Stock Code: 1589



# Yeong Guan Energy Technology Group Company Limited.

# 2022 ANNUAL REPORT

Taiwan Stock Exchange Market Observation System http://mops.twse.com.tw/ This annual report is available at http://www.ygget.com/

Printed on May 9, 2023

tran	slation, the Chinese	e text shall prevail.	
I.	Spokesperson a	and Deputy Spokespers	son:
	Spokesperson		Deputy Spokesperson
	Name: Tsai, S		Name: Tsai, Ching-Wu
	Title: Vice Ch		Title: Chief Financial Officer
	Tel: (886)2-27		Tel: (886) 2-2791-7198
	· /	s: andy@ygget.com	E-mail address: chingwutsai@ygget.com
п			6 0.00
II.		and branches (contact	
	(a) Company in		Saalaa ahaana Caanaa Caanaa ahaa I Sinaita d
	Name:	e e.	Cechnology Group Company Limited.
	A 11	Tel: (86)574-8622-880	
	Address:	-	nins Drive, PO Box 2681,
		•	1111, Cayman Islands
			Rd., Neihu Dist., Taipei City
		Tel: (886)2-2791-719	8
	(b) Corporate H	-	
			eilun Dist., Ningbo City, Zhejiang Province, China
		74-8622-8866	
	(c) Subsidiaries		
	<ol> <li>BVI Sub</li> </ol>		
		0 01	ldings Co., Ltd. Tel: (86)574-8622-8866
	Address	: OMC Chambers, Wich	chams Cay 1, Road Town, Tortola, British Virgin
	]	Islands	
	Taiwan I	Branch	
	Address	: 4F, No. 93, Xinhu 1 <sup>st</sup> I	Rd., Neihu Dist., Taipei City Tel: (886)2-2791-7198
	2. Taiwan	Subsidiary	
	Name: Y	eong Chen Asia Pacifi	c Co., Ltd. Tel: (886)3-483-9216
	Address	: No.502, Chenggong 1 <sup>8</sup>	<sup>st</sup> Rd. Guanyin Township, Taoyuan County
	3. Hong Ke	ong Subsidiary	
	Name: Y	eong Guan Energy Inte	ernational Co., Ltd. Tel: (86)574-8622-8866
	Address	: 1501 Capital Centre,	, 151 Gloucester Road, Wan Chai, Hong Kong
		d China Subsidiaries	
	Name: I	Dongguan Yeong Guan	Mould Factory Co., Ltd. Tel: (86)769-8773-9480
			ne, Qingxi Town, Dongguan City, Guangdong
	F	Province, China	
	Name: N	Vingbo Yeong Shang Ca	asting Iron Co., Ltd. Tel: (86)574-8622-8866
			Beilun Dist., Ningbo City, Zhejiang Province,
		China	
	Name: N	Vingbo Lu Lin Machine	Tool Foundry Co., Ltd. Tel: (86)574-8627-5777
			Economic and Technology Development Zone,
		Dist., Ningbo City, Zhe	
			Trade Co., Ltd. Tel: (86)574-8622-8866
			Beilun Dist., Ningbo City, Zhejiang Province, China
			e Machinery Co., Ltd. Tel: (86)519-8089-5588
		5 5	ienmuhu Industrial Zone, Liyang City, Jiangsu
	Province		
			Tool Foundry (Suzhou) Co., Ltd.
		)512-8287-0666	
			Fen Lake Economic Development Zone, Fenhu,
		City, Jiangsu Province,	A
		iangsu Yeong Ming He	
		)574-8622-8866	<b>, , , , , , , , , ,</b>
			Road, east side of Jinhai Avenue, Lingang
			y, Yancheng City, Jiangsu Province, China.
	maasan		, - monong eng, oningou i to moo, emmu.

5. Thailand Subsidiary

Name: Yeong Guan Heavy Industry (Thailand) Co., Ltd. Tel: (81)2-437-9337
 Address: No.622/15, Rama2 Road, Samae Dum Sub-District, BangkhunTien District, Bangkok Metropolis.

#### III. Contact information of Litigation/Non-litigation Agent in the Republic of China:

Name: Chang, Hsien-Ming Title: Chairman Tel: (886)2-2791-7198 E-mail address: ygg@ygget.com

IV. Stock Transfer Agent: Name: Capital Securities Corp., Registrar Agency Department Tel: (886)2-2702-3999 Address: B2, No.97, Sec. 2, Dunhua South Rd., Daan Dist., Taipei City Website: http://agency.capital.com.tw

#### V. Contact information of CPA for the latest Annual Financial Report: Accountant name: Chen, Chih-Yuan and Huang, Yao-Lin Name of Accounting Firm: Deloitte & Touche Tel: (886)2-2725-9988 Address: 20F, No.100, Songren Rd., Xinyi District, Taipei City Website: http://www.deloitte.com.tw

- VI. Overseas Securities Exchange Name and Query Method: NA
- VII. Corporate Website: http://www.ygget.com/
- VIII. List of board members:

			May 9, 2023
Title	Name	Nationality	Professional Background
Chairman of	Chang, Hsien-Ming	ROC	Chairman of Yeong Guan Energy
the board			Technology Group Company Limited.
Vice	Tsai, Shu-Ken	ROC	Vice Chairman of Yeong Guan Energy
Chairman			Technology Group Company Limited.
Board director	Tsai, Chang-Hung	ROC	President of Eastern China Area, Yeong
			Guan Energy Technology Group Company
			Limited.
Board director	Li, Yi-Tsang	ROC	Chief Strategy Officer of Yeong Guan
			Energy Technology Group Company
			Limited.
Board director	Chang, Chun-Chi	ROC	President of Shanghai No. 1 Machine Tool
			Foundry (Su Zhou) Co., Ltd.
Board director	Wu, Su-Chiu	ROC	General Manager of Jiayuan Investment Co.,
			Ltd.
Board director	Sun, Rui-Chien	ROC	General Manager of TAIWAN SINTONG
			MACHINERY CO., LTD.
Independent	Wei, Chia-Min	ROC	Vice CEO of Metal Industries Research &
director			Development Centre
Independent	Chen, Tien-Wen	ROC	Chairman of Chia Shih Construction Co.,
director			Ltd.
Independent	Chang, De-Wen	ROC	President of You Shih CPA Firm
director			
Independent	Chan, Wen-Yin	ROC	Director of Taiwan Area, Agilent
director			Technologies

M .... 0 2022

# **Table of Contents**

I. Letter to shareholders	6
II. Company Profile	10
1. Company and Group Profile	10
2. Company history	11
3. Risk	14
III. Corporate Governance Report	15
1. Organization	
2. Data on directors, supervisors, presidents, vice presidents, associate gen	
managers, and executives of all departments and branch organizations	
3. Implementation of Corporate Governance	
4. Professional fees of CPAs	
5. Alternation of CPA	80
6. The company's chairperson, general manager, or any managerial officer in cha	
of finance or accounting matters has in the most recent year held a position at	
accounting firm of its certified public accountant or at an affiliated enterprise	
such accounting firm	
7. Transfer of stocks or changes in pledged shares of directors, supervisors,	
executives, and shareholders holding over 10% of the total shares in the most re-	
fiscal year up to the publication date of the annual report	
8. Information Disclosing the Relationship or Spousal or Kinship Relationships wi	
the Second Degree between any of the Company's Top Ten Shareholders	
9. Number of shares held and consolidated shareholding ratio of the comparison	
directors, supervisors, executives, and businesses directly or indirectly contro	
by the company in the same joint venture business	
IV. Capital Overview	
1. Capital and shares	
2. Issuance of company bonds	
3. Preferred shares	
4. Overseas depositary receipts	
<ol> <li>Employee stock option certificates</li></ol>	
<ol> <li>6. Restricted Employee Shares Compensation</li></ol>	
<ol> <li>7. Status of New Shares Issuance in Connection with Mergers and Acquisitions</li> </ol>	
6 1	
8. Implementation of fund utilization plans	
V. Operations Overview	
1. Business activities	
2. Market and sales overview	
3. Number, average years of service, average age, and level of education of employ	
engaged in different fields in the two most recent fiscal years up to the publica	
date of the annual report	
4. Environmental protection expenses	
5. Labor-Management Relationship	
6. Critical Contracts	
VI. Financial Summary	
1. Summarized balance sheets and consolidated income statements for the last	
2. Financial analysis for the last five years	143

instation, the entitlese text shall prevail.
3. Audit Committee's Review Report over the Latest Year Financial Statements145
4. The Latest Year Financial Statement
5. Latest individual financial statements audited and attested by CPAs but without
detailed lists of the main accounting items146
6. In the latest year and as of the date when annual report was published, occurrence
of financial difficulty which poses influences over the Company's financial
situation146
VII. Financial Status and Financial Performance Analysis and Risk Issues147
1. Financial Status
2. Financial Performance
3. Cash Flow148
4. Influence on finance business from major capital expenditure in the latest year 149
5. Investment strategy for the latest year, main reason(s) for gain or loss, improvement
plan and investment plan for the upcoming year149
6. Risk Analysis and Assessment
7. Other Critical Matters
VIII. Special Matters Documented157
1. Subsidiary Related Information157
2. In the latest year and as of the date when this annual report was published, any cases
of securities private placement160
3. In the latest year and as of the date when this annual report was published, cases of
subsidiary holding or disposing the Company's shares160
4. Other necessary supplementary explanation160
5. Explanation of major differences from ROC shareholder equity protection
regulations161
IX. Any of the situations listed in Article 36, paragraph 2, subparagraph 2 of the
Securities and Exchange Act, which might materially affect shareholders' equity or
the price of the company's securities, has occurred during the most recent fiscal year
or during the current fiscal year up to the date of publication of the annual report

# **I. LETTER TO SHAREHOLDERS**

Looking back on the global macroeconomic situation in 2022, the main economies in the world exhibited strikingly different development patterns in the post-pandemic era. Despite the fact that the US has already overcome the disturbances caused by the pandemic, the country is now in the grip of high inflation. The US Fed has responded to this crisis with an unyielding rate hike campaign, which is unprecedented in the history of the US. These rate hikes had a direct impact on the global economic outlook, resulting in recessions of varying severity in numerous countries all over the world and casting dark clouds over the global economy. It is expected that the repercussions of this policy will cause lingering economic woes.

Europe, on the other hand, is facing a rapidly worsening crisis triggered by the outbreak of the Russia-Ukraine war with no end in sight. This war has not only aggravated the already serious inflationary pressures but has also sparked an energy crisis in Europe. This dire situation has also prompted governments to place higher priority on energy autonomy and accelerate investments in clean energy installations. Conversely, China hasn't been able to prevent a significant decline in domestic demand and the housing market with a notable impact on economic growth despite the lifting of lockdowns and restrictions in the fourth quarter of 2022 after maintaining a stringent zero-COVID policy for three consecutive years.

Moreover, the worsening US-China relations and the global economic downturn have resulted in a conspicuous drop in exports. This has slowed down the pace of economic recovery, causing a sluggish demand for injection molding and industrial machinery. Fortunately, China has stepped up its infrastructure investments to revitalize the economy, which has propelled demand for wind power installations.

Despite numerous challenges and adversities, Yeong Guan Group has achieved the highest shipping volume and second highest revenue since its first listing due to the tireless efforts of all its staff members. In the future, Yeong Guan Group will continue to forge ahead on its path toward its three main objectives: 1. Pursuit of constructive reforms with an equal emphasis on increased profitability 2. Flexible adjustment of product lines in line with demands for product changes in global markets 3. Strengthening of business portfolio strategies paired with an unwavering commitment to generating short- and long-term benefits. Yeong Guan will continue to advance toward the vision of becoming a world-leading manufacturer and realizing corporate sustainability.

- 1. State of operations in 2022
  - (A) Business plan implementation results: The consolidated revenue of Yeong Guan Group amounted to NT\$ 9.384 billion in 2022, which represents an increase by 4.9% YoY. The shipping volume totaled 192,082 metric tons, which marks a decrease by 1.4% YoY. Gross and net profit margins reached 14.3% and 1% and 19.8% and 3.5% in 2022 and 2021, respectively. In 2022, consolidated net income and EPS equaled NT\$ 444,375,000 and NT\$ 3.96, a decline by NT\$ 658,348,000 and NT\$ 5.91 over the previous year.
  - (B) Budget execution: Not applicable since the Company did not make its financial forecasts for 2022 public.
  - (C) Analysis of financial revenues and expenditures and profitability: Please refer to the consolidated statement of comprehensive income.
  - (D) State of R&D: In 2022, the R&D budget accounted for 3% of the net operating

revenue. The Group will persist in its efforts to research new manufacturing technologies and ameliorating existing ones with the ultimate goal of shortening R&D cycles for new products, lowering reject rates in the field of product development, and enhancing product development capabilities and technologies.

2. Business plan summary

Yeong Guan is a leading supplier of castings for wind turbine, injection molding machinery, and industrial machinery manufacturers all over the world. Its highly advanced process technologies, quality control procedures, and metallurgical engineering technologies with high technology content ensure superior product quality and stable supply, earning the Group the trust and respect of its customers.

The Group's main competitive advantage lies in its production capacities characterized by economies of scale, its castings manufacturing technologies which are constantly refined, and its ability to integrate its production processes vertically and horizontally. These factors have solidified the leadership position of Yeong Guan in its industry.

- Group development strategy
- (A) Short-term goals  $(1 \sim 2 \text{ years})$

In 2023, a target of a shipping volume of 200,000 tons or more was set after comprehensive assessments and analysis based on key considerations such as global economic outlook, changes in the business environment, supply and demand conditions, industry competition, progress in business development through acquisition of new and retention of existing customers, and autonomous production capacities. Against the backdrop of an increase in demand caused by the wind power localization policy adopted by the Taiwanese government, the new Taichung plant of Yeong Guan KY started to supply large castings for domestically produced offshore wind turbines in 2023. Yeong Guan is currently the only company in Taiwan that is capable of manufacturing such castings. This new demand is expected to act as a driving force for enhanced productivity and revenue performance of Yeong Guan-KY. In addition, construction of the new manufacturing base in Thailand was initiated according to plan in August 2022 to facilitate the expansion into new markets and gain a firm grasp of the investment promotion policy recently rolled out by the Thai government. This project is scheduled to be completed by the end of 2024.

(B) Medium-term goals (3~5 years)

With a view to maintaining effective and efficient operations of all manufacturing bases, the Group's strategies will place higher emphasis on the development of the Taichung Harbor Plant and the new manufacturing base in Thailand. The Group will enhance the production capacities and efficiency of its Taichung Plant and lower its production costs in sync with the gradually rising global demand for wind power with the ultimate goal of seizing opportunities generated by market demand to the maximum extent possible. Furthermore, the production capacity of the manufacturing base in Thailand will be expanded in line with market and customer demands. Due to the competitive advantages of emerging Southeast Asian countries including size of working-age populations, low wage levels, and superior geographic location, the strategic value of the manufacturing base in Thailand for the

Group cannot be overstated. Moreover, a large number of customers attach increasing importance to supply chain risk management after experiencing first-hand the severe impacts of the Sino-US trade friction, the COVID-19 pandemic, and the Russia-Ukraine War. These customers intend to expand their supply chain layout to achieve the goals of short-chain supply and risk diversification. This represents an ideal opportunity for the Group to realize the goal of sustained, stable growth through the creation of distinct service zones all over the world.

- (C) Long-term goals (5~10 years)
   With a view to sharpening the Group's competitive edge, fulfilling its corporate social responsibility, and realizing corporate sustainability, the following priorities have been identified:
  - ESG (Environmental, Social, and Governance dimensions) a. The issue of socially responsible investments has garnered increasing attention in investment circles and has seen vigorous growth in recent years. Nowadays, investors base their investment decisions not solely on the financial status of companies (e.g., growth potential) but also extend their feelers into the ESG dimensions. In line with the Corporate Governance 3.0 - Sustainable Development Blueprint developed by the R.O.C. Financial Supervisory Commission, the Group actively promotes board diversity, strengthens the functions of the Board of Directors, and steps up risk management in the governance dimension. As for environmental issues, top emphasis is placed on the impact of GHG and carbon emissions on the environment. In addition to the disclosure of quantitative information in the fields of carbon emissions, water consumption, and waste generation, the Group is firmly committed to enhancing its resource usage efficiency. In the social dimension, the Group strives to reinforce disclosure of ESG-related information and aims to put corporate sustainability into practice through release of occupational safety and accident statistics, implementation of workplace diversity and gender equality, quantification of social issue contents, and proactive engagement in the protection of human rights and employee care.
  - b. Promotion of green production modes and innovation

The Group will maintain its unwavering commitment to installation of noise, dust, atmosphere, and water treatment systems, adoption of digitized management for lighting, waste heat recovery, and electric furnaces, replacement and upgrades of green energy facilities, and ongoing implementation of green factory concepts to make strides towards the goal of energy conservation and carbon reduction and ecofriendly transformation.

c. Promotion of lean manufacturing and management Lean manufacturing is founded on key considerations such as utilization of system and personnel structure, operation modes, and market supply and demand. It is a business philosophy that aims to eliminate unnecessary waste and enable manufacturing systems to rapidly adapt to ever-changing user demands and with the ultimate goal of optimizing the Group's production management modes.

d. Implementation of talent cultivation and succession programs

The Group has made a long-term commitment to organizing professional talent cultivation programs with a view to ensuring effective development of executives at all levels by equipping trainees with the ability to solve problems in a proactive manner. Training course and performance appraisal contents are designed in line with personal characteristics and work attributes to facilitate the building of a management and technical talent reservoir. The goal is to lay a more solid foundation for sustainable development of the Group.

Looking ahead, the Group will spare no effort to optimize its business model in close coordination with policy planning. The Group is steadfastly committed to gaining a clear understanding of customer demands and requirements, placing top emphasis on customer values, upgrading the management and production capabilities of organizational teams, and implementing ESG and corporate governance principles. Yeong Guan has adopted sustainability as its ultimate objective and is firmly devoted to fulfilling its CSR and creating maximum value for all stakeholders.

I'd like to conclude by expressing my sincere gratitude to all of you present for your valuable feedback and suggestions and look forward to your continued support and encouragement.

I wish you good health and success in all your endeavors!

Chairman:

President:

Accountant in Charge:

# **II. Company Profile**

#### 1. Company and Group Profile

(a) Date of incorporation and group profile

Yeong Guan Energy Technology Group Co., Ltd. (hereinafter referred to as "the company" or "Yeong Guan Group") was registered and incorporated on the Cayman Islands on January 22, 2008. The group's operations mainly focus on the manufacture and sale of spheroidal graphite cast iron and gray cast iron including hubs and bases for wind turbines, thermal power generation exhaust hoods, injection molding machine components, and castings for machine tools and other industrial machinery.

(b) Organizational framework of the group (May 9, 2023)



#### 2. Company history

Date	Milestones
June 1995	Establishment of Dongguan Yeong Guan Mould Factory Co., Ltd.
January 1998	Establishment of Shin Shang Trade Co., Ltd.
December 2000	Establishment of Ningbo Yeong Shang Casting Iron Co., Ltd.
October 2001	Establishment of Ningbo Yeong He Xing Machinery Industry Co., Ltd.
July 2002	Establishment of Yeong Fa Trade Co., Ltd.
September 2007	Investment in Jiangsu Bright Steel Fine Machinery Co., Ltd.
November 2007	Establishment of Yeong Guan International Co., Ltd. and Yeong Guan Holdings Co., Ltd.
December 2007	Incorporation of Yeong Fa Trade Co., Ltd. into the group
January 2008	Establishment of Yeong Guan Group
February 2008	Investment in Ningbo Lu Lin Machine Tool Foundry Co., Ltd.
February 2008	Investment in Ningbo Youtian Renewable Resources Co., Ltd.
February 2008	Incorporation of Ningbo Lu Lin Machine Tool Foundry Co., Ltd. and Ningbo Youtian Renewable Resources Co., Ltd. into the group
March 2008	Incorporation of Ningbo Yeong Shang Casting Iron Co., Ltd. and Ningbo Yeong He Xing Machinery Industry Co., Ltd. into the group
April 2008	Incorporation of Jiangsu Bright Steel Fine Machinery Co., Ltd. and Shin Shang Trade Co., Ltd. into the group
April 2008	Acquisition and incorporation of Ningbo Yeong Guan Heavy Industrial Machinery Co., Ltd.
May 2008	Incorporation of Dongguan Yeong Guan Mould Factory Co., Ltd. into the group
June 2008	Establishment and incorporation of Yeong Chen Asia Pacific Co., Ltd. into the group
October 2008	Reorganization of the group completed
May 2009	First cash capital increase by a total of US\$ 16.23 million
August 2009	Second cash capital increase and investments by external investors of US\$ 30 million

November 2009	Establishment and incorporation of Ningbo Yeong Chia Mei Trade Co., Ltd. into the group
March 2010	Disposal of Ningbo Yeong Guan Heavy Industrial Machinery Co., Ltd. complete
August 2011	Yeong Chen Asia Pacific Co., Ltd. acquires a portion of the assets and operating rights of Taiwan Yeong Guan Mould Factory Co, Ltd.
April 2012	First listing of stocks on TWSE
April 2012	Third cash capital increase by a total of NT\$ 471.177 million
September 2012	Capitalization of earnings (NT\$ 120 million)
November 2013	Merger of Shin Shang Trade Co., Ltd. (continues to exist) and Yeong Fa Trade Co., Ltd.
April 2014	Merger of Ningbo Yeong Shang Casting Iron Co., Ltd. (continues to exist) and Ningbo Yeong He Xing Machinery Industry Co., Ltd.
June 2014	First issuance of convertible corporate bonds in the Republic of China (a total of NT\$ 1.5 billion raised)
July 2014	Investment in Yeong Guan Heavy Industry (Thailand) Co., Ltd.
August 2014	Fourth cash capital increase by a total of NT\$ 472 million
September 2014	Ningbo Lu Lin Machine Tool Foundry Co., Ltd. (continues to exist) absorbs Ningbo Youtian Renewable Resources Co., Ltd.
December 2014	Yeong Guan Holdings Co., Ltd. establishes a branch in Taiwan named Yeong Guan Holdings Co., Limited Taiwan Branch
April 2015	Shin Shang Trade Co., Ltd. establishes a branch in Taiwan named Shin Shang Trade Co., Ltd. Taiwan Branch
July 2015	Yeong Guan Holdings Co., Limited Taiwan Branch signs lease for land in the Taichung Harbor area
August 2015	Second issuance of convertible corporate bonds in the Republic of China (a total of NT\$ 2.5 billion raised)
October 2015	Fifth cash capital increase by a total of NT\$ 840 million
January 2016	Investment in Shanghai No. Machine Tool Foundry (Su Zhou) Co., Ltd. Investment in New Power Team Technology Co., Ltd.

ninese text snall prevail.	New Power Team Technology Co., Ltd. Investment in Lizhan Limited
May 2016	Yeong Chen Asia Pacific Co., Ltd. establishes a branch in Taichung
July 2016	Lizhan Limited invests in Ningbo New Power Team Technology Co., Ltd.
December 2016	Yeong Guan Holding Co., Limited Taiwan Branch completes contract exchange for land lease in the Taichung Harbo area
September 2017	Sale of the equity stake in Shanghai No. 1 Machine Tool & Marketing Company
January 2018	Repurchase of 7,200,000 treasury shares by board resolution
March 2018	Writing-off of first repurchase of 7,200,000 treasury shares
April 2018	Writing-off of New Power Team Technology Co., Ltd.
June 2018	Writing-off of LIZHAN LIMITED
December 2018	Repurchase of 6,000,000 treasury shares by board resolution
January 2019	Sale of the equity stake in New Power Team Technology Co., Ltd.
March 2019	Writing-off of second repurchase of 6,000,000 treasury shares
June 2019	Maturity payment for the first unsecured convertible bond in the Republic of China and termination of being listed in Over-The-Counter market
December 2019	Establishment of Jiangsu Yeong Ming Heavy Industry Co., Ltd.
March 2020	Change of utilization plan for capital raised from the second unsecured convertible bond in the Republic of China

CII	August 2020	Maturity payment for the second unsecured convertible bond in the Republic of China and termination of being listed in Over-The-Counter market
	September 2020	Third issuance of convertible corporate bonds in the Republic of China (a total of NT\$ 1,553,389,000 thousands raised)
	October 2020	Sixth cash capital increase by a total of NT\$ 500,000 thousands
	March 2021	Writing-off of Qing Dao Rui Yao Building Material Co., Ltd.
	March 2021	Merger of Yeong Guan Holdings Co., Limited (continues to exist) and Shin Shang Trade Co., Ltd.
	April 2021	Writing-off of Yeong Chen Asia Pacific Co., Ltd. Taichung Branch
	November 2021	Change of utilization plan for capital raised from the second unsecured convertible bond in the Republic of China
	January 2023	Cash capital increase THB150,000 thousands of Yeong Guan Heavy Industry (Thailand) Co., Ltd.
	February 2023	Fourth issuance of convertible corporate bonds in the Republic of China (a total of NT\$ 1,563,501 thousands raised)

3. Risk: Please refer to VII.6 "Risk Analysis and Assessment"

# **III. Corporate Governance Report**

### 1. Organization

#### (a) Group Organization Chart



#### (b) Major Corporate Functions

Department	Functions
President's Office	Comprehensive strategic planning and supervision and
	authorization of operations
Production units	Carrying out of production tasks upon receipt of internal orders
	by the business division as well as quality assurance, prototype
	development, inventory management, health and safety controls,
	maintenance of plants and facilities, internal HR, general affairs,
	and occupational safety
HR Department	Overall management of HR, documents, general affairs, legal
	matters, public relations, and health and safety related matters for
	the whole group
Technical Division	Overall management of production program controls, prototype
	process monitoring, production program and product data
	safekeeping and records, external communications with regard to
	production technologies for the whole group
Sales Division	Planning and implementation of product, price, market, and sales
	channel strategies; compilation and analysis of customer and

	market data; formulation and implementation of business goals;							
	market and customer development, sales, and services; building							
	and maintenance of customer relationships and strategic							
	partnerships; firm grasp of customer dynamics; guarantee of							
	order sources and accounts receivable; establishment of sales							
	channels and understanding of customer demands; effective							
	customer services; determination and coordination of prices and							
	delivery times of sold products							
Finance Division	Overall management of accounting and tax affairs, financial							
	budgets, capital movements, and cashier related matters							
Purchasing Department	Overall management of raw material and equipment procurement,							
	maintenance project price inquiries and negotiations and							
	procurement for the whole group							
IT Department	Overall management of information system planning,							
	establishment, and maintenance for the whole group							
Audit Office	Overall management and establishment of internal audit, control,							
	and other management systems, execution of internal audits and							
	tracking of improvements for the whole group							
Strategy Planning Division	Assistance to the board of directors/chairperson of the group in							
	the formulation and implementation of corporate strategies,							
	business plans, and other policies and strategic directions to							
	realize the business management and development goals of the							
	Company.							
Sustainable Development	Planning of EHS related policies of the Group (environment,							
Committee	occupational health, and safety) to ensure that all affiliates							
	(plants) of the group enhance their production efficiency and							
	product quality within an EHS compliance framework and							
	thereby strengthen their competitiveness and realize sustainable							
	development goals.							

# 2. Data on directors, supervisors, presidents, vice presidents, associate general managers, and executives of all departments and branch organizations.

(a) Directors and supervisors (the company has not established supervisor positions)1. Director data

																April 18, 2	023; Unit	: Shares
Title	Nationality	Name	Gender	Election	Date first	Shareholding	when elected	Current sh	areholding		ing of spouse or or children		ng by Nominee ngement	Professional background (Education)	Concurrent positions at this or other companies	Executives, who are spou	Directors or S ses or within of kinship	
	or domicile			date/Term	elected	Number of shares	Shareholding ratio	Number of shares	Shareholding ratio	Number of shares	Shareholding ratio	Number of shares	Shareholding ratio			Title	Name	Relation
Chairman	ROC	Chang, Hsien- Ming	Male Aged 61-70	2022.06.17/ 3 years	2008.01.22	11,093,540	10.03%	11,093,540	10.03%	3,120	0.00%	2,719,000	2.45%	Graduation from Dept. of Electronics, Xihu Vocational High School Chairman, and President of Yeong Guan Mould Factory Co., Ltd. Chairman, President and Sales Manaer of Shin Shang Special Industry Co., Ltd.	Director, Yeong Guan Energy Holdings Co., Ltd. Director and President of Yeong Guan Energy International Co., Ltd. Supervisor of Taipin Corporation Ltd. Director, Yeong Guan Heavy Industry (Thailand) Co., Ltd.			
Vice Chairman	ROC	Tsai, Shu-Ken	Male Aged 71-80	2022.06.17/ 3 years	2009.05.29	678,137	0.61%	678,137	0.61%	-	-	-	-	EMBA, National Taiwan University of Science and Technology Senior Engineer and Director, Metal Industries R&D Center President, Shieh Yih Machinery Industry Co., Ltd.	Spokesperson, Yeong Guan Energy Technology Group Company Limited. President, Nitinol Innovative Technology Co., Ltd.	-	-	-
Director	ROC	Hsu, Ching- Hsiung	Male Aged 61~70	2019.06.20/ 3 years	2018.06.05	-	-	-	-	-	-	-	-	Accounting Department of Yu Da High School of Commerce and Home Economics Vice president and General Manager of Chen Hsing Industrial Co., Ltd. President, Weimao Co., Ltd.	Executive Vice President, Yeong Guan Energy Technology Group Company Limited. President of Southern China, Yeong Guan Energy Technology Group Company Limited. Chairman, Dongguan Yeong Guan Mould Factory Co., Ltd. Chairman, Ningbo Yong Shang Casting Iron Co., Ltd. Chairman, Ningbo Lu Lin Machine Tool Foundry Co., Ltd. Director, Ningbo Yeong Chia Mei Trade Co., Ltd. Director, Yeong Guan Heavy Industry (Thailand) Co., Ltd. Supervisor, Jiangsu Bright Steel Fine Machinery Co., Ltd. Supervisor, Jiangsu Yeong Ming Heavy Co., Ltd.	-	-	-
Director	ROC	Huang, Wen- Hung	Male Aged 61-70	2019.06.20/ 3 years (Note 2)	2016.06.07	20,000	0.02%	-	-	-	-	-	-	Master of Business Administraion in ExecutiveManagement Royal Roads University Master, Department of Industrial and Business Management, China Industrial & Commercial Research Institute COO, Taiwan Express Co., LTD. President, Chimei Logistics Vice Director, Marketing & Sales Department, Chi Mei Optoelectronies Corporation and Director of Global Sales Support Service Department		-	-	-

Title	Nationality	Name	Gender	Election	Date first	Shareholding	when elected	Current sh	areholding		ing of spouse or or children		ng by Nominee ngement	Professional background (Education)	Concurrent positions at this or other companies	Executives, who are spou	Directors or S ses or within of kinship	
	or domicile			date/Term	elected	Number	Shareholding	Number	Shareholding	Number	Shareholding	Number	Shareholding			Title	Name	Relation
Director	ROC	Tsai, Chang- Hung	Male Aged 51-60	2019.06.20/ 3 years	2019.06.20	of shares	ratio	of shares	- ratio	-	- ratio	of shares	- ratio	Department of Industrial Engineering and Management, Ching Yun Institute of technology	President of Eastern China, Yeong Guan Energy Technology Group Company Limited. Chairman, Jiangsu Bright Steel Fine Machinery Co., Ltd. Chairman, Shanghai No.1 Machine Tool Foundry (Suzhou) Co., Ltd. Chairman and President, Jiangsu Yeong Ming Heavy Industry Co., Ltd. Supervisor, Dongguan Yeong Guan Mould Factory Co., Ltd. Supervisor, Ningbo Yeong Shang Casting Iron Co., Ltd. Supervisor, Ningbo Lu Lin Machine Tool Foundry Co., Ltd. Supervisor, Ningbo Yeong Chia Mei Trade Co., Ltd.	-	-	-
Director	ROC	Li, Yi-Tsang	Male Aged 41-50	2022.06.17/ 3 years	2019.06.20	15,639	0.01%	15,639	0.01%	-	-	-	-	School of Business, University of British Columbia	Co., Ltd. Chief Strategy Officer of Yeong Guan Energy Technology Group Company Limited. Supervisor of Formosa 5 International Investment Co., Ltd.	-	-	_
Director	ROC	Chang, Chun- Chi	Male Age 41-50	2022.06.17/ 3 years	2019.06.20	469,022	0.42%	296,022	0.27%	-	-	-	-	Department of Public Finance and Taxation, Takming University of Science and Technology.	Director, Jiangsu Bright Steel Fine Machinery Co., Ltd. Director & President, Shanghai No.1 Machine Tool Foundry (Suzhou) Co., Ltd. Director, Juangsu Yeong Ming Heavy Industry Co., Ltd.	-	-	-
Director	ROC	PJ Asset Management Co., Ltd. Representative: Wu, Su-Chiu	Female Aged 51-60	2020.06.19/ 2 years	2020.06.19	8,530,000	8.08%	7,675,739	6.94%	-	-	-	-	Master of Finance, Syracuse University, New York, US Chief Strategy Officer of PJ Asset Management Co., Ltd.	General Manager, JIAYUAN INVESTMENT CO., LTD.	-	-	-
Director	ROC	Wu, Su-Chiu	Female Aged 51-60	2022.06.17/ 3 year	-	-	-	-	-	-	-	-	-	Master of Finance, Syracuse University, New York, US Chief Strategy Officer of PJ Asset Management Co., Ltd	General Manager, JIAYUAN INVESTMENT CO., LTD			
Director	ROC	Sun, Rui-Chien	Male Age 71-80	2022.06.17/ 3 year	2022.06.17	20,852	0.02%	20,852	0.02%	-	-	-	-	Mechanical Engineering Department, Chung Yuan Christian University Director & Executive Director, Taiwan Foundry Society General Manager, TAIWANABRATOR CO., LTD. General Manager, TAIWAN SINTONG MACHINERY CO., LTD. Director, SAN YANG METAL INDUSTRIAL CO., LTD.	NA			

Title	Nationality or domicile	Name	Gender	Election	Date first	Shareholding	when elected	Current sł	nareholding		ing of spouse or or children		ng by Nominee ngement	Professional background (Education)	Concurrent positions at this or other companies	Executives, who are spou	Directors or s ses or within of kinship	
	or domicile			date/Term	elected	Number of shares	Shareholding ratio	Number of shares	Shareholding ratio	Number of shares	Shareholding ratio	Number of shares	Shareholding ratio			Title	Name	Relation
Independent director	ROC	Wei, Chia-Min	Male Aged 61-70	2022.06.17/ 3 years	2013.06.17	-	-	-	-	-	-	-	-	PhD, Graduate Institute of Resource Engineering, National Cheng Kung Uhiversity Deputy CEO, Metal Industries R&D Center Managing Director, Taiwan Wind Industry Association Director, SAE International Taipei Section Chairman, Taiwan Foundry Society Committee member, Taiwan Steel & Iron Industries Association.	Independent director, CVC Technologies Inc. Director, PRESIDENT CO., LTD. Independent director, LAUNCH TECHNOLOGIES CO., LTD. Director, PRESIDENT CO., LTD.			
Independent director	ROC	Chen, Tien-Wen	Male Aged 61-70	2022.06.17/ 3 years	2021.07.30	-	-	-	-	-	-	-	-	Capital Securities Corp.	Chairman of Chia Shih Construction Co., Ltd. Independent director, TAITA CHEMICAL COMPANY, LIMITED Independent director, TAIWAN SECOM CO., LTD.	-	-	-
Independent director	ROC	Chang, De-Wen	Male Aged 61-70	2021.07.30/ 1 year (Note 3)	2021.07.30	-	-	-	-	-	-	-	-	Dept. of Business Administration, National Taiwan University	President, You Shih CPA Firm			
Independent director	ROC	Chan, Wen-Yin	Male Aged 71-80	2022.06.17/ 3 years	2022.06.17	-	-	-	-	-	-	-	-	Institute of Electrical and Control Engineering, National Chiao Tung University Top-level Managers Managerment, Wharton School of the University of Pennsylvania Director, Microelectronics Technology, Inc. Vice President, ADVANIXS CORPORATION Vice President, CyberTAN Technology Inc. Vice President, CyberTAN Technology Inc. Vice President, Avago Technologies Director of Taiwan Area, Agilent Technologies	Consultant, Chroma ATE Inc.			

Note 1: A full-scale re-election of directors was conducted by the shareholders' meeting on June 17, 2022. Terms for Director Hsu, Ching-Hsiung and P J Asset Management Co., Ltd had expired. Wu, Su-Chiu and Sun, Rei-Chien were elected as directors, and Chan, Wen-Yin was elected as in independent director. Director Huang, Wen-Hung resigned on March 10, 2022.

Note 2: Supervisor: The Company installed an Audit Committee on March 19, 2013. However, no supervisor has been established accordingly.

Note 3: Major shareholders for legal person shareholders: All directors of the Company are natural person and there is no juristic person director.

# 4. Information Disclosure on Director's Professional Qualification and Independent Director's Independence

Qualification	Professional Qualification and Experience	Independence Status	Number of Publicly Listed Companies Where This Director Also Assumes Independent Director
Director Chang, Hsien-Ming	<ul> <li><u>Education</u></li> <li>Graduated from Dept. of Electronics, Xihu</li> <li>Vocational High School</li> <li><u>Experience</u></li> <li>Chairman of the Board, Yeong Guan Energy</li> <li>Technology Group Company Limited. with casting industry expertise and years of industry management experience.</li> <li>Qualification hereto complies with terms stipulated in respective clauses of Article 30 of the Company Act.</li> </ul>		0
Director Tsai, Shu-Ken	EducationEMBA, National Taiwan University of Science and TechnologyExperience Vice Chairman of the Board, Yeong Guan Energy Technology Group Company Limited. with casting industry expertise and years of industry management experience.Qualification hereto complies with terms stipulated in respective clauses of Article 30 of the Company Act.		0
Director Tsai, Chang-Hung	Education Dept. of Industrial Engineering and Management,		0

#### Number of Publicly Listed Oualification Companies Where This **Professional Qualification and Experience** Independence Status Director Also Assumes Name Independent Director Ching Yun Institute of Technology Experience Chairman of the Board, East China Region, Yeong Guan Energy Technology Group Company Limited. with machinery industry expertise and industry management experience. Qualification hereto complies with terms stipulated in respective clauses of Article 30 of the Company Act. Education Dept. of Business, University of British Columbia, Canada; Dept. of Management, Okanagan College, Canada Experience Chief Strategy Officer, Yeong Guan Energy Director 0 Li, Yi-Tsang Technology Group Company Limited. with experiences of business, marketing and operation management. Qualification hereto complies with terms stipulated in respective clauses of Article 30 of the Company Act. Education Dept. of Public Finance and Taxation, Takming Director University of Science and Technology 0 Chang, Chun-Chi Experience

Qualification Name	Professional Qualification and Experience	Independence Status	Number of Publicly Listed Companies Where This Director Also Assumes Independent Director
	General Manager, Shanghai No.1Machine Tool Foundry (Suzhou) Co., Ltd. with expertise in finance and casting as well as experience of operation management.		
	Qualification hereto complies with terms stipulated in respective clauses of Article 30 of the Company Act.		
	Education Master of Finance, Syracuse University, New York, US		
Director Wu, Su-Chiu	Experience General Manager, JIAYUAN INVESTMENT CO., LTD. with years of experience in finance, banking and operation management.		0
	Qualification hereto complies with terms stipulated in respective clauses of Article 30 of the Company Act.		
Director Sun, Rui-Chien	<u>Education</u> Mechanical Engineering Department, Chung Yuan Christian University		
	Previously Director & Executive Director, Taiwan		

Qualification	Professional Qualification and Experience	Independence Status	Number of Publicly Listed Companies Where This Director Also Assumes Independent Director
	Foundry Society; General Manager, TAIWANABRATOR CO., LTD.; General Manager, TAIWAN SINTONG MACHINERY CO., LTD.; Director, SAN YANG METAL INDUSTRIAL CO., LTD., with machinery industry expertise and years of industry operation and management experience.		
	Qualification hereto complies with terms stipulated in respective clauses of Article 30 of the Company Act.		
Independent Director Wei, Chia-Min	<ul> <li><u>Education</u></li> <li>Ph. D., Dept. of Resource Energy, National Cheng Kung University</li> <li><u>Experience</u></li> <li>Previously Vice President, Metal Industries</li> <li>Research and Development Center, with machinery industry expertise and years of industry operation and management experience.</li> <li>Qualification hereto complies with terms stipulated in respective clauses of Article 30 of the Company Act.</li> </ul>	3. The director himself or herself does not assume posts of a director or an employee in a company having specific relationship with the Company.	2
Independent Director	Education	1. The director himself or herself, his or her	2

Qualification	Professional Qualification and Experience		Independence Status	Number of Publicly Listed Companies Where This Director Also Assumes Independent Director
Chen, Tien-Wen	MBA, University of Southern California <u>Experience</u> Chairman of the Board, Chia Shih Construction Co., Ltd. with years of experience in finance, banking, securities and operation management. Qualification hereto complies with terms stipulated in respective clauses of Article 30 of the Company Act.	2. 1 3. 4.	spouse or relatives within second degree of kinship does not or do not assume posts of director, supervisor or employee in the Company or its affiliated business. The director himself or herself holds 33,347 shares of the Company. his or her spouse or relatives within second degree of kinship does not or do not own the Company's shares either under his/her/their own name(s) or other's name. The director himself or herself does not assume posts of a director or an employee in a company having specific relationship with the Company. The director himself or herself did not offer services related to business, law, finance or accounting to the Company or its affiliated business within the last two years.	
Independent Director Chan, Wen-Yin	Education Institute of Electrical and Control Engineering, National Chiao Tung University Top-level Managers Managerment Class,Wharton School of the University of Pennsylvania Experience Previously Director, Microelectronics Technology, Inc.; Vice President, ADVANIXS CORPORATION; Vice President, CyberTAN Technology Inc.; Vice President; Vice President, Avago Technologies; Director of Taiwan Area, Agilent Technologies with	1. 2. 3.	The director himself or herself, his or her spouse or relatives within second degree of kinship does not or do not assume posts of director, supervisor or employee in the Company or its affiliated business. The director himself or herself, his or her spouse or relatives within second degree of kinship does not or do not own the Company's shares either under his/her/their own name(s) or other's name. The director himself or herself does not assume posts of a director or an employee	0

Qualification	Professional Qualification and Experience	Independence Status	Number of Publicly Listed Companies Where This Director Also Assumes Independent Director
	years of experience in operation management. Qualification hereto complies with terms stipulated in respective clauses of Article 30 of the Company Act.	<ul> <li>in a company having specific relationship with the Company.</li> <li>4. The director himself or herself did not offer services related to business, law, finance or accounting to the Company or its affiliated business within the last two years.</li> </ul>	

- 5. Diversity and Independence of the Board of Directors Meeting
  - (1) We strongly advocate board diversity policies to enhance corporate governance and foster sound development of board composition and structure. We firmly believe that such diversity policies are highly conducive to elevating the overall performance of the Company. The election of board directors is based on meritocratic principles. All board members possess a wide range of complementary skills and abilities spanning various industries and fields. This includes board composition principles (e.g., age, gender, nationality, and culture), industrial expertise and competence (e.g., legal affairs, accounting, industry, finance, or technology), and operational judgment & business management, leadership & decision-making, and crisis management skills. With a view to strengthening board functions and realize the goal of ideal corporate governance, Article 20 of the Group's Corporate Governance Best Practice Principles clearly stipulates that the board of directors shall possess the following abilities: 1. Operation Judgement; 2. Accounting and Financial Analysis; 3. Operation Management; 4. Crisis Management; 5. Industry Knowledge; 6. Perspective on International Market; 7. Leadership Capability; 8. Decision-Making Capability.

