

Stock Code:1535



China Ecotek Corporation

2023 Annual General Meeting

Meeting Handbook

Form of meeting: Physical AGM

June 21, 2023 (Wednesday) 9:00AM

Kaohsiung Business Convention Center ,

No.5, Zhongshan 2nd Rd, Kaohsiung City, Taiwan

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China Ecotek Corporation
2023 Annual General Meeting
Meeting Procedures

I. Announce Meeting

II. Chairman Remarks

III. Report Items

IV. Proposals for Ratification

V. Directors Election

VI. Other Proposals

VII. Extraordinary Motions

VIII. Adjournment

China Ecotek Corporation 2023 Annual General Meeting Meeting Agenda

Form of meeting: Physical AGM

Time: June 21, 2023 (Wednesday) 9:00AM

Place: Kaohsiung Business Convention Center , No.5, Zhongshan
2nd Rd, Kaohsiung City, Taiwan

Attendance: Shareholders and proxies authorized by shareholders

Chairman: Chairman of the Company

I. Chairman Remarks

II. Report Items

- (I) Report on the Operations of 2022.
- (II) Report on Audit Committee's Review Report of 2022.
- (III) Report on compensation for employees and remuneration for directors of 2022.
- (IV) Report on other matters.

III. Proposals for Ratification:

Proposal 1: Adoption of the 2022 Business Report and Financial Statements.

Proposal 2: Adoption of the Proposal for Distribution of 2022 profits.

IV. Directors Election:

Proposal 1: Election of 11 Directors (including 3 Independent Directors) of the 11th Board of Directors.

V. Other Proposals

Proposal 1: To release the ban on competitive trade of the 11th term non-independent directors.

VI. Extraordinary Motions

VII. Adjournment

I. Report Items

- (I). Report on the Operations of 2022 by President Mr. Chih-Feng Lee.
- (II). Report on Audit Committee's Review Report of 2022
(Please refer to Page 5 in this handbook)
- (III). Report on compensation for employees and remuneration for directors of 2022.

Proposed by Board of Directors

Explanatory Note:

1. In accordance with amended Article 32 of Article of Incorporation "If the Company has profits in the fiscal year, the board of directors shall decide to distribute no less than 0.1% of the profits as the remuneration to employees and no higher than 1% of the profits as the remuneration to directors. The target of remuneration distribution to employees includes employees of subordinate companies who meet certain criteria. However, if accumulated losses still remain, the Company shall retain the subsidization amount in advance before distributing remuneration to employees and directors in accordance with the ratio prescribed in previous paragraph."
2. The Company's 2022 income before tax without deducting remuneration distribution to employees and directors was NT\$633,528,256. Appropriated employees' remuneration for 4.1243% equivalent to an amount of NT\$26,128,773 and remunerations of directors for 0.8249% equivalent to an amount of NT\$5,225,755. All were distributed in cash.

China Ecotek Corporation Audit Committee's Review Report

The Board of Directors has prepared the Company's 2022 Financial Statement audited by Deloitte & Touche Taiwan, earnings distribution plan and business report. The Audit Committee has reviewed the aforementioned financial statements and documents, and concluded all information is presented fairly. We hereby submit this report pursuant to Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act.

To:

2023 Annual General Shareholders' Meeting

China Ecotek Corporation

Convener of the Audit Committee: Po-Han Wang

February 21, 2023

(IV). Report on other matters

1. Company's 2022 China region investment summary

According to the regulations of the competent authority, the upper limit for the Company's investment in China region is NT\$2,106,624 thousand, the investment amount approved by the Investment Commission, MOEA, is NT\$279,446 thousand, and the accumulated actual investment amount in 2022 is NT\$ 193,473 thousand. Relevant information on the invested companies in China in 2022 is summarized as follows:

Unit: In Thousand NTD

Name of Chinese company invested	Main business items	Paid-in capital	Investment method	Ownership of Direct or Indirect Investment (%)	Accumulated investment amount	Profit (loss) recognized for the current year(Note)	Investment carrying value at the end of current year
Ningbo Hua Yang Aluminum Technology Ltd.	Aluminum alloy material manufacturing and sales	1,504,790	Investment in Mainland China through reinvestment in an existing third-party company(USID)	0.61	9,213	1,231	4,463
Xiamen Mao Yu Import and Export Trading Ltd	Equipment materials import and export	184,260	Investment in Mainland China through reinvestment in an existing third-party company(CDC)	100	184,260	3,248	184,664

Note :The amounts were recognized based on the independent auditors' financial statements of China Ecotek Corporation.

2. Report on the endorsement and guarantee status of the Company

Up to the end of December 2022, the balance of endorsement and guarantee provided by the Company to the external is NT\$ 0.

3. Report on status of Company's loaning of funds to others

Up to the end of December 2022, the balance of the Company's loaning of funds to others is NT\$ 0.

II. Proposals for Ratification

Proposal 1: Adoption of the 2022 Business Report and Financial Statements.

Proposed by Board of Directors

Explanatory Note: Please refer to Attachement 1 for the 2022 Business Report and financial statements for the year ended December 31st,2022.

Resolution:

China Ecotek Corporation 2022 Business Report

I. Operational policy

The main axis of our company's business strategy is to develop a growth strategy that focuses on the three pillars of "Engineering Field," "Operation and Maintenance," and "Circular Economy", which are explained as follows:

1. Engineering Field: Deeply cultivate the Group's business, expand the existing business and operating scope to increase revenue, and promote the E-based management platform to reduce construction risks, strengthen project management and refine core technologies to increase profit margins.
2. Operation and Maintenance: Promote the commercial model of combining mechanical and electrical maintenance engineering, water plant operation business, and refractory materials and labor, in order to obtain stable revenue and profits.
3. Circular Economy: Combine internal and external R&D technologies of the group to improve air pollution, water services, and energy-saving technologies, strive for green energy and environmental protection engineering business, assist enterprises in achieving sustainable development goals, and enhance the company's future competitiveness.

II. Implementation status of operational policy

1. Project Engineering: In addition to fully implementing the old equipment replacement project of China Steel Group, the mechanical and electrical engineering is also being carried out. The Polyplastics Taiwan Co. TLP-1(LCP) Plant Project has been obtained as an important engineering indicator for the company to enter the chemical industry. Environmental protection engineering benefits from the government's strict environmental protection regulations and actively promotes sustainable development goals. The main customers are to accelerate the reduction of carbon dioxide and other energy-saving and carbon-reducing and greenhouse gas emission control. In addition to seeking air pollution prevention and control equipment package projects such as desulfurization, denitrification, and dust collection, it continues to develop waste (pollution) water treatment projects, water purification plants and other engineering needs. There are also steel plant refractory materials and biotechnology construction projects

- contracted.
2. Operation and Maintenance: Includes CSC's solid mixed materials pre-treatment plant, resource recovery plant, industrial wastewater purification plant, DSC's central water plant, Cheng Ching Lake advanced water treatment plant, Kinmen Taihu Advance water treatment plant; it constitutes a stable business and source of profits.
 3. Circular Economy: This encompasses strategic cooperation with CSC Solar Corporation to develop the Group's solar photovoltaic construction project, expand energy storage system projects. And actively expand energy-saving and carbon reduction sales business such as industrial and commercial LED lamps, air purifiers, etc., and participate in CSC's Co- production of steel and chemical built plant project, in response to the new business opportunities brought about by the vigorous development of circular economy, add new momentum to future operations.

III. Business Outcome

The company's target market is positioned in diversified engineering fields such as environmental protection engineering, electromechanical engineering, biotechnology plant construction engineering, electromechanical maintenance and resource recovery plants, and advanced water purification plant agency operation. The main construction projects in 2022 are as follows:

1. Environmental protection engineering: CSC CDQ Dust-collecting System Turnkey Project, CSC New Ph. 1&2 COP Pushing Emissions Control Systems (PECS), CSC No. 3 Dust-collector Turnkey Project, CSC CDQ Cooling System Project, CSC Power Plant TG-9/TG-10 Extension Project, CSC & DSC Demineralized Water System Revamping Project, Caotun Water Purification Plant Construction Project, China Steel Group PV System Construction Project and so on, calculated at NT\$1.384 billion, and accounting for 15.65% of overall revenue.
2. Mechanical and electrical engineering: CSC New Ph. 1&2 Coke Oven Plant(COP) Revamping Project, CSC New Ph. 1&2 Coal Sample Preparation Work, CSC Coke Conveying & Handling System New-built Project, CSC Ph. 1&2 Coke Dry Quench(CDQ) Power Station

Public Pipeline Work, CSMC 69KV Major Power Station Revamping Project, SinDa Marine Structure Co. Utility Facility New Project, Polyplastics Taiwan Co. TLP-1(LCP) Plant Project and so on, calculated at NT\$4.268 billion, and accounting for 48.26% of overall revenue.

3. Agency operations, mechanical and electrical maintenance, and others: Engineering projects including mechanical and electrical maintenance works for CSC and DSC as well as Chengcing Lake, operation of Jinmen Taihu water treatment plant and so on, calculated at NT\$3.192 billion, and accounting for 36.09% of overall revenue.

IV. Profit comparison with last year

Unit: In Thousand NTD

Year Business Item	2022	2021	Increase (Decrease) amount	Rate of change (%)
Operating revenues	8,844,053	8,484,613	359,440	4.24%
Operating costs	8,031,190	7,764,125	267,065	3.44%
Unrealized gain from sale	8,305	23,804	-15,499	-65.12%
Realized gain from sale	8,184	10,277	-2,093	-20.37%
Realized operating margin	812,742	706,961	105,781	14.96%
Operating expense	480,109	464,656	15,453	3.33%
Net operating income	332,633	242,305	90,328	37.28%
Net operating income (expenditure)	279,269	240,534	38,735	16.10%
Net income before tax	611,902	482,839	129,063	26.73%

Income tax expense	91,383	78,959	12,424	15.73%
Consolidated total net income	520,519	403,880	116,639	28.88%

1. Operating revenues in 2022 increased by NT\$359,440 thousand compared to 2021, operating costs are recognized proportionally to the percentage of projects that are completed, and efforts to control construction budget and reduce costs resulted in an increase of NT\$90,328 thousand in operating profit compared to 2021.
2. Non-operating income and expenses in 2022 increased by NT\$38,735 thousand compared to 2021. The increase was mainly due to an increase of NT\$68,356 thousand Interest in financial assets and liabilities at fair value through profit or loss and the decrease in Share of the profit of associates was NT\$33,050 thousand less than in 2021.
3. In summary, net income before tax in 2022 increased by NT\$129,063 thousand compared to 2021, and annual consolidated net income increased by NT\$116,639 thousand compared to 2021.

V. Research and Development Status

In 2022, the Company developed water treatment technology based on trends in amendments to environmental protection laws and regulations. With regard to wastewater treatment, we collaborated with the R&D department of CSC in developing treatment processes for villiaumite discharge control, and have started commercial operations in the plant at the end of 2022. Due to the increasing cost of disposing of sludge from wastewater treatment, the Company used the technology in actual operations for more than one year. It has significantly lowered the cost of outsourcing sludge treatment. We collaborated with the R&D Department of CSC in developing a biological agent for coke wastewater biological treatment systems. After more than one year of actual use by CSC and DSC, the effects were significant. It effectively mitigates the issue of reduced

treatment effectiveness due to water quality changes. Our technology for preserving the biological agent can extend its useful life to three months. We will continue develop technologies to extend its useful life.

Given the global commitment to net-zero emissions by 2050. The Company is working together with the R&D Department of CSC and Industrial Technology Research Institute in the establishment of the first carbon monoxide capture pilot plant. It shall capture the carbon monoxide originally released into the atmosphere and convert it into chemical materials. The pilot production line has been built and trial operations were started. It is expected to capture 5,000 tons of carbon monoxide per year, taking the first step in the development of carbon reduction projects. One other carbon reduction project involves carbon dioxide captured from emissions, which is purified with the goal of reaching 99% and above purity so that it can be sold as a raw material for industrial use. The plans for the trial production line have been completed and construction has begun. Commercial operations are set to begin in late 2024.

