Non-Current Assets		744,897	660,426	
TOTAL ASSETS		\$1,908,779	\$1,535,943	

(continued)

PARENT COMPANY ONLY BALANCE SHEETS

31 December 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

r	ii iiiousuiius oi i tew Turv	As of 31 December			
	NOTES	2022	2021		
LIABILITIES AND EQUITY		· · · · · · · · · · · · · · · · · · ·			
CURRENT LIABILITIES					
Contract liabilities, current	6	\$138,931	\$133,215		
Notes payable	12	1,448	20		
Accounts payable	12	126,217	91,989		
Accounts payable-related parties	7&12	66,697	97,153		
Other payables	12	171,708	104,035		
Other payables-related parties	6,7&12	597	472		
Current tax liabilities	4	79,113	28,002		
Other current liabilities		1,335	1,406		
Total Current Liabilities		586,046	456,292		
NON-CURRENT LIABILITIES					
Non-current provisions	4&6	22,315	35,637		
Deferred tax liabilities	4&6	474	2,150		
Total Non-Current Liabilities		22,789	37,787		
TOTAL LIABILITIES		608,835	494,079		
EQUITY					
Capital					
Common stock	6	362,888	362,888		
Total Capital stock	_	362,888	362,888		
Capital surplus	6	44,670	44,670		
Retained earnings					
Legal reserve		308,741	282,175		
Special reserve		52,405	43,967		
Unappropriated earnings		578,872	360,569		
Total Retained earnings	_	940,018	686,711		
Other components of equity		(47,632)	(52,405)		
TOTAL EQUITY		1,299,944	1,041,864		
TOTAL LIABILITIES AND EQUITY	_	\$1,908,779	\$1,535,943		
	-				

(The accompanying notes are an integral part of the parent company only financial statements)

PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME

For the years ended 31 December 2022 and 2021

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

(Expressed in Thousands of New Talwan Donars, Except i	or Larinings	For the years ended	131 December
ITEM	NOTES	2022	2021
OPERATING REVENUES	4,6&7	\$1,926,240	\$1,495,600
COST OF GOODS SOLD	4,6&7	(1,145,057)	(999,165)
GROSS PROFIT	,	781,183	496,435
OPERATING EXPENSES	4,6&7		•
Sales and marketing expense	ŕ	(214,813)	(170,335)
General and administrative expense		(83,069)	(60,477)
Total Operating Expense		(297,882)	(230,812)
OPERATING INCOME		483,301	265,623
NON-OPERATING INCOME AND EXPENSES			
Interest income	6	4,398	1,107
Other income	6	5,015	4,512
Other gains and losses	6	(3,324)	(30,075)
Share of profit of subsidiaries, associates and joint ventures			
accounted for using equity method, net		86,042	76,707
Subtotal		92,131	52,251
INCOME BEFORE INCOME TAX		575,432	317,874
INCOME TAX EXPENSE	4&6	(97,048)	(48,811)
PROFIT FROM CONTINUING OPERATIONS		478,384	269,063
NET INCOME		478,384	269,063
OTHER COMPREHENSIVE INCOME (LOSS)	6		
Items that will not be reclassified subsequently to profit or loss			
Remeasurements of defined benefit pension plans		6,535	(4,579)
Unrealized gains (losses) from investments in equity instruments			
measured at fair value through other comprehensive income		(10,393)	4,860
Share of other comprehensive income of associates and joint			
ventures accounted for using equity method		2,712	(3,686)
Income tax related to items that will not be reclassified subsequently		333	731
Items that may be reclassified subsequently to profit or loss			
Exchange differences on translation of foreign operations		9,129	(9,177)
TOTAL OTHER COMPREHENSIVE INCOME (LOSS)		8,316	(11,851)
TOTAL COMPREHENSIVE INCOME		\$486,700	\$257,212
Earnings per share (NTD)			
Basic earnings per share	6		
Basic earnings per share from continuing operations		\$3.30	\$1.85
(The accompanying notes are an integral part of the parent compa	ny only fina	incial statements)	

PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY

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

	(Lxpre	essed in Thousands o	Tivew Tarwan Do	nais)		Other compo	onents of equity	
				Retained earning	S		Unrealized gains or	
	Capital	Capital surplus	Legal reserve	Special reserve	Unappropriated earnings	Exchange differences on translation of foreign operations	losses on financial assets measured at fair value through other comprehensive income	Total equity
Balance as of 31 December 2021	\$362,888	\$46,759	\$264,613	\$38,245	\$270,616	\$(22,760)	\$(21,207)	\$939,154
Appropriation and distribution of 2020 retained earnings:								
Legal reserve	-	-	17,562	-	(17,562)	-	-	-
Special reserve	-	-	-	5,722	(5,722)	-	-	-
Cash dividends	-	-	-	-	(152,413)	-	-	(152,413)
Net income for the year ended 31 December 2021	-	-	-	-	269,063	-	-	269,063
Other comprehensive income (loss) for								
the year ended 31 December 2021, net of income tax					(3,413)	(9,177)		(11,851)
Total comprehensive income					265,650	(9,177)	739	257,212
From difference between the consideration received and the carrying								
amount of the subsidiaries' net assets during actual acquisition	-	(2,089)	-	-	-	-	-	(2,089)
Balance as of 31 December 2021	\$362,888	\$44,670	\$282,175	\$43,967	\$360,569	\$(31,937)	\$(20,468)	\$1,041,864
Balance as of January 1, 2022	\$362,888	\$44,670	\$282,175	\$43,967	\$360,569	\$(31,937)	\$(20,468)	\$1,041,864
Appropriation and distribution of 2021 retained earnings:								
Legal reserve	-	-	26,566	-	(26,566)	-		-
Special reserve	-	-	-	8,438	(8,438)	-	-	-
Cash dividends	-	-	-	-	(228,620)	-	-	(228,620)
Other changes in capital surplus:								
Difference between consideration and carrying amount of subsidiaries acquired	-		-	-	-	-	-	-
Net income for the year ended 31 December 2022	-	-	-	-	478,384	-	-	478,384
Other comprehensive income (loss) for								
the year ended 31 December 2022, net of income tax					5,746	9,129	- 	8,316
Total comprehensive income	<u> </u>	-			484,130	9,129	(6,559)	486,700
From difference between the consideration received and the carrying amount of the subsidiaries' net assets during actual acquisition								
Disposal of investments in equity instruments at fair value through								
other comprehensive income (loss)					(2,203)		2203	
Balance as of 31 December 2022	\$362,888	\$44,670	\$308,741	\$52,405	\$578,872	\$(22,808)	\$(24,824)	\$1,299,944

(The accompanying notes are an integral part of the parent company only financial statements)

PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS

For the years ended 31 December 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

