

***FLYTECH***

# 2021 ANNUAL REPORT

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Taiwan Stock Exchange Market Observation Post System

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## I. Report for Shareholders

Dear shareholders,

Overall speaking, Flytech started toughly but ended strongly in 2021. In the first half of the year, although the impact of COVID-19 was reducing and the market demand started to increase, Flytech confronted a difficult situation that it received orders but was not able to fully fulfill them because of the global supply shortage caused by the pandemic. To tackle the crisis of supply shortage, Flytech took immediate actions on strategic materials preparing, design changes, and price increases, which successfully drove the momentum in the second half of the year. As such, Flytech ended up with a consolidated revenue of NTD 5.19 billion in 2021, representing 17% growth compared with the revenue in 2020.

In recent years, Flytech have been cultivating both hardware and software in AIoT to provide the total solutions for customers in different domains. For hardware service, Flytech continues to probe deep into the fields of catering, retail, and medical care to provide customers with all the hardware that satisfies the needs in their domains. For software service, the AI technology of Berry AI, a subsidiary of Flytech, enables Flytech to provide smart solutions for the customers in the domains of hospitality and retail. Moreover, Flytech keeps promoting the UEM service provided by Inefi, another subsidiary of Flytech, to help customers maintain their hardware more effectively as well as make the products of Flytech more competitive.

Going forward, Flytech will drive the growth with continuous inputs dedicated to intelligence and automation in different domains to empower the business partners with integrated solutions. For corporate social responsibility, Flytech aims to establish a long-term partnership with its stakeholders, make reports for ESG, and bundle the company with communities, environment, vendors, and customers to make contributions to Taiwan.

The financial performance, recognition and awards, technology and development, and business outlook are as follows:

### **Financial Performance**

The consolidated revenue in 2021 was NTD 5.19 billion, up 17% from 2020. The total comprehensive income attributable to owners of the parent company was NTD 683 million, up 16% from 2020, with EPS of NTD 4.77.

### **Recognition and Awards**

Flytech has received worldwide recognition and awards in many aspects. In corporate governance, Flytech has been evaluated and positioned in the percentile of 6%~20% since 2018 by Corporate Governance Center under Taiwan Stock Exchange. Also, we won 8<sup>th</sup> place among small-cap enterprises in 2021 at our first presence to the Sustainable Institutional Citizen awarded by CommonWealth Magazine. In addition, Flytech was certified by IATF 16949 for Quality Management System for Automobile Industry and by TTQS for Talent Quality Management System, which accredited the achievements that Flytech has accomplished in product quality,

environment protection, labor safety, information security, and talent management. Moreover, Flytech was awarded 12<sup>th</sup> place in the industry of computer peripheral and equipment for “2021 Taiwan Top 5000 Companies” ranked by China Credit Information Service Ltd.

### **Technology and Development**

As a technology pioneer in hardware, Flytech enjoys a leading position in POS customization and process engineering, which enables the company not only to set the new specifications of existing product lines but also to innovate the new technology and design. Thus far, Flytech has acquired a total of 142 patents - the highest in Taiwan IPC industry - in various countries.

In addition to hardware, Flytech has dedicated itself to providing total solutions to its customers as Inefi launches the hardware-monitored software and Berry AI promotes smart solutions with AI technology. The combined benefits enable customers to reduce operation costs as well as generate more revenues. Going forward, Flytech group will continue to launch better hardware and software products in response to market demands and aim to provide customers with the best total solutions.

### **Business Outlook**

As AIoT spreads in our lives, Mobile POS and Kiosk will grow with the solutions for smart retail, smart catering, smart transportation, and smart cities. Also, smart medical application and factory automation will drive the demand of Panel PC. To capture the opportunities from AIoT, Flytech will diversify its product lines by inputting more resources in R&D and expand the scope of product application. To implement corporate governance and corporate social responsibilities, Flytech will continue to dive deep on four dimensions: protecting the rights, interests, and equality of shareholders, strengthening the structure and operation of board of directors, improving information transparency, driving sustainable development, so as to generate more values to the stakeholders of Flytech.

May you all have a wonderful year of 2022

Lam Tai Seng, Chairman

Chuo Chun Hung, Manager

Lee Mei-Hui, Accountant in charge

## II. Company Profile

**2.1 Date of Incorporation:** August 13<sup>th</sup>, 1984

### 2.2 Company History

In the early years, the company designed and sold 8088XT motherboards, I/O interface cards, network interface cards, industrial control cards, and PC peripherals. Currently, the company's main areas of business are industrial computers and peripherals. The company's timeline is as follows:

Year	Timeline of Important Events
1984 to 1999	<ol style="list-style-type: none"> <li>1. The director of the board, Mr. Thomas Lam, established Flytech Technology Co., Ltd on August 13th, 1984, with a starting capital of NT\$1 million. The company develops and produces 8088XT motherboards, I/O interface cards, network interface cards, industrial control cards, etc. At the beginning of the company's operations, because of its R&amp;D and sales capacity, the company performed well and laid a good foundation for its steady growth.</li> <li>2. In 1989, the company developed the world's smallest book-size PC, the 8000 series, which included two personal computers. With them, the company expanded to Europe and North America and received the CEBIT Best Design Award. A German television channel made a special report about the 8000 series, and these computers also received multiple patents domestically and abroad. (Dell has requested authorization for one of the patents).</li> <li>3. In 1990, the company moved to Taipei's Nankang Software Park and successfully developed the 6000 series AT BOOK PC and the 9000 series BOOK desktop PC.</li> <li>4. In 1991, the company successfully developed its 5000 series computer (BOOK PC-2xSlot).</li> <li>5. In 1992, the company received the Best Product Award from the Taiwan External Trade Development Council, and successfully developed the 3000 series 80486 BOOK computers, adding removable disk drive structures for better confidentiality and portable, diversified applications.</li> <li>7. In 1993, the company developed the improved 5000 series, upgrading the BOOK PCs and making them compatible with 80486 processors.</li> <li>8. In 1994, the company successfully developed the 4000 model of the Pentium series, upgrading BOOK PC products' caliber and expanding their applications.</li> <li>9. In 1995, the company's Pentium Book PCs and book-size external multimedia connection series were given two awards, including the Taiwan Excellence Award.</li> <li>10. In 1996, the company successfully developed the 1000 model for the Pentium series and received TUV ISO-9002 certification, as well as the Taiwan Excellence Award for the Pentium multimedia book-size PCs.</li> <li>11. In 1997, the company successfully developed the Pentium BOOK PC and Net PC series. The company also expanded to the realm of industrial computers and developed the 9000 industrial computer series.</li> <li>12. In 1998, the company successfully developed the Pentium-II book-size PCs and industrial computers, IPC-1 (1U), and IPC-2(2U), among others. We received Taiwan Excellence Awards for our Pentium multimedia book-size computers, Pentium II book desktop PC, and net PCs.</li> <li>13. In 1999, we passed the ISO-9001 international quality certification and received Taiwan Excellence Awards for our Socket-370 multifunction net PCs, Cyrix multimedia net PCs, and the world's smallest Socket-370 net PCs. We expanded to core application technology in the computer systems and further developed, produced, and sold 1000- and 4000-model detachable POS systems.</li> </ol>

Year	Timeline of Important Events
2000 to 2007	<p>14. In 2000, the company successfully developed the 400-model touch screen POS system and received a National Quality Award in the second year of the award. The factory moved to the Hsi-Chih District to a space of 900 square meters. The company was home to 130 employees, and the capital amount increased to NT\$180,000,000.</p> <p>15. In 2001, passed ISO-14001 certification, the company received the 4th Rising Star Award and successfully developed a new Touch POS series: POS112/500/430. POS 400/500 were awarded the 2001 Taiwan Design Award. In the same year, the company went public and applied for the OTC stock exchange.</p> <p>16. In 2002, passed certification by ISO-9001: 2000, the company set up its Neihu HQ and successfully developed a new POS series, POS 115/435/600/605/505. The POS 500 received the Taiwan Excellence Award from the Ministry of Economic Affairs, as well as the 9th Innovative Research Award, and the 11th National Awards of Outstanding SMEs. In the same year, the company's stocks were listed on the Taiwan OTC Stock Market.</p> <p>17. In 2013, the company successfully developed a new series of POS products: POS 530/630, Mini Web POS 3 series, and OPOS Driver, which is specifically for POS systems. The company actively expanded its business in China; invested in its subsidiary, Flytech (Shanghai) Co., Ltd; and received the 4th Industrial Sustainable Development Excellence Award from the Ministry of Economic Affairs (MOEA).</p> <p>18. In 2004, the company's Neihu HQ was finished, and the company's factories were moved to Wu-Gu Industrial Park, Taipei County. The company's sales team grew and POS, ODM, and KIOSK business offices were established. The company successfully developed its new POS products (POS 430/435 P4) and new kiosk products (K810/K811/K84X). The company received 2nd Taiwan Enterprise Awards - Best Innovative SMB Award, Excellent Innovation and R&amp;D Enterprise, and 2nd Taiwan Golden Root Award, etc. It was ranked as one of the top 500 fastest-growing high-tech companies in the Asia-Pacific region. In the same year, the company was permitted to relist as a high-tech stock.</p> <p>19. In 2005, the company successfully developed POS 460/660 P4, POS122/125, POS104/105/106. The company also developed the new KIOSK series K845/K892 and the Digital Signage K805/807/809. The company was rated as one of the "Top 500 Fast-growing Companies in Electronics and Technology" by China Credit Information Service Ltd, and the POS 460/660/KIOSK 840 products received the Excellently Designed Products Certificate from the Ministry of Economic Affairs.</p> <p>20. In 2006, the company developed new POS products (POS 5000, POS 36X) and new KIOSK products (K72X/79X/K81X/K84X/K895). KIOSK K845A received the 2006 14<sup>th</sup> Industrial Technology Advancement Award from the Industrial Development Bureau, Ministry of Economic Affairs, as well as being one of the 2006 DIMA Photo KIOSK Shoot-Out Winners. The POS 660 series became the 2006 Computex - Best Choice Winner.</p> <p>21. In 2007, the company developed POS 72X/79X and new KIOSK products (K847/893, K207, KPC5) and Panel PCs (K830/K877). The K870 Series became the 2007 Computex Best Choice Winner, and the company was nominated as one of the "Top 500 Fast-growing Companies in Electronics and Technology." It was rated by CW magazine as one of the "Top 100 Highest-Performing Companies in 2006" and one of Asia's 200 Best Under A Billion by Forbes magazine. The company was also rated as one of Taiwan's "Best Potential 99" manufacturers by ET today.</p>



Year	Timeline of Important Events
2008 to 2012	<p>22. In 2008, the company successfully developed a new POS series and peripherals (POS 370/475/355), a new KIOSK series (K897/795/795T/832.835), and Panel PCs (PA23/24, Bedside Terminal TC200). Multiple series of the company's products were selected by Computex Taipei to be used at the conference and as computers for application displays in 2008. The company was rated by Forbes Asia as one of "Asia's 200 Best Under a Billion," one of the "Top 500 Fast-growing Companies in Electronics and Technology in 2008" by China Credit Information Service, and one of the "Top 100 Taiwan Tech Companies in 2008."</p> <p>23. In 2009, the company successfully developed industrial computers and peripherals: P335/345/357/88X/234, KPC1/6, K78X, Bedside Terminal PA38. Passed ISO-9001: 2008 and ISO-13485 certification. Again multiple series of the company's products were selected to be used at the 2009 Computex conference and as computers for application display. The KIOSK series were used as guidance computers by the 2009 World Games. The company was rated by Global View Monthly as part of the "A+ Club," the top 69 Taiwan companies that are the best money makers for shareholders. Business Next rated the company as one of the Top 100 Tech Companies – Overall Taiwan/China/World Ranking. China Credit Information Service rated it as one of the "Top 500 Fast-Growing Companies in Electronics and Technology in 2009," and one of the "Top 100 Taiwan Tech Companies in 2009."</p> <p>24. In 2010, the company developed its industrial computer series and peripherals: P385/78X/137, P223/235, K773/88X, KPC7, and Bedside Terminal K938. The company was again named by Global View Monthly as part of the "A+ Club," the 69 Taiwan companies that are the best money makers for shareholders. Its POS P235 received the 2010 Reddot Design Award and the 2010 iF Best Product Design Award. For the third year in a row, multiple series of the company's products were selected by Computex Taipei to be used at the conference and as computers for application display. The company was invited to exhibit at the 2010 Taiwan Design Expo. Our products were also used for ticket sales, checkouts, and guidance systems at the 2010 Taipei International Flora Exposition.</p> <p>25. In 2011, the manufacturing center at Hwa Ya Technology Park, Linkou was finished, giving the company three times as much production capacity as before. We successfully developed a new series of industrial computers and peripherals: P355H/554/485/495, POS8000, P14X/185/195, K75X/787, Bedside Terminal K936. POS562 was awarded Germany's iF Best Product Design Award. Multiple series of the company's products were selected by Computex to be used at the conference and as computers for application display. Development Plan for Flytech's Service-oriented Manufacturing Value Chain System approved by the Industrial Development Bureau of the Ministry of Economic Affairs' Special Tech Endorsement Project.</p> <p>26. In 2012, the Manufacturing Center officially moved to Linkou's Hwa Ya Technology Park, and its production capacity was in full power. It successfully developed a new series of industrial computers and peripherals: P345N/385N, PA72/93, K755/759, P145/149, Bedside Terminal PA79. Multiple series of the company's products were selected by Computex to be used at the conference and as computers for application display, and its POS products received Germany's iF Best Product Design Award. Again, the company was chosen by China Credit Information Service as one of the "Top 500 Fast-growing Companies in Electronics and Technology."</p>