As for air pollution prevention technology, as air pollution prevention regulations become more rigorous, the Company has developed technology for removing SO_x emissions from fixed pollution sources. In addition to wet desulfurization technologies, we will expand to semi-dry and dry desulfurization technologies to provide more diverse process design services in the future. In terms of treating NO_x emissions from fixed pollution sources, we will develop a selective catalyst reduction denitrification system for the new coke ovens of CSC. We will also select the most suitable emission reduction solution and SCR ammonia injection system to create ammonia pyrolysis technologies for increasing the viability of use in different settings. In terms of fixed pollution source dust emission

technologies, we will use their numerical simulations to calculate fluid mechanics and capabilities for practical applications in CSC's new wet dust collection system, which will be verified after the completion of construction and the acceptance test.

Chairman :Cheng-Chiang Chen

Managerial Officer/

President : Chih-Feng Lee

Accounting Officer : Ya-Min Chuang

REPRESENTATION LETTER

The entities that are required to be included in the combined financial statements of China Ecotek Corporation as of and for the year ended December 31, 2022, under the Criteria Governing the Preparation of Affiliation Reports, Consolidated Business Reports and Consolidated Financial Statements of Associates are the same as those included in the consolidated financial statements prepared in conformity with the International Financial Reporting Standard 10, "Consolidated Financial Statements." In addition, the information required to be disclosed in the combined financial statements is included in the consolidated financial statements. Consequently, China Ecotek Corporation and Subsidiaries do not prepare a separate set of combined financial statements. Very truly yours,

China Ecotek Corporation

By

Zhen-Jiang Chen

Chairman

February 21, 2023

Independent Auditors' Report

The Board of Directors and Shareholders
China Ecotek Corporation

Opinion

We have audited the accompanying consolidated financial statements of China Ecotek Corporation (The “Company”) and its subsidiaries, which comprise the consolidated balance sheets as of December 31, 2022 and 2021, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the the consolidated financial statements, including a summary of significant accounting policies.

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

Key audit matters of the Company and its subsidiaries' consolidated financial statements for the year ended December 31, 2022 are stated as follows:

Assessment of the estimated total project cost

The Company and its subsidiaries have signed many construction contracts, and recognized construction revenues according to the percentage completion method during the contract period. If a construction contract is expected to result in a loss, the total loss resulting from the contract must be immediately recognized. Construction progress is calculated based on the actual construction costs incurred under each contract as a percentage of the estimated total construction cost of the project. The estimated total project cost involves a major accounting estimate, and affects the recognition of construction progress and revenues. Hence, the assessment of estimated total project cost is listed as a key audit matter. For relevant accounting policies, major accounting estimates, and explanations of determination, please refer to the Consolidated Financial Statements Note 4 and Note 5.

Our audit procedures performed included the following:

1. Understand control procedures for the assessment of the estimated total project cost, and conduct sampling inspections of the consistency between preparation process and internal controls.
2. Conduct a sampling inspection of documentation related to the assessment of the estimated total project cost for new projects and additions/reductions in the current year.
3. Conduct a sampling inspection to see if there are any major abnormalities between the actual total cost of projects concluded this year and their estimated total project cost, in order to verify the reasonableness of estimated total project cost. Conduct a sampling inspection of abnormal changes in estimated total cost, in order to

determine the reasonableness of calculating the percentage of construction progress based on the estimated total project cost before the balance sheet date.

Other Matter

We have also audited the standalone financial statements of the Company as of and for the years ended December 31, 2022 and 2021 on which we have issued an unqualified opinion.

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

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

In preparing the consolidated financial statements, management is responsible for assessing the ability of the Company and its subsidiaries to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate 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 or supervisors, are responsible for overseeing the Company and its subsidiaries' 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 auditing standards generally accepted in Republic of China will always detect a material misstatement when it exists. Misstatement 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 auditing standards generally accepted in 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 omission, misrepresentation, 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 and its subsidiaries' 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 and its subsidiaries' ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our 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 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 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 the consolidated financial statements for the year ended December 31, 2022 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 Yu-Hsiang Liu and Chao-Chun Wang.

Deloitte & Touche
Taipei, Taiwan
Republic of China

February 21, 2023

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.

China Ecotek Corporation and Subsidiaries
Consolidated Balance Sheets
December 31, 2022 and 2021

In Thousand of NTD

Code	Asset	December 31, 2022		December 31, 2021	
		Amount	%	Amount	%
	Current assets				
1100	Cash and cash equivalents (Notes 4, 6, and 14)	\$ 1,159,129	17	\$ 770,216	11
1110	Financial assets at fair value through profit or loss - current (Notes 4 and 7)	94,311	1	218,977	3
1139	Financial assets for hedging - current (Notes 4 and 12)	984,542	14	748,517	11
1140	Contract assets - current (Notes 4, 24, and 30)	490,593	7	619,768	9
1150	Notes receivable (Notes 4 and 9)	43	-	-	-
1170	Accounts receivable, net (Notes 4 and 9)	246,440	4	105,809	2
1180	Accounts receivable - related parties (Notes 4, 9, and 30)	657,824	10	693,339	10
1200	Other receivables (Note 9)	28,069	-	30,996	-
1220	Current tax assets (Note 26)	7,295	-	9,275	-
130X	Inventories (Notes 4 and 10)	19,656	-	11,582	-
1476	Other financial assets - current (Notes 12 and 31)	904,174	13	1,305,931	19
1479	Other current assets (Note 13)	217,024	3	234,467	4
11XX	Total current assets	4,809,100	69	4,748,877	69
	Noncurrent assets				
1510	Financial assets at fair value through profit or loss - noncurrent (Notes 4 and 7)	32,207	-	70,880	1
1517	Financial assets at fair value through other comprehensive income - noncurrent (Notes 4 and 8)	102,782	1	132,068	2
1550	Investments accounted for using equity method (Notes 4 and 11)	1,035,507	15	1,061,187	16
1600	Property, plant and equipment (Notes 4 and 15)	310,550	5	636,124	9
1755	Right-of-use assets (Notes 4 and 16)	95,601	1	104,932	2
1760	Investment properties (Notes 4, 17, and 30)	323,521	5	-	-
1780	Intangible assets (Note 4)	8,559	-	3,956	-
1840	Deferred tax assets (Note 26)	52,432	1	94,530	1
1915	Advance payments for equipment	101,801	2	-	-
1920	Refundable deposits	6,492	-	6,730	-
1980	Other financial assets - noncurrent (Note 12)	87,462	1	3,710	-
1995	Other noncurrent assets	446	-	47	-
15XX	Total noncurrent assets	2,157,360	31	2,114,164	31
1XXX	Total assets	\$ 6,966,460	100	\$ 6,863,041	100
	Liabilities and equity				
	Current liabilities				
2130	Contract liabilities - current (Notes 4, 24, and 30)	\$ 1,613,642	23	\$ 1,734,637	25
2170	Accounts payable (Note 18)	669,304	10	745,077	11
2180	Accounts payable - related parties (Notes 18 and 30)	14,016	-	7,052	-
2200	Other payables (Notes 14 and 19)	591,811	8	531,665	8
2230	Current tax liabilities (Note 26)	75,020	1	15,915	-
2250	Provisions - current (Notes 4, 14, and 20)	35,608	-	53,531	1
2280	Lease liabilities - current (Notes 4, 16, and 30)	38,633	1	36,931	1
2399	Other current liabilities (Note 19)	102,815	2	96,649	1
21XX	Total current liabilities	3,140,849	45	3,221,457	47
	Noncurrent liabilities				
2550	Provisions - noncurrent (Notes 4, 14, and 20)	41,418	1	23,746	-
2570	Deferred tax liabilities (Note 26)	60,578	1	57,674	1
2580	Lease liabilities - noncurrent (Notes 4, 16, and 30)	56,936	1	66,533	1
2640	Net defined benefit liability (Notes 4 and 21)	155,640	2	263,663	4
25XX	Total noncurrent liabilities	314,572	5	411,616	6
2XXX	Total liabilities	3,455,421	50	3,633,073	53
	Equity (Note 23)				
3110	Capital - common stock	1,237,426	17	1,237,426	18
3200	Capital surplus	628,374	10	628,374	9
	Retained earnings				
3310	Legal reserve	671,306	9	631,546	9
3320	Special reserve	56,639	1	95,811	2
3350	Undistributed earnings	916,958	13	693,450	10
3300	Total retained earnings	1,644,903	23	1,420,807	21
3400	Other equity	336	-	(56,639)	(1)
3XXX	Total equity	3,511,039	50	3,229,968	47
	Total liabilities and equity interests	\$ 6,966,460	100	\$ 6,863,041	100

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

Chairman: Zhen-Jiang Chen

Managerial Officer: Chih-Feng Lee

Accounting Officer: Ya-Min Chuang

China Ecotek Corporation and Subsidiaries
Consolidated Statements of Comprehensive Income
January 1 to December 31, 2022 and 2021

In Thousand of NTD, Except EPS

Code	2022		2021	
	Amount	%	Amount	%
	Operating revenues (Notes 4, 14, 24, and 30)			
4100	\$ 113,166	1	\$ 84,797	1
4500	8,433,235	95	8,105,978	96
4600	297,652	4	293,838	3
4000	<u>8,844,053</u>	<u>100</u>	<u>8,484,613</u>	<u>100</u>
	Operating costs (Notes 10, 14, 25, and 30)			
5110	86,363	1	59,953	1
5500	7,694,046	87	7,456,390	88
5600	250,781	3	247,782	3
5000	<u>8,031,190</u>	<u>91</u>	<u>7,764,125</u>	<u>92</u>
5900	812,863	9	720,488	8
5910	8,305	-	23,804	-
5920	8,184	-	10,277	-
5950	<u>812,742</u>	<u>9</u>	<u>706,961</u>	<u>8</u>
	Operating expenses (Notes 9 and 25)			
6100	39,966	-	56,160	1
6200	424,598	5	391,616	4
6300	14,793	-	16,880	-
6450	752	-	-	-
6000	<u>480,109</u>	<u>5</u>	<u>464,656</u>	<u>5</u>
6900	<u>332,633</u>	<u>4</u>	<u>242,305</u>	<u>3</u>
	Non-operating income and expenses (Notes 11, 25, and 30)			
7100	59,209	1	49,252	1
7010	22,686	-	28,989	-
7020	86,304	1	18,886	-
7050	(815)	-	(1,528)	-
7060	111,885	1	144,935	2
7000	<u>279,269</u>	<u>3</u>	<u>240,534</u>	<u>3</u>
7900	611,902	7	482,839	6

7950	Income tax expense (Notes 4 and 26)	91,383	1	78,959	1
8200	Net profit for the year	<u>520,519</u>	<u>6</u>	<u>403,880</u>	<u>5</u>
	Other comprehensive income (Notes 21, 23, and 26)				
8310	Items that will not be reclassified subsequently to profit or loss				
8311	Remeasurements of the defined benefit plan	26,139	-	(13,396)	-
8316	Unrealized gains and losses on investments in equity instruments at fair value through other comprehensive income	(29,286)	-	(25,652)	-
8320	Share of the other comprehensive income of associates	(13,303)	-	29,398	-
8349	Income tax relating to items that will not be reclassified subsequently to profit or loss	629	-	7,810	-
8360	Items that may be reclassified subsequently to profit or loss				
8361	Exchange differences on translating foreign operations	57,026	-	65,826	-
8368	Gains and losses on hedging instruments	58,485	1	(17,363)	-
8370	Share of the other comprehensive income of associates	7,323	-	(4,045)	-
8399	Income tax relating to items that may be reclassified subsequently to profit or loss	(23,102)	-	(9,693)	-
8300	Other comprehensive income for the year, net of income tax	<u>83,911</u>	<u>1</u>	<u>32,885</u>	<u>-</u>
8500	Total comprehensive income in the current year	<u>\$ 604,430</u>	<u>7</u>	<u>\$ 436,765</u>	<u>5</u>
8610	Net profit attributable to owners of the Corporation	<u>\$ 520,519</u>		<u>\$ 403,880</u>	
8710	Total comprehensive income attributable to owners of the Corporation	<u>\$ 604,430</u>		<u>\$ 436,765</u>	
	Earnings per share (Note 27)				
9750	Basic	\$ 4.21		\$ 3.26	
9850	Diluted	4.18		3.25	