	For the yea	rs ended		For the year	
	31 Dece	mber		31 Dece	ember
ITEM	2022	2021	ITEM	2022	2021
CASH FLOWS FROM OPERATING ACTIVITIES:			CASH FLOWS FROM INVESTING ACTIVITIES:		
Net income before tax	\$575,432	\$317,874		-	(3,703)
Adjustments to reconcile net income before tax to net cash provided by operating activities:			Acquisition of property, plant and equipment	(20,086)	(62,504)
Depreciation expense	13,096		Disposal of property, plant and equipment	3,342	8,320
Amortization expense	1,654	1,448		(277)	(3,543)
Net loss on financial assets or liabilities at fair value through profit or loss	4,791	5,914		(1,133)	(1,982)
Interest income	(4,398)	(1,107)	Decrease in other noncurrent asset		14
Dividends income	(16)	-	Net cash used in investing activities	(18,154)	(63,398)
Share of profit of associates and joint ventures accounted for using equity method	(86,042)	(76,707)			
Gain on disposal of property, plant and equipment	(3,342)	(4,176)	CASH FLOWS FROM FINANCING ACTIVITIES:		
Total adjustments to reconcile (loss) profit	(74,257)	(63,284)	Cash dividends paid	(228,620)	(152,413)
Changes in operating assets and labilities:			Net cash used in financing activities	(228,620)	(152,413)
Notes receivable	(1,406)	(213)			
Accounts receivable	(32,817)	(86,255)	NET INCREASE IN CASH AND CASH EQUIVALENTS	189,442	127,700
Accounts receivable-related parties	1,076	(335)	CASH AND CASH EQUIVALENTS, BEGINNING OF PERIOD	578,772	451,072
Other receivables	69	(45)	CASH AND CASH EQUIVALENTS, END OF PERIOD	\$768,214	\$578,772
Other receivable-related parties	(1,087)	2,395			
Inventories	(46,901)	(3,167)			
Prepayments	(15,612)	3,131			
Other current assets	(177)	882			
Contract liabilities	5,716	110,282			
Notes payable	1,428	(4)			
Accounts payable	34,228	16,117			
Accounts payable-related parties	(30,456)	49,166			
Other payables	67,673	28,484			
Other payables-related parties	125	88			
Provisions	(6,787)	(531)			
Other current liabilities	(71)	1,284			
Total changes in operating assets and liabilities	(24,999)	121,279			
Cash generated from operations	476,176	375,869			
Interest received	2,330	1,646			
Dividends received	7,812	9,979			
Income taxes paid	(50,102)	(43,983)			
Net cash generated by operating activities	436,216	343,511			

(The accompanying notes are an integral part of the parent company only financial statements)

《Appendix 1》 TKK Rules and Procedure of Shareholders' Meeting

- Article 1 The shareholders' meeting shall be handled in accordance with these rules, unless otherwise provided by the law.
- Article 2 The Company shall prepare an attendance book for shareholders to sign in, or the shareholder present may hand in an attendance card in lieu of signing on the attendance book.

The number of shares in attendance is calculated according to the signature book or the signed card and the shareholding of the voting rights in writing or electronically.

- Article 3 Voting and attendance at a shareholders' meeting shall be calculated based the number of shares.
- Article 4 The venue for the shareholders' meeting shall be within 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.
- Article 5 If a shareholders meeting is called by the board of directors, the board chairman shall preside at the said shareholders meeting. In case the chairman is on leave of absence, or cannot exercise his powers and authority, the vice chairman shall act in lieu of him. there is no vice chairman, or the vice chairman is also on leave of absence, or cannot exercise his powers and authority, the chairman shall designate a managing director to act in lieu of him; if there is no managing director, the chairman shall designate a director to act in lieu of him. the chairman does not designate a director, the managing directors or directors shall elect one from among themselves to act in lieu of the chairman. If a shareholders meeting is called by any other person than the board of directors, who has the right to call the meeting, said person shall preside at that meeting.
- Article 6 The Company may designate its lawyer, certified public accountant or other relevant persons to attend the shareholders meeting. Those handling the business of a shareholders meeting shall wear an identification card or a badge.
- Article 7 The Company shall record with an audio or video tape the whole proceedings of the shareholders meeting, and said video tape or audio tape shall be kept for at

least one year.

Article 8 When it is time to convene a shareholders meeting, the chairman shall immediately convene the meeting, provided, however, that if the shareholders present do not represent a majority of the total amount of issued shares, the chairman may postpone the meeting, provided, however, that the postponement of the said meeting shall be limited to two times, and the total time postponed shall not exceed one hour. If the meeting has been postponed for two times, but the shareholders present still do not represent a majority of the total amount of issued shares, a tentative resolution may be adopted in accordance with Paragraph 1 of Article 175 of the Company Act by shareholders representing one-third of the total amount of issued shares. Before the close of the said meeting if the shareholders present represent a majority of the total amount of issued shares, the chairman may present the tentative resolution so adopted to the meeting for resolution in accordance with the provisions of Article 174 of the Company Act.