Year	Timeline of Important Events
2013 to 2017	<p>27. In 2013, we successfully developed a new industrial computer series and peripherals: P375N/391/395/425, PA35/97/98, Bedside Terminal K948. Multiple series of the company's products were selected by Computex Taipei to be used at the conference and as computers for application display, and our PA Series POS received the iF Best Product Design Award and passed ISO-27001 Information Security Certification.</p> <p>28. IN 2014, the company celebrated its 30<sup>th</sup> anniversary and developed a new industrial computer series and peripherals: P314/325/355N/375/485/P495, KPC8, K77X/78X/73X/74X, and Mobile POS series P263/265. Again, the company was named one of the Top 5000 Large Companies in Taiwan, 2014. The company was also ranked 17<sup>th</sup> in the computer accessory industry, 40<sup>th</sup> in terms of performance in the manufacturing sector, and 95<sup>th</sup> in combined ranking for company performance by China Credit Information Service. Multiple series of the company's products were selected by Computex Taipei to be used at the conference and as computers for application display.</p> <p>29. In 2015, the company successfully developed its new industrial computer series and peripherals: J640/690/690L/240, new MB compatible with Panel PC series, K74X/75A/76X/778, Payment Terminal T635/635M/636/645/646. Awarded at the 3<sup>rd</sup> Potential Taiwan Mittelstand Awards by the Ministry of Economic Affairs. Received the Intel 2015 Outstanding Business Achievement Award. Multiple series of the company's products were selected by Computex Taipei to be used at the conference and as computers for application display. Flytech ranked among the top one-third in the Second Corporate Governance Evaluation (In the year 2015 as promulgated in April 2016)</p> <p>30. In 2016, the company successfully developed industrial computers and peripherals: P395/531/P534/255, K735/75C/767, new MB compatible with POS and Panel PC series P325/357/795/K75X, Payment Terminal T635M/602/603, and T605, T606 A/B/C series. We purchased renowned U.K. retail technology provider Box Technologies (Holdings), and we acquired 100% of this subsidiary's shares. Our Panel PC 18.5 achieved the IP67-level waterproof grade. We adopted 304 food-grade and medical-grade stainless steel material for sweat and stain proofing. For this we received the iF 2016, Computex d&amp;I awards, and many other honors. We were recognized by the Ministry of Economic Affairs' Bureau of Foreign Trade as one of the top 500 manufacturers in imports/exports. Multiple series of the company's products were selected by Computex Taipei to be used at the conference and as computers for application display. Passed certificate renewal review ISO14001: 2015 version certification (validity period from September 22, 2016 through September 21, 2019). Flytech ranked among the top one-third in the Third Corporate Governance Evaluation (In the year 2016 as promulgated in April 2017)</p> <p>31. In 2017, the company successfully developed the industrial computer series and new peripheral products: P335N2/P544/ PB41/PB53/PB55/PB57/PB61/PB62/ PB63/ PB65/PB66/PB77/P274. It likewise successfully developed a monitoring system that users can operate from a mobile phone APP, the patented System Diagnostic Recorder (SDR) device for critical part scenarios and the corresponding mobile phone APP. We were recognized by Ministry of Economic Affairs' Bureau of Foreign Trade as one of the top 500 manufacturers in imports/exports. Touch POS P655 was awarded the Grand Award for Best Design in the 2017 German iF Design Award, with a continual win in the Computex Taipei Computer Show, using multiple series of models as venues and application display machines; Ranked among the Top One-Third Plus in the 4th Corporate Governance Appraisal Competition (The honors of Year 2017 as announcement in April 2018).</p>

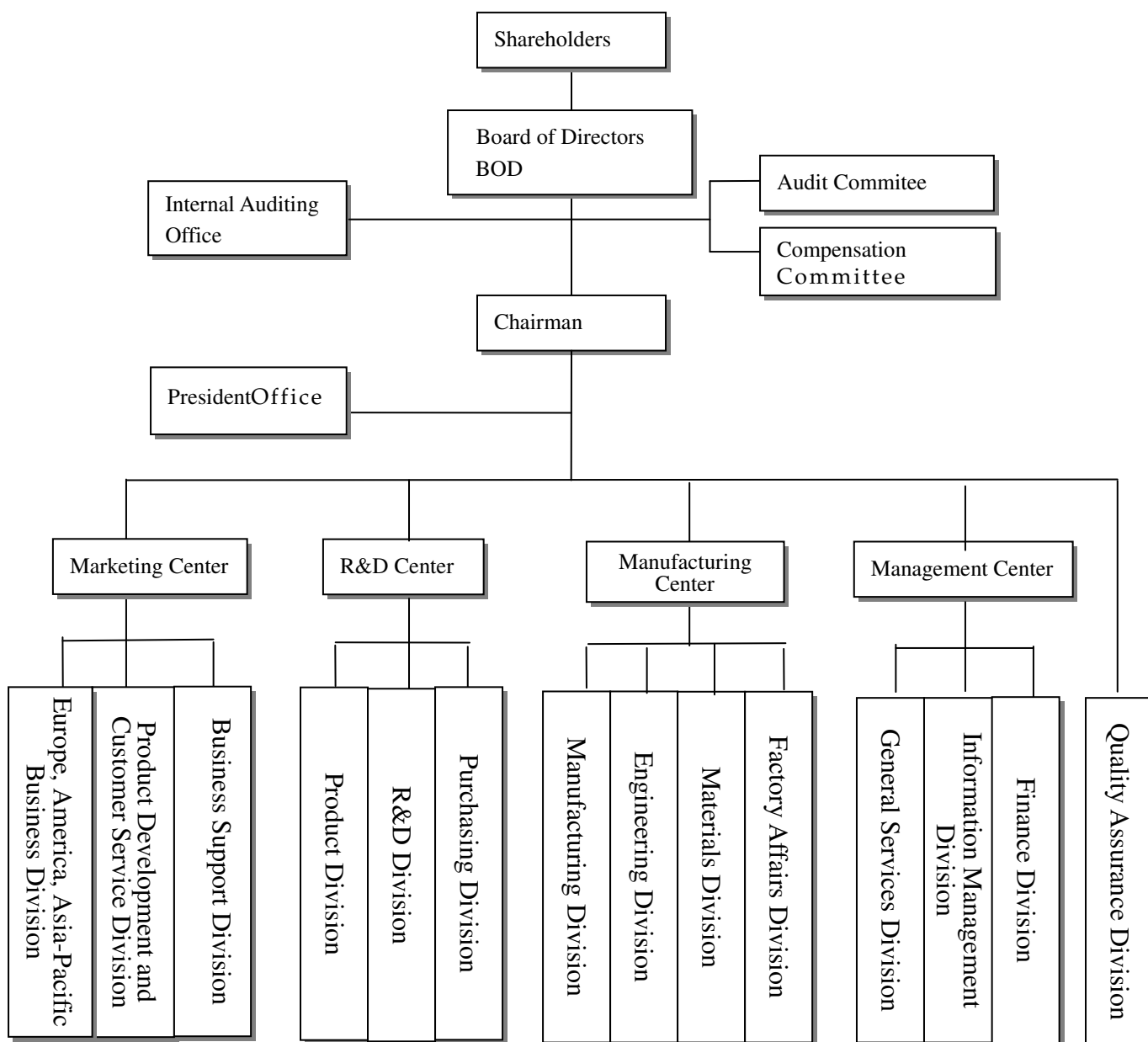
Year	Timeline of Important Events
2018 to 2020	<p>32. In 2018, the company successfully developed industrial computer series and new peripheral products: P385N/P455/P485/P655/T605A+/K75D/PB81/PB85/PB88/K85B. New-generation P274 continues to lead the industry in the field of Mobile POS. Through the synergistic effect of the integrated channel supply chain of the British subsidiary Box Technologies (Holdings), the British domain was successfully expanded, injecting Flytech Technology Co., Ltd. Group's revenues. Awarded the 12th place in the Computer Peripheral Equipment Industry of the China Credit Information Service in the "Top 5000 Large Enterprises in Taiwan in 2018" Competitions. Multiple series of the company's products were selected by Computex Taipei to be used at the conference and as computers for application display for 10 consecutive years. The certificate renewal passed Taiwan Intellectual Property Management System (TIPS) (Level A 2016 Version) certification of the Ministry of Economic Affairs. Awarded among the top 20% best good results in the Fifth Corporate Governance Evaluation (the honors of 2018 announced in April 2019).</p> <p>33. During 2019, Flytech successfully completed research &amp; development for such computer and peripheral products including notably: P337/P458/P617/P667/P274/K757V/ K865/ K86B/K959/PB82/PB88/PC12/P155N. Established subsidiary Berry AI. Specialized in AI and deep learning software technology. With successful pass of the strict review process for replacement of certificates of honors: ISO9001: 2015 Version (valid starting from August 13, 2019 until August 21, 2020); ISO13485: 2016 Version (valid starting from January 28, 2019 until January 27, 2022), ISO14001: 2015 Version (valid starting from September 22, 2019 until September 21, 2022), ISO27001: 2013 Version (valid starting from July 31, 2019 until June 25, 2022). Honorably awarded the 12th place in the Computer Peripheral Equipment Industry of the China Credit Information Service in the "Top 5000 Large Enterprises in Taiwan in 2019" Competitions. KIOSK K86B was honorably the Best European Design Award 2019. Awarded every year in eleven years in a row in the Computex Taipei Computer Show, adopting multiple series of models as venues and application display machines; honorably rated among the top 20% in the 6th Corporate Governance Evaluation (honors of Year 2019 announced in April 2020).</p> <p>34. In 2020, Flytech announced its successful research &amp; development of new computer series and peripherals: P615, P665, P617N, P667N, PB96, M276, M278, K736, K737, K738, K739, K889, PC17, PC18, PC26, Touch POS P617 was honorably awarded the <b>【Grand Award for Best 2020 iF Design】</b> in Germany, successfully launched Hardware Monitoring Service Software known as Inefi. Passed the strict review for license renewal: ISO9001: 2015 Version (valid starting from December 3, 2020 until August 31, 2023), ISO14001: 2015 Version (valid starting from December 3, 2020 until September 21, 2022), ISO45001 Certification for Occupational Safety &amp; Health Manager System 2018 Version (valid starting from December 1, 2020 until November 30, 2023). Awarded the 13th place in the Computer Peripheral Equipment Industry of the China Credit Information Service in the "Top 5000 Large Enterprises in Taiwan in 2020" Competitions. Here at the Company, we started compiling the first "Corporate Social Responsibility (CSR) Report which was officially issued to public in February 2021, concretely revealing Flytech's incessant endeavors and performance toward corporate social responsibility (CSR) with feedback in real time to the stakeholders on their requirements and expectations. 9. Ranked top 20 in the listed company group of the Corporate Governance Evaluation for three years in a row, and the good performance of top 5% in the listed company group with a market value between US\$5 and US\$10 billion. Establish an epidemic prevention project to properly respond to the epidemic and maintain the normal operation of internal and external personnel.</p>

Year	Timeline of Important Events
2021	<ol style="list-style-type: none"> <li data-bbox="300 315 1439 495">1. Flytech announced its successful research &amp; development of new computer series and peripherals, including notably New All-in-one POS Series, New Mobile POS Series; New Panel PC Series, New KIOSK Series; New PC POS Series, Non-PC and New MB Matching Host Series: POS337N2, POS457, POS495D, P665, PC46, K959T, M285, K889, PC16, PC35, PC41, B6000.</li> <li data-bbox="300 506 1439 685">2. Launched the first software service “UEM service provided by ”inefi” through modern OTA (over-the-air) subscription-based software service for remote monitoring hardware) technology for remote management, allowing Customers maintain and operate hardware more efficiently, while increasing the competitiveness of Flyjet products in the marketplace.</li> <li data-bbox="300 696 1439 954">3. Published the "2020 Corporate Social Responsibility Report", and won the eighth place in the small giant group of the "World Sustainable Citizenship Award" by Commonwealth Magazine in 2021, in the four major aspects of the award: Corporate governance, Corporate commitment, social participation and environmental sustainability achieved excellent scores, witnessing the company's efforts and achievements in corporate social responsibility, continuing to implement sustainable development of social integration, and moving towards a better future.</li> <li data-bbox="300 965 1439 1032">4. Passed the TTQS Talent Quality management System by the workforce Development Agency of the Executive Yuan.</li> <li data-bbox="300 1043 1439 1155">5. Flytech successfully passed IATF 16949 for Quality management system for the automotive industry 2016 Version (valid starting from December 12, 2021 until December 11, 2024).</li> <li data-bbox="300 1167 1439 1234">6. Awarded the 12th place in the Computer Peripheral Equipment Industry of the China Credit Information Service in the “Top 5000 Large Enterprises in Taiwan in 2020” Competitions.</li> <li data-bbox="300 1245 1439 1469">7. Continually in coordination with “Flytech Foundation” in sponsoring a variety of social public welfare programs along with the promotion into science &amp; technology innovation programs, e.g. Design For Taiwan focusing on one-year seminar and workshop toward the university/college students where we invited well-known experts both in Taiwan and throughout the world to render instructions in the seminars, focusing on Taiwan-based innovation culture where Flytech fulfilled its corporate social responsibility (CSR).</li> <li data-bbox="300 1480 1439 1547">8. Ranked top 20 in the listed company group of the Corporate Governance Evaluation for four years in a row.</li> </ol>

### III、Corporate Governance Report

#### 3.1 Organization

3.1.1 Organizational Chart (Date : April 30, 2022)



## 3.1.2 Major Corporate Functions

Department	Main Responsibilities
President Office	Establish corporate culture, promote corporate governance, set growth visions and operational goals, lead the four centers towards the goals, promote and supervise corporate social responsibility implementation and integrity operations, review and revise various management systems, plan and implement human resources policies, recruit talents, conduct training programs and performance assessments, manage group subsidiary systems and business performance. Investment strategy formulation and management, external information release, media corporate contact, contract and legal affair review, intellectual property management.
Internal Auditing	Evaluate the operational risk of all operational units and validity of internal control systems, set annual audit plans, and implement and propose improvement recommendations according to the plan.
Marketing Center	Set product positioning and deploy global marketing strategies, engage in Touch POS, Panel PC, Mobile POS, KIOSK, PC POS, Non-POS, Non-POS, UEM service provided by "Inefi" and other IPC products related market development, business orders, and customer services, differential analysis and management improvement.
R&D Center	New product system, MB, and related peripheral product development, design, trial production, trail planning operations, and new technology R&D. Raw material production equipment supplier development, inquiry and price negotiation, purchase plans, purchase operations, and management, differential analysis and management improvement.
Manufacturing Center	Material management for various products, production capacity plans, schedule management, product manufacture, site management, engineering management, equipment management, and inventory management, differential analysis and management improvement. .
Management Center	Various property equipment management, general affairs management, workplace labor safety and hygiene management, and information security policy formulation and management. Plan and implant accounting, cost, finance, budget, taxation, capital, and other operations; prepare financial statements and differential analysis, supervise group subsidiary financial operations, prepare consolidated financial statements and differential analysis, assist the General Manager's Office in promoting corporate governance, corporate social responsibility, and integrity operations.
Quality Assurance Division	Set up quality policies, establish and maintain quality management systems, incoming materials/manufacturing process/finished products quality inspection, correction prevention & abnormal measures, instrument calibration, after-sales maintenance services, assisting in procurement and implementation of supplier qualification and evaluation, differential analysis and management improvement.