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

Chairman: Zhen-Jiang Chen

Managerial Officer: Chih-Feng Lee

Accounting Officer: Ya-Min Chuang

China Ecotek Corporation and Subsidiaries
Consolidated Statements of Changes in Equity
January 1 to December 31, 2022 and 2021

In Thousand of NTD

		Equity attributable to owners of the Company											
		Capital – common stock		Retained earnings				Other equity					
Code		Shares (In thousand)	Amount	Capital surplus	Legal reserve	Special reserve	Undistributed earnings	Total	Exchange differences on translating foreign operations	Unrealized gains and losses on financial assets at fair value through other comprehensive income	Gain and losses on hedging instruments	Total other equity	Total equity
A1	Balance at January 1, 2021	123,743	\$ 1,237,426	\$ 628,374	\$ 614,474	\$ 68,655	\$ 507,138	\$ 1,190,267	\$ (156,349)	\$ 76,397	\$ (15,859)	\$ (95,811)	\$ 2,960,256
B1	Appropriation and distribution of 2020 earnings (Note 23)												
B1	Legal reserve	-	-	-	17,072	-	(17,072)	-	-	-	-	-	-
B3	Special reserve	-	-	-	-	27,156	(27,156)	-	-	-	-	-	-
B5	Cash dividends	-	-	-	-	-	(167,053)	(167,053)	-	-	-	-	(167,053)
		-	-	-	17,072	27,156	(211,281)	(167,053)	-	-	-	-	(167,053)
D1	Net profit - 2021	-	-	-	-	-	403,880	403,880	-	-	-	-	403,880
D3	Other comprehensive income after tax - 2021	-	-	-	-	-	(9,093)	(9,093)	52,719	7,253	(17,994)	41,978	32,885
D5	Total comprehensive income - 2021	-	-	-	-	-	394,787	394,787	52,719	7,253	(17,994)	41,978	436,765
Q1	Disposal of equity instruments measured at fair value through other comprehensive income	-	-	-	-	-	2,806	2,806	-	(2,806)	-	(2,806)	-
Z1	Balance at December 31, 2021	123,743	\$ 1,237,426	\$ 628,374	\$ 631,546	\$ 95,811	\$ 693,450	\$ 1,420,807	\$ (103,630)	\$ 80,844	\$ (33,853)	\$ (56,639)	\$ 3,229,968
B1	Appropriation and distribution of 2021 earnings (Note 23)												
B1	Legal reserve	-	-	-	39,760	-	(39,760)	-	-	-	-	-	-
B3	Special reserve	-	-	-	-	(39,172)	39,172	-	-	-	-	-	-
B5	Cash dividends	-	-	-	-	-	(321,731)	(321,731)	-	-	-	-	(321,731)
		-	-	-	39,760	(39,172)	(322,319)	(321,731)	-	-	-	-	(321,731)
D1	Net profit - 2022	-	-	-	-	-	520,519	520,519	-	-	-	-	520,519
D3	Other comprehensive income after tax - 2022	-	-	-	-	-	26,900	26,900	48,885	(42,721)	50,847	57,011	83,911
D5	Total comprehensive income - 2022	-	-	-	-	-	547,419	547,419	48,885	(42,721)	50,847	57,011	604,430
Q1	Disposal of equity instruments measured at fair value through other comprehensive income	-	-	-	-	-	36	36	-	(36)	-	(36)	-
T1	Adjustment from changes in equity of associate for using equity method	-	-	-	-	-	(1,628)	(1,628)	-	-	-	-	(1,628)
Z1	Balance at December 31, 2022	123,743	\$ 1,237,426	\$ 628,374	\$ 671,306	\$ 56,639	\$ 916,958	\$ 1,644,903	\$ (54,745)	\$ 38,087	\$ 16,994	\$ 336	\$ 3,511,039

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

Chairman: Zhen-Jiang Chen

Managerial Officer: Chih-Feng Lee

Accounting Officer: Ya-Min Chuang

China Ecotek Corporation and Subsidiaries
Consolidated Cash Flow Statements
January 1 to December 31, 2022 and 2021

In Thousand of NTD

Code	2022	2021
Cash flow from operating activities		
A10000	\$ 611,902	\$ 482,839
A20010	Adjustments for:	
A20100	54,374	53,492
A20200	5,442	3,545
A20300	752	-
A20400	(85,590)	(17,234)
A20900	815	1,528
A21200	(59,209)	(49,252)
A21300	(14,529)	(26,400)
A22300	(111,885)	(144,935)
A22500	(85)	(117)
A23200	-	(4,570)
A23700	4,243	-
A23900	8,305	23,804
A24000	(8,184)	(10,277)
A29900	30,150	33,282
A29900	(155)	(53)
A30000	Net changes in operating assets and liabilities	
A31120	(177,540)	(97,727)
A31125	129,175	(18,188)
A31130	(43)	-
A31150	(141,402)	94,583
A31160	35,515	206,661
A31180	1,794	(1,946)
A31200	(12,422)	(1,024)
A31240	(41,906)	(37,665)
A32125	(120,995)	80,266
A32150	(75,773)	(167,574)
A32160	6,964	1,085
A32180	60,565	31,259
A32200	(30,422)	(81,775)
A32230	3,502	18,927
A32240	(81,884)	(111,719)
A33000	(8,526)	260,815
A33500	(8,863)	(24,009)
AAAA	(17,389)	236,806
Cash flow from investing activities		

B00100	Acquisition of financial assets at fair value through profit or loss	-	(1,027,226)
B00200	Disposal of financial assets at fair value through profit or loss	248,929	843,914
B01800	Acquisition of investments recognized under the equity method	-	(60,000)
B01900	Proceeds from disposal of investments recognized under the equity method	-	78,060
B02400	Refunded payments for shares from capital reduction of investee recognized under the equity method	-	15,707
B02700	Acquisition of property, plant and equipment	(119,119)	(509,214)
B02800	Proceeds from disposal of property, plant and equipment	85	120
B03700	Increase in refundable deposits	-	(36,522)
B03800	Decrease in refundable deposits	59,587	-
B04200	Decrease in other receivables	-	20,981
B04500	Acquisition of intangible assets	(10,036)	(3,022)
B06500	Increase in other financial assets	-	(411,595)
B06600	Decrease in other financial assets	318,005	-
B06700	Increase in other noncurrent assets	(399)	-
B06800	Decrease in other noncurrent assets	-	1,029
B07500	Interest received	60,342	51,945
B07600	Dividend received from associates	129,836	84,526
B07600	Dividend received from others	14,529	26,400
BBBB	Net cash used in investing activities	<u>701,759</u>	<u>(924,897)</u>
	Cash flow from financing activities		
C03000	Increase in guarantee deposit received	2,664	4,459
C04020	Repayment of principal of lease liabilities	(33,822)	(33,069)
C04500	Cash dividends paid	(321,731)	(167,053)
C05600	Interest paid	(815)	(1,528)
CCCC	Net cash used in financing activities	<u>(353,704)</u>	<u>(197,191)</u>
DDDD	Effect of exchange rate changes on the balance of cash and cash equivalents held in foreign currencies	<u>58,247</u>	<u>54,694</u>
EEEE	Net increase (decrease) in cash and cash equivalents	388,913	(830,588)
E00100	Cash and cash equivalents at the beginning of year	<u>770,216</u>	<u>1,600,804</u>
E00200	Cash and cash equivalents at the end of year	<u>\$ 1,159,129</u>	<u>\$ 770,216</u>

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

Chairman: Zhen-Jiang Chen

Managerial Officer: Chih-Feng Lee

Accounting Officer: Ya-Min Chuang

Independent Auditors' Report

The Board of Directors and Shareholders
China Ecotek Corporation

Opinion

We have audited the accompanying standalone financial statements of China Ecotek Corporation (The “Company”), which comprise the standalone balance sheets as of December 31, 2022 and 2021, and the standalone statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the the standalone financial statements, including a summary of significant accounting policies.

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

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and auditing standards generally accepted in Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Standalone 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 standalone financial statements for the year ended December 31, 2022. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we

do not provide a separate opinion on these matters.

Key audit matters of the Company's standalone financial statements for the year ended December 31, 2022 are stated as follows:

Assessment of the estimated total project cost

The Company has signed many construction contracts, and recognized construction revenues according to the percentage completion method during the contract period. If a construction contract is expected to result in a loss, the total loss resulting from the contract must be immediately recognized. Construction progress is calculated based on the actual construction costs incurred under each contract as a percentage of the estimated total construction cost of the project. The estimated total project cost involves a major accounting estimate, and affects the recognition of construction progress and revenues. Hence, the assessment of estimated total project cost is listed as a key audit matter. For relevant accounting policies, major accounting estimates, and explanations of determination, please refer to the Standalone Financial Statements Note 4 and Note 5.

Our audit procedures performed included the following:

1. Understand control procedures for the assessment of the estimated total project cost, and conduct sampling inspections of the consistency between preparation process and internal controls.
2. Conduct a sampling inspection of documentation related to the assessment of the estimated total project cost for new projects and additions/reductions in the current year.
3. Conduct a sampling inspection to see if there are any major abnormalities between the actual total cost of projects concluded this year and their estimated total project cost, in order to verify the reasonableness of estimated total project cost. Conduct a sampling inspection of abnormal changes in estimated total cost, in order to determine the reasonableness of calculating the percentage of construction progress based on the estimated total project cost before the balance sheet date.

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

Management is responsible for the preparation and fair presentation of the standalone 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 standalone financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the standalone 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 or supervisors, are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone 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 auditing standards generally accepted in Republic of China will always detect a material misstatement when it exists. Misstatement 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 standalone financial statements.

As part of an audit in accordance with the auditing standards generally accepted in 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 standalone 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 omission, misrepresentation, 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 auditor's report to the related disclosures in the standalone 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 standalone financial statements, including the disclosures, and whether the standalone 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 standalone 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 standalone financial statements for the year ended December 31, 2022 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 Yu-Hsiang Liu and Chao-Chun Wang.

Deloitte & Touche
Taipei, Taiwan
Republic of China

February 21, 2023

Notice to Readers

The accompanying standalone financial statements are intended only to present the standalone 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 standalone financial statements are those generally applied in the Republic of China.

For the convenience of readers, the independent auditors' report and the accompanying standalone 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 standalone financial statements shall prevail.

