

Stock code: 9927

THYE MING INDUSTRIAL CO., LTD.

2024 Annual Shareholders' Meeting Handbook

Date : June 24, 2024

Location : No. 6, Juguang 3rd St, Daliao Dist., Kaohsiung City, Taiwan

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THYE MING INDUSTRIAL CO., LTD.

Procedure of the 2024 Annual Shareholders' Meeting

- I. Call Meeting to Order**
- II. Chairman's Address**
- III. Report Items**
- IV. Proposals for Acceptance and Approval**
- V. Extemporaneous Motions**
- VI. Adjournment**

THYE MING INDUSTRIAL CO., LTD.

2024 Annual Shareholders' Meeting Agenda

Time: June 24, 2024 Mon. at 9 a.m.

Location: No. 6, Juguang 3rd St, Daliao Dist., Kaohsiung City, Taiwan

Procedure of Meeting:

1. Total shares represented by shareholders present in person or by proxy, Call Meeting to Order
2. Chairman's Address
3. Report Items:
 - (1) Business Report of 2023.
 - (2) Audit Committee's Review Report.
 - (3) Report the remuneration distribution of employees and directors of 2023.
 - (4) Report the distribution of surplus cash dividends for 2023.
 - (5) 2023 Director's Remuneration Report.
4. Proposals for Acceptance and Approval
 - (1) Business Report and Financial Report of 2023.
 - (2) Disposition of net income of 2023.
5. Extemporaneous Motions
6. Adjournment

Report Items

I. Business Report of 2023, for your honor's approval.

2023 Business Report, please refer to pages 7-8 of this manual.

II. Inspection Report of Audit Committee, for your honor's approval.

Inspection Report of Audit Committee, for details, please refer to page 9 of this manual.

III. Report the remuneration distribution of employees and directors of 2023.

Explanation:

- (1) According to Article 21 of Articles of Incorporation
- (2) On March 15, 2024, the board of directors of approved a resolution of NT\$14,726,709 for employees' remuneration and NT\$37,810,000 for directors' remuneration for the year of 2023. All of the amount will be paid in cash, and there is no difference between the annual amounts of accepted and approved expenses.

IV. Report the distribution of surplus cash dividends for 2023.

Explanation :

- (1) According to Article 21 of the Articles of Incorporation, the board of directors was authorized to present at least two-thirds of the directors, and more than half of the directors present to make a resolution to distribute all or part of the dividends and bonuses in cash, and report at the shareholders meeting.
- (2) For the proposal of disposition of net income of 2023, the board of directors decided to allocate a cash dividend of NT\$861,690,450, a cash dividend of NT\$5.15 per share, and set a date of payment for distribution.
- (3) The distribution of cash dividends shall be calculated based on the shareholder's shareholding ratio up to the whole dollar amount, and the total amount of odd amount less than NT dollar shall be adjusted according to the amount of odd amount received by each shareholder (for the same amount, it shall be according to the account number of shareholders sorted from front to back) until it complies the total number of odd amount.
- (4) Afterwards, if the number of shares outstanding is affected by the purchase of the shares of the Company, the transfer of treasury stocks, the conversion of convertible corporate bonds, the exercise of employee share subscription warrants, or other reasons, and therefore the distribution rate changes, the board of directors shall have the sole discretion to handle it.

V. 2023 Director's Remuneration Report.

Explanation :

- (1) Remuneration payment policy, standard and combination, procedures of setting remuneration and correlation with business performance:

The Company's independent directors receive fixed remuneration and the remuneration of the remaining directors is stipulated in the Company's Articles of Incorporation, and all directors are entitled to be paid transportation fees, regardless of profit or loss. The remuneration of the Chairman of the Board of Directors is determined by the Board of Directors' meeting based on the value of his participation in and contribution to the Company's operations and refer to the industrial level. In addition, Article 21 of the Company's Articles of incorporation stipulates that the Company shall set aside 1% or more of its annual net income before tax for employee compensation and 3% or less for director's remuneration, but when the Company still has accumulated losses, it shall reserve the amount in advance to make up for the losses.

- (2) 2023 directors' remuneration payment content and amount, please refer to P.29 of the agenda.

Proposals for Acceptance and Approval

Case 1 Proposed by the Board of Directors

Proposal: Business report and financial report of 2023 was submitted for recognition.

Explanation:

1. The business report and financial report for the year 2023 were prepared by the board of directors and submitted to the audit committee for review, wherein the financial report were reviewed by independent auditors, Chiang, Jia-Ling and Guo, Li-Yuan from Deloitte & Touche, and an audit report was issued.
2. Please refer to pages 7-8 and 10-27 of this manual for the aforementioned business report and financial report.

Resolution:

Case 2 Proposed by the Board of Directors

Proposal: Disposition of net income of 2023 was submitted for recognition.

Explanation: Please refer to page 28 of this manual for the Disposition of net income of 2023.

Resolution:

Extemporary Motions

Adjournment

Business Report

Consolidated operating income in 2023 was NT\$9,215,571 thousand, an increase of 1.68% from that in 2022. The net profit before tax was NT\$1,275,628 thousand, an decrease of 42.83% compared with that in 2022. The explanation of the business performance of 2023 is as follows:

1. Business Report of 2023

(1) Implementation results of business plan

Unit: Thousand NT\$

Item	2023	2022	Increased (decreased) change	
			Amount	%
Operating revenue	9,215,571	9,063,673	151,898	1.68
Operating cost	7,818,245	8,066,855	(248,610)	(3.08)
Gross profit	1,397,326	996,818	400,508	40.18
Total operating expenses	260,841	243,915	16,926	6.94
Profit from operations	1,136,485	752,903	383,582	50.95
Profit before income tax	1,275,628	893,137	382,491	42.83
Net profit for the year	996,741	683,576	313,165	45.81
Net profit attributable to the owners of the Company	993,835	680,542	313,293	46.04
Total comprehensive income for the year	961,761	870,027	91,734	10.54

(2) Budget Implementation Status of 2023

We are not required to publicize our financial forecasts for 2023.

(3) Financial situation of income and expenditure

Item	2023	2022
Net cash generated from operating activities	2,325,818	493,245
Net cash used in investing activities	(141,811)	864,870
Net cash used in financing activities	(638,290)	(481,777)
Net decrease in cash and cash equivalents	1,527,012	896,922
Cash and cash equivalents at the beginning of the year	1,673,973	777,051
Cash and cash equivalents at the end of the year	3,200,985	1,673,973

The main reason for the increase in net cash inflow from operating activities compared to the previous period is due to higher pre-tax net profit and reduced inventory.

The main reasons for the net cash outflow from investing activities are environmental improvements in factories, upgrades to machinery and

equipment, and no disposal of financial assets.

The main reason for the increase in net cash outflow from financing activities compared to the previous period is due to reduced demand for short-term borrowings.

(4) Profitability

Items	2023	2022
Return on assets (%)	13.53	9.76
Return on equity (%)	16.00	11.32
Ratio of operating profit to paid-in capital (%)	67.92	45.00
Ratio of net profit before tax to paid-in capital (%)	76.24	53.38
Net profit rate (%)	10.82	7.54
Earnings per share (NT dollar)	5.94	4.07

(5) Research and development

At present, the research and development direction of the lead product market is still working on many aspects, such as reducing product costs, environmental protection and resource regeneration, increasing the performance of lead products, and technological development.