### 3.2 Directors and Management Team

#### 3.2.1 Directors

April 30, 2022

Title	Nationality/ Country of Origin	Name	Gender	Age	Date Elected	Term (Years)	Date First Elected	Shareholding when Elected		Current Shareholding		Spouse & Minor Shareholding		Shareholding by Nominee Arrangement		Experience ( Education )	Other Position	Executives or Directors who are spouses or within two degrees of kinship			Note
								Shares	%	Shares	%	Shares	%	Shares	%			Title	Name	Relation	
Chairman	R.O.C.	Lam, Tai Seng	Male	61~70	2021.07.07	3 years	1984.08.13	16,217,505	11.34 %	16,423,263	11.48 %	11,040,443	7.72 %	—	—	EMBA Guanghai School of Management, Peking University EMBA of National Chengchi University Department of electronic engineering, National Taiwan University President of Flytech Technology	Note 1	Director	Wang, Wei Wei	Spouse	
Director	R.O.C.	Wang, Wei Wei	Female	61~70	2021.07.07	3 years	1984.08.13	11,040,443	7.72 %	11,040,443	7.72 %	16,423,263	11.48 %	—	—	MBA University of Tennessee, USA SVP of Flytech Technology	Note 2	Chairman	Lam Tai Seng	Spouse	
Director	R.O.C.	Flytech Foundation	Male		2021.07.07	3 years	2021.07.07	900,000	0.63 %	900,000	0.63 %	—	—	—	—	MS, NYU Electrical Engineering Director of Mediatek Inc	None 3				
		Representative : Shyu, Jia Horng		51~60				—	—	24,118	0.02 %	—	—	—	—						
Director	R.O.C.	Yi Hua Investment Limited	Male		2021.07.07	3 years	2021.07.07	78,002	0.05 %	78,002	0.05 %	—	—	—	—	Engineering Science, National Cheng Kung University AVP, Uniwill Computer AVP, JPC Company VP, SZBroad Tech.	None 4				
		Representative : Chuo, Chun Hung		51~60				—	—	20,600	0.01 %	1,153	0.00 %	—	—						
Independent director	R.O.C.	Hsieh, Han Chang	Male	61~70	2021.07.07	3 years	2012.6.15	—	—	—	—	—	—	—	—	EMBA of National Chengchi University VCEO of Yeangder Group President of Shihlin Electric and Engineering Corp President of the Ambassador Hotel Led	Note 5				
Independent director	R.O.C.	Liang, Wei Ming	Male	61~70	2021.07.07	3 years	2019.06.12	—	—	—	—	—	—	—	—	University of Iowa IE & MBA Department of Industrial Engineering, Tunghai University President and Director of Sinbon Electronics Company Ltd. VP of Chief Land Electronic Co., Ltd.	Note 6				
Independent director	R.O.C.	Chiu, Yi Chia	Male	41~50	2021.07.07	3 years	2021.07.07	—	—	—	—	—	—	—	—	Ph.D., Institute of Management of Technology, National Chiao Tung University Vice Dean, College of Commerce, National Chengchi University CEO of EMBA Program, College of Commerce, National Chengchi University Professor, Graduate Institute of Technology, Innovation and Intellectual Property Management, National Chengchi University	Note 7				

Note 1: Flytech Technology USA INC., Chairman of the Board,, Flytech Technology Hong Kong Ltd., Chairman of the Board, Flytech Technology (Shanghai) Co.,Ltd., Chairman of the Yeedex Electronic Corporation(corporate representative), Chairman of the Board, Yi Hua Investment Co., Ltd., Chairman of the Board

Note 2: Director of Flytech CN International Co., Ltd., CEO of Bluerider ARTs

Note 3: President of Flytech Co., Ltd., Chairman of Berry AI in., Chairman of Box Technologies (Holdings) Limited, Director of Box Technologies Limited , Chairman of.Flytech USA International Co., Ltd., Chairman of Flytech HK International Co., Ltd., Chairman of Flytech CN International Co., Ltd., Chairman of Fei Shiun investment Co. Ltd. ◦ Chairman of Inefi incorporation (corporate representative) ◦

Note 4: President of Flytech Co., Ltd., Director of Box Technologies Limited,. Chairman of iRUGGY System(corporate representative), Chairman of Berry AI in. (corporate representative).

Note 5: VCEO of Yeangder Group, MD & President of Shihlin Electric and Engineering Corp, Director and President of the Ambassador Hotel Ltd, Director of HCT LOGISTICS CO., LTD., Supervisor of Yeangder Invested Company, Chairman of Hsin Ling Electric and Engineering Corp, Director of Chuan Lin Scien-Technical Corp., Director of Ruei Lin Electric & Engineering Corp. , Director of Xiamen Shihlin Electric and Engineering Co., Ltd, Director and President of Yeangder Entertainment Co.Ltd, Director of Yeang-der Senior High School, Director of SEEC International Holdings Ltd., Director of Shihlin Electric (Suzhou) Power Equipment Co., Ltd., Director of Yeangder Culture and Education Foundation, Vice CEO of memorial Foundation of Mr.Ching Teh Hsu, Supervisor of Yeangder safety consultant Corp., Director of Sankyo Company Ltd., Director of Aces Electronics Co., Ltd., Director of Mec Imex Inc. (Corporate representative)

Note 6: Worldwide Wire Harnesses Ltd. director (corporate representative), SINBON Electronics general manager and director, Starconn Electronics Vice President, Tungcheng SINBON Electronics chairman (corporate representative), Jiangyin SINBON Electronics director (corporate representative), Hong Kong SINBON Electronics director (corporate representative), Beijing SINBON Electronics director (corporate representative), Beijing Tungan SINBON Electronics director (corporate representative), Shenzhen SINBON Electronics director (corporate representative), Shanghai SINBON Electronics director (corporate representative), Jiangsu EMS5 Technology Inc. chairman (corporate representative), Kunshan EMS5 Technology Inc. chairman (corporate representative), EMS5 Technology Inc. director (corporate representative).

Note 7: Independent director of Wowprime Corporation, Independent director of Globe Union Industrial Corp.

1. Major shareholders of the institutional shareholders

April 30, 2022

Name of Institutional Shareholders	Major Shareholders
Yi Hua Investment	Lam Tai Seng

2. Major Shareholder is the corporate shareholder directors : Flytech foundation is a non-profit, so it is not applicable



## 3.2.2 Information of directors and supervisors:

## 1. professional qualification of directors and supervisors' and Independence Criteria of Independent Director:

Name	Condition	Professional Qualification and Experience	Independence Criteria	Number of Other Public Companies in Which the Individual is Concurrently Serving as an Independent Director
Chairman Lam, Tai Seng		Professionals in industry, technology, Sales, business management, etc., the founder of the company, leading the company's R&D design and marketing management for many years. He has been a director since the company's establishment and is currently the chairman of the Company.		
Director Wang, Wei Wei		Professionals in investment, Financial management, business management, and Sales etc. Senior vice president of the company, responsible for investment and management. Served as a director since the establishment of the company and is currently a full-time director.		
Director Flytech Foundation Representative: Shyu, Jia Horng		Professionals in industry, technology, Sales, management, used to be the director of the listed company MediaTek, and is currently the President of the Company. Elected as a director on shareholders' meeting in July 7, 2021.		
Director Yi Hua Investment Limited Representative: Chuo, Chun Hung		Professionals in industry, technology, manufacture, management, used to be the Manager of the listed company JPC Connectivity, and is currently the President of the Company and the supervisor of the Manufacturing Center. Elected as a director on shareholders' meeting in July 7, 2021.		
Independent director Hsieh, Han Chang		Re-elected as Independent Director of the 12th Board of Directors in July 7 2021. First appointment as a director of a listed cabinet company was in 2005, and the first appointment as a independent director of the company in 2012. Professionals in industry, finance, sales, management, used to be the President of the listed company Shihlin Electric and Engineering Corp. Professionals in financial analysis and operational management capabilities. The provisions of Article 30 of the Company Act are not applicable.	Compliant (Note 1)	0

Name	Condition	Professional Qualification and Experience	Independence Criteria	Number of Other Public Companies in Which the Individual is Concurrently Serving as an Independent Director
Independent director Liang, Wei Ming		Re-elected as Independent Director of the 12th Board of Directors in July 7 2021. First appointment as a director of a listed cabinet company was in 2005, and the first appointment as a independent director of the company in 2019. Professionals in industry, finance, technology, management, used to be the President of the listed company Sinbon Electronics Company Ltd. Professionals in financial analysis and operational management capabilities. The provisions of Article 30 of the Company Act are not applicable.	Compliant (Note 1)	0
Independent director Chiu, Yi Chia		New-elected as Independent Director of the 12th Board of Directors in July 7 2021. First appointment as a director of a listed cabinet company was in 2006, and the first appointment as a independent director of the company in 2021. Professionals in academic, new innovation development management, intellectual property management, busness management, taught EMBA program of Business School of NCCU. The provisions of Article 30 of the Company Act are not applicable.	Compliant (Note 1)	Independent director of Wowprime Corporation  Independent director of Globe Union Industrial Corp.

Note1 : The amount of remuneration obtained from providing business, legal, financial, accounting and other services to the company or related companies in the last 2 years is 0.

## 2. Board Diversity and Independence :

### (1) Board Diversity Policy, Goals and Achievements

The composition of the board of directors of the company takes into account the needs of the operation structure, business type, and future development trends, and evaluates various aspects of diversification, and formulates an appropriate diversification policy, include Basic personal information and values (gender, age, nationality, and cultural background), Expertise and skills (such as industry, technology, finance, sales, management, manufacture etc.). Provide diverse perspectives and perspectives to improve the quality of board decision-making and benefit a variety of stakeholders.

#### A. Gender goal:

Female directors accounting for 25% of all the directors (or two seats).

Achievement situations:

The company elected one female director in 2018, accounting for 14%. The company will continue to work on this part.

B. Age goal:

Those below age 60 accounting for 30%.

Achievement situations:

Three of the new-elected directors of the 12th session are under the age of 60 and more than 30% in 2021, and reached the goal of younger age.

C. Experience goal :

Two-thirds of the directors should be masters or above, or professional managers of listed companies.

Achievement situations:

The members of the 12th board of directors include one doctor and five masters. The external directors are all professional managers of listed companies or senior professors of national universities. The goal has been achieved.

D. Nationality and cultural goals:

More than one-half of the directors should have a master's degree or above from an overseas institution, or have worked in the overseas company.

Achievement situations:

Two directors obtained a master's degree from the United States, and two directors obtained a master's degree from the Guanghua School of Management of Peking University, both of whom have worked or managed overseas companies.

E. Professional goal:

Operational judgment ability, accounting and financial analysis ability, operational management ability, crisis handling ability, industrial knowledge, international market outlook, leadership, decision-making ability.

Achievement situation:

The backgrounds of the directors are as shown in the following table. The goal of diversified complementariness has been achieved.

Name of Director	Specialized Background	Core diversity aspects ●have ability ○Partial ability							
		Operating judgment	Accounting and Finance Analysis Skills	Operational and Management Ability	Crisis Response Ability	Industry Experience	Understanding of International Markets	Leadership	Decision Making
Lam, Tai Seng	Industry, Technology, Sales, Business Management	●	○	●	●	Computer, Electronics	●	●	●
Wang, Wei Wei	Investment, Finance, Business Management, Sales	●	●	●	●	Computer, Investment	●	●	●
Shyu, Jia Horng	Industry, Technology, Sales, Management	●	●	●	●	Computer, Investment	●	●	●
Chuo, Chun Hung	Industry, Technology, Manufacturing, Management	●	○	●	●	Computer, Electronics	●	●	●
Hsieh, Han Chang	Industry, Finance, Sales, Management	●	●	●	●	Electronics, Investment	●	●	●
Liang, Wei Ming	Industry, Finance, Technology, Management	●	●	●	●	Computer, Electronics	●	●	●
Chiu, Yi Chia	Academic, New innovation Development management, Intellectual property management, Business Management	○	●	○	●	Investment, Business Management	●	●	●

## (2) Independence of the Board of directors

The Company have seven directors in total, three of whom are independent directors. The board of directors has become independent. The chairman and director Wang Wei-wei are each other's spouses. None of the remaining directors has any of the conditions specified in Items 3 and 4 of Article 26-3 of the Securities and Exchange Act.

3.2.3 Management Team

Apr. 30, 2022

Title	Nationality/ Country of Origin	Name	Gender	Date Effective	Shareholding		Spouse & Minor Shareholding		Shareholding by Nominee Arrangement		Experience ( Education )	Other Position	Managers who are Spouses or Within Two Degrees of Kinship			Note
					Shares	%	Shares	%	Shares	%			Title	Name	Relation	
President	R.O.C.	Chuo, Chun Hung	Male	2020.01	20,600	0.01%	1,153	0.00%	—	—	Engineering Science, National Cheng Kung University AVP, Uniwill Computer AVP, JPC Company VP, SZBroad Tech.	1. President of Flytech Co., Ltd., 2. Director of Box Technologies Limited., 3. Chairman of iRUGGY System (corporate representative), 4. Chairman of Berry AI in. (corporate representative)				
President	R.O.C.	Shyu, Jia Horng	Male	2020.01	24,118	0.02%	—	—	—	—	MS, NYU Electrical Engineering Director of Mediatek Inc	1. President of Flytech Co., Ltd. 2. Chairman of Berry AI in. (corporate representative) 3. Chairman of Box Technologies (Holdings) Limited 4. Director of Box Technologies Limited, 3. Flytech USA International Co., Ltd, 5. Chairman of Flytech USA International Co., Ltd. 6. Chairman of Flytech HK International Co., Ltd 7. Chairman of Flytech CN International Co., Ltd, 8. Chairman of Fei Hsun Investment Co., Ltd., 9. Chairman of Inefi incorporation (corporate representative)				
Special assistant to Chairman concurrently as Manufacturing Center supervisor	R.O.C.	Hsieh, Sheng Wen	Male	2022.01	—	—	—	—	—	—	MS, NYU Electrical Engineering President, GTM Electronics Co., Ltd. VP, XGI Technology Inc	1. Director of Inefi (Holdings) 2. Director of Inefi incorporation (corporate representative)				
Assistant Vice President of Marketing Center	R.O.C.	Hung, Dong Chang	Male	2013.09	88,246	0.06%	28,054	0.02%	—	—	EMBA , Soochow University Manager, Evertop Wire Cable Corporation	1. Director of Box Technologies Limited				
Vice President of R&D Center	R.O.C.	Liu, Yun Ping	Male	2011.10	30,362	0.02%	—	—	—	—	Executive program, National Cheng-Chi University EMBA of National Chengchi University SAVP, Elitegroup Computer Systems	None				
Vice President of Management Center concurrently serving as the Chief Finance Officer	R.O.C.	Lee, Mei Huei	Female	2006.01	99,986	0.07%	—	—	—	—	EMBA of National Chengchi University EMBA, Department of Business Administration, National Taipei University Assistant Manager, Division of Finance, Flytech Technology Co., Ltd.	1. Supervisor of Berry AI in. 2. Supervisor of Flytech CN International Co.				