China Ecotek Corporation
Standalone Balance Sheets
December 31, 2022 and 2021

In Thousand of NTD

Code	Asset	December 31, 2022		December 31, 2021	
		Amount	%	Amount	%
	Current assets				
1100	Cash and cash equivalents (Notes 4, 6, and 14)	\$ 1,000,064	15	\$ 613,523	9
1110	Financial assets at fair value through profit or loss - current (Notes 4 and 7)	94,311	1	218,977	4
1139	Financial assets for hedging - current (Notes 4 and 12)	984,542	14	748,517	11
1140	Contract assets - current (Notes 4, 24, and 30)	450,892	7	618,425	9
1150	Notes receivable (Notes 4 and 9)	43	-	-	-
1170	Accounts receivable, net (Notes 4 and 9)	239,763	4	104,035	2
1180	Accounts receivable - related parties (Notes 4, 9, and 30)	484,866	7	684,886	10
1200	Other receivables (Note 9)	12,645	-	6,360	-
1220	Current tax assets (Note 26)	6,496	-	8,495	-
130X	Inventories (Notes 4 and 10)	19,334	-	6,214	-
1476	Other financial assets - current (Notes 12 and 31)	351,553	5	484,707	7
1479	Other current assets (Note 13)	121,620	2	133,382	2
11XX	Total current assets	3,766,129	55	3,627,521	54
	Noncurrent assets				
1510	Financial assets at fair value through profit or loss - noncurrent (Notes 4 and 7)	32,207	-	70,880	1
1517	Financial assets at fair value through other comprehensive income - noncurrent (Notes 4 and 8)	102,782	2	132,068	2
1550	Investments accounted for using equity method (Notes 4 and 11)	2,062,574	30	2,085,965	31
1600	Property, plant and equipment (Notes 4 and 15)	310,550	5	636,124	9
1755	Right-of-use assets (Notes 4 and 16)	92,956	1	100,779	2
1760	Investment properties (Notes 4, 17, and 30)	323,521	5	-	-
1780	Intangible assets (Note 4)	8,206	-	3,956	-
1840	Deferred tax assets (Note 26)	47,934	1	90,348	1
1915	Advance payments for equipment	101,801	1	-	-
1920	Refundable deposits	5,852	-	6,091	-
1995	Other noncurrent assets	445	-	47	-
15XX	Total noncurrent assets	3,088,828	45	3,126,258	46
1XXX	Total assets	\$ 6,854,957	100	\$ 6,753,779	100
	Liabilities and equity				
	Current liabilities				
2130	Contract liabilities - current (Notes 4, 24, and 30)	\$ 1,597,256	23	\$ 1,705,516	25
2170	Accounts payable (Note 18)	601,610	9	691,459	10
2180	Accounts payable - related parties (Notes 18 and 30)	14,016	-	7,131	-
2200	Other payables (Notes 14 and 19)	588,815	8	528,781	8
2230	Current tax liabilities (Note 26)	56,904	1	-	-
2250	Provisions - current (Notes 4, 14, and 20)	35,314	1	53,250	1
2280	Lease liabilities - current (Notes 4, 16, and 30)	37,163	1	35,301	1
2399	Other current liabilities (Note 19)	99,213	1	93,078	1
21XX	Total current liabilities	3,030,291	44	3,114,516	46
	Noncurrent liabilities				
2550	Provisions - noncurrent (Notes 4, 14, and 20)	41,418	1	23,746	-
2570	Deferred tax liabilities (Note 26)	60,578	1	57,674	1
2580	Lease liabilities - noncurrent (Notes 4, 16, and 30)	55,991	1	64,212	1
2640	Net defined benefit liability (Notes 4 and 21)	155,640	2	263,663	4
25XX	Total noncurrent liabilities	313,627	5	409,295	6
2XXX	Total liabilities	3,343,918	49	3,523,811	52
	Equity (Note 23)				
3110	Capital - common stock	1,237,426	18	1,237,426	18
3200	Capital surplus	628,374	9	628,374	9
	Retained earnings				
3310	Legal reserve	671,306	10	631,546	9
3320	Special reserve	56,639	1	95,811	2
3350	Undistributed earnings	916,958	13	693,450	10
3300	Total retained earnings	1,644,903	24	1,420,807	21
3400	Other equity	336	-	(56,639)	-
3XXX	Total equity	3,511,039	51	3,229,968	48
	Total liabilities and equity interests	\$ 6,854,957	100	\$ 6,753,779	100

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

Chairman: Zhen-Jiang Chen

Managerial Officer: Chih-Feng Lee

Accounting Officer: Ya-Min Chuang

China Ecotek Corporation
Standalone Statements of Comprehensive Income
January 1 to December 31, 2022 and 2021

In Thousand of NTD, Except EPS

Code	2022		2021		
	Amount	%	Amount	%	
Operating revenues (Notes 4, 14, 24, and 30)					
4100	\$ 113,139	1	\$ 84,797	1	
4500	8,115,265	95	7,992,593	95	
4600	297,652	4	293,838	4	
4000	<u>8,526,056</u>	<u>100</u>	<u>8,371,228</u>	<u>100</u>	
Operating costs (Notes 10, 14, 25, and 30)					
5110	86,213	1	59,953	1	
5500	7,401,402	87	7,368,033	88	
5600	250,781	3	247,782	3	
5000	<u>7,738,396</u>	<u>91</u>	<u>7,675,768</u>	<u>92</u>	
5900	787,660	9	695,460	8	
5910	Less: Unrealized gain from sale	8,305	-	23,804	-
5920	Plus: Realized gain from sale	8,184	-	10,277	-
5950	<u>Realized gross profit from operations</u>	<u>787,539</u>	<u>9</u>	<u>681,933</u>	<u>8</u>
Operating expenses (Note 25)					
6100	Selling expenses	39,966	-	56,160	1
6200	General and administrative expenses	401,500	5	369,894	4
6300	Research and development expenses	14,793	-	16,880	-
6000	<u>Total operating expenses</u>	<u>456,259</u>	<u>5</u>	<u>442,934</u>	<u>5</u>
6900	<u>Operating profit</u>	<u>331,280</u>	<u>4</u>	<u>238,999</u>	<u>3</u>
Non-operating income and expenses (Notes 11, 25, and 30)					
7100	Interest income	19,935	-	5,842	-
7010	Other income	22,596	-	28,399	1
7020	Other profits and losses	85,587	1	13,728	-
7050	Financial costs	(797)	-	(1,514)	-
7060	Share of the profit of associates	143,573	2	180,389	2
7000	<u>Total</u>	<u>270,894</u>	<u>3</u>	<u>226,844</u>	<u>3</u>
7900	Profit before income tax	602,174	7	465,843	6
7950	Income tax expense (Notes 4 and 26)	81,655	1	61,963	1
8200	<u>Net profit for the year</u>	<u>520,519</u>	<u>6</u>	<u>403,880</u>	<u>5</u>
Other comprehensive income (Notes 21, 23, and 26)					
8310	Items that will not be reclassified subsequently to profit or loss				
8311	Remeasurements of the defined benefit plan	26,139	-	(13,396)	-
8316	Unrealized gains and losses on	(29,286)	(1)	(25,652)	(1)

	investments in equity instruments at fair value through other comprehensive income				
8320	Share of the other comprehensive income of associates	(13,303)	-	29,398	-
8349	Income tax relating to items that will not be reclassified subsequently to profit or loss	629	-	7,810	-
8360	Items that may be reclassified subsequently to profit or loss				
8368	Gains and losses on hedging instruments	58,485	1	(17,363)	-
8370	Share of the other comprehensive income of associates	64,349	1	61,781	1
8399	Income tax relating to items that may be reclassified subsequently to profit or loss	(23,102)	-	(9,693)	-
8300	Other comprehensive income for the year, net of income tax	<u>83,911</u>	<u>1</u>	<u>32,885</u>	<u>-</u>
8500	Total comprehensive income in the current year	<u>\$ 604,430</u>	<u>7</u>	<u>\$ 436,765</u>	<u>5</u>
	Earnings per share (Note 27)				
9750	Basic	\$ 4.21	\$	3.26	
9850	Diluted	4.18		3.25	

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

Chairman: Zhen-Jiang Chen

Managerial Officer: Chih-Feng Lee

Accounting Officer: Ya-Min Chuang

China Ecotek Corporation
Standalone Statements of Changes in Equity
January 1 to December 31, 2022 and 2021

In Thousand of NTD

Code		Capital - common stock		Retained earnings				Other equity			Total equity		
		Shares (In thousand)	Amount	Capital surplus	Legal reserve	Special reserve	Undistributed earnings	Total	Exchange differences on translating foreign operations	Unrealized gains and losses on financial assets at fair value through other comprehensive income		Gain and losses on hedging instruments	Total other equity
A1	Balance at January 1, 2021	123,743	\$ 1,237,426	\$ 628,374	\$ 614,474	\$ 68,655	\$ 507,138	\$ 1,190,267	\$ (156,349)	\$ 76,397	\$ (15,859)	\$ (95,811)	\$ 2,960,256
	Appropriation and distribution of 2020 earnings (Note 23)												
B1	Legal reserve	-	-	-	17,072	-	(17,072)	-	-	-	-	-	-
B3	Special reserve	-	-	-	-	27,156	(27,156)	-	-	-	-	-	-
B5	Cash dividends	-	-	-	-	-	(167,053)	(167,053)	-	-	-	-	(167,053)
		-	-	-	17,072	27,156	(211,281)	(167,053)	-	-	-	-	(167,053)
D1	Net profit - 2021	-	-	-	-	-	403,880	403,880	-	-	-	-	403,880
D3	Other comprehensive income after tax - 2021	-	-	-	-	-	(9,093)	(9,093)	52,719	7,253	(17,994)	41,978	32,885
D5	Total comprehensive income - 2021	-	-	-	-	-	394,787	394,787	52,719	7,253	(17,994)	41,978	436,765
Q1	Disposal of equity instruments measured at fair value through other comprehensive income	-	-	-	-	-	2,806	2,806	-	(2,806)	-	(2,806)	-
Z1	Balance at December 31, 2021	123,743	1,237,426	628,374	631,546	95,811	693,450	1,420,807	(103,630)	80,844	(33,853)	(56,639)	3,229,968
	Appropriation and distribution of 2021 earnings (Note 23)												
B1	Legal reserve	-	-	-	39,760	-	(39,760)	-	-	-	-	-	-
B3	Special reserve	-	-	-	-	(39,172)	39,172	-	-	-	-	-	-
B5	Cash dividends	-	-	-	-	-	(321,731)	(321,731)	-	-	-	-	(321,731)
		-	-	-	39,760	(39,172)	(322,319)	(321,731)	-	-	-	-	(321,731)
D1	Net profit - 2022	-	-	-	-	-	520,519	520,519	-	-	-	-	520,519
D3	Other comprehensive income after tax - 2022	-	-	-	-	-	26,900	26,900	48,885	(42,721)	50,847	57,011	83,911
D5	Total comprehensive income - 2022	-	-	-	-	-	547,419	547,419	48,885	(42,721)	50,847	57,011	604,430
Q1	Disposal of equity instruments measured at fair value through other comprehensive income	-	-	-	-	-	36	36	-	(36)	-	(36)	-
T1	Adjustment from changes in equity of associate for using equity method	-	-	-	-	-	(1,628)	(1,628)	-	-	-	-	(1,628)
Z1	Balance at December 31, 2022	123,743	\$ 1,237,426	\$ 628,374	\$ 671,306	\$ 56,639	\$ 916,958	\$ 1,644,903	\$ (54,745)	\$ 38,087	\$ 16,994	\$ 336	\$ 3,511,039

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

Chairman: Zhen-Jiang Chen

Managerial Officer: Chih-Feng Lee

Accounting Officer: Ya-Min Chuang

China Ecotek Corporation
Standalone Cash Flow Statements
January 1 to December 31, 2022 and 2021

In Thousand of NTD

Code		2022	2021
	Cash flow from operating activities		
A10000	Profit before income tax	\$ 602,174	\$ 465,843
A20010	Adjustments for:		
A20100	Depreciation expense	52,695	51,839
A20200	Amortization expense	5,410	3,545
A20400	Net gain on financial assets and liabilities at fair value through profit or loss	(85,590)	(17,234)
A20900	Financial costs	797	1,514
A21200	Interest income	(19,935)	(5,842)
A21300	Dividend income	(14,529)	(26,400)
A22300	Share of the profit of subsidiaries and associates	(143,573)	(180,389)
A22500	Gain or loss on disposal of property, plant and equipment	(85)	(117)
A23900	Unrealized sales margin	8,305	23,804
A24000	Realized sales margin	(8,184)	(10,277)
A29900	Recognition of provisions	30,150	33,282
A29900	Others	(155)	(50)
A30000	Net changes in operating assets and liabilities		
A31120	Hedging financial assets	(177,540)	(97,727)
A31125	Contract assets	167,533	(49,956)
A31130	Notes receivable	(43)	-
A31150	Accounts receivable	(135,728)	69,990
A31160	Accounts receivable - related parties	200,020	211,749
A31180	Other receivables	84	(5,202)
A31200	Inventories	(13,120)	(267)
A31240	Other current assets	(47,597)	(22,594)
A32125	Contract liabilities	(108,260)	68,360
A32150	Accounts payable	(89,849)	(154,901)
A32160	Accounts payable - related parties	6,885	1,164
A32180	Other payables	60,453	29,995
A32200	Provisions	(30,414)	(81,663)
A32230	Other current liabilities	3,712	18,761
A32240	Net defined benefit liability	(81,884)	(111,719)
A33000	Cash generated from operations	181,732	215,508
A33500	Income tax paid	93	(9,699)
AAAA	Net cash generated from operating activities	181,825	205,809
	Cash flow from investing activities		