2. Summary of Business Plan for 2024

(1) Operating strategy:

We obtained ISO9002 quality assurance certification at the beginning of 1996, which helps us to improve technical standards and expand the market area. In 1997, we obtained ISO14001 environmental management system certification. We fulfilled our due responsibilities for the environment, so that we obtained ISO/TS16949 quality management system certification in March 2005. Our future business development strategy will still adhere to the spirit of Quality First, Service First. Besides maintaining the stable growth of our main business, we will continue to promote the goal of vertically integrated operations.

(2) Expected sales volume and its basis

1. Expected sales volume: Approximately 97,632 tons.
2. Basis: Factors such as industry supply and demand conditions and the trends of international lead price shall be the basis for estimation.

(3) Production and sales policy

1. Disperse the procurement area and objects, and develop the stability of new materials actively and reduce the cost of purchasing materials.
2. Collect and analyze the development trend of the lead product market, strengthen the development of domestic and foreign markets, and work on diversifying the source of customers.
3. Comply with customers' needs, provide customers with information related to lead products, and open up after-sales service consulting channels to assist customers in solving problems to further improve after-sales service.
4. Develop new products in cooperation with customers, increase the added value of products, and create a win-win situation together.

Person in charge: Chen, Li-Ming Manager: Li, Mao-Sheng
Case accountant: Tung, Hsin-Yuan

Inspection Report of Audit Committee

The Board of Directors made the Company's 2023 Business Report, financial statement and surplus distribution proposal, wherein the financial statement were certified by Deloitte Touche Tohmatsu Limited, and the inspection report was provided. The above-mentioned business report, financial statement and surplus distribution proposal are approved by the Audit Committee, and it is considered that there is no disagreement, and in accordance with Article 14.4 of the Securities and Exchange Act and Article 219 of the Company Act made a report, please review it.

To
2024 Annual Shareholders' Meeting of
THYE MING INDUSTRIAL CO., LTD.

Audit Committee Convener: Chen, Yi-Ming

March 15, 2024

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
Thye Ming Industrial Co., Ltd.

Opinion

We have audited the accompanying consolidated financial statements of Thye Ming Industrial Co., Ltd. (the “Company”) and its subsidiaries (collectively referred to as the “Group”), which comprise the consolidated balance sheets as of December 31, 2023 and 2022, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the consolidated financial statements, including material accounting policy information (collectively referred to as the “consolidated financial statements”).

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

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of 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 Group in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

The key audit matter identified in the Group's consolidated financial statements for the year ended December 31, 2023 is as follows:

Authenticity of Sales Revenue from Specific Customers

The Group's main source of revenue comes from the sale of lead alloys, such as yellow and red lead, among which the growth rate of sales revenue from specific customers is significantly higher. Therefore, in accordance with the Statements on Auditing Standards on the presumption of revenue as a significant risk, the authenticity of the sales revenue from these specific customers was deemed a key audit matter.

To evaluate the authenticity of the sales revenue, the following audit procedures were performed:

1. We obtained an understanding of and tested the effectiveness of internal control operations over the authenticity of revenue recognition.
2. We sample tested to verify whether the specific customer's operating income details were consistent with the sales items and amounts received from the shipper and invoices issued. We checked whether the bill of lading had been signed by the customer or attached to shipping documents such as export declarations.
3. We sample tested to verify whether the receipt records and the specific customer's operating income details were consistent with the sales items.

Other Matter

We have also audited the parent company only financial statements of the Company as of and for the years ended December 31, 2023 and 2022 on which we have issued an unmodified opinion.

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

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and the IFRS, IAS, IFRIC, and SIC endorsed and issued into effect by the FSC 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 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 Group's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

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

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

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

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

The engagement partners on the audits resulting in this independent auditors' report are Chia-Ling Chiang and Lee-Yuan Kuo.

Deloitte & Touche
Taipei, Taiwan
Republic of China

March 15, 2024

Notice to Readers

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

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

Thye Ming Industrial Co., Ltd. and Subsidiaries

CONSOLIDATED BALANCE SHEETS DECEMBER 31, 2023 AND 2022 (In Thousands of New Taiwan Dollars)

	December 31, 2023		December 31, 2022	
	Amount	%	Amount	%
ASSETS				
CURRENT ASSETS				
Cash and cash equivalents (Notes 4 and 6)	\$ 3,200,985	42	\$ 1,673,973	23
Financial assets at fair value through profit or loss (Notes 4 and 7)	373,846	5	417,889	6
Financial assets at amortized cost - current (Notes 4 and 9)	228,230	3	201,769	3
Notes receivable, net (Notes 4, 10 and 27)	2,994	-	5,346	-
Accounts receivable, net (Notes 4 and 10)	1,040,312	14	992,730	14
Other receivables	26,198	-	16,855	-
Inventories (Notes 4, 5 and 11)	1,753,381	23	2,930,443	41
Other current assets	<u>31,582</u>	-	<u>23,982</u>	-
Total current assets	<u>6,657,528</u>	<u>87</u>	<u>6,262,987</u>	<u>87</u>
NON-CURRENT ASSETS				
Financial assets at fair value through other comprehensive income (Notes 4 and 8)	171,908	2	159,166	3
Financial assets at amortized cost - non-current (Notes 4, 9 and 28)	28,621	1	13,100	-
Property, plant and equipment (Notes 4, 13, 28 and 29)	551,367	7	513,296	7
Right-of-use assets (Notes 4 and 14)	10,670	-	12,790	-
Investment properties (Notes 4 and 15)	181,573	3	181,649	3
Intangible assets (Note 4)	10,525	-	10,584	-
Deferred tax assets (Notes 4 and 23)	24,539	-	10,174	-
Refundable deposits	3,154	-	3,153	-
Prepayment for equipment	-	-	105	-
Other non-current assets	<u>568</u>	-	<u>995</u>	-
Total non-current assets	<u>982,925</u>	<u>13</u>	<u>905,012</u>	<u>13</u>
TOTAL	<u>\$ 7,640,453</u>	<u>100</u>	<u>\$ 7,167,999</u>	<u>100</u>
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Short-term borrowings (Notes 16 and 28)	\$ 500,000	7	\$ 450,000	6
Contract liabilities (Note 21)	27,621	-	163	-
Notes payable (Note 17)	29	-	38	-
Accounts payable (Notes 17 and 27)	149,497	2	139,586	2
Other payables (Note 18)	132,964	2	97,896	1
Current tax liabilities (Note 23)	163,527	2	109,287	2
Lease liabilities - current (Notes 4 and 14)	1,635	-	1,615	-
Other current liabilities	<u>741</u>	-	<u>701</u>	-
Total current liabilities	<u>976,014</u>	<u>13</u>	<u>799,286</u>	<u>11</u>
NON-CURRENT LIABILITIES				
Provisions (Note 4)	4,177	-	3,721	-
Deferred tax liabilities (Notes 4 and 23)	277,237	4	255,493	4
Lease liabilities - non-current (Notes 4 and 14)	412	-	2,048	-
Net defined benefit liabilities (Notes 4 and 19)	15,604	-	15,529	-
Deposits received (Note 15)	<u>250</u>	-	<u>850</u>	-
Total non-current liabilities	<u>297,680</u>	<u>4</u>	<u>277,641</u>	<u>4</u>
Total liabilities	<u>1,273,694</u>	<u>17</u>	<u>1,076,927</u>	<u>15</u>
EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY (Note 20)				
Ordinary shares	<u>1,673,185</u>	<u>22</u>	<u>1,673,185</u>	<u>23</u>
Capital surplus	<u>975,330</u>	<u>13</u>	<u>975,330</u>	<u>14</u>
Retained earnings				
Legal reserve	1,193,381	16	1,053,009	15
Special reserve	343,419	4	42,065	-
Unappropriated earnings	<u>2,530,942</u>	<u>33</u>	<u>2,649,490</u>	<u>37</u>
Total retained earnings	<u>4,067,742</u>	<u>53</u>	<u>3,744,564</u>	<u>52</u>
Other equity	<u>(377,195)</u>	<u>(5)</u>	<u>(343,419)</u>	<u>(5)</u>
Total equity attributable to owners of the Company	<u>6,339,062</u>	<u>83</u>	<u>6,049,660</u>	<u>84</u>
NON-CONTROLLING INTERESTS (Note 20)	<u>27,697</u>	<u>-</u>	<u>41,412</u>	<u>1</u>
Total equity	<u>6,366,759</u>	<u>83</u>	<u>6,091,072</u>	<u>85</u>
TOTAL	<u>\$ 7,640,453</u>	<u>100</u>	<u>\$ 7,167,999</u>	<u>100</u>