			I	Basic compositi	on					Core C	apabilit			
Job Title	Name	Gender	Nationality	Serves as the Company's employee	Age	Independent Director's Years of Service	Operation Judgement	Accounting and Financial Analysis	Operation Management	Crisis Management	Industry Knowledge	Perspective on International Market	Leadership Capability	Decision- Making Capability
Director	Chang, Hsien-Ming	Male	ROC	$\checkmark$	61~70	-	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$
Director	Tsai, Shu- Ken	Male	ROC	$\checkmark$	71~80	-			$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$		
Director	Tsai, Chang- Hung	Male	ROC	$\checkmark$	51~60	-	$\checkmark$		$\checkmark$	$\checkmark$	$\checkmark$		$\checkmark$	$\checkmark$

### Fulfillment of Diversity in the Company's Board of Directors Meeting:

			]	Basic compositi	on					Core C	apabilit			
Job Title	Name	Gender	Nationality	Serves as the Company's employee	Age	Independent Director's Years of Service	Operation Judgement	Accounting and Financial Analysis	Operation Management	Crisis Management	Industry Knowledge	Perspective on International Market	Leadership Capability	Decision- Making Capability
Director	Li, Yi-Tsang	Male	ROC	$\checkmark$	41~50	-	$\checkmark$	$\checkmark$		$\checkmark$	$\checkmark$	$\checkmark$		$\checkmark$
Director	Chang, Chun-Chi	Male	ROC	$\checkmark$	41~50	-		$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$		~	$\checkmark$
Director	Wu, Su-Chiu	Female	ROC		51~60	-		$\checkmark$	$\checkmark$	$\checkmark$		$\checkmark$	$\checkmark$	$\checkmark$
Director	Sun, Rui- Chien	Male	ROC		71~80	-	$\checkmark$		$\checkmark$	$\checkmark$	$\checkmark$	~	$\checkmark$	$\checkmark$
Independent Director	Wei, Chia- Min	Male	ROC		61~70	2		$\checkmark$	$\checkmark$	$\checkmark$		$\checkmark$	$\checkmark$	$\checkmark$
Independent Director	Chen, Tien- Wen	Male	ROC		61~70	10			$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$
Independent Director	Chang, De- Wen	Male	ROC		61~70	4		$\checkmark$	$\checkmark$	$\checkmark$		$\checkmark$	~	$\checkmark$
Independent Director	Chan, Wen- Yin	Male	ROC		71~80	-	$\checkmark$		$\checkmark$	$\checkmark$		$\checkmark$	$\checkmark$	$\checkmark$

(2) It has been determined through detailed analysis that all 11 members of the current-term board (including the four independent directors) possess the ability to lead and make operational judgments and policy decisions, the ability to conduct management administration and crisis management, an international market perspective, industrial experience and professional competence. In the future, this board diversity policy (including, but not limited to, basic requirements and values and standards in the two major dimensions of professional knowledge and skills) will be amended as deemed necessary in line with actual board operations, adopted business models, and development needs. The ultimate goal is to ensure that all board members have the knowledge, skills, and experience necessary to perform their duties.

All board directors are R.O.C. nationals. The four independent directors account for 36% of the board seats. As for the age distribution of the board, two directors each fall within the age group of 41-50 and 51-60, respectively, four directors are aged 51-60, and the remaining three directors fall within the highest age group (71-80). In addition to the aforementioned factors, we also emphasize gender equality in the field of board composition. The current-term board has one female member, accounting for 9% of all board seats. Since this percentage falls short of the goal of 1/3 of all board seats, we will persist in our efforts to raise the ratio of female to male board members. In addition, five board members concurrently serve as managerial officers of the company, which exceeds the target of no more than 1/3 of the board membership. We will therefore maintain our commitment to increasing the number of external directors.

(3) Board independence: We have appointed four independent directors, accounting for 36% of all board seats. During the selection process, the qualifications of all independent directors were reviewed, and a statement was issued to confirm that none of the conditions laid out in Paragraph 3 and 4 of Article 26-3 of the Securities and Exchange Act apply. No spousal or familial relationship within the second degree of kinship exists among the directors of Group.

(c) Data on supervisors,	presidents, v	ice presidents,	associate general	managers, an	nd executives of al	l departments	and branch orga	nizations
							April 19	2022 · Unit · Shares

															nit: Sha	
Title	Nationality or	Name	Gender	Appointment		areholding		ding of spouse or children		g by Nominee gement	Professional background (Education)	Concurrent positions at other companies			re spouses egrees of o	
The	Domicile	Ivanie	Gender	date	Number of shares	Shareholding ratio	Number of shares	Shareholding ratio	Number of shares	Shareholding ratio			Title	Name	Relation	
Chairman and Vice President	ROC	Chang, Hsien- Ming	Male	2008.01.22	11,093,540	10.03%	3,120	0.00%	2,719,000	2.45%	Graduation from Xihu High School of Industry and Commerce, Electronics Department Chairman, Yeong Guan Mould Factory Co., Ltd. President, Yeong Guan Mould Factory Co., Ltd. Chairman, Shin Shang Special Industry Co., Ltd. President, Shin Shang Special Industry Co., Ltd. Sales Manager, Shin Shang Special Industry Co., Ltd.	Director, Yeong Guan Energy Holdings Co., Ltd. Director, Yeong Guan Energy International Co., Ltd. Chairman & President, Yeong Chen Asia Pacific Co., Ltd. Supervisor of Taipin Corporation Ltd. Director, Yeong Guan Heavy Industry (Thailand) Co., Ltd.	-		-	
Vice Chairman and Spokesperson	ROC	Tsai, Shu-Ken	Male	2010.01.29	678,137	0.61%	-	-	-	-	EMBA, National Taiwan University of Science and Technology Senior Engineer and Director, Metal Industries R&D Center President, Shieh Yih Machinery Industry Co., Ltd.	President, Nitinol Innovative Technology Co., Ltd.	-	-	-	
Director and Executive Vice President	ROC	Huang, Wen- Hung	Male	2015.05.11	-	-	-	-	-	-	Master of Business Administraion in ExecutiveManagement Royal Roads University Master, Department of Industrial and Business Management, China Industrial & Commercial Research Institute COO, Taiwan Express Co., LTD. President, Chimei Logistics Vice Director, Marketing & Sales Department, Chi Mei Optoelectronics Corporation and Director of Global Sales Support Service Department	-	-	-	-	Note 1
President	ROC	Hsu, Ching- Hsiung	Male	2022.05.16	-	-	-	-	-	-	Yu Da High School Of Commerce and Home Economics, Commercial Accounting Department Vice President, Chen Hsing Industrial Co., Ltd.	President of Southern China Area, Yeong Guan Energy Technology Group Company Limited Chairman, Dongguan	-	-	-	Note 2

Title	Nationality or	Name	Gender	Appointment	Current sł	nareholding		ding of spouse or children	Shareholdin Arrar	g by Nominee gement	Professional background (Education)	Concurrent positions at other companies	Manage or with	ers who a nin two c kinshi	re spouses legrees of p	Note
The	Domicile	Iname	Gender	date	Number of shares	Shareholding ratio	Number of shares	Shareholding ratio	Number of shares	Shareholding ratio			Title	Name	Relation	
											President, Weimao Company	Yeong Guan Mould Factory Co., Ltd. Chairman, Ningbo Yong Shang Casting Iron Co., Ltd. Chairman, Ningbo Lu Lin Machine Tool Foundry Co., Ltd. Director, Ningbo Yeong Chia Mei Trade Co., Ltd. Director, Chairman, Yeong Guan Heavy Industry (Thailand) Co., Ltd. Supervisor, Jiangsu Bright Steel Fine Machinery Co., Ltd. Supervisor, Shanghai No. 1 Machine Tool Foundry (Su Zhou) Co., Ltd. Supervisor, Jiangsu Yeong Ming Heavy Industry Co., Ltd.				
Director and President of Eastern China Area	ROC	Tsai, Chang- Hung	Male	2019.06.20	-	-	-	-	-	-	Department of Industrial Engineering and Management, Ching Yun Institute of technology	Chairman, Jiangsu Bright Steel Fine Machinery Co., Ltd. Chairman, Shanghai No. 1 Machine Tool Foundry (Su Zhou) Co., Ltd. Chairman and President, Jiangsu Yeong Ming Heavy Industry Co., Ltd. Supervisor, Dongguan Yeong Guan Mould Factory Co., Ltd. Supervisor, Ningbo Yeong Shang Casting Iron Co., Ltd. Supervisor, Ningbo Lu Lin Machine Tool Foundry Co., Ltd. Supervisor, Ningbo				

Title	Nationality or	Name	Gender	Appointment	Current sł	nareholding		ding of spouse or children		ng by Nominee Ingement	Professional background (Education)	Concurrent positions at other companies	Manage or with	ers who a nin two c kinshi	ire spouses legrees of p	Note
The	Domicile	Iname	Gender	date	Number of shares	Shareholding ratio	Number of shares	Shareholding ratio	Number of shares	Shareholding ratio			Title	Name	Relation	
												Co., Ltd.				
Executive Vice President	PRC	Fang, Cheng- Chiang	Male	2019.07.02	-	-	-	-	-	-	Business Administration, Southwest University of Science and Technology Mechatronic Engineering of Jilin University		-	-	-	
Executive Vice President	PRC	Liang, Li- Sheng	Male	2019.07.02	-	-	-	-	-	-	Mechatronics, North China University of Water Resources and Electric Power	-	-	-	-	
Director and Vice Presiden	ROC	Li, Yi-Tsang	Male	2019.07.02	15,639	0.01%	-	-	-	-	School of Business, University of British Columbia Department of Administration, Okanagan College, Canada Assisant Manager, Operation Department, Jiangsu Bright Steel Fine Machinery Co., Ltd.	Chief Strategy Officer, Strategic Planning Division, Yeong Guan Energy Technology Group Company Limited	-	-	-	
Vice President	ROC	Liu, Han- Pang	Male	2019.07.02	-	-	-	-	-	-	Master of International Marketing, Bournemouth University	President, Sales Division of Yeong Guan Energy Technology Group Company Limited Director, Dongguan Yeong Guan Mould Factory Co., Ltd. Director, Ningbo Yeong Shang Casting Iron Co., Ltd. Director, Ningbo Lu Lin Machine Tool Foundry Co., Ltd. Director, Jiangsu Bright Steel Fine Machinery Co., Ltd. Director, Shanghai No. 1 Machine Tool Foundry (Su Zhou) Co., Ltd. Director, Jiangsu Yeong Ming Heavy Industry Co., Ltd.	-	-	-	
Vice President	ROC	Huang, Ching-Chung	Male	2010.12.01	-	-	-	-	-	-	Mechanical Engineering Department, Chien Hsin Junior College of Technology Lio Ho Machine Works Ltd.	Director and President, Dongguan Yeong Guan Mould Factory Co., Ltd.	-	-	-	

Title	Nationality or	Name	Gender	Appointment		nareholding		ding of spouse or children		g by Nominee gement	Professional background (Education)	Concurrent positions at other companies	Managers who are spous or within two degrees o kinship		degrees of	
The	Domicile	Ivanie	Gender	date	Number of shares	Shareholding ratio	Number of shares	Shareholding ratio	Number of shares	Shareholding ratio			Title	Name	Relation	
												Director and President, Ningbo Yeong Shang Casting Iron Co., Ltd.				
Vice President	ROC	Chang, Chun- Chi	Male	2020.07.01	469,022	0.42%	-	-	-	-	Department of Public Finance and Taxation, Takming University of Science and Technology	Director, Jiangsu Bright Steel Fine Machinery Co., Ltd. Director and Vice President, Shanghai No. 1 Machine Tool Foundry (Su Zhou) Co., Ltd.	-	-	-	
Chief Governance Officer	ROC	Chiang, Shu- Kan	Female	2019.08.08	-	-	-	-	-	-	Department of Economics, Chung Cheng University Certified Public Accountant Certified Securities Investment Analyst Certified Internal Auditor Project Manaer, Department of Securities Underwriting, Capital Securities Corporation	AVP of the Office of the Chairman, Yeong Guan Energy Technology Group Company Limited	-	-	-	
Head of Finance and Accounting	ROC	Tsai, Ching- Wu	Male	2021.02.17	-	-	-	-	-	-	Department of Accounting, National Chengchi University Financial Manager, Zhenxin Company Ernst & Young	Officer of Finance Division, Yeong Guan Energy Technology Group Company Limited	-	-	-	
Head of Audit Office	ROC	Huang, Tung- De	Male	2021.02.17	-	-	10,000	0.01%	-	-	Department of Finance, Chung Hua University Finance Manager, Yeong Guan Energy Technology Group Company Limited	-	-	-	-	

Note 1: Director Huang, Wen-Hung resigned on March 10, 2022. Note 2: Executive Vice President Hsu, Ching-Hsiung was promoted to President on May 16, 2022.

(c) Remuneration of Directors, Supervisors, Presidents, and Vice Presidents in the most recent financial year

1. Remuneration of Directors (incl. Independent Directors)

Unit: 1000 NTD; %

•												Palav	ant remune	ration rea	aived by d	rectors	who are	alco an	nnlovees	-		) N I D; %
1				9		ineratior		-			of total eration				-						io of total	
			Base isation(A)	and ret	nce pay irement on (B)	distri	eration from bution of ofits(C)	exect	nses for ation of ness(D)	(A+B+C	+D) to net ne(%)	Salary, and Al	, Bonuses, llowances (E)	Severance retirement	e pay and at pension F)	Profit S	haring-	Emplo (G)	yee Bonus	net income(%) pai		Compensation paid to directors from an invested
Title	Name	The compa ny	Compani es in the financial statement s	The compan y	Compan ies in the financia l stateme nts	The	Companies in the financial statements	The compan y	Compani es in the financial statement s	The	Companie s in the financial statements	compan	Companie s in the financial statement s	The	Compani es in the financial statement s	Cash	mpany Stock bonus	fin state Cash	nies in the ancial ements Stock bonus		Companies in the financial statements	company other
Chairman	Chang, Hsien-Ming																					
Vice Chairman	Tsai, Shu-Ken																					
Director	Huang, Wen-Hung																					
Director	Hsu, Ching-Hsiung																					
Director	Tsai, Chang-Hung									Total:	Total:									Total:	Total:	
Director	Li, Yi-Tsang	2,242	2,242	-	-	-	-	100	100	2,342	2,342	11,996	29,665	-	-	-	-	-	-	14,338	32,007	2,342
Director	Chang, Chun-Chi									Ratio: -0.53%	Ratio: -0.53%									Ratio: -3.27%	Ratio: -7.30%	
Director	PJ Asset Management Co., Ltd. Representative: Wu, Su-Chiu									-0.3376	-0.3376									-3.2770	-7.5070	
Director	Su, Su-Chiu																					
Director	Sun, Rui-Chien																					
Independent Director	Wei, Chia-Min									T-4-1	T-4-1									T- 4-1	Tetal	
Independent Director	Chen, Tien-Wen	2.529	2,529	-			_	75	75	Total: 2,604	Total: 2,604									Total: 2,604	Total: 2,604	2,604-
Independent Director	Chang, De-Wen	2,329	2,329	-	-	-	-	15	15	Ratio: -0.59%	Ratio: -0.59%	-	-	-	-	-	-	-	-	Ratio: -0.59%		2,004-
Independent Director	Chan, Wen-Yin									-0.3970	-0.3970									-0.39%	-0.3970	

takes references from the industry in establishing standards for fixed amount allowances such as travelling allowance or attendance allowance for directors. However, no variable compensations are paid to directors. There is no connection between a director's compensation payment and performance.

In addition to aforementioned disclosure, compensation paid to directors for services provided to all companies (such as being a consultant instead of an employee for parent company/all companies in financial statement/invested businesses) in financial statement during the latest year: none.

Note 1. A full-scale re-election of directors was conducted by the shareholders' meeting on June 17, 2022. Terms for Director Hsu, Ching-Hsiung and P J Asset Management Co., Ltd had expired. Wu, Su-Chiu and Sun, Rei-Chien were elected as directors, and Chan, Wen-Yin was elected as in independent director.

Note 2. Director Huang, Wen-Hung resigned on March 10, 2022.

	Names of directors										
Range of remunerations paid to directors of the company	Total of A	A+B+C+D	Total of A+B+C+D+E+F+G								
uncetors of the company	The company	Companies in the consolidated financial statements	The company	Companies in the consolidated financial statements							
Below NT\$ 1,000,000	Wei, Chia-Min;Chen, Tien-Wen; Chang, De-Wen;Chan, Wen-Yin; Chang, Hsien-Ming;Tsai, Shu-Ken; Huang, Wen-Hung;Hsu, Ching-Hsiung; Tsai, Chang-Hung;Li, Yi-Tsang; Chang, Chun-Chi;PJ Asset Management Co., Ltd.; Wu, Su-Chiu;Sun, Rui-Chien	Wei, Chia-Min;Chen, Tien-Wen; Chang, De-Wen;Chan, Wen-Yin; Chang, Hsien-Ming;Tsai, Shu-Ken; Huang, Wen-Hung;Hsu, Ching-Hsiung; Tsai, Chang-Hung;Li, Yi-Tsang; Chang, Chun-Chi; PJ Asset Management Co., Ltd.; Wu, Su-Chiu;Sun, Jui-Chie	Wei, Chia-Min;Chen, Tien-Wen; Chang, De-Wen;Chan, Wen-Yin; PJ Asset Management Co., Ltd.; Huang, Wen-Hung;Hsu, Ching- Hsiung; Chang, Chun-Chi;Wu, Su-Chiu; Sun, Jui-Chi	Wei, Chia-Min;Chen, Tien-Wen; Chang, De-Wen;Chan, Wen-Yin; PJ Asset Management Co., Ltd.; Huang, Wen-Hung;Wu, Su-Chiu; Sun, Jui-Ch							
NT\$ 1,000,000 or more but less than NT\$ 2,000,000	_	_	-	-							
NT\$ 2,000,000 or more but less than NT\$ 3,500,000	_	Ι	Chang, Hsien-Ming;Tsai, Shu-Ken; Tsai, Chang-Hung;Li, Yi-Tsang	_							
NT\$ 3,500,000 or more but less than NT\$ 5,000,000	—	-	-	Chang, Chun-Chi;							
NT\$ 5,000,000 or more but less than NT\$ 10,000,000	_	_	—	Chang, Hsien-Ming;Tsai, Shu-Ken; Tsai, Chang-Hung;Li, Yi-Tsan							
NT\$ 10,000,000 or more but less than NT\$ 15,000,000	_	Ι	_	_							
NT\$ 15,000,000 or more but less than NT\$ 30,000,000	_	Ι	_	_							
NT\$ 30,000,000 or more but less than NT\$ 50,000,000	_	_	_	_							
NT\$ 50,000,000 or more but less than NT\$ 100,000,000	_	—	_	_							
NT\$ 100,000,000 or more but less than NT\$ 100,000,000	—	_	-	-							
Over NT\$ 100,000,000	_	_	_	_							
Total	14 persons	14 persons	14 persons	14 persons							

Range of Remunerations

Note 1. A full-scale re-election of directors was conducted by the shareholders' meeting on June 17, 2022. Terms for Director Hsu, Ching-Hsiung and P J Asset Management Co., Ltd had expired. Wu, Su-Chiu and Sun, Rei-Chien were elected as directors, and Chan, Wen-Yin was elected as in independent director.

Note 2. Director Huang, Wen-Hung resigned on March 10, 2022.

2. Remuneration of supervisors: Not applicable since the company has not established any supervisor positions

### 3. Remuneration of Presidents and Vice Presidents

				1001001												Unit: 10	000NTD;	%
					Severance pay and retirement pension (B)				Profit Sharing- Employee Bonus (D)			Ratio of total remuneration (A+B+C+D) to net income(%)		Number of received Employee Stock Option Certificates		shares through		Compensation paid to presidents/
Title	Name	The compan y	Compani es in the consolida ted financial statement s	The	Compani es in the consolid ated financial statemen ts	The company	Compani es in the consolida ted financial statement s	The co Cash Bonus	mpany Stock Bonus	Compani consol finar stater Cash Bonus	ncial	The company	Companie s in the consolidat ed financial statements	The company	Companie s in the consolidat ed financial statements	The company	Companie s in the consolidat ed financial statements	from an invested
Vice President	nang, Hsien-Ming																	
Spokesperson	Tsai, Shu-Ken																	
Vice President	uang, Wen-Hung																	
Director and President of	su, Ching-Hsiung sai, Chang-Hung																	
Executive Vice President Fan	ng, Cheng-Chiang											Total:	Total:					
	Liang, Li-Sheng											23,449	- Ratio:				-	1,810
Director and Vice President	Li, Yi-Tsang	-	19,974	-	-	23,449	36,907		-		-	Ratio:		-	-	-		
Vice President I	Liu, Han-Pang											-5.35%	-12.97%					
Vice President H	Huang, Ching- Chung																	
Head of Finance and Accounting T (Chief Financial Officer)	Tsai, Ching-Wu																	
President, Shanghai No. 1 Machine Tool Foundry (Su Zhou) Co., Ltd.	Chang, Chun-Chi																	
Chief Governance Officer C	Chinag, Su-Kan																	

Note 1. Director and Executive Vice President Huang, Wen-Hong resigned on March 10, 2022. Note 2. Executive Vice President Hsu, Ching-Hsiung was promoted to President on May 16, 2022.

Range of remunerations paid to	Names of presidents and vice presidents								
presidents and vice presidents of the company	The company	Parent company/all invested businesses							
Below NT\$ 1,000,000	Huang, Wen-Hung; Liang, Li-Shang; Fang, Cheng-Chiang; Chang, Chun-Chi Lin, Yu-Yi; Chiang, Su-Kan	Huang, Wen-Hung							
NT\$ 1,000,000 or more but less than NT\$ 2,000,000	Liu, Han-Pang;	Chiang, Su-Kan							
NT\$ 2,000,000 or more but less than NT\$ 3,500,000	Chang, Hsien-Ming; Tsai, Su-Ke; Li, Yi-Tsang; Huang, Ching-Chung; Tsai, Ching-Wu	Liang, Li-Shang; Fang, Cheng-Chiang;							
NT\$ 3,500,000 or more but less than NT\$ 5,000,000	Hsu, Ching-Hsiung; Tsai, Chang-Hung	Chang, Hsien-Ming; Huang, Ching-Chung; Li, Yi-Tsang; Liu, Han-Pang; Chang, Chun-Chi; Tsai, Ching-Wu							
NT\$ 5,000,000 or more but less than NT\$ 10,000,000	_	Tsai, Su-Ken; Hsu, Ching-Hsiung; Tsai, Chang-Hung;							
NT\$ 10,000,000 or more but less than NT\$ 15,000,000	—	—							
NT\$ 15,000,000 or more but less than NT\$ 30,000,000		—							
NT\$ 30,000,000 or more but less than NT\$ 50,000,000	_	—							
NT\$ 50,000,000 or more but less than NT\$ 100,000,000	_	—							
Over NT\$ 100,000,000	_	—							
Total	13 persons	13 persons							

### Range of Remunerations

Note 1. Director and Executive Vice President Huang, Wen-Hong resigned on March 10, 2022. Note 2. Executive Vice President Hsu, Ching-Hsiung was promoted to President on May 16, 2022.

4. Managers and their allotted	employee bonuses:
--------------------------------	-------------------

Unit:	1000 NT	D; Decer	mber 31.	2022
onn.	1000111	D, D		, 2022

	Title	Name	Stock bonus	Cash Bonus	Total	Ratio of total amount to net income (%)
	Chairman and Vice President	Chang, Hsien-Ming				
	Vice Chairman and Spokesperson	Tsai, Shu-Ken				
	Director and Executive Vice President	Huang, Wen-Hung				
	President	Hsu, Ching-Hsiung				
	Executive Vice President	Fang, Cheng-Chiang				
	Executive Vice President	Liang, Li-Sheng				
	Director & Chairman of the Board, East China Region	Tsai, Chang-Hung	-	-	-	0%
Managers	Director and Vice President	Li, Yi-Tsang				
	Vice President	Liu, Han-Pang				
	Vice President	Huang, Ching-Chung				
	Head of Finance and Accounting (Chief Financial Officer)	Tsai, Ching-Wu				
	Chief Governance Officer	Chinag, Su-Kan				
	President, Shanghai No. 1 Machine Tool Foundry (Su Zhou) Co., Ltd.	Chang, Chun-Chi				

Note 1. Director and Executive Vice President Huang, Wen-Hong resigned on March 10, 2022. Note 2. Executive Vice President Hsu, Ching-Hsiung was promoted to President on May 16, 2022.
- (d) Analysis of the ratio of total remuneration paid by the company and by all companies included in the consolidated financial statements to directors, supervisors, presidents and vice presidents of the Company within the two most recent fiscal years, to the net income and description of remuneration policies, standards, and mixes, setting of relevant procedures, and correlation between business performance and future risks:
  - 1. Analysis of the ratio of total remuneration paid by the company and by all companies included in the consolidated financial statements to directors, supervisors, presidents and vice presidents of the Company, to the net income:

,							
Itom	202	21 2022					
Item	Amount	%	Amount	%			
Director	37,028	17.13%	34,611	-7.89%			
Presidents and Vice Presidents	59,384	27.48%	56,811	-12.97%			
Consolidated net income	216,102	100%	-438,462	100%			

Unit: 1000 NTD: %

Note: The total remuneration of directors includes compensations for concurrent positions. The calculation of the remuneration of directors is therefore overlapping with that of presidents and vice presidents therefore

- 2. Remuneration policies, standards, and mixes, setting of relevant procedures, and correlation between business performance and future risks
  - (1) Directors and independent directors of the Company only receive regular compensation without any other payments except for director's receiving of attendance allowance for attending each Board of Directors Meeting.
  - (2) Compensations for General Manager and Vice President are established in accordance with job title, contribution to the Company, references of industry standards as well as the Company's human resource regulations. Manager compensation includes salary and bonus. Salary is based on items of industry reference, job title, job rank, education (experience), professional capability and responsibility. Bonus is based on considerations of manager's performance assessment items which include two major parts of financial indicators (such as company revenue, pre-tax net profit and after-tax net profit) and non-financial indicators.

## 3. Implementation of Corporate Governance

(a) Operations of the board of directors

A total of 7 board meetings (A) were convened in the most recent fiscal year (2022). Director attendance was follows:

Title	Name	Attendance in	By proxy	Attendance rate (%)	Remarks	
11010		person(B)	Dy prony	(B/A)		
Chairman	Chang, Hsien-Ming	7	0	100.00%	Post continued after term expiration on June 17, 2022.	
Director	Tsai, Shu-Ken	7	0	100.00%	Post continued after term expiration on June 17, 2022.	
Director	Huang, Wen-Hung	7	0	100.00%	Resignation on March 10, 2022	
Director	Hsu, Ching-Hsiung	7	0	100.00%	Term expires on June 17, 2022.	
Director	Tsai, Chang-Hung	7	0	100.00%	Post continued after term expiration on June 17, 2022.	
Director	Li, Yi-Tsang	7	0	100.00%	Post continued after term expiration on June 17, 2022.	
Director	Chang, Chun-Chi	7	0	100.00%	Post continued after term expiration on June 17, 2022.	
Director	Wu, Su-Chiu, Designated Representative from PJ Asset Management Co., Ltd.	3	0	100.00%	Term expires on June 17, 2022.	
Director	Wu, Su-Chiu	4	0	100.00%	Elected on June 17, 2022	
Director	Sun, Rui-Chien	4	0	100.00%	Elected on June 17, 2022	
Independent Director	Wei, Chia-Min	7	0	100.00%	Post continued after term expiration on June 17, 2022.	
Independent Director	Chen, Tien-Wen	7	0	100.00%	Post continued after term expiration on June 17, 2022.	
Independent Director	Chang, De-Wen	7	0	100.00%	Post continued after term expiration on June 17, 2022.	
Independent Director	Chan, Wen-Yin	4	0	100.00%	Elected on June 17, 2022	
Other items to l 1. (1) Item	be recorded: ns listed in Article 14-3	3 of the ROC	C Securities	Exchange Act:		

Chinese text shall p	revan.			
Audit Committee	Compliance with contents of proposal prescribed in Article 14-5 of Securities and Exchange Act	Independent Director's Opinion	Company's Response to Independent Director's Opinion	Resolution Result
2022.01.04	<ol> <li>Discussion of the Company's intention to apply for 5-year syndicated loan from the credit extension banks organized by Land Bank of Taiwan.</li> <li>Discussion of the Company's endorsement/guarantee for Yeong Guan Holdings Co., Limited Taiwan Branch (B.V.I.), a Taiwan Branch for the Company's subsidiary Yeong Guan Holdings Co., Limited.</li> <li>Discussion of the Company's offering of capital loan to Yeong Guan Holdings Co., Limited Taiwan Branch (B.V.I.), a Taiwan Branch for the Company's subsidiary Yeong Guan Holdings Co., Limited.</li> </ol>	None	None	Approved unanimously by all attending directors following an inquiry by the chair
2022.03.16	<ol> <li>Recognition of the 2021         <ul> <li>Consolidated Financial Statement.</li> </ul> </li> <li>Discussion of the amendment to         the Operational Procedures for         <ul> <li>Endorsements and Guarantees.</li> <li>Discussion of the amendment to             <ul> <li>the Processing Procedures for</li></ul></li></ul></li></ol>	None	None	Approved unanimously by all attending directors following an inquiry by the chair
2022.05.05	1. Recognition of the Company's consolidated statements for Q1, 2022.	None	None	Approved unanimously by all attending directors following an inquiry by the chair
2022.08.24	<ol> <li>Recognition of the Company's consolidated statements for Q2, 2022.</li> <li>The Company intends to issue the 4th NA secured convertible corporate bond in Republic of China.</li> <li>Discussion over proposals of the Company's providing endorsement for its subsidiary of Yeong Guan Holdings Co., Limited, and the Company's issuance of subordinated</li> </ol>	None	None	Approved unanimously by all attending directors following an inquiry by the chair.

	repayment priority agreement on advancement payment for transactions with shareholders.			
2022.11.08	<ol> <li>Recognition of the Company's consolidated statements for Q3, 2022</li> <li>Discussion of the Company's offering of capital loan to Yeong Guan Holdings Co., Limited Taiwan Branch (B.V.I.), a Taiwan Branch for the Company's subsidiary Yeong Guan Holdings Co., Limited.</li> </ol>	None	None	Approved unanimously by all attending directors following an inquiry by the chair

- (2) Where other board resolutions exist for which dissenting or qualified opinions of independent directors are on record or written statements have been issued, the date and term of the board meeting, proposal contents, all opinions of independent directors, and the handling of such opinions shall be clearly specified: NA
- 2. If directors recuse themselves from discussion and voting on motions that involve conflicts of interest, the names of the directors, contents of motions, the reasons for recusal, and actual participation in the voting process shall be clearly stated:
  - (1) On March 16, 2022, the board of directors discussed the award of the 2021year-end bonus to the managers of the company. Due to the fact that the directors Chang, Hsien-Ming, Tsai Shu-Ken, Hsu, Ching-Hsiung, Tsai, Chang-Hung and Li, Yi-Tsang concurrently serve as managers of the company, they recused themselves from participation in the discussions and voting process due to a personal conflict of interest. The motion was passed unanimously upon inquiry of the other directors in attendance by the acting chairman, Wei, Chia-Ming.
  - (2) On March 16, 2022, the board of directors deliberated approval of a proposal for fixed monthly salaries for newly promoted managers. Since Director Tsai, Chang-Hung concurrently serves as manager of the Company, he recused himself from the discussion and voting process due to a conflict of interest. The proposal was passed unanimously upon inquiry of the other directors in attendance by the chairman, Chang, Hsien-Ming.
  - (3) On August 24, 2022, the board of directors deliberated approval of a proposal for compensation and travel expense for new directors. Since Director Tsai Shu-Ken, Tsai, Chang-Hung and Li, Yi-Tsang Chang, De-Wen concurrently serves as manager of the Company, he recused himself from the discussion and voting process due to a conflict of interest. The proposal was passed unanimously upon inquiry of the other directors in attendance by the chairman, Chang, Hsien-Ming.
- 3. Assessment of measures taken to strengthen the functionality of the Board in recent years and their actual implementation (such as the establishment of an audit committee and the enhancement of information transparency):
  - (1) The company established an audit committee and remuneration committee on March 19, 2010 and October 14, 2011, respectively, to strengthen the functionality of the board, improve its supervisory capabilities, and enhance its management functions. Said committees are comprised of all independent directors of the company.

- (2) The company fully discloses all categories of business and financial information in its annual reports, the corporate website, and the Market Observation Post System to implement the spirit of corporate governance and effectively enhance information transparency.
- 4. Listed and OTC companies shall disclose information on assessment period and cycle, scope of assessment, method and contents of assessment for their Board of Directors Meeting's selfassessment (peer assessment). Execution of Board of Directors Meeting assessment is as follows:

Assessment Cycle	Assessment Period	Scope of Assessment	Method of Assessment	Contents of Assessment
Once Annually	From January 1, 2022 to December 31, 2022	Assessment on performance of Board of Directors Meeting (functional committee)	Internal Self- Assessment	<ul> <li>A total of 5 categories as follows:</li> <li>1. Level of participation in the Company's operation.</li> <li>2. Enhancement of Board of Directors Meeting decision quality.</li> <li>3. Composition and structure of Board of Directors Meeting.</li> <li>4. Election of directors and their continuous learning.</li> <li>5. Internal Control System</li> </ul>
Once Annually	From January 1, 2022 to December 31, 2022	Assessment on respective director's performance	Internal Self- Assessment	<ul> <li>A total of 6 categories as follows:</li> <li>Mastering of the Company's goal and mission.</li> <li>Recognition on director's responsibilities.</li> <li>Level of participation in the Company's operation.</li> <li>Management and communication of internal relationship.</li> <li>Director's professionalism and continuous learning.</li> <li>Internal control.</li> </ul>

(b) Operation of Audit Committee

During the latest fiscal year (2022), Audit Committee held a total of 6 meetings with attendance of Audit Commissioners as follows:

		Number of	Number of	Actual Attendance	
Job Title	Name	Actual	Commissioned	Rate (%)	Note
		Attendance (B)	Attendance(C)	[B/A]	

Independent Director	Wei, Chia-Min	6	0	100.00%	Post continued after term expiration on June 17, 2022.
Independent Director	Chen, Tien-Wen	6	0	100.00%	Post continued after term expiration on June 17, 2022.
Independent Director (Convener)	Chang, De-Wen	6	0	100.00%	Post continued after term expiration on June 17, 2022.
Independent Director	Chan, Wen-Yin	3	0	100.00%	Elected on June 17, 2022

The Company's Audit Committee is composed of 4 independent directors. Audit Committee held 5 meetings in 2022. The main audited items included:

- 1. Financial statement audit and accounting policy and procedures.
- 2. Internal control system and related policy and procedures.
- 3. Transactions of critical assets or derivative commodities.
- 4. Endorsement and guarantee on major capital loan.
- 5. Certified Public Accountant's qualifications, independence and performance assessment.
- 6. Commissioning, decommissioning or compensation for Certified Public Accountant.
- 7. Engagement or discharge of heads of finance, accounting or internal audit.
- 8. Audit Committee's self-assessment questionnaire on performance assessment.

Review of Financial Statements

Board of Directors Meeting complied 2022 business report, financial statements and surplus earning distribution proposal. Deloitte Taiwan was commissioned to inspect financial statements and issued an inspection report accordingly. This Audit Committee also conducted audit on aforementioned business report, financial statement and surplus earning distribution proposal and therefore considered them as compliant with requirements.

Assessment of Internal Control System's Effectiveness

Audit Committee conducts assessments on policy and process effectiveness of the Company's internal control system (including control measures on finance, operation, risk management, data security, outsourcing, regulation compliance, and so on), and reviews routine reports from the Company's Audit Department, Certified Public Accountant and management including risk management and regulation compliance. Audit Committee hereby considers that the Company's risk management and internal control systems are effective, and that the Company has already adopted necessary control mechanisms to supervise and rectify violation behavior.

Commissioning of Certified Public Accountant

Audit Committee has been delegated with the responsibility to supervise CPA accounting firm's independence to ensure impartiality of financial statements. To ensure CPA accounting firm's independence, Audit Committee takes references from Article 47 of Certified Public Accountant Act and contents of "integrity, impartiality, objectiveness and independence" prescribed in No 10 of Norm for Certified Public Accountant's Professional Ethics in its establishing of Independence Assessment Form. With this, CPA's independence, professionalism and suitability will be assessed to verify items that if they and the Company are mutual stakeholders, if they have transactions with the Company or if they and the Company have mutual financial benefit relationship. During reviews conducted by the Audit Committee meeting held on March 16, 2023 and Board of Directors Meeting dated March 16, 2023, it was verified that CPA Chen, Chih-Yuan and CPA Huang, Yao-Lin from Deloitte Taiwan had both met with independence assessment standards, and thus they were qualified for the posts of the Company's finance and tax CPA.

Other items to be documented:

I. Items prescribed on Article 14-5 of Securities and Exchange Act of ROC:

1. Items preser	The off Africie 14-3 of Securities and Excl	lange Act of N		· · · · · ·
Audit Committee	Compliance with contents of proposal prescribed in Article 14-5 of Securities and Exchange Act	Independent Director's Opinion	Company's Response to Independent Director's Opinion	Resolution Result
2022.01.04	<ol> <li>Discussion of the Company's intention to apply for 5-year syndicated loan from the credit extension banks organized by Land Bank of Taiwan.</li> <li>Discussion of the Company's endorsement/guarantee for Yeong Guan Holdings Co., Limited Taiwan Branch (B.V.I.), a Taiwan Branch for the Company's subsidiary Yeong Guan Holdings Co., Limited.</li> <li>Discussion of the Company's offering of capital loan to Yeong Guan Holdings Co., Limited Taiwan Branch (B.V.I.), a Taiwan Branch for the Company's subsidiary Yeong Guan Holdings Co., Limited Taiwan Branch (B.V.I.), a Taiwan Branch for the Company's subsidiary Yeong Guan Holdings Co., Limited.</li> </ol>	None	None	Approved unanimously by all attending directors following an inquiry by the chair
2022.03.16	<ol> <li>Recognition of the 2021 Consolidated Financial Statement.</li> <li>Discussion of the amendment to the Operational Procedures for Endorsements and Guarantees.</li> <li>Discussion of the amendment to the Processing Procedures for Acquisition or Disposal of Assets</li> </ol>	None	None	Approved unanimously by all attending directors following an inquiry by the chair
2022.05.05	<ol> <li>Recognition of the Company's consolidated statements for Q1, 2022.</li> </ol>	None	None	Approved unanimously by all attending directors following an inquiry by the chair
2022.08.24	<ol> <li>Recognition of the Company's consolidated statements for Q2, 2022.</li> <li>The Company intends to issue the 4th NA secured convertible corporate bond in Republic of China.</li> <li>Discussion over proposals of the Company's providing endorsement for its subsidiary of Yeong Guan Holdings Co., Limited, and the Company's issuance of subordinated repayment priority agreement on</li> </ol>	None	None	Approved unanimously by all attending directors following an inquiry by the chair.

	advancement payment for transactions with shareholders.			
2022.11.08	<ol> <li>Recognition of the Company's consolidated statements for Q3, 2022</li> <li>Discussion of the Company's offering of capital loan to Yeong Guan Holdings Co., Limited Taiwan Branch (B.V.I.), a Taiwan Branch for the Company's subsidiary Yeong Guan Holdings Co., Limited.</li> </ol>	None	None	Approved unanimously by all attending directors following an inquiry by the chair

- 2. For items in addition to aforementioned ones and which were not approved by Audit Committee but have obtained resolution under consent from more than two-thirds of all directors, date of Board of Directors Meeting, number of plenary, contents of resolution, resolution result from Audit Committee and the Company's response to Audit Committee's opinion shall be explained accordingly: None.
- I. For execution of independent director's recusal on proposal with conflict of interest, name of independent director, contents of proposal, reason for recusal and participation in voting shall all be explained accordingly: None.
- II. Communication between independent directors and head of internal audit and CPA (for example, communication items, methods and results on the Company's finance and business conditions):
  - 1. Each month, the Company's head of internal audit will deliver audit report, which is implemented in accordance with audit plan, to each commissioner of Audit Committee through mail for the purpose of communicating audit report result, and report contents of each quarter's audit report in Board of Directors Meetings held each quarter, and attend Board of Directors Meeting and each Audit Committee meeting. In the event of special circumstances, real-time reports will be provided to respective audit commissioners accordingly. There were occurrences of special incidents in 2022. The Company's Audit Committee maintains good communication with head of internal audit.
  - 2. CPA will attend Audit Committee meeting depending on needs from contents of each meeting. In the event of special circumstances, reports will be made to Audit Committee commissioners in a timely manner. There were no special circumstances for 2022. The Company's Audit Committee maintains good communication with CPA.