B00100	Acquisition of financial assets at fair value through profit or loss	-	(1,027,226)
B00200	Disposal of financial assets at fair value through profit or loss	248,929	843,914
B01800	Acquisition of investments recognized under the equity method	-	(60,000)
B02300	Net cash inflow from disposal of subsidiaries	-	46,373
B02400	Refunded payments for shares from capital reduction of investee recognized under the equity method	15,567	141
B02700	Acquisition of property, plant and equipment	(119,119)	(509,214)
B02800	Proceeds from disposal of property, plant and equipment	85	120
B03700	Increase in refundable deposits	-	(36,680)
B03800	Decrease in refundable deposits	59,598	-
B04100	Increase in other receivables	-	(60)
B04500	Acquisition of intangible assets	(9,660)	(3,022)
B06500	Increase in other financial assets	-	(315,853)
B06600	Decrease in other financial assets	133,154	-
B06700	Increase in other noncurrent assets	(398)	-
B06800	Decrease in other noncurrent assets	-	1,029
B07500	Interest received	13,566	5,102
B07600	Dividend received from associates	200,694	184,406
B07600	Dividend received from others	14,529	26,400
BBBB	Net cash used in investing activities	<u>556,945</u>	<u>(844,570)</u>
	Cash flow from financing activities		
C03000	Increase in guarantee deposit received	2,423	4,231
C04020	Repayment of principal of lease liabilities	(32,124)	(31,490)
C04500	Cash dividends paid	(321,731)	(167,053)
C05600	Interest paid	(797)	(1,514)
CCCC	Net cash used in financing activities	<u>(352,229)</u>	<u>(195,826)</u>
EEEE	Net increase (decrease) in cash and cash equivalents	386,541	(834,587)
E00100	Cash and cash equivalents at the beginning of year	<u>613,523</u>	<u>1,448,110</u>
E00200	Cash and cash equivalents at the end of year	<u>\$ 1,000,064</u>	<u>\$ 613,523</u>

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

Chairman: Zhen-Jiang Chen

Managerial Officer: Chih-Feng Lee

Accounting Officer: Ya-Min Chuang

To facilitate the shareholders' understanding and to download a complete financial report and content thereof

Shareholders are requested to visit the China Ecotek Corporation's website

(website: **<http://www.ecotek.com.tw>**)

and section "Shareholders Service" for inquiries

Proposal 2 : Adoption of the proposal for distribution of 2022 profits.

Proposed by Board of Directors

Explanatory Note:

For the 2022 earnings distribution, the distribution is planned to be handled according to Article 32-1 of the Articles of Incorporation, and shareholders' cash bonus of NT\$ 371,227,656 is to be distributed, and the cash bonus of NT\$ 3 per share is to be distributed. Please refer to Attachment 2 for details.

Cash bonus and dividends distribution base date is to be authorized to the Chairman for determination. During the issuance of cash bonus, the distribution ratio is calculated to the integer dollar and the decimal value is truncated and for the total of the odd amount less than one dollar, the decimal numbers are adjusted from large to small and the account number from first to last sequentially until it satisfies the total amount of the cash dividend distribution

Resolution:

China Ecotek Corporation 2022 Expected Earning Distribution Table

NT\$

Summary	Amount
2022 beginning undistributed earnings	\$ 371,130,829
2022 Net income	520,519,177
Investment adjusted retained earnings under equity method	4,396,398
Defined benefit plan re-measurement recognized in retained earnings	20,911,684
Adjusted undistributed earnings	\$ 916,958,088
Legal reserve	(54,582,726)
Reversal of Special reserve	<u>56,639,008</u>
Earnings available for distribution	\$ 919,014,370
Distribution item:	
Shareholders cash bonus (NT\$3 per share)	(371,227,656)
Undistributed earnings at end of 2022	<u>\$ 547,786,714</u>

Note: Income tax for the undistributed earnings according to Article 66-9 of the Income Tax Act, the earnings of the most recent year shall be distributed in priority.

Chairman : Cheng-Chiang Chen

Managerial Officer : Chih-Feng Lee

President

Accounting Officer : Ya-Min Chuang

III. Directors Election

Proposal 1 : Election of 11 Directors (including 3 independent directors) of the 11th Board of Directors.

Proposed by Board of Directors

Explanatory Note:

1. The term of the current 10th Board of directors will end on June 22, 2023, It is proposed that the 11th Board of Directors be fully re-elected in conjunction with the 2023 Annual Shareholders' Meeting, and the 10th Board of Directors will serve until the 11th Board of Directors takes office.
2. In accordance with Article 18 of the Company' Articles of Incorporation, there shall be 9 to 15 directors, the number of independent directors shall not be less than 3, and candidate nomination system shall be adopted; 11 directors, including 8 non-independent directors and 3 independent directors are to be elected at the Annual Shareholders' Meeting in 2023. The term of office is three years from June 21, 2023 to June 20, 2026.
3. The list of nominations for directors (including independent directors) is as Attachment 3, and shareholders are invited to election.

Election Results:

Attachment 3

List of Candidates for Directors of the 11th Board of Directors

No.	Title (Director, Independent Director)	Name	Education	Experience	Current position	Juridical person represented
1	Director	Cheng-Chiang Chen	Materials and Resources Engineering, Taipei University of Technology	Assistant Vice President of Production Division, China Steel Corporation	Chairman of China Ecotek Corporation	China Steel Corporation
2	Director	Chao-Tung Wong	PhD in Resource Engineering, Cheng Kung University	Chairman, China Steel Vietnam	Chairman of China Steel Corporation	
3	Director	Shyi-Chin Wang	PhD in Materials Science, Sun Yat-sen University	Executive Deputy General Manager, China Steel Corporation	General Manager of China Steel Corporation	
4	Director	Chih-Feng Lee	Master of Mechanical Engineering, Cheng-Kung University	Deputy General Manager of Plant Engineering & Maintenance Dept., China Steel Corporation	President of China Ecotek Corporation	
5	Director	Chen Yang	Department of Chemical Engineering, Taiwan University	General Manager of Ironmaking and Steelmaking of Engineering Dept., China Steel Corporation	Assistant Vice President of Engineering Division, China Steel Corporation	
6	Director	Hsiu-Mei Liu	Master of Accounting, Long Island University	Accounting Manager of Hua Eng Wire & Cable Co.	Accounting Manager of Hua Eng Wire & Cable Co.	Hua Eng Wire and Cable Co., Ltd.
7	Director	Yu-Lun Kuo	MBA, School of Management, Taiwan University	Special Assistant to the General Manager, Great Grandeul Steel Co.	Deputy General Manager of Great Grandeul Steel Co.	Great Grandeul Steel Co.

No.	Title (Director, Independent Director)	Name	Education	Experience	Current position	Juridical person represented
8	Director	Po-Nien Lin	University of Southern Calification of Bussiness, USA	Director of, Bai-Chien Investment Co., Ltd.	Special Assistant to the Chairman, Bai-Chien Trading Co., Ltd.	Bai-Chien Investment Co., Ltd.

List of Candidates for Independent Directors of the 11th Board of Directors

No.	Title (Director, Independent Director)	Name	Education	Experience	Current position	Juridical person represented
9	Independent Director	Chia-Jung Chen	Ph.D., Department of Resources and Energy Economics, University of West Virginia, USA	Professor and Director of Department of Resource Engineering, Cheng Kung University; Deputy Dean, School of Engineering, Cheng Kung University	Honorary Professor, Department of Resource Engineering, Cheng Kung University	None
10	Independent Director	Po-Han Wang	Master of Business Administra- tion, Sun Yat- sen University	Manager of Audit Department of Deloitte Taiwan	Director of Accounting Office, Long Wei Federation	None
11	Independent Director	Tai-Guang Peng	Doctor of Management, Texas Tech University, USA	Professor of I- Shou University and Dean of International College	Adjunct Professor of the College of Management at I-Shou University	None

V. Other Proposals

Proposal 1 : To release the ban on competitive trade of the 11th term non-independent directors; please refer to the referendum.

Proposed by Board of Directors

Explanatory Note:

1. In accordance with Article 209 of the Company Act, a director shall obtain permission from the shareholders' meeting to perform acts for himself/herself or for others that fall within the scope of the Company's business.
2. In consideration of the fact that the newly elected nonindependent directors of the 11th Board of Directors of the Company (including, in the case of directors elected by corporate shareholders, the corporate shareholders and their designated representatives) have invested in or operated other companies with the same or similar business scope as the Company and served as their directors or managers, we hereby request the shareholders' meeting to agree to release the newly elected non-independent directors of the 11th Board of Directors of the Company (including, in the case of directors elected by corporate shareholders, the corporate shareholders and their designated representatives) from the non-competition restriction if the aforementioned circumstances arise.
3. Details of the positions held by the candidates for the non-independent directors of the 11th Board of Directors of the Company who also hold major positions in other companies are set out in Attachment 4.

Resolution :

Attachment 4

China Ecotek Corporation 11th Session Candidates for
Non-Independent Directors
Concurrently holding other major positions of other
companies

Director candidate name	Concurrently holding positions in other companies
Representative of China Steel Corporation: Cheng-Chiang Chen	-
Representative of China Steel Corporation: Chao-Tung Wong	Chairman : China Steel Corporation Director : Dragon Steel Co., Ltd., China Steel Chemical Corp., Chung Hung Steel Co., InfoCHAMP Systems Co., China Steel Global Trading Co., Gain Investment Co., China Prosperity Development Go., Taiwan High Speed Rail, Eminent III Venture Capital Corporation
Representative of China Steel Corporation: Shyi-ChinWang	General Manager of China Steel Corporation Chairman:China Development Holding Co., Ltd., China Steel Power Corporation Director : China Steel Corporation, Dragon Steel Corporation , China Steel Chemical Corporation, Gain Investment Corporation
Representative of China Steel Corporation: Chih-Feng Lee	Chairman of CSC Solar Corporation Director : Asia Pacific Energy Development Co., Ltd., Pro- Ascentek Investment Corporation, Eminent III Venture Capital Corporation Supervisor : China Steel Machinery Corporation
Representative of China	Assistant Vice President of Engineering Division, China Steel

Steel Corporation: Chen Yang	Corporation Director : China Steel Machinery Corporation
Representative of Huarong Wire and Cable Company: Hsiu-Mei Liu	Manager of the Accounting Department of Hua Eng Wire and Cable Co., Director: Wafer Works Corporation, Co-Tech Development Corporation, Bionime Coropration Supervisor of Hua Ho Engineering Co., Ltd.
Representative of Great Grandeul Steel Co.: Yu-Lun Kuo	Deputy General Manager of Great Grandeul Steel Co. Director : Great Grandeul Steel Co. Supervisor : Hongyun Iron and Steel Industry Co.
Representative of Bai- Chien Investment Co. : Po-Nien Lin	Special Assistant to the Chairman, Bai-Chien Trading Co., Ltd. Director : Bai-Chien Investment Co., Bai-Chien Trading Co., Ltd

IV. Extraordinary Motions

Three. Regulations and Rules

Regulations and Rules 1

China Ecotek Corporation Rules of Procedures for Shareholders Meetings

Article 1

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

Article 2

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

The Company shall prepare electronic versions of the shareholders meeting notice and proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors and upload them to the Market Observation Post System (MOPS) before 30 days before the date of an Annual Meeting of Shareholders or before 15 days before the date of a special shareholders meeting.

The Company shall prepare electronic versions of the shareholders meeting agenda and supplemental meeting materials and upload them to the MOPS before 21 days before the date of the Annual Meeting of Shareholders or before 15 days before the date of the special shareholders meeting.

In addition, 15 days prior to the date of the shareholders meeting, the Company shall also have prepared the shareholders meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at the Company and the professional shareholder services agent designated thereby as well as being distributed on-site at the meeting place.

The notice and announcement shall describe the reason of convention. Where the consent of the counterparty of the notice is obtained, an electronic method may be adopted.

Matters to be listed in the convening cause include election or dismissal of directors, changes in the Articles of Association, reduction of capital, application for cessation of public offering, directors' permission to compete for business, conversion of surplus to capital increase, and conversion of public reserve to capital increase, company dissolution, mergers, or segmentation, or matters related to the issuer's handling and collection of securities under Article 185, paragraph 1 of the

Company Act, Article 26-1 of the Securities Exchange Act, Article 43-6 of the Securities and Exchange Act, and Issues 56-1 and 60-2 of the Issuer's Guidelines for Dealing with and Offering Securities. Its main content should be listed and explained in the reason for convening. There shall be not by extraordinary motion. Where re-election of all Directors as well as their inauguration date is stated in the notice of the reasons for convening the Shareholders' Meeting, such inauguration date shall not be altered by any extraordinary motion or otherwise in the said meeting after the completion of the re-election in the same meeting.