Article 9 If a shareholders meeting is called by the board of directors, the proceedings of the meeting shall be formulated by the board of directors, and the meeting shall be proceeded with in accordance with the said proceedings. The proceedings shall not be changed without a resolution made by the shareholders meeting. If a shareholders meeting shall be called by any other person than the board of directors, the preceding provisions shall apply mutatis mutandis to the said meeting. The chairman shall not adjourn a meeting without resolution adopted by shareholders if the motions (including extraordinary motions) covered in the proceedings so arranged in the above two Paragraphs shall not have been resolved. After close of the said meeting, shareholders shall not elect another chairman to hold another meeting at the same place or at any other place. However, if the chairman violated the rules of procedure and adjourn the meeting, it is possible to be adopted by a majority vote of the shareholders' voting rights to elect one person to serve as the chairman to continue the meeting.

Article 10 A shareholder wishing to speak in a shareholders meeting shall first fill out a slip, specifying therein the major points of his speech, his serial number as a shareholder (or number of attendance) and his name, and the chairman shall determine his order of giving a speech. A shareholder who submits his slip for a

speech but does not actually speak shall be considered as not having given a speech. If the contents of his speech shall be different from those specified on the slip, the contents of his speech shall prevail. When a shareholder is giving a speech, the other shareholders shall not interrupt unless they have obtained the prior consent from the chairman and the said shareholder, and the chairman may prevent others from interrupting.

- Article 11 A shareholder shall not speak more than two times for one motion, unless he has obtained the prior consent from the chairman, and each speech shall not exceed 5 minutes. If a shareholder violates the above provisions or his speech exceeds the scope of the motion, the chairman may prevent him from doing so.
- Article 12 A corporate shareholder being entrusted to attend in a shareholders meeting may designate only one representative to represent it in the meeting. If a corporate shareholder which designates two or more representatives to represent it at the shareholders meeting, only one of the representatives so designated may speak on any one motion.
- Article 13 After a shareholder has given a speech, the chairman may personally or designate relevant person to respond.
- Article 14 When the chairman considers that the discussion for a motion has reached the extent for making a resolution, he may announce discontinuance of the discussion and submit the motion for resolution.
- Article 15 The persons for supervising the casting of votes and the counting thereof for resolutions shall be designated by the chairman, provided, however, that the person supervising the casting of votes shall be a shareholder. The results of resolution shall be announced in the meeting, and recorded in the meeting minutes.
- Article 16 During the proceedings of a meeting, the chairman may consider the schedule and announce for a break.
- Article 17 Unless otherwise specifically provided for in the Company Act or the Articles of Incorporation of the Company, resolutions shall be adopted by a majority vote at a meeting attended by the shareholders. When voting on the resolution, the chairman or his designee shall announce the voting rights of the shareholders and the shareholders shall vote.

- Article 18 If there shall be an amendment or alternative to one motion, the chairman may combine the amendment or alternative into the original motion, and determine their orders for resolution. any one of the above shall be resolved, the others shall be considered as rejected, upon which no further resolution shall be required.
- Article 19 The chairman may direct disciplinary personnel (or security personnel) to maintain the order of the meeting. For doing so they shall wear a badge bearing the words of "disciplinary personnel".
- Article 20 These rules shall be implemented after the approval of the shareholders' meeting, and the same shall apply to the amendments.

《Appendix 2》 TKK Articles of Incorporation

Chapter 1 General Provisions

Article 1 The company was organized in accordance with the provisions of the Company Act and was named Taiwan Kong King Co., Ltd.