Date of Audit Committee Meeting	Items for Communication with CPA	Communication Result
2022.03.16	CPA provided explanation on 2021 financial statements and audit focus on critical items, and discussed and communicated with attending personnel on questions raised.	No objection

(c) Corporate Governance Execution Status and Devia	ations	nom	"Corporate Governance Best-Practice Principles for TWSE/TPI	· · · ·
			Implementation Status	Deviations from
				"Corporate
Assessment items				Governance Best-
	Y	Ν	Brief description	Practice Principles for
				TWSE/TPEx Listed
				Companies"
1. Has the company formulated and duly disclosed	$\checkmark$		The company formulated and duly disclosed corporate	No major deviations
corporate governance best practice principles			governance best practice principles pursuant to the "Corporate	5
pursuant to the "Corporate Governance Best-			Governance Best-Practice Principles for TWSE/TPEx Listed	
Practice Principles for TWSE/TPEx Listed			Companies". Corresponding norms and regulations are	
Companies"			observed and implemented in accordance with the spirit of	
Companies			corporate governance. In the future, the company will	
			continue to strengthen information transparency and board	
			functionality through the amendment of relevant management	
			regulations with the goal of promoting corporate governance.	
2 Chaugh alding Strategy & Shaugh aldour? Dishta			regulations with the goal of promoting corporate governance.	
2. Shareholding Structure & Shareholders' Rights	$\checkmark$		(1) $T_{1}$ =, $1 = 1$ from $1 = 1$ into $1 = 1$ , $1 = 1$	NT
(1) Have internal operating procedures for the	v			No major deviations
handling of shareholder suggestions,			procedures. The spokesperson and deputy spokesperson	
uncertainties, disputes, or grievances been			are in charge of handling shareholder suggestions,	
formulated and implemented?			uncertainties, disputes, or grievances in coordination with	
			related units.	
(2) Does the company possess a list of major	$\checkmark$			No major deviations
shareholders that have actual control over the			(directors, supervisors, managerial officers, and 10-	
company and a list of ultimate controllers of			percent shareholders) on a regular basis in accordance	
these major shareholders?			with the Article 25 of Securities and Exchange Act.	
(3) Has the company established and implemented a	$\checkmark$		(3) All affiliates are independently responsible for the	No major deviations
risk management and firewall mechanism with			management of their assets and finances in accordance	0
its affiliates?			with the internal control system of the company to ensure	
			the implementation of the risk control and firewall	
			mechanism	
(4) Has the company formulated internal norms and	$\checkmark$			No major deviations
regulations that prohibit insiders from using			regulations that prohibit insiders from using non-public	
non-public information on the market to conduct			information on the market to conduct security	
security transactions?			transactions	
security transactions:			u a115aU10115	

(c) Corporate Governance Execution Status and Deviations from "Corporate Governance Best-Practice Principles for TWSE/TPEx Listed Companies"

			Implementation Status	Deviations from
Assessment items	Y	N	Brief description	"Corporate Governance Best- Practice Principles for TWSE/TPEx Listed Companies"
<ul> <li>3. Composition and Responsibilities of Board of Directors Meeting</li> <li>(1) In terms of its member composition, did the Board of Directors Meeting establish diversity policy, specific management objective and execute them truthfully without fail?</li> </ul>			<ol> <li>The Company's current Board of Directors Meeting is composed of 11 directors which include 5 executive directors, 2 non-executive director and 4 independent directors. Diversified guidelines on the composition of members has already been established and therefore these directors come with expertise and backgrounds in industry, finance, accounting and management. (Please refer to P14 for details on director diversification.)</li> </ol>	No major deviations
(2) In addition to the Company's establishment of Salary and Compensation Committee and Audit Committee in accordance with laws, does the Company voluntarily establish other committees with various functions?			<ul> <li>(2) The Company hasn't established other committees with various functions. Board of Directors Meeting will authorize installation of such committees if needed.</li> </ul>	The Company hasn't established other committees with various functions.
<ul> <li>(3) Does the Company establish performance assessment guidelines and assessment measures for Board of Directors Meeting and conduct regular performance assessments each year? And if the Company submits performance assessment result to Board of Directors Meeting and uses such results for references on individual director's salary and compensation as well subsequent nomination for next tenure?</li> <li>(4) Does the Company conduct regular assessment on CPA's independence?</li> </ul>			<ul> <li>(3) The Company's Board of Directors Meeting complies with related regulations such as Regulations Governing Procedure for Board of Directors Meeting of Public Companies, and established Assessment Guideline and Assessment Measures for Board of Directors Meeting's performance on May 6, 2020 and later amended this guideline on May 6, 2021. Assessment result for 2022 has already been submitted to Board of Directors Meeting during Board of Directors Meeting held on March 16, 2023.</li> <li>(4) The Company's Board of Directors Meeting conducts</li> </ul>	No major deviations No major deviations
			assessment over CPA's independence at least once every year. In addition to obtaining independence statement issued by CPA, the Company also verifies that there is no	

			Implementation Status	Deviations from
Assessment items	Y	N	Brief description	"Corporate Governance Best- Practice Principles for TWSE/TPEx Listed Companies"
4. Does a public company/OTC company assign competent and appropriate number of corporate governance personnel, and assign corporate governance head for responsibilities of corporate governance related matters (including but not limited to providing director, supervisor with information needed for business execution, assisting director and supervisor in regulation compliance, conducting related matters on Board of Directors Meeting and Shareholder's Meeting in accordance with laws and regulations, or preparing meeting minutes for Board of Directors Meeting and Shareholder's Meeting)?			financial interest or business relationship between CPA and the Company other than expenses incurred from financial statement certification and tax cases. Family members of CPA also comply with independence requirements. Consequently, Audit Committee meeting dated March 16, 2023 and Board of Directors Meeting dated March 16, 2023 reviewed and approved that CPA Chen, Chihi-Yuan and CPA Huang, Yao-Lin from Deloitte Taiwan had both met with independence assessment standards. (Please refer to Note 1 for details of assessment on CPA's independence.) The Company's Board of Directors Meeting passed a resolution on August 8, 2019 to designate Assistant Vice President Chiang, Shu-Kan as the Head of Corporate Governance to protect shareholders' rights and enhance Board of Directors Meeting's competence. Assistant Vice President Su-Gan Jiang has more than 3 years of experience in shareholders' affair and supervisor duty for Board of Directors Meeting in a public company, and he is also a certified accountant for accounting practices. Currently, the Company has established 2 staffs for corporate Governance are, as required by laws and regulations, to work on related matters of Board of Directors Meeting and Shareholder's Meeting, prepare meeting minutes for Board of Directors Meeting and Shareholder's Meeting, assist directors (including independent directors) to assume their posts and continue to learn, provide directors and supervisors with materials needed for their execution of business and assist directors (including	No major deviations

				Imp	leme	ntation Status		Deviations from
Assessment items	Y	N			"Corporate Governance Best- Practice Principles for TWSE/TPEx Listed Companies"			
			and so o	dent direct n. ls of the C gement's a				
			Name	Date of Learning				
				2022.04.2 2	3.0	Taiwan Institute for Sustainable Energy.	Taishin 30 Sustainability & Net Zero Summit- Transform to Net Zero 2030	
				2022.07.1 8	3.0	Accounting Research and Development Foundation	New Trend for Reporting ESG and TCFD: Mastering Key Points in Data	
			Chiang, Shu- Kan	2022.07.2 7	2.0	Taiwan Stock Exchange Corporation & Taipei Exchange	Industry Main Theme Promotion Workshop for Sustainable Development Roadmap	
				2022.10.1 9	3.0	Securities and Futures Institute	2022 Insider Equity Trading Compliance Promotion Seminar	
				2022.12.1 5				
5. Has the company established communication	$\checkmark$		The con	npany mai	ntain	s open communica	tion channels with	No major deviations

			Implementation Status	Deviations from
Assessment items	Y	N	Brief description	"Corporate Governance Best- Practice Principles for TWSE/TPEx Listed Companies"
channels with its stakeholders (include but not limited to shareholder, employers, clustomers and suppliers) and a special section for stakeholders on its website? Does the company deal with CSR issues of concern to stakeholders in an appropriate manner?			banks it has dealings with as well as employees, consumers, and suppliers and respects and protects their lawful rights and interests. The company has established a spokesperson system and a Litigation/Non-Litigation Agent position and requires that company information is disclosed in an honest manner to provide stakeholders with highly transparent financial and business information. It is also planned to set up a special section for stakeholders on the corporate website to enable the company to deal with CSR issues of concern to stakeholders in an appropriate manner	
6. Has the company commissioned a professional service agency to handle shareholders meeting affairs?	•		The company has commissioned Capital Securities Corp., Registrar Agency Department to handle shareholders meeting affairs	No major deviations
<ul> <li>7. Information disclosure</li> <li>(1) Has the company established a corporate website to disclose information regarding the Company's financials, business, and corporate governance status?</li> </ul>	~		(1) The company has set up a Chinese-language website and will continue to disclose relevant information. Finance, business, and corporate governance related information of the company can also be queried on the Market Observation Post System after the company goes public.	No major deviations
<ul> <li>(2) Has the company adopted other information disclosure methods (e.g., maintenance of an English-language website, appointment of dedicated personnel in charge of handling information collection and disclosure, implementation of a spokesperson system, webcasting of investor conferences)?</li> <li>(3) Did the Company make public announcement and report its annual financial statements within</li> </ul>	<ul> <li>Image: A start of the start of</li></ul>		(2) The company has already established a spokesperson and deputy spokesperson position as well as a Chinese- language website. Finance, business, and corporate governance related information have been made available and investor conference related announcements are handled in accordance with regulations prescribed by the Taiwan Stock Exchange.	No major deviations No major deviations

				Deviations from						
	Assessment items	Y	N				"Corporate Governance Best- Practice Principles for TWSE/TPEx Listed Companies"			
	two months after the end of fiscal year, and make an advance public announcement and report financial statements for Q1, Q2 and Q3 as well as operation status for respective months prior to deadlines required by laws?			Q3 f	inancial	stateme	nts as	well as oper	ts on Q1, Q2 and ation status for escribed by laws.	
8.	understanding of the Company's corporate governance practices (e.g., employee rights, employee care, investor relations, supplier	<		arran	ged learr	ning cou	irses f	•	pany has already rs. Details of ws:	No major deviations
	relations, rights of stakeholders, advanced training of directors and supervisors, implementation of risk management policies and risk evaluation standards, implementation			Title	Name	Trainin g course date	Hours	Organizer	Course title	
	of customer relations policies, and purchase of liability insurance for directors and supervisors):			Indepen dent director	Wei, Chia- Min	2022.1 0.06	6.0		Internet Technology Development Trend and New Thinking for Internal Audit Personnel	
				Indepen dent director	Chen, Tien- Wen	2022.0 7.14	3.0	Securities & Futures Institute	Risks and Opportunities on Business Management from Climate Change and Net Zero Emission Policy	
						2022.1 0.13	3.0	Securities & Futures Institute	Fighting over Company Management and Introduction of	

				Deviations from					
Assessment items	Y	N			Bı	Brief description			"Corporate Governance Best- Practice Principles for TWSE/TPEx Listed Companies"
								Commercial Case Adjudication Act	
			Indepen dent	Chang, De-Wen	2022.1 2.15	3.0	Taiwan Corporate Governance Association	How can director/supervisor do to supervise a company in perfecting corporate risk management and crisis handling?	
			director		2022.1 2.15	3.0	Taiwan Corporate Governance Association	Last piece of jigsaw in Sustainability- Opportunity and Tools for Investment in Influence	
			Indepen dent director	Chan, Wen-Yin	2022.0 8.30 ~ 2022.0 8.31	12.0	Securities & Futures Institute	Business Practices Seminar for Director, Supervisor (including Independent Supervisor) and Corporate Governance Management- Taipei Class	
					2022.1 2.15	3.0	Taiwan Corporate Governance Association	How can director/supervisor do to supervise a company in perfecting corporate risk	

			1	Imp	lementa	ation S	Status		Deviations from
Assessment items	Y	N			"Corporate Governance Best- Practice Principles for TWSE/TPEx Listed Companies"				
								management and crisis handling?	
			Director		2022.1 2.15	3.0	Taiwan Corporate Governance Association	How can director/supervisor do to supervise a company in perfecting corporate risk management and crisis handling?	
				Ming	2022.1 2.15	3.0	Taiwan Corporate Governance Association	Last piece of jigsaw in Sustainability- Opportunity and Tools for Investment in Influence	
					2022.1 0.14	3.0	Taiwan Academy of Banking and Finance	Corporate Governance Seminar	
			Director	Tsai, Su- Ken	2022.1 2.15	3.0	Taiwan Corporate Governance Association	How can director/supervisor do to supervise a company in perfecting corporate risk management and crisis handling?	
					2022.1 2.15	3.0	Taiwan Corporate Governance Association	Last piece of jigsaw in Sustainability- Opportunity and Tools for	

		1		Imp	olement	ation	Status		Deviations from
Assessment items	Y	N			"Corporate Governance Best- Practice Principles for TWSE/TPEx Listed Companies"				
								Investment in Influence	
			Director	Tsai, Chang-	2022.1 2.15	3.0	Taiwan Corporate Governance Association	How can director/supervisor do to supervise a company in perfecting corporate risk management and crisis handling?	
				Hung	2022.1 2.15	3.0	Taiwan Corporate Governance Association	Last piece of jigsaw in Sustainability- Opportunity and Tools for Investment in Influence	
			Director	Li, Yi- Tsang	2022.1 2.15	3.0	Taiwan Corporate Governance Association	How can director/supervisor do to supervise a company in perfecting corporate risk management and crisis handling?	
					2022.1 2.15	3.0	Taiwan Corporate Governance Association	Last piece of jigsaw in Sustainability- Opportunity and Tools for Investment in Influence	
			Director		2022.1 2.15	3.0	Taiwan Corporate	How can director/supervisor	

				Deviations from					
Assessment items	Y	N			"Corporate Governance Best- Practice Principles for TWSE/TPEx Listed Companies"				
				Chang,			Governance Association	do to supervise a company in perfecting corporate risk management and crisis handling?	
				Chun- Chi	2022.1 2.15	3.0	Taiwan Corporate Governance Association	Last piece of jigsaw in Sustainability- Opportunity and Tools for Investment in Influence	
			Director	Wu, Su- Chiu	2022.1 2.15	3.0	Taiwan Corporate Governance Association	How can director/supervisor do to supervise a company in perfecting corporate risk management and crisis handling?	
					2022.1 2.15	3.0	Taiwan Corporate Governance Association	Last piece of jigsaw in Sustainability- Opportunity and Tools for Investment in Influence	
			Director	Sun, Rui- Chien	2022.0 7.26 ~ 2022.0 7.27	12.0	Securities & Futures Institute	Business Practices Seminar for Director, Supervisor (including Independent Supervisor) and	

Assessment items       Y       N       Brief description       "Corporate Governance Governance Best- Practice Principles for TWSE/TPEx Listed Companies"         Image: Corporate Governance Governance Corporate Governance Management- Tarpe Class       Imagement- Governance Governance Governance Corporate in Management- Tarpe Class       Imagement- Governance Governance Corporate in Management- Management and Griss handling?         (2)       Recusal of directors from discussion and voting on motions that involve conflicts of interest: Restrictions and recusal of directors with regard to motions that involve conflicts of interest are clearly stated in the provisions prescribing methods of exercise of rights by shareholders in the articles of incorporation.         (3)       Purchase of liability insurance for all directors of all directors         (4)       Investor relations, supplicr relations, rights of stakeholders: The company has purchased liability insurance for all directors         (4)       Investor related issues by investors, and stakeholders. The company has supplicrs, and stakeholders. The company has, suppliers, and stakeholders. The company has, suppliers, and stakeholders.         9.       Please describe adopted improvements and planned measures for prioritized areas requiring improvement as identified in the most recent				-	Imple	menta	ation S	Status		Deviations from
(2)       Recusal of directors from discussion and voring on motions that involve conflicts of interest: Restrictions and recusal of directors with regard to regress the provisions prescribing methods of exercise of rights by shareholders in the articles of interest are clearly stated in the provisions prescribing methods of exercise and supervisions. The company has purchased liability insurance for directors and supervisions.         (4)       Investor relations, supplier relations, supplier relations, rights of stakeholders: The company has established a spokesperson system to facilitate ingrite so multicipation and interest related issues by investors, suppliers, and stakeholders.	Assessment items	Y	N			Governance Best- Practice Principles for TWSE/TPEx Listed				
(2)Recusal of directors from discussion and voting on motions that involve conflicts of interest: Restrictions and recusal of directors with regard to motions that involve conflicts of interest are clearly stated in the provisions prescribing methods of exercise of rights by shareholders in the articles of incorporation.(3)Purchase of liability insurance for all directors(4)Investor relations, supplier relations, rights of stakcholders: The company has purchased liability insurance for all directors(4)Investor relations, supplier relations, suppliers, and stakeholders. The company maintains positive communication channels with banks, suppliers, and stakeholders.									Governance Management-	
<ul> <li>motions that involve conflicts of interest: Restrictions and recusal of directors with regard to motions that involve conflicts of interest are clearly stated in the provisions prescribing methods of exercise of rights by shareholders in the articles of incorporation.</li> <li>(3) Purchase of liability insurance for directors and supervisors: The company has purchased liability insurance for all directors</li> <li>(4) Investor relations, supplier relations, rights of stakeholders: The company has established a spokesperson system to facilitate inquiries on business conditions and consultation with regard to right and interest related issues by investors, suppliers, and stakeholders. The company maintains positive communication channels with banks, suppliers, and stakeholders.</li> </ul>							3.0	Corporate Governance	director/supervisor do to supervise a company in perfecting corporate risk management and	
				<ul> <li>motionand motionand mot</li></ul>	ons that in recusal of o we conflic isions pres cholders in hase of lial rvisors: The ance for a stor relatio cholders: T esperson s itions and est related cholders. T nunication	volve directo ts of i scribin the a bility ne con ll dire ons, su The co system consu issues The co	confl ors wi interest ing met rticles insura npany ectors upplien mpan to fa iltatio s by in mpan	icts of intere th regard to st are clearly thods of exer s of incorpor ance for dire has purchas r relations, ri y has establi cilitate inqui n with regar nvestors, sup y maintains	nd voting on est: Restrictions motions that stated in the reise of rights by ation. ctors and sed liability ights of shed a iries on business d to right and ppliers, and positive	

			Implementation Status	Deviations from					
				"Corporate					
Assessment items				Governance Best-					
Assessment nems	Y	Ν	Brief description	Practice Principles for					
			-	TWSE/TPEx Listed					
				Companies"					
corporate governance evaluation carried ou	t by the TV	WSE C	Corporate Governance Center. (not required for companies wh	nich have not been					
evaluated)									
(1). Rectifications already made:									
1. Sourcing appropriate candidate for President so that Chairman of the Board will not also assume the post of President.									
2. One more seat of independent director will be added for next re-election.									
(2). First Priority Enhancement Items and Measures:									
English version Cornerate Social Despensibility Depart had already been prepared and unloaded									

English version Corporate Social Responsibility Report had already been prepared and uploaded.

### Note 1: CPA independence assessment

As	sessment criteria	Assessment results	Conformity to independence requirements
1.	Does the CPA have a direct or material indirect financial interest/relationship with the Company?	No	Yes
2.	Has the CPA extended any loans or issued any guarantees to the Company or its directors?	No	Yes
3.	Does the CPA have a close business relationship or potential employment relationship with the Company?	No	Yes
4.	Have the CPA and members of his/her assurance task force served as director or manager or fill a position for the Company that has a material impact on the Audit Committee at present or within the last two years?	No	Yes
5.	Does the CPA provide non-assurance services for the Company that have a direct impact on audit tasks?	No	Yes
6.	Does the CPA serve as a broker for shares or other securities issued by the Company?	No	Yes
7.	Does the CPA serve as a defender or representative for the Company in the resolution of conflicts with third parties?	No	Yes
8.	Is the CPA related to a director or manager of the Company or to personnel performing duties that have a material impact on audit cases?	No	Yes

# (4) Operation of Remuneration Committee1. Information for Members of Remuneration Committee

k	formation for Members of Remu	nera		
Qualification	Professional Qualification & Experience		Status of Independence	Number of Publicly Listed Companies Where This Director is Also a Member of Remuneration Committee
Independent Director Wei, Chia-Min	Education Ph. D., Dept. of Resource Energy, National Cheng Kung University Experience Previously Vice President, Metal Industries Research and Development Center, with machinery industry expertise and years of industry operation and management experience. Qualification hereto complies with terms stipulated in respective clauses of Article 30 of the Company Act.	<ol> <li>2.</li> <li>3.</li> <li>4.</li> </ol>	The director himself or herself, his or her spouse or relatives within second degree of kinship does not or do not assume posts of director, supervisor or employee in the Company or its affiliated business. The director himself or herself, his or her spouse or relatives within second degree of kinship does not or do not own the Company's shares either under his/her/their own name(s) or other's name. The director himself or herself does not assume posts of a director or an employee in a company having specific relationship with the Company. The director himself or herself did not offer services related to business, law, finance or accounting to the Company or its affiliated business within the last two years.	2
Independent Director Chen, Tien-Wen	Education MBA, University of Southern California Experience Chairman of the Board, Chia Shih Construction Co., Ltd. with years of experience in finance, banking, securities and operation management. Qualification hereto complies with terms stipulated in respective clauses of Article 30 of the Company Act.	1. 2. 3. 4.	The director himself or herself, his or her spouse or relatives within second degree of kinship does not or do not assume posts of director, supervisor or employee in the Company or its affiliated business. The director himself or herself holds 33,347 shares of the Company. His or her spouse or relatives within second degree of kinship does not or do not own the Company's shares either under his/her/their own name(s) or other's name. The director himself or herself does not assume posts of a director or an employee in a company having specific relationship with the Company. The director himself or herself did not offer services related to business, law, finance or accounting to the Company or its affiliated business within the last two years.	2
Independent Director Chan, Wen-Yin	Education Institute of Electrical and Control Engineering, National Chiao Tung University Top-level Managers Managerment Class, Wharton School of the University of	1.	The director himself or herself, his or her spouse or relatives within second degree of kinship does not or do not assume posts of director, supervisor or employee in the Company or its affiliated business. The director himself or herself, his or her spouse or relatives within second degree	

Chinese text s				1
Qualification	Professional Qualification & Experience		Status of Independence	Number of Publicly Listed Companies Where This Director is Also a Member of Remuneration Committee
	Pennsylvania <u>Experience</u> Previously Director, Microelectronics Technology, Inc.; Vice President, ADVANIXS CORPORATION; Vice President, CyberTAN Technology Inc.; Vice President; Vice President, Avago Technologies; Director of Taiwan Area, Agilent Technologies with years of experience in operation management. Qualification hereto complies with terms stipulated in respective clauses of Article 30 of the Company Act.	3.	of kinship does not or do not own the Company's shares either under his/her/their own name(s) or other's name. The director himself or herself does not assume posts of a director or an employee in a company having specific relationship with the Company. The director himself or herself did not offer services related to business, law, finance or accounting to the Company or its affiliated business within the last two years.	
Independent Director Chang, De-Wen (Convener)	Education Dept. of Business Administration, National Taiwan University Experience President, You Shih CPA Firm, with CPA qualification and years of experience in accounting, finance and operation management. Qualification hereto complies with terms stipulated in respective clauses of Article 30 of the Company Act.	1. 2. 3. 4.	The director himself or herself, his or her spouse or relatives within second degree of kinship does not or do not assume posts of director, supervisor or employee in the Company or its affiliated business. The director himself or herself, his or her spouse or relatives within second degree of kinship does not or do not own the Company's shares either under his/her/their own name(s) or other's name. The director himself or herself does not assume posts of a director or an employee in a company having specific relationship with the Company. The director himself or herself did not offer services related to business, law, finance or accounting to the Company or its affiliated business within the last two years.	0

Note: The Company's Remuneration Committee is composed of all independent directors. Please refer to p.12 to p.14 of Annual Report for details of their professional qualification, experience and independence.

- 2. Remuneration Committee Competencies
  - (1) Assessment and monitoring of the company's remuneration policies
  - (2) Assessment and setting of remuneration standards for directors (incl. Chairman and Vice Chairman)
  - (3) Assessment and setting of remuneration standards for executives above the level of president and Associate GM

- (4) Assessment and setting of remuneration standards for executives
- (5) Regular reviews of remunerations of directors (incl. Chairman and Vice Chairman) and top executives (incl. executives above the level of manager and associate GM) based on company goals, business performance, and competitive environment
- 3. Operations of the remuneration committee
  - (1) The Remuneration Committee of the company is comprised of four members
  - (2) Term of office of the current committee: The term of office began on June 17, 2022 and will end on June 19, 2025 (on the same day as the 7th board of directors)

A total of 3 committee meetings (A) were convened in the most recent fiscal year (2022). Member qualifications and attendance records are as follows:

Title	Name	Attendance in person (B)	By proxy (C)	Attendance rate (%) 【B/A】	Remarks
Independent director	Wei, Chia-Min	3	0	100%	Post continued after term expiration on June 17, 2022.
Independent director	Chen, Tien-Wen	3	0	100%	Post continued after term expiration on June 17, 2022.
Independent director Convener	Independent director Chang, De-Wen		0	100%	Post continued after term expiration on June 17, 2022. °
Independent director	Chan, Wen-Yin	3	0	100%	Elected on June 17, 2022.

Date of Meeting	Contents of Proposals	Opinions from Remuneration Committee	Company's Response to Remuneration Committee's Opinion	Resolution Result
2022.03.16	<ol> <li>Recognition of the Company's 2021 year- end bonus for managers.</li> <li>Discussion of the Company's 2021 Distribution Proposal for Director Compensation and Employee Compensation.</li> <li>Recognition of the Company's monthly regular salary for managers.</li> <li>Recognition of the Company's monthly regular salary for directors and independent director.</li> </ol>	None	Proposals were passed under all attending commissioners' unanimous approval.	Proposals were submitted to the Board of Directors Meeting and were passed under all attending directors' unanimous approval.

2022.07.06	1. Discussion of the Compensation and travelling allowance or attendance allowance for directors.	None	Proposals were passed under all attending commissioners' unanimous approval.	Proposals were submitted to the Board of Directors Meeting and were passed under all attending directors' unanimous approval.
2022.08.24	<ol> <li>Discussion of the Company's 2021 Operational Bonus Distribution Proposal for managers.</li> </ol>	None	Proposals were passed under all attending commissioners' unanimous approval.	Proposals were submitted to the Board of Directors Meeting and were passed under all attending directors' unanimous approval.

Other items to be recorded:

- 1. If the board rejects or revises suggestions submitted by the remuneration committee, the date of the board meeting, the session, content of the motion, the board resolution, and the response by the company to opinions of the remuneration committee members should be specified (if remunerations and compensations approved by the board are higher than those suggested by the committee, the actual discrepancies and reasons should be stated clearly): None
- 2. If objections or reservations to resolutions by committee members are recorded or declared in writing, the dates of committee meetings, sessions, contents of motions, the opinions of all committee members and responses to such opinions by the company should be specified: None

(e) Execution of Sustainable Development Promotion, and Differences with Sustainable Development Best Practice Principles for TWSE/TPEx Listed	
Companies and Reasons	

	Companies and Reasons			Operation Conditions	Difference with
	Assessment Items		No	Summarized Explanation	Corporate Social Responsibility Best Practice Principles for TWSE/TPEx Listed Companies and Reasons for Differences
1.	Does the Company establish structures to promote sustainable development and establish full-time (part-time) unit responsible for promoting sustainable development? Does Board of Directors Meeting authorize and supervise senior management over management of these issues?	V		We have formulated Sustainable Development Best Practice Principles and set up an "EHS Sustainable Development Division" to optimize the Board functions and strengthen our management mechanism. Numerous mid- and high-level executives with expertise in different fields jointly examine core operational capabilities, formulate sustainable development policies, systems, and related management approaches, propose and execute concrete implementation plans, and track implementation results on an ongoing basis. This EHS Division reports the status of the Company's operations, finances, corporate governance, and sustainability issues to the Board of Directors on a quarterly basis to provide board members with a clear understanding of achievements in these areas and offer timely recommendations.	No Material Difference
2.	Has the Company conducted assessments over risks related to the Company operation's environmental, social and corporate governance issues, and established related risk management policy or strategy accordingly?	1		We rely on systematic and standardized management approaches to identify, prevent, and control risks in an effective manner and thereby maintain regular operations and achieve corporate sustainability. Risks in the environmental, social, and corporate governance dimensions are assessed based on materiality principles. All involved departments engage in risk identification, measurement, coping, and monitoring in line with their duties and responsibilities. Relevant tasks are implemented and reviewed on an annual basis subject to reporting to the EHS Division for discussion. Potential risks impacting different departments in the four major categories of business, finance, operations, and environment are identified in risk management meetings. For a more detailed description of risk assessment policies, please refer to the upcoming 2021 Sustainability Report (expected to be	No Material Difference

					Operation	Conditions	Difference with
	Assessment Items				Summarized Ex	kplanation	Corporate Social Responsibility Best Practice Principles for TWSE/TPEx Listed Companies and Reasons for Differences
				relea	sed in the third quarter of 20	022).	
3. En (1)	wironmental Issues Has the Company established appropriate environment management systems in accordance with industry characteristics?			(1)	The Company is always d and energy saving, and fu environmental protection prevention equipment as r Respective subsidiaries of ISO14001 certification an protection specifically in t projects, pollution prevent make contributions to glob meantime, management u responsible for establishin waste water and wastes for environmental protection laws and regulations. ISO factories range from Septe Name of Company Jiangsu Bright Steel Shanghai No.1 Machine Tool Foundry Ningbo Yeong Shang Dongguan Mould Factory	ledicated to environmental protection lfills its corporate responsibility on as well as establishes pollution required by laws and regulations. If the Company have all passed ad have fulfilled their environmental the fields of environmental management tion and reduction of garbage hoping to bal environmental protection. In the nits of respective factories are ng designated personnel on air pollution, or the purpose of managing related businesses and compliance with 0 14001 expirations for respective ember 2022 to September 2024. ISO14001Environment Certificate Expiration Dates 2020.06.23~2023.07.05 2019.09.29~2022.09.28 2020.07.06~2024.02.10 2021.09.10~2024.09.10	No Material Difference
					Ningbo Lu Lin	2021.08.18~2024.06.16	

				Operation Conditions	Difference with
	Assessment Items	Yes	No	Summarized Explanation	Corporate Social Responsibility Best Practice Principles for TWSE/TPEx Listed Companies and Reasons for Differences
(2)	Is the Company dedicated to enhancing utilization efficiency for various resources, and utilizing recycled materials with low impact to environment? Does the Company assess corporate's current and future potential risks and opportunities from climate change, and adopt measures responding to climate related issues?	√ √		<ul> <li>(2) The Company established management system over energy utilization efficiency and utilization and passed ISO5001 energy management system. The Company is dedicated to utilization efficiency of various resources Raw material usage rates are currently being adjusted through process technology upgrades with the ultimate goal of reducing pig iron consumption and replacing this material with recycled steel as an alternative. In 2021, recycled steel was utilized as the main raw material for over 45% of the total output volume. Tailings and foundry sand generated during production processes are recycled, recovered, and reused as raw materials. This has enabled us to achieve a recycling rate in excess of 95%. It is currently planned to deploy solar power installations as auxiliary manufacturing facilities and thereby increase the usage of clean energy</li> <li>(3) We conduct risk assessment with respect to internal and external plant environments and past accidents and disasters to identify potential risks and opportunities that impact the organization in five dimensions (assets, personnel, processes, stakeholders, and property). Risk analysis is carried out after identification of assumed disaster categories (storms, torrential rains, earthquakes, heat, and lightning strikes) and impacts. Contingency plans are formulated based on the results of this analysis to facilitate the confirmation, reporting, handling, and elimination of anomalies and initiation of rescue operations. In response to climate change, we have made a firm commitment to the adoption of management plans to achieve GHG mitigation, energy conservation &amp; carbon</li> </ul>	No Material Difference

			Opera	tion Conditions		Difference with
Assessment Items		No	Summarized	d Explanation		Corporate Social Responsibility Best Practice Principles for TWSE/TPEx Listed Companies and Reasons for Differences
(4) Has the Company calculated greenhouse gas emission amount, water utilization amount and total weight of wastes, and established policies for energy saving and carbon reduction, reduction in greenhouse emission and water utilization or management over other wastes?	$\checkmark$		<ul> <li>risks caused by GHG</li> <li>(4) The Company has alw carbon reduction for the offices and production local environmental period located will be reported industrial water utilizates established, and monthe to verify target fulfilling energy saving and car- greenhouse gas emission</li> </ul>	emissions and wast rays paid attention t he purpose of saving units. In the event rotection department ed. Each year, correct ation and power con- hly statistics are mannent status and ensu- bon reduction as we form. ISO150001 End spective factories ra- 2021 (ton) 135,154.49 318,277 36,825.21 e table has not been disclosed data has by subsidiaries in at local operating third-party verificat	o energy saving and g power consumption of hazardous wastes, its where enterprises at sponding goals for isumption will be de accordingly in orde ure gradual realization ell as reduction in ergy Certificate ange from May, 2022 t 2022 (ton) 134,853.08 315,200 37,587.5 verified by a third-par s been derived throu accordance with GH sites. If data disclos tion, up-to-date data w	n No Material Difference re of of ty gh G ed ill

			Difference with	
Assessment Items		No	Summarized Explanation	Corporate Social Responsibility Best Practice Principles for TWSE/TPEx Listed Companies and Reasons for Differences
			<ul> <li>website and revealed in the annual report for the following year.) Climate change coping and GHG management strategies:</li> <li>1. Active engagement in international, climate change-related advocacy initiatives such as EPD, CPD, and TCFD and inclusion of relevant priorities and evaluation criteria as key considerations for the formulation of environmental and GHG policies to ensure that such policies are in sync with mainstream views and requirements on the international stage</li> <li>2. Equipment improvements and selection of high-efficiency motors to optimize process energy consumption and adoption of ISO 50001 Energy Management System</li> <li>3. Planned installation of solar power facilities in certain plant areas (expected to be put into operation in April 2022)</li> <li>4. Propagation of energy and water conservation policies to achieve an indirect decrease of GHG emissions, setting of AC temperatures, and advocacy of power conservation in the Group's daily operations</li> <li>5. Active engagement in the voluntary GHG reduction initiative</li> <li>6. Decrease of the level of dependency on water resources and gradual installation of water efficiency label-certified faucets and toilets to make a contribution to preventing torrential rains and droughts caused by climate change; process improvements and optimization and partial recycling and reuse to enhance water utilization efficiency; regular sampling inspections conducted by competent local environmental authorities pursuant to applicable laws and regulations at operating sites; self-discipline and dedicated efforts to minimize environmental</li> </ul>	

				Operation Co	onditions	Difference with
Assessment Items	Yes	No		Summarized Expla	anation	Corporate Social Responsibility Best Practice Principles for TWSE/TPEx Listed Companies and Reasons for Differences
			7.	burdens under the premise of We strive to realize the goal waste reduction, recycling, a in accordance with waste m stipulated in local laws and management is based on the environmental impact mitig transportation, recycling, re- landfilling. Qualified waste commissioned to carry out s industrial waste (hazardous/ and other disposal methods provisions pursuant to appli General domestic and recyc competent units.	ed e se, on	
				Name of Company	ISO50001 Energy Certificate Expiration Dates 2022.08.05~2025.05.26	
				Jiangsu Bright Steel Shanghai No.1 Machine Tool Foundry	2022.08.05~2025.05.26	
				Ningbo Yeong Shang	2021.01.28~2024.01.21	
				Ningbo Lu Lin	2020.12.25~2023.12.24	
<ul> <li>4. Social Issues</li> <li>(1) Does the Company establish related management policies and programs in</li> </ul>			(1)	1 2 1	related labor laws and regulations ment systems and guidelines such	

				Difference with	
	Assessment Items	Yes	No	Summarized Explanation	Corporate Social Responsibility Best Practice Principles for TWSE/TPEx Listed Companies and Reasons for Differences
reg Hu (2) Do imj ber con ber apj	cordance with related laws and gulations and International Bill of iman Rights? bes the Company establish and plement reasonable employee nefit measures (including mpensation, vacation and other nefits), and reflect operation rformance or achievements propriately on employee mpensation?	$\checkmark$		<ul> <li>personnel management guidelines and employee work rules to protect employee's legitimate rights. The Company also complied with Labor Standards Acts in Taiwan and China in its labor protection measures such as appropriation of labor medical insurance (health insurance), labor fundamental pension insurance (labor retirement system), unemployment insurance (labor insurance), birth insurance (labor occupational injury insurance (labor insurance), birth insurance (labor insurance) and group insurance.</li> <li>(2) The Company's employee benefits measures are better than those of industry average standards. Additionally, the Company also offers year-end bonus, various allowance subsidies, full-attendance bonus and production performance bonus, and offers legal appropriations of "social insurance payment" (pension insurance, medical insurance, occupational injury insurance, unemployment insurance and birth insurance) as well as "residence deposit" in accordance with laws and regulations in China. Furthermore, the Company also offers holiday bonus, wedding and birth cash gift, regular appropriation of employee's cohesion and sense of belonging. Female employees account for 15% and 16% of the total workforce and management level of the company. We attach great importance to employee compensation and motivate employees to make valuable contributions to the</li> </ul>	No Material Difference

		Difference with		
Assessment Items		No	Summarized Explanation	Corporate Social Responsibility Best Practice Principles for TWSE/TPEx Listed Companies and Reasons for Differences
(3) Does the Company provide safe and healthy work environments to employees and regularly conduct safety and health education to employees?	~		Company. Employee compensation consists of salaries and bonuses which can be further divided into year-end bonuses and performance-based bonuses linked to business performance. Bonuses are issued based on business performance and outcomes. (3) The Company is dedicated to providing employees with a comfortable, safe and healthy work environment. In addition to providing employees with a safe and healthy work environment in accordance with related regulations on public safety and fire prevention safety for buildings, the Company also conducts employee education and training, offers regular health examination each year and provides comprehensive living and recreation facilities of employee dormitory and recreation center. To truly fulfill professional management guidelines on employee's occupational safety and health, respective factories conducted applications for ISO45001 certification. Expiration dates for respective factories' ISO45001 Occupational Health and Safety certificate range from June of 2021 to September of 2023. The Company has already established effective career capability development and training programs for employees. Pilot program will be launched from one of the Group's subsidiaries. A total of 75 occupational accidents causing injuries to 75 employees, accounting for 3% of the total workforce, occurred in 2021. An analysis of accident category statistics reveals that lifting, object strike, and mechanical injuries had the highest incidence rates. With regard to the most common safety incidents, we implement improvements of relevant preventive and protective measures, add alert signs, increase the frequency of employee training, and	No Material Difference

			Difference with				
Assessment Items						Corporate Social	
		No				Responsibility Best	
	Yes					Practice Principles	
				Summarized Expla	for TWSE/TPEx		
					Listed Companies		
						and Reasons for	
							Differences
						perating procedures. Since hand and	
					foot injuries are most pre		
					handheld tools in line with the type and nature of work operations to prevent such injuries.		
					to prevent such injuries.	ISO45001Occupational Health	
					Name of Company	& Safety Certificate Expiration	
						Dates	
					Jiangsu Bright Steel	2020.06.23~2023.06.22	
					Shanghai No.1 Machine Tool Foundry	2022.09.27~2025.09.28	
					Ningbo Yeong Shang	2020.07.06~2023.07.16	
					Dongguan Mould Factory	2020.08.27~2023.08.26	
		,			Ningbo Lu Lin	2021.08.18~2024.06.16	
(4)	Does the Company establish effective career capability development and training programs for employees?	N	(4)		The Company establishes a based on employee's respon comprehensive talent training on-job-training, internal/exter training and management training diversified learning channels constant observation to vert enhanced and if training effe	Difference	
(5)	In terms of products and services, does the Company comply with related regulations and international standards on customer's health and safety,	V		(5)	applicable laws and inter operation and sales locat	raining programs. ces are clearly labeled pursuant to mational standards at the Company's ions or in accordance with customer ormulated relevant rules, norms, and	Difference

			Difference with	
Assessn	nent Items Yes	5 N	o Summarized Explanation	Corporate Social Responsibility Best Practice Principles for TWSE/TPEx Listed Companies and Reasons for Differences
<ul><li>and labelling, and customer protect customer completion</li><li>(6) Does the Completion</li></ul>	aint procedures?		<ul> <li>regulations to protect confidential business information and customer privacy and prevent unauthorized access, tampering, or improper disclosure of such information, posing a threat to customer privacy and interests. In addition to provision of the latest company news and product information and the phone numbers and e-mail addresses of persons in charge of different business areas on the corporate website, we have set up stakeholder communication channels that enable stakeholders to convey grievances and engage in communication with the company. After receiving information provided by stakeholders, it is immediately forwarded to dedicated personnel for confirmation or processing. It is further ensured that stakeholders receive responses within a prescribed time limit.</li> <li>No violations of laws and regulations governing customer health and safety, customer privacy, and product and service marketing occurred in 2021.</li> <li>(6) The Company has already established supplier control processes.</li> </ul>	No Material
management per suppliers to con- requirements of protection, occ- health or labor	olicies requesting $$ mply with related on environmental supational safety and human rights? What entation of these		Prior to entering new collaboration agreement, related materials and qualifications of suppliers will be reviewed to verify if requirements are met. Meanwhile, management agreements on environmental protection and occupational health and safety will be entered with suppliers accordingly. For suppliers fail to implement or fail to fully implement environmental protection and occupational health and safety management requirements, related measures of rectification within deadline, performance review, payment deduction, downgraded performance ratings, suspension	Difference

				Operation Conditions	Difference with			
					Corporate Social			
	Assessment Items		No		Responsibility Best			
				Summarized Explanation	Practice Principles			
					for TWSE/TPEx			
					Listed Companies			
					and Reasons for			
					Differences			
				or termination of collaboration will be enforced accordingly.				
5.	Does the Company take references			The Company has already established "Sustainable Development Best	No Material			
	from internationally applied report			Practice Principles" and has actively fulfilled information openness and	Difference			
	preparation requirements or guidelines			transparency for the purpose of realizing a corporate's commitments to				
	in its preparation of corporate social			society, employees and shareholders. Although the Company has yet to				
	responsibility report which discloses			officially complete a comprehensive report or obtain collaboration				
	the Company's non-financial			vendors' certifications, it continues to exert its efforts in complying with				
	information? Has aforementioned			related matters prescribed in Global Reporting Initiative (GRI) or				
	report obtained assurance or guarantee			guidelines.				
	opinion from collaboration vendor's							
	verification unit?							
6.	In the event that the Company has already established its own corporate social responsibility guidelines in accordance with "Corporate Social							
				PEx Listed Companies," please describe differences between its actual op				
	guidelines:							
	The Company has already established its "Corporate Social Responsibility Best Practice Principles for TWSE/TPEx Listed Companies." The							
	Company has complied with these principles accordingly and there are no material differences at current phase.							
7.	Other critical information helps in understanding operations of corporate social responsibility:							
	(1) The Company echoes community activities from time to time and actively participates in community related charity events.							
	(2) The Company provides opinion feedback channels to employees, and holds meetings from time to time to allow personnel from respective							
	departments of different levels to fully express their opinions and recommendations.							
	(3) The Company established Corporate Social Responsibility Zone on company website to provide related information to investors for reference							
	purpose.							