3.2.3 Remuneration of Directors, Supervisors, President, and Vice President in 2021

1. Remunerations for General Directors and Independent Directors

As of 2021/12/31 Unit: NT\$ thousands; shares

Title	Name	Remuneration of Directors								Ratio of Total Remuneration (A+B+C+D) to Net Income (%) (Note 7)		Relevant Remuneration Received by Directors Who are Also Employees						Ratio of Total Compensation (A+B+C+D+E+F+G) to Net Income (%) (Note 7)		Compensation Paid to Directors from an Invested Company Other than the Company's Subsidiary		
		Base Compensation (A) (Note 1)		Severance Pay (B)		Bonus to Directors (C) (Note 2)		Allowances (D) (Note 3)		Salary, Bonuses, and Allowances (E) (Note 4)		Severance Pay (F) (Note 6)		Profit Sharing- Employee Bonus (G) (Note 5)								
		The Company	Companies in the consolidated financial statements (Note 6)	The Company	Companies in the consolidated financial statements (Note 6)	The Company	Companies in the consolidated financial statements (Note 6)	The Company	Companies in the consolidated financial statements (Note 6)	The Company	Companies in the consolidated financial statements (Note 6)	The Company	Companies in the consolidated financial statements (Note 6)	The Company		Companies in the consolidated financial statements (note 6)		The Company	The Company			
														Cash	Stock	Cash	Stock					
Chairman	Lam, Tai Seng																					
Director	Wang, Wei Wei																					
Director	Liu Chiu Tsao (Note 8)																					
Director	Flytech Foundation Representative : Shyu, Jia Horng																					
Director	Yi Hua Investment Limited Representative : Chuo, Chun Hung	0	0	0	0	3,500	3,500	1,240	1,240	0.69%	0.69%	11,694	11,694	216	216	7,520	0	7,520	0	3.54%	3.54%	None
Director	Yi Hua Investment Limited Representative : Liaw, Jui Tsung(Note 8)																					
Independent Director	Hsieh, Han Chang																					
Independent Director	Liang, Wei Ming																					
Independent Director	Chiu, Yi-Chia																					
Independent Director	Chen, Kuo Hong(Note 8)																					

1. State the relevance of the independent director remuneration payment policy, system, standard, and structure and remuneration amount based on duties, risks, input time, and other factors:  
 The company's policy of remuneration payments to all the directors (including independent directors) in reference to the following terms has been drafted into a payment plan submitted to the Remunerations Committee and Board of Directors four review and approval.

- (1) Based on the directors' degree of involvement and the value of contribution in the board of directors for the current year (number of meetings attended, number of motions, risk of motions, majority of motions, review time) and other operations (interviews and discussions with CPAs/internal auditors/management level).
- (2) Standards of the same trade at home and abroad.
- (3) Annual performance results of individual directors and the board of directors.
- (4) The company's overall operational performance.
- (5) Provisions of the Company Charter: If the company has incurred profits for the year, 3%~15% shall be allocated as remunerations for employees and no higher than 3% shall be allocated as remunerations for directors.

The total amount of remunerations for the company directors paid by company and all the companies in the consolidated statement in 2021 accounts for 3.54% of after-tax net profit.

2 Remunerations claimed by the directors for providing services in the most recent year (such as act as parent company / all the companies in the financial statementserving / non-staff consultants) other than the disclosure in the table above: None.: \$0.

Remuneration Scale to Directors of the Company	Name of Director			
	The total of A+B+C+D		The total of A+B+C+D+E+F+G	
	The Company	Companies in the consolidated financial statements	The Company	Companies in the consolidated financial statements
Under NT\$ 1,000,000	Lam, Tai Seng · Wang, Wei Wei · Liu, Chiu Tsao (Note 8) · Flytech Foundation Representative : Shyu, Jia Horng	Lam, Tai Seng · Wang, Wei Wei · Liu, Chiu Tsao (Note 8) · Flytech Foundation Representative : Shyu, Jia Horng	Wang, Wei Wei · Liu, Chiu Tsao (Note 8)	Wang, Wei Wei · Liu, Chiu Tsao (Note 8)
NT\$1,000,001 ~ NT\$2,000,000	Yi Hua Investment Limited Representative : Liaw, Jui Tsung (Note 8) · Chen, Kuo Hong (Note 8) · Chiu, Yi Chia · Yi Hua Investment Limited Representative : Chuo, Chun Hun	Yi Hua Investment Limited Representative : Liaw, Jui Tsung (Note 8) · Chen, Kuo Hong (Note 8) · Chiu, Yi Chia · Yi Hua Investment Limited Representative : Chuo, Chun Hun	Yi Hua Investment Limited Representative : Liaw, Jui Tsung (Note 8) · Chen, Kuo Hong (Note 8) · Chiu, Yi Chia	Yi Hua Investment Limited Representative : Liaw, Jui Tsung (Note 8) · Chen, Kuo Hong (Note 8) · Chiu, Yi Chia
NT\$2,000,001 ~ NT\$3,500,000	Hsieh, Han Chang · Liang, Wei Ming	Hsieh, Han Chang · Liang, Wei Ming	Hsieh, Han Chang · Liang, Wei Ming	Hsieh, Han Chang · Liang, Wei Ming
NT\$3,500,001 ~ NT\$5,000,000			Lam, Tai Seng	Lam, Tai Seng
NT\$5,000,001 ~ NT\$10,000,000			Flytech Foundation Representative : Shyu, Jia Horng · Yi Hua Investment Limited Representative : Chuo, Chun Hung	Flytech Foundation Representative : Shyu, Jia Horng · Yi Hua Investment Limited Representative : Chuo, Chun Hung
NT\$10,000,001 ~ NT\$15,000,000				
NT\$15,000,001 ~ NT\$30,000,000				
NT\$30,000,001 ~ NT\$50,000,000				
NT\$50,000,001 ~ NT\$100,000,000				
Over NT\$ 100,000,000				
Total	10	10	10	10

Note 1: It refers to the remuneration toward directors for 2021 (including directors' salary, job allowance, severance payment, various bonuses, incentives, etc.)

Note 2: It refers to the amount of remuneration to directors to be allocated in 2021 as duly resolved in the board of directors meeting.

Note 3: It refers to the traffic allowances payable to directors in 2021.

Note 4: It refers to the salary, job allowances, severance pay, various bonuses, incentives, traffic allowances, special expenditures, various allowances, dormitory fares, provision of vehicles and such objects in kind received by directors and concurrent employees (including the concurrent general manager, deputy general manager(s), other managers and employees) in 2021. Besides, such "shares-based payments" under IFRS 2, including acquired employee stock option certificates, new shares with restricted employee interests, and participation in subscription to new shares through capital increase through cash injection should be counted into the remuneration.

Note 5: Remuneration to employees (including stocks and cash) obtained by directors and concurrent employees (including the concurrent general manager, deputy general managers, other managers, and employees) of the proposed distribution for 2021 based on the actual distribution ratio in 2020.

Note 6: It refers to the total amount of the remuneration paid by all companies (including the Company itself) in the consolidated financial statements to the directors of the Company.

Note 7: It refers to the net profit after tax amidst the individual financial statements of 2021.

Note 8: Director of Liu Chiu Tsao, Liaw, Jui Tsung Chen Kuo Hong resigned after re-election of the 12th Board of Directors on July 7, 2021

2. Remuneration of the President and Vice President

As of 2021/12/31 Unit: NT\$ thousands; shares

Title	Name	Salary (A) (Note 1)		Severance Pay (B)		Bonuses and Allowances (C) (Note 2)		Profit Sharing- Employee Bonus (D) (Note 3)				Ratio of total compensation (A+B+C+D) to net income (%) (Note 5)		Compensation Paid to Directors from an Invested Company Other than the Company's Subsidiary
		The Company	Companies in the consolidated financial statements (Note 4)	The Company	Companies in the consolidated financial statements (Note 4)	The Company	Companies in the consolidated financial statements (Note 4)	The Company		Companies in the consolidated financial statements (Note 4)		The Company	Companies in the consolidated financial statements (Note 4)	
								Cash	Stock	Cash	Stock			
President	Chuo, Chun Hung	9,961	9,961	324	324	1,720	1,720	9,800	0	9,800	0	3.19%	3.19%	None
President	Shyu, Jia Horng													
Vice President	Liu, Yun Ping													
Vice President	Lee, Mei Huei													

Range of Remuneration	Name of Presidents and Vice Presidents	
	The Company	Companies in the consolidated financial statements
Under NT\$ 1,000,000		
NT\$1,000,001 ~ NT\$2,000,000		
NT\$2,000,001 ~ NT\$3,500,000		
NT\$3,500,001 ~ NT\$5,000,000	Liu, Yun Ping , Lee, Mei Huei	Liu, Yun Ping , Lee, Mei Huei
NT\$5,000,001 ~ NT\$10,000,000	Chuo, Chun Hung, Shyu, Jia Horng	Chuo, Chun Hung, Shyu, Jia Horng
NT\$10,000,001 ~ NT\$15,000,000		
NT\$15,000,001 ~ NT\$30,000,000		
NT\$30,000,001 ~ NT\$50,000,000		
NT\$50,000,001 ~ NT\$100,000,000		
Over NT\$ 100,000,000		
Total	4	4

Note 1: It refers to the salaries, job allowances, severance pay for the general manager and deputy general managers in 2021.

Note 2: It refers to a variety of award bonuses, incentives, traffic allowances, special expenditures, various allowances, dormitory fares, provision of vehicles and such objects in kind and other remunerations provided to the general manager and deputy general managers in 2021. Besides, such salary expenses, including employee stock option certificates acquired by employees as "shares-based payments" under IFRS 2, including acquired employee stock option certificates, new shares with restricted employee interests and participation in subscription to new shares through capital increase through cash injection should be counted into the remuneration as well.

Note 3: The amount of employee remunerations proposed to be allocated to the general manager and vice presidents (including stocks and cash) for 2021 based on the actual allocation ratio in 2020.

Note 4: It refers to the aggregate total of all sorts of remunerations paid by all companies covered within the Consolidated Financial Statements (including the Company itself) to the Company's general manager and deputy general managers.

Note 5: It refers to the net profit after tax under indescribable financial statements of 2021.



3. Names of the managerial officers allocated with remuneration to employees and performance in allocation.

As of 2021/12/31 Unit: NT\$ thousands; shares

	Title	Name	Employee Bonus - in Stock (Fair Market Value)	Employee Bonus - in Cash	Total	Ratio of Total Amount to Net Income (%)
Manager	President	Chuo, Chun Hung	0	11,860,000	11,860,000	1.74%
	President	Shyu, Jia Horng				
	AVP of Marketing Center	Hung, Dong Chang				
	Vice President of R&D Center	Liu, Yun Ping				
	Vice President of Management Center concurrently serving as the Chief Finance Officer	Lee, Mei Huei				
	AVP of Manufacturing Center (Note 2)	Chen, Chun Hsiung				

Note 1: The remuneration to employees allocated to managerial officers anticipated for 2021 based on the actual allocation ratio of 2020.

Note 2: AVP Chen Chun-Hsiung became the special assistant to the Manufacturing Center supervisor Center on January 2022.

3.2.4 Comparison of Remuneration for Directors, Supervisors, Presidents and Vice Presidents in the Most Recent Two Fiscal Years and Remuneration Policy for Directors, Supervisors, Presidents and Vice Presidents

1. The ratio of the total amount of remuneration paid to the directors and supervisors of the company and all the companies in the consolidated financial statements in the recent two years in the net profit after tax.

	2020 Total Amount of Remunerations The ratio of net profit after tax for the current year		2021 Total Amount of Remunerations The ratio of net profit after tax for the current year	
	The Company	All companies included in the consolidated statements	The Company	All companies included in the consolidated statements
Director	2.50%	2.50%	3.54%	3.54%
President and Vice President	4.04%	4.04%	3.19%	3.19%

2. Description and Analysis (Refer to Pages 18~19 of the list of remunerations for directors, GM, and Vice President.

(1) Remunerations paid to directors

The provisions in the “Company Charter.”, if the company incurs profits in the

current year, 3 %~15% of the profits should be designated as remunerations for employees and no more than 3% of remunerations for directors. In addition to transportation fees for regularly attending meetings, remunerations paid are based on the periodically completed annual board performance assessment results of the “Board Performance Assessment Guidelines”, The assessment content includes the operation of the board of directors and the self-assessment of directors. Please refer to the description on page 23 for the assessment content, and are in reference to the company’s annual overall business performance (performance assessment results of excellence for both 2021 and 2020), which will be reported to the Remunerations Committee and board for review and approval in accordance with the “Compensation Committee Organization Provisions” before remuneration distribution. In addition, the Compensation Committee shall periodically review the reasonability of the remuneration policy, system, standard, and structure; the amounts paid in 2021 and 2020 were \$3,500,000 respectively by 7 directors, not exceeding the upper limit. The amounts were deemed reasonable in relation to the board’s annual performance assessment results (The 2020 and 2021 are rated excellent (90 point above)) and operational performance; the “expenses for performing business” referred to transportation fees for attending meetings, accounting for \$1,240,000 in 2021 and \$980,000 in 2020.

- (2) Remuneration paid to the general manager and the vice general manager (including salary, bonuses, employee remunerations, etc.)

The remuneration standard is determined by the HR department, according to the scope of responsibilities of each position. According to the management regulations "Administrative Measures for Professional Titles and Ranks", "Administrative Measures for Salary and Bonuses", and "Organization Regulations of the Salary and Compensation Committee", and with reference to the salary level of the same industry, to formulate a reasonable salary structure. Annual bonuses and remuneration bonuses are based on the principle of "the company's articles of association" that "if the company has a profit in the year, 3% to 15% should be raised as employee remuneration and no more than 3% as director's remuneration". Review the manager's personal KPI achievement rate for the company's overall operational performance indicators. KPI indicators include two categories: A financial indicators: revenue, gross profit margin, expense ratio, net interest rate, etc.; B non-financial indicators: number of customers added, material cost rate, development time rate, delivery days, inventory turnover rate, Accounts receivable turnover rate, no illegal, no violation of company rules, etc. After calculating its KPI achievement rate, the proposal will be sent to the Salary and Compensation Committee, and it will be issued after review and approval. The remunerations granted to the general manager, vice general managers and managerial officers in 2021 and 2020 were found without a significant gap and prove rational when compared with the Company’s annual business performance.