Article 2 The company 5 dusinesses are as follows	Article 2	The company	y's businesses	are as follows:
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Article 2	The con	npany's busi	inesses are as follows:
	(1)	C802120	Industrial Catalyst Manufacturing
	(2)	C802200	Paints, Varnishes, Lacquers, Dyeing Mills and Dyestuff
			Manufacturing
	(3)	CB01010	Machinery and Equipment Manufacturing
	(4)	CB01020	Office Machines Manufacturing
	(5)	CC01030	Electric Appliance and Audiovisual Electric Products
			Manufacturing
	(6)	CC020170	Wired Communication Equipment and Apparatus
			Manufacturing
	(7)	CC020180	Telecommunication Equipment and Apparatus
			Manufacturing
	(8)	CC020190	Electronic Parts and Components Manufacturing
	(9)	CC01110	Computers and Computing Peripheral Equipments
			Manufacturing
	(10)	CC01990	Electrical Machinery, Supplies Manufacturing
	(11)	CD01050	Bicycles and Parts Manufacturing
	(12)	CE01010	Precision Instruments Manufacturing
	(13)	CF01011	Medical Materials and Equipment Manufacturing
	(14)	EZ05010	Apparatus Installation Construction
	(15)	EZ13010	Nucleus Construction
	(16)	F2018200	Wholesale of Chemistry Raw Material
	(17)	F2018990	Wholesale of Other Chemical Products
	(18)	F2019031	Wholesale of Drugs, Medical Goods
	(19)	F113010	Wholesale of Machinery
	(20)	F113030	Wholesale of Precision Instruments
	(21)	F113050	Wholesale of Computing and Business Machinery Equipment
	(22)	F113990	Wholesale of Other Machinery and Equipment
	(23)	F119010	Wholesale of Electronic Materials
	(24)	F207200	Retail sale of Chemistry Raw Material
	(25)	F207990	Retail Sale of Other Chemical Products
	(26)	F208031	Retail sale of Medical Equipments
	(27)	F213030	Retail sale of Computing and Business Machinery Equipment
	(28)	F213040	Retail Sale of Precision Instruments

- (29) F213080 Retail Sale of Machinery and Equipment
- (30) F213990 Retail Sale of Other Machinery and Equipment
- (31) F219010 Retail Sale of Electronic Materials
- (32) H703110 Senior Citizen's Development
- (33) I301010 Software Design Services
- (34) ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.
- Article 3 The Company has its head office in Taoyuan County, Taiwan, and the Company may establish branches in and out of this country.

Article 4

- (1) When the company is a limited liability shareholder of other companies, it is not subject to Article 13 of the Company Act and may not exceed the limit of 40% of the company's paid-in capital.
- (2) The company may guarantee the external by the needs of the business.
- (3) The board of directors may invest in the mainland China according to the upper limit set by the competent authority.

Chapter 2 Shares

- Article 5 The total amount of the Company's capital is NTD450 million, which is further divided into 180 million Shares, with the value per share NTD2.5, and the Board is authorized to issue shares in installments.
- Article 6 The Company shall issue nominal shares under the signature or seal of a director on behalf of the company and with a visa from a bank legally entitled to act as the issuer of the shares. When the Company issues shares, those shares shall not be printed. The shares not printed shall be kept and recorded by the centralized securities depository enterprise.
- Article 7 The entries in the shareholders' roster shall not be altered within 60 days prior to the convening date of a regular shareholders' meeting, or within 30 days prior to the convening date of a special shareholders' meeting, or within 5 days prior to the target date fixed by the issuing company for distribution of dividends, bonus or other benefits.
- Article 7-1 The company buys back treasury shares, which can be transferred to employees based on the average price of the actual shares bought back. Subject to the

relevant laws and the attendance of more than half of the shareholders of the total number of issued shares of the shareholders' meeting, more than two-thirds of the voting rights of the shareholders shall agree to do so.