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

Thye Ming Industrial Co., Ltd.

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME YEARS ENDED DECEMBER 31, 2023 AND 2022 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2023		2022	
	Amount	%	Amount	%
OPERATING REVENUE, NET (Notes 4, 21 and 27)	\$ 9,215,571	100	\$ 9,063,673	100
OPERATING COSTS (Notes 11, 22 and 27)	<u>7,818,245</u>	<u>85</u>	<u>8,066,855</u>	<u>89</u>
GROSS PROFIT	<u>1,397,326</u>	<u>15</u>	<u>996,818</u>	<u>11</u>
OPERATING EXPENSES (Notes 10 and 22)				
Selling and marketing expenses	80,133	1	88,535	1
General and administrative expenses	181,851	2	154,938	2
Expected credit loss recognized (reversed) on trade receivables	<u>(1,143)</u>	<u>-</u>	<u>442</u>	<u>-</u>
Total operating expenses	<u>260,841</u>	<u>3</u>	<u>243,915</u>	<u>3</u>
PROFIT FROM OPERATIONS	<u>1,136,485</u>	<u>12</u>	<u>752,903</u>	<u>8</u>
NON-OPERATING INCOME AND EXPENSES (Notes 22 and 27)				
Interest income	103,993	1	23,785	-
Other income	19,788	-	36,655	1
Other gains and losses	21,339	1	83,689	1
Finance costs	<u>(5,977)</u>	<u>-</u>	<u>(3,895)</u>	<u>-</u>
Total non-operating income and expenses	<u>139,143</u>	<u>2</u>	<u>140,234</u>	<u>2</u>
PROFIT BEFORE INCOME TAX	1,275,628	14	893,137	10
INCOME TAX EXPENSE (Notes 4 and 23)	<u>278,887</u>	<u>3</u>	<u>209,561</u>	<u>2</u>
NET PROFIT FOR THE YEAR	<u>996,741</u>	<u>11</u>	<u>683,576</u>	<u>8</u>
OTHER COMPREHENSIVE INCOME (LOSS) (Notes 19, 20 and 23)				
Items that will not be reclassified subsequently to profit or loss:				
Remeasurement of defined benefit plans	(1,483)	-	11,345	-
Unrealized gain (loss) on investments in equity instruments at fair value through other comprehensive income	12,742	-	69,152	1
Income tax relating to items that will not be reclassified subsequently to profit or loss	297	-	(2,269)	-

(Continued)

Thye Ming Industrial Co., Ltd.

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME YEARS ENDED DECEMBER 31, 2023 AND 2022 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2023		2022	
	Amount	%	Amount	%
Items that may be reclassified subsequently to profit or loss:				
Exchange differences on translation of the financial statements of foreign operations	\$ (46,536)	(1)	\$ 108,223	1
Other comprehensive income (loss) for the year, net of income tax	(34,980)	(1)	186,451	2
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	\$ 961,761	10	\$ 870,027	10
NET PROFIT ATTRIBUTABLE TO:				
Owners of the Company	\$ 993,835		\$ 680,542	
Non-controlling interests	2,906		3,034	
	\$ 996,741		\$ 683,576	
TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO:				
Owners of the Company	\$ 958,676		\$ 865,585	
Non-controlling interests	3,085		4,442	
	\$ 961,761		\$ 870,027	
EARNINGS PER SHARE (Note 24)				
Basic	\$ 5.94		\$ 4.07	
Diluted	\$ 5.93		\$ 4.06	

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

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

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

Thye Ming Industrial Co., Ltd. and Subsidiaries

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

	2023	2022
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax	\$ 1,275,628	\$ 893,137
Adjustments for:		
Depreciation expense	63,670	61,855
Amortization expense	486	321
Expected credit loss recognized (reversed) on accounts receivable	(1,143)	442
Net loss on fair value changes of financial assets at fair value through profit or loss (gain)	(14,788)	11,102
Finance costs	5,977	3,895
Interest income	(103,993)	(23,785)
Dividend income	(9,674)	-
Gain on disposal of property, plant and equipment	(1,316)	(943)
Inventory reversed	9,313	-
Unrealized loss on foreign currency exchange	759	2,678
Changes in operating assets and liabilities		
Financial assets at fair value through profit or loss	58,831	(153,384)
Notes receivable	2,352	3,848
Accounts receivable	(53,472)	191,391
Other receivables	(9,862)	(2,502)
Inventories	1,155,433	(172,071)
Prepayments	(3,054)	-
Other current assets	(4,688)	4,965
Contract liabilities	27,583	(47,584)
Notes payable	(9)	(48)
Accounts payable	10,545	(52,723)
Other payables	27,679	(2,506)
Provisions	456	(350)
Other current liabilities	40	33
Net defined benefit liabilities	(1,408)	(1,196)
Cash generated from operations	2,435,345	716,575
Interest received	103,993	23,785
Dividends received	9,674	-
Interest paid	(6,520)	(4,173)
Income tax paid	(216,674)	(242,942)
Net cash generated from operating activities	<u>2,325,818</u>	<u>493,245</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of financial assets at fair value through other comprehensive income	-	(100,000)
Proceeds from sale of financial assets at fair value through profit or loss	-	999,759
Purchase of financial assets at amortized cost	(48,966)	-
Proceeds from sale of financial assets at amortized cost	-	38,224
Payments for property, plant and equipment	(94,750)	(71,868)

(Continued)

Thye Ming Industrial Co., Ltd. and Subsidiaries

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

	2023	2022
Proceeds from disposal of property, plant and equipment	\$ 2,286	\$ 1,065
Increase in refundable deposits	(1)	(970)
Payments for intangible assets	-	(61)
Payments for investment property	(380)	-
Increase in other non-current assets	<u>-</u>	<u>(1,279)</u>
Net cash generated from (used in) investing activities	<u>(141,811)</u>	<u>864,870</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from short-term borrowings	50,000	626,813
Repayments of short-term borrowings	-	(352,109)
Increase in refundable deposits	-	50
Decrease in refundable deposits	(600)	-
Repayment of the principal portion of lease liabilities	(1,616)	(1,198)
Dividends paid to owners of the Company	(669,274)	(752,933)
Dividends paid to non-controlling interests	<u>(16,800)</u>	<u>(2,400)</u>
Net cash used in financing activities	<u>(638,290)</u>	<u>(481,777)</u>
EFFECTS OF EXCHANGE RATE CHANGES ON THE BALANCE OF CASH AND CASH EQUIVALENTS	<u>(18,705)</u>	<u>20,584</u>
NET INCREASE IN CASH AND CASH EQUIVALENTS	1,527,012	896,922
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	<u>1,673,973</u>	<u>777,051</u>
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	<u>\$ 3,200,985</u>	<u>\$ 1,673,973</u>

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

(Concluded)

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
Thye Ming Industrial Co., Ltd.