A shareholder holding 1 percent or more of the total number of issued shares may submit to the Company a written proposal for discussion at a Annual Meeting of Shareholders. Such proposals, however, are limited to one item only, and no proposal containing more than one item will be included in the meeting agenda. In addition, when the circumstances of any Sub-paragraph of Paragraph 4 of Article 172-1 of the Company Act apply to a proposal put forward by a shareholder, the board of directors may exclude it from the agenda. Shareholders may put forward proposals to urge the company to promote public interests or fulfill its social responsibilities. The procedure shall be limited to one item in accordance with the relevant provisions of Article 172-1 of the Company Law. Any proposal with more than one item shall not be included in the proposal.

The company shall announce the acceptance of the shareholders proposals, written or electronic acceptance method, acceptance premises and acceptance period before the shareholders' closing date before the shareholders' general meeting is held. The period of acceptance shall not be less than ten days.

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

The company shall, before the notice date of the shareholders' meeting, notify the proposal shareholders of the processing result, and list the motions stipulated in this article in the meeting notice. For shareholder proposals not included in the proposal, the board of directors shall explain the reasons for the non-listing at the shareholders' meeting.

Article 3

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

A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders meeting, and shall deliver the proxy form to the Company before 5 days before the date of the shareholders meeting. When duplicate proxy

forms are delivered, the one received earliest shall prevail; unless a declaration is made to cancel the previous proxy appointment.

After a proxy form has been delivered to the Company, if the shareholder intends to attend the meeting in person or to exercise voting rights by correspondence or electronically, a written notice of proxy cancellation shall be submitted to the Company before 2 business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

Article 4

The venue for a shareholders' meeting shall be the premises of the Company, or a place easily accessible to shareholders and suitable for a shareholders meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m.

Article 5

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

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

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

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

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

Article 6

If a shareholders' meeting is convened by the board of directors, the meeting shall be chaired by the Chairman. When the Chairman is on leave or for any reason is unable to exercise the powers of the chairperson, one of the directors shall be appointed to act as chair. Where the Chairman does not make such a designation,

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

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

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

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

Article 7

The Company, 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 1 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 8

Attendance at shareholders' meetings shall be calculated based on the number of shares. The number of shares in attendance shall be calculated according to the sign-in cards handed in, and if written or electronic method is adopted for the exercise of voting rights, then it shall be counted plus the number of shares whose voting rights are exercised by correspondence or electronically. During the meeting, if the total number of voting rights of shareholders present increases, it should be updated immediately.

The chairman shall call the meeting to order at the appointed meeting time. At the same time, relevant information such as the number of non-voting rights and the number of shares attended will be announced. However, when the attending shareholders do not represent a majority of the total number of issued shares, the chairman may announce a postponement, provided that no more than two such postponements, for a combined total of no more than 1 hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chairman shall declare the meeting adjourned.

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 Paragraph 1 of Article 175 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within 1 month. However, for special resolutions specified in the Company Act or other laws or articles of incorporation, such restrictions shall not be applied.

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

Article 9

If a shareholders' meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. Relevant motions (including provisional motions and amendments to original motions) shall be voted on a case-by-case basis. The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders meeting.

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

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

After the end of a meeting and after the chair declares the meeting adjourned, shareholders shall not further elect a chair to continue the meeting at the original site or at another place.

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

The chairman should be in a position of impartiality and detachment, strictly implement the rules of procedure, and make the meeting proceed smoothly.

The shareholders present are obliged to abide by the rules of procedure, speak politely and maintain order in the conference room.

Article 10

Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, his/her shareholder account number and shareholders' name or account name. The order in which shareholders speak will be set by the chair. A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail.

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

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

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

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

Article 11

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

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

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

With the exception of a trust enterprise or a shareholder services agent approved by the competent securities authority, when one person is concurrently appointed as proxy by two or more shareholders, the voting rights represented by that proxy may not exceed 3 percent of the voting rights represented by the total number of issued shares. If exceeded, the voting rights exceeded will not be counted, but it shall still be included in the total number of shares present.

Article 12

Each company's shareholder shall be entitled to one vote for each share held,

except when the shares are restricted shares or are deemed non-voting shares under Article Subparagraph 3 of Article 157 Item 1 and Paragraph 2 of 179 of the Company Act.

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

A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph shall deliver a written declaration of intent to the Company before 2 days before the date of the shareholders meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail; except when a declaration is made to cancel the earlier declaration of intent.

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

Except as otherwise provided in the Company Act and in the Company's Articles of Association, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. When voting, the chairman or his designated person shall announce the total number of voting rights to attend shareholders on a case-by-case basis. Shareholders vote on a case-by-case basis, and after the shareholders meeting the day, entry shall be made of the results of shareholders' consent, opposition and abstaining into the Market Observation Post System.

When there are amendments or alternatives to the same motion, the chairman and the original motion determine the order of voting; If one of the motion has been passed, other motions are regarded as vetoes and shall not be voted on again.

Before voting, a number of examiners and counting staff shall be appointed by the chairman to perform various related duties. The examiner shall have shareholder status.

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 13

When the shareholders have elected directors, they should be handled in accordance with the company's director election method and announce the election results on the spot. It should include the list of elected directors and their number of votes and the list of unsuccessful directors and the number of voting rights they have obtained.

Votes for the election matters in the preceding paragraph shall be sealed and signed by the examiners, stored properly and kept 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 14

Matters relating to the resolutions of a shareholders meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes may be produced and distributed in electronic form.

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

Proceedings shall be recorded according to year, month, day, venue, name of the chairman, resolution method, method of proceeding and voting results (including number of voting rights). In the event of an election of directors, the proceedings shall disclose the number of voting rights won by each candidate . During the existence of the company, it should be kept permanently and fully disclosed on the company's website.

Article 15

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

If matters put to a resolution at a shareholders meeting constitute material information under applicable laws or regulations or under Taiwan Stock Exchange Corporation regulations, the Company shall upload the content of such resolution to the MOPS within the prescribed time period.

Article 16

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

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

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

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

Article 17

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

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

A resolution may be adopted at a shareholders' meeting to defer or resume the meeting within 5 days in accordance with Article 182 of the Company Act.

Article 18

These Rules shall be implemented upon approval by a Shareholders' Meeting; the same shall apply when amendments are made hereto.

Regulations and Rules 2

China Ecotek Corporation Regulations for Election of Directors

Article 1 Except as otherwise provided by laws or by the Company's articles of incorporation, elections of directors of the Company shall be conducted in accordance with these Regulations.

Article 2 The overall composition of the board of directors shall be taken into consideration in the selection of the Company's directors. The composition of the board of directors shall be determined by taking diversity into consideration and formulating an appropriate policy on diversity based on the company's business operations, operating dynamics, and development needs. It is advisable that the policy include, without being limited to, the following two general standards:

- (I) Basic requirements and values: Gender, age, nationality, and culture.
- (II) Professional knowledge and skills: A professional background (*e.g.*, law, accounting, industry, finance, marketing or technology), professional skills and industry experience.

Each board member shall have the necessary knowledge, skill, and experience to perform their duties; the abilities that must be present in the board as a whole are as follows:

- (1) The ability to make judgments about operations.
- (2) Accounting and financial analysis ability.
- (3) Business management ability.
- (4) Crisis management ability.
- (5) Knowledge of the industry.
- (6) An international market perspective.
- (7) Leadership ability.
- (8) Decision-making ability.

More than half of the directors of the Company shall be persons who have neither a spousal relationship nor a relationship within the second degree of kinship with any other director.

Article 3 The Company adopts the candidate nomination system to elect directors. When nominating a director candidate, the name, education and experience of the nominee shall be stated, and shall be handled in accordance with Article 192-1 of the Company Law.

Independent directors and non-independent directors shall be nominated separately, and shareholders shall select and appoint from the two candidates respectively.

The nomination of independent directors of the company shall be handled in accordance with the provisions of Article 5 of the Regulations on the Establishment and Compliance of Independent Directors of Public Offering Companies..

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

Elections for independent directors and non-independent directors of the Company shall be held concurrently, and the lists of successful candidates shall be calculated separately.

When any director is dismissed for any reason, causing the number of directors to fall below the number as required by the articles of incorporation, the Company shall hold a by-election for the directors at the most recent shareholders meeting. However, when the number of directors falls short by one-third of the total number of directors prescribed in the articles of incorporation, the Company shall convene an extraordinary shareholders' meeting within 60 days from the occurrence of such event to hold a by-election for the directors.

Where the number of independent directors falls below the number prescribed in the proviso of Paragraph 1 of Article 14-2 of Securities and Exchange Act, the Company shall hold by-election at the most recent shareholders' meeting. When all independent directors are dismissed, the Company shall convene an extraordinary shareholders' meeting within 60 days from the occurrence of such event to hold a by-election for the independent directors.

Article 4 The single-name cumulative voting method shall be used for election of the directors of the Company. Each ordinary share shall have voting rights in number equal to the directors to be elected, and may be cast for a single candidate or split among multiple candidates.

Article 5 The board of directors shall prepare ballots for directors in numbers corresponding to the directors to be elected. The attendance card number shall be printed out and the number of voting rights associated with each ballot shall be specified on the ballots, which shall then be

distributed to the attending shareholders of ordinary shares at the shareholders meeting.

The name of the voting shareholders shall be replaced by the attendance card numbers printed on the ballots.

For the shareholders of ordinary shares exercising the voting rights via the electronic method, no ballots are prepared and provided to such shareholders.

Article 6 According to the number of positions of the independent directors and non-independent directors of the Company required to be elected, those candidates receiving ballots representing the highest numbers of voting rights will be elected as the independent directors or non-independent directors sequentially according to their respective numbers of votes. When two or more persons receive the same number of votes, thus exceeding the specified number of positions, they shall draw lots to determine the winner, with the chair drawing lots on behalf of any person not in attendance.

Article 7 Before the election begins, the chair shall appoint two vote monitoring personnel and several vote counting personnel to perform the all relevant duties. The vote monitoring personnel shall be equipped with the shareholder status.

Article 8 The duties of the vote monitoring personnel are as follows:

- I. Prior to the voting, examine the ballot box publicly.
- II. After the voting is complete, seal the ballot box, and unseal the box for retrieving ballots before opening the ballot box and hand over the ballots to vote counting personnel for counting the ballots.
- III. Examination or determination of invalid ballots.
- IV. Verify the number of ballots and the number of voting rights statistically counted by the vote counting personnel.
- V. Assist the chair to maintain the order during voting and ballot box opening.

The ballot box described in Subparagraph 1 of the preceding paragraph shall be prepared by the board of directors.

Article 9 The voters shall enter the following information at the “candidate” field on the candidate roster of independent director or non-independent director, followed by dropping the ballot into the ballot box:

I. When a candidate is a natural person shareholder or a natural person who is not a shareholder, fill in the name of the candidate and the candidate number.

II. When a candidate is a corporate shareholder or a government shareholder, the name and candidate number of such corporate shareholder or government shareholder shall be entered.

III. When a candidate is a representative designated by a corporate shareholder or government shareholder, the name, candidate number of the corporate shareholder or government shareholder as well as the name of the representative shall be entered..

Article 10 A ballot is invalid under any of the following circumstances:

I. Where the attendance sign-in card is not submitted to complete the sign-in procedure.

II. Where the ballot provided by the board of director is not used.

III. Where more than two candidates are entered on the ballot.

IV. Where texts other than the name, account number of identification number of the candidate are entered on the ballot.

V. Where the ballot is torn or damaged such that it is not a complete ballot.

VI. Where the ballot is contained such that the candidate entered thereon cannot be identified clearly.

VII. Where the ballot is completely blank.

VIII. Where the writing is unclear and unidentifiable or is altered; however, correction or addition/deletion for errors shall not be restricted.

IX. The name and candidate number of the candidate filled in are missing or inconsistent with the candidate list.

X. Where candidate for the independent director or non-independent director entered on the ballot is not in the roster of the independent directors or non-independent directors.