Note 1: "EHS Sustainable Development Division" was renamed to "Sustainable Development Committee" on June 10, 2022.

Implementation of Ethical Corporate Management								
			Implementation Status	Deviations from "Ethical				
Assessment items		N	Brief description	Corporate Management Best Practice Principles for TWSE/TPEx Listed Companies" and reasons				
<ol> <li>Formulation of ethical corporate management policies and programs</li> <li>Has the Company formulated ethical corporate management policies and are such policies and methods stated explicitly in the company's rules and regulations and externally circulated documents and do the board and management level honor the commitment to ethical corporate management?</li> </ol>	•		(1) The Company has formulated Ethical Corporate Management Best Practice Principles, which have been approved by the board of directors. These principles are disclosed on the Market Observation Post System and the corporate website (http://www.ygget.com) as well as in its annual reports and other promotional materials. All members of the top management level and board of directors of the group embrace an integrity-based business philosophy in the performance of their duties and fulfill their supervisory responsibilities to lay the foundation for sustainable development of the group.					
<ul> <li>(2) Has the Company established an assessment mechanism for unethical behavior risks to facilitate regular analysis and assessment of business activities associated with a high risk of unethical behavior within the scope of the Company's operations? Has it formulated programs for the prevention of unethical conduct that at least incorporate the preventive measures set forth in Paragraph 2, Article 7 of the Ethical Corporate Management Best Practice Principles for TWSE/TPEx Listed Companies?</li> </ul>			(2) The Company has included clearly formulated prevention programs and relevant handling procedures governing prohibition of bribery, illegal political contributions, improper charity donations or sponsorships, improper gifts, entertainment, or other benefits, leaking of business secrets, and impairment of stakeholder rights and interests in its Ethical Corporate Management Operating Procedures and Code of Conduct	No major deviations				
(3) Do the programs to prevent unethical conduct contain clearly defined operating procedures,	~		(3) The Company has included concrete directions including clearly defined operating procedures and	No major deviations				

(f) Implementation of Ethical Corporate Management and Adopted Measures
				Implementation Status	Deviations from "Ethical
	Assessment items		N	Brief description	Corporate Management Best Practice Principles for TWSE/TPEx Listed Companies" and reasons
codes of conduct, penalties for violations, and a grievance system? Are these programs implemented and carried out? Does the Company implement regular reviews and amendments to the aforementioned programs?				code of conduct, penalties for violations, and a grievance system for the performance of duties by Company personnel in its Ethical Corporate Management Operating Procedures and Code of Conduct. The Audit Office reviews and amends the Ethical Corporate Management Best Practice Principles and Ethical Corporate Management Operating Procedures and Code of Conduct on a regular basis with reference to key international trends.	
2. In (1)	nplementation of ethical corporate management Does the company evaluate integrity records of trading counterparties and do contracts signed with trading counterparties include clearly formulated provisions regarding ethical behavior?	~		(1) Before the company establishes commercial relations with third parties, it carries out assessments of the legality, ethical corporate management policies, and past records of unethical behavior of suppliers, customers, or other trading counterparties to ensure the fairness and transparency of their business operations and guarantee that they will not request, offer, or accept bribes.	
(2)	Has the company established exclusively dedicated units subordinate to the board to be in charge of proposing and enforcing ethical corporate management policies and submit regular reports (at least once a year) regarding the implementation progress to the board? Are policies in place to prevent conflicts of	~		<ul> <li>(2) The company has designated the audit office as its dedicated unit in charge of amendment, implementation, interpretation, and counseling services with regard to the "Ethical Corporate Management Operating Procedures and Code of Conduct" in addition to the recording and archiving of reported contents as well as supervision of implementation and submission of regular reports to the board of directors.</li> <li>(3) The board directors uphold a high standard of self-</li> </ul>	

			Implementation Status	Deviations from "Ethical
Assessment items		N	Brief description	Corporate Management Best Practice Principles for TWSE/TPEx Listed Companies" and reasons
<ul> <li>(4) Has the company established an effective accounting and internal control system to implement ethical corporate management? Are relevant audit plans formulated by internal</li> </ul>	✓		<ul> <li>discipline. When a proposal at a given board of directors meeting concerns the personal interest of the interest of the juristic person represented by any director, that director may state his/her opinions and respond to inquiries, but may not participate in the discussion or vote on that proposal and shall recuse himself or herself from any discussion and voting, where there is a likelihood that the interests of the company would be prejudiced. In addition, said director may not exercise voting rights as proxy on behalf of another director. The directors shall exercise discipline among themselves, and may not support each other in an inappropriate manner. If in the course of conducting company business, any personnel of the company discovers that a conflict of interest exists involving themselves or the juristic person that they represent, or that they or their spouse, parents, children, or a person with whom they have a relationship of interest is likely to obtain improper benefits, the personnel shall report the relevant matters to both his or her immediate supervisor and the responsible unit, and the immediate supervisor shall provide the personnel with proper instructions.</li> <li>(4) The company has established an accounting system and effective internal control system. Audit departments regularly review compliance with this accounting and internal control system</li> </ul>	No major deviations
audit units based on the results of unethical			and submit reports to the board of directors.	

					Implementation Status	Deviations from "Ethical		
	Assessment items	Y	N		Brief description	Corporate Management Best Practice Principles for TWSE/TPEx Listed Companies" and reasons		
(5)	behavior risk assessments? Are regular audits of compliance with programs for the prevention of unethical conduct carried out by internal audit units or commissioned accountants based on these plans? Does the company organize regular internal and external training on ethical corporate management?	✓		(5)	The company organizes regular training and education for directors, executives, employees, and appointees to provide them with a full understanding of the commitment, policies, and prevention schemes of the company in the area of ethical corporate management and ward off unethical behavior.			
3. Imj (1)	plementation of the whistle-blowing system Has the company established a clearly defined whistle-blowing and incentive system and convenient review channels? Has dedicated	✓		(1)	The company has set up reporting mailboxes to encourage employees to submit reports on detected malconduct that prejudices the interests			
(2)	personnel been designated to ensure an appropriate processing of reported cases. Has the company formulated standard operating procedures for the investigation and processing of received reports, follow-up measures and relevant confidentiality mechanisms?	✓		(2)	of the company. The audit office is in charge of processing such reports. The audit office carries out investigations of reported contents and reports the final results to the chairman in accordance with confidentiality principles.	No major deviations		
(3)	Has the company adopted measures to protect whistle-blowers from inappropriate disciplinary actions due to their whistle-blowing?	✓		(3)	The company is responsible for the confidentiality of the identity of the whistle-blower to prevent inappropriate dismissal or retaliation at the workplace against the whistle-blower.			
4. (1)	Enhancing information disclosure Does the company disclose its Ethical Corporate Management Best Practice Principles	✓		(1)	The company has already disclosed the norms set forth in the Ethical Corporate Management Best			

	-			Implementation Status	Deviations from "Ethical			
	Assessment items	Y	N	Brief description	Corporate Management Best Practice Principles for TWSE/TPEx Listed Companies" and reasons			
	and effects of their promotion on its corporate			Practice Principles in the corporate governance				
	website and the Market Observation Post			section of the corporate website and the Market				
	System?			Post Observation System.				
5.	If the Company has established ethical corporate management principles based on "Ethical Corporate Management Best Practice Principles for TWSE/TPEx Listed Companies", please describe any discrepancy between the principles and their implementation: The company has formulated "Ethical Corporate Management Best Practice Principles" and "Ethical Corporate Management Operating Procedures and Code of Conduct" based on the "Ethical Corporate Management Best Practice Principles for TWSE/TPEx Listed Companies" and requires compliance with these principles by all staff members.							
6.	Other important information to facilitate a better understanding of the company's ethical corporate management practices: (such as review and amendment of ethical corporate management best practice principles) The company closely monitors national and international developments in the field of ethical management related norms and encourages directors, executives, and employees to provide suggestions. Ethical management policies and promotion measures adopted by the company are reviewed and enhanced based on these suggestions to increase the effect of ethical corporate management.							

If the company has formulated corporate governance best practice principles and relevant rules and regulations, query methods should be (g) disclosed:

Please refer to the corporate website: http://www.ygget.com (Investor section/corporate governance)

Other important information that facilitates a better understanding of corporate governance practices should also be disclosed: None (h)

i) Implementation of the internal control system

1. Declaration regarding the internal control system

Yeong Guan Energy Technology Group Company Limited.

Declaration regarding the internal control system

Date: March 16, 2023

Based on the results of a self-inspection, the company hereby makes the following declaration regarding the internal control system in 2022:

- I. The company is fully aware of the fact that directors and managers of this company shall be fully responsible for the establishment, implementation, and maintenance of an internal control system. It has already established such a system in order to guarantee achievement of a wide range of goals including effectiveness and efficiency of company operations (e.g., profitability, performance, and asset security), reliability, timeliness, and transparency of reporting, and compliance with relevant laws, rules, and regulation.
- II. The internal control system faces inherent constraints. No matter how perfect the design of the system is, an effective internal control system may only provide reasonable guarantees regarding the achievement of the aforementioned three goals. Furthermore, the effectiveness of the internal control system is affected by changes of the environment and external conditions. However, the internal control system of the company is equipped with a self-monitoring mechanism. Once shortcomings are identified, the company adopts corrective measures in a prompt manner.
- III. The company judges the effectiveness of the design and implementation of the internal control system based on the judgment criteria prescribed in the Regulations Governing Establishment of Internal Control Systems by Public Companies (hereinafter referred to as "these Regulations"). The judgment criteria for the internal control system adopted in these Regulations divide the internal control system into five main constituents based on the management and control process: 1. Control environment; 2. Risk assessment; 3. Control activities; 4. Information and communication and; 5. Monitoring. Each constituent includes several items. For more details on the aforementioned items, please refer to the provisions set forth in these Regulations.
- IV. The company inspects the effectiveness of the design and implementation of the internal control system based on the aforementioned judgment criteria
- V. Based on the results of the aforementioned inspections, the company believes that the design and implementation of the internal control system on December 31, 2022 (including the supervision and management of subsidiaries) was efficient as far as goal achievement in the field of results and efficiency of operations, reliability of financial reports, and legal compliance are concerned and may provide reasonable guarantees regarding the achievement of the aforementioned goals.
- VI. This declaration will be included as a main component of the annual report and prospectus of the company and will be made public. If the aforementioned published contents involve illegal activity such as fraud or concealment, the company shall assume legal liability pursuant to Article 20, 32, 171, 174 of the Securities and Exchange Act.
- VII. This declaration was approved unanimously by the board of directors with an attendance of 11 directors on March 16, 2023. All directors consented to the contents of this declaration as stated herein.

Yeong Guan Energy Technology Group Company Limited.

> Chairman: Signature/Seal President: Signature/Seal

- 4. If an accountant is commissioned to review the internal control system, the contents of the review report shall be disclosed: NA
- (j) Penalties imposed in accordance with the law upon the company or its in-house personnel, disciplinary action taken by the company against its in-house personnel for violations of the company's internal control regulations, and description of principal shortcoming(s) and adopted improvements during the most recent fiscal year up to the date of printing of the annual report: NA
- (k) Major resolutions adopted by the shareholders' meeting and board during the most recent fiscal year up to the date of printing of the annual report.
  - 1. Major resolutions adopted by the General Shareholders' Meeting and their implementation status in 2022.
    - (1) Approval of the 2021 Business Report and Consolidated Financial Statement
    - Approval of the 2021 Earnings Distribution and Loss Make-up Proposal Implementation status: August 10, 2022 was established as the base day and August 31, 2022 was established as distribution day. Execution has been completed following the schedule (with cash bonus of NTD0.6 per share).
    - (3) Discussion of the Company's comprehensive re-election of directors (including independent directors).
       Implementation status: Change of Cayman Islands registration was completed on July 21, 2022
    - Discussion of the Lifting of Non-Competition Restrictions for Newly Appointed Directors

Implementation status: Non-competition restriction on director was lifted under Shareholder's Meeting approval and execution was conducted in accordance with resolution from Shareholder's Meeting.

2. Major resolutions of board meetings in 2022 up to the printing date of the annual report:

Meeting type	Date		Major resolutions
Board meeting	2022.01.04	1.	Discussion of the Company's intention to apply for 5-year syndicated loan from the credit extension banks organized by Land Bank of Taiwan.
		2.	Discussion of the Company's endorsement/guarantee for Yeong Guan Holdings Co., Limited Taiwan Branch (B.V.I.), a Taiwan Branch for the Company's subsidiary Yeong Guan Holdings Co., Limited.
		3.	Discussion of the Company's offering of capital loan to Yeong Guan Holdings Co., Limited Taiwan Branch (B.V.I.), a Taiwan Branch for the Company's subsidiary Yeong Guan Holdings Co., Limited.

Meeting type	Date	Major resolutions
Board meeting	2022.03.16	<ol> <li>Recognition of the 2021 Consolidated Financial Statement</li> <li>Recognition of the 2021 Business Report</li> <li>Discussion of the 2021 Earnings Distribution Proposal</li> <li>Planned release of the 2021 Internal Control Statement</li> <li>Discussion of the amendment to the Articles of Incorporation.</li> <li>Discussion of the amendment to the Operational Procedures for Endorsements and Guarantees.</li> <li>Discussion of the amendment to the Processing Procedures for Acquisition or Disposal of Assets</li> <li>Discussion of the Company's comprehensive re-election of directors (including independent directors).</li> <li>Discussion of elimination of non-competition clause for new directors.</li> <li>Discussion of the convening of the 2022 General Shareholders' Meeting</li> </ol>
Board meeting	2022.05.05	<ol> <li>Recognition of the Company's consolidated statements for Q1 of 2022.</li> <li>Discussion of 2022 director (including independent director) candidate list nominated by Board of Directors Meeting.</li> </ol>
Board meeting	2022.06.17	<ol> <li>Election of President.</li> <li>Election of Vice President.</li> <li>Proposal of commissioning members of Audit Committee.</li> <li>Proposal of commissioning members of Remuneration Committee.</li> </ol>
Board meeting	2022.07.06	<ol> <li>Discussion of the Company's related matters on distribution of 2021 cash bonus.</li> <li>Recognition of proposal on changes in the Company's President (CEO).</li> </ol>
Board meeting	2022.08.24	<ol> <li>Recognition of the Company's consolidated statements for Q2 of 2022.</li> <li>Discussion of the 4<sup>th</sup> issuance of unsecured convertible corporate bond in ROC.</li> <li>Discussion of the Company's intended endorsement and guarantee for Yeong Guan Holdings Co., Limited Taiwan Branch (B.V.I.), a Taiwan Branch for the Company's subsidiary Yeong Guan Holdings Co., Limited and, and discussion of Company's issuance of subordinated repayment priority agreement on advancement payment for transactions with shareholders.</li> </ol>
Board meeting	2022.11.08	<ol> <li>Recognition of the Company's consolidated statements for Q3 of 2022.</li> <li>Recognition of proposal on changes in the Company's acting spokesman.</li> <li>Discussion of the Company's intended endorsement and guarantee for its subsidiary Yeong Guan Holding Co., Ltd.</li> </ol>

Meeting type	Date	Major resolutions
Board	2023.03.16	1. Recognition of the 2022 Consolidated Financial Statement
meeting		2. Recognition of the 2022 Business Report
		3. Discussion of the 2022 Earnings Distribution Proposal
		4. Planned release of the 2022 Internal Control Statement
		5. Discussion of the amendment to the Articles of Incorporation.
		6. Discussion of the amendment to the Processing Procedures for Acquisition or Disposal of Assets.
		<ol> <li>Discussion of the convening of the 2023 General Shareholders' Meeting</li> </ol>

- (1) Directors or supervisors who were on record or had submitted a written declaration for holding a dissenting opinion on major resolutions passed by the board of directors in the most recent fiscal year up to the publication date of the annual report: None
- (m) Resignation or Dismissal of Personnel Involved in Preparation of Financial Reports (including the Chairman, President, Accounting Supervisor, Finance Supervisor, Internal Audit Supervisor, and R&D Supervisor) in the most recent fiscal year up to the publication date of the annual report:

1111 9, 2020									
Job Title	Lah Title Date of Date		Date of	Reason for Resignation or					
Job Thie	Name	Employment	Discharge	Discharge					
Vice President	Huang, Wen-Hung	2015/05/11	2022/03/10	Professional Career Planning					

# 4. Professional fees of CPAs

Unit: 1000 NTD

					4	00 I I I D
Name of Accounting Firm	Accountant Name	Audit Period	Audit Fee	Non- audit fee	Total	Remarks
Deloitte & Touche	Chen, Chih-Yuan Huang, Yao-Lin	2022.01.01 ~2022.12.31	8,600	200	8,800	

- (b) Explanation of Service Contents for Audit Fee Paid to Certified Public Accountant, Certified Public Accountant's Accounting Firm and their Affiliate: Fee for Issuance of Convertible Corporate Bond
- (c) Audit fee for change of accounting firm and fiscal year is less than audit fee paid during the year prior to the change: None
- (d) Audit fees paid for the current fiscal year are lower than those for the previous fiscal year by 10 percent or more: None

# 5. Alternation of CPA: None

6. The company's chairperson, general manager, or any managerial officer in charge of finance or accounting matters has in the most recent year held a position at the accounting firm of its certified public accountant or at an affiliated enterprise of such accounting firm: None

- 7. Transfer of stocks or changes in pledged shares of directors, supervisors, and executives, and shareholders holding over 10% of the total shares in the most recent fiscal year up to the publication date of the annual report
  - (a) Changes in Shareholding of Directors, Supervisors, Executives and Major Shareholders

		202	22	2023 up t	o April 18
		Holding	Pledged	Holding	Pledged
Title	Name	Increase	Holding	Increase	Holding
		(Decrease)	Increase	(Decrease)	Increase
			(Decrease)		(Decrease)
Chairman, vice president and	Chang, Hsien-	—	_	_	_
major shareholder	Ming				
Nominee shareholder appointed		—			
by chairman, vice president and			—	—	—
5					
Vice Chairman and Spokesman			—	—	
	Hsu, Ching- Hsiung	_			—
Director and President of	Tsai, Chang-Hung	_	_	_	_
Eastern China Area					
Director and Chief Strategy Officer	Li, Yi-Tsang	—	_	_	—
Director and President of					
0	Chang, Chun-Chi	(76,000)	—	(153,000)	—
Foundry (Suzhou) Co., Ltd.					
Director	Wu, Su-Chiu		—	_	—
Director	Sun, Rui-Chien		—	—	—
Independent director	Wei, Chia-Min		—	—	—
Independent director	Chen, Tien-Wen		—	—	—
Independent director	Change, De-Wen		—	—	—
Independent director	Chan, Wen-Yin		—	—	—
Executive Vice President	Fang, Cheng- Chiang	_	—	_	_
Executive Vice President	Liang, Li-Sheng	_	—	—	—
Vice President	Huang, Ching- Chung		_	_	—
President of Business Division	Liu, Han-Pang	—	—	(2,000)	—
Head of Finance and					
Accounting	Tsai, Ching-Wu	—	—	—	—
(Chief Financial Officer)					
Chief Governance Officer	Chinag, Su-Kan	—	—	—	—

Note 1. A full-scale re-election of directors was conducted by the shareholders' meeting on June 17, 2022. Terms for Director Hsu, Ching-Hsiung and P J Asset Management Co., Ltd had expired. Wu, Su-Chiu and Sun, Rei-Chien were elected as directors, and Chan Wen-Yin was elected as in independent director.

(b) Share Transfer to Related Parties: NA

(c) Shares pledged to related parties: NA

# 8. Information Disclosing the Relationship or Spousal or Kinship Relationships within the Second Degree between any of the Company's Top Ten Shareholders

As of April 18, 2023/Unit: Shares; %

NAME/TITLE	Personal shareholding		spouse chi	olding of or minor ldren	Sharehol nominee ar	rangement	The relationship between any of the company's top ten shareholders (name/title)		REMARK S
	Number of shares	Shareholdi ng ratio	Number of shares		Number of shares		Name /title	Relations hip	
Chang, Hsien-Ming	11,093,540	10.03%	3,120	ng ratio 0.00%	2,719,000	ng ratio 2.45%	Chang, Yueh-Chao	Brother	
PJ Asset Management Co., Ltd. Representative: Lin, Chen-Hai	7,710,315	6.97%	-	-	-	-	-	-	
Jiayuan Investment Co., Ltd. Representative: Wu, Su-Chiu	7,675,739	6.94%	-	-	-	-	-	-	
Dreeby Industry Co., Limited Representative: Chang, Hsien-Ming	2,719,000	2.46%	-	-	-	-	Chang, Hsien-Ming	-	Nominee shareholde r
Custody Account of JPMorgan Chase Bank - Investment Account	1,947,690	1.76%	-	-	-	-	-	-	
Three-Party SBL Investment Custody Account (from Securities Trading Department's Trading Platform of Mitsubishi UFJ Morgan Stanley Securities ) Maintained by HSBC Bank (Taiwan) Limited	1,877,000	1.70%	-	-	-	-	-	-	
Chang, Yueh-Chao	1,727,035	1.56%	-	-	-	-	Chang, Hsien-Ming	Brother and sister	
Yeong Guan New Material Co., Ltd. Representative: Lee Chang, Yueh-Yun	1,503,000	1.36%	-	-	-	-	-	-	
Wu, He-Chuan	1,501,000	1.36%	-	-	-	-	-	-	
Capital OTC Fund Custody Account Maintained by Taiwan Business Bank	1,400,000	1.27%	-	-	-	_	-	-	

9. Number of shares held and consolidated shareholding ratio of the company, directors, supervisors, executives, and businesses directly or indirectly controlled by the company in the same joint venture business

Joint venture business			Investments by directors, supervisors, executives, and businesses directly or indirectly controlled by the company		Total investments	
	Number of shares	Shareholdin g ratio	Number of shares	Shareholdin g ratio	Number of shares	Shareholding ratio
Yeong Guan Holdings Co., Ltd.	194,000	100.00	-		194,000	100.00
Yeong Guan Heavy Industry (Thailand) Co., Ltd.	37,500	75.00	_	_	37,500	75.00
Yeong Guan International Co., Ltd.	805,000	100.00	—	_	805,000	100.00
Yeong Chen Asia Pacific Co., Ltd.	Note	100.00	—	—	Note	100.00
Dongguan Yeong Guan Mould Factory Co., Ltd.	Note	100.00	_	_	Note	100.00
Ningbo Yeong Shang Casting Iron Co., Ltd.	Note	100.00	_	_	Note	100.00
Ningbo Lu Lin Machine Tool Foundry Co., Ltd.	Note	100.00	_	_	Note	100.00
Jiangsu Bright Steel Fine Machinery Co., Ltd.	Note	100.00	_	_	Note	100.00
Ningbo Yeong Chia Mei Trade Co., Ltd.	Note	100.00	_	_	Note	100.00
Shanghai No.1 Machine Tool Foundry (Suzhou) Co., Ltd.	Note	95.1	—	—	Note	95.1
Jiangsu Yeong Ming Heavy Industry Co., Ltd.	Note	100.00	—	_	Note	100.00

Note: Limited liability company that has not issued any shares

# IV. Capital Overview

# 1. Capital and shares

# (a) Source of Capital

	Source of	<u>.</u>							
		Authorized	l capital	Paid-in capital		Remarks			
Month/ Year	Par value	Shares (1000 shares)	Amount (1000 dollars)	Shares (1000 shares)	Amount (1000 dollars)	Sources of capital	Capital Increased by Assets Other than Cash	Other	
2008.1	-	Common shares 1,000	HKD 100	1,000	HKD 100	Company establishment	NA		
2008.9	-	Common shares 985,000 Special shares 15,000	HKD 100,000	50,000	HKD 5,000	Organizational restructuring	NA		
2009.5	USD2.08	Common shares1,000,000	HKD 100,000	57,822	HKD 5,782	Cash capital increase	NA		
2009.8	USD1.51	Common shares1,000,000	HKD 100,000	77,683	HKD 7,768	Cash capital increase	NA		
2010.3	-	Common shares 120,000	NTD1,200,000	80,000	NTD800,000	Conversion of capital into NT dollars	NA		
2012.4	NTD53	Common shares 120,000	NTD1,200,000	88,889	NTD888,890	Cash capital increase	NA	Note 1	
2012.9	-	Common shares 120,000	NTD1,200,000	100,889	NTD1,008,89 0	Capital increase from earnings	NA	Note 2	
2014.8	NTD118	Common shares 120,000	NTD1,200,000	104,889	NTD1,048,89 0	Cash capital increase	NA	Note 3	
2015.3	NTD153	Common shares 120,000	NTD1,200,000	105,793	NTD1,057,93 0	Convertible bond conversion	NA		
2015.4	NTD153	Common shares 120,000	NTD1,200,000	105,862	NTD1,058,62 2	Convertible bond conversion	NA		
2015.6	NTD149	Common shares 150,000	NTD1,500,000	111,212	NTD1,112,118	Convertible bond conversion	NA		
2015.7	NTD149	Common shares 150,000	NTD1,500,000	112,151	NTD1,121,50 7	Convertible bond conversion	NA		
2015.8	NTD149	Common shares 150,000	NTD1,500,000	112,155	NTD1,121,54 5	Convertible bond conversion	NA		
2015.1 0	NTD168	Common shares 150,000	NTD1,500,000	117,155	NTD1,171,54 5	Cash capital increase	NA	Note 4	
2015.1 0	NTD148.6	Common shares 150,000	NTD1,500,000	117,830	NTD1,178,30 3	Convertible bond conversion	NA		
2015.1 1	NTD148.6	Common shares 150,000	NTD1,500,000	117,845	NTD1,178,45 1	Convertible bond conversion	NA		
2015.1 2	NTD148.6	Common shares 150,000	NTD1,500,000	117,980	NTD1,179,79 6	Convertible bond conversion	NA		
	NTD148.6	Common shares 150,000	NTD1,500,000	118,126	NTD1,181,26 3	Convertible bond conversion	NA		
2016.2	NTD148.6	Common shares 150,000	NTD1,500,000	118,299	NTD1,182,98 6	Convertible bond conversion	NA		
2016.3	NTD148.6	Common shares 150,000	NTD1,500,000	118,702	NTD1,187,02 3	Convertible bond conversion	NA		
2016.4	NTD148.6	Common shares 150,000	NTD1,500,000	118,771	NTD1,187,70 9	Convertible bond conversion	NA		

2016.6	NTD148.6	Common shares 300,000	NTD3,000,000	118,782	NTD1,187,82 4	Convertible bond conversion	NA	
2016.8	NTD148.6	Common shares 300,000	NTD3,000,000	118,818	NTD1,188,17 5	Convertible bond conversion	NA	
2018.3	-	Common shares 300,000	NTD3,000,000	111,618	NTD1,116,17 5	Writing-off of repurchased treasury shares	NA	
2019.3	-	Common shares 300,000	NTD3,000,000	105,618	NTD1,056,17 5	Writing-off of repurchased treasury shares	NA	
2020.1 0	NTD80	Common shares 300,000	NTD3,000,000	110,618	NTD1,106,17 5	Cash capital increase	NA	Note 5

Note 1: Jin-Guan-Zheng-Zi-Di-No.1010010892 dated March 29, 2012 Note 2: Tai-Zheng-Shan-2-Zi-Di-No.1010022223 dated October 8, 2012 Note 3: Jin-Guan-Zheng-Fa-Zi-Di-No.1030015153 dated May 9, 2014 Note 4: Jin-Guan-Zheng-Fa-Zi-Di-No.1040027186 dated July 27, 2015 Note 5: Jin-Guan-Zheng-Fa-Zi-Di-No.1090347042 daetd June 29, 2020

#### Type of stock

April 18, 2023

Showe trype		Remarks		
Share type	Issued shares	Unissued shares	Total shares	Remarks
Common	110,617,519 shares	189,382,481 shares	300,000,000 shares	

(c) Information for the shelf registration system: NA

#### (b) Shareholder Structure

# As of April 19, 2023; Unit: Persons; Shares; %

Shareholder structure	Government	Financial	Other Juridical	Domestic Natural	Foreign Institutions&	Total
Number	agencies	Institutions	Persons	Persons	Natural Persons	
Number of shareholders	3	23	180	73	15,916	16,195
Number of shares	1,312,000	8,368,000	22,734,063	12,638,204	65,565,252	110,617,519
Shareholding ratio (%)	1.19%	7.57%	20.55%	11.42%	59.27%	100.00%

Note: The shareholding ratio of Mainland Chinese capital in this company is zero

# (c) Shareholding distribution status:

6			As of April 18, 2023; Unit: Persons; Shares; %					
Shareholding	classe	es	Number of shareholders	Number of shares	Shareholding ratio (%)			
1	2	999	8,839	241,716	0.22%			
1,000	2	5,000	5,771	11,043,250	9.98%			
5,001	2	10,000	828	5,161,074	5.08%			
10,001	۲	15,000	239	3,012,064	2.72%			
15,001	2	20,000	155	2,851,463	2.58%			
20,001	2	30,000	114	2,870,202	2.60%			
30,001	۲	40,000	81	2,867,586	2.59%			
40,001	2	50,000	49	2,278,832	2.06%			
50,001	۲	100,000	98	7,206,206	6.52%			
100,001	2	200,000	60	8,091,636	7.32%			

Shareholding classes	Number of shareholders	Number of shares	Shareholding ratio (%)
200,001 ~ 400,000	25	7,305,471	6.60%
400,001 ~ 600,000	10	4,667,637	4.22%
600,001 ~ 800,000	9	6,041,135	5.46%
800,001 ~ 1,000,000	3	2,652,217	2.39%
1,000,001 or more	14	43,872,030	39.66%
Total	16,195	110,617,519	100.00%

(d) List of Major Shareholders

As of Apr	As of April 18, 2023; Unit: Shares				
Number of shares and shareholding ratio	Number of	Shareholding			
Name of major shareholder	shares	ratio (%)			
Chang, Hsien-Ming	11,093,540	10.03%			
PJ Asset Management Co., Ltd.	7,710,315	6.97%			
Jiayuan Investment Co., Ltd.	7,675,739	6.94%			
Dreeby Industry Co., Limited	2,719,000	2.46%			
JP Morgan Securities Investment Custody Account Maintained by JP Morgan Chase Bank	1,947,690	1.76%			
Three-Party SBL Investment Custody Account (from Securities Trading Department's Trading Platform of Mitsubishi UFJ Morgan Stanley Securities ) Maintained by HSBC Bank (Taiwan) Limited	1,877,000	1.70%			
Chang, Yueh-Chao	1,727,035	1.56%			
Yeong Guan New Material Co., Ltd.	1,503,000	1.36%			
Wu, He-Chuan	1,501,000	1.36%			
Capital OTC Fund Custody Account Maintained by Taiwan Business Bank	1,400,000	1.27%			

(e) Market Price, Net Worth, Earnings, and Dividends per Share in the previous two fiscal years Unit: NTD: 1000 share

				Unit: 1	NTD; 1000 shares
Item		Year	2021	2022	Up to March 31, 2023
	Highest		92.70	82.9	69.20
Market price per share	Lowest		60.10	56.3	61.90
Share	Average		71.86	68.2	64.30
Net worth per	Before distribution	78.73	75.61	77.88	
share	After distribution	78.13	75.61	—	
Earnings per	Weighted average	110,618	110,618	110,618	
share	EPS	1.95	-3.96	1.75	
	Cash dividends	0.6		—	
Dividends per	Stock dividends	—	—		—
share	Stock dividends	—	—		V
	Accumulated undistributed dividends		Nil	Nil	—
Return on	Price-Earnings Ratio (Note 1)		36.85	Nil	
investment	Price-Dividend Ra	tio (Note 2)	119.77		_

		Cash dividend yield rate (Note 3)	0.8%					
Note 1:	Price-Earnings Ratio=Average closing price per share in the respective year/Earnings							
	per Shar	e						
Note 2:	Price-Di	vidend Ratio=Average closing price p	er share in t	he respective	year/Cash			
	dividend	s per share						
Note 3:	Cash div	idend yield rate=Cash dividends per s	share/Averag	ge closing pri-	ce per share in			
	the respe	ective year						
Note 4:	The 2022	2 Earnings Distribution Proposal was a	pproved by	board resolut	ion on March 16,			
	2023 and	d will be submitted to the shareholders?	'meeting for	r ratification of	on June 16, 2023			

(f) Dividend Policy and Implementation Status

1. Dividend policy as prescribed in the Articles of Incorporation

Dividends are paid to shareholders based on their shareholding ratios upon approval by ordinary resolution of the shareholders' meeting, or in accordance with the conditions specified in Article 11.4(a) of the Articles of Incorporation by supermajority resolution of the board provided that the Articles of Incorporation and directions of the shareholders' meeting are not violated. Dividends may be paid in form of cash, shares, or fully or partially in different types of assets. The value of these assets is determined by the board of directors. The company does not pay interest on undistributed dividends.

The board of directors may resolve to distribute all or part of the dividends from designated assets (shares or securities of other companies) and shall deal with problems generated by this distribution. The board of directors shall determine the value of said specified assets under condition that the aforementioned general provisions are not affected. It may also resolve to pay dividends to certain shareholders in cash in place of designated assets and may decide to convey said designated assets to a trustee under appropriate conditions.

Unless stipulated otherwise in relevant laws, Article 11.4 (a) of the Articles of Incorporation, the Articles of Incorporation, or the rights attached to shares, the company may distribute earnings in accordance with board earnings distribution proposals approved by ordinary resolution of the General Shareholders' Meeting. The company may not pay dividends or make other distributions unless based on realized or unrealized earnings, share premium accounts, legally authorized reserves, or other funds. Unless rights attached to shares stipulate otherwise, all dividends shall be calculated based on the number of held shares and amounts paid by shareholders. If share issue conditions prescribe the calculation of dividends from a specified date, calculations shall be made accordingly.

Where the Company earns profits in a fiscal year (as defined below), 2% - 15% shall be allocated as employee bonuses. The beneficiaries of such compensations shall include employees of subsidiaries who meet certain conditions. A maximum of 3% of the aforementioned profits may be allocated as director compensations. The employee bonus and director compensation proposal shall be approved by resolution of a majority of directors with a minimum of 2/3 of all directors in attendance and shall be reported to the shareholders' meeting. In case of accumulated losses, a specified amount shall be retained for compensation prior to the allocation of employee bonuses and director compensations in accordance with the aforementioned ratios. The term "profits" shall refer to earnings before tax. The term "earnings before tax" shall refer to the amount prior to payment of employee bonuses and director compensations.

As for the determination of dividend policies, the board of directors determines the amounts of dividends and other distributions (if applicable) in each fiscal year based on a clear understanding of the maturity of the company's operations and services and the stable income situation and sound

financial structure of the company and requests approval by the shareholders. The board of directors shall:

- (a) take into account the earnings, overall development, financial planning, capital demands, industry outlook, and future prospects of the company in the respective fiscal year to safeguard the rights and interests of the shareholders and;
- (b) Shall make allocations from net income in the current quarter for (i) reserves for the payment of taxes in the respective fiscal year (ii) compensation of losses (iii) 10% general reserves and (iv) reserves as determined by the board of directors pursuant to Article 14.1 of the Articles of Incorporation or special reserves required by authorities in charge of securities pursuant to regulations for public companies.

The board of directors <u>shall allocate a minimum of 20% of the distributable amount as shareholder</u> <u>dividends</u> upon allocation of amounts deemed appropriate by the board of directors as employee bonuses and director compensations in accordance with relevant regulations set forth in Article 13.4 and the dividend distribution policy specified in Article 13.5 under the premise of legal compliance. Dividends shall be subject to approval by resolution of the shareholders' meeting.

Shareholder dividends and employee bonuses may be paid out to employees or shareholders as cash, unissued shares purchased with said amount, or a combination of these two methods. Issued cash dividends <u>shall make up at least 10% of the total dividends paid to shareholders</u>. The company does not pay interest on undistributed dividends and bonuses.

2. Dividend distribution in this fiscal year:

The Company's proposal of appropriation to make up loss in 2022 was approved by Board of Director's Meeting on March 16, 2023. No dividend will be distributed and related appropriation to make up loss is as follows:

	Unit: NTD
Item	Amount
Undistributed earnings at the beginning of the quarter	980,449,709
Plus: Disposition of equity instrument measured at fair value through other comprehensive income	2,927,400
Undistributed earnings at the beginning of the quarter	983,377,109
plus: Net income after taxes for this period	(438,462,102)
plus: Reversal of special reserve (Note)	156,576,316
Distributable earnings in this fiscal year	701,491,323
Distribution items:	
Cash dividend	-
Undistributed earnings at the end of the period	701,491,323

Note: Special reserve is exchange difference in calculating offshore operation institute's financial statement and unrealized profit for financial assets measured at fair value through other comprehensive income.

(g) Impact of stock dividends proposed by this shareholders' meeting on business performance and EPS:

The 2022 Dividend Distribution Proposal was approved by board resolution on March 16, 2022. It is planned to submit it for resolution by the shareholders' meeting on June 17, 2022. Due to the fact that only cash dividends of NT\$ 0.6 per share will be issued to shareholders, no

significant impact is expected on the future operating performance of the Company.