Opinion

We have audited the accompanying financial statements of Thye Ming Industrial Co., Ltd. (the “Company”), which comprise the balance sheets as of December 31, 2023 and 2022, and the statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the financial statements, including material accounting policy information (collectively referred to as the “financial statements”).

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, 2023 and 2022, and its financial performance and its cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants and 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, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

The key audit matter identified in the Company's financial statements for the year ended December 31, 2023 is as follows:

Authenticity of Sales Revenue from Specific Customers

The Company's main source of revenue comes from the sale of lead alloys, such as yellow and red lead, among which the growth rate of sales revenue from specific customers is significantly higher. Therefore, in accordance with the Statements on Auditing Standards on the presumption of revenue as a significant risk, the authenticity of the sales revenue from of these specific customers was deemed a key audit matter.

To evaluate the authenticity of the sales revenue, the following audit procedures were performed:

1. We obtained an understanding of and tested the effectiveness of internal control operations over the authenticity of revenue recognition.
2. We sample tested to verify whether the specific customer's operating income details were consistent with the sales items and amounts received from the shipper and invoices issued. We checked whether the bill of lading had been signed by the customer or attached to shipping documents such as export declarations.
3. We sample tested to verify whether the receipt records and the specific customer's operating income details were consistent with the sales items.

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

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

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

conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

5. Evaluate the overall presentation, structure and content of the parent company only financial statements, including the disclosures, and whether the parent company only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of 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 for the year ended December 31, 2023 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audits resulting in this independent auditors' report are Chia-Ling Chiang and Lee-Yuan Kuo.

Deloitte & Touche
Taipei, Taiwan
Republic of China

March 15, 2024

Notice to Readers

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

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

Thye Ming Industrial Co., Ltd.

PARENT COMPANY ONLY BALANCE SHEETS DECEMBER 31, 2023 AND 2022 (In Thousands of New Taiwan Dollars)

	December 31, 2023		December 31, 2022	
ASSETS	Amount	%	Amount	%
CURRENT ASSETS				
Cash and cash equivalents (Notes 4 and 6)	\$ 2,558,557	34	\$ 1,373,924	19
Financial assets at fair value through profit or loss (Notes 4 and 7)	333,567	4	267,169	4
Notes receivable, net (Notes 4, 10 and 27)	2,905	-	5,346	-
Accounts receivable, net (Notes 4, 10)	792,494	11	835,657	12
Other receivables (Note 27)	7,223	-	100	-
Inventories (Notes 4, 5 and 11)	1,235,537	16	2,028,354	29
Other current assets	17,642	-	11,355	-
Total current assets	4,947,925	65	4,521,905	64
NON-CURRENT ASSETS				
Financial assets at fair value through other comprehensive income - non-current (Notes 4 and 8)	124,058	2	111,166	2
Financial assets at amortized cost - non-current (Notes 4, 9 and 28)	28,621	1	13,100	-
Investments accounted for using the equity method (Notes 4 and 12)	1,913,506	25	1,951,838	27
Property, plant and equipment (Notes 4, 13, 28 and 29)	365,488	5	321,842	5
Right-of-use assets (Notes 4 and 14)	2,161	-	3,781	-
Investment properties (Notes 4 and 15)	148,702	2	148,778	2
Intangible assets (Note 4)	10,525	-	10,584	-
Deferred tax assets (Notes 4 and 23)	22,803	-	9,355	-
Refundable deposits	2,654	-	2,653	-
Prepayments for equipment	-	-	105	-
Total non-current assets	2,618,518	35	2,573,202	36
TOTAL	\$ 7,566,443	100	\$ 7,095,107	100
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Short-term borrowings (Note 16)	\$ 500,000	7	\$ 450,000	6
Contract liabilities (Note 21)	23,614	-	163	-
Notes payable (Note 17)	29	-	38	-
Accounts payable (Note 17)	119,235	2	124,104	2
Accounts payable - related parties (Notes 17 and 27)	14,118	-	3,741	-
Other payables (Note 18)	119,129	1	89,594	1
Current tax liabilities (Notes 4 and 23)	151,225	2	100,007	2
Lease liabilities - current (Notes 4 and 14)	1,635	-	1,615	-
Other current liabilities	735	-	694	-
Total current liabilities	929,720	12	769,956	11
NON-CURRENT LIABILITIES				
Provisions (Note 4)	4,124	-	3,643	-
Deferred tax liabilities (Notes 4 and 23)	277,129	4	255,350	4
Leasehold liabilities - non-current (Notes 4 and 14)	412	-	2,048	-
Net defined benefit liabilities (Notes 4 and 19)	15,746	-	13,600	-
Deposits received (Note 15)	250	-	850	-
Total non-current liabilities	297,661	4	275,491	4
Total liabilities	1,227,381	16	1,045,447	15
EQUITY (Note 20)				
Ordinary shares	1,673,185	22	1,673,185	23
Capital surplus	975,330	13	975,330	14
Retained earnings				
Legal reserve	1,193,381	16	1,053,009	15
Special reserve	343,419	5	42,065	1
Unappropriated earnings	2,530,942	33	2,649,490	37
Total retained earnings	4,067,742	54	3,744,564	53
	(377,195)	(5)	(343,419)	(5)
Other equity	(377,195)	-	(343,419)	-
Total equity	6,339,062	84	6,049,660	85
TOTAL	\$ 7,566,443	100	\$ 7,095,107	100

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

Thye Ming Industrial Co., Ltd.

PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2023		2022	
	Amount	%	Amount	%
OPERATING REVENUE, NET (Notes 4, 21 and 27)	\$ 6,968,230	100	\$ 6,732,796	100
OPERATING COSTS (Notes 11, 22 and 27)	<u>5,759,292</u>	<u>83</u>	<u>5,847,983</u>	<u>87</u>
GROSS PROFIT	<u>1,208,938</u>	<u>17</u>	<u>884,813</u>	<u>13</u>
OPERATING EXPENSES (Notes 10 and 22)				
Selling and marketing expenses	66,886	1	73,760	1
General and administrative expenses	155,585	2	125,740	2
Expected credit loss	<u>123</u>	<u>-</u>	<u>371</u>	<u>-</u>
Total operating expenses	<u>222,594</u>	<u>3</u>	<u>199,871</u>	<u>3</u>
PROFIT FROM OPERATIONS	<u>986,344</u>	<u>14</u>	<u>684,942</u>	<u>10</u>
NON-OPERATING INCOME AND EXPENSES (Notes 22 and 27)				
Interest income	89,906	1	11,157	-
Other income	20,716	-	11,164	-
Other gains and losses	21,866	1	90,184	2
Finance costs	(5,977)	-	(1,645)	-
Share of profit or loss of subsidiaries accounted for using the equity method	<u>130,092</u>	<u>2</u>	<u>71,110</u>	<u>1</u>
Total non-operating income and expenses	<u>256,603</u>	<u>4</u>	<u>181,970</u>	<u>3</u>
PROFIT BEFORE INCOME TAX	1,242,947	18	866,912	13
INCOME TAX EXPENSE (Notes 4 and 23)	<u>249,112</u>	<u>4</u>	<u>186,370</u>	<u>3</u>
NET PROFIT FOR THE YEAR	<u>993,835</u>	<u>14</u>	<u>680,542</u>	<u>10</u>
OTHER COMPREHENSIVE INCOME (LOSS) (Notes 19, 20 and 23)				
Items that will not be reclassified subsequently to profit or loss:				
Remeasurement of defined benefit plans	(3,534)	-	10,694	-
Unrealized gain (loss) on investments in equity instruments at fair value through other comprehensive income	12,892	-	57,944	1

(Continued)

Thye Ming Industrial Co., Ltd.

PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2023		2022	
	Amount	%	Amount	%
Share of other comprehensive income (loss) of subsidiaries accounted for using the equity method	\$ 1,312	-	\$ 10,321	-
Income tax relating to items that will not be reclassified subsequently to profit or loss	707	-	(2,139)	-
Items that may be reclassified subsequently to profit or loss:				
Share of other comprehensive income (loss) of subsidiaries accounted for using the equity method	<u>(46,536)</u>	<u>-</u>	<u>108,223</u>	<u>2</u>
Other comprehensive income (loss) for the year, net of income tax	<u>(35,159)</u>	<u>-</u>	<u>185,043</u>	<u>3</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>\$ 958,676</u>	<u>14</u>	<u>\$ 865,585</u>	<u>13</u>
EARNINGS PER SHARE (Note 24)				
Basic	<u>\$ 5.94</u>		<u>\$ 4.07</u>	
Diluted	<u>\$ 5.93</u>		<u>\$ 4.06</u>	

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

Thye Ming Industrial Co., Ltd.

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

		Other Equity				
		Retained Earnings		Unappropriated Earnings	Total	Total Equity
	Ordinary Shares	Capital Surplus	Legal Reserve	Special Reserve		
	\$	\$	\$	\$	\$	\$
BALANCE AT JANUARY 1, 2022	1,673,185	975,330	972,816	379,885	1,741,076	5,941,453
Appropriation of 2021 earnings (Note 20)	-	-	80,193	-	(80,193)	-
Legal reserve	-	-	-	(337,820)	337,820	-
Special reserve	-	-	-	-	(752,933)	(752,933)
Cash dividends distributed by the Company	-	-	-	-	-	-
Net profit for the year ended December 31, 2022	-	-	80,193	(337,820)	(495,306)	(752,933)
Other comprehensive income for the year ended December 31, 2022, net of income tax	-	-	-	-	680,542	680,542
Total comprehensive income for the year ended December 31, 2022	-	-	-	-	9,013	185,043
Disposal of investments in equity instruments designated as at fair value through other comprehensive income (Notes 8 and 23)	-	-	-	-	108,223	176,030
BALANCE AT DECEMBER 31, 2022	1,673,185	975,330	1,053,009	42,065	2,649,490	6,049,660
Appropriation of 2022 earnings (Note 20)	-	-	140,372	-	(140,372)	-
Legal reserve	-	-	-	301,354	(301,354)	-
Special reserve	-	-	-	-	(669,274)	(669,274)
Cash dividends distributed by the Company	-	-	-	-	-	-
Net profit for the year ended December 31, 2023	-	-	140,372	301,354	(1,111,000)	(669,274)
Other comprehensive income (loss) for the year ended December 31, 2023, net of income tax	-	-	-	-	993,835	993,835
Total comprehensive income (loss) for the year ended December 31, 2023	-	-	-	-	(1,383)	(35,159)
BALANCE AT DECEMBER 31, 2023	1,673,185	975,330	1,193,381	343,419	2,530,942	6,339,062

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

Thye Ming Industrial Co., Ltd.

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

	2023	2022
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax	\$ 1,242,947	\$ 866,912
Adjustments for:		
Depreciation expense	46,485	45,513
Amortization expense	59	37
Expected credit loss reversed on accounts receivable	123	371
Net loss on fair value changes of financial assets at fair value through profit or loss (gain)	(13,961)	10,217
Finance costs	5,977	1,645
Interest income	(89,906)	(11,157)
Dividend income	(9,087)	-
Share of profit of subsidiaries accounted for using the equity method	(130,092)	(71,110)
Loss on disposal of property, plant and equipment	535	122
Inventory write-downs	1,148	-
Unrealized net foreign exchange losses	759	-
Changes in operating assets and liabilities		
Financial assets at fair value through profit or loss	(52,437)	(6,975)
Notes receivable	2,441	3,848
Accounts receivable	43,040	(17,531)
Other receivables	(7,123)	8,338
Inventories	791,669	(107,796)
Other current assets	(6,056)	10,860
Contract liabilities	23,451	(47,584)
Notes payable	(9)	(48)
Accounts payable	(4,869)	40,209
Accounts payable to related parties	10,377	(19,847)
Other payables	21,849	(908)
Provisions	481	(349)
Other current liabilities	41	31
Net defined benefit liabilities	(1,388)	(1,157)
Cash generated from operations	1,876,454	703,641
Interest received	89,906	11,157
Dividends received	132,287	17,600
Interest paid	(6,520)	(1,700)
Income tax paid	(188,856)	(207,263)
Net cash generated from operating activities	1,903,271	523,435
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of financial assets at fair value through other comprehensive income	-	(50,000)
Proceeds from sale of financial assets at fair value through profit or loss	-	787,537
Purchase of financial assets at amortized cost	(16,280)	-
Payments for property, plant and equipment	(80,667)	(48,110)

(Continued)

Thye Ming Industrial Co., Ltd.

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

	2023	2022
Proceeds from disposal of property, plant and equipment	\$ 180	\$ -
Increase in refundable deposits	(1)	(970)
Payments for intangible assets	-	(61)
Payments for investment property	<u>(380)</u>	<u>-</u>
Net cash generated from (used in) investing activities	<u>(97,148)</u>	<u>688,396</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from short-term borrowings	50,000	450,000
Increase in refundable deposits	-	50
Decrease in refundable deposits	(600)	-
Repayment of the principal portion of lease liabilities	(1,616)	(1,198)
Dividends paid to owners of the Company	<u>(669,274)</u>	<u>(752,933)</u>
Net cash used in financing activities	<u>(621,490)</u>	<u>(304,081)</u>
NET INCREASE IN CASH AND CASH EQUIVALENTS	1,184,633	907,750
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	<u>1,373,924</u>	<u>466,174</u>
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	<u>\$ 2,558,557</u>	<u>\$ 1,373,924</u>

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

THYE MING INDUSTRIAL CO., LTD.