### 3.3 Implementation of Corporate Governance

#### 3.3.1 Board of Directors

The Board called 9 (A) meetings in 2021. The attendance of directors is specified as follows:

Title	Name	Attendance in Person (B)	By Proxy	Attendance Rate (%) 【 B/A 】	Remarks
Chairman	Lam, Tai Seng	9	0	100 % (Required attendance: 9)	Re-elected 12 <sup>th</sup> of director (Re-election date: July 7th, 2021)
Director	Wang, Wei Wei	5	3	56 % (Required attendance: 9)	Re-elected 12 <sup>th</sup> director (Re-election date: July 7th, 2021)
Director	Liu, Chiu Tsao	5	0	100 % (Required attendance: 5)	11 <sup>th</sup> of Director Stepped down after the directors' re-election at the shareholders' meeting on July 7th, 2021
Director	Flytech Foundation Representative : Shyu, Jia-Horng	4	0	100 % (Required attendance: 4)	New elect of 12 <sup>th</sup> director (New-election date: July 7th, 2021)
Director	Yi Hua Investment Limited Representative : Chuo, Chun-Hung	4	0	100 % (Required attendance: 4)	New elect of 12 <sup>th</sup> director (New-election date: July 7th, 2021)
Director	Yi Hua Investment Limited Representative : Liaw, Jui Tsung	5	0	100 % (Required attendance: 5)	11 <sup>th</sup> of Director Stepped down after the directors' re-election at the shareholders' meeting on July 7th, 2021
Independent director	Chen, Kuo Hong	5	0	100 % (Required attendance: 5)	11 <sup>th</sup> of independent Director Stepped down after the directors' re-election at the shareholders' meeting on July 7th, 2021
Independent director	Hsieh, Han Chang	9	0	100 % (Required attendance: 9)	Re-elected 12 <sup>th</sup> of director (Re-election date: July 7th, 2021)
Independent director	Liang, Wei Ming	9	0	100 % (Required attendance: 9)	Re-elected 12 <sup>th</sup> of director (Re-election date: July 7th, 2021)
Independent director	Chiu, Yi-Chia	4	0	100 % (Required attendance:4)	New elect of 12 <sup>th</sup> director (New-election date: July 7th, 2021)

Other mentionable items:

1. If any of the following circumstances occur, the date of the meetings, sessions, contents of motion, all independent directors' opinions and the company's response should be specified:

(1) Matters referred to in Article 14-3 of the Securities and Exchange Act.

Board of Directors	Details of the relevant agendas and the subsequent	Issues listed in the Securities and Exchange Act, Article 14, Part 3	Independent directors opposed or reserved their opinion
2021.5.5 11th Board of Directors 23th Meeting	1、Passed a proposal to change the company's accountants starting in the first quarter of 2021 as a result of of KPMG's internal personnel adjustment 2、Passing the 2021 Financial Statement Auditor expenses case (approved by the Audit Committee on 2021.05.05)	V	None
Company's response to independent director's opinion: not applicable Resolution results: After inquiries made by the chairman, consent and approval were obtained by all the directors present.			
2021.8.4 12th Board of Directors 2th Meeting	Passed the "Subsidiary Box Technologies Limited applying for GBP \$1million credit line with 100% guarantee at Changhua Commercial Bank" case (reviewed and passed by the Audit Committee on 2019/8/14) and authorized the chairman to handle contract related matters.	V	None
Company's response to independent director's opinion: not applicable Resolution results: After inquiries made by the chairman, consent and approval were obtained by all the directors present.			
2021.11.4 12th Board of Directors 4th Meeting	Passed the investment of USD 3 million to establish a subsidiary inefi Holding Co., Ltd. (Cayman) due to accelerate the software layout of the group.	V	None
Company's response to independent director's opinion: not applicable Resolution results: After inquiries made by the chairman, consent and approval were obtained by all the directors present.			

(2) In addition to the aforementioned matters, other matters resolved by the board opposed or retained by other independent directors with records or written declarations: None.

2. The avoidance of the conflict of interest by the Directors on related motions, specify the names of the Independent Directors, the content of the motions, the principle of the avoidance of the conflict of interest, and the participation in casting the ballots: None.

## 3. Director Assessment Implementation Situation

Assessment Cycle	The company has set up the “Board Assessment Guidelines,” on 2017, including: assessment cycle and period, assessment scope, implementation unit, assessment procedure, and description of assessment indicators. The General Manager’s Office (implementation unit) has implemented a performance assessment once a year according to the guidelines, and a questionnaire is produced at the end of the year according to the content of the assessment to assist the directors and Functional Committee members in filling out the implementation self-assessment and compiling it into a report. The assessment results shall be reported at the board meeting in the first quarter the following year to review items to be improved and discuss function strengthening and improvement plan. The 2021 self-assessment results are rated excellent (90 point above) and were reported at the board meeting on March 18, 2022.
Assessment Period	The 2021 board performance (January 1,2021 to December 31, 2021) was assessed.
Assessment Scope	The board, individual board members, Audit Committee, and Compensation Committee.
Assessment Method	The board internal self-assessment, board member self-Assessment, Audit Committee member self-assessment, Compensation Committee member self-assessment
Assessment Content	(1) Board performance assessment indicators include five aspects: The degree of participation in company operations, board decision-making quality, board makeup and structure, director election, training, internal control. (2) Individual board member performance assessment indicators include six aspects: Grasp of company goals and missions, recognition of Director duties, degree of participation in company operations, internal relations management and communication, director professionalism and training, internal control. (3)Functional Committee (Audit Committee and Remunerations Committee) performance assessment indicators include five aspects: Degree of participation in company operations, recognition of duties of Functional Committee, improvement of Functional Committee decision-making quality, Functional Committee makeup and member election, internal control.

## 4. Evaluate goals and status of strengthening the board’s job functions in the past few years:

- (1) The Company set up two independent directors starting from 2002 and increased one more independent director in 2018. Here at the Company under the Board of Directors, there is the Audit Committee and Compensation Committee. The Audit Committee (organized in 2018) was organized by three independent directors and the Compensation Committee (organized in 2011) was organized by three independent directors and one expert. The organizational rules of all functional committees have been duly approved by the Board of Directors.
- (2)In an attempt to enhance the function and efficiency of the Board of Directors, the Company officially enacted the “Regulations Governing Evaluation of the Performance by the Board of Directors” in 2017. Accordingly, the performance by the Board of Directors is evaluated at end of

every fiscal year. In the evaluation process, the General Manager Office first collects the Board of Directors activities related information to work out the questionnaires accordingly and distributes the questionnaires to all directors and all functional committees, assembles the self-evaluation outcome and creates the report which is delivered to the board of directors meeting convened in the first quarter of the ensuing year.

(3) To thoroughly implement corporate governance, the Company set the corporate governance head in 2019 to assume the responsibility to provide the directors with all information and data required for performance of duty and law compliance and further arrange continuing education programs to help the Board of Directors fulfill their responsibilities and powers well.

(4) The Company's Board of Directors faithfully complies with the "Rules of Procedures Governing Board of Directors Meeting" where both the Auditor Head and Financial Head shall attend as guest participants. In a board of directors meeting, the directors shall, other than discussing the motions within the agenda, request the management level to report on the Company's business performance, market analyses, business strategy, product layout, managerial operation, human resources, financial data, operation by the respective departments on a regular basis so as to oversee the management teams to faithfully fulfill their duties and responsibilities.

### 3.3.2 Implementation of the Audit Committee or supervisors' participating in the operation of the Board of Directors:

The Auditing Committee convened for 4 times (A) in 2021. The attendance of the independent directors is shown below:

Title	Name	Actual number of attendance (B)	Attend through proxy	Percentage of actual attendance (%) [B/A]	Note
Independent director	Hsieh, Han Chang	4	0	100 % (Required attendance: 4)	Re-elected (Re-election date: July 7th, 2021)
Independent director	Liang, Wei Ming	4	0	100 % (Required attendance: 4)	Re-elected (Re-election date: July 7th, 2021)
Independent director	Chiu, Yi Chia	2	0	100 % (Required attendance: 2)	New elect (date of election: July 7th, 2021)
Independent director	Chen, Kuo Hong	2	0	100 % (Required attendance: 2)	Formerly elected (Stepped down after the directors' re-election at the shareholders' meeting on July 7th, 2021)

Other mentionable items:

1. For the operation of the Audit Committee in any of the following circumstances, please specify the date, term, the contents of the proposals, the resolution of the Audit Committee, and the process of the opinions proposed by the Audit Committee:

(1) Matters referred to in Article 14-5 of the Securities and Exchange Act.

Audit Committee	Details of the relevant agendas and the subsequent	Independent directors opposed or reserved their opinion
2021.3.18 The 12th of the 1st Committee	1、Passed the 2020 financial statement (including consolidate ate dinner financial statement) 2、Passed the company’s 2020 “Internal Control System Announcement”, which deems effective the company’s Internal Control System Design	None
	Company’s response to independent director’s opinion: not applicable Resolution: Passed by all the independent directors present.	
2021.5.5 The 13th of the 1st Committee	1、Passed a proposal to change the company’s accountants starting in the first quarter of 2021 as a result of of KPMG’s internal personnel adjustment 2、Passing the 2021 Financial Statement Auditor expenses case	None
	Company’s response to independent director’s opinion: not applicable Resolution: Passed by all the independent directors present.	
2021.8.4 The 1st of the 2nd Committee	Passed the “Subsidiary Box Technologies Limited applying for GBP \$1million credit line with 100% guarantee at Changhua Commercial Bank” case	None
	Company’s response to independent director’s opinion: not applicable Resolution: Passed by all the independent directors present.	
2021.11.4 The 2nd of the 2nd Committee	Passed the investment of USD 3 million to establish a subsidiary inefi Holding Co., Ltd. (Cayman) due to accelerate the software layout of the group.	None
	Company’s response to independent director’s opinion: not applicable Resolution: Passed by all the independent directors present.	

(2) In addition to the aforementioned motions, other motions without approval by the Auditing Committee but passed by the Board with 2/3 of the Directors: None.

2. With respect to the avoidance of conflicting interest agendas, describe the names of independent directors, details of the relevant agendas, reasons for avoiding conflicting interest, and the voting decisions: None.
3. Performance of communications by and between independent directors, audit head and Certified Public Accountant(s) (should include the Company’s financial, business operation affairs, issued, methods and outcomes of communications among them).

The company’s Audit Committee is made up of three independent directors. The internal audit supervisors and financial statement CPAs assist independent directors in fulfilling their duties and urging the board to engage in more effective operations through the following communication meetings:

- (1) Here at the Company, the internal audit head shall join a meeting with the independent directors in the Audit Committee at least on a quarterly basis. The contents of communications shall include performance of the internal audit and key issues linked up with business operation. In case of an extraordinary circumstance, the internal audit head shall report to the independent directors in the Audit Committee in real time. In 2021, there was not any extraordinary circumstance as mentioned above. The Company's internal audit head has been in very close and sound communications with the Audit Committee.
- (2) The Company's certified public accountants would, after completing the review process of the Company's financial statements, hold a symposium with the directors to explain the audit opinions, findings in the auditing over the internal control system, updates of major laws and proposals on countermeasures. In case of an extraordinary circumstance, the certified public accountants shall report to the independent directors in the Audit Committee in real time. In 2021, there was not any extraordinary circumstance as mentioned above. The certified public accountants have been in very close and sound communications with the Audit Committee.

Communication between Independent Directors and internal audit officers and CPA in 2021:

Date	Summary of Talks
2021.3.18	<p>12 meetings were convened by the first Audit Committee. The communication of the audit supervisor matters and results are as follows:</p> <ol style="list-style-type: none"> <li>1. Reported the summary of the actual audit for 2020.</li> <li>2. Repurposed the declaration of the 2020 internal control self-assessment results and internal control system.</li> <li>3. Reported on the company's internal audit from Dec. 2020 to February of 2021.</li> <li>4. The Audit Head helps the General Manager's Office with the consolidated report as enumerated below: In 2020, the Board of Directors and Functional Committee was evaluated in "good" in performance; the Company did not show anything abnormal in its Ethical Corporate Management Best-Practice Principles; the Company showed no abnormality in implementation of corporate social responsibility (CSR) or in communications with stakeholders; and the Company showed no abnormality in management over information security.</li> <li>5. Communication and explanation of aiXpert capital increase by cash.</li> <li>6. Explains the partial amendments to the "Articles of Incorporation," "Rules for the Election of the Directors," "Shareholders' Meeting Procedure Rules," "Rules of Procedures Governing Board of Directors Meeting," "Risk Management Policy and Operating Rules."</li> <li>7. The certified public accountants reported the audit of the consolidated and individual financial statements in 2020, their communications with the Company as well as their interchange and communications with the corporate governance department and with the independent directors.</li> </ol> <p>Opinion of independent director: No objections</p>