# (h) Compensation of employees, directors and supervisors

- 1. Quotas or range of compensations of employees, directors and supervisors as specified in the Articles of Incorporation: Please refer to Paragraph (f) 1.
- Estimation basis for employee bonuses and compensations of directors and supervisors for 2. this quarter, calculation basis for number of shares allocated as stock bonus, and accounting procedures in case of discrepancies between actually distributed amounts and estimated figures: A proportional basis for the distribution of payable employee bonuses and director compensations in 2022 shall be determined based on the distribution intervals of 2%~15% and 3% after allocation of 10% legal reserves and special reserves from net income after tax (minus employee bonuses and director compensations). In case of major changes of distribution amounts determined by the board of directors after year end, the originally allocated annual expenses shall be adjusted. Further changes on the date of the shareholders' meeting resolution shall be handled as accounting estimate changes. Annual adjustments shall be entered into accounts by resolution of the shareholders' meeting. If the shareholders' meeting resolves to pay out employee bonuses as stock, the number of shares allocated as stock dividends shall be determined based on payable bonus amounts divided by fair stock value. The term fair stock value shall refer to the closing price on the day prior to the shareholders' meeting resolution date (upon consideration of ex-right/ex-dividend impacts)
- 3. Compensations approved by the board of directors:
  - (1) Employee bonuses and director and supervisor compensations in form of cash payment or dividend distribution. Where there is a discrepancy between such compensations and recognized fees and estimated amounts, the actual difference as well as the reasons and handling thereof shall be specified: The board of directors has approved employee compensations of NT\$0 distributed in cash.
  - (2) Amount of employee bonuses paid as distributed dividends/ratio of employee bonuses paid as dividends to after-tax net income as stated on the individual financial statement and total employee bonuses: NA
  - (3) Pro-forma EPS upon deduction of proposed employee bonuses and director/supervisor compensations: The Company has already taken into account employee bonus expense estimates in the 2022 Financial Statement. Calculated EPS is therefore identical to the financial statement.
- 4. Actual distribution of employee, director, and supervisor compensations in the previous year (including number and value of distributed shares and share price); where there is a discrepancy between actual compensations and approved amounts, the actual difference as well as the reasons and handling thereof shall be specified: NA

# (i) Repurchase of shares by the company: NA

2. Issuance of company bond	S
-----------------------------	---

	. Issuance of company bu		Ath Lague of Domestic (DOC)
Type of corporate bond		3rd Issue of Domestic (ROC) Unsecured Convertible Bonds	4th Issue of Domestic (ROC) Unsecured Convertible Bonds
т		(15893 Yeong Guan III KY)	(15894 Yeong Guan IV KY)
Issue (offer) Date		September 30, 2020	February 20, 2022
	omination	NT\$ 100,000 each	NT\$ 100,000 each
Place transac	of issuance and etion	Taipei Exchange	Taipei Exchange
Issu	ing price	Issued at 103.56% of par value. (Issued at premium)	Issued at 104.23% of par value. (Issued at premium)
Tota	l amount		Issued at par value of NT\$1,563,501 thousands;
Inter	rest rate	0%	0%
	urity	5 years; Maturity date: September 3, 2025	5 years; Maturity date: February 20, 2028
Gua	rantee agency	None	None
Trus	<b>—</b> •	Trusts Department of Land Bank of	Trusts Department of Land Bank of
		Taiwan	Taiwan
Und	erwriter	CTBC Securities Co., Ltd.	SinoPac Securities
Cert	ified Lawyer	Attorney Wang, Ya-Hsien from Lee and Li Attorneys-At-Law	Attorney Song, Tien-Hsiang from Lee and Li Attorneys-At-Law
CPA		Deloitte Touche Tohmatsu Limited	Deloitte Touche Tohmatsu Limited (DTTL) Accountants Chen, Chih-Yuan and Huang, Yao-Lin
Paył	back method		The Company will make one-time repayment in cash based on par value of bond at maturity of this bond.
Outs	standing principal	NT\$ 1,500,000 thousands	NT\$ 1,500,000 thousands
	visions of redemption	Please refer to the issuance and	
	prepayment	conversion procedures.	conversion procedures.
	rictions	None	None
Crec ratin	lit rating agency, credit ng date, and corporate d rating results	None	None
Other	Converted (exchanged or subscribed) common shares, global depository receipts, or amount of other securities.	Conversion started on April 10, 2022; no bonds have been converted yet	Conversion will start on May 21, 2023. However, due to operation matters for shareholders' regular meeting, conversion will be suspended from April 18, 2023 to June 16, 2023. Accordingly, conversion procedures can only be conducted starting from June 17, 2023.
	Issuance and conversion (exchange or subscription) procedures		Please refer to the credit section of the market observation post system for bond issuance information
Impact	of issuance and		According to the current conversion
	sion, exchange and	price of NT\$ 96.4	price of NT\$ 62.3
	iption methods and		24,077,046 shares need to be issued it
	ce conditions on equity n, possible dilution on	all shares are to be converted to common shares. The impact on shareholders'	all shares are to be converted to common shares. The impact on shareholders

stock equity and shareholder's	equity is limited so far.	equity is limited so far.
equity		

#### 2. Convertible bond data

Corporate bond typ	pe	(15893) 3 <sup>rd</sup> Issue of Domestic (ROC)Unsecured Convertible Bonds	
Year		2022	Current year until April 30, 2022
	Highest	101.00	103.10
Market price of convertible bonds	Lowest	94.00	98.55
convertible bolids	Average	99.15	100.63
Conversion price		97.4	97.4
Issue (offer) date and conversion price on issue date		Issue date: September 3, 2020 Conversion price on issue date: 100	Issue date: September 3, 2020 Conversion price on issue date: 100
Conversion method		Issuance of new shares	Issuance of new shares

Corporate bond typ	pe	(15894) 4 <sup>th</sup> Issue of Domestic (ROC)Unsecured Convertible Bond	
Year		2022	Current year until April 30, 2023
Highest		-	103.10
Market price of convertible bonds	Lowest	-	102
	Average	-	109.82
Conversion price		-	62.3
Issue (offer) date and conversion price on issue date		-	Issue date:February 20, 2023 Conversion price on issue date: 62.3
Conversion method		-	Issuance of new shares

- 3. Exchange of corporate bond date: NA
- 4. Shelf registration of issued corporate bonds: NA
- 5. Corporate bonds with attached warrant: NA
- 3. Preferred shares: None
- 4. Overseas depositary receipts: None
- 5. Employee stock option certificates: None
- 6. Restricted Employee Shares Compensation: None
- 7. Status of New Shares Issuance in Connection with Mergers and Acquisitions: None
- 8. Implementation of fund utilization plans:

As of the printing date of this annual report, the Company does not have any uncompleted plans for issuance or private placement of securities or plans with unrealized benefits which have been completed in the most recent three years.

# **V. Operations Overview**

#### 1. Business activities

- (a) Business scope
  - i. Main areas of business operations

The company's operations mainly focus on the manufacture and sale of spheroidal graphite cast iron and gray cast iron including hubs and bases for wind turbines, gearbox components, thermal power generation exhaust hoods, injection molding machine components, and castings for machine tools and other industrial machinery. The company has a casting production capacity of nearly 34,200,000 tons per year, and is dedicated to providing clients with a horizontal and vertical integration of one-stop procurement service for the purpose of offering casting, processing, spraying and assembly services to clients.

#### ii. Revenue distribution

	202	21	20	)22
Main product categories	Net sales	% of	Nat aslas	% of
	Inet sales	total sales	Net sales	total sales
Energy castings	4,250,935	47.50%	4,340,912	46.26%
Injection molding machine castings	2,248,995	25.13%	2,434,808	25.94%
Other castings	2,448,281	27.37%	2,608,205	27.80%
Total	8,948,211	100.00%	9,383,925	100.00%

#### iii. Current product categories

Main product categories	Application areas
Low-temperature high-tensile spheroidal graphite iron castings and gray cast iron castings for energy applications	Large-scale wind turbines (hubs, gear boxes, and bases) Steam turbine components for large-scale power plants
High-grade spheroidal graphite iron castings for injection molding machines	Plastic injection molding machine
Other applications of high-grade spheroidal graphite iron castings and gray cast iron castings	Large-scale high-precision machine tools Air compressor Very large-scale rapid color printing machine Medical equipment (cancer therapeutic apparatus, gamma knife therapeutic apparatus)

iv. Planned development of new products: Engineering, mining, and marine equipment castings

#### (b) Industry overview

# 1. Industry status and development trends

#### (1) Wind power industry

Against the backdrop of international trends such as low-carbon economy and energy revolution, the global community places increasing importance on energy safety, the ecological environment, and abnormal climate patterns. The reduction of fossil fuel

burning and accelerated development and use of renewable energy have become a general consensus and concerted action of all countries in the world.

In 2015, the newly installed renewable capacity surpassed that of new conventional energy installations for the first time in history, which is a clear indicator for structural changes in the field of global power system installations. The impetus provided by wind power technology advances and innovative business models has brought about a period of rapid development and increase in newly installed global capacities in the wind power industry.

Due to the fact that wind power is an eco-friendly renewable energy form characterized by high technological maturity, it is developed and applied on a large scale in countries all over the world. As of the end of 2021, over 100 countries worldwide have initiated the development of wind power. The US, Denmark, the Netherlands, the UK, Germany, Sweden, and Canada have invested large amounts of manpower and capital into the research and application of wind power generation.

As of 2016, wind power has overtaken hydropower as the leading renewable energy source in the U.S. Within the seven-year-period preceding 2016, wind costs dropped by almost 66% in this country.

According to statistics released by IRENA, the LCOE (Levelized Cost of Energy) range of onshore wind power worldwide was already significantly lower than that of fossil fuel options in 2017. The average cost of onshore wind power is gradually approaching that of hydropower, reaching six cents (USD 0.057) per kilowatt hour (kWh). With the advances of technology, LCOE of wind power projects will continue to decrease and wind power will eventually turn into one of the most cost-effective green energy options.

#### The evolution of global wind power

The development of global wind power can be divided into three distinct stages starting in 2001:

Stage 1 (2001-2009): This was a period of rapid growth of global wind power. CAGR of new wind power installations reached 22% and the offshore wind market emerged. The Netherlands, the UK, Germany, and Belgium successively developed their offshore wind power markets. Due to constraints caused by the insufficient availability of offshore wind power technologies and high energy costs, newly added offshore wind installations only accounted for around 1% of all new installations.

Stage 2 (2010-2013): This was a period of adjustment of the global wind power industry. Growth in new capacities slowed down and CAGR of new wind power installations dropped to -3%. European countries continued to develop offshore wind power. China entered the offshore wind power market and increased its newly added offshore wind power share to around 2%.

Stage 3 (2014 to present): Global wind power has resumed its growth trajectory. This period is characterized by rapid advances in wind power technologies and pronounced competitive advantages in the field of energy costs. CAGR of newly added wind installations reached 7%. Offshore wind power technologies in Europe gradually matured. China, on the other hand, entered a period of rapid development in the field of offshore wind power and its newly added offshore wind power share rose to 4%-8%.

In 2021, the newly added global wind power capacity amounted to 93.6GW. Newly added onshore and offshore wind installations accounted for 72.5GW and 21.1GW, respectively. By the end of 2021, the cumulative global wind capacity had reached 837GW, which represents a YoY growth of 12%.



Figure 1: The newly added global wind power capacity from 2015 to 2022 (Unit: GW)

#### In 2022, the newly added global wind power capacity equaled 77.6GW.

The Global Wind Energy Council (GWEC) points out in its Global Wind Report 2023 that the impetus provided by wind power technology advances and innovative business models has brought about a period of rapid development in the wind power industry. According to this report, 77.6 GW of new wind capacity was installed in 2022 (newly added onshore and offshore wind installations accounting for 68.8GW and 8.8GW, respectively). Newly added capacities in the Asia-Pacific region constituted around 48% of the total capacity of new installations worldwide in 2022.

The Global Wind Report 2023 further reveals that new wind capacities in the Asia-Pacific region, Europe, North America, and Latin America accounted for 48%, 22%, 12%, and 7% of the global new wind capacity in 2022. Offshore installations in the Asia-Pacific, Europe, and North America made up 11%.

In 2022, Goldwind was the top-ranked company with a total installed capacity of 12.7GW.

Data released by BNEF (Bloomberg New Energy Finance) reveals that Goldwind has garnered the top spot on the list of top 10 global wind turbine makers with a total installed capacity of 12.7GW in 2022, becoming the first Chinese wind turbine manufacturer to claim the top ranking worldwide. Vestas came in a close second, trailing Goldwind by a mere 400MW. GE and Envision are ranked third and fourth. Siemens Gamesa and Mingyang share fifth place with a commissioned wind capacity of 6.8GW in 2022, closely followed by Windey in seventh place.

China-based enterprises nabbed six spots on the list of the top 10 global wind turbine makers. In 2022, offshore wind capacities saw a steep decline in China as a result of the ushering in of an era of low prices. Sany and CRRC, which are ranked ninth and tenth on the list, have therefore edged out Electric Wind Power and Dongfang Electric, which boasted relatively high percentages of offshore wind power installations in the past.



Figure 3: 2022 Top 10 Global Offshore Wind Turbine Makers

New Wind Power Capacity Added (Unit: GW)

# (2) Injection molding machinery industry

The Chinese injection molding machinery industry is characterized by two major clusters located in the Yangtze Delta and Pearl River Delta. The Ningbo region in the Yangtze Delta has been enjoying the strongest momentum of rapid development, so it is now the largest manufacturing base of injection molding machines in China, with an annual output volume accounting for over 50% of the total annual production in China and 1/3 of that across the globe. The leading enterprise in this region is Haitian Group. The output volume of plastics goods dropped from 81.842 million tons in 2019 to 76.032 million tons in 2020 mainly due to the impact of the COVID-19 pandemic. 2021 saw a rebound with an output volume of 80.04 million tons and YoY growth of 5.9%. In the period from January to July 2022, the output volume of plastic goods amounted to 44.432 million tons, marking a YoY decrease of 4.1%.

A gradual process of structural transformations and industry upgrades has resulted in a steadily increasing proportion of high-end products and ongoing optimization of basic supporting services. The plastics goods output volume is constantly increasing, market potential is considered strong, and output value growth remains high. While basic applications that satisfy general social needs maintain a steady growth pattern, high-end application fields have seen a gradual expansion. The plastic goods industry is still in a phase of growth and development with transitions and upgrades progressing at a steady pace. The trends of **substituting plastic for steel and wood** have resulted in a vast market potential for the plastic goods industry. Looking ahead, the ongoing expansion of downstream applications is expected to drive the research and development of new products by upstream enterprises in line with market development trends. It is anticipated that this will usher in a period of even greater development potential.

Injection molding machinery which is a major branch of plastics machinery represents one of the

product categories with the highest product volume, output value, and export rate in China. Plastics machinery is a generic term for different types of machinery with injection molding machinery (injection, blow, and extrusion molding) as the most important category in terms of output value. The three types of molding machinery account for over 80% of the total output value of plastics machinery (injection molding constitutes 40% of this share). It can therefore be concluded that injection molding machinery makes up 32% of this output value. Mechanical, hydraulic, and electric equipment parts and components represent the main raw material categories required for the production of injection molding machinery. The mechanical part and component category which encompasses castings, pig iron, steel, tie rods, and helical barrels comprises 50% of utilized direct materials. Mechanical parts are affected by raw material and steel prices. The prices of various raw materials, on the other hand, are directly affected by steel price fluctuations. According to released data, direct materials constitute 85% of the total costs of injection molding machinery in China. Krauss-Maffei has a slightly lower percentage of around 71%.

# (3) Industrial machinery

The machinery industry is of fundamental and strategic importance for every nation and is the mother of all industries. The machinery sector is closely connected to other sectors and provides suitable and highly efficient production equipment and facilities to satisfy the demand of other industries. The machinery industry covers a wide range and can have a wide or narrow meaning. The wide definition of machinery industry includes the five main categories of general machinery, electrical machinery, transportation tools, high-precision machinery, and metal goods, while the narrow definition only refers to production machinery and facilities and auxiliary equipment directly used by different industries including metal processing machinery, industrial machinery, special and electrical manufacturing machinery, general machinery, transportation and automation facilities, metal molds, and other machinery and components.

#### Traditional automotive industry

In October 2022, production and sales of automotive vehicles in China amounted to 2.599 million and 2.505 million units, respectively, representing an 11.1% and 6.9% YoY increase. Cumulative production and sales in the period from January to October reached 22.242 and 21.975 million units, which marks a YoY growth of 7.9% and 4.6%, respectively. The growth rate rose by 0.5 and 0.3 percentage rates compared to the previous nine-month period.

An analysis conducted by the China Association of Automobile Manufacturers reveals a slight PoP drop in automobile production and sales in October, which can mainly be attributed to the spreading epidemic. End market pressure and supply also saw a small decrease compared to September.

Despite this slight decline, production and sales figures still maintained their YoY growth trajectory in October as a result of the lasting impetus of purchase tax exemptions. This momentum is clearly reflected in the performance of the passenger vehicle market.

#### NEV (new energy vehicle) industry

In October 2022, production and sales of new energy vehicles in China amounted to 762,000 and 714,000 units, respectively, marking an 87.6% and 81.7% YoY increase. The NEV market share surged to 28.5%.

Among NEVs, **<u>BEV</u> (battery electric vehicle)** production and sales reached 581,000 and 541,000 units, reflecting a 71.9% and 66.6% YoY increase.

**PHV (plug-in hybrid vehicle)** production and sales equaled 181,000 and 172,000 units, marking a 160% and 150% YoY growth;

A total of 300 <u>FCEV (fuel cell electric vehicle)</u> have been manufactured and sold, a 370% and 540% increase over the same period of the previous year.

Cumulative production and sales of NEV in the period from January to October reached 5.485 and 5.28 million units, which marks a YoY growth of 110% and 24%, respectively. Market share equaled 24%. Based on a comprehensive analysis of the positive growth trajectory of the NEV market, it is estimated that NEV production and sales will total 6.7 million units in 2022.

# (4) Medical Equipment

# Medical device industry is an important part for respective countries' healthcare service system.

Healthcare technology, medicine and medical device are three major pillars in constituting a healthcare service system. Specifically, medical device involves industries of <u>machinery</u>, electronics, <u>plastics</u> and medicine as well as nearly one hundred disciplines. Its production skills are relatively complicated with higher barrier of entrance. It is an internationally recognized high-tech industry which comes with features of high-tech intensive, extensive interdisciplinary and technology integration. It represents a nation's comprehensive strength in high new technology and it is an industry specifically encouraged for development by the nation.

# Medical device industry chain

From the perspective of the industry chain, the medical device industry can be divided into three parts: Upstream parts and components manufacturing, midstream medical equipment and consumables manufacturing, downstream clinical examination and end use



Analysis of the development outlook of the medical device industry in 2023:

1. Increased demand spurred by accelerating population aging

The life expectancy of Chinese citizens is constantly increasing. The Statistical Report on China's Health Care Development in 2021 reveals that the life expectancy of Chinese citizens has risen from 67.8 years in 1982 to 78.2 years in 2021. Incidence rates of a majority of malignant tumors and brain disease are closely linked to age. Such rates are highest in the senior population. In view of the

ongoing growth of the elderly population coupled with the continuing optimization of the Chinese health insurance system, rising health insurance coverage rates, and increasing payment ability of local residents, it is projected that the sheer volume of treatments for tumor and neurosurgery patients will grow significantly, which is expected to inject further momentum into the development of the medical device market.

2. Building of an external environment conducive to industry development through the continuous adoption of new administrative policies

The Outline of the 14th Five-Year Plan (2021-2025) for National Economic and Social Development and Vision 2035 of the People's Republic of China lists several core tasks including the high-priority deployment of domestic manufacturing capabilities in the field of medical devices. Both the Outline of the Healthy China 2030 Plan and Made in China 2025 have elevated the medical device sector to strategic status for national development. The Chinese nation places top priority on the medical device industry as a vital element for the health of its citizens and the development of medical and health services. With a view to further accelerating the development of the medical device industry in China, the government has adopted a series of favorable policies in recent years, demonstrating all-out support for the industry in the policy dimension. Domestic manufacturers are encouraged to make a firm commitment to accelerated innovation and strengthening of the market position of domestically manufactured devices.

3. Creation of a vast market potential for the medical device industry through the gradual optimization of hierarchical treatment policies

In the context of the new normal of a social economy shaped by population aging and urbanization, national health demands are rapidly increasing. With a view to optimizing the deployment of medical resources, China persists in its efforts to implement a hierarchical treatment system to realize the goal of creating a top-quality, highly efficient healthcare service system based on grassroots medical institutions, two-way referrals, separate treatment of acute and chronic diseases, and linkage between upper and lower levels. Grassroots medical institutions are currently characterized by a relatively low availability of medical devices. The hierarchical treatment system is expected to stimulate the demand for medical device purchases by such grassroots medical institutions.



# 2. Relationship between up- mid- and downstream industries

Castings have a very wide application range which currently includes the hardware, machinery, and electronics industry with a constantly expanding range of uses. Castings are used in construction, hardware, equipment, engineering machinery, and other large-scale machinery as well as the machine tool, shipping, aerospace and aviation, automobile and motorcycle, and electronic appliance industries.

# **3.** Macroeconomic, industry development, and product competition trends (1) Wind power industry

The International Energy Agency (IEA) describes the global energy mix in its report titled "Net Zero by 2050: A Roadmap for the Global Energy Sector" as follows: Wind power (35%), PV (33%), hydropower (12%), nuclear power (8%), bioenergy (5%), hydrogen energy (2%), and fossil fuels & carbon capture and storage (2%). The report titled "World Energy Transitions Outlook: 1.5°C Pathway" released by the International Renewable Energy Agency (IRENA) points out that wind power and PV will account for two-thirds of the globally installed generation capacity (wind power and PV installations are projected to reach 8,174 GW and 14,878 GW, respectively, by 2050; wind power has a slight upper hand in the global generation mix). Other power generation methods will include hydropower, bioenergy, geothermal energy, tidal/wave energy, and hydrogen energy.

According to the latest forecasts, annual wind power installations must be quadrupled to reach the goal of 3200 GW by the end of the decade (2030). Rapid development of wind power is the only way to guarantee that global warming can be limited to 1.5°C.

The current energy crisis has been triggered by the fossil-fuel centered energy market. Furthermore, the design of wind power generation systems is currently being adjusted in response to the pressure of transformation. The wind power industry is facing higher costs caused by improper market design. Policymakers must therefore reassess markets to meet economic and social goals.

Wind energy is considered the guardian angel of energy transformation. Relevant industries must therefore guarantee that wind energy is viewed as the epitome of social and environmental value. Central governments and local communities must make a concerted effort to develop effective responses to climate change against the backdrop of a rising complexity and interconnectedness of energy systems. Reduction of red tape is crucial for the creation of a green future. If examination and approval procedures governing land allocation, grid connection, and other areas are not simplified, wind power development is bound to stagnate. A more potent international monitoring and control framework must be established to solve the problem of intensifying competition in the field of commodities and key minerals. In addition, public-private sector cooperation is required to meet the new geopolitical challenges of the wind power supply chain.

The disappearance of base loads indicates that flexibility will turn into a key asset of renewable energy-dominated systems. Policymakers must send clear signals to the market that they are determined to invest in relevant tools.

Unprecedented investments in the electrical grid in sync with the pace of renewable energy development represent another key requirement. Electrical grid investments must be tripled by 2030. The wind power industry will play a pivotal role in a fair and reasonable energy transformation process. Manpower planning for large-scale development of renewable energy is therefore a top policy priority in the early stages.

(2) Injection molding machinery

Comprehensive cost control poses a difficult challenge for industrial enterprises since costs are directly linked to upstream raw material prices. On a global scale, the growth rate of the injection molding machinery is comparatively stable. The global injection molding machinery market is expected to exhibit a stable growth pattern. In the period from 2016 to 2024, the market volume is projected to grow from EU\$ 8.482 billion to 11.557 billion, which equals an annual growth rate around 3.94%. On a global level, six countries (Germany, Austria, China, Japan, Korea, and Canada) account for around 80% of the global output volume of plastics molding equipment. Major manufacturing nations such as European countries and Japan place very high emphasis on innovation in the field of injection molding machinery. European companies hold over 45% of the patents for injection molding machinery worldwide and over 50% of the annual exports come from Europe.

The technology content, added value, and profit margins of high-precision and large-scale injection molding machinery produced by European countries (typified by Germany) are high. These countries have almost monopolized the high-end market. In contrast to electric injection molding machinery manufactured by Japan, North America's market share of 30% can mainly be attributed to a distinct competitive edge in the field of fast loop molding and miniaturized, high-precision injection molding.

Specifically, Haitian International, a Tier 1 enterprise, has an absolute leadership position in the field of domestic output volume and value, accounting for 35% and 43%, respectively. Chen Hsong, Yizumi, Borche, Tera, and L.K. are Tier 2 enterprises. Due to constant advances in injection molding machinery technologies, the output value shares of major Chinese manufacturers are expanding and that of imported machinery is decreasing. Following the establishment of manufacturing bases by international brands in China and the rise of domestic enterprises, the share accounted for by locally manufactured machinery has surged from 47% in 2006 to the current level of over 81%, a clear indicator for the market dominance of local manufacturers. Domestic providers of injection molding equipment typified by Haitian International have eroded the market share of international brands over the past two decades. They have garnered the highest market share globally with their high output volume, which makes up around 1/3 of global production.

Automotive lightweighting trends generate development opportunities for the injection molding machinery industry;

Automotive lightweighting aims to reduce vehicle weight as much as possible under the premise of guaranteed strength and safety with the ultimate goal of enhancing vehicle dynamics, decreasing fuel consumption, and lowering exhaust pollution. A 10% reduction in vehicle weight can result in a 6%-8% fuel economy improvement and a 7% lower fuel consumption. The competitive advantage of plastic parts and components lies in their lightweight characteristics, high design flexibility, low manufacturing costs, and excellent performance. The adoption of low-density plastics materials is the most effective way to reduce automobile weight. The accelerating trend of automotive lightweighting with government policies as the main driving force is bound to generate more development opportunities for the injection molding machinery industry.

Injection molding machinery upsizing, electrification, and smartification;

Plastic goods are widely applied in various fields such as auto parts, household appliances, consumer electronics, packing materials, and general plastic goods, which in turn drives rapid growth of the injection molding machinery industry. The Chinese injection molding machinery industry is currently transitioning from a quantity and price advantage to a competitive edge in the field of technology and innovation. The injection molding machinery sector presently exhibits a trend of upsizing, electrification, and smartification. This type of machinery has evolved into indispensable technological equipment of different areas of national economies and strategic emerging industries including aerospace, national defense, petrochemical, marine, electronics, optoelectronic communication, building material, packaging, and light industries and agriculture.

Accelerated substitution of imported machinery with locally manufactured products;

China mostly relies on imports to meet its demand for high-end injection molding machinery with high added value. Mid- and low-end machines with low added value represent the bulk of the country's exports in this area. Domestic enterprises are still lagging behind top-tier foreign manufacturers in the fields of technology standards, technology reserves, and quality control. The high prices of imported injection molding machinery create significant cost pressure for downstream manufacturers and an unfavorable environment for the development of the local injection molding machinery industry. As a consequence of the development of the Chinese injection molding machinery sector and rising technology levels, locally manufactured machines have seen rapid advances in the fields of quality and performance. They are therefore gradually replacing imported products in the high-end market.

In the field of industrial layout, eastern, southern, and central China are the regions with the highest concentrations of plastic goods manufacturers. These enterprises form a series of industry clusters with significant influence. Propelled by policies adopted by national and local governments, the follow-up deployment of industry clusters will revolve around key implementation strategies in the dimensions of green energy, ecology, low carbon, and cyclic economy. The goal lies in the transition from simple processing operations to a complete industry chain with high technology content and high added value and thereby foster stable, healthy, and sustained development of the plastic processing industry and sharpen its competitive edge.

Competitive landscape of the injection molding machinery industry;

From a global market perspective, Chinese enterprises are still trailing behind international brands in the field of technology standards. Exports are still concentrated in the mid- and low-end category. As for the deployment of overseas markets, exports of Chinese enterprises are dispersed across different destinations mostly in underdeveloped countries. An extensive and far-reaching production, sales, and distribution network has not been formed yet.

The global plastic machinery market can be divided into three hierarchical competitive layers which form a pyramid. The most representative enterprises of the high-end market are Krauss-Maffei, Engel, and Sumitomo, while the mid-end market is comprised of leading domestic manufacturers such as Haitian International, Yizumi, and Chen Hsong. The low-end market consists of small-sized enterprises whose technologies lag behind those of major manufacturers.

# Representative domestic and international plastic machinery manufacturers



# (3) Industrial machinery

# PMI (Purchasing Managers Index)

In October 2022, the <u>Comprehensive PMI</u> Output Index reached 49%, which represents a <u>drop by</u> <u>1.9 percentage points</u> MoM. This decrease after two consecutive months of increases is a clear indicator for PMI volatility, which in turn signals that <u>the economic recovery momentum must be</u> further consolidated. This drop can mainly be attributed to the following three factors:

- 1. Seasonal pattern: An analysis of historical data reveals that PMI values in October tend to be lower than in the preceding month
- 2. Multiple COVID-19 outbreaks in October causing economic disturbances in affected regions
- 3. Lingering impact of frequent fluctuations in international commodity prices on the domestic economy



**Comprehensive PMI Output Index trends from January 2019 to October 2022** 

In the third quarter, the mean PMI value of the global manufacturing sector reached 50.8%, marking a decrease by 3.8 and 2.2 percentage points over the first and second quarter, respectively. This relatively low PMI value implies that the global economy remains mired in sluggish growth.



# (4) Medical equipment

The global healthcare market has consistently shown a pattern of positive growth. Past data point to

the conclusion that the growth rate of the "big health" industry is around two times the average global GDP growth rate. This trend is expected to continue, and the growth rate is expected to remain at a level above 5.6% in the next 5 to 10 years. CAGR in China could reach 10% or even 15% or higher.

Medical Design & Outsourcing, the authoritative website of the medical device industry, released its 2022 Medtech Big 100 ranking of the world's largest medical device companies. The combined annual revenue and R&D investments of the selected enterprises amount to US\$ 440.9 billion and US\$ 23.4 billion, respectively. The top-ranked medical device manufacturers are as follows: Medtronic, Johnson & Johnson, Siemens Healthineers, Royal Philips, Medline Industries, GE HealthCare, Stryker, Cardinal Health, Abbott, and Baxter.

RANK	COMPANY	2022 REVENUES (\$USD)	EMPLOYEES
<u>1</u>	Medtronic	\$31,686,000,000	95,000
<u>2</u>	Johnson & Johnson MedTech	\$27,100,000,000	75,000
<u>3</u>	Siemens Healthineers	\$20,516,580,000	66,100
<u>4</u>	<u>Royal Philips</u>	\$20,296,000,000	78,189
<u>5</u>	<b>Medline Industries</b>	\$20,200,000,000	30,000
<u>6</u>	<u>GE HealthCare (General</u> <u>Electric)</u>	\$17,725,000,000	48,000
<u>7</u>	<u>Stryker</u>	\$17,108,000,000	46,000
<u>8</u>	<u>Cardinal Health (Medical</u> <u>segment)</u>	\$15,900,000,000	/
<u>9</u>	Abbott (medical device segment)	\$14,367,000,000	/
<u>10</u>	Baxter	\$12,784,000,000	60,000
<u>11</u>	Henry Schein	\$12,401,021,000	21,600
<u>12</u>	<b>Boston Scientific</b>	\$11,888,000,000	41,000
<u>13</u>	Owens & Minor	\$9,785,315,000	17,300
<u>14</u>	<b>BD (Medical segment)</b>	\$9,479,000,000	30,000
<u>15</u>	<u>B. Braun Melsungen</u>	\$9,274,534,500	66,234
<u>16</u>	<u>3M Co. (Health Care segment)</u>	\$9,050,000,000	/
<u>17</u>	<u>Alcon</u>	\$8,222,000,000	24,389
<u>18</u>	<u>Fujifilm Holdings (healthcare only)</u>	\$7,298,798,252	/

#### 2022 Medtech Big 100 ranking

RANK	COMPANY	2022 REVENUES (\$USD)	EMPLOYEES
<u>19</u>	<u>Zimmer Biomet (minus ZimVie</u> <u>spinoff)</u>	\$6,821,600,000	16,800
<u>20</u>	<u>Olympus (medical business)</u>	\$6,710,970,503	21,898
<u>21</u>	Terumo	\$6,402,977,058	28,000
<u>22</u>	Intuitive Surgical	\$5,710,100,000	9,793
<u>23</u>	<u>Hologic</u>	\$5,632,300,000	6,350
<u>24</u>	Edwards Lifesciences	\$5,232,500,000	15,700
<u>25</u>	<u>Smith+Nephew</u>	\$5,212,000,000	18,369
<u>26</u>	<u>Steris</u>	\$4,585,064,000	16,000
<u>27</u>	<u>Fresenius Medical Care (health</u> <u>care products)</u>	\$4,416,740,000	30,000
<u>28</u>	<u>Canon Medical</u>	\$4,373,288,420	/
<u>29</u>	<b>Dentsply Sirona</b>	\$4,251,000,000	15,000
<u>30</u>	<b>BioMérieux</b>	\$3,983,680,000	13,000
<u>31</u>	Align Technology	\$3,952,584,000	22,540
<u>32</u>	<u>Mindray</u>	\$3,917,343,585	14,684
<u>33</u>	Hoya (life care segment)	\$3,710,387,837	/
<u>34</u>	<u>Sonova</u>	\$3,678,805,774	16,733
<u>35</u>	ResMed	\$3,578,100,000	8,000
<u>36</u>	<u>Nipro (medical segment)</u>	\$3,400,227,604	25,239
<u>37</u>	Getinge	\$3,152,564,103	10,700
<u>38</u>	<u>Coloplast</u>	\$2,970,336,391	12,578
<u>39</u>	<u>Demant</u>	\$2,932,802,548	18,116
<u>40</u>	Bio-Rad	\$2,922,545,000	7,900
<u>41</u>	<u>Cooper Cos.</u>	\$2,922,500,000	12,000
<u>42</u>	Teleflex	\$2,809,563,000	14,000

RANK	COMPANY	2022 REVENUES (\$USD)	EMPLOYEES
<u>43</u>	Paul Hartmann	\$2,716,124,000	10,628
<u>44</u>	<u>HU Group</u>	\$2,484,522,942	/
<u>45</u>	Dexcom	\$2,448,500,000	6,300
<u>46</u>	Dräger (medical division)	\$2,435,756,000	15,900
<u>47</u>	Bruker	\$2,417,900,000	7,765
<u>48</u>	<u>Cook Medical</u>	\$2,336,000,000	13,898
<u>49</u>	<u>Amplifon</u>	\$2,298,728,500	18,600
<u>50</u>	Straumann	\$2,211,286,089	9,000
<u>51</u>	<u>ConvaTec</u>	\$2,038,000,000	10,025
<u>52</u>	<b>Carl Zeiss Meditec</b>	\$1,990,424,000	3,531
<u>53</u>	<u>Nihon Kohden</u>	\$1,867,525,492	/
<u>54</u>	Elekta	\$1,695,571,096	4,631
<u>55</u>	Integra Lifesciences	\$1,542,448,000	3,800

One of the major customers of Yeong Guan Group in the field of medical devices is a globally leading manufacturer of radiotherapy equipment. This customer is firmly committed to providing assistance in clinical care and improving the life quality of patients. Despite the fact that this customer is a transnational corporation with a multinational workforce, interdepartmental and cross-national cooperation is realized through a single project team. The company practices what it preaches by incorporating its vision into its business goals. It has made an unwavering commitment to conquering cancer, improving the quality of life of cancer patients, and enhancing the lives of all citizens by treating cancer patients. It further attaches great importance to business ethics and prevention of unethical incidents at workplaces. Yeong Guan and this customer share the same values and principles in the field of sustainable development and selection of eco-friendly suppliers.

# Market size of the medical device industry

1. Anticipated maintenance of a stable growth pattern in the global market

In the wake of improving global life standards and rising healthcare awareness in recent years, the demand for medical devices has seen constant growth. In 2020, the global medical device industry had a market size of US\$ 477.4 billion, which represents an increase by 5.63% YoY. It is expected that the size of this market will approach US\$ 600 billion in 2024. CAGR for the period from 2017 to 2024 is estimated to reach 5.6% and a stable growth pattern is anticipated.



Fig. 1: Forecasts of global medical device industry market size from 2017 to 2024 Source: Evaluate MedTech

2.The Chinese market has huge growth and development potential. The rapidly growing domestic medical device market is expected to maintain a growth rate of 20%. The par capita consumption ratio of medical devices and pharmaceutics in China is 0.35:1, which is significantly lower than the global average of 0.7:1 and the level of 0.98:1 in developed countries in Europe and North America. However, due to sheer market size, constantly increasing health needs, and active support by the government, the medical device market in China still has vast development potential.

The performance of the Chinese medical device market in recent years has been outstanding. By 2020, the market size had reached US\$ 734.1 billion, marking a YoY growth of 18.3% (nearly four times the growth rate of the global market). Due to the maintenance of a relatively high growth level, the Chinese medical device market has evolved into the second largest market in the world, only surpassed by the US. It is expected that CAGR of the Chinese medical device market will reach 14% in the next five years and market size is projected to surpass a threshold of 1 trillion in 2023. A comparison of the size of the global medical device and pharmaceutical markets reveals that the former is roughly one-third (33%) the size of the latter. In China, this percentage is a mere 12%.



Currently, China's medical device is in a time of high-speed development. Using local medical device to replace imported goods starts from low-end market and this has already infiltrated to high-end market. Although there are still differences in high-end product R&D, R&D technology in some fields are already in the front end of the world. For instance, China's local ultrasound products have already replaced imported products. Currently, sales of local ultrasound products in China's low-end, mid-end and high-end ultrasound markets are 76%, 24% and 4% respectively. Under the condition of same technology, cost-performance ratio for "Made in China" product is far higher than the one for imported product.

In the meantime, under guidance and promotion from policies of "Health China 2030," "Made in China 2025" and ("13th Five Year Plan" National Strategic Emerging Industry Development Plan), development of China's medical device industry presents a promising trend. Industry development still makes the industry full of expectation.

#### (c) Overview of Technologies and R&D

1. Research and development expenses and R&D investments as share of revenue in recent years up to the first quarter of 2023

1			Unit: 1000 NTD; %
Item	2021	2022	First Quarter of 2023
R&D expenses(Note)	351,541	319,550	76,363
Revenue	8,948,211	9,383,925	2,217676
Share of revenue (%)	3.93%	3.41%	3.44%

Note: R&D expenses are manpower and mold costs generated by technology improvements and development of new products

#### 2. R&D Achievements

Technology or product type	Properties and functions
Molding flask	Based on the contour of the mold, these specially designed flasks guarantee the use of suitable amounts of sand to reduce sand-iron ratios and cooling times and improve turnover rates of flasks.
Iron ball	This sphere-shaped object is hollow and is added during stages of molding and core making processes that consume large amounts of sand. These balls can be recycled and reused and help reduce sand costs.
Inoculants with Bi conent	Improve the grade of nodulization and enhance the mechanical properties and quality of castings
EN-GJS-350-22U-LT	Utilized in wind power and gas turbine products to ensure high
EN-GJS-400-18U-LT	elongation rates, excellent low-temperature impact properties, and high fatigue resistance
Anti-overflow gate riser	The effect of inertia when molten iron is poured into the mold cavity from the ladle during the casting process which leads to overflow at the gate riser and an expanding area of molten iron. This technical improvement prevents the overflow of molten iron at gate risers onto the surface of sand mold.
Core-wire injection nodulizing equipment	Enhances the molten iron nodulization effect and quality
Unpluggable pouring basin	Allows the pouring of molten iron of a weight equivalent or

Technology or product type	Properties and functions
	approximate to the casting into the basin above the mold cavity and ensures that impurities in the molten iron float to the surface. When the plug is removed and the molten iron flows into the cavity, the impurities are kept in the basin and out of the casting.
ASME U STAMP(Certified by American Society of Mechanical Engineers)	Permission certificate for export of pressure vessels to Europe and the US
PED(pressure equipment directive)	Permission certificate for export of pressure vessels to Europe
Ceramic tube runner	Decreases slag flowing into castings and enhances product quality
CNC wooden pattern processing	Machine tools are employed for 3D programming of processing patterns. This enhances the accuracy of the dimensions of the pattern and the surface flatness, increases the service life of the pattern, reduces the impact of human negligence and facilitates the production and measuring of complicated shapes which cannot be created manually.
PFMEA - Process failure mode and effect analysis	Increases the ability to control production processes and reduces process reject ratios.
Optimization of gating systems	Reduced use of ceramic tubes, decreased labor costs and intensity, and enhanced yield rate
Minimization of allowances for pouring weight	Enhances the usage rate of molten iron and reduces energy consumption
Promotion of the use of chips in all plants	The computerization of mold data enhances the consistency of scheduling and production and reduces human error during production processes
Wind turbine hub rotary fixture	Implementation of simultaneous setup and machining of three flanges to effectively reduce processing times and enhance production efficiency.
Hollow core support technology for wind turbine hub castings	Reduced consumption of core sand, decreased sand-iron ratio, convenient core making operations and facilitate ventilation during casting.
Ventilated and anti-leakage flask	Guarantees sufficient ventilation during the casting process and facilitates mold closing and sand enclosing operations and prevents leakage
Standardization of the base plate of pattern	Reduce pattern costs and shorten pattern making times
Air-cooled iron core technologies	One end of the sand core is exposed to cold air and the other end releases hot air to accelerate the cooling of heavy castings and enhance the quality of castings
Ductile iron castings(energy-type gas turbines)MT, UT Special inspection code	Refined inspection process to guarantee product inspection quality
Universal assembly and welding device/tool	Reduces assembly and welding times, enhances production efficiency, and guarantees product quality
Styrofoam cylinder molding technology	Cylinder-shaped Styrofoam rapid molding tool for increased production efficiency
Special tapping clamping cutter	Enhanced efficiency and reduced costs
Converter	Face mill cutter head is converted and clamped to boring shank
Technology or product type	Properties and functions
---	--
	for reduced costs
C5 High-grade anti-corrosion coating technology	Improved and optimized coating techniques allow the highest C5 grade corrosion protection and provide enhanced coating quality
EN-GJS-600-10U-LT	Wind power and gas turbine products are characterized by excellent elongation characteristics and low-temperature impact resistance as well as high fatigue resistance and weight reduction
Casting dimension scanning technology	Enhances the accuracy and efficiency of casting dimension detection
Coating automation	Enhances the quality consistency and efficiency of spray coating for castings

(d) Long- and short-term development plans

- i. Short-term development plans
- (1) Customer territory and after-sales service: In this post-pandemic era, the Company will target potential customers in China market and explore respective industries' needs in China's import market. The Company will continue to increase its exploration of sales opportunities in markets of Japan and North America in a bid to enhance balance of footprints in export markets and speed up capabilities in market exploration, infiltration and after-sales service.
- (2) Expansion into new product areas and vertical services: Provision of vertically integrated services for existing products such as precise processing services for injection molding machines, assembly capabilities for existing products for which processing services are already available, and provision of more comprehensive services. In 2017 it is planned to add precise processing services for wind turbine gearbox castings. Components include the gearbox body, planetary brackets, and torque arms. Provision of processing services for finished products other than castings with higher demands for processing accuracy (an additional processing workshop with temperature and humidity control has therefore been established and a European/Japanese high-precision processing lathe was added to enhance product competitiveness). In addition, expansion is also pursued in the field of assembly capabilities. Services are intensified in the healthcare industry and with strategic partners and service offerings have been extended to project assembly. For instance, injection molding machinery and wind power clients all consider cooperation in this area.
- (3) Horizontal expansion into new industries and product areas including promising emerging industries such as AI, automated machinery, robots, and new energy vehicles and industries with existing customers such as the shipping industry, agricultural machinery, castings for the automobile industry, and the health care industry as well as horizontal expansion through acquisition of new customers in the same industry or crossindustry cooperation with existing customers. Expansion of sales to same-industry businesses upon successful initiation of cooperation with top-ranked enterprises.
- (4) Energy sector: The Taichung Harbor plant has been constructed to satisfy the demand of wind power customers for offshore wind turbines. Official commissioning of the plant is planned in April 2023. Production processes will encompass casting, processing, spray

coating, and assembly capabilities. The projected output volume in 2023 is 10,000 tons. Yeong Guan has already acquired orders from major customers for the development of offshore wind turbines. Deployment planning for future production capacities of the new manufacturing site is currently in progress.

(5) Production strategies: Processes are improved, yield rates and production efficiency are increased, production costs are reduced, and current production flows are optimized to increase production capacities and satisfy rising customer demands. A continued focus on supplier management and development allows the maintenance of positive and stable interactions with suppliers. In addition, the company also actively seeks cooperation with large international suppliers of raw materials to ensure a stable source of raw materials under conditions of wide price fluctuations in countries of origin.

## ii. Medium-term

Expansion of existing production capacities and production bases: In addition, to increased efficiency and production capacities at existing production bases, it is also planned to establish new production bases in Thailand and the Taichung Harbor area in Taiwan within the next 3-5 years to face the challenges of market volatility and uncertainty.