Disposition of Net Income of 2023

		Unit: NT dollar
Undistributed net income at the beginning of the period		1,538,490,091
Net profit for the period	993,834,702	
Actuarial profit and loss are included in retained net income	(1,383,396)	
Current net profit + adjustment		992,451,306
Withdraw 10% for the legal surplus reserves		(99,245,131)
Special surplus reserve		(33,775,793)
Distributable surplus for the current period		2,397,920,473
distribution items:		
Shareholders' dividend		(861,690,450)
Undistributed surplus at the end of the period		1,536,230,023

Note: All dividends to shareholders are cash dividends, with NT\$ 5.15 per share.

Person in charge: Chen, Li-Ming Manager: Li, Mao-Sheng
Case accountant: Tong, Hsin-Yuan

2023 directors' remuneration payment content and amount

Unit : thousand, %																				
Title	Name	Director's Remuneration						Ratio of Total Remuneration (A+B+C+D) to Net Income (%)	Remuneration from other jobs						The sum of A, B, C, D, E, F and G as a percentage of after-tax net profit	Remuneration from re-invested businesses other than subsidiaries or parent company				
		Base Compensation (A) (Note 1)		Severance Pay and Pensions (B)		Compensation to Directors (C) (Note 2)			Business execution expenses (D) (Note 3)		Remuneration, bonus and special fees (E) (Note 4)		Retirement pension (F) (Note 6)				Employee remuneration (G) (Note 5)			
		The Company	From All Consolidated Entities	The Company	From All Consolidated Entities	The Company	From All Consolidated Entities		The Company	From All Consolidated Entities	The Company	From All Consolidated Entities	The Company	From All Consolidated Entities			Cash	Stock	Cash	Stock
Chairman	Tai Yung Investemnt Co., Ltd. Representative : Chen Li-Ming	2,120	2,120	0	0	3,600	3,600	70	70	5,790	5,790	0	0	0	0	5,790	5,790	0.58%	0.58%	None
Director	Chen Chang-Hao	0	0	0	0	1,000	1,000	50	50	1,050	1,050	0	1,927	0	7	0	1,050	2,984	0.309%	None
Director	Tai Lin Investment Co., Ltd. Representative : Chen Ki-Rin	0	0	0	0	20,350	20,350	70	70	20,420	20,420	0	0	0	0	20,420	20,420	2.05%	2.05%	None
Director	Tai Lin Investment Co., Ltd. Representative : Chou Chung-Fa	0	0	0	0	0	0	70	70	70	483	29	29	0	0	582	582	0.06%	0.06%	None
Director	Jin Jun Investment Co., Ltd. Representative : Chen Han-Wen	0	0	0	0	5,000	5,000	70	70	5,070	5,070	0	0	0	0	5,070	5,070	0.51%	0.51%	None
Director	Mao Shen Investment Co., Ltd. Representative : Lee Mao-Sen	0	0	0	0	7,860	7,860	70	70	7,930	6,379	40	40	0	0	14,349	14,349	1.44%	1.44%	None
Independent director	Chen Yi-Ming	870	870	0	0	0	0	70	70	940	0	0	0	0	0	940	940	0.099%	0.099%	None
	Lee Wen-Fa	840	840	0	0	0	0	70	70	910	0	0	0	0	0	910	910	0.099%	0.099%	None
	Luo You-San	480	480	0	0	0	0	30	30	510	0	0	0	0	0	510	510	0.05%	0.05%	None
	Su Kuo-Chen (Note)	480	480	0	0	0	0	40	40	520	0	0	0	0	0	520	520	0.05%	0.05%	None
1. Please describe the compensation policy, system standards/packages, procedures and the linkage to operating performance and future risk exposure to the Independent directors : The Company's independent directors shall be compensated in accordance with the Company's Articles of Incorporation or by resolution of the shareholders' meeting, and shall be reasonably compensated differently from the general directors and supervisors at their discretion. The compensation of such independent directors shall also be determined by the relevant statutory procedures as a fixed monthly compensation without participation in the distribution of earnings of the Company.																				
2. Except for the disclosure in the table above, remuneration received by the directors of the Company for services rendered in the most recent year (such as acting as consultants to non-employees of the parent company/all companies in the financial statements/reinvestment business, etc.) : consultant fee NT\$240,000.																				

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2. Except for the disclosure in the table above, remuneration received by the directors of the Company for services rendered in the most recent year (such as acting as consultants to non-employees of the parent company/all companies in the financial statements/reinvestment business, etc.) : consultant fee NT\$240,000.

Note : Dismissed at the end of the term on June 9, 2023.

THYE MING INDUSTRIAL CO., LTD.

Articles of Incorporation

Chapter I General Provision

- Article 1 The Company is incorporated in accordance with the Company Act and registered under the business name of THYE MING INDUSTRIAL CO., LTD. °
- Article 2 The Company's scope of services is set out hereunder:
1. Electrolytic chemical refining manufacturing, processing and trading on copper, aluminum, tin, zinc, antimony and other metals.
 2. Manufacturing, processing and trading related with copper ingots, copper plates, copper bars, copper pipes, lead plates, lead ingots, lead pipes, lead wires, tin wires, lead alloy ingots, red lead powder, yellow lead powder, pigments, zinc oxide powder, lead oxide, die-casting, etc.
 3. Wholesale and retail of a variety of supplies and groceries.
 4. The agent, distributor offers and bidding business of preceding various domestic and foreign products.
 5. Import and Export trading business for the preceding diversified products.
 6. Contract with construction companies to build residential and commercial buildings for lease and sale.
 7. Contract with construction companies to develop an industrial zone approved by the industrial supervisory unit.
 8. General and industrial waste cleaning business (except for construction industry) (irregular working sites).
 9. General and industrial waste cleaning and recycling business (such as waste lead battery, lead residues etc.).
 10. Trades of waste lead battery and lead residues etc.
 11. Trades of chemical products (except for controlled product).
 12. Warehouse.
 13. ZZ999999All business items that are not prohibited or restricted by law, except those that are subject to special approval.
- Article 3 The Company may provide external guarantees and reinvestment for related businesses in respect of business, where the total amount reinvested is not bound by 40%, the upper limit of the Company's paid-in capital pursuant to Article 13 of the Company Act.
- Article4 The Company has its head office in Kaohsiung City, and the Company may establish branches in and out of this country through resolution of the Board of Directors and the competent authorities.

Chapter II Shares

- Article5 The total amount of the Company's capital is NT\$3.1 billion, which is further divided into 310 million Shares, with the value per share NT\$10, and issue shares in installments.
- Article6 The Company's stocks are all registered, signed or stamped by the directors representing the Company, and issued after obtaining a certificate from a bank which is a stock issuer in accordance with the law.
- The shares issued by the Company may be exempted from printing stocks, and it is required contact the securities centralized custodial institution to register the issued shares, and proceed in accordance with the regulations of the institution.
- Article7 The Company's registered stocks shall not be transferred within 60 days before each

regular shareholders' meeting, within 30 days before the shareholders' special meeting, or within 5 days before the company's decision to distribute dividends and bonus or other benefits.