Date	Summary of Talks
2021.5.5	<p>13 meetings were convened by the first Audit Committee. The communication of the audit supervisor matters and results are as follows:</p> <ol style="list-style-type: none"> <li>1. Reported on the company’ s internal audit from March to April of 2021.</li> <li>2. Reported on the improvements to the flaws in 2020’ s internal control system and unusual affairs</li> <li>3. Explains the partial amendment to the “Organizational Protocols for the Audit Committee,” “ Job Responsibilities and Regulations for Independent Directors ” and “Organizational Protocols of the Compensation Committee.”</li> <li>4. Communication and explanation of change the company’s accountants as a result of of KPMG’s internal personnel adjustment, the independence of accountants in charge of drafting the company’s financial report, and the 2021 Financial Statement Auditor expenses case.</li> </ol> <p>Opinion of independent director: No objections</p>
2021.8.4	<p>First meetings were convened by the Second Audit Committee. The communication of the audit supervisor matters and results are as follows:</p> <ol style="list-style-type: none"> <li>1. Reported on the company’ s internal audit from May to July of 2021.</li> <li>2. Reported about the Company’ s subsidiary Box Technologies Limited that to meet its need to expand European markets, the subsidiary applies to Chang Hwa Commercial Bank for credit line amounting to GBP 1 million.</li> <li>3. Explained the “annual bank credit line renewal” case.</li> </ol> <p>Opinion of independent director: No objections</p>
2021.11.4	<p>2 meetings were convened by the Second Audit Committee. The communication of the audit supervisor matters and results are as follows</p> <ol style="list-style-type: none"> <li>1. Reported on the company’s internal audit from August to October of 2021.</li> <li>2. Reports about the plans scheduled for audit in 2022.</li> <li>3. Explains the partial amendment to the “Corporate Governance Code,” and “Company Ethical Behavior Principles.”</li> <li>4. Assist the President's Office to explain the Implementation results of 2021 Corporate Social Responsibility, 2020 Corporate Social Responsibility Report and Won the eighth place in the small giant group of the World Sustainable Citizenship Award.</li> <li>5. Explain the case of investing NT\$18 million in 35% common share of TAC Dynamics through its subsidiary Flytech Investment Co., Ltd.</li> <li>6. Explain the case of investment of establishing the inefi Holding Co., Ltd. (Cayman)</li> </ol> <p>The certified public accountant conducts legal publicity and communicates with all directors.</p> <p>Opinion of independent director: No objections</p>

The annual work focuses of the company's Audit Committee are as follows:

- Review the internal control system.
- Evaluate the effectiveness of the internal control system.
- Review the Procedures for the Acquisition and Disposal of Assets, the trade of derivatives, loaning of funds, making of endorsement/guarantees or amended
- Review matters that involve the best interests of the directors.
- Review material assets or derivative transactions.
- Review the lending, endorsement, or guarantee of capital in huge sum.
- Review the establishment or review the public offering, issuance, or private placement of equity-type securities.
- Review the appointment, dismissal, or compensation of the CPAs.
- Review CPA independence and performance assessments.
- Appointment and dismissal of the Finance Officer, Accounting Officer, or Internal Chief Auditor.
- Review the Annual financial reports and interim financial report.
- Review audit plans and reports.
- Review the integrity operation system and implementation results.
- Audit Committee self-assessment of performance
- Review other significant matters required by the Company or the competent authorities

3.3.3 Corporate Governance Implementation Status and Deviations from “the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies”

Evaluation Item	Implementation Status			Deviations from “the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Illustration	
1.Does the company establish and disclose the Corporate Governance Best-Practice Principles based on “Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies”?	V		The Company has established the Corporate Governance Best-Practice Principles based on “Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies” on May 2015. The information has been disclosed on the Company’s website.	None
2.Shareholding structure & shareholders’ rights (1) Does the company establish an internal operating procedure to deal with shareholders’ suggestions, doubts, disputes and litigations, and implement based on the procedure? (2) Does the company possess the list of its major shareholders as well as the ultimate owners of those shares? (3) Does the company establish and execute the risk management and firewall system within its conglomerate structure? (4) Does the company establish internal rules against insiders trading with undisclosed information?	V		(1) In addition to the existing hotline and email channels, the Company has established an internal operating procedure, and has designated appropriate departments, such as spokesman, deputy spokesman, investor Relations, to handle shareholders’ suggestions, doubts, disputes and litigation. (2) The Finance & Shared Services Division is responsible for collecting the updated information of major shareholders and the list of ultimate owners of those shares. (3) The company has created the Regulations for Transactions among Stakeholding Corporate Groups and Specific Companies, the Regulations for Company-Invested Enterprises, internal control’s Supervision and Management of Subsidiary Companies, the Regulations for Transactions Between Stakeholders, and other relevant management standards, in which we clearly specify and regulate management authority and control methods among companies with connected interests. Moreover, we can supervise our subsidiaries as they establish and carry out necessary internal control systems, and as they build good risk-control systems and firewalls in compliance with our Company Governance Principles (4) The company has made the following management regulations (A) The Ethical Management Principles and the Company Ethical Behavior Principles, which stipulate that internal personnel should not take advantage of unpublicized information and engage in insider trading or disclose information to others so they can engage in insider trading.	None

Evaluation Item	Implementation Status		Abstract Illustration	Deviations from “the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No		
			<p>(B) The Procedures for Handling Major Internal News state that internal personnel aware of major internal news should not disclose the information to others.</p> <p>The above regulations are all compliant with our Company Governance Principles.</p> <p>(1)~(4) above were implemented in 2021 as provisioned.</p>	

Evaluation Item	Implementation Status			Deviations from “the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Illustration	
<p>3.Composition and Responsibilities of the Board of Directors</p> <p>(1) Does the Board develop and implement a diversified policy for the composition of its members?</p>	V		<p>(I) The company made its Company Governance Principles based on the Corporate Governance Best Practice Principles for TWSE/TPEX-Listed Companies. In these principles, below the strengthening of the board’s job functions part, is a regulation that reads, “the Board of Directors should consist of a diverse group of members. The company’s operations, management models and development needs should embrace a principle of diversity that shall include two major aspects: (I) Basic personal information and values: gender, age, nationality, and cultural background; (II) Expertise and skills: specialized background (such as law, accounting, industry, finance, sales, or technology), specialized skills, industry experience, etc.”The specific goal achievement situations are explained below:</p> <p>(A) Gender goal: Female directors accounting for 25% of all the directors (or two seats). Achievement situations: The company elected one female director in 2018, accounting for 14%. The company will continue to work on this part.</p> <p>(B) Age goal: Those below age 60 accounting for 30%. Achievement situations: Three of the new-elected directors of the 12th session are under the age of 60 and more than 30% in 2021, and reached the goal of younger age.</p> <p>(C) Experience goal : Two-thirds of the directors should be masters or above, or professional managers of listed companies. Achievement situations: The members of the 12th board of directors include one doctor and five masters. The external directors are all professional managers of listed companies or senior professors of national universities. The goal has been achieved.</p>	None

Evaluation Item	Implementation Status			Deviations from “the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Illustration	

(D) Nationality and cultural goals: More than one-half of the directors should have a master's degree or above from an overseas *institution*, or have worked in the overseas company.

Achievement situations: Two directors obtained a master's degree from the United States, and two directors obtained a master's degree from the Guanghua School of Management of Peking University, both of whom have worked or managed overseas companies.

(E) Professional goal: Operational judgment ability, accounting and financial analysis ability, operational management ability, crisis handling ability, industrial knowledge, international market outlook, leadership, decision-making ability.

Achievement situation: The backgrounds of the directors are as shown in the following table. The goal of diversified complementariness has been achieved.

Name of Director	Specialized Background	Core diversity aspects    ●have ability    ○Partial ability							
		Operating judgment	Accounting and Finance Analysis Skills	Operational and Management Ability	Crisis Response Ability	Industry Experience	Understanding of International Markets	Leadership	Decision Making
Lam, Tai Seng	Industry, Technology, Sales, Business Management	●	○	●	●	Computer, Electronics	●	●	●
Wang, Wei Wei	Investment, Finance, Business Management, Sales	●	●	●	●	Computer, Investment	●	●	●
Shyu, Jia Horng	Industry, Technology, Sales, Management	●	●	●	●	Computer, Investment	●	●	●
Chuo, Chun Hung	Industry, Technology, Manufacturing, Management	●	○	●	●	Computer, Electronics	●	●	●
Hsieh, Han Chang	Industry, Finance, Sales, Management	●	●	●	●	Electronics, Investment	●	●	●
Liang, Wei Ming	Industry, Finance, Technology, Management	●	●	●	●	Computer, Electronics	●	●	●
Chiu, Yi Chia	Academic, New innovation Development management, Intellectual property management, Business Management	○	●	○	●	Investment, Business Management	●	●	●

Evaluation Item	Implementation Status		Abstract Illustration	Deviations from “the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No		
<p>(2) Does the company voluntarily establish other functional committees in addition to the Compensation Committee and the Audit Committee?</p> <p>(3) Does the company set board performance assessment guidelines and the assessment method? Is a performance assessment periodically carried out each year, and are the performance assessment results reported to the board as a reference for remunerations of individual directors and re-election nominations?</p>			<p>(2) The company has established the following functional committee</p> <p>(A) In October 2011, the company set up the Compensation Committee and established the Organizational Protocols of the Compensation Committee by which the committee will be guided.</p> <p>(B) The Audit Committee was set up in June 2018 and the “Organizational Regulations for the Audit Committee” was formulated and implemented in accordance with the regulations.</p> <p>(3) The company passed the “board assessment guidelines” on March 29, 2017, including assessment cycle and period, assessment scope, implementation unit, assessment procedure, and assessment indicators. The General Manager’s Office (implementation unit) implements a performance assessment once a year according to the guidelines and reports and summarizes assessment results at the board meeting in the first quarter the following year. The assessment indicators and implementation method are as follows:</p> <p>(A) Evaluation criteria for the board include level of participation in the company’s operations, improvement in the board’s decision making, organization and structure of the board, election of directors, continued education, internal control, etc.</p> <p>(B) Evaluation criteria for board members include mastery of the company’s goals and tasks, knowledge of director’s job responsibilities, level of participation in the company’s operations, management of internal relationships and communication, expertise, continued education of directors, internal control, etc.</p> <p>(C) The designated implementation unit General Manager’s office is responsible for conducting a performance assessment on the board and individual directors from the end of year to early the following year. The performance assessment results are reported to the board in the first quarter to review items for improvement and discuss the function strengthening improvement plan as a reference for remunerations of individual directors and re-election nominations.</p> <p>The 2021 assessment results of the performance of all the directors and the overall performance of the board were excellent, which were reported to the board on March 18, 2022.</p>	

Evaluation Item	Implementation Status			Deviations from “the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Illustration	
(4) Does the company regularly evaluate the independence of CPAs?			<p>(4) During the board meeting on May 5, 2021, according to the Statement of Independence made by Shih Wei Ming and Wang Yung-Sheng from KPMG Taiwan, the company audited the following items in order to evaluate the accountants' independence. All directors agreed that there were no violations and that accountants auditing the company's financial report were sufficiently objective and independent:</p> <p>(A) Whether the service provided by the accountants violate the terms of independence</p> <p>(B) Whether the audit of the company's financial reports and the quality of verification are accurate and professional</p> <p>(C) Whether the accountants have major exchange of interests or financing guarantees with the company's clients, directors, or supervisors.</p>	



Evaluation Item	Implementation Status			Deviations from “the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Illustration	
4.Does the company allocated an appropriate number of competent corporate governance staff members, has it designated a corporate governance supervisor responsible for corporate governance related matters (including but not limited to information required by directors and supervisors for business operations), matters at board and shareholders’ meetings conducted in accordance with the law, production of board and shareholders’ meeting proceedings, etc.)?	V		<p>Here at the Company, the General Manager Office teams up with the Management Center to jointly organize the “Sustainable Management Task Force” to assume the responsibility of carrying out corporate governance. The “Sustainable Management Task Force” is one of the five branch task forces under the “Corporate Social Responsibility Committee.” Vice General Manager Li of the Management Center concurrently serves as the Corporate Governance Head to oversee the members to help the Board of Directors faithfully carry out their duties. The responsibilities and powers and key issues of implementation as well as continued refresher programs in 2020 are as enumerated below:</p> <p>Corporate governance supervisor’s authority</p> <p>(A) Conducted board of director meetings and shareholder meetings in accordance with the law.</p> <p>(B) Produced board of directors and shareholders' meeting records and handle the application/revisions to the company’s registration certificate.</p> <p>(C) Assisted directors in their appointment and continued education.</p> <p>(D) Provided the information required by the directors to conduct business</p> <p>(E) Assisted directors to comply with the law</p> <p>(F) Handle matters stipulated in the company's articles of association or contracts</p> <p>(G) Arranged meetings between directors, internal auditors, and auditing accountants</p> <p>(H) Arranged meetings between the board and leaders of the company’s business branches to better understand the company</p> <p>(I) Followed legislation updates relevant to the company’s operations and governance</p> <p>(J) Supervise sustainable management implementation by members: Collect, formulate, and promote corporate governance related policies.</p> <p>(1)~(4) above were implemented in 2021 as provisioned.</p>	None

Evaluation Item	Implementation Status			Deviations from “the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Illustration	
	V		<p>Here at the Company, the General Manager Office teams up with the Management Center to jointly organize the “Sustainable Management Task Force” to assume the responsibility of carrying out corporate governance. The “Sustainable Management Task Force” is one of the five branch task forces under the “ESG Committee.” Vice General Manager Li of the Management Center concurrently serves as the Corporate Governance Head to oversee the members to help the Board of Directors faithfully carry out their duties. The responsibilities and powers and key issues of implementation as well as continued refresher programs in 2021 are as enumerated below:</p> <p>Corporate governance supervisor’s authority</p> <p>(A) Conducted board of director meetings and shareholder meetings in accordance with the law.</p> <p>(B) Produced board of directors and shareholders' meeting records and handle the application/revisions to the company’s registration certificate.</p> <p>(C) Assisted directors in their appointment and continued education.</p> <p>(D) Provided the information required by the directors to conduct business</p> <p>(E) Assisted directors to comply with the law</p> <p>(F) Handle matters stipulated in the company's articles of association or contracts</p> <p>(G) Arranged meetings between directors, internal auditors, and auditing accountants</p> <p>(H) Arranged meetings between the board and leaders of the company’s business branches to better understand the company</p> <p>(I) Followed legislation updates relevant to the company’s operations and governance</p> <p>(J) Supervise sustainable management implementation by members: Collect, formulate, and promote corporate governance related policies.</p>	None

Evaluation Item	Implementation Status		Deviations from “the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	

2021 Performances

- (A) Assisted all directors in performing their duties and provided information required by the directors. This included: board meeting information, updates to the laws and regulations for business operation and corporate governance, important company information, and quarterly general manager business performance reports.
- (B) Developed and revised company policies or management regulations related to corporate governance.
- (C) Arranged all directors to complete six hours of educational training
- (D) Arranged for meetings between directors and chief audit executive and auditors.
- (E) Arranged for meetings between the company’s various managers, subsidiary owners and the board of directors.
- (F) Conducted board meetings and shareholder meetings by providing meeting notices, calls, meeting materials, and making agendas in accordance with laws and regulations.
- (G) Tracked the completion of proposals after board meetings and shareholder meetings.
- (H) Handled uploading the information from the shareholder meetings and the company registration certificate in accordance with the law.