(1) Taichung Harbor Plant:

The main objective of this expansion project is to satisfy the stable global demand for offshore wind power and the demand for castings of heavy industries such as the injection molding machinery and industrial machinery sectors. The output volume is expected to reach 10,000, 50,000, and 75,000 tons in 2023, 2024, and 2025, respectively. The close proximity of the plant to major customers, the active support by the local and central governments, and the location of the plant in the close vicinity of Taichung Harbor represent enormous competitive advantages (e.g., land transportation cost savings).

(2) Thailand plant:

Significant planning advantage: A large plot of land has already been acquired and Environmental Impact Assessment Approval has been obtained. Construction can be started in 2022 and it will begin production in the second quarter of 2024. In addition, the Company is entitled to tax exemption for eight years in the context of investment promotion and incentive policies of the Thai government. Automated equipment will be added in the future, while investments in new production capacities through industrial machinery will be planned in stages in response to supply chain transfer trends in the future. The goal is to strengthen deployment in ASEAN region and thereby enhance the company's risk resistance capacity in the face of rapid industrial transformations.

# iii. Long-term:

- (1) Pioneering investments and solid implementation of an EHS (Environment, health, and safety) system: All plant areas affiliated to the group have earned the approval and support of local governments. The establishment of an EHS system is a key review criterion of multinational corporate clients. Investments that will generate long-term environmental cost advantages are planned in stages and the Company will pioneer the adoption of environmental protection equipment that meets the highest standards.
- (2) Promotion of GSI (Green Supplier Initiative): The goal lies in achieving conformity to national and international standards and norms in the fields of environmental protection, energy conservation, and emission reduction at an early date
- (3) Lean production: Transparency of manufacturing data and management and constant

advances and optimization of lean production processes ensure the streamlining of operations, elimination of useless and redundant elements, and ongoing enhancement of production efficiency.

- (4) Continued implementation of training and inheritance programs of the Group from top management to the lowest ranks and building of the Group's core competitiveness including strengthening of professional technical competence, comprehensive user solutions, and continued skill development
- (5) Corporate social responsibility: The Company aims to contribute to environmental protection, society, and corporate governance (ESG) and fulfill its corporate social responsibility (CSR) through its development and planning efforts and its core competitiveness to achieve the goal of sustainable development and business operations.

# 2. Market and sales overview

# (a) Market analysis

I			Unit: 10	000NTD; %
Year	202	1	202	22
Region	Amount	%	Amount	%
Europe	2,168,137	24.23%	2,111,035	22.50%
China	5,305,773	59.29%	6,046,299	64.43%
USA	419,789	4.69%	126,385	1.35%
Asia	1,054,512	11.79%	1,100,206	11.72%
Total	8,948,211	100.00%	9,383,925	100.00%

1. Main products and sales regions

# 2. Future supply and demand situation and growth prospects

## Wind power generation industry

The Global Wind Energy Council (GWEC) has officially released its Global Wind Report 2022. Relevant data shows that newly added wind power installations amounted to 77.6 GW (grid-connected capacity) worldwide. The cumulative installed capacity has reached 914.6 GW.

Due to the spirit of global solidarity triggered by the net zero commitment paired with the newly perceived urgency of energy security, the market outlook of the global wind power industry is very positive.



New wind power installations outlook 2022-2026 (GW)

GWEC's Market Outlook represents the industry perspective for expected installations of new capacity for the next five years. The outlook is based on input from regional wind associations, government targets, available project information and input from industry experts and GWEC members. An update will be released in Q3 2022. A detailed data sheet is available in the member only area of the GWEC Intelligence website.

Based on current policies GWEC forecasts that the global new wind capacity will reach 557 GW within the next five years. By 2026, the capacity of newly added installations per year will exceed 110 GW.

Within the past two years, eligibility for Feed-in-Tariff (FIT) subsidies represented the main

growth impetus. However, in view of the termination of FIT policies in China and Vietnam and the planned phasing out of renewable energy subsidies in Sweden and Norway by 2021, the growth momentum of the global wind industry is expected to depend on the following support mechanisms starting in 2022:

- Grid parity program( a price parity scheme for solar and wind power in China, allowing renewable energy to compete with benchmark prices for coal-based grid supplies without needing central government subsidies ) ;
- (2) Positive guidance and support by national governments: Compared to other renewable energy forms, offshore wind power projects in particular are characterized by higher investment needs and longer life cycles. Reasonable support policies are therefore required to reduce investment risks and ensure stable revenues. In European and Asian markets such as Germany, the Netherlands, China, Japan, and Vietnam, offshore wind power policies are shifting from Feed-in-Tariffs to more competitive mechanisms. In the US, tax incentive policies are applied to the field of offshore wind power and include Investment Tax Credits (ITC) and Production Tax Credits (PTC) for wind power generation. In emerging markets, investments in offshore wind power projects often rely on international capital. Policy transparency and stability is therefore of vital importance.
- (3) Pure energy, hybrid propulsion, renewable energy, and technological neutrality auctions (Europe, Latin America, Africa, Middle East, Southeast Asia): Due to the high popularity of auction/bidding mechanisms in all markets other than China and the US, challenges associated with auctions in the past such as permits and market design must be tackled to sustain growth in the next five years.

The projected CAGR of onshore wind power and the average annual installed capacity are 6.1% and 93.3 GW for the next five years. In the period from 2023 to 2026, the capacity of new installations could reach 420 GW. CAGR of offshore and onshore wind power is expected to reach 8.3% in the next five years. In consideration of the fact that the offshore wind power capacity increased by over 21GW in 2021, this growth rate is very heartening. In view of the fact that the installed wind power capacity in China has decreased, new offshore wind power installations in 2024 could restore the capacity to the level in 2019/2020. However, market growth is expected to regain momentum in 2023 and is forecast to exceed 30GW in 2026.

It is projected that the global installed offshore wind capacity will exceed 90GW in the period from 2023 to 2026. The average annual power output of these offshore installations is expected to reach 18.1GW. It is further forecast that the Asian-Pacific market will be the main driving force for the global growth of onshore and offshore wind power in this five-year period.



New wind power installations outlook 2022-2026 by region MW and per cent, onshore and offshore

# Africa and the Middle East

The installed capacity in this region slowed down in 2022. However, due to the successive delay of the first and second round of the 5G spectrum auction plan in the context of the Renewable Independent Power Producer Programme (REIPPP) of the South African Government, growth speed for 2023 is expected to increase. Nevertheless, the pending official launch of the 5G spectrum auction of REIPPP Programme will result in a record high in South Africa. In the next five years (2022-2026) the newly added capacity is projected to reach 5.4 GW, 2.2 GW, 1.8 GW, 1.3 GW in South Africa, Egypt, Morocco, and Saudi Arabia, respectively.

#### Asian regions except China

The momentum generated by the expired FiT policy has triggered a 57% increase in the field of onshore wind power capacity in Vietnam in 2022. The Asian Development Bank forecasts that the Vietnamese GDP will rise by 6.5% in 2022, which will be associated with an increase in electricity consumption by 11%. However, Vietnam cannot satisfy its energy demands by solely relying on domestic fossil fuel production. The country heavily depends on imported fuels. As for the net zero emissions target set at the COP26 summit, the pace of wind power development is expected to slow down in 2022. Following the finalization of the Power Development Plan VIII (PDP8) draft, the wind power sector is projected to rebound and gradually pick up steam.



Vietnam's wind energy targets in the draft PDP8

## Onshore/offshore wind power in China

In 2021, the Chinese onshore wind power market entered a "subsidy-free" era. As a result, the newly added onshore capacity has dropped by 39%. However, based on the Modern Energy System Plan of the National Energy Administration set out in the 14<sup>th</sup> Five-Year Plan (2021-2025), GEWC has upgraded its forecast for the Chinese onshore wind power capacity by 16% compared to the outlook in Q1 2021. This reassessment is based on the renewable energy development strategy formulated by the government in the 14<sup>th</sup> Five-Year Plan, which demands an all-out effort to promote the large-scale and high-quality development of wind and solar power, prioritization of localized development and use, acceleration of the construction of decentralized wind power and PV installations in load centers and peripheral areas, and intensified application of low wind speed technologies. The goal is to pave the road for achievement of the "30-60" target. The recently launched electricity market reforms is expected to support a revaluation of the dominant position of the renewable energy sector in China in the upcoming decades.

#### Onshore/offshore wind power in Europe

In view of the policies currently in place and the abating pandemic in Europe, it is projected that 2023 will be a year of record highs in the onshore wind power industry. Countries like Germany, Switzerland, Finland, France, Spain, and Turkey will see rapid development in this sector in 2023. After this peak, the sector is expected to return to a relatively stable level of 17.4 GW in the period from 2023 to 2026. It is further projected that the onshore wind power capacity in Europe will grow by 87.7 GW in the next five years. Germany, Spain, France, Switzerland, and Finland will account for 22% (19.7 GW), 11%, 10%, 9%, and 7% of this increase, respectively.

#### Onshore/offshore wind power in the US

The ongoing enforcement of the renewable electricity Production Tax Credit (PTC) serves as the cornerstone of wind power development in the US and is expected to stimulate continued development in the period from 2022 to 2025.

2022 could be another year of robust growth in new installations since multi-GW onshore wind power projects span a two-year period from 2021 to 2022. Their onshore wind turbines which were assembled in 2016 still meet the COD requirements. In view of the fact that a gradual decrease of Production Tax Credits (PTC) is planned for 2023 and 2024, onshore wind power could see a decline.

However, based on estimates against the backdrop of a PTC extension announced for 2019 and 2020, a rebound is expected for 2025.



## Injection molding machinery industry

The largest demand market for the injection molding machinery industry is the automotive manufacturing industry. Modern carmakers have adopted vehicle body lightweighting as their main fuel efficiency strategy. The US has implemented Corporate Average Fuel Economy (CAFE) standards which prescribe a fuel economy of 3.7L/100KM and an 8% reduction of vehicle body weight by 2003. In the US and Europe, the total quantity of plastic materials per car currently amounts to 90-100 and 80-120 kg, respectively. These quantities account for 13% and 12% of the vehicle weight in these two regions.

At present, Chinese injection molding machinery enterprises mostly command significant shares of the mid- and low-end markets. However, local industry leaders in the high-end market are gradually catching up with their international competitors. Against the backdrop of shrinking revenues of downstream businesses as a result of the COVID-19 epidemic, great value, domestically manufactured injection molding machinery has enjoyed a rising popularity among customers. In addition to price competitiveness, this phenomenon can mainly be attributed to ongoing enhancements in the fields of product technologies and quality enabling local manufacturers to compete with imported machinery.

As far as market layout is concerned, Chinese injection molding machinery manufacturers still focus on the mid- and low-level markets. Some highly competitive enterprises invest heavily in R&D with the goal of raising their technology standards. They gradually carve out market shares in the mid-end market and gain footholds in the high-end market. Statistics released by the China Plastics Machinery Industry Association reveal that the total revenues of the four major domestic players (Haitian International, Chen Hsong, Borche, and Yizumi) constitute a 60% share of the market, which bears clear testimony to their leadership position.

The trend of energy conservation, carbon reduction, and NVE has ushered in an era of new

development opportunities in the injection molding machinery industry which currently has the highest output and demand volume in the plastics processing machinery sector. In 2025, the size of the global injection machinery market is expected to reach US\$ 22.323 billion with a projected CAGR of 4.7%. China and Germany account for US\$ 3.71 and US\$ 2.23 billion of this market volume, respectively. China's market share amounts to 16.6%.

Over the course of a long period of rapid growth and development, China has evolved into the largest injection molding machinery market and manufacturing base in the world. The Chinese injection molding machinery sector has maintained a trade surplus over many consecutive years. According to data published by the National Bureau of Statistics of China, the plastics good output volume equaled 70.833 million tons in the period from January to November 2022, which represents a cumulative decline of 3.9% (based on the latest statistics in November). The output volume in November amounted to 6.978 million tons, a YoY decrease of 6.1%. The export volume of plastics machinery (injection, blow, extrusion, and vacuum molding machinery and other types of thermoforming and molding machinery) in the same period reached US\$ 3.0257 billion, marking a YoY decline of 11.40%. The export volume in November totaled US\$ 289 million, a decrease by 22.54%

Fig. 5 Comparison and YoY Growth Rate of the Monthly Export Volume of Chinese Injection Molding Machinery (Unit: USD 10 million)



# Industrial machinery

# IMF (International Monetary Fund)

The global economy continues to face steep challenges, shaped by the lingering effects of three powerful forces :

1. Russia's invasion of Ukraine;

2. A cost-of-living crisis caused by persistent and broadening inflation pressures

3. Slowdown in China

In its World Economic Outlook Report (October 2022), projects global economic growth to remain unchanged in 2022 at 3.2 percent and to slow to 2.7 percent in 2023—0.2 percentage points lower than the July forecast.

IMF further predicts a large-scale slowdown across the globe for 2023. More than a third of the global economy will contract this year or next, while the three largest economies—the United States, the European Union, and China—will continue to stall.





**USA**: Growth in the US is projected to decline to 1.0% in 2023 due to a <u>tightening of monetary</u> <u>and financial conditions</u>

**China**: The growth forecast for 2023 has been revised downward to 4.4% due to <u>COVID-19-</u> <u>related lockdowns</u> in multiple localities, as well as <u>the worsening property market crisis</u> **Eurozone**: Growth is projected to drop to 0.5% in 2023 as a result of the most pronounced economic slowdown due to adverse shocks caused by the energy crisis triggered by the Ukraine war. In almost all European countries, <u>rapidly rising prices (mainly in the fields of food and</u> <u>energy</u>) have caused serious hardships for households, the poor being particularly vulnerable.

Medical equipment

Radiotherapy technology represents an indispensable weapon in the fight of humanity against tumor diseases. During the 3<sup>rd</sup> China International Import Expo (below referred to as CIIE), the three world-leading radiotherapy equipment providers (Elekta, Varian, and Masep) unveiled their new-generation products in their booths located in the medical equipment & healthcare product area.

At present, roughly 70% of all tumor patients all over the world require different levels of radiotherapy. Official statistics released by WHO clearly indicate that 45% of all malignant tumors are curable (22% through surgery, 18% through radiotherapy, and a mere 5% through chemotherapy).

The more economically advanced a nation is, the more likely it is to adopt radiotherapy for tumor treatment. The adoption rate has reached 63% in the US and exceeds 40% in Canada, Sweden, the Netherlands, and Australia. It is below 20% in China, Russia, India, and Vietnam.

As for the availability of radiotherapy machines per million population around the globe, the WTO standard is 2-4 devices. The US, Japan, Eurozone, and China have 12, 7, 7~8, and 1.52 machines available per million population, which indicates ample room for improvement.

Global Area:

Each year, confirmed new cases of cancer exceed 15 million across the globe. In 2018, the number of newly diagnosed cases exceeded 18 million. This number is expected to increase by 63% until 2040. The world's population and average life expectancy continue to increase as time progresses. As a result, nursing capabilities in the field of cancer care face mounting pressure. Due to the rising number of cancer survivors, there is a growing demand for continued treatment. Estimated number of new cancer cases across the globe over the past 20 years



A drastic increase in global market demand is driving investments. Elekta has acquired new capabilities in the fields of advanced systems and standardized solutions. Significant population growth in emerging markets will also generate promising opportunities in these markets. The everincreasing demand for cancer treatment also signals that Yeong Guan must seize this business opportunity through the continued provision of high-quality products and services for its clients.

Global Radiotherapy Market Size and Growth Trend

# 2019-2025 Global Radiotherapy Market Size and Growth Trend



Source: QYResearch

As a consequence of extensions of the human lifespan, accelerating population aging, and strengthening of supporting policies, the medical device market is constantly expanding. A majority of the world population currently lives in countries with below-average income levels. These countries are also the ones with the most rapidly increasing average life expectancy and senior population aged 60 or above. Given the fact that most cancer clinics and linear accelerators are located in high-income countries, the global market has a distinctive need for enhancement of the installation infrastructure for radiation therapy equipment.

Growth of the population aged 60 or above worldwide



AGE 60+, EXPECTED NUMBER, 100 MILLIONS

China Region:

With residents' increased living standard and enhanced awareness for medical care, demands for medical device continue to grow. With influence from national support policies for medical device industry, domestic medical device industry as a whole has stepped into a phase of high speed growth. From 2016 to 2019, scale for China's medical device market has grown from RMB370 billion to

RMB623.5 billion, a compound annual growth of 19.3%. Its speed of growth has far exceeded the one for global medical device market in the same period, and it remains in the fast track of growth. It is estimated to reach RMB1,229.5 billion in 2024.



2016-2024 China Medical Device Iindustry Market Size and Forecast

Source: Frost & Sullivan and ASKCI Corporation

Source: China Medical Device Industry Market Size and Forecast

Elekta Group Elekta Group places utmost emphasis on the following four dimensions:

- 1. Assumption of a leadership role in the field of technological innovation
- 2. Pursuit of sustainable operations and development on the basis of cost competitiveness
- 3. Enhancement of holistic therapy experiences of patients
- 4. Constant pursuit of process improvements and deep commitment to corporate values

Despite the client is a multinational group with employees from numerous countries, a single project team is in charge of cross-departmental and multinational cooperation. The group is committed to concrete action and incorporates the company's vision into concrete business goals. The ultimate goal is to beat cancer and improve the lives of cancer patients through effective treatment of the disease. The client places high emphasis on business ethics and prevention of unethical conduct at the workplace. It needs suppliers (such as our company) that are committed to sustainable development and eco-friendliness. The development direction of the client is therefore consistent with ours.

3. Competitive Niche

- (1) The Group has more than 50 years of experience in casting industry. Its unique metallurgy technology and stable quality has created a leading position in the industry. Currently, the Group has 6 foundries, 2 processing plants, 2 painting plants, 1 assembly factory and 1 welding plant around the world. Its lot-size purchase of raw materials comes with a certain degree of procurement scale. The 7<sup>th</sup> foundry is in Taichung Harbor of Taiwan and it is currently under construction. Production is expected to begin in the 3<sup>rd</sup> quarter of 2023 and output is expected to reach 25,000 tons in 2023, 50,000 tons in 2024 and 75,000 tons in 2025. Going forward, the Group will continue to plan and invest in Thailand factory for the purpose of responding to global wind power needs as well as needs from future ASEAN clients.
- (2) In the field of production the group possesses vertically integrated capabilities in the field of casting and processing which enable it to provide customers with higher added-value services and maintain strong partnerships with its customers.

- (3) The group continues to develop new products in close cooperation with its clients to maintain its market competitiveness.
- (4) The industry has a wide range of application fields. Production, buyers, and application fields can be flexibly adjusted. In addition to existing wind power customers, the Company actively develops new industrial machinery customers and closely monitors the needs of injection molding machinery customers in the fields of e-vehicles and 5G communication equipment.
- (5) Due to the fact that most of the group's customers are highly ranked large manufacturers in different fields and the group is cooperating with large-scale international raw material suppliers, the group is able to resist the impact of economic fluctuations in the areas of production and sales.
- (6) We have extensive experience in castings production and possess large-scale production equipment, which enables us to satisfy all customer needs in the field of large-sized castings. Through the adoption of SCHIESS GmbH large machine tools, we have gained the ability to meet all customer needs in the field of processing equipment.
- 4. Favorable and unfavorable factors for long-range development and response strategies
- (1) Favorable factors
  - A. Components and parts for products with excellent mechanical properties and wide range of product areas

The company is mainly engaged in the manufacture of spheroidal graphite cast iron and gray cast iron high-grade castings and creation of hand-made molds. Products are customized and the main product applications include components and parts for products with excellent mechanical properties such as plastic injection molding machines, large-scale wind turbines, large-scale high-precision machine tools, large-scale gas turbines for power plants, large-scale air compressors, and medical equipment. The company is currently committed to spanning different industries by moving beyond the equilibrium in the field of product areas and increasing product types and categories. Production technologies may be utilized for different product categories to give product technologies a more comprehensive character.

B. Integration of up-and downstream industries allows an effective reduction of production costs and enhanced delivery efficiency

To achieve a breakthrough in the field of services, Yeong Guan Energy Technology Group not only focuses on casting operations but has also created a main niche through a successful integration of secondary processing of metal. The company has established 7 casting plants, 2 processing plants, one assembly plant, and one resource recycling plant (recycled scrap steel is used as a substitute raw material) in Dongguan in Guandong province, Ningbo in Zhejiang province, Liyang in Jiangsu, and in Taiwan. The group currently provides casting, processing, welding, assembly, and spray coating services and imports advanced processing lathes of international standard from Europe, Japan, and the US. The company also actively seeks cooperation with downstream subcontractors to gain the ability to provide customers with comprehensive and high-quality services and gain a firm grasp of high-end casting technologies with the goal of providing customers with outstanding and highly effective solutions. This enables the company to reduce customer costs, shorten delivery times, and satisfy customer demands in the field of

casting and processing and thereby further raise the threshold for industry competition. Continued growth enables the group to gradually widen the gap between the group and same industry competitors as far as business scope and production capacity are concerned. Customer reliance will also gradually increase.

C. Independent sales capabilities and international competitiveness

The business scope of the company is wider than that of generic same industry businesses and its technical standards are equivalent to European standards. The group has the ability to accept orders from large international manufacturers. The group's customers are leading industry brands with excellent standards. This clearly indicates that the company's technologies and quality are recognized by large international manufacturers. Due to the fact that the operations of these manufacturers are characterized by a high level of stability, the operation of Yeong Guan Energy Technology Group are also more stable than those of its same industry competitors which has earned the company the trust of large international manufacturers. In addition to existing customers in Europe and America, we aim to acquire customers in Japan and Taiwan and strengthen and intensify mutual cooperation. Currently, we already have stable scale of Japanese clients. The Company will also visit global clients regularly to enhance interaction and understand market conditions.

D. Emphasis on environmental protection and EHS requirements

Small- and medium-sized foundries that fail to conform to environmental requirements of large international manufacturers and tightening requirements in Chinese environmental and emission policies will be gradually eliminated. Since we pursue constantly upgrade and refine our equipment and raise the safety awareness of our personnel, we not only exceed the requirements of local governments but are frequently recognized as a green foundry and hi-tech enterprise. We meet the environmental and safe production requirements of all our customers and aim to provide our employees with safe and comfortable working environment. Constant enhancement of productivity and product quality facilitates the retention of existing and acquisition of new customers.

In July 2022, the Group is recognized as one of the Top 100 Enterprises of the Chinese Foundry Industry (4th installment) and named one of the Vanguard Enterprises of the Chinese Foundry Industry

Shanghai No.1 Machine Tool Foundry (Suzhou) Co., Ltd. is honored with the 2021 Suzhou City Quality Award in February 2022..

Shanghai No.1 Machine Tool Foundry (Suzhou) Co., Ltd. has been recognized as one of the 100 model enterprises of the "100 million project" of Wujiang District in Suzou City in Jan. 1, 2020.

In order to realize "Made in China 2025" to promote related requirements from green manufacturing, Jiangsu Bright Steel Fine Machinery Co., Ltd. aggressively echoes the call, and insists on following purposes of "Green Smart Manufacturing and Sustainable Operations" in its continuous enhancement of the Company's product R&D, optimization of manufacturing skills, reduction of raw material consumption, dramatic increase of product added-value, speed up the Company's energy saving revamp, enhancement of environmental protection technology steps and realization of energy saving and green development. The Company shall also strengthen corporate internal

management and encourage employees to save energy and reduce consumption. In the meantime, it will also speed up establishment of a joint community between employees and corporate green development of work benefits. Jiangsu Bright Steel Fine Machinery Co., Ltd. was successfully nominated into the list of 2020 Jiangsu Province Green Factory (the first batch) on December 2, 2020 and recognized again as a Green Foundry Enterprise in China in September 2022.

- (2) Unfavorable factors and response strategies
  - A. Exchange rate fluctuations

Since most of the group's customers are located in Europe and America, the value of its exports accounts for a large proportion of revenues. Exchange rate fluctuations therefore have a considerable impact on actual revenues. Drastic fluctuations of the global economic climate in recent years and frequent disasters caused by changes of the natural environment lead to dramatic changes of national economic climates. Exchange rate fluctuations in particular have a huge impact on the group's operations.

### Response strategies:

To cope with exchange rate fluctuations, the company uses sales revenues in a certain currency to pay for purchases and related expenses in the same currency to achieve a natural hedging effect, lower the demand for currency exchange, and reduce risks associated with currency exchange losses. The company has adopted a response strategy which focuses on the reinforcement of currency exchange hedging related concepts among financial personnel and constant monitoring of exchange rate fluctuations through real-time online exchange rate systems. A real-time grasp of exchange rate developments and trends based on an analysis of financial data provided by banks and investment institutions provides a reference basis for foreign exchange settlement. In addition, the company has established a price adjustment and floating mechanism with its sales counterparties and actively expands marketing scopes and industry categories. Multicurrency sales serve the purpose of lowering currency exchange risks generated by largescale single currency exchange rate fluctuations. With regard to foreign exchange net positions, the company has formulated Operating Procedures for the Trading of Derivative Financial Products which have been approved by resolution of the board and the shareholders' meeting and prescribe relevant procedures for derivative financial products. Required measures are adopted based on foreign exchange positions and exchange rate fluctuations to reduce exchange rate risks generated by the company's business operations. In addition, the company also actively adjusts its market dominance and equilibrium strategies under conditions of a rapidly changing global economy to balance domestic and foreign sales ratios and buffer the impact of changes of the economic environment.

#### B. Raw material price fluctuations

The main raw materials of the casting industry which are characterized by large market price fluctuations are pig iron, scrap steel, and iron ore fines. Futures trading prices frequently fluctuate before the actual market demand situation is reflected. Spot or futures operations therefore involve a higher risk. Contract breach damages incurred by suppliers for scheduled transactions are usually lower than the actual price increases. In addition, large storage spaces are required complicating the stock-up process and affecting production.

Response strategy:

To prevent contract breach on the part of suppliers or higher purchase costs caused by emergency feedstock preparation in case of large-scale price increases of raw materials, the company actively seeks to secure raw material sources through cooperation with large international raw material suppliers and previously rated upstream suppliers. It also selects a spread out range of countries of origin for supplied materials and prepares feedstock in batches in advance to ensure that the production process and realized revenue are not affected by a shortage of raw materials.

In addition, the company has taken account of the fact that the available warehouse space in its subsidiaries is not sufficient for the storage of large quantities of pig iron. Several factory buildings of the Qing Zhi plant of Ningbo Yeong Shang Casting Iron Co., Ltd. have therefore been converted into storage space for pig iron. This allows the company to order large quantities of pig iron when prices are relatively low, which helps reduce pig iron unit costs and allows the company to effectively distribute pig iron to all subsidiaries. In the future, the group plans to integrate upstream raw material industries to achieve selfsufficiency in the field of raw materials or strategic alliances with upstream industries, which in turn will ensure an optimized production efficiency as well as an adequate supply of raw materials.

C. Corrosion at sea affects product quality

In recent years, the development of wind power products has seen significant changes with a gradual shift from land-based wind power installations to offshore wind power. The techniques, design, and processing capabilities employed during the casting process are different from those utilized for the manufacture of onshore wind turbines. Corrosion at sea poses a serious problem that affects product quality and life cycles.

Response strategy:

In view of the harsh marine environment which causes serious corrosion, it is necessary to strengthen the corrosion resistance and enhance the quality of products to make them more resistant against corrosion caused by the sea wind. Based on the abovementioned considerations, Yeong Guan Energy Technology Group has obtained the ISO12944 Corrosion protection certification allowing it to provide the highest C5 grade corrosion protection for offshore wind turbines. The company has constructed new factory buildings at Jiangsu Bright Steel Fine Machinery Co., Ltd. and Ningbo Yeong Shang Casting Iron Co., Ltd. that provide anti-corrosion coating capabilities including sand blasting, spray painting, and zinc spraying. These facilities specialize in the coating of offshore wind power products to maximize the benefits of vertical integration of casting and spray coating processing and enable the company to further expand its offshore wind power business.

# D. COVID-19 impacts the world economy

In early 2020, places around the world have come up with policies banning people from going out and suspension of operations due to respective countries' ill control of COVID-19. This has resulted in the suspension of business activities and production capacity.

Responding measures:

The Company maintains close contact with offshore clients and makes responding adjustments based on client's needs for orders. In terms of China's domestic market, needs for public infrastructure construction are not affected and the market has gradually recovered to the status before the pandemic. Additionally, with changes from the post-pandemic market, the Company will aggressively seek more collaboration with 5G related industries and printing industry.

(b) Main uses and production procedures of major products

1. Main uses of major products: Provision of key components for industrial machinery equipment of different industrial fields including wind energy and injection molding machinery.

2. Production procedures:



Main raw materials	Main suppliers	Supply status
Pig iron	Benxi Shentie Iron Co., Ltd., Ningbo Yijung Trade Company, Ningbo Qi Chang Trading Co., Tiyuan Jinmingda Trade Company, Hebei Long Fong Shan Company, Guangdong Hungde Foundry Materials Company, Fushun Han Wang Company	Good
Scrap steel	Ningbo Yinzhou Hongyi Metal, Ningbo Yinzhou Hongyi Metal, Ningbo Zhonglie Renewable Resources, Wenling Huatai Waste Materials, Ningbo Yinzhou Jinhao Renewable Resources, Dongguan Youxin Renewable Resources, Anhui Win-Win Renewable Resources, Shenzhen Xinlan Renewable resources Dongguan Youxin Renewable Resources, Anhui Win-Win Renewable Resources, Shenzhen Xinlan Renewable Resources, Jiangyin Hengren Metal, Jiangsu Giant Renewable Resources, Wuhu Qiuchuan Renewable Resources, Ningbo Jinyue Metal, Ningbo Yinzhou Honglin Waste Materials, Wuhu Yaxin Casting Materials, Ningbo Chenhui Metal Materials, Ningbo Chenhui Metal Materials, Ningbo Ruiyang Renewable Resources, Ningbo Hefa Renewable Resources, Wenling City Huatai Waste Materials, Yuhuan Xinduo Waste Metals, Jiangsu Jiangnan Renewable Resources Utilization Co., Ltd. Company, Jiangsu Paper Union Renewable Resources, Jiangsu Jiangnan Renewable Resources Utilization Co., Ltd., Jiangsu Paper Union Renewable Resources Co., Ltd., Zhejiang New Century Renewable Resources Development Co., Ltd. Zhuji Branch, Zhejiang Wanggang Renewable Resources Co., Ltd., China Regeneration (Suzhou) Resource Development Co., Ltd., Zhuji Branch of Zhejiang New Century Renewable Resources Development Co., Ltd., Zhejiang Wanggang Renewable Resources Co., Ltd., Magang Lihua Metal Resources Co., Ltd., Cixi Huixin Renewable Resources Co., Ltd., Magang Lihua Metal Resources Co., Ltd., Cixi Huixin Renewable Resources Co., Ltd., Ningbo Qichang Trading Co., Ltd., Wenling City Huatai Waste Materials, Ningbo Yinzhou Jinhao Renewable Resources, Ningbo Huli Auto Parts Manufacturing Co., Ltd., Ningbo Hefa Recycling Resources Co., Ltd., Ningbo Ruiyang Renewable Resources	Good
Resin	Kao Chemical Corporation Shanghai (hereinafter referred to as Kao Shanghai), Jinan Shengquan Group Co., Ltd., Suzhou Xingyeh Materials Company	Good
Nodulizer	Sanxiang Advanced Materials Co., Ltd., Metal Industry (Baotou) Co., Ltd., Sanxiang Advanced Materials (Ningxia) Co., Ltd.	Good

(c) Supply status of main materials

The company maintains positive and stable cooperative relationships with its main raw material suppliers. In addition to a firm grasp of raw material sources, the company also implements rigorous controls in the field of quality and delivery times to guarantee a stable supply of main raw materials. No shortages or disruptions of material supply occurred in the last three years and the application year. Supply sources have been stable.

# (d) Major suppliers and clients

1. Suppliers that account for over 10% of total purchases of materials in any of the last two calendar years as well as purchase amounts, ratios, and specification of reasons for increases/decreases

Unit: 1000 NTD; %

		20	021		2022				1 <sup>st</sup> Quarter of 2023			
Item	Company name	Amount	Percentage of annual net purchases (%)	Relation with issuer	Company name	Amount	Percentage of annual net purchases (%)	Relation with issuer	Company name	Amount	Percentage of annual net purchases (%)	Relation with issuer
1	Jiangnan Renewable Resources	513,025	10.4%	None	Ningbo Yijung Trade Company	668,544	11.1%	None	Ningbo Yijung Trade Company	153,415	11.9%	None
2	Benxi Shentie (Group)	496,015	9.7%	None	Benxi Shentie (Group)	431,492	7.2%	None	China Regeneration Resource Development Co., Ltd.	106,649	8.3%	None
3	Fushun Han Wang Company	334,681	7.6%	None	China Regeneration Resource Development Co., Ltd.	283,495	4.7%	None	Fushun Han Wang Company	67,047	5.2%	None
4	other	4,170,095	72.3%	None	other	4,636,696	77%	None	other	960,272	74.6%	None
	Net purchases	5,513,816			Net purchases	6,020,227	100%		Net purchases	1,287,383	100%	

Explanation on Reasons for Changes on Increase/Decrease:

(1) Ningbo Yijung is one of the main suppliers of pig iron. Shentie's price remains high because its output decreased from furnace repair from the 2nd half of 2022 to February of 2023. Hanking's output was unstable. Accordingly, purchases of pig iron from these two companies had decreased while purchases from Ningbo Yijung had increased and, therefore, purchase amount is higher than those of the other two companies'.

(2) Benxi Shentie is one of the suppliers for pig iron. Shentie's price remained high from the 2nd half of 2022 until before Lunar New Year due to decreased output from furnace repair. Purchase from this company has been decreased accordingly to the 4th position.

(3) China Regeneration is one of the main suppliers for scrap steel. Purchase of scrap steel is relatively higher and it has increased to the 2nd place because proportion of scrap steel utilization quantity in the 1st quarter of 2023 is relatively larger.

(4) Fushun Han Wang is one of the main suppliers for pig iron. Purchase proportion has gradually become normal and it has increased to the 3rd position because of the recovery of mine in 2023.

2. Clients that account for over 10% of total sales in any of the last two calendar years as well as sales amounts, ratios, and specification of reasons for increases/decreases

Unit: 1000 NTD; %

	2021			2022				1 <sup>st</sup> Quarter of 2023				
Item	Company name	Amount	Percentage of annual net purchases (%)	with issuer	Company name	Amount		Relation with issuer	Company name	Amount	Percentage of annual net purchases (%)	with
1	E	1,053,098	11.77%	None	E	1,562,987	16.66%	None	E	406,707	18.34%	None
2	IO	999,337	11.17%	None					SE	252,355	11.38%	None
3									D	231,051	10.42%	None
4	Other	6,895,774	77.06%	None	Other	7,820,938	83.34%	None	Other	1,327,560	59.86%	None
	Net purchases	8,948,209	100.00%		Net purchases	9,383,925	100.00%		Net purchases	2,217,675	100.00%	

Explanation on Changes of Increase/Decrease:

(1) E Company: Compared with 2021, there is an increase in 2022 with main increase lies in: increase of gear box business developed by Envision. Therefore, there is a trend of increase in sales.

(2) IO Company: Main reason is because demand from the company's industry decreased compared with the one for 2021. Orders received by our Company has therefore decreased from 22,000 tons to 10,000 tons. In the meantime, unit price for sales has also decreased by about 3% compared with the one for 2021 in order to receive more orders.

				Ur	11t: tons; 100	UNID	
Year		2021		2022			
Production volume/value Production categories	Production capacity	Production volume	Production value	Production capacity	Production volume	Production value	
Casting products	211,300	202,112	6,145,927	211,300	206,820	6,813,165	
Precisely processed products (Note1)	462,768 (hour)	345,517 (hour)	609,033	462,768 (hour)	317,045 (hour)	627,592	
Pressed scrap steel blocks	42,000	31,076	467,462	42,000	34,758	501,487	
Other	Note 2	Note 2	460,522	Note 2	Note 2	281,656	

Units tomas 1000 NTD

**T**T •

(e) Production volume and value over the last two years

Note 1: Processing production capacity and production volume units are calculated in hours

Note 2: Other categories include welded and assembled products. Manpower is dispatched to conduct processing operations based on client order types. Due to the fact that different types of services are provided and measurement units are not consistent, production capacities and volumes are not comparable.

Note 3. Due to the fact that measurement units are inconsistent, total annual production volumes cannot be indicated.

Explanation on Reasons for Increase/Decrease:

- (1) Output quantity and output value both increased slightly in 2022. This is mainly because of slight increase in wind-power and injection machines in the 4th quarter of 2022.
- (2) Output value for processed goods in 2022 had increased while output (work hour) had decreased. This is mainly because wind-power in the 4th quarter of 2022 is relatively better, and work hours had decreased because of technology improvement.
- (3) Output for baled scrap has increased compared with the one for previous period. Given increased demand for scrap steel from the Group's subsidiaries, output volume and output value have both increased accordingly.

						Uı	nıt: tons; l	000 NTD
Year		20	21			20	22	
Sales volume/value	Domest	tic sales	Foreign sales		Domest	tic sales	Foreign sales	
Main products	Volume	Value	Volume	Value	Volume	Value	Volume	Value
Energy product castings	53,877	2,697,174	30,640	1,553,761	66,451	3,148,886	24,707	1,194,657
Injection molding machine castings	29,668	1,113,546	30,588	1,135,450	32,242	1,343,857	25,821	1,091,128
Other castings	41,407	1,979,564	8,632	468,716	32,260	1,958,135	10,601	647,262
Total	124,952	5,790,284	69,860	3,157,927	130,952	6,450,878	61,129	2,933,047

(f) Sales volume and value over the last two years

Ye	ear	2021	2022	1 <sup>st</sup> Quarter of 2023
	Executives	99	104	103
	Production line staff	1,764	1691	1768
Number	General staff	396	391	390
	R&D personnel	93	97	95
	Total	2,352	2283	2,356
Average age			40.16	40.93
Average years of se	rvice		8.44	9.43
Distribution of	PhD/MA	0.34%	0.44%	0.42%
Distribution of level of education	BA	6.25%	6.26%	6.49%
(%)	Junior college or below	93.41%	93.30%	93.08%

3. Number, average years of service, average age, and level of education of employees engaged in different fields in the two most recent fiscal years up to the publication date of the annual report

# 4. Environmental protection expenses

Total amount of losses (including compensations) and fines in the most recent fiscal year up to the publication date of the annual report due to environmental pollution as well as future response strategies (including improvement measures) and potential expenses (including estimated amounts of potential losses, fines, or compensations due to failure to adopt response strategies; if reasonable estimates are not possible, a corresponding statement shall also be included): NA

Ningbo Municipal Bureau of Ecology and Environment imposed a fine on Ningbo Lu Lin Machine Tool Foundry Co., Ltd. on February 17, 2023 under disposition number of Yong-Zheng-Huan-Fa-Tze (2023) No. 7 Document for violation of "Discharge Control Standards for Volatile Organic Compound of Nil by Organization" Requirement 7.2.1 due to failure to conduct production and service activities- which generate volatile organic waste gas- in closed space or equipment as well as failure to install or unitize pollution control facilities as required. The fine was RMB70,000. Rectification Measures: After occurrence of this incident, Lu Lin Company implemented modification and proposed rectification measures which require that shutter doors be closed in the paint workshop during operation and post-painting drying process, and that VOC equipment shall be utilized in accordance with painting SOP manual, and that records shall be kept for reference purpose. There are no subsequent improvement expenses incurred.

## 5. Labor-Management Relationship

- (a) Employee welfare measures, advanced education, training, retirement system and implementation status, labor-management agreements, and measures to safeguard employee rights and interests
  - 1. Employee welfare measures

The company allocates statutory contributions in accordance with Chinese law including social security contributions (old-age insurance, medical insurance, occupational injury insurance, unemployment insurance, and childbirth insurance) as well as contributions to the housing provident fund. In addition, new-year bonuses, marriage and childbirth cash gifts are also granted and regular contributions are made to welfare funds. Staff trips, dinner parties, and recreation activities are organized on a non-scheduled basis to enhance the mental and physical health of the staff and promote staff engagement and emotional attachment.

2. Advanced education and training

The company organizes professional and safety-related educational training on a non-scheduled basis to enhance the professional skills of its staff in order to ensure they are qualified for their jobs and able to realize their potential. The goal is to strengthen the innovative energy of the company and achieve the target of sustainable operations through an increased refinement and core competitiveness of the staff.

3. Retirement system and implementation status

# Retirement system and implementation conditions

For all subsidiaries of the company which lie within the territory of the Republic of China, the company contributes 6% of monthly salaries to the pension fund in accordance with the Labor Pension Act. These funds are deposited in individual labor pension accounts.

Companies within the territory of China make monthly contributions to pension insurance fund as prescribed in local laws and regulations to care for retired employees. In accordance with local social insurance operation modes, pension insurance is included in social insurance (including medical care, childbirth, pension, occupational injury, unemployment). After implementation of social insurance registration procedures, the company has started to fulfill its obligations in the field of pension contributions.

4. Labor-Management Agreements

In addition to labor contracts concluded in accordance with relevant laws after employees assume their duties, the company has also established a grievance channel and a labor union to provide open communication channels between labor and management.

# 5. Measures to safeguard employee rights and interests

The company safeguards employee rights and interests in accordance with the law and has formulated welfare management guidelines that clearly state various benefits, rights, and interests. Actual implementation is based on these guidelines.

(b) Losses incurred from labor dispute (including labor inspection result's violation of Labor Standards Act, and date of disposition, serial number of disposition, regulation violated, contents of regulation violated and contents of disposition shall all be listed accordingly) during the latest year and as of the date when annual report is published shall be listed, and estimated amounts which may incur currently and in the future as well as responding measures shall be disclosed. In the event that amounts cannot be reasonably estimated, facts of inability for reasonable estimate shall be explained : None.