Chapter III Shareholders' Meeting

- Article 8 There are two types of shareholders' meeting, namely, regular meeting and special meeting. The regular meeting shall be convened within six months after the close of each fiscal year, and the board of directors notifies shareholders 30 days before convening. Whereas, special meetings are held 15 days before convening that shareholders are informed of the date/place and reason of meeting and announced. The Shareholders' Meeting notice is made in electronic way upon counterparty's approval, while shareholders of less than 1,000 nominated shares shall be informed of by announcement.
- Article 8-1 This Corporation's shareholders' meeting may be held by video conferencing or other methods announced by the Ministry of Economic Affairs authorities.
- Article 9 When a shareholder is unable to attend the shareholders' meeting for whatever reason, that shareholder shall send a proxy by presenting the Power of Attorney printed by the Company, with specified scope of authorization, to attend.
- Article 10 A resolution is passed at the shareholders' meeting by a majority of the shareholders present who represent more than half of the total number of its outstanding shares, unless otherwise specified in the Company Act. The Company's shareholders shall exercise voting rights in electronic way and related matters are subject to law and regulations.
- Article 10-1 Resolutions adopted at a shareholders' meeting shall be recorded in the minutes of the meeting and subject to Article 183 of the Company Act.
- Article 11 A shareholder, unless otherwise stipulated in Article 179 of the Company Act relating to the circumstances of certain shares as having no voting right, shall have one voting right in respect of each share in his/her/its possession.

Chapter IV Director & Supervisor

- Article 12 The Company shall appoint 5 to 9 directors with behavioral competence in the Shareholders' Meeting for a three-year term and may be re-elected after the term. The number of appointed directors earlier mentioned shall have no less than 2 independent directors and the same shall not be less than one fifth of the total number of directors of the Company. The election of the directors is done using the candidate's nomination system, and the shareholders shall elect the directors from among the nominees for director. The relevant matters of acceptance and announcement of candidates shall be operated according to Article 192-1 of the Company Act. The election of Directors adopts uni-nominal accumulative vote and the shareholdings of all directors are subject to the Securities and Exchange Act and related laws and regulations.
- Article 12-1 The board of directors meeting shall be convened by season with subject specified in the notice given to all directors 7 days beforehand; except for emergency which to be convened at any time. The meeting notice shall be given in written, fax, E-mail and other ways.
- Article 13 The board of directors is organized by directors, which shall have more than two third of the directors present, with the consent of more than half of the directors for one director as the chairman, who performs all matters on behalf of the Company pursuant to law, ordinance, the Articles of Incorporation, the resolution passed in the Shareholders' Meeting and the Board of Directors Meeting.
- Article 13-1 Upon the proportion of directors who cannot attend the meeting reaches one third of all, the Board of Directors shall convene the Special Shareholders' Meeting for make-

up election in sixty days and the term is subject to the remaining period of original office until expiration.

Article 14 When the Chairperson of the Board is unable to exercise the powers of the Chairperson, the proxy appointment is subject to the Company Act. When the director can't attend the BOD meeting, he/she shall present the Power of Attorney, listing the scope of authorization relevant to the subject of the meeting and assign another director to attend the BOD meeting in his/her behalf. Directors who live overseas shall appoint another shareholder who live domestically to attend the Meeting, but shall apply for registration with the competent authority, same does the change.

Article 15 The travelling expense disbursed by all directors shall be paid off regardless of profit or loss and the amount is determined in the Board of Directors Meeting. The remuneration of the Chairperson is determined by virtue of his involving with operation and contribution, also referring to the level across peer industry in the board of Directors Meeting.

Article 16 In accordance with Article 14 of the Securities and Exchange Act, the Company sets up the Audit Committee composed of all independent directors, which is responsible for the execution of the Company Act, the Securities and Exchange Act and other ordinances governing the dutiful powers of supervisors. The member of the Audit Committee, exercise of duty and powers and other matters to follow are all subject to related laws and regulations and the Articles of Organization is alternatively determined by the Board of Directors.

The Company shall set up the Remuneration/Compensation Committee or other functional committee members as required by laws, regulations or for business.

Article 16-1 (Deleted).

Article 16-2 During the term of office of the Directors, the company may authorize the Board of Directors to purchase liability insurance for the scope of the business involved and the liability in accordance with the law for the directors.

Chapter V Manager and Staff

Article 17 The Company may have several managers whose appointment and removal and remuneration shall be subject to the Company Act.

Article 18 (Deleted)

Chapter VI Final Account

Article 19 The Company provides the period spanning from January 1 to December 31 of every year as the fiscal year.

Article 20 The Company shall, at the end of each fiscal year, submit to its General Shareholders Meeting for their ratification of (1) the annual business report, (2) the financial statements, and (3) the proposal for appropriation of profit and remedy in the event of loss proposal and other tables and lists.

Article 21 The Company's net profit before tax before deduction of salary/remuneration to employee and directors shall have no less than 1% allocated for employees' compensation and no more than 3% for directors' reward. However, in case of any accumulated losses, the Company shall reserve the compensation amount in advance. The preceding salary/compensation to employee shall be paid in shares or cash, and the payee shall include employee of subsidiaries by certain conditions.

In case of any surplus presented in the general annual settlement of the Company, the Company shall pay taxes and compensate losses over previous years, followed by 10% for legal surplus reserve, unless such reserve has accrued to reach total capital. Thereafter, the Company shall appropriate or reverse special surplus reserve depending on operation, laws and regulations, as well as undistributed earnings for the preceding year plus adjustments on undistributed earnings for the year as

distributable earnings, followed by the earning distribution proposal developed by the Board of Directors and whenever all or partial dividends are distributed by issuing new shares, the matter shall be proposed to the General Shareholders' Meeting for approval by resolution.

For the under-reported amount among "net increase in fair value of investment property accumulated in the previous period" and "net deduction of other equity accumulated in the previous period", the Company's lawful provision of special surplus reserve shall start with the same amount of special surplus reserve from undistributed surplus for the previous period, followed by classifying net profit after tax for the period plus items other than the same into undistributed surplus for the period.

The Company authorizes more than two third of the Board of Directors as the attendant pursuant to Article 240 of the Company Act and approves to allocate all or partial dividends in cash and reports it in the General Shareholders' Meeting.

- Article 21-1 The company is currently at a growth stage; in consideration of sustainability and long-term development, the surplus allocation should take into account the future funding needs of the Company and meeting shareholders' needs for cash inflows. If the company distributes its surplus after the annual final accounts, the annual cash dividends paid shall not be less than 20% of the net profit after tax and annual stock dividends shall not be less than 10% of total cash/share dividends appropriated.

Chapter VII Supplementary Provisions

- Article 22 Any matters uncovered in this Articles of Incorporation shall be subject to the Company Act and related laws and regulations.