Article 11 The voting rights shall be calculated on site immediately after the end of the voting. In case where there is a doubt on a ballot, the vote monitoring personnel shall determine whether it is an invalid ballot. When there is a dispute in such determination, it shall be resolved by the voting of all of the vote monitoring personnel. When the voting

result indicates the same number of votes for assenting and dissenting, then such ballot shall be determined to be invalid.

Article 12 After the voting rights are counted completely, the vote monitoring personnel shall verify that the total amount of the valid ballots and invalid ballots are correct, followed by entering the number of valid ballots, invalid ballots and the number of voting rights of the two into the record table respectively, and shall submit it to the chair to announce the list of directors elected and the number of votes which they are elected, list of unsuccessful director and the number of votes which they are elected.

Article 13 The vote monitoring personnel shall seal the valid ballots and invalid ballots separately, and shall jointly provide signatures at the sealing area. In addition, the cover of the package sealed with the invalid ballots shall be indicated with the texts of invalid ballots, and shall be submitted to the Company for custody. The period of custody shall be at least one year. However, where a shareholder files a lawsuit related to the election of directors pursuant to Article 189 of the Company Act, the files shall be retained until the conclusion of the litigation.

Article 14 Any amendments of these Regulations shall be approved by the shareholders' meeting before implementation.

Regulations and Rules 3

China Ecotek Corporation Articles of Incorporation

Chapter 1 General Rules

Article 1 The Company shall be incorporated under the Company Act and its English name shall be “China Ecotek Corporation”.

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

1. C802120 Industrial Catalyst Manufacturing
2. C802990 Other chemical products manufacturing industry
3. C901060 Refractory Materials Manufacturing
4. CA01020 Iron and Steel Rolls over Extends and Crowding
5. CA01030 Iron and Steel Casting
6. CA01050 Iron and Steel Rolling, Drawing, and Extruding
7. CA01120 Copper Casting
8. CA01990 Other Non-ferrous Metal Basic Industries
9. CA02010 Metal Architectural Components Manufacturing
10. CA02050 Metal Valves Manufacturing
11. CA02060 Metal Containers Manufacturing
12. CA02090 Metal line Products Manufacturing
13. CA02990 Other Fabricated Metal Products Manufacturing Not Elsewhere Classified
14. CA03010 Metal Heat Treating
15. CA04010 Metal Surface Treating
16. CB01010 Machinery and Equipment Manufacturing
17. CB01030 Pollution Controlling Equipment Manufacturing
18. CC01040 Lighting Facilities Manufacturing
19. CB01990 Other Machinery Manufacturing Not Elsewhere Classified
20. CC01010 Electric Power Supply, Electric Transmission and Power Distribution Machinery Manufacturing
21. CC01990 Electrical Machinery, Supplies Manufacturing
22. CD01010 Ship and Parts Manufacturing
23. CD01020 Tramway Cars Manufacturing
24. CD01030 Automobiles and Parts Manufacturing
25. CE01010 Precision Instruments Manufacturing
26. D101050 Steam and Electricity Paragenesis
27. D101060 Self-usage power generation equipment utilizing renewable energy industry
28. D301010 Water Supply
29. D601011 Reclaimed Water Operators
30. E101011 Synthesis Construction

31. E102011 Civil Engineering Construction
32. E103011 Steel Construction
33. E103021 Keeps off the Earth Strut & Earth Work Construction
34. E103031 Foundation Engineering Construction
35. E103041 Construction tower hoisting & Pattern Plate Project Construction
36. E103051 Mixes the Concrete Project in Advance Construction
37. E103061 Builds the Drilling Project Construction
38. E103071 Underground Utilities Project Construction
39. E103081 Valance curtain wall project Construction
40. E103091 Garden, Landscape Project Construction
41. E103101 Environmental Protection Construction
42. E103111 Waterproof Project Construction
43. E401010 Dredge Engineering
44. E402010 Ballast and Mud Construction on Sea
45. E501011 Water Pipe Construction
46. E502010 Fuel Pipe Construction
47. E503011 User's Drainage Facility Installation Contractor of Sewer System
48. E599010 Pipe Lines Construction
49. E601010 Electric Appliance Construction
50. E601020 Electric Appliance Installation
51. E602011 Frozen and Air-conditioning Engineering
52. E603010 Cables Construction
53. E603020 Elevator Construction
54. E603040 Fire Fighting Equipments Construction
55. E603050 Cybernation Equipments Construction
56. E603080 Traffic Signals Construction
57. E603090 Illumination Equipments Construction
58. E603100 Electric Welding Construction
59. E603110 Quench Construction
60. E603120 Sand Spurting Construction
61. E603130 Gas Water Heater Installation
62. E604010 Machinery Installation Construction
63. E605010 Computing Equipments Installation Construction
64. E606010 Electricity Equipments Checking and Maintenance
65. E607010 Solar Heat Energy Equipments Installation Construction
66. E701020 Channel KU and C of Satellite TV Equipments and Materials
Construction
67. E701030 Restrained Telecom Radio Frequency Equipments and Materials
Construction
68. E701040 Basic Telecommunications Equipment Construction
69. E801010 Building Maintenance and Upholstery
70. E801020 Doors and Windows Construction

71. E801030 Interior Light Rigid Frame Construction
72. E801040 Glass Construction
73. E801060 Interior Decoration Construction and Repairing
74. E801070 Kitchen and Bath Facilities Construction
75. E901010 Painting Construction
76. E903010 Eroding and Rusting Construction
77. EZ02010 Derrick Construction
78. EZ03010 Furnace Installation Construction
79. EZ05010 Apparatus Installation Construction
80. EZ06010 Traffic Labels Construction
81. EZ07010 Drilling Construction
82. EZ09010 Static Electricity Protecting and Clearing Construction
83. EZ14010 Sports Ground Equipments Construction
84. EZ15010 Warming and Cooling Maintenance Construction
85. EZ99990 Other Construction
86. F106010 Wholesale of Ironware
87. F106040 Wholesale of Water Containers
88. F107010 Wholesale of Paints, Varnishes and Lacquers
89. F107050 Wholesale of Manure
90. F107080 Wholesale of Environmental Medicines
91. F107090 Wholesale of Industrial Explosives
92. F107170 Wholesale of Industrial Catalyst
93. F107200 Wholesale of Chemistry Raw Materials
94. F107990 Wholesale of Other Chemical Products
95. F113010 Wholesale of Machinery
96. F113020 Wholesale of Household Appliances
97. F113030 Wholesale of Precision Instruments
98. F113050 Wholesale of Computing and Business Machinery Equipment
99. F113060 Wholesale of Metrological Instruments
100. F113070 Wholesale of Telecom Instruments
101. F113090 Wholesale of Traffic Signal Equipments and Materials
102. F113100 Wholesale of Pollution Controlling Equipments
103. F113110 Wholesale of Batteries
104. F113990 Wholesale of Other Machinery and Equipment
105. F118010 Wholesale of Computer Software
106. F120010 Wholesale of Refractory Materials
107. F207010 Retail Sale of Paints, Varnishes and Lacquers
108. F207020 Retail Sale of Dyeing Mills and Dyestuff
109. F207080 Retail Sale of Environmental Medicine
110. F207170 Retail Sale of Industrial Catalyst
111. F207200 Retail sale of Chemistry Raw Material
112. F207990 Retail Sale of Other Chemical Products

- 113. F213010 Retail Sale of Household Appliance
- 114. F213040 Retail Sale of Precision Instruments
- 115. F213050 Retail Sale of Metrological Instruments
- 116. F213060 Retail Sale of Telecom Instruments
- 117. F213080 Retail Sale of Machinery and Equipment
- 118. F213090 Retail Sale of Traffic Signal Equipments and Materials
- 119. F213100 Retail Sale of Pollution Controlling Equipments
- 120. F213990 Retail Sale of Other Machinery and Equipment
- 121. F214080 Retail Sale of Tramway Cars and Parts
- 122. F217010 Retail Sale of Fire Fighting Equipments
- 123. F218010 Retail Sale of Computer Software
- 124. F219010 Retail Sale of Electronic Materials
- 125. F220010 Retail Sale of Refractory Materials
- 126. F299990 Retail Sale of Other Retail Trade Not Elsewhere Classified
- 127. F399040 Retail Business Without Shop
- 128. F401010 International Trade
- 129. H201010 Investment
- 130. H701050 Public Works Construction and Investment
- 131. I101061 Engineering Consultancy
- 132. I101070 Agriculture, Forestry, Fishing and Animal Husbandry
Consultancy
- 133. I101090 Food Consultancy
- 134. I101110 Textile Industry Consultancy
- 135. I102010 Investment Consultancy
- 136. I103060 Management Consulting Services
- 137. I199990 Other Consultancy
- 138. I301010 Software Design Services
- 139. I301020 Data Processing Services
- 140. I301030 Digital Information Supply Services
- 141. I501010 Product Designing
- 142. I503010 Landscape and Interior Designing
- 143. I599990 Other Designing
- 144. IF04010 Harmless Checking Services
- 145. IG01010 Biotechnology Services
- 146. IG02010 Research Development Service
- 147. IG03010 Energy Technical Services
- 148. IZ99990 Other Industry and Commerce Services Not Elsewhere Classified
- 149. J101030 Waste Clearing
- 150. J101040 Waste Disposing
- 151. J101050 Sanitary and Pollution Controlling Services
- 152. J101060 Wastewater (Sewage) Treatment
- 153. J101070 Radwaste Disposing Service

- 154. J101080 Waste Recycling
- 155. J101090 Waste Collecting and Disposing
- 156. J101990 Other Environmental Protection Construction
- 157. JB01010 Exhibition Services
- 158. JE01010 Rental and Leasing Business
- 159. ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.

Article 2-1 In the event of business needs, the Company may proceed with endorsement and guarantee matters according to the Regulations for Making Endorsements and Guarantees to the External of the Company.

Article 3 To achieve the objective of business diversification, the Company may re-invest in other companies, and the total investment amount of re-investment made is not limited to 40 percent of the paid-in share capital of the Company described in the Company Act.

Article 4 The Company shall have its head office in Kaohsiung City, R.O.C., and when it is determined to be necessary, branch offices may be established domestically or overseas.

Article 5 The public announcement method of the Company, Unless otherwise stipulated by the competent authority of securities, the Company's announcements will be made on newspapers, e-newspapers, or websites established or designated by the central competent authority.

Chapter 2 Shares

Article 6 The total capital of the Company shall be in the amount of NT\$ 2,200,000,000, divided into 220,000,000 shares, at NTD 10 per share, which may be issued at discrete times.

Article 7 Unless the Company does not print physical securities, the printed share certificates shall be numbered and specify matters required by law, affixed with the signature or seal of the director representing the Company, and shall be legally certified by the bank serving as the registrar before issuance. The Company is exempted from printing physical securities, but must register its shares and comply with regulations of Centralized Securities Depository Enterprises.

Article 8 The printing of the share certificates of the Company is exempted and all of the shares shall be registered shares. The shares shall be indicated with the name

of each shareholder. For a government or corporate shareholder, the government or corporate shareholder and the name of its representative as well as the address thereof shall be recorded clearly in the shareholders' roster.

Article 9 The stock affairs of the Company shall be handled according to the Company Act and regulations of the competent authority.

Article 10 Any transfer registration of shares shall be prohibited within 60 days prior to an Annual Meeting of Shareholders, 30 days prior to an extraAnnual Meeting of Shareholders, or 5 days prior to the target date for the distribution of dividends and bonuses or other interests by the Company.

Chapter 3 Shareholders' Meeting

Article 11 Unless otherwise specified by law or Articles of Incorporation, shareholders' meetings are convened by the board of directors.

The Company's shareholders' meetings is divided into the following two types:

- I. The annual general meeting shall be convened by the board of directors according to the law within six months after the end of each fiscal year.
- II. Extraordinary shareholders' meetings shall be convened whenever necessary according to the law.

Article 12 The convention procedures for Annual Meeting of Shareholders shall be handled according to the regulations of the Company Act, Securities and Exchange Act and relevant laws.

Article 13 Any resolution at a shareholders' meeting, unless otherwise specified in the Company Act, shall be adopted by a majority of the shareholders presented, who represent more than half of the total number of the company's outstanding shares and shall be executed based on the majority of the voting rights of the attending shareholders.