# VI. Cyber Security Management

A. Cyber security management strategy and framework :

1. Cyber security governance organization

Yeong Guan Energy Technology Group established a Corporate Information Security Organization in 2022 with subordinate information security and protection units. This organization is responsible for the overall planning, formulation, and execution of information security and protection policies as well as risk management and compliance audits. The top executive of the Corporate Information Security Organization delivers semiannual reports on information security issues and directions and achievements in the field of information security management to the Board of Directors and Audit Committee.

With a view to ensuring proper execution of information security strategies formulated by the Corporate Information Security Organization and internal compliance with information security standards, programs, and laws, Yeong Guan Energy Technology Group has formed a Dedicated Information Protection Committee. This committee is composed of top executives of the HR,

Sustainable Development, and Sales Division with the top executives of the IT Division, Corporate Information Security Organization, and Audit Committee serving as the Chairperson, Executive Secretary, and Observer, respectively. The committee convenes every quarter to review and reach decisions on information security and protection guidelines and policies with the ultimate goal of ensuring the effectiveness of information security management measures.



2. Organizational framework of the Corporate Information Security Organization

II. Information security risks and countermeasures:

We have comprehensive network- and computer-related information security and protection measures in place but are unable to guarantee full protection against paralyzing cyberattacks that originate from subcontractors and pose a serious threat to computer systems that are crucial for the maintenance of core corporate functions such as manufacturing, operations, and accounting. These cyberattacks intrude into our internal network systems through illegal means with the goal of obstructing our operations and damaging our business reputation. We review and assess our information security rules, regulations, and programs on an ongoing basis to ensure their adequacy and effectiveness. It can, however, not be guaranteed that the company remains unaffected by constantly emerging new risks and cyber-attack modes in the context of ever-changing information security threats. Cyberattacks could also aim to steal the company's trade secrets and other confidential information such as proprietary information of customers or stakeholders and personal information of employees. Malicious hackers may attempt to infect our network systems with computer viruses, malware, or

Malicious hackers may attempt to infect our network systems with computer viruses, malware, or ransomware to obstruct our operations, engage in blackmailing or extortion, gain control over our computer systems, or pry into confidential information. These attacks can cause losses resulting from compensation of customers for delayed or disrupted orders or incurrence of enormous expenses for remedial or corrective measures to strengthen network security. Such attacks can also lead to lawsuits, regulatory investigations, or serious legal liability arising from the breach of confidentiality obligations due to leakage of employee, customer, or subcontractor information.

The Corporate Information Security Organization relies on an Information Protection Task Force composed of relevant units of Taiwan plant areas and overseas subsidiaries to effectively implement information security management. Routine task force meetings are convened on a monthly basis to review the adequacy of information security policies and protective measures in accordance with the PDCA (Plan-Do-Check-Act) management cycle mechanism. Implementation results are reported to the Dedicated Information Protection Committee on a regular basis.

1. The "Plan" stage lies prioritizes information security risk management, establishment of a sound Information Security Management System (ISMS), and continued implementation of international information security management system (ISO/IEC 27001, ISO/IEC 15408) certification audits in all plant areas. The ultimate goal lies in the mitigation of information security threats by harnessing the system, technology, program, and internal management dimensions paired with the provision of top-notch confidential information protection services in line with customer demands.

2. The "Do" stage aims to build a multi-layered information security mechanism through the ongoing adoption of innovative information security technologies. Information security control mechanisms are integrated and internalized in daily operation processes such as hard- and software maintenance and supplier information security management. Systematic monitoring of information security aims to assure the confidentiality, integrity, and availability of key assets of the Group.

3. The "Check" stage focuses on proactive monitoring of information security management results, information security indicator measurement and quantitative analysis based on audit results, and evaluation of information security maturity through regular cyberattack simulation drills.

4. The "Act" stage strives to ensure the continued effectiveness of information security norms and regulations through ongoing reviews, improvements, monitoring, and audits. Leakage of key confidential information of the Group is effectively prevented through regular reviews and ongoing improvements through implementation of information security measures, training, and propagation of relevant policies.

III. Major cyber security incidents :

Please list losses, potential impacts (e.g., operations or business reputation), and adopted countermeasures during the most recent fiscal year or during the current fiscal year up to the publication date of the annual report. Where reasonable estimates are impossible, an explanation of relevant facts should be provided.

No major cyber security incidents have occurred as of the publication date of the annual report.

# 6. Critical Contracts

Nature of Contract	Parties of Contract	Term of Contract	Major Contents	Limitat ion Clause
Insurance	Insured: Ningbo Yeong Shang Insurance company: China Pacific Insurance	2022.6.29~ 2023.6.28	Employer Liability Insurance	Nil
	Insured: Ningbo Yeong Shang Insurance company: PICC P&C	2022.7.8~ 2023.7.7	Insurance company:	Nil
	Insured: Ningbo Yeong Shang Insurance company: China Pacific Insurance	2022.11.9~ 2023.11.8	Liability Insurance of Safe Production	Nil
Insurance	Insured: Ningbo Lu Lin Insurance company: China Pacific Insurance	2022.6.29~ 2023.6.28	Employer Liability Insurance	Nil
1 2	Insured: Ningbo Lu Lin Insurance company: PICC P&C	2022.7.8~ 2023.7.7	Insurance company:	Nil
Insurance	Insured: Ningbo Lu Lin Insurance company: China Pacific Insurance	2023.2.9~ 2024.2.8	Liability Insurance of Safe Production	Nil
	Insured: Jiangsu Bright Insurance company: PICC P&C	2022.7.8~ 2023.7.7	Insurance company:	Nil
Insurance	Insured: Jiangsu Bright Insurance company: Ping An Property & Casualty Insurance	2023.1.10~ 2024.1.9	Liability Insurance of Safe Production	Nil
Insurance	Insured: Jiangsu Bright Insurance company: Ping An Property & Casualty Insurance	2023.1.10~ 2024.1.9	Employer Liability Insurance	Nil
Incurance	Insured: Dongguan Yeong Guan Insurance company: PICC P&C	2022.6.29~ 2023.6.28	Employer Liability Insurance	Nil
1 0	Insured: Dongguan Yeong Guan Insurance company: PICC P&C	2022.7.8~ 2023.7.7	Insurance company:	Nil
Insurance	Insured: Dongguan Yeong Guan Insurance company: PICC P&C	2022.6.29~ 2023.6.28	Liability Insurance of Safe Production	Nil
Property Insurance	Insured: Shanghai No.1 Machine Tool Foundry Insurance company: PICC P&C	2022.7.8~ 2023.7.7	Insurance company:	Nil
Insurance	Insured: Shanghai No.1 Machine Tool Foundry Insurance company: Cathay Insurance	2022.6.30~ 2023.6.29	Liability Insurance of Safe Production	Nil
Insurance	Insured: Shanghai No.1 Machine Tool Foundry Insurance company: Cathay Insurance	2022.7.1~ 2023.6.30	Employer Liability Insurance	Nil
Insurance	Insured: Ningbo Yeong Chia Mei Insurance company: China Pacific Insurance	2022.6.29~ 2023.6.28	Employer Liability Insurance	Nil
Purchase	Supplier: Ningbo Yijung Purchaser: Shanghai No.1 Machine Tool Foundry	2022.11.17	Pig iron	Nil

Nature of Contract	Parties of Contract	Term of Contract	Major Contents	Limitat ion Clause
Sales & Purchase Contract	Supplier: Ningbo Yijung Purchaser: Ningbo Yeong Shang	2022.11.17	Pig iron	Nil
Sales & Purchase Contract	Supplier: Ningbo Yijung Purchaser: Jiangsu Bright	2022.11.17	Pig iron	Nil
Sales & Purchase Contract	Supplier: Ningbo Yijung Purchaser: Ningbo Yeong Shang	2022.11.30	Pig iron	Nil
Sales & Purchase Contract	Supplier: Ningbo Yijung Purchaser: Ningbo Lu Lin	2022.11.30	Pig iron	Nil
Plirenace	Supplier: Benxi Shentie Purchaser: Ningbo Yeong Shang	2022.12.07	Pig iron	Nil
Purchase	Supplier: Benxi Shentie Purchaser: Shanghai No.1 Machine Tool Foundry	2022.12.07	Pig iron	Nil
Sales & Purchase Contract	Supplier: Benxi Shentie Purchaser: Ningbo Lu Lin	2022.12.07	Pig iron	Nil
Sales & Purchase Contract	Supplier: Benxi Shentie Purchaser: Jiangsu Bright	2022.12.07	Pig iron	Nil
Sales & Purchase Contract	Supplier: Ningbo Yijung Purchaser: Ningbo Lu Lin	2022.12.07	Pig iron	Nil
	Supplier: Ningbo Yijung Purchaser: Ningbo Yeong Shang	2022.12.07	Pig iron	Nil
Sales & Purchase Contract	Supplier: Ningbo Yijung Purchaser: Jiangsu Bright	2022.12.07	Pig iron	Nil
Purchase	Supplier: Fushun Han Wang Purchaser: Shanghai No.1 Machine Tool Foundry	2022.12.07	Pig iron	Nil
Sales & Purchase Contract	Supplier: Fushun Han Wang Purchaser: Jiangsu Bright	2022.12.07	Pig iron	Nil
Sales & Purchase Contract	Supplier: Ningbo Yijung Purchaser: Ningbo Yeong Shang	2023.01.09	Pig iron	Nil
Sales & Purchase Contract	Supplier: Ningbo Yijung Purchaser: Ningbo Lu Lin	2023.01.09	Pig iron	Nil
Sales & Purchase Contract	Supplier: Ningbo Yijung Purchaser: Jiangsu Bright	2023.01.09	Pig iron	Nil

Nature of Contract	Parties of Contract	Term of Contract	Major Contents	Limitat ion Clause
Purchase	Supplier: Ningbo Yijung Purchaser: Shanghai No.1 Machine Tool Foundry	2023.01.09	Pig iron	Nil
Purchase	Supplier: Fushun Han Wang Purchaser: Shanghai No.1 Machine Tool Foundry	2023.01.09	Pig iron	Nil
Sales & Purchase Contract	Supplier: Fushun Han Wang Purchaser: Jiangsu Bright	2023.01.09	Pig iron	Nil
Purchase	Supplier: Benxi Shentie Purchaser: Shanghai No.1 Machine Tool Foundry	2023.02.13	Pig iron	Nil
Sales & Purchase Contract	Supplier: Benxi Shentie Purchaser: Ningbo Lu Lin	2023.02.13	Pig iron	Nil
Sales & Purchase Contract	Supplier: Benxi Shentie Purchaser: Jiangsu Bright	2023.02.13	Pig iron	Nil
Purchase	Supplier: Benxi Shentie Purchaser: Shanghai No.1 Machine Tool Foundry	2023.02.13	Pig iron	Nil
Sales & Purchase Contract	Supplier: Benxi Shentie Purchaser: Ningbo Yeong Shang	2023.02.13	Pig iron	Nil
Purchase	Supplier: Ningbo Yijung Purchaser: Shanghai No.1 Machine Tool Foundry	2023.02.13	Pig iron	Nil
Purchase	Supplier: Fushun Han Wang Purchaser: Shanghai No.1 Machine Tool Foundry	2023.02.13	Pig iron	Nil
Sales & Purchase Contract	Supplier: Fushun Han Wang Purchaser: Jiangsu Bright	2023.02.13	Pig iron	Nil
Sales & Purchase Contract	Supplier: Ningbo Yijung Purchaser: Ningbo Lu Lin	2023.02.13	Pig iron	Nil
Sales & Purchase Contract	Supplier: Ningbo Yijung Purchaser: Ningbo Yeong Shang	2023.02.13	Pig iron	Nil
Sales & Purchase Contract	Supplier: Ningbo Yijung Purchaser: Jiangsu Bright	2023.02.13	Pig iron	Nil
Sales & Purchase Contract	Supplier: Wuxi Xin Nan Purchaser: Jiangsu Bright	2022.8.25- 2023.5.30	Equipment	Nil
Sales & Purchase Contract	Supplier: Tianjin Bo Wen Purchaser: Jiangsu Bright	2022.3.18- 2023.5.30	Equipment	Nil

Nature of Contract	Parties of Contract	Term of Contract	Major Contents	Limitat ion Clause
Sales & Purchase Contract	Supplier: Zhucheng Wan Tong Purchaser: Jiangsu Bright	2022.9.14- 2023.9.14	Equipment	Nil
Purchase	Supplier: Ningbo Chen Hui Purchaser: Shanghai No.1 Machine Tool Foundry	2020.5.29 Long term	Scrap steel supply, acceptance, technology, quality agreement	Nil
Sales & Purchase Contract	Supplier: Ningbo Chen Hui Purchaser: Ningbo Yeong Shang	2020.5.29 Long term	Scrap steel supply, acceptance, technology, quality agreement	Nil
Sales & Purchase Contract	Supplier: Jiangsu Zhi Lian Purchaser: Jiangsu Bright	2020.5.29 Long term	Scrap steel supply, acceptance, technology, quality agreement	Nil
Sales & Purchase Contract	Supplier: China Regeneration Purchaser: Jiangsu Bright	2022.5.17 Long term	Scrap steel supply, acceptance, technology, quality agreement	Nil
Sales & Purchase Contract	Supplier: Jiangsu Ke Neng Purchaser: Jiangsu Bright	2022.5.17 Long term	Scrap steel supply, acceptance, technology, quality agreement	Nil
Sales & Purchase Contract	Supplier: Changzhou Chun Sheng Purchaser: Jiangsu Bright	2022.5.17 Long term	Scrap steel supply, acceptance, technology, quality agreement	Nil
Purchase	Supplier: China Regeneration Purchaser: Shanghai No.1 Machine Tool Foundry	2022.5.17 Long term	Scrap steel supply, acceptance, technology, quality agreement	Nil
Sales & Purchase Contract	Supplier: Wenlin Huatai Purchaser: Ningbo Lu Lin	2015.01.02 Long term	Scrap Steel Purchase and Sale Contract	Nil
Sales & Purchase Contract	Supplier: Yuhuan Xinduo Purchaser: Ningbo Lu Lin	2017.10.09 Long term	Scrap Steel Purchase and Sale Contract	Nil
Sales & Purchase Contract	Supplier: Ningbo Hefa Purchaser: Ningbo Lu Lin	2019.05.05 Long term	Scrap Steel Purchase and Sale Contract	Nil
Sales & Purchase Contract	Supplier: Ningbo Ruiyang Purchaser: Ningbo Lu Lin	2018.04.02 Long term	Scrap Steel Purchase and Sale Contract	Nil
Sales & Purchase Contract	Supplier: Magang Lihua Metal Purchaser: Ningbo Lu Lin	2022.9.20 Long term	Scrap Steel Purchase and Sale Contract	Nil
Sales & Purchase Contract	Supplier: Cixi Huixin Purchaser: Ningbo Lu Lin	2022.11.21 Long term	Scrap Steel Purchase and Sale Contract	Nil
	Debtor: Ningbo Yeong Shang Creditor: Bank of China	2019.12.06	Debtor provided 110,933 square meters of land and 93,072 square meters of factory as collateral for the guarantee, and principal of creditor's rights under this guarantee shall not exceed	Nil

Nature of Contract	Parties of Contract	Term of Contract	Major Contents RMB220,000,000.	Limitat ion Clause
	Debtor: Jiangsu Bright Creditor: Bank of China	2019.1.16~ 2025.1.15	Debtor provided 144,714.3 square meters of land and 90,432.53 square meters of factory as collaterals for the guarantee, and the highest principal balance amount under this guarantee is RMB120,000,000.	Nil
Collateral contract	Debtor: Shanghai No.1 Machine Tool Foundry Creditor: Bank of China	2022.06.22 ~ 2025.06.22	Debtor provided 66,909 square meters of land and 40,725 square meters of factory as collaterals for the guarantee, and the highest principal balance amount under this guarantee is RMB60,000,000.	Nil
Collateral contract	Debtor: Dongguan Yeong Guan Creditor: ICBC	2022.07.28 ~ 2032.07.28	Debtor provided 26,589 square meters of land and 15,015 square meters of factory as collaterals for the guarantee, and the highest principal balance amount under this guarantee is RMB52,510,000.	Nil
Collateral	Debtor: Yeong Guan Heavy Industries (Thailand) Co., Ltd. Creditor: Mega International Commercial Bank	2023.02.22 ~ 2031.01.21	Debtor provided 976,000 square meters of land as collaterals for the guarantee, and the highest principal balance amount under this guarantee is THB1,250,000,000 and USD22,000,000	Nil
Syndicate d loans agreement	Borrower: Yeong Guan Energy Technology Group Company Limited, Yeong Guan Holding Co., Limited Taiwan Branch Lender: Total 6 banks, including Land Bank of Taiwan Joint guarantor: Yeong Guan Energy Technology Group Company Limited	2022.1.4~ 2027.1.3	Credit line with the total amount of USD130 million and NTD2.145 billion or foreign currency of equivalent value with credit extension period starting from the date of first appropriation until 5-year expiration date.	Nil
Syndicate d loans	Borrower: Yeong Guan Holding Co., Limited Taiwan Branch Lender: Total 7 banks, including Land Bank of Taiwan Joint guarantor: Yeong Guan Energy Technology Group Company Limited	2022.10.25 ~ 2029.10.24	Credit line with the total amount of USD3.66 billion with credit extension period starting from the date of first appropriation until 5- year expiration date, however, this shall not exceed 7 years starting from the first appropriation day of this credit extension project.	Nil

# **VI. Financial Summary**

Unit: NTD in thousands

1. Summarized balance sheets and consolidated income statements for the last five years

- (1) Summarized Balance Sheet & Income Statement
- 1-1 Summarized Consolidated Balance Sheet

		Financial data for the last five years (Note 1)					Current
Item	Year	2018	2019	2020	2021	2022	Financial Data as of March 31, 2023 (Note 1)
Current Asse	t	7,805,153	6,783,485	9,413,781	9,305,056	9,666,572	9,893,293
Property, Equipment	Plant and	5,920,262	5,734,533	5,755,961	7,239,302	9,650,666	10,159,470
Intangible As	set	139,618	137,409	137,522	137,958	138,841	139,077
Other Asset		665,604	865,578	1,087,122	1,787,540	2,434,840	2,621,608
Total Asset		14,530,637	13,521,005	16,394,386	18,469,856	21,890,919	22,813,448
Current	Before Allocation	3,571,359	3,097,188	3,619,765	5,443,845	8,118,110	7,723,595
Liability	After Allocation	3,571,359	3,044,380	3,785,691	5,510,216	Note 2	Note 2
Non-current l	Liability	2,678,315	2,601,750	4,010,679	4,191,396	5,280,797	6,302,104
Total	Before Allocation	6,249,674	5,698,938	7,630,444	9,635,241	13,398,797	14,025,699
Liability	After Allocation	6,249,674	5,646,130	7,796,370	9,701,612	Note 2	Note 2
Owner's Attributed Company	Equities to Parent		7,661,102	8,607,458	8,709,270	9,363,951	8,614,793
Share Capital		1,116,175	1,056,175	1,106,175	1,106,175	1,106,175	1,106,175
Additional Paid-in Capital		5,837,900	5,553,059	5,980,154	5,980,154	5,980,154	5,980,154
Retained	Before Allocation	2,298,397	2,455,384	2,915,719	2,972,313	2,470,407	2,539,486
Earnings	After Allocation	2,298,397	2,402,576	2,749,793	2,905,942	Note 2	Note 2
Other Equities		(1,021,629)	(1,403,516)	(1,394,590)	(1,349,372)	(1,192,785)	(1,152,772)
Treasury Share		99,209	0	0	0	0	0
Non-controlling Equities		149,329	160,965	156,484	125,345	128,061	172,956
Total	Before Allocation	8,280,963	7,822,067	8,763,942	8,834,615	8,492,012	8,787,749
Equities	After Allocation	8,280,963	7,769,259	8,598,016	8,768,244	Noe 2	Note 2

Note 1: Financial data for last 5 years and those as of March 31, 2023 have all been audited or reviewed by certified accountants.

Note 2: As of May 9, 2023, 2023 earnings distribution has yet to be approved by shareholder meeting resolution.

2-1 Summarized Consolidated	Income Statement
-----------------------------	------------------

Unit: NTD in thousands except for EPS

N	Unit: NID in thousands exce					
	Financial data for the last five years (Note 1)				Current	
Year						Financial
						Data as of
Item	2018	2019	2020	2021	2022	March 31,
						2023
						(Note 1)
Operation Revenue	6,195,855	7,899,986	8,184,273	8,948,211	9,383,925	2,217,676
Operation Profit Margin	830,936	1,371,353	1,789,787	1,769,821	1,343,779	423,607
Operation Income	(245,012)	212,460	544,700	316,057	97,529	101,932
Non-operation Revenue &	13,111	8,868	79,038	4,563	(411,710)	(10,734)
Expenses	15,111	0,000	79,038	4,505	(411,710)	(10,754)
Pre-tax Net Profit	(231,901)	221,328	623,738	320,620	(314,181)	91,198
Current Net Profit for Continuing	(274,073)	163,526	516,530	213,973	(444,375)	69,045
Operations	(274,073)	105,520	510,550	213,973	(444,373)	09,043
Discontinued Operations Loss	0	0	0	0	0	0
Current Net Profit	(274,073)	163,526	516,530	213,973	(444,375)	69,045
Current Other Consolidated	(170,002)	(376,790)	1,058	38,731	168,143	40,307
Income (after tax net amount)	(1/9,993)	(370,790)	1,038	38,/31	108,145	40,307
Current Consolidated Income	(151 066)	(213,264)	517,588	252,704	(376,232)	109,352
Total Amount	(434,000)	(213,204)	517,588	232,704	(370,232)	109,332
Net Profit Attributed to Parent	(278,658)	162,976	513,143	216,102	(438,462)	69,079
Company Owner	(278,038)	102,770	515,145	210,102	(+30,+02)	07,077
Net Profit Attributed to Non-	4,585	550	3,387	(2,129)	(5,913)	(34)
controlling Equities	т,505	550	5,507	(2,12)	(5,715)	(54)
Consolidated Income Total						
Attributed to Parent Company	(461,624)	(218,911)	522,069	267,738	(278,948)	109,092
Owner						
Consolidated Income Total						
Attributed to Non-controlling	7,558	5,647	(4,481)	(15,034)	2,716	260
Equities						
Earnings Per Share	(2.48)	1.54	4.81	1.95	(3.96)	0.62

Note 1: Financial data for last 5 years and current financial data as of March 31, 2023 have already been audited by accountants.

	/	2	
Year	Name of Accounting Firm	Certified Accountants	Audit Comments
2018	Deloitte Touche Tohmatsu Limited., Taiwan	Chen, Chih-Yuan Chang, Ching-Ren	No Reservation
2019	Deloitte Touche Tohmatsu Limited., Taiwan	Chen, Chih-Yuan Chang, Ching-Ren	No Reservation
2020	Deloitte Touche Tohmatsu Limited., Taiwan	Chen, Chih-Yuan Chang, Ching-Ren	No Reservation
2021	Deloitte Touche Tohmatsu Limited., Taiwan	Chen, Chih-Yuan Huang, Yao-Lin	No Reservation
2022	Deloitte Touche Tohmatsu Limited., Taiwan	Chen, Chih-Yuan Huang, Yao-Lin	No Reservation

(2) Certified accountants and their audit comments for the last five years

# **2. Financial analysis for the last five years** I. Financial Analysis

. Financial Analysis Year		Financial analysis for the last five years					Current Financial Data
Items Analyz (note4)	2018	2019	2020	2021	2022	as of March 31, 2023	
Finance	Debt Ratio (%)	43.01	42.15	46.54	52.17	61.21	61.48
Structure	Long Term Fund to Fixed Asset Ratio (%)	182.59	178.97	219.22	178.2	141.39	146.86
D (	Current Ratio (%)	218.55	219.02	260.07	170.93	119.03	128.09
Repayment Capability	Quick Ratios (%)	172.74	171.71	218.55	134.19	91.02	97.28
Capability	Times Interest Earned	(0.74)	2.37	7.67	5.72	(1.11)	2.52
	Account Receivables Turnover Rate (Times)	2.97	3.11	2.52	2.63	2.66	2.28
	Average Collection Days	123	117	145	139	137	160
	Inventory Turnover Rate (Times)	3.76	4.65	4.79	4.71	4.5	3.70
Operating Performance		4.91	6.40	4.85	3.53	3.41	3.31
	Average Inventory Turnover Days	97	78	75	77	82	99
	Fixed Asset Turnover Rate (Times)	1.02	1.36	1.42	1.38	1.11	0.90
	Total Asset Turnover Rate (Times)	0.43	0.56			0.47	
	Return on Asset (%)	(1.06)	2.21	3.97	1.49	(1.16)	
	Return on Equity (%)	(3.17)	2.06	6.31	2.50	(5.14)	0.81
Profitability	Pre-tax Net Profit to Paid-in Capital (% <u>)</u>	(3.33)	3.35	8.80	4.52	(4.43)	1.26
	Net Margin Rate (%)	(4.42)	2.07	6.31	2.39	(4.74)	3.11
	Earnings Per Share (NTD)	(2.48)	1.54	4.81	1.95	(3.96)	0.62
	Cash Flow Ratio (%)	(3.84)	(10.50)	16.51	18.29	(3.69)	(5.86)
Cash Flow	Cash Flow Adequacy Ratio (%)	64.50	44.90	39.98	28.40	9.25	5.70
	Cash Re-investment Ratio (%)	(2.16)	(2.35)	3.33	5.02	(2.15)	(2.48)
Leverage	Operating Leverage	(1.19)	3.63	1.99	2.70	6.44	2.20
Levelage	Financial Leverage	0.65	4.18	1.21	1.27	(1.91)	2.43
	<ul> <li>Reasons for changes of various financial ratios within the last two years</li> <li>(analysis is exempted for changes of increase/decrease less than 20%)</li> <li>1. "Long Term Fund to Fixed Asset Ratio" as well as "Fixed Asset Turnover Rate (Times)" have all decreased compared with the ones for the same period of last year. This is mainly because Taichung plant continues to build factory and therefore fixed assets amount has increased accordingly.</li> <li>2. "Current Ratio", "Quick Ratios" and "Times Interest Earned" have all</li> </ul>						

	decreased compared with the ones for the same period of last year. This is mainly because increased loans to meet capital needs for factory expansion.
3.	"Return on Asset", "Return on Equity", "Pre-tax Net Profit to Paid-in
	Capital", "Net Margin Rate", "Earnings Per Share", "Operating Leverage" and "Financial Leverage": This is mainly because increased raw material
	prices had led to decrease of the Company's gross profit margin, and USD appreciation had also led to the Company's operating loss.
4.	"Cash Flow Ratio", "Cash Flow Adequacy Ratio" and "Cash Re-investment
	Ratio" have all decreased compared with the ones for the same period of
	last year. This is mainly because of increase in cash expenditure from the
	Company's continued factory expansion.
5.	"Operating Leverage" and "Financial Leverage" have all increased
	compared with the ones for the same period of last year. This is mainly
	because of decreased operating profit for this period.

1. Financial Structure

- (1) Debt Ratio = Total Liabilities  $\angle$  Total Assets
- (2) Long Term Fund to Fixed Asset Ratio = (Total Equities + Non-Current Liability)/Net Fixed Asset 2. Liquidity
- (1) Current Ratio = Current Assets / Current Liabilities
- (2) Quick Ratio = (Current Assets Inventories Prepaid Expenses) / Current Liabilities
- (3) Times Interest Earned = Net Income before Income Tax and Interest Expense / Current Interest Expense
- 3. Operating Performance
- Account Receivable (including Account Receivable and Operating Notes Receivables) Turnover Rate
   Net Sales / Average Account Receivable (including Account Receivable and Operating Notes Receivables) Balance
- (2) Average Collection Days = 365 / Account Receivable Turnover Rate
- (3) Inventory Turnover Rate = Cost of Sales  $\angle$  Average Inventory
- (4) Account Payable (including Account Payable and Operating Notes Payables) Turnover Rate = Cost of Sales / Average Account Payable (including Account Payable and Operating Notes Payables) Balance
- (5) Average Days of Sales = 365 / Inventory Turnover Rate
- (6) Fixed Asset Turnover Rate = Net Sales / Net Average Fixed Asset
- (7) Total Asset Turnover Rate = Net Sales / Average Total Asset

4. Profitability

- (1) Return on Asset = [Income After Tax + Interest Expense × (1 − Tax Rate)] / Average Total Asset
- (2) Return on Equity = Income After Tax / Average Total Equity
- (3) Net Margin Rate = Income After Tax / Net Sales
- (4) Earnings Per Share = (Income Attributed to Parent Company Owner Preferred Share Dividend)/ Weighted Average Number of Outstanding Shares

5. Cash Flow

- (1) Cash Flow Ratio = Operating Activity Net Cash Flow/Current Liability
- (2) Net Cash Flow Adequacy Ratio = Operating Net Cash Flow for the Last Five Years / (Capital Expenditure + Increased Inventory + Cash Dividend) for the Last Five Years
- (3) Cash Re-Investment Ratio =(Operating Activity Net Cash Flow-Cash Dividend)/(Gross Fixed Asset+Long Term Investment+Other Non-Current Asset+Working Capital)

6. Leverage:

- (1) Operating Leverage=(Net Sales-Variable Operating Cost & Expense) / Operating Income
- (2) Financial Leverage = Operating Income / (Operating Income Interest Expense)
#### 3. Audit Committee's Review Report over the Latest Year Financial Statements

Yeong Guan Energy Technology Group Company Limited Audit Committee's Review Report

To: Shareholders' Annual General Meeting for Year 2023

The Board of Directors has prepared and submitted to the undersigned, Audit Committee of the company the 2022 Business Report, Consolidated Financial Statements and Dividend Distribution proposal. The above Business Report, Consolidated Financial Statements and Dividend Distribution proposal have been examined and determined to be correct and accurate by the undersigned. This Report is duly submitted in accordance with applicable laws.

Yeong Guan Energy Technology Group Company Limited The Audit Committee, Chairman:

March 16, 2023

- 4. The Latest Year Financial Statement: Please refer to Appendix 1.
- 5. Latest individual financial statements audited and attested by CPAs but without detailed lists of the main accounting items: NA
- 6. In the latest year and as of the date when annual report was published, occurrence of financial difficulty which poses influences over the Company's financial situation: None.

## VII. Financial Status and Financial Performance Analysis and Risk Issues

#### 1. Financial Status

			Unit: N7	TD in thousands	
Year	2021	2022	Diffe	rence	
Item	2021	2022	Amount	%	
Current Asset	9,305,056	9,666,572	361,516	3.89%	
Property, Plant and Equipment	7,239,302	9,650,666	2,411,364	33.31%	
Intangible Asset	137,958	138,841	883	0.64%	
Other Asset	1,787,540	2,434,840	647,300	36.21%	
Total Asset	18,469,856	21,890,919	3,421,063	18.52%	
Current Liability	5,443,845	8,118,110	2,674,265	49.12%	
Non-Current Liability	4,191,396	5,280,797	1,089,401	25.99%	
Total Liability	9,635,241	13,398,907	3,763,666	39.06%	
Share Capital	1,106,175	1,106,175	0	0%	
Paid-in Capital	5,980,154	5,980,154	0	0%	
Retained Earnings	2,972,313	2,470,407	(501,906)	(16.89%)	
Other Equities	(1,349,372)	(1,192,785)	156,587	(11.60%)	
Non-controlling Interest	125,345	128,061	2,716	2.17%	
Total Interest	8,834,615	8,492,012	(342,603)	(3.88%)	

Main reasons and impacts of major changes (increase/decrease by over 10% in two years; total amounts of increases/decreases are equivalent to 1% of the total asset value of the respective year):

- 1. "Property, Plant and Equipment", "Other Asset" and "Total Asset": This is mainly due to the Company's continued production expansion in this year. That leads to increases in pre-paid equipment and fixed assets.
- 2. Current Liability, Non-Current Liability and Total Liability: This is mainly due to bank loans received for the purpose of responding to Taichung Harbor's expansion of capacity.
- 3. Retained Earnings: This is mainly because of the Company's after-tax net loss in 2022.

#### 2. Financial Performance

(1) Operating Performance Analysis Table

Unit: NTD in thousands

				ulousallus	
Year	2021	2022	Diffe	rence	
Item	2021	2022	Amount	%	
Operating Income	8,948,211	9,383,925	435,714	4.87%	
Operating Cost	7,178,390	8,040,146	861,756	12.00%	
Operating Gross Margin	1,769,821	1,343,779	(426,042)	(24.07%)	
Operating Expense	1,453,764	1,246,250	(207,514)	(14.27%)	
Operating Net Income	316,057	97,529	(218,528)	(69.14%)	
Non-Business Income & Expense	4,563	(411,710)	(416,273)	(9122.79%)	

Pre-Tax Net Income	320,620	(314,181)	(634,801)	(197.99%)
Income Tax Expense	106,647	130,194	23,547	22.08%
Current Net Income	213,973	(444,375)	(658,348)	(307.68%)

Explanations on items with significant changes (items with changes exceeding 10% and with change amount reaching 1% of current year total asset amount)

 Operating Cost, Operating Gross Margin, Pre-Tax Net Income, Current Net Income: This is mainly because of dramatic decrease in the Company's gross profit margin from increases in raw materials prices for this period.

2. Non-Business Income & Expense: This is mainly because of foreign currency exchange losses incurred from USD appreciation for this period.

- (2) Expected Sales and Reasons The Company maintains a neutral and conservative attitude with regard to overall sales income for 2023 will maintain. This mainly comes from considerations of changes in macroeconomic environment, industry prospect, the Company's future development direction as well as operating target which is established based on the Company's operating status.
- (3) Potential Effects on The Company's Future Finance Business and Responding Plan The Company will closely monitor changes of economic situation and trend of market demand in order to expand market share and increase the Company's profit. As such, the Company's future business is expected to grow continuously while its financial conditions will also remain in good shape.

#### 3. Cash Flow

(1) Analysis of Cash Flow Changes in Recent Years

Unit: NTD in thousands Year Increased Increased Item 2021 2022 (Decreased) (Decreased) Amount % Percentage % (130.08%)995,560 (299,508)(1,295,068)**Operating Activity** (2,757,751)(2,964,896)Investment Activity (207, 145)(7.51%)Financing Activity 1,033,036 3,349,419 224.23% 2,316,383

Analysis of Changes:

- 1. Operating Activity: Reason for net cash outflow in 2022 operating activity is mainly because of operating loss in this year.
- 2. Investment Activity: Reason for increase in net cash outflow for 2022 investment activity is mainly because of building a new plant in Taichung for this year.
- 3. Financing Activity: Reason for increase in net cash inflow for 2022 financing activity is mainly because of the Company's increases in syndicated bank loans.
- (2) Cash flow liquidity analysis and liquidity insufficiency improvement plan for the upcoming year

The Company continues to invest in the building of Taichung new factory in 2022. Investment activities are expected to lead to net cash outflow exceeding NT\$3.0 billion. The Company will respond to these using mid/long term bank loans. The Company's assessment indicates that current capital conditions and bank credit extension amount are sufficient in funding capital needed. The Company is not expected to have insufficient liquidity for 2023.

#### 4. Influence on finance business from major capital expenditure in the latest year:

The Company's goal for the latest year's capital expenditure is to expand operating scale for the purpose of preparing for this industry's future development trend as well as strengthening competitiveness. As such, the Company plans to collaborate with Taiwan government's renewable energy policy to build up a factory and purchase equipment in Taichung. With this, it is expected to generate long-term growth synergy, enhancement of global competitiveness and fulfilment of sustainable operation. It is planned that equity fund will be first utilized for funds needed for building the factory, and financing measures such as obtaining loans will be utilized in the event of insufficiency in funds.

# 5. Investment strategy for the latest year, main reason(s) for gain or loss, improvement plan and investment plan for the upcoming year

(1) The Company's Investment Strategy

The Company's management over invested enterprise is based on investment cycle requirements of internal control system. Additionally, management is also based on the Company's drafted requirements of "Operation guidelines for business operating and finance transaction among group enterprise, designated company and related party," "Operation guidelines for subsidiary monitoring," and "Operation guidelines for subsidiary operation and management." Under considerations of domestic laws and actual operations for respective invested companies, assistance is offered accordingly for respective invested companies to establish appropriate internal control system. With respect to organization structure, directors for respective invested companies are established in accordance with domestic laws and are designated by parent company. As for management level for respective invested companies, all general managers are designed by parent company while other managers are designed or recruited by authorized respective invested companies' general managers. However, employment of finance head shall be submitted to parent company for approval or be designated by parent company. Furthermore, the Company regularly receives related financial statement materials, operation reports as well as CPA certified financial statements for the purpose of in-time analysis and assessment over invested enterprise's operation condition and income status. The Company's internal audit department will also dispatch personnel, regularly or randomly, to conduct auditing operation over subsidiary, and establish related auditing plan as well as prepare audit report in order to monitor internal control system deficiency and rectification over irregularity matter.

(2) Main reasons for gain or loss on investments for the latest year (2022)

Invested Enterprises	Recognized Investment Gain/Loss Amount	Reason for Gain or Loss	Improvement Plan
Yeong Guan Holdings Co., Ltd.	(32,071)	This is mainly because of foreign currency exchange losses incurred to the Company's USD loans from USD appreciation.	_
Yeong Guan Heavy Industry (Thailand) Co., Ltd.	(2,193)	This is mainly because invested enterprise is still in its opening phase and business has not yet started.	Nil
Yeong Guan International Co., Ltd.		This is mainly because investment income is assessed using equity method.	_

#### Unit: NTD in thousands

Invested Enterprises	Recognized Investment Gain/Loss Amount	Reason for Gain or Loss	Improvement Plan
Yeong Chen Asia Pacific Co., Ltd.	55,537	Profit for main business remains steady.	_
Ningbo Yeong Shang Casting Iron Co., Ltd.	197,001	Profit for main business remains steady.	_
Dongguan Yeong Guan Mould Factory Co., Ltd.		This is mainly because of increase in costs from increase in raw materials.	Nil
Ningbo Lu Lin Machine Tool Foundry Co., Ltd.	50,928	Profit for main business remains steady.	_
Jiangsu Bright Steel Fine Machinery Co., Ltd.		This is mainly because of increase in costs from increase in raw materials.	_
Ningbo Yong Jia Mei Trade Co., Ltd.		This is mainly because of decrease in procurement service revenue.	Nil
Shanghai No.1 Machine Tool Foundry (Su Zhou) Co., Ltd.		This is mainly because of increase in costs from increase in raw materials.	Nil
Jiangsu Yeong Ming Heavy Industry Co., Ltd.		Operation has not yet started officially.	_

#### (3) Investment plan for the upcoming year

In view of the rising global awareness of climate change issues, "Green Home" and "Investment in Green Energy" have replaced traditional energy policies centered around coal, natural gas, and nuclear energy. These new concepts gradually turn into the mainstream of economic strategies and public administration all over the world. In line with the global trend of energy conservation and carbon reduction, development and application of new energy technologies, a constantly rising demand for green energy worldwide, and promotion of vigorous development of relevant industries, the Company continues its commitment to serve as a driving force for the development of green energy industries. It also constructs new and expands existing up- and downstream casting, processing, and spray coating plants to extend and expand industry standards. In addition to an increase of "hard power" through plant expansion investments, the Company develops its soft power by adopting a long-term strategic perspective. The goal is to strengthen the capabilities of the company in the field of material and technology development as well as make an active commitment to corporate social responsibility and safe production. EHS development is conducive to strengthening the future international competitiveness of the Company, gives a strong impetus to sustainability.

#### 6. Risk Analysis and Assessment

(1) Interest rate, change of exchange rate and inflation's influence over the Company's gain or loss as well as future responding measures

#### I. Interest Rate

The Company's interests paid in cash for 2021 and 2022 are NTD65,905 thousands and NTD158,706 thousands with percentages of 0.74% and 1.69% to respective current year operating income. These percentages are extremely small and therefore change of interest rate does not have a significant influence over the Company. Although currency market interest rates for the latest year decrease slowly, they're still relatively low. Therefore the Company's

borrowing interest rates did not change a lot. However, in the event of larger fluctuation for interest rates going forward and the Company still has needs for loan, the Company will then raise capital through other fund raising instruments in capital market. Additionally, the Company will observe interest rate trends and select fixed or floating interest rate loan to avoid interest rate fluctuation risk.

#### II. Exchange Rate

Given the fact that sixty percent (60%) of the Company's sales territories are in China with sales are denominated in RMB, and forty percent (40%) are in Europe and U.S. with sales denominated in EUR and USD, while goods purchased are mainly denominated in RMB, offset incurred accordingly between purchase in RMB and sales in RMB. Meanwhile, exchange rate changes among different currencies still come with offset effect. As a result, in addition to natural hedging on exchange rate differences, the Company is also engaged in selling forward exchange to evade risks on foreign currency positions held. The Company's net exchange gains (losses) for 2021 and 2022 are NTD3,394 thousands and (NTD145,399) thousandsrespectively accounting for 0.04% and (1.55%) of respective current operating net income. Influences are extremely small and therefore there are no significant exchange risks as a whole.

The Company is committed to foreign exchange risk control. Our responding measures are as follows after careful assessments:

(1) The Company shall continue to enhance its financial staff's foreign exchange hedging expertise and study changes in international politics and economics in order to predict foreign exchange trend and enhance the Company's foreign exchange hedging strategies.

(2) Payments for purchase and related expenses shall be made from revenue of same currencies to enhance effectiveness of natural hedging.

#### III. Inflation

The Company continues to maintain close and good interaction relationship with suppliers and customers, adjusts purchase and sales strategies in a flexible way and keeps well informed of upstream material price changes in order to mitigate influence on the Company's income from change of inflation. In the latest year and as of the date when annual report was published, there are no significant changes on financial market and prices and there is no significant influence on the Company's income.

(2) Policy for conducting high risk/high leveraged investment, lending capital to others, endorsement/guarantee and derivative transactions; Major reasons for gain or loss and future responding measures

The Company has already drafted guidelines of "Handling Process for Asset Acquisition and Disposition," "Operation Procedure for Capital Lending to Others," "Operation Procedure for Endorsement/Guarantee," and "Handling Process for Derivative Product Transactions" which shall serve as compliance basis for the Company and subsidiary when engaged in related behavior.