- Article 23 The Articles of Incorporation was established on February 1, 1983. The first amendment was on December 17, 1984. The second amendment was on February 15, 1986. The third amendment was on June 6, 1986. The fourth amendment was on March 12, 1987. The fifth amendment was made on December 23, 1987. The sixth amendment was on May 25, 1988. The seventh amendment was made on August 1, 1989. The eighth amendment was made on January 8, 1990. The ninth amendment was on July 22, 1990. The tenth amendment was on August 31, 1990. The eleventh amendment was on October 16, 1991. The twelfth amendment was on December 5, 1991. The thirteenth amendment was on December 5, 1991. The fourteenth amendment was on March 28, 1991. The fifteenth amendment was on July 3, 1992. The sixteenth amendment was on July 29, 1992. The seventeenth amendment was on May 19, 1994. The eighteenth amendment was on June 3, 1995. The nineteenth amendment was on April 29, 1996. The twentieth amendment was on June 27, 1997. The 21st amendment was on June 1, 1998. The 22nd amendment was on April 1, 1999. The 23th amendment was on May 24, 2000. The 24th amendment was on June 19, 2001. The 25th amendment was on June 21, 2002. The 26th amendment was on June 25, 2003. The 27th amendment was on June 21, 2004. The 28th amendment was on May 13, 2005. The 29th amendment was on June 28, 2005. The 30th amendment was on June 26, 2006. The 31st amendment was on June 25, 2007. The 32nd amendment was on June 27, 2008. The 33th amendment was on June 22, 2009. The 34th amendment was on June 21, 2010. The 35th amendment was on June 27, 2011. The 36th amendment was on June 27, 2012. The 37th amendment was on June 10, 2013. The 38th amendment was on June 13, 2016. The 39th amendment was on June 28, 2017. The 40th amendment was on June 21, 2018. The 41st amendment was on June 28, 2019. the 42nd amendment was on July 23, 2021. the 43rd amendment on June 14, 2022.

THYE MING INDUSTRIAL CO., LTD.
Chairperson: CHEN, LI-MING

THYE MING INDUSTRIAL CO., LTD.

Rules of Procedure for Shareholders Meetings

Date of Establishment: 1992.04.08

Date of Amendment: 1998.06.01

Date of Amendment: 2002.03.29

Date of Amendment: 2004.03.29

Date of Amendment: 2012.06.27

Date of Amendment: 2014.06.17

Date of Amendment: 2017.06.28

Date of Amendment: 2021.07.23

- Article 1 The Company's shareholders' meetings shall be conducted in accordance with these rules unless otherwise provided by law.
- Article 1-1 The Shareholders referred to in these Rules shall mean the Shareholders themselves as shown in the Register of Members and the proxies appointed by the Shareholders to attend the meeting.
- Article 2 This Corporation 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.
Shareholders and their proxies (collectively, "shareholders") shall attend shareholders meetings based on attendance cards, sign-in cards, or other certificates of attendance. Solicitors soliciting proxy forms shall also bring identification documents for verification.
This Corporation shall furnish the attending shareholders with an attendance book to sign, or attending shareholders may hand in a sign-in card in lieu of signing in.
This Corporation 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 or pre-printed ballots shall also be furnished.
- Article 2-1 This Corporation, beginning from the time it accepts shareholder attendance registrations, shall make an uninterrupted audio and video recording of the registration procedure, the proceedings of the shareholders meeting, and the voting and vote counting procedures.
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 ballots shall be retained until the conclusion of the litigation.
- Article 3-1 The shareholders of the Company shall have one vote per share. When the government or a juristic person is a shareholder, it may be represented by more than one representative at a shareholders meeting. However, the exercise of voting rights is still calculated on the basis of the shares held by them on a consolidated basis. If there are more than two proxies in the preceding paragraph, the proxies shall exercise their voting rights jointly. When a juristic person is appointed to attend as proxy, it may designate only one person to represent it in the meeting.
- Article 3-2 For each shareholders meeting, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by this Corporation and stating the scope of the

proxy's authorization. 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. 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 this Corporation 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.

Article 4 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 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 directors to act as chair. Where the chairperson does not make such a designation, the directors shall select from among themselves one person to serve as chair. 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.

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.

Article 5 The chair shall call the meeting to order and announce the relevant information of the number of non-voting rights and attending shares at the same 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 as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, the chair will announce to cancel the meeting for lack of a quorum. 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, All shareholders of the tentative resolution will be notified to convene a shareholder meeting within one month.

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 6 If a shareholders meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. 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 chairman shall not adjourn the meeting without a resolution before the conclusion of the first two scheduled agenda items (including the temporary motion). If the

chairman violates the rules of procedure and adjourns the meeting, a majority of the shareholders present may vote to elect a chairman to continue the meeting. After the meeting is adjourned, the shareholders are not allowed to elect another chairman to continue the meeting at the same place or another venue.

Article 6-1 In addition to the motions listed on the agenda, other motions or amendments or substitutions to the original motions proposed by shareholders should be seconded by other shareholders, and the shareholding of the proposer together with the seconder should reach one percent of the total number of issued common shares.

Article 7 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 or a proxy 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. 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.

Article 8 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.

Article 9 When a juristic person is appointed to attend as proxy, it may designate only one person to represent it in the meeting. 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.

Article 10 After an attending shareholder or a proxy has spoken, the chair may respond in person or direct relevant personnel to respond.

Article 11 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. No issue will be discussed or voted on unless it is a motion.

Article 12 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 this Corporation.

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.

Article 12-1 The election of directors at a shareholders meeting shall be held in accordance with the applicable election and appointment rules adopted by this Corporation, and the voting results shall be announced on-site immediately, including the names of those elected, the numbers of votes with which they were elected, and the list of candidates failed to be elected and the number of votes obtained.

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 13 Except as otherwise provided in the Company Act and in this Corporation'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. In the event of a vote, the Chairman or his designee shall announce the total number of votes of shareholders present on a case-by-case basis. If there is no dissenting opinion from all shareholders

present, the motion shall be deemed to be passed and shall have the same effect as a poll; if there is dissenting opinion, a poll shall be taken in accordance with the preceding provisions.

Article 14 During the meeting, the chairman may call a break at his discretion.

Article 15 When any one among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required. 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.

Article 16 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 armband bearing the word “Proctor” or uniform.

Article 17 Matters not provided for in these Rules shall be governed by the Company Act, the Company’s Articles of Incorporation and relevant laws and regulations.

Article 18 These Rules shall take effect after having been submitted to and approved by a shareholders meeting. Subsequent amendments thereto shall be effected in the same manner.

THYE MING INDUSTRIAL CO., LTD.

Shareholdings of Directors

1. The Company has issued a total of 167,318,534 shares of common stock and the minimum number of shares that all directors should hold is 10,039,112 shares.
2. Directors held shares as follows: (The date for suspension of share transfer was April 26, 2024)

Position	Name	Shares held	Shareholding percentage
President	TaiYung Investment Company Ltd. Representative: Chen, Li-Ming	8,602,232	5.14%
Director	Chen, Chang-Hao	1,470,740	0.88%
Director	Tailin Investment Company Ltd. Representative: Chen, Chi-Lin	27,959,913	16.71%
Director	Tailin Investment Company Ltd. Representative: Chou, Chung-Fa		
Director	Jin Jun Investment Company Ltd. Representative: Chen, Han-Wen	10,832,443	6.47%
Director	Mao Shen Investment Company Ltd. Representative: Lee, Mao-Shen	16,731,356	9.99%
Independent Director	Chen, Yi-Ming	0	—
Independent Director	Lee, Wen- Fa	24,200	0.01%
Independent Director	Luo, You-San	5,000	0.00%
Total held by all Directors		65,625,884	39.22%