Chapter 3 Shareholders' Meeting

- Article 8 There are two types of shareholders' meeting, namely, regular meeting and special eeting. The regular meeting shall be convened within six months after the close of each fiscal year. Whereas, special meetings are held in accordance with the law, when necessary. The shareholders' meeting shall be convened by the Board of Directors in addition to the provisions of the Company Act.
- Article 8-1 The Company's shareholders' meeting may be held by video conferencing or the method announced by the competent authorities.
 - Article 9 If a shareholder cannot attend a shareholders' meeting for any reason, he or she may issue a proxy form in accordance with the company, stating the scope of authorization, to authorize an agent by signature and stamp to attend the meeting on his or her behalf.
 - Article 10 A shareholder shall be entitled to one vote for each share held, except when the shares are deemed non-voting shares under Article 179 and 197-1 of the Company Act.
 - Article 11 Except as otherwise provided in the Company Act, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders.

Chapter 4 Board of Directors and Audit Committee

Article 12 The Company established seven to eleven directors. The terms of office for the directors shall be three years, and they may be eligible for re-election. The total shares of the Company held by all directors shall not less than the percentage in accordance with the laws and regulations of competent agencies. In accordance with Article 14-2 of Securities and Exchange Act, there shall be at least three seats for independent directors among the seats for directors in the preceding paragraph. The Company adopted a candidates nomination system for election of the directors of the company and the shareholders shall elect the directors from among the nominees listed in the roster of director candidates. Relevant matters,

such as the method of accepting the roster of director candidates nominated in the preceding paragraph and annoucements, shall be handled in accordance with the relevant provisions in Company Act, Securities and Exchange Act. The Board of Directors may establish functional committee. The qualifications, authority exertions and relevant matters to its members shall be handled in accordance with relevant laws and regulations and established by the Board of Directors. The Company will establish committee to replace supervisors in accordance with Article 14-4 of Securities and Exchange Act. The audit committee shall be composed of the entire number of independent directors. It shall not be fewer than three persons in number, one of whom shall be committee convenor, and its authority exertions and relevant matters shall be handled in accordance with relevant laws and regulations and established by the Board of Directors. The company may obtain directors liability insurance with respect to liabilities resulting from exercising their duties during their terms of directorship after the Board passed the resolution. The Company granted the Board of Directors to determine the remuneration of all directors by referencing the standards given by companies in the same industry.

Article 13 The board of directors shall be organized by the directors. The board of directors is organized by the directors. More than two-thirds of the directors present and more than half of the attended directors agree to elect the chairman, and the vicechairman can be elected as the business needs. The chairman of the board of directors shall internally preside the shareholders' meeting, the meeting of the board of directors, and the meeting of the managing directors; and shall externally represent the company. In case the chairman of the board of directors is on leave or absent or can not exercise his power and authority for any cause, the vice chairman shall act on his behalf. In case of the vice chairman is also on leave or absent or unable to exercise his power and authority for any cause, the chairman designate one of the directors to act on his behalf. In the absence of such a designation, the directors shall elect from among themselves an acting chairman of the board of directors. In case a meeting of the board of directors is proceeded via visual communication network, then the directors taking part in such a visual communication meeting shall be deemed to have attended the meeting in person.

- Article 13-1 The convening of the board of directors shall be notified to the directors by written, email or fax by 7 days. The company may call the board of directors at any time in case of emergency and may also do so by written, email or fax.
 - Article 14 The directors are able to entrust other directors to attend the board of directors on their behalf by executing a power of attorney stating proxy therein the scope of power authorized, and may exercise voting rights on all matters arising from the meeting. However, any director may only act as the agent of one director.
 - Article 15 In case the chairman of the board of directors is on leave or absent or can not exercise his power and authority for any cause, his agent is handled in accordance with the provisions of Article 208 of the Company Act.

Chapter 5 Managerial personnel

Article 16 The company may have one or more managerial personnel. Appointment and discharge and the remuneration of the managerial personnel shall be decided in accordance with Articles 29 of the Company Act.

Chapter 6 Accounting

- Article 17 At the close of each fiscal year, the board of directors shall prepare the following statements and records and shall forward the same to audit committee for their auditing not later than the 30th day prior to the meeting date of a general meeting of shareholders, then send to the shareholders' meeting for ratification:
 - (1)the business report. (2)the financial statements. (3)the surplus earning distribution or loss off-setting proposals.