As of the date when this annual report was published, the Company is not engaged in Endorsement/Guarantee or lending of capital to other companies except for the ones between the Company and its subsidiaries, or the ones between its subsidiaries. Aforementioned endorsement/Guarantee or lending of capital are all conducted in accordance with related operation process regulations and, in general, they do not have significant influence over consolidated income. Furthermore, the Company is always focused on the operating of its main businesses and has never stepped into other high risk industries. The Company's finance policy

is based on the principle of being stable and conservative and never engages itself in high risk/high leveraged investment or transaction. As such, related risks should be limited.

#### (3) Future R&D plan and expected R&D expenditure

- 1. Future R&D plan
  - (a) The Company's future R&D plan utilizes new auxiliary materials to enhance casting product quality, reduce defected product, enhance casting product material conversion rate and develop high power wind power products.
  - (b) Development and improvement of new techniques and production technologies to reduce defect rates and thereby enhance product competitiveness and quality consistency.
  - (c) Development of new industry materials and alloys to achieve a breakthrough in existing casting technologies; provision of more professional services to meet future customer demands through upgrades of welding capabilities and acquisition of professional system certifications
- 2. Projected R&D expenses
  - (a) Projected R&D expenses account for a fixed ratio of 1-3% of the operating revenue in 2023. Future R&D expenses will be determined by optimizations and improvements of new products, production processes, and molds developed by customers as well as yield rate enhancement, energy conservation, and waste reduction.
- (4) Influence from domestic/offshore important policies and changes of law on the Company's finance business as well as responding measures

The Company is registered in British Cayman Islands while its important subsidiaries are registered in Taiwan, British Virgin Islands, Hong Kong and China. The Company does not operate in British Cayman Islands. Fluctuation for China's internal exchange rate is stable. Political relationship between Taiwan and China is stable. The Company and its important subsidiaries conduct all their businesses in accordance with regulations of their respective territories. The Company's major products include large wind power generator (wheel hub and base) and steam turbine for large power plant. Therefore, this industry should not be a franchising or a restricted industry. Therefore in the latest year and as of the date when this annual report was published, critical policy changes or regulation changes in British Cayman Islands, British Virgin Islands, Taiwan, Hong Kong and China are not expected to pose significant influence on the Company's finance business. Most of the Company's major customers and suppliers are located in Asia. Given special political situations in some Asian countries, the Company and its customers' finance business may be affected by politics, economy and laws. Therefore, in the event of changes in respective government's policy, economy, tax or interest rate, or in the event of incidents involving politics, diplomacy or society, business of the Company's client or the Company might be affected accordingly.

(5) Influence on the Company's finance business from changes of technology and industry as well as responding measures to such influence

Global technological development has an inevitable impact on industries! We are firmly committed to continuous responses to future developments in the field of market demand as well as technology-directed upgrades and improvements. We also constantly collect information on new technologies, trends, and risk coefficients associated with the everchanging market in line with gradually intensifying trends and changes in the field of technological development. We also have clearly formulated guidelines in place for the

development of future strategies. The Company constantly explores market changes in the current stage of stable development to gain a firm grasp of current conditions and implement adjustments accordingly. In the field of quality management, ultimate emphasis is placed on stable quality, enhanced efficiency, and cost down to boost bidirectional development in the fields of market demand analysis and technological innovation.

(6) Influence to enterprise crisis management from enterprise image change as well as responding measures to such influence

The company has always been dedicated to the development goal of honesty and sustainable operation while focusing on high quality casting products technology enhancement of spherical graphite cast iron and grey cast iron as well as development and manufacturing of energy and injection molding machine products with the goal of meeting market demands. The Company enjoys good business reputation in international market and this has established the Company's credibility and position in this industry. There is no change of company image which leads to crisis management in the latest year and as of the date when annual report was published.

- (7) Projected benefits, potential risks, and response measures for mergers &acquisitions: No mergers or acquisition is conducted for this year.
- (8) Expected benefits, potential risks and responding measures for plant expansion

Currently, the global wind power market is recovering. It is expected that global offshore windpower installation market shall reach 188GW in 2030 and numbers for updating continues to go upward. This indicates a promising furutre for offshore wind-power needs. Taiwan plans to become a base for Asia offshore wind-power. With this, the Company plans to invest in establishing casting, processing and spray-painting product lines in Taichung Harbor which has location advantage. This shall assist the Company in gaining international competitiveness in the future and power for sustainable operation. This shall also assist in generating long term growth synergy. The Company's vendors are all leading vendors in respective industries. In addition to working with Taiwan government's renewable policy, Taichung plant shall not only be committed in establishing excellent supply capability but also be engaged in continuous introduction of innovative technologies and advance operation concepts, Environment, Health and Safety (EHS), quality enhancement and energy consumption saving. The Company shall enhance collaboration relationship with major international vendors in order to fight for business opportunities from next generation green power product needs. The Company's factory expansion process has gone through careful assessment. Investment return benefits and potential risk have all been fully considered.

- (9) Risks and responding measures for concentrated purchase of goods or sales of goods
  - 1. Purchase of Goods

The main raw materials used by this company are pig iron, scrap steel, nodulants, inoculants, carburants, ferro-silicon, ferro-manganese, ferro-chromium, ferro-molybdenum, ferro-phosphorous, and ferro-sulphur. Auxiliary casting materials include furan resin, curing agents, deslagging agents, steel shot, bonding agents, dross filters, quartz sand, and magnesium oxide coating. Among them, pig iron and scrap steel account for the biggest portions. Source of Product Supply & Purchase Proportion: The Company is located in China which is a country rich in mineral resources. The bullish raw material market with rising prices in early 2022 was a direct result of a "black" futures (rebar, hot rolled coils, iron ore, coking coal and coke) boom and production limitations due to the

Winter Olympics. The impact of the epidemic and real estate policies resulted in a continuing contraction of demand in downstream markets in mid-2022. Business confidence was gradually eroding, and prices were slipping. A slight recovery in the profits of steel plants in the fourth quarter was observable in the wake of dropping raw material prices. Confidence was gradually restored, and prices stabilized as a consequence of strong expectations of national macroeconomic control measures. In 2021, raw material procurement was repeatedly affected by inflationary pressures and domestic production limitations related to environmental protection, which in turn resulted in rising raw material prices. Procurement amounts in 2022 therefore exceeded the 2021 level. Major raw materials are purchased from local markets in China.. Currently, there is no major difficulty in obtaining materials because suppliers for various raw materials are not limited to one vendor only. For the latest years, percentages of the Company's top 10 purchase vendors share for annual net purchase are 49.4% and 43.8% respectively, with each supplier accounting for less than 20%. With the exceptions of suppliers for steel scrap, purchase percentages from other suppliers are all less than 10%. There shall not be major risks of concentrated purchases.

2. Sales of Goods

In the current stage, our market strategy mainly focuses on energy resource development followed by injection molding machinery and the machinery industry. In our long-term planning efforts, steady parallel development is the major indicator. In the field of market demand forecasts, out target indicator is currently the energy industry. In our future planning operations, we are fully committed to these target industries. Our strategy deployment in other industries including injection molding machinery, agricultural machinery, mining machinery, ship machinery, and automotive parts and components will also bear fruit when the time is right. We pursue an in-depth exploration of market demands and strive to gain a firm grasp of ever-changing industry trends to build a solid foundation in the industry and thereby minimize potential risks.

The co-existence of risk and development is an inescapable fact of highly diversified markets. Our main competitive advantage lies in our ability to effectively reduce and spread risks to make them controllable. The group is capable of achieving a perfect balance in the field of risk management based on an effective distribution of production capacities among different industries and vertically integrated management schemes. Based on the above discussion, it is evident that the Company has the ability to effectively control risks generated by high customer concentration.

(10) Influence, risks to the Company from large amount equity transfer or change by director, supervisor or major shareholder with ownership exceeding 10% and responding measures to such influence and risks.

No aforementioned cases in the latest year and as of the date when annual report was published.

(11) Influence and risks to the Company as well as responding measures from changes of management rights

The Company has a stable major shareholder structure and a comprehensive professional management team. The Company's various management and operation advantages will not be compromised if there are changes in management rights. There are no changes of the Company's management rights in the latest year and as of the date when annual report was published.

(12) The Company and the Company's director, supervisor, general manager, actual responsible person and major shareholders holding more than 10% of shares shall prescribed litigation or non-litigation incidents. With respect to subsidiary's finalized or pending major litigation, non-litigation and administrative dispute incidents, the disputed facts, target amount, litigation commencement date, major parties involved and processing status as of annual report publish date shall all be disclosed if results for aforementioned incidents may have significant influence over shareholder's equity or securities price.

For the latest two years and as of the publication date of annual report, there are a total of 1 case of pending litigation and arbitration for the Company and its subsidiaries, there are no major impact to the Company's shareholder's equities or stock price from this result.

- (13) Other critical risks and responding measures
  - (a) The Company's critical operating risks and responding measures: With respect to possible negative factors incurred from the Company's operation as well as their responding strategies, please refer to positive, negative factors for the Company's future development and responding strategies prescribed in this annual report. Even with the existence of such responding strategies, it is still possible that complete implementation is unfeasible because of force majeure factors encountered during implementation. This will further affect the Company's operation, business and finance.
  - (b) Negative influence on the Group's business, operating performance and financial condition from the Company's potential insufficient insurance over operation: Currently, the Company has already followed Chinese enterprise's common practice and proposed comprehensive Insurance company: which covers the Company's properties of plant and machine equipment with a total insurance amount of RMB2,283,501 thousands. However, the Company did not propose any insurance over operation disruptions in China factory or any compensation liability from damage to environmental protection. Reason for not proposing is that such insurance in China is not mature enough and causes for compensation are not clearly stipulated. The Company may suffer losses or assume compensation liability from occurrence of such risks because of its failure to propose such insurance accordingly. Additionally, among items which are already insured, it is possible that the scope of insurance may not provide sufficient protection against possible losses. This could have negative impact on the Company's business, financial condition and operating performance.
  - (c) Risk of Intellectual Property Infringement: As of now, the Company holds 32 trade mark rights and 228 patents. Intellectual property of these trademarks and patents is critical to the Company's operation. Therefore, the Company is dedicated to protecting these intellectual properties. In the event of any infringement to the Company's intellectual property in the future which damages the Company's product market value and brand reputation and affects the Company's business, financial status and operating performance, the Company will file litigations to protect such rights. However, when faced with different levels of litigation costs, the Company will take necessary measures and actions under considerations of overall cost efficiency.
  - (d) Risk of Patent Rights Violation:
    In the face of more and more fierce competition in emerging energy industry, competitor may use patent infringement litigation to disrupt the Company's business development.

The Company's risk of being sued for compensation from intellectual property rights infringement is also increasing. Therefore, as the Company's operating scale continues to grow, it is expected that the possibility to face with other competing company's patent infringement litigation will also increase. Accordingly, the Company strictly complies with patent related regulations, avoids using other's patented technology by mistake, continues to enhance R&D and emphasizes on developing the Company's violation of patent rights.

#### 7. Other Critical Matters: None.

# **VIII. Special Matters Documented**

### 1. Subsidiary Related Information

(1) Enterprise Organization Chart: Please refer to II. Company Introduction

		Mar	ch 31, 2023	, Unit: in thousands
Name of Enterprise	Date of Establishm ent	Address	Paid-in Capital	Major Business or Production Items
Yeong Guan Holding Co., Ltd.	2007.11	OMC Chambers, Wickhams Cay 1, Road Town, Tortola, British Virgin Islands	USD 194,000	Investment in share holding
Yeong Guan International Co., Limited	2007.11	Centre, 151 Gloucester Road, Wan Chai, Hong Kong	HKD 805,000	Investment in share holding
Yeong Chen Asia Pacific Co., Ltd.	2008.06	No. 502, Sec. 1, Cheng Gon Rd., Guan Yin Township, Taoyuang County	NTD 95,000	Trading business, manufacturing and selling of cast iron
Dongguan Yeong Guan Mould Factory Co., Ltd.	1995.06	Yin Quan Industrial Zone, Chin Xi Town, Dong Guan City, Guandong Province, China	HKD 31,000	Manufacturing and selling of cast iron
Ningbo Yeong Shang Casting Iron Co., Ltd.	2000.12	No. 95, Huang Hai Rd., Bei Lun District, Ningbo City, Zhejiang Province, China	USD 43,100	Manufacturing and selling of cast iron; processing of precision machinery
Ningbo Lu Lin Machine Tool Foundry Co., Ltd.	2000.08	No. 28, Ding Hai Rd., Economic Technology Development Zone, Zhen Hai District, Ningbo City, Zhejiang Province, China	USD 13,705	Manufacturing and selling of cast iron; recycling of scrap steel
Jiangsu Bright Steel Fine Machinery Co., Ltd.	2006.11	No. 9, Yue Pen Rd., Tien Mu Hu Industrial Park, Li Yang City, Jiangsu Province, China	USD 114,851	Manufacturing and selling of cast iron
Ningbo Yong Jia Mei Trading Co., Ltd.	2009.11	No. 95, Huang Hai Rd., Bei Lun District, Ningbo City, Zhejiang Province, China	USD 1,000	Trading business
Yeong Guan Heavy Industry (Thailand) Co., Ltd.	2014.07	No.622/15, Rama2 Road, Samae Dam Sub-District, BangkhunTien District, Bangkok Metropolis.	THB 800,000	Manufacturing and selling of cast iron
Shanghai No. 1 Machine Tool Foundry (Suzhou) Co., Ltd.	2009.08	No.999 Laixiu Road, Fen Lake Economic Development Zone, Wujiang	USD 33,680	Manufacturing and selling of cast iron
Jiangsu Yeong Ming Heavy Industry Co., Ltd.	2019.12	North side of Wei 2nd Road, east side of Jinhai Avenue, Lingang Industrial Area, Sheyang County, Yancheng City, Jiangsu Province, China.	USD0- (Note)	Manufacturing and selling of cast iron

(2) Subsidiary Basic Information

March 31, 2023, Unit: in thousands

Note: This is still in the pilot phase and the Company has not yet invested capital in this.

(3) Materials for same shareholder under assumed control and affiliate relationship: None.

(4) Director, Supervisor and General Manager In		<b>^</b>
Name of Enterprise	Job Title	Name
Yeong Guan Holding Co., Ltd.	Director	Chang, Hsien-Ming
Yeong Guan Heavy Industries (Thailand) Co., Ltd.	Director	Chang, Hsien-Ming; Sutep Jatupornpukdi; Niyom Jatuponpakdi; Jitpranee Chang; Hsu, Ching-Hsiung
Yeong Guan International Co., Limited	Director	Chang, Hsien-Ming
Veena Chan Asia Desifia Co. Ltd	Director	Chang, Hsien-Ming
Yeong Chen Asia Pacific Co., Ltd.	President	Chang, Hsien-Ming
Dongguan Yeong Guan Mould Factory Co., Ltd.	Director	Hsu, Ching-Hsiung Liu, Han-Pang Huang, Ching-Chung
	Supervisor	Tsai, Chang-Ming
	President	Huang, Ching-Chung
Ningbo Yeong Shang Casting Iron Co., Ltd.	Director	Hsu, Ching-Hsiung Liu, Han-Pang Huang, Ching-Chung
Tringoo Teong Shang Custing Hon Co., Etc.	Supervisor	Tsai, Chang-Ming
	President	Huang, Ching-Chung
Ningbo Lu Lin Machine Tool Foundry Co., Ltd.	Director	Hsu, Ching-Hsiung Liu, Han-Pang Huang, Ching-Chung
Ningoo Lu Lin Machine 100110undry Co., Lu.	Supervisor	Tsai, Chang-Ming
	President	Chen, Ren-Tsung
Jiangsu Bright Steel Fine Machinery Co., Ltd.	Director	Tsai, Chang-Ming Liu, Han-Pang Chang, Chun-Chi
	Supervisor	Hsu, Ching-Hsiung
	President	Liang, Li-Sheng
Ningbo Yong Jia Mei Trading Co., Ltd.	Director	Hsu, Ching-Hsiung
	Supervisor	Tsai, Chang-Ming
Shanghai No. 1 Machine Tool Foundry (Suzhou) Co.,	Director	Tsai, Chang-Ming Liu, Han-Pang Chang, Chun-Chi
Ltd.	Supervisor	Hsu, Ching-Hsiung
	President	Chang, Chun-Chi
Jiangsu Yeong Ming Heavy Industry Co., Ltd.	Director	Tsai, Chang-Ming Liu, Han-Pang Chang, Chun-Chi
<i>c c c c c c c c c c</i>	Supervisor	Hsu, Ching-Hsiung
	President	Tsai, Chang-Ming

(4) Director, Supervisor and General Manager Information for Respective Subsidiaries

	j iei itesp		Ur	nit: NTD in	thousands	s except ea	rnings per	r share
Name of Enterprise	Paid-in Capital	Total Asset	Total Liability	Net Value	Operating Income	Operating Benefit	Current Income (Loss)	Earnings Per Share (NTD)
Yeong Guan Holding Co., Ltd.	5,961,620	17,250,680	4,839,279	12,411,401	0	(100,805)	(32,071)	(0.17)
Yeong Guan Heavy Industry (Thailand) Co., Ltd.	533,760	503,447	686	502,761	0	(3,240)	(2,925)	(0.02)
Yeong Guan International Co., Limited	3,172,505	9,379,131	308,862	9,070,269	0	(125)	16,616	0.02
Yeong Chen Asia Pacific Co., Ltd.	95,000	1,778,760	1,137,763	640,997	2,484,116	51,099	55,698	Note.1
Dongguan Yeong Guan Mould Factory Co., Ltd.	122,183	530,190	206,199	323,991	612,768	28,868	(18,093)	Note.1
Ningbo Yeong Shang Casting Iron Co., Ltd.	1,324,463	4,227,454	1,057,965	3,169,489	2,920,082	180,124	196,477	Note.1
Ningbo Lu Lin Machine Tool Foundry Co., Ltd.	421,155	1,825,831	350,791	1,475,040	1,560,522	26,660	59,730	Note.1
Jiangsu Bright Steel Fine Machinery Co., Ltd.	3,529,371	7,241,079	2,038,853	5,202,226	4,422,189	32,508	(120,389)	Note.1
Ningbo Yong Jia Mei Trading Co., Ltd.	30,730	56,373	20,128	36,245	49,805	1,332	1,239	Note.1
Shanghai No. 1 Machine Tool Foundry (Suzhou) Co., Ltd.	1,034,986	2,201,550	2,057,822	143,728	1,731,137	(65,892)	(121,733)	Note.1

(5) Operating Summary for Respective Subsidiaries

Note1: Earnings per share cannot be calculated because this is not an incorporated company.

- (6) Affiliated Enterprise Consolidated Financial Statements: Please refer to appendix 1.
- (7) Affiliation Report: None.
- (8) Industries Covered by Businesses Operated by Whole Affiliates: Operation businesses for affiliates as a whole are manufacturing, precision processing, painting and sales of high-end casting products of spherical graphite cast iron and grey cast iron. Product categories include the followings:
  - 1. Renewable Energy Category: mainly related casting iron parts of rotor cover, base and gear box related to wind power.
  - 2. Injection Machines Category: mainly casting iron products of nozzle, tail plate and cylinder.
  - 3. Industrial Machines Category: Casting iron products needed in respective industries such as machine tool, air compressor and medical instruments.
- (9) Division of labor among respective affiliates with inter-connected operation businesses shall be explained:

In addition to Jiangsu Bright Steel Fine Machinery Company Limited and Ningbo Yeong Shang Casting Iron Company Limited's engagement in casting iron product's precision processing and painting businesses, the two companies and remaining affiliates are all engaged in manufacturing and sales business for high-end casting iron products.

- 2. In the latest year and as of the date when this annual report was published, any cases of securities private placement: None.
- 3. In the latest year and as of the date when this annual report was published, cases of subsidiary holding or disposing the Company's shares: None.
- 4. Other necessary supplementary explanation: None.

Protection Critical MattersArticles of IncorporationReasons of Differences1.Shareholder(s) who has/have been continuously holding 1% or more of the total number of the outstanding shares of the company over six months may request in writing the supervisors of the company to institute, for the company, an action against a director of the company, and may designate Taiwan Taipei District Court as the first instance court.Under permission from Cayman Islands law and requirements of applicable laws as well as within the scope of the Company's instituting an action against related director(s), shareholder(s) who has/have been continuously holding 1% or more of the total number of the outstanding shares may: (a) request, in writing, Board of Directors' Meeting to authorize independent director(s) of Audit Submitting of request, shareholder(s) mayIn Cayman Islands' laws, there are no specific regulations which allow minor islands court.1. Shareholder(s) mayUnder permission from Cayman islands law and requirements of applicable laws as well as within the scope of the Company's and may designate Taiwan Taipei District Court as the first instance court.In Cayman Islands' laws, there are no specific regulations which allow minor the company, and may designate Taiwan Taipei District Court as the first instance court.In Cayman Islands' laws, there are no specific regulations which allow minor to not a contract between shareholders an director(s) of Audit Committee to institute a litigation against director(s) of Audit Committee to institute a litigation against director(s) of the Company after Board of Directors' Meeting passes a resolution accordingly, and passes a resolution accordingly, and percentag	Shareholder Equity	jor differences from ROC sharehold	
has/have been continuously holding 1% or more of the total number of the outstanding shares of the company over six months may request in writing the supervisors of the company to institute, for the company, an action against a director of the company, and may designate Taiwan Taipei District Court as the first institute a litigation within 30 days after shareholder(s) may submitting of request, shareholder(s) may therefore institute a litigation for the Company and may designate Taiwan Taipei District Court as the first instance court.Islands law and requirements of applicable laws as well as within the scope of the Company's instituting an action against related director(s), shareholder(s) may therefore institute a litigation for the Company and may designate Taiwan Taipei District Court as the first instance court.Islands law and requirements of applicable laws as well as within the scope of the Company's instituting an action against director(s), shareholders the outstanding shares may: (a) request, in writing, independent director(s) of Audit Committee to institute a litigation against director(s) for the Company submitting of request, shareholder(s) may therefore institute a litigation for the Company and may designate Taiwan Taipei District Court as the first instance court.Islands law and requirements of applicable laws as well as within the scope of the Company's independent director(s) of Audit Committee to institute a litigation against director(s) for the Company and may designate Taiwan Taipei District Court as the first instance court.specific regulations which allow minor specific regulation against director in Cayman listands court.Islands lawyers still consider that first instance court.Island	<b>Protection Critical</b>		<b>Reasons of Differences</b>
continuously holding 1% or more of the total number of the outstanding shares of the company over six months may request in writing the supervisors of the company to institute, for the company, an action against a director of the company, an action against a director of the company, and may designate Taiwan Taipei District Court as the first institute a litigation within 30 days after shareholder(s) may therefore institute a litigation for the Company and may designate Taiwan Taipei District Court as the first instance court.applicable laws as well as within the scope of the Company's instituting an action against related director(s), shareholder(s) who has/have been continuously holding 1% or more of the total number of the outstanding shares may: (a) request, in writing, Board of Directors' Meeting to authorize independent director(s) of Audit Committee to institute a litigation against director(s) of the Company after Board of Directors' Meeting passes a resolution accordingly, and may designate Taiwan Taipei District Court as the first instance court;shareholders to institute a litigation against director(s) of the Company after Board of Directors' Meeting passes a resolution accordingly, and may designate Taiwan Taipei District Court as the first instance court;shareholder institutes a litigation independent director(s) of the Company after Board of Directors' Meeting passes a resolution accordingly, and may designate Taiwan Taipei District Court as the first instance court;shareholder institutes a litigatio it will be under Cayman Islands court's full discretion to determine if a shareholder may or may not continue to litigation. Furthermore, even though a formet court as the first instance court;	1.Shareholder(s) who	Under permission from Cayman	In Cayman Islands' laws, there are no
or more of the total number of the outstanding shares of the company over six months may request in writing the supervisors of the company to institute, for the company, an action against a director of the company, and may designate Taiwan Taipei District Court as the first instance court.litigation against director in Cayman Islands court.2. In the event that supervisor(s) fail(s) to institute a litigation within 30 days after shareholder's submitting of request, shareholder(s) may therefore institute a litigation for the Company and may designate Taiwan Taipei District Court as the first instance court.the scope of the Company's instituting an action against related director(s), shareholder(s) who has/have been continuously holding 10 incetors' Meeting to authorize independent director(s) of Audit Committee to institute a litigation against director(s) for the Company and may designate Taiwan Taipei District Court as the first instance court.litigation against director in Cayman Islands court.0A company's articles of incorporation in not a contract between shareholders independent director(s) of Audit Committee to institute a litigation against director(s) for the Company and may designate Taiwan Taipei District Court as the first instance court.litigation against director in Cayman Islands lawyers still consider that Committee to institute a litigation and may designate Taiwan Taipei District Court as the first instance court.litigation against director, Cayman Islands lawyers still consider that Committee to institute a litigation against director(s) for the Company and may designate Taiwan Taipei District Court as the first instance court.litigation against director in Cayman Islands l	has/have been	Islands law and requirements of	specific regulations which allow minority
number of the outstanding shares of the company over six months may request in writing the supervisors of the company to institute, for the company, an action against a director of the company, and may designate Taiwan Taipei District Court as the first instance court. 2. In the event that supervisor(s) fail(s) to institute a litigation for the company, shareholder(s) may therefore institute a litigation for the Company and may designate Taiwan Taipei District Court as the first instance court.	continuously holding 1%	applicable laws as well as within	shareholders to institute derivative
shares of the company over six months may request in writing the supervisors of the company to institute, for the company, an action against a director of the company, and may designate Taiwan Taipei District Court as the first instance court.A company's articles of incorporation in ont a contract between shareholders and directors. Rather, it is an agreement between shareholders and the Company. Accordingly, even with articles of incorporation which allow minority shareholder to institute a litigation institute a litigation within 30 days after shareholder's submitting of request, shareholder's may designate Taiwan Taipei District Court as the first instance court.A company's articles of incorporation in not a contract between shareholders and directors. Rather, it is an agreement between shareholders and the Company Accordingly, even with articles of incorporation which allow minority shareholder's submitting of request, shareholder's mad may designate Taiwan Taipei District Court as the first instance court.A company's articles of incorporation in ont a contract between shareholders between shareholders independent director(s) of Audit Committee to institute a litigation against director(s) for the Company after Board of Directors' Meeting passes a resolution accordingly, and may designate Taiwan Taipei District Court as the first instance court.A company's articles of incorporation in ont a contract between shareholders submitted in accordance with aforementioned clause (a) or clauseshareholder may or may not continue t litigation. Furthermore, even though a company's articles of incorporation	or more of the total	the scope of the Company's	litigation against director in Cayman
over six months may request in writing the supervisors of the company to institute, for the company, an action against a director of the company, and may designate Taiwan Taipei District Court as the first instance court.has/have been continuously holding 1% or more of the total number of the outstanding shares may: (a) request, in writing, Board of Directors' Meeting to authorize independent director(s) of Audit Committee to institute a litigation, and may designate Taiwan Taipei District Court as the first instance court.not a contract between shareholders an directors. Rather, it is an agreement between shareholders and the Company Accordingly, even with articles of incorporation which allow minority shareholder sto institute a litigation ad may designate Taiwan Taipei District Court as the first instance submitting of request, shareholder's submitting of request, shareholder's submitting of request, shareholder's submitting of request, independent director(s) for the Company and may designate Taiwan Taipei District Court as the first instance court.not a contract between shareholders an directors. Rather, it is an agreement between shareholders incorporation which allow minority shareholder's against director(s) of Audit Committee to institute a litigation against director(s) for the Company and may designate Taiwan Taipei District Court as the first instance court.not a contract between shareholders an directors. Rather, it is an agreement between shareholders to institute a litigation, and may designate Taiwan Taipei District Court as the first instance court;District Court as the first instance court.not a contract between shareholders to institute a litigation, and may designate Taiwan Taipei District Cour	number of the outstanding	instituting an action against related	Islands court.
request in writing the supervisors of the company to institute, for the company, an action against a director of the company, and may designate Taiwan Taipei District Court as the first instance court. 2. In the event that supervisor(s) fail(s) to institute a litigation within 30 days after shareholder's submitting of request, shareholder(s) may therefore institute a litigation for the Company and may designate Taiwan Taipei District Court as the first instance court. 2. In the event that supervisor(s) fail(s) to institute a litigation addays after shareholder's submitting of request, shareholder(s) may therefore institute a litigation for the Company and may designate Taiwan Taipei District Court as the first instance court.	shares of the company	director(s), shareholder(s) who	A company's articles of incorporation is
supervisors of the company to institute, for the company, an action against a director of the company, and may designate Taiwan Taipei District Court as the first instance court. 2. In the event that supervisor(s) fail(s) to institute a litigation within 30 days after shareholder's submitting of request, shareholder(s) may therefore institute a litigation for the Company and may designate Taiwan Taipei District Court as the first instance court.	over six months may	has/have been continuously holding	not a contract between shareholders and
company to institute, for the company, an action against a director of the company, and may designate Taiwan Taipei District Court as the first instance court.(a) request, in writing, Board of Directors' Meeting to authorize independent director(s) of Audit Committee to institute a litigation, and may designate Taiwan Taipei District Court as the first institute a litigation within 30 days after shareholder's submitting of request, shareholder(s) may therefore institute a litigation for the Company and may designate Taiwan Taipei District Court as the first instance court.(a) request, in writing, submitting of request, shareholder(s) may therefore institute a litigation for the Company and may designate Taiwan Taipei District Court as the first instance court.Accordingly, even with articles of incorporation which allow minority shareholder's submitting of request, shareholder(s) may therefore institute a litigation for the Company and may designate Taiwan Taipei District Court as the first instance court.(a) request, in writing, independent director(s) of Audit Committee to institute a litigation against director(s) for the Company and may designate Taiwan Taipei District Court as the first instance court.Accordingly, even with articles of incorporation which allow minority shareholder's against director(s) of Audit Committee to institute a litigation against director(s) for the Company and may designate Taiwan Taipei District Court as the first instance court.Accordingly even with articles of incorporation which allow minority shareholder's against director(s) of Audit may designate Taiwan Taipei District Court as the first instance court;Accordingly even with articles of incorporation(a) re	request in writing the	1% or more of the total number of	directors. Rather, it is an agreement
the company, an action against a director of the company, and may designate Taiwan Taipei District Court as the first instance court. 2. In the event that supervisor(s) fail(s) to institute a litigation within 30 days after shareholder's submitting of request, shareholder(s) may therefore institute a litigation for the Company and may designate Taiwan Taipei District Court as the first instance court.	supervisors of the	the outstanding shares may:	between shareholders and the Company.
against a director of the company, and may designate Taiwan Taipei District Court as the first instance court.independent director(s) of Audit Committee to institute a litigation, and may designate Taiwan Taipei District Court as the first institute a litigation within 30 days after shareholder's submitting of request, shareholder(s) may therefore institute a litigation for the Company and may designate Taiwan Taipei District Court as the first instance court.independent director(s) of Audit Committee to institute a litigation against director(s) of Audit Committee to institute a litigation ad may designate Taiwan Taipei District Court as the first instance court.shareholders to institute a derivative litigation against director, Cayman Islands lawyers still consider that contents hereto do not have a binding power on directors. However, under Common Laws, all shareholders) are a entitled to institute a derivative litigation (including litigation against director) regardless of their share ownership percentage or period of share ownership once a shareholder institutes a litigation it will be under Cayman Islands court's full discretion to determine if a shareholder may or may not continue to litigation. Furthermore, even though a company's articles of incorporation	company to institute, for	(a) request, in writing, Board of	Accordingly, even with articles of
company, and may designate Taiwan Taipei District Court as the first instance court.Committee to institute a litigation, and may designate Taiwan Taipei District Court as the first institute a litigation within 30 days after shareholder's submitting of request, shareholder(s) may therefore institute a litigation for the Company and may designate Taiwan Taipei District Court as the first instance court.Committee to institute a litigation, and may designate Taiwan Taipei District Court as the first instance court.litigation against director, Cayman Islands lawyers still consider that contents hereto do not have a binding power on directors. However, under Common Laws, all shareholders (including minority shareholders) are a entitled to institute a derivative litigation against director(s) for the Company and may designate Taiwan Taipei District Court as the first instance court.litigation against director, Cayman Islands lawyers still consider that contents hereto do not have a binding power on directors. However, under Committee to institute a litigation against director(s) of Audit Committee to institute a litigation against director(s) for the Company and may designate Taiwan Taipei District Court as the first instance court.litigation against director, Cayman Islands lawyers still consider that contents hereto do not have a binding power on directors. However, under Committee to institute a litigation independent director(s) of Audit District Court as the first instance court;within 30 days after a request is submitted in accordance with aforementioned clause (a) or clauselitigation. Furthermore, even though a company's articles of incorporation	the company, an action	Directors' Meeting to authorize	1
designate Taiwan Taipei District Court as the first instance court.and may designate Taiwan Taipei District Court as the first instance court.Islands lawyers still consider that contents hereto do not have a binding power on directors. However, under Common Laws, all shareholders (including minority shareholders) are a entitled to institute a derivative litigation against director(s) for the Company after Board of Directors' Meeting passes a resolution accordingly, and may designate Taiwan Taipei District Court as the first instance court.Islands lawyers still consider that contents hereto do not have a binding power on directors. However, under Common Laws, all shareholders (including minority shareholders) are a entitled to institute a derivative litigation gainst director(s) for the Company and may designate Taiwan Taipei District Court as the first instance court.Islands lawyers still consider that contents hereto do not have a binding power on directors. However, under Common Laws, all shareholders (including minority shareholders) are a entitled to institute a derivative litigation against director(s) for the Company after Board of Directors' Meeting passes a resolution accordingly, and may designate Taiwan Taipei District Court as the first instance court.Islands lawyers still consider that contents hereto do not have a binding power on directors. However, under Common Laws, all shareholders (including minority shareholders) are a entitled to institute a derivative litigation (including litigation against director) regardless of their share ownership District Court as the first instance court;designate Taiwan Taipei District Court as the first instance court.Mithin 30 days after a request is submitted in accordance with aforement		independent director(s) of Audit	shareholders to institute a derivative
District Court as the first instance court. 2. In the event that supervisor(s) fail(s) to institute a litigation within 30 days after shareholder's submitting of request, shareholder(s) may therefore institute a litigation for the Company and may designate Taiwan Taipei District Court as the first instance court. District Court as the first instance court; or (b) request, in writing, independent director(s) of Audit Committee to institute a litigation against director(s) for the Company after Board of Directors' Meeting passes a resolution accordingly, and may designate Taiwan Taipei District Court as the first instance court. District Court as the first instance court.		<b>.</b>	litigation against director, Cayman
instance court.court; orpower on directors. However, under2. In the event that supervisor(s) fail(s) to institute a litigation within 30 days after shareholder's submitting of request, shareholder(s) may therefore institute a litigation for the Company and may designate Taiwan Taipei District Court as the first instance court.court; or (b) request, in writing, independent director(s) of Audit Committee to institute a litigation against director(s) for the Company after Board of Directors' Meeting passes a resolution accordingly, and may designate Taiwan Taipei District Court as the first instance court.power on directors. However, under Common Laws, all shareholders (including minority shareholders) are a entitled to institute a derivative litigation against director(s) for the Company and may designate Taiwan Taipei District Court as the first instance court.power on directors. However, under Common Laws, all shareholders (including minority shareholders) are a entitled to institute a derivative litigation (including litigation against director) regardless of their share ownership Donce a shareholder institutes a litigation it will be under Cayman Islands court's full discretion to determine if a shareholder may or may not continue th litigation. Furthermore, even though a company's articles of incorporation	designate Taiwan Taipei		
2. In the event that supervisor(s) fail(s) to institute a litigation within 30 days after shareholder's submitting of request, shareholder(s) may therefore institute a litigation for the Company and may designate Taiwan Taipei District Court as the first instance court.(b) request, in writing, independent director(s) of Audit Committee to institute a litigation against director(s) for the Company after Board of Directors' Meeting passes a resolution accordingly, and may designate Taiwan Taipei District Court as the first instance court.Common Laws, all shareholders (including minority shareholders) are a entitled to institute a derivative litigation regardless of their share ownership percentage or period of share ownershi Once a shareholder institutes a litigation it will be under Cayman Islands court's full discretion to determine if a shareholder may or may not continue th litigation. Furthermore, even though a company's articles of incorporation	District Court as the first	District Court as the first instance	contents hereto do not have a binding
supervisor(s) fail(s) to institute a litigation within 30 days after shareholder's submitting of request, shareholder(s) may therefore institute a litigation for the Company and may designate Taiwan Taipei District Court as the first instance court.		court; or	power on directors. However, under
institute a litigation within 30 days after shareholder's submitting of request, shareholder(s) may therefore institute a litigation for the Company and may designate Taiwan Taipei District Court as the first instance court.Committee to institute a litigation against director(s) for the Company after Board of Directors' Meeting passes a resolution accordingly, and may designate Taiwan Taipei District Court as the first instance court.entitled to institute a derivative litigation (including litigation against director) regardless of their share ownership percentage or period of share ownership Once a shareholder institutes a litigation it will be under Cayman Islands court's full discretion to determine if a shareholder may or may not continue th litigation. Furthermore, even though a company's articles of incorporation			
30 days after shareholder's submitting of request, shareholder(s) may therefore institute a litigation for the Company and may designate Taiwan Taipei District Court as the first instance court.against director(s) for the Company after Board of Directors' Meeting passes a resolution accordingly, and may designate Taiwan Taipei District Court as the first instance court.(including litigation against director) regardless of their share ownership percentage or period of share ownership Once a shareholder institutes a litigation it will be under Cayman Islands court's full discretion to determine if a shareholder may or may not continue th litigation. Furthermore, even though a company's articles of incorporation		-	
submitting of request, shareholder(s) may therefore institute a litigation for the Company and may designate Taiwan Taipei District Court as the first instance court. after Board of Directors' Meeting passes a resolution accordingly, and may designate Taiwan Taipei District Court as the first instance court. after Board of Directors' Meeting passes a resolution accordingly, and may designate Taiwan Taipei District Court as the first instance court.	-	6	entitled to institute a derivative litigation
shareholder(s) may therefore institute a litigation for the Company and may designate Taiwan Taipei District Court as the first instance court.passes a resolution accordingly, and may designate Taiwan Taipei District Court as the first instance court;percentage or period of share ownershi Once a shareholder institutes a litigation it will be under Cayman Islands court's full discretion to determine if a shareholder may or may not continue th litigation. Furthermore, even though a company's articles of incorporation	-		
therefore institute a litigation for the Company and may designate Taiwan Taipei District Court as the first instance court.may designate Taiwan District Court as the first instance court;Once a shareholder institutes a litigation 	• •	-	
litigation for the Company and may designate Taiwan Taipei District Court as the first instance court.District Court as the first instance court;it will be under Cayman Islands court's full discretion to determine if a shareholder may or may not continue th litigation. Furthermore, even though a company's articles of incorporation			
and may designate Taiwan Taipei District Court as the first instance court.court;full discretion to determine if a shareholder may or may not continue to litigation. Furthermore, even though a company's articles of incorporation			Once a shareholder institutes a litigation,
Taipei District Court as the first instance court.Within 30 days after a request is submitted in accordance with aforementioned clause (a) or clauseshareholder may or may not continue to litigation. Furthermore, even though a company's articles of incorporation		District Court as the first instance	•
first instance court.submitted in accordance with aforementioned clause (a) or clauselitigation. Furthermore, even though a company's articles of incorporation			
aforementioned clause (a) or clause company's articles of incorporation	-	•	
	first instance court.		
(b), in the event that: (i). the prescribes that minority shareholders (c)			
requested Board of Directors' shareholders with certain ownership		-	-
Meeting fails to authorize percentage or ownership period) may		0	
independent director(s) of Audit represent the company to institute a			
			litigation against director, it will still be
		· · · ·	up to Cayman Islands court's decision if
			such litigation may proceed. According to
fail(s) to institute an litigation in related judgements made by Cayman		· · ·	
			Islands Grand Court, in cases of Cayman
Board of Directors' MeetingIsland court's determination if a			
resolution; or (ii). the requested derivative litigation is allowed to			-
		-	proceed, guidelines applied in such cases
			will be that if Cayman Islands courts are
		•	convinced and accept the fact that there
(b) or that Board of Directors' are substantiality in a plaintiff's			• •
Meeting fails to pass a resolution to representing a company to institute a		• •	
			plead, and if such illegitimate behavior is
		-	conducted by individuals who are able to
			control the company at issue, and if such
laws which stipulate that the controllers are capable of making the		laws which stipulate that the	controllers are capable of making the

### 5. Explanation of major differences from ROC shareholder equity protection regulations

Shareholder Equity Protection Critical Matters	<b>Contents of The Company's</b> <b>Articles of Incorporation</b>	<b>Reasons of Differences</b>
	Company may institute an action against related director(s), shareholder(s) may institute a litigation against director(s) for the Company and may designate Taiwan Taipei District Court as the first instance court.	company not to institute a litigation against them. Cayman Islands courts will make judgement based on facts of individual cases (courts may take references from requirements of company articles of incorporation although this is not a decisive factor). According to Cayman Islands laws, Board of Directors Meeting shall make expression of intention based on the whole company's, instead of individual director's, interest when representing a company. Therefore, directors shall comply with articles of incorporation and authorize any director, through Board of Directors Meeting resolution, to represent the company in instituting a litigation against other director(s). Cayman Islands Company Act does not specifically prescribe that shareholders are entitled to request directors to convene Board of Directors Meeting for resolutions on specific matters. However, Cayman Islands Company Act also does not prohibit a company from prescribing related requirements in articles of incorporation with respect to agenda matters for Board of Directors Meeting (including requirements on convening Board of Directors Meeting).

IX. Any of the situations listed in Article 36, paragraph 2, subparagraph 2 of the Securities and Exchange Act, which might materially affect shareholders' equity or the price of the company's securities, has occurred during the most recent fiscal year or during the current fiscal year up to the date of publication of the annual report: None