Article 14 A shareholder shall be entitled to one vote for each share held, except where the voting rights are restricted or shareholders are deemed to have no voting rights under Paragraph 2 of Article 179 of the Company Act.

Article 15 Where a shareholder for any reasons cannot attend the shareholders' meeting in person, he or she may appoint a proxy to attend a shareholders' meeting in his/her/its behalf by executing a power of attorney printed by the Company, stamped with a seal of the Company preserved on record, stating therein the scope of power authorized to the proxy. 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 3 percent of the voting rights represented by the total number of issued shares, and the part of the voting rights exceeding such percentage shall not be counted.

Article 16 Shareholders' meetings that are convened by the Board of Directors shall be chaired by the chairman. In case where the chairman is on leave or cannot exercise his/her power and authority for any reason, the chairman may appoint a director to act as a proxy thereof; where the chairman fails to appoint a proxy, the directors shall elect one person from among the directors to act as the proxy.

Article 17 Resolutions adopted at a shareholders' meeting shall be recorded in the minutes of the meeting, which shall be affixed with the signature or seal of the chair of the meeting. The meeting minutes along with the attendance list bearing the signatures of the attending shareholders and the powers of attorney of the proxies for attending the meeting shall be archived by the board of directors for preservation at the Company. In addition, the meeting minutes shall be distributed to all shareholders within twenty days after the close of the meeting. The preparation and distribution of the meeting minutes may be effected by means of electronic transmission.

Chapter 4 Directors, Audit Committee, and Managerial Officers

Article 18 The Company has nine to fifteen directors and adopts the candidate nomination system with the term of office of three years. Supervisors with capability shall be elected by the shareholders' meeting according to the regulations of the Company Act, and re-election shall be applicable.

In the roster of directors described in the preceding paragraph, the number of independent directors among the number of directors of each term shall not be less than three and shall not be less than one fifth of the total number of directors. The professional qualifications, restrictions on both shareholding and concurrent positions held, determination of independence, method of nomination and other requirements shall comply with relevant regulations of the Securities and Exchange Act. Elections for independent directors and non-independent directors shall be held concurrently, and the lists of successful candidates shall be calculated separately.

Article 18-1 The Company established an Audit Committee in accordance with Article 14-4 of the Securities and Exchange Act. The Audit Committee shall be responsible for performing the duties of supervisors set forth in the Company Act, Securities and Exchange Act, and other laws and regulations. The Audit Committee shall be composed of all independent directors. The committee members shall not be fewer than three persons in number, one of the committee members shall be the

committee convener, and at least one of the committee members shall have accounting or financial expertise.

Resolutions of the Audit Committee meetings shall be adopted with the approval of half or more of all members; the convener of the Audit Committee represents the Audit Committee externally.

The exercise of authorities, organization charter and other matters requiring compliance of the Audit Committee shall be handled according to the Securities and Exchange Act and other relevant laws or the Company's rules and regulations.

Article 19 The powers of the board of directors are as follows:

- I. Approval of annual business guidelines and budget.
- II. Approval of the appointment and dismissal of the president, vice presidents, financial and accounting managers, chief internal auditor, and consultants.
- III. Approval of annual business reports and financial statements.
- IV. Approval of pledge, sale/purchase or other disposal methods related to major assets of the Company.
- V. Approval of investment plans.
- VI. Approval of capital expenditures above NT\$40 million.
- VII. Approval of specialized technology, purchase or transfer of patent rights, and technical cooperation contracts above NT\$40 million.
- VIII. Approval of the establishment and dissolution of branch institutions.
- IX. Formulation of proposals to amend the Articles of Incorporation, change of capital, and Company's dissolution or merger.
- X. Formulation of proposals for earnings distribution or to offset losses.
- XI. Approval of the appointment, dismissal, and remuneration of accountants.
- XII. Approval of the Company's internal organizations and their authority and responsibilities.
- XIII. Review and approval of the establishment or amendment of procedures, internal control system, and other important regulations for the acquisition or disposal of assets, derivatives trading, lending to others, and providing endorsements or guarantees for others.
- XIV. Approval of the offering, issuance, or private placement of securities with equity characteristics and domestic and overseas corporate bonds.
- XV. Approval of other matters with powers provided by laws and regulations.

Article 20 Unless otherwise stipulated in the Company Act and other laws and regulations, the resolutions in a Board meeting shall be adopted by a majority vote of the directors present, who represent more than half of the total number of directors.

Article 21 Board of directors' meeting shall be attended by more than two third of the directors along with the consents of the majority of the attending directors in

order to elect a Chairman among the directors. The Chairman shall represent the Company externally, and shall internally act as the chair of the shareholders meetings and board of directors meetings. In case where the Chairman is on leave or cannot exercise his power and authority for any cause, the Chairman may appoint a director to act as a proxy thereof; where the Chairman fails to appoint a proxy, the directors shall elect one person from among the directors to act as the proxy.

Article 22 Except for the first board of directors' meeting for each term of newly elected directors, which shall be convened by the director who received the most votes, board meetings shall be convened by the chairman. In addition, meeting notices indicating the meeting date, place, agenda and sufficient meeting information shall be submitted to each director in writing, e-mail or facsimile seven days before the convention of the meeting. However, in case of emergencies, meetings may be convened at any time.

Article 23 The board of directors' meetings of the Company shall be convened once every three months and may be convened at any time whenever necessary. Unless otherwise specified in the Company Act, a Board of Directors' meeting shall be convened by the Chairman.

Article 24 In case where a director cannot attend a board of directors' meeting due to reasons, he or she may issue a power of attorney indicating the scope of authority for the reasons of such convention of board of directors' meeting in order to appoint another director to act as a proxy for attending the meeting on his or her behalf, provided that the proxy shall only accept the appointment of one director only.

Directors with residences outside the jurisdiction of R.O.C. may issue a power of attorney to another shareholder with residence in the jurisdiction of R.OC. to act as a proxy thereof in order to attend a board of directors' meeting on his or her behalf according to the Company Act.

During the convention of a board of directors' meeting, if it is held with the video conference method, directors attending the meeting through the video conference shall be deemed to have attended the meeting in person.

Article 25 The board of directors' executive duties shall comply with the laws, Articles of Incorporation and resolutions of the shareholders' meetings in order to exercise its authorities and duties

Article 26 (Has been deleted)

Article 27 (Has been deleted)

Article 27-1 Transportation expenses of directors, remuneration of independent directors, and salary of the chairman shall be determined by the board of directors according to the relevant standards adopted in the industry and TWSE/TPEX listed companies. In addition, other allowances for the chairman are paid according to regulations for employees' salary and compensation.

Article 27-2 The Company shall purchase liability insurance for directors with respect to liabilities resulting from exercising their duties, so as to reduce and spread the risk of material harm to the Company and shareholders arising from wrongdoings or negligence of a director.

The Company shall report the insured amount, coverage, premium rate, and other important contents of the liability insurance it has purchased or renewed for directors, at the next board meeting.

Article 28 The Company has one President as the managerial officer and the appointment, discharge and remuneration thereof shall be handled according to Article 29 of the Company Act.

Article 29 The managerial officers of the Company shall handle business operations of the Company according to the resolutions of the board of directors' meetings.

Article 30 The internal organization of the Company and its authorities shall be handled according to the resolutions of the board of directors' meetings.

Chapter 5 Accounting

Article 31 The Company's fiscal year shall be from January 1 to December 31 each year. At the end of each fiscal year, the Board of Directors shall prepare financial statements in accordance with the Company Act, and submit the financial statements to the Audit Committee for review thirty days before the annual general meeting. The Audit Committee shall prepare an audit report to the annual general meeting for acknowledgment.

Article 32 Where the Company has a profit for a fiscal year, no less than 0.1 percent of such profit shall be appropriated as employee bonuses and no higher than 1% of such profit shall be appropriated as directors' remuneration through resolutions of the board of directors' meeting. The recipients of employee bonuses include employees of affiliates meeting certain criteria. A sum shall be set aside in advance to pay down any outstanding cumulative losses before employee bonuses and directors' remuneration can be allocated according to the above percentage. The distribution of employee bonuses and directors' remunerations shall be

submitted to the Board of Directors for resolution and shall be reported to the shareholders' meeting.

Article 32-1 Where the Company has earnings after the settlement of each year, the distribution of earnings shall be made in accordance with the following sequence:

- (I) Compensate losses of previous years;
- (II) Appropriate 10 percent as the legal reserve, until the aggregate amount has reached the total capital of the Company;
- (III) Set aside or reverse a special reserve depending upon the operating needs of the Company and regulatory requirements;
- (IV) Where there are still distributable earnings, the board of directors shall then submit an earnings distribution proposal to the shareholders' meeting for resolution on the distribution thereof.

The Company is in a high-tech engineering market with stable growth and also develops diverse strategies at the same time. The Company also expands the business operating foundation in the development of investment plans, including environmental protection and energy etc. During the establishment of the proposal for distribution of earnings by the board of directors, it is necessary to consider the stability of dividends. Except when there is need for capital, the earnings distributed each year shall account for more than 50 percent of the distributable earnings, and where the shareholders' cash bonus shall not be less than 10 percent of the shareholders' bonus.

Article 33 The distribution of the shareholders' dividends shall be limited to the shareholders recorded on the shareholders' list on the dividend distribution target date.

Chapter 6 Supplementary Provisions

Article 34 The organizational charters and operational rules of the Company shall be further established by the board of directors.

Article 35 For any matters not specified in these Articles of Incorporation, such matters shall be handled according to the regulations of the Company Act.

Article 36 These Articles of Incorporation were established on March 2, 1993. First amendment was made according to the resolution of the extraordinary shareholders' meeting on May 25, 1993. Second amendment was made according to the resolution of the extraordinary shareholders' meeting on November 22, 1993. Third amendment was made according to the resolution of the extraordinary shareholders' meeting on September 22, 1994. Fourth amendment was made

according to the resolution of the Annual Meeting of Shareholders on June 11, 1996. Fifth amendment was made according to the resolution of the Annual Meeting of Shareholders on June 25, 1997. Sixth amendment was made according to the resolution of the shareholders' meeting on June 29, 1998. Seventh amendment was made according to the resolution of the shareholders' meeting on June 9, 2000. Eighth amendment was made according to the resolution of the shareholders' meeting on June 8, 2001. Ninth amendment was made according to the resolution of the shareholders' meeting on June 11, 2002. Tenth amendment was made according to the resolution of the shareholders' meeting on June 28, 2005. Eleventh amendment was made according to the resolution of the shareholders' meeting on June 25, 2008. Twelfth amendment was made according to the resolution of the shareholders' meeting on June 28, 2012. Thirteenth amendment was made according to the resolution of the shareholders' meeting on June 25, 2015. Fourteenth amendment was made according to the resolution of the shareholders' meeting on June 22, 2016. Fifteenth amendment was made according to the resolution of the shareholders' meeting on June 22, 2018. Sixteenth amendment was made according to the resolution of the shareholders' meeting on June 25, 2019. Seventeenth amendment was made according to the resolution of the shareholders' meeting on August 26, 2021. Eighteenth amendment was made according to the resolution of the shareholders' meeting on June 23, 2022.

Four. List of Shareholding by Current Directors

(Up to the book closure of Annual Meeting of Shareholders of this year:
April 23, 2023)

Unit: Shares %

Job Title	Name		Shareholder Account No.	Shareholding (Ordinary shares)	Holding percentage (%)
Chairman	Cheng-Chiang Chen	China Steel Corporation	1	55,393,138	44.76%
Director	Chao-Tung Wong				
Director	Shyi-Chin Wang				
Director	Chih-Feng Lee				
Director	Chen Yang				
Director	Hsiu-Mei Liu	Hua Eng Wire and Cable Co., Ltd.	4	11,843,730	9.57%
Director	Yu-Lun Kuo	Great Grandeul Steel Corporation	19071	3,964,000	3.20%
Director	Tsan-Jen Chen	CHF Steel Co., Ltd.	11	3,610,475	2.92%
Independent Director	Chia-Jung Chen			0	0
Independent Director	Po-Han Wang			0	0
Independent Director	Tai-Guang Peng			0	0
Number of shares held by all directors				74,811,343	60.45%
Minimum number of shares required to be held by all directors				10,000,000	

Note : The Company has issued 123,742,552 shares of ordinary shares