The 2021 training situations are as follows:

Training date	Organizer	Course name	Training date
2021.09.30	Accounting Research and Development Foundation	The latest financial report self-compiling related development and internal control management practice	6
2021.11.2	Accounting Research and Development Foundation	Legal compliance audit of corporate investment and mergers and acquisitions	6

Evaluation Item	Implementation Status			Deviations from “the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Illustration	
5.Does the company establish a communication channel and build a designated section on its website for stakeholders, as well as handle all the issues they care for in terms of corporate social responsibilities?	V		Here at the Company, we have set up the Stakeholders’ Special Zone on the Company’s website in both Chinese and English version ( <a href="http://www.flytech.com">http://www.flytech.com</a> ) where we duly provide the channels to the stakeholders regarding the issues within their concern and contact means. Through continued interactions, we closely respond to the stakeholders’ requirements, expectation and concerns. In turn, we can reassess our internal management with feedback in response with concrete acts so as to thoroughly put into implementation responsible business management. Further, with the Company’s effort to compile the “Corporate Social Responsibility (CSR) Report” (with the initial issuance as CSR 2019, 2020 reports are issued in 2021) to look into stakeholders’ key concerns. Accordingly, we would elaborately map out business policies. Through follow-up evaluation & appraisal process, we shall assure constant validity of the CSR as the very annual goal of our advancement. In 2021, the above tasks were implemented..	None
6.Does the company appoint a professional shareholder service agency to deal with shareholder affairs?	V		The Company designates Capital Securities Inc. to deal with shareholder affairs.	None
7.Information Disclosure (1) Does the company have a corporate website to disclose both financial standings and the status of corporate governance? (2) Does the company have other information disclosure channels (e.g. building an English website, appointing designated people to handle information collection and disclosure, creating a spokesman system, webcasting investor conferences)? (3) Does the company announced and declared annual financial statements within two months after the end of the scouting year and announced and declared the financial statements for the first, second, and third quarter and the monthly operational situations in advance before the provisioned deadline?	V		(1) The company has in place its Procedures for Handling Major Internal News, and the PR and accounting departments will organize news about company finances and operations, as well as about Results Conference Calls, which are legally required to be revealed for public knowledge. The news will then be sent by a spokesperson to the Market Observation Post System as well as the company’s corporate website ( <a href="http://www.flytech.com">http://www.flytech.com</a> ). Important information about the company’s financial state and governance includes company governance and functional committee , Company regulations, board resolutions, communications between independent directors and internal auditors and accountants, internal control organization, corporate social responsibility and ESG, implementation of ethical management, environmental and energy conservation policies, supplier management, information security management, intellectual property management, risk management and specialized space for stakeholders, etc., were implemented in 2021 as provisioned.  (2) Is the same as the description in (1).	None

Evaluation Item	Implementation Status			Deviations from “the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Illustration	
			(3) The company announced and declared the financial statements for the first, second, and third quarter and the monthly operational situations in advance in 2021.	
8. Is there any other important information to facilitate a better understanding of the company’s corporate governance practices (e.g., including but not limited to employee rights, employee wellness, investor relations, supplier relations, rights of stakeholders, directors’ and supervisors’ training records, the implementation of risk management policies and risk evaluation measures, the implementation of customer relations policies, and purchasing insurance for directors and supervisors)?	V		(1) The company’s year of founding and 2021 spans 37 years. The company has adhered to the belief of “focusing on its specialization, be honest and accountable, sustainable management, and pursuit of excellence” and “create excellence and sustainable innovation” as the vision of ESG sustainable management. We have held the advantages of “complete products, advanced technology, excellent manufacturing and strong commitment from partners in full.” Our Company already obtained verified ISO 9001/13485 Quality Management System, ISO 14001 Environmental Management System, ISO 45001 Occupational Safety and Health Management System, and ISO 27001 Information Security System Certification. We have further set up the Company’s intellectual property management system exactly in accordance with the Ministry of Economic Affairs’ “Taiwan Intellectual Property Management Systems (TIPS)” providing high-quality products and services and sound protection of intellectual property rights. Further, under the philosophy of Ethical Corporate Best-Practice Principles, through risk management to set up a sound corporate governance environment, we have duly formulated: Internal control system, management regulations, accounting system, budget system, ISO Standard Operating Procedures, intellectual property management systems and risk control designs such as the MIS system which have been duly operated as hierarchically authorized by employees at respective levels to perform their own duties and operations. The Company’s Board of Directors and Audit Committee would perform the respective functions to check and balance.	None

Evaluation Item	Implementation Status			Deviations from “the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Illustration	
			<p>(2) Amidst our continued watchfulness over all sorts of potential risks either internally or externally that are likely to impact our business operation, we have duly set up appropriate managerial measures and countermeasures to render sound and accurate risk management toward out stakeholders. Thanks to such sound system, whenever an incident takes place, we can continually carry out our key business operation without interruption. Our “Risk Management Policy and Operating Rules” (including scope of risk management, policies of risk management, organization chart of risk management, powers and responsibilities in risk management, categories of risks, risk management PDCA flowcharts) were officially resolved by the Board of Directors on January 20, 2021. Accordingly, we have set up sound managerial framework and countermeasures against potential major risks.</p> <p>(3) The company has made the following management regulations related to company governance:</p> <p>(A) Company Governance Principles: Clearly stipulates systems and regulations that should be covered.</p> <p>(B) The company has set up the Code for Integrity Operations” and “Code for Moral Conduct” (passed by the board on May 12, 2015), the “Integrity Operation Procedure and Conduct Guidelines” (passed by the board on November 10, 2016), Guidelines for Transactions with Specific Companies and Stakeholders,” “Stakeholder Transaction Management Operation,” “Re-investment Company Operation Management Guidelines,” and related regulations and systems.</p> <p>These regulations stipulate moral principles that should be followed during exchanges among stakeholders, clients, suppliers, investors, employees, and other people of interest so that they can build harmonious and trust-based relationships.</p> <p>(C) Board Performance Evaluation Protocols: These protocols determine the evaluation cycle and time frame, evaluation range, executive units, evaluation processes, evaluation criteria, etc. Through periodical evaluation, we will continue to discuss how to improve the board’s functions.</p>	

Evaluation Item	Implementation Status		Abstract Illustration	Deviations from “the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No		
			<p>(4) The company has created the Employee Benefits Committee and the Labor Safety and Sanitation Committee, providing each employee with benefits and guarantees of safety and sanitation. In the company HR Guidelines, the committee also clearly defines employee behavior guidelines, job clearance, safety and sanitation, benefits/bonuses/penalties, raise evaluation, education/training, etc. The company offers employees a safe, steady, communicative, and excellent work environment.</p> <p>(5) The management of the company attaches great importance to corporate governance. During regular business meetings, they continue to pay attention to the system (division of powers and responsibilities, risk management, operating procedures, information transmission, etc.) and the effectiveness of actual operation and evaluation and adjustment. The directors will communicate it through the Board with management team and internal auditors to understand the company's governance operations and make suggestions.</p> <p>In 2021, the above tasks were verifiably implemented.</p> <p>The company has purchased liability insurance for all directors as of January 2020. We have also arranged periodic trainings and professional lessons that have to do with specific job responsibilities and company governance; the arrangement for 2020 is as follows:</p>	

Evaluation Item	Implementation Status			Deviations from “the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Illustration	

Title	Name	Election Date	Training date	Organizer	Course name	Training hours	Compliance with Regulations
Chairman	Lam Tai Seng	2021.7.7	2021.9.7	Taiwan Corporate Governance Association	Full penetration? Talking about the practical strategies of the offensive and defensive ends of business secrets	3	YES
			2021.9.28		Audit Committee Advanced Practice Sharing - Towards 3.0	3	YES
Director	Wang Wei-wei	2021.7.7	2021.10.26	Securities and Futures Institute	Talking about corporate tax governance and tax technology solutions from the perspective of ESG trends and the epidemic environment	3	YES
			2021.11.26	Taiwan Corporate Governance Association	Net Zero Emissions 2030/2050 - Sustainability Challenges and Opportunities for Global Businesses	3	YES
Corporate Director representative	Shyu Jia Horng	2021.7.7	2021.10.5	Taiwan Corporate Governance Association	The only way for a sustainable business to operate - Outer Innovation	3	YES
			2021.10.13	Securities and Futures Institute	The Influence and Response of the New Labor Incident Law on Enterprise Risks	3	YES
Corporate Director representative	Chuo Chun Hung	2021.7.7	2021.9.10	Taiwan Corporate Governance Association	Sustainable upgrade online forum at Taipei Exchange.	3	YES
			2021.9.16		Hostile mergers and acquisitions, case analysis of management rights competition and company countermeasures	3	YES
independent director	Hsieh Han Chang	2021.7.7	2021.9.3	Chinese National Association of Industry and Commerce Taiwan (CNAIC)	In the post-pandemic era, how the circular economy can help companies improve resilience	3	YES
			2021.10.5		International Anti-Money Laundering Trends and U.S. Sanctions and Export Control Compliance Plans	3	YES
independent director	Liang Wei-Ming	2021.7.7	2021.10.22	Taiwan Corporate Governance Association	Green swan, the most important thing in investing is ESG	3	YES
			2021.10.22		How the board of directors reviews the sustainability report	3	YES
independent director	Chiu I-Chia	2021.7.7	2021.8.5	Taiwan Corporate Governance Association	New trend of retail power - digitalization leads zero-day consumption	3	YES
			2021.8.6		Our distance with insider trading	3	YES



Evaluation Item	Implementation Status		Abstract Illustration	Deviations from “the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No		
<p>9. Please explain the improvements which have been made in accordance with the results of the Corporate Governance Evaluation System released by the Corporate Governance Center, Taiwan Stock Exchange, and provide the priority enhancement measures.</p> <p>The company has ranked 21%-35% in the corporate assessment for three consecutive years, advanced to 6%-20% from 5th~8th Evaluation, without improvement requirements from the competent authority. The company’s corporate governance promotion unit took the initiative to continue to make improvement on items without a score, including proceedings manual (English version), annual reports, etc. to strengthen information disclosure, complete the compilation of the 2019 “CSR Report” (It will be changed to “ ESG Report” in 2021).</p>				

## 3.3.4 Composition, Responsibilities and Operations of the Compensation Committee

## 1. Professional Qualifications and Independence Analysis of Compensation Committee Members

Member type	Condition Name	Professional Qualification and Experience	Independence Criteria	Number of Other Public Companies in Which the Individual is Concurrently Serving as an Independent Director
Convener	Hsieh, Han Chang (independent director:)	Re-elected as the 5th Compensation Committee Members in July 7 2021, and became the Convener. First appointment as a director of a listed cabinet company was in 2005, and the first appointment as a independent director of the company in 2012. Professionals in industry, finance, sales, management, used to be the President of the listed company Shihlin Electric and Engineering Corp. Professionals in financial analysis and operational management capabilities. The provisions of Article 30 of the Company Act are not applicable.	Compliant (Note 1)	0
Member	Liang, Wei Ming (independent director:)	Re-elected as the 5th Compensation Committee Members in July 7 2021. First appointment as a director of a listed cabinet company was in 2005, and the first appointment as a independent director of the company in 2019. Professionals in industry, finance, technology, management, used to be the President of the listed company Sinbon Electronics Company Ltd. Professionals in financial analysis and operational management capabilities. The provisions of Article 30 of the Company Act are not applicable.	Compliant (Note 1)	0
Member	Chiu, Yi Chia (independent director:)	New-elected as the 5th Compensation Committee Members in July 7 2021. First appointment as a director of a listed cabinet company was in 2006, and the first appointment as a independent director of the company in 2021. Professionals in academic, new innovation development management, intellectual property management, business management, taught EMBA program of Business School of NCCU. The provisions of Article 30 of the Company Act are not applicable.	Compliant (Note 1)	Compensation Committee member of Wowprime  Compensation Committee member of Dynamic Electronics

Note1 : The amount of remuneration obtained from providing business, legal, financial, accounting and other services to the company or related companies in the last 2 years is 0.

## 2. Attendance of Members at Compensation Committee Meetings

(1) There are 3 members in the Compensation Committee.

(2) The term in office of the members (5th term): from July 7, 2021 to July 6, 2024. The

Compensation Committee convened 3 [A] meetings(The 4th, the 2<sup>nd</sup>, and The 5th, the 1st ) in 2021. The qualification of members and their attendance status are as follows:

Title	Name	Actual number of attendance (B)	Attend through proxy	Percentage of actual attendance (%) [B/A]	Note
Convener	Hsieh, Han Chang (independent director:)	3	0	100 % (Required attendance: 3)	Re-elected as the 5th Compensation Committee Members (Re-election date: July 7th, 2021)
Member	Liang, Wei Ming (independent director:)	3	0	100 % (Required attendance: 3)	Re-elected as the 5th Compensation Committee Members (Re-election date: July 7th, 2021)
Member	Chiu, Yi Chia (independent director:)	1	0	100 % (Required attendance: 1)	New-elected as the 5th Compensation Committee Members (election date: July 7th, 2021)
Convener	Chen, Kuo Hong (independent director:)	2	0	100 % (Required attendance: 2)	The 4th Compensation Committee Members (Stepped down from the position on July 7th, 2021)
Member	Tseng Ming-ren	2	0	100 % (Required attendance: 2)	The 4th Compensation Committee Members (Stepped down from the position on July 7th, 2021)

Other mentionable items:

1. The Board may not accept the recommendations of the Compensation Committee, or revise the recommendations, specify the date of the Board meeting, the term, the content of the motion, the resolution of the Board, and the response of the Board towards the opinions of the Compensation Committee (e.g., the remuneration package passed by the Board is superior to the recommendation of the Compensation Committee, specify the difference and the reasons): None.
2. If any of the members of the Compensation Committee hold adverse opinion or qualified opinions with record or in written declaration against the resolutions of the committee, specify the date and the session of the committee meeting, the content of the motion, the opinions of all members and the response to the opinions of the members: None.