Article 18

- (1) If the company is profitable, it should be deducted from the employee's remuneration and the remuneration of the directors and supervisors in advance of the pre-tax profit, and the employee's remuneration shall be 1% to 8% and the director and supervisor's remuneration shall be less than 1%. However, when the company still has accumulated losses, the amount of compensation should be retained in advance.
- (2) For the surplus in the annual final accounts, if any, its allocation shall be prioritized by the following order:

- 1. Payment of taxes.
- 2. Making up for loss.
- 3. The Company shall set aside 10% of the net income for the current period plus the amount of items other than net income for the current period included in the current year's undistributed earnings as legal reserve. Where such legal reserve accumulates to the Company's total paid-in capital, this provision shall not apply.
- 4. Special reserve should be appropriated or reversed in accordance with laws or regulations, and the same amount of special reserve shall be provided from the current period's net income after tax plus the amount of items other than the current period's net income included in the current period's undistributed earnings, or from the prior period's undistributed earnings if there is still a shortfall.

If a net decrease in other equity was accumulated in prior periods, the same amount of special reserve from prior period's undistributed earnings shall not be distributed. If there is still a shortfall, the amount of undistributed earnings for the period is provided for in the net income for the period plus any items other than net income for the period.

The preceding accumulated distributable earnings is used to measure the necessity of the earnings to support the capital demand. According to the basic principles of the company's dividend policy, the amount of earnings reserve or distribution and the distribution are determined. According to the plan, the earnings distribution is proposed and submitted to the shareholders' meeting for resolution.

(3) The company's dividend policy is based on the consideration of the best capital budget and the dilution of earnings per share. The amount of dividend from shareholders should be 50%~100% of the distributable earnings for the year. And in the dividends for the year, cash dividends are issued at a rate of not less than 30%. The cash dividend distribution rate depends on the profit and capital status of the year. After the board of directors proposes a distribution plan, it will be adjusted after the resolution of the shareholders' meeting.

(4) In accordance with Article 240(5) of the Company Act, the Board of Directors is authorized to distribute dividends and bonuses or legal reserve and the capital reserve in accordance with Article 241 (1) in whole or in part may 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 report the shareholders meeting.

Chapter 7 Supplemental Provisions

Article 19 The shareholders of the company's directors who supervise the execution of the business are paid wages or traveling expenses according to the level of the industry, and are paid regardless of profits and losses.

Article 20

- (1) Matters not covered in this article shall be handled in accordance with the provisions of the Company Act and other relevant laws and regulations.
- (2) The company's organization procedures and rules of procedure are separately set.

Article 21 The Article was enacted on May 20, 1977:

The first amendment was on December 24, 1977.

The second amendment was on November 1, 1978.

The third amendment was made on May 27, 1982.

The fourth amendment was on August 28, 1983.

The fifth amendment was on August 15, 1985.

The sixth amendment was on December 16, 1985.

The seventh amendment was made on May 26, 1987.

The eighth amendment was made on August 10, 1988.

The ninth amendment was on July 20, 1990.

The tenth amendment was on December 18, 1990.

The eleventh amendment was made on March 20, 1991.

The twelfth amendment was made on July 1, 1991.

The thirteenth amendment was made on April 27, 1995.

The fourteenth amendment was made on September 1, 1995.

The fifteenth amendment was made on October 31, 1995.

The sixteenth amendment was made on October 1, 1998.

The seventeenth amendment was made on July 5, 2000.

The eighteenth amendment was on October 5, 2000.

The nineteenth amendment was made on November 17, 2000.

The twentieth amendment was made on February 5, 2001.

The twenty-first amendment was on June 25, 2002.

The twenty-second amendment was made on May 30, 2003.

The twenty-third amendment was made on May 24, 2004.

The twenty-fourth amendment was made on May 16, 2005.

The twenty-fifth amendment was made on May 16, 2005.

The twenty-sixth amendment was made on May 25, 2006.

The twenty-seventh amendment was made on June 13, 2007.

The twenty-eighth amendment was made on June 25, 2008. The twenty-ninth amendment was made on June 16, 2009. The 30th amendment was made on June 18, 2010. The thirty-first amendment was made on June 22, 2011. The thirty-second amendment was made on June 20, 2012. The thirty-third amendment was made on June 11, 2015. The thirty-fourth amendment was made on June 17, 2016. The thirty- fifth amendment was made on June 21, 2017. The thirty- sixth amendment was made on June 20, 2018. The thirty- seven amendment was made on June 15, 2020. The thirty- eight amendment was made on August 10, 2021. The thirty- nine amendment was made on June 14, 2022. The forty amendment was made on September 28, 2022.

《Appendix 3》 Impact of the Proposed Bonus Shares on the Company's Operating

Unit: Except for cash dividends per share and earnings per share are NTD1, the others are NTD 1,000.

	2022		
Initial paid-in capit	362,888.94		
	Cash dividends per shar	3.00	
Share allotment of the year	Capital increase by earn (shares)	0	
the year	Capital increase by capi (shares)	tal reserve allotment per share	0
	Operating profit		
	Operating profit increas last year (%)	e compared to the same period	
	Net profit after tax		
Changes in operating	Net profit after tax increperiod last year (%)	ease compared to the same	
performance	Earnings per share		
	Earnings per share increperiod last year (%)		
	Annual average return o annual average P/E ratio	on investment (reciprocal of b) (%)	
	If the capital increase	Pro forma earnings per share	(Remark 1)
	by earnings is fully	Pro forma annual average	(Kemark 1)
	transferred to the cash dividend	return	
Pro forma earnings per share and P/E	If the capital increase by capital reserve is not processed	Pro forma earnings per share Pro forma annual average return	
ratio	If the capital increase	Pro forma earnings per share	
	by capital reserve is not processed and capital increase by earnings is transferred to the cash	Pro forma annual average return	
	dividend		

Remark 1: The financial forecast for 2022 was not prepared.

Explanation of the shareholders' proposal on the shareholders' meeting:

According to Article 172-1 and Article 192-1 of the Company Act, the period in which the Company accepts the written proposal of the shareholders is from April 7, 2023 to April 17, 2023 at 5 pm. The acceptance office is the Management Department of Taiwan Kong King Co., Ltd. (1st Floor, No. 6, Section 2, Nantun Road, Luzhu Township, Taoyuan County), and has been publicly announced in the market observatory post system.

《Appendix 4》 Shareholdings and The Minimum Shareholdings of All Directors

1. Types of issued shares and total number of shares: 145,155,576 common shares

The minimum required combined shareholding of all directors by law: 14,400,000 shares.

- 2. As the company has three independent directors, according to the law, the minimum shareholding of directors should be reduced to 80%.
- 3. Shareholding roster:

Date: April 15, 2023

		The shares held in the shareholder list on			
Title	Name	book clos	sure date		
		Current shareholding	Shareholding ratio (%)		
Chairman (Remark 1)	Ho, Shu-Chan	97,895,344	67.44		
Director (Remark 1)	Wong,Senta	97,895,344	67.44		
Director (Remark 1)	Tsui, Ying-Chun	97,895,344	67.44		
Director (Remark 1)	Hsu, Hung-Chieh	97,895,344	67.44		
Director (Remark 1)	Chang, Jui-Shum	97,895,344	67.44		
Director	Liao, Hung-Ying	1,332,000	0.92		
Director	Chen, Mei-Fen	1,043,140	0.72		
Independent Director	Huang, Wen-Yuean	4,200	0		
Independent Director	Chen, Chao-Huang	0	0		
Independent Director	Wei, Hsing-Hai	0	0		
Number of shares held by all directors		100,274,684	69.08		

(Remark 1) The corporate representative of "Wong's Kong King International (Holdings) Ltd., incorporated in Bermuda".