Compensation Committee	Details of the relevant agendas and the subsequent	Compensation Committee member's objection or reservation	The company's handling of the Compensation Committee's opinions
<p>2021.1.20 The 11th of the 4th Committee</p>	<p>1. Review the company's 2020 performance bonus (year-end bonus) case: The principle of distribution involves the adoption of the two-month salary of all the employees as the upper limit. The department supervisors shall submit distribution recommendation based on employees' annual contribution to the company, which based on performance assessment authority shall be submitted to the general manager for approval.</p> <p>2. Reviewed the company's 2020 manager performance bonus (year-end bonus) case: The distribution principle is based on the work performance of managers, annual contribution, and KPI achievement situation. In addition, based on the overall performance of departments, distribution recommendations are reported as shown in the attachment, which shall be resolved by the Remunerations Committee.</p>	<p>None</p>	<p>Board of Directors Meeting on 1/20 Approved by all attending directors</p>
<p>The company's handling of the Compensation Committee member's opinion: not applicable Resolution: All present member of the Compensation Committee agreed and passed every proposal</p>			
<p>2021.3.18 The 12th of the 4th Committee</p>	<p>1. The motion of a routine evaluation of the performance by directors, managerial officers and their remuneration in terms of policies, systems, standards/criteria and structure. The outcome of evaluation indicates that the current remunerations granted to the directors and managerial officers, their evaluation of performance and rules for their remuneration prove appropriate and shall be put into continued use.</p> <p>2. Reviewed the Company's 2019 remunerations for employees and directors case: In accordance with the corporate charter, if profits are made, 3%~15% of profits should be allocated as remuneration for employees and not more than 3% allocated as remuneration for directors. The remunerations for employees totaled \$51,500,000, and the remunerations for the directors totaled \$3,500,000.</p>	<p>None</p>	<p>Board of Directors Meeting on 3/18 Approved by all attending directors</p>
<p>The company's handling of the Compensation Committee member's opinion: not applicable Resolution: All present member of the Compensation Committee agreed and passed every proposal</p>			

Remuneration Committee	Details of the relevant agendas and the subsequent	Compensation Committee member's objection or reservation	The company's handling of the Compensation Committee's opinions
<p>2021.9.30 The 1st of the 5th Committee</p>	<p>1.Recommended convener of 5<sup>th</sup> Compensation Committee committee. Hsieh Han Chang serves as the convener approved with all members.</p> <p>2.Reviewed the company's 2020 remunerations distributed to directors" case: Passed the 2020 remuneration for directors in the amount of \$3,500,000 and amounts distributed to the directors at the shareholders' meeting on June 7, 2021.</p> <p>3.Review the annual salary adjustment and manager salary adjustment case: the total salary adjustment is capped at 2%, and employees under one year will not be eligible for salary adjustment. The starting date of salary adjustment is retroactive to July 1.</p> <p>4.Reviewed the company's 2021 distribution of bonuses to managers case: According to the corporate charter, the manager's work performance and annual contribution, and the departments' overall performance, the allocation amount of managers and employees is formulated.</p> <p>5.Reviewed the company's Compensation Committee 2022 calendar schedule case.</p>	<p>None</p>	<p>Board of Directors Meeting on 9/30 Approved by all attending directors</p>
<p>The company's handling of the Compensation Committee member's opinion: not applicable</p> <p>Resolution: All present member of the Compensation Committee agreed and passed every proposal</p>			

3.3.5 Implementation of the promotion of sustainable development and the differences and reasons for the code of practice for sustainable development of the TWSE/TPEX Listed Companies

Evaluation Item	Implementation			Deviations from “the Corporate Social Responsibility Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	
1.Does the Company establish a governance structure to promote sustainable development, and set up a dedicated (part-time) unit to promote sustainable development, which is authorized by the board of directors to handle senior management, and supervised by the board of directors?	V		<p>Flytech has set up “Corporate Social Responsibility Code of Practice”(it will be renamed as "Code of Business Sustainability Development" in May 2022) based on “Corporate Governance Best Practice Principles for TWSE List Companies” and approved it on 2015 May board of director meeting. It has been disclosed on company official website: <a href="http://www.flytech.com">http://www.flytech.com</a> and M.O.P.S.</p> <p>The Company has set up a "Corporate Social Responsibility promotion group" for many years. Rename as Corporate Social Responsibility Committee on 2021, its under the board of director. Rename as ESG Sustainability Committee on 2022 again, where the Chairman serves as the convener and two General Managers serves as the Chief Committee Member. The committee thereunder oversees five branch sections, i.e. Sustainability Management Section/Corporate Commitment Section/Green Operation Section/Employee Care Section/Social Participation Section to arrange resources and plan management methods and to assume the respective responsibility for tracking each Section’s duties (for more details about the relevant job duties, please refer to the Company’s corporate website: About Flytech/Investor relations/Corporate Governance/Explanation of Corporate Sustainability and CSR) to jointly fulfill corporate social responsibility and to reassess the implementation effectiveness. In each and every year, on a regular basis, we arrange publicity courses to publicize the CSR policy toward directors and employees. The performance of implementation and improvement plan would be reported to the board of directors meeting convened in the first quarter of the ensuing year. there was no major abnormality or risk event in the implementation of corporate social ESG sustainable development and the relationship with stakeholders in 2021. The "Corporate Responsibility Committee" has submitted a plan report on March 18, 2022.</p>	None

Evaluation Item	Implementation			Deviations from “the Corporate Social Responsibility Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	
			<p>In addition to reviewing the sustainable development situation of the previous year in the Q1 of each year, the board of directors also regularly review the "corporate social responsibility report" of the previous year in the second quarter. The report of 2019 and 2020 have been submitted to the board of directors in November 2021. The "Corporate Social Responsibility Committee" explains the core vision of the company's corporate social responsibility, the formulation of management policies and strategic objectives, and the evaluation and review methods of management policies, which are reviewed and supervised by the board of directors.</p> <p>In 2021, the above tasks were verifiably implemented.</p>	
2.Does the company conducted a risk assessment on the company’s operational plan related environment and social and corporate governance issues, and has it formulated related risk management policies or strategies?	V		<p>The boundary of the Company's major topic risk assessment is limited to Flytech Technology Co., Ltd., excluding subsidiaries.</p> <p>Identify risk assessment criteria, processes, result and risk management policies or strategies for material environmental, social and corporate governance issues</p> <p>(1) The Promotion Office under the "ESG Sustainable Development Committee" of the Company starts a project every year to convene internal experts to identify major issues to be selected from GRI standards, SASB and TCFD guidelines, industry trends, corporate strategies, etc. The evaluation process of the frequency and significance of risks and opportunities, consider the significant impact of each issue on the economy, society, environment, and governance, and formulate the "impact score".</p> <p>(2) After the “impact score” determined by internal experts is approved by the committee, the list will be distributed to the following six categories of stakeholders in the form of electronic questionnaires, including: customers, employees, suppliers, investors/media, government/academic units , community/non-profit organization, get attention score.</p>	None

Evaluation Item	Implementation			Deviations from “the Corporate Social Responsibility Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	
			<p>(3) After the “impact score” determined by internal experts is approved by the committee, the list will be distributed to the following six categories of stakeholders in the form of electronic questionnaires, including: customers, employees, suppliers, investors/media, government/academic units , community/non-profit organization, get attention score.</p> <p>Significant issues of concern have been identified for risk management in 2021, and the "Corporate Social Responsibility Report" completed in accordance with this procedure in 2020 has been submitted to the TWSE MOPS and announced on the official website.</p>	



Evaluation Item	Implementation			Deviations from “the Corporate Social Responsibility Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	
<p>3. Environmental Issues</p> <p>(1) Does the company establish proper environmental management systems based on the characteristics of their industries?</p> <p>(2) Does the company endeavor to utilize all resources more efficiently and use renewable materials which have low impact on the environment?</p>	V		<p>(1) The company’s Corporate Social Responsibility Guidelines (It will be renamed as "Corporate Sustainability Principle" in May 2022) have set principles for sustainable development by which the company should abide. These principles including obeying environmental legislation and related international guidelines, increasing resource utility efficiency, building a proper environmental management system, setting up dedicated departments/units/staff for environmental management that will draft, implement and maintain related environmental management systems and concrete action plans; organize environmental educational classes for management and employees; properly utilize water resources; and conduct company greenhouse gas emission audits to reduce the company’s environmental impact on the environment. With ethical and sustainability as principles, we will build a positive operational environment. We will focus on our expertise and develop excellent products to generate revenue and profit that we can share with customers, suppliers, shareholders, employees, and other stakeholders, all the while fulfilling our sustainable responsibilities.</p> <p>The company obtained International Environmental Management System ISO14001 certification in 2011 (passed certificate renewal review in 2019: 2015 version (validity period from September 22, 2019 through September 21, 2022)).</p> <p>(2) The company is continuously committed to improving energy efficiency and using environmentally friendly recycled materials. The energy saving and waste base year data and achievement status, please refer to the corporate website (<a href="http://www.flytech.com">http://www.flytech.com</a>): About Flytech / Investor Relations / The corporate governance/environmental protection and energy saving policy page. The description of the company's "ESG Sustainability Report" and the relevant promotion measures are as follows:</p>	None

Evaluation Item	Implementation			Deviations from “the Corporate Social Responsibility Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	
(3) Does the company assessed the risks and opportunities arising from climate change on the present and future of the enterprise? Have coping measures for climate change related issues been adopted?			<p>To reduce the direct and indirect impact on the environment, Flytech used the table of environmental and ecological design benefit evaluation for the selection materials in the initial design concept to check whether the design of the new model achieves green design and environmental friendliness. The principles of the green design product include: Using green certified materials, using modular shared designs, use recyclable product materials, processes and products with the least impact on the environment and the most energy-efficient, to achieve the green design of energy saving and electricity saving. In production processes, we adopt lead-free production procedures, and both our spare parts and finished products are RoHS certified.</p> <p>In 2022, The company is expected to complete the external verification of ISO 14064-1, With 2022 as the base year, policies and goals for improving energy efficiency and using renewable materials are set. After being approved by the "ESG Sustainable Development Committee", submitted to the board of directors for approval and are continuously followed.</p> <p>(3) Here at the Company, we have set a five-year program to minimize greenhouse gas emissions, taking the 2019 electricity consumption and carbon emissions as the base period. The goal is to cut electricity consumption per unit output by 5%, and to reduce emissions equivalent (Co2e) by 10%.by 2024. In 2021, Flytech decided to invest NT\$15 million to upgrade the air-conditioning equipment at Neihu Corporate Headquarters to improve the efficiency of electricity use, and to replace the more environmentally friendly R-410a refrigerant to reduce the power consumption and greenhouse gas emissions.</p>	

Evaluation Item	Implementation			Deviations from “the Corporate Social Responsibility Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	
			<p>1. The Company also duly observes applicable laws and intensifies the recycling and reuse of resources, and prevents the pollution of water and air through proper monitoring and testing through its waste management plan. Furthermore, the Company also advocates a carbon reduction and energy saving, and proceeds to sustainable development of the environment by mitigating the impact on the environment to the expectation of the international trend and customers.</p> <p>2. With the impact of climate change caused by excessive global warming, the Company refers to the TCFD guidelines to assess the potential risks and opportunities related to climate involved in the transition to a low-carbon economy. Topics include: greenhouse gas emissions, increase in average temperature, increasing number of extreme weather days, and increasingly obvious differences between wet and dry seasons, etc., list risks and opportunities, potential financial impacts, and contingency measures taken, hoping to internalize them into enterprises through education and publicity Culture, make all employees take their own responsibility, and continuously monitor the improvement effect. For details, please refer to the Company's corporate website: Investor Relations/Corporate Governance/Risk Management tab, or the Company's "ESG Sustainability Report".</p> <p>In 2021, the above tasks were verifiably implemented.</p>	

Evaluation Item	Implementation			Deviations from “the Corporate Social Responsibility Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons																		
	Yes	No	Abstract Explanation																			
(4) Does the company monitor the impact of climate change on its operations and conduct greenhouse gas inspections, as well as establish company strategies for energy conservation and carbon reduction?			<p>(4) The company commenced self-inspection of greenhouse gas emission beginning 2015, has formulated management strategies, methods, goals, and carbon emission reduction goals, and continues to conduct monitoring and improvement. Management policies pertaining to energy conservation, carbon reduction, greenhouse gas emission, water usage reduction, or other waste and their implementations, please refer to the page 118-120.</p> <p>1. Statistics and intensity of the last two years</p> <p>(A) Greenhouse gas (Calculate the intensity by product sales)</p> <p>According to the ISO14064-1 standard, the Company conducted a self-inspection of the GHG emission Scope 1, 2 and 3 of the Neihu headquarters and the Linkou factory (excluding subsidiaries). The results are as follows, mainly from the electricity emissions in Scope2:</p> <table border="1"> <thead> <tr> <th>Neihu Headquarter and Linkou Plant</th> <th>2020</th> <th>2021</th> </tr> </thead> <tbody> <tr> <td>Scope 1 (CO2e emissions converted from HFCs in air conditioners and ice water host refrigerants)</td> <td>136.95 t</td> <td>127.74 t</td> </tr> <tr> <td>Scope 2 (Converting CO2e emissions from the power)</td> <td>1,442.3 t</td> <td>1,789.3 t</td> </tr> <tr> <td>Scope 3 (Converting CO2e emissions from traffic vehicles and waste)</td> <td>40.15 t</td> <td>27.93 t</td> </tr> <tr> <td>Total</td> <td>1,619.4 t</td> <td>1,937.8 t</td> </tr> <tr> <td>unit product emissions</td> <td>8.22 kg</td> <td>8.92 kg</td> </tr> </tbody> </table> <p>Compared with the previous year, the average emission slightly increased in 2021, because the epidemic in Europe and the United States slowed down in the second half of the year, and the increase in customer orders and production resulted in an increase in the average.</p>	Neihu Headquarter and Linkou Plant	2020	2021	Scope 1 (CO2e emissions converted from HFCs in air conditioners and ice water host refrigerants)	136.95 t	127.74 t	Scope 2 (Converting CO2e emissions from the power)	1,442.3 t	1,789.3 t	Scope 3 (Converting CO2e emissions from traffic vehicles and waste)	40.15 t	27.93 t	Total	1,619.4 t	1,937.8 t	unit product emissions	8.22 kg	8.92 kg	
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			<p>(B) Water consumption (Calculate the intensity by the person at the end of year)</p> <table border="1"> <thead> <tr> <th></th> <th></th> <th>2020</th> <th>2021</th> </tr> </thead> <tbody> <tr> <td rowspan="3">Neihu</td> <td>Total and water consumption</td> <td>4,136 kWh</td> <td>3,307 kWh</td> </tr> <tr> <td>water consumption/person</td> <td>21.5 kWh</td> <td>17.05 kWh</td> </tr> <tr> <td>water consumption of unit /person</td> <td>21,541 liter</td> <td>17,046 liter</td> </tr> <tr> <td rowspan="3">Linkou</td> <td>Total and water consumption</td> <td>7,450 kWh</td> <td>7,792 kWh</td> </tr> <tr> <td>water consumption/person</td> <td>29.21 kWh</td> <td>27.06kWh</td> </tr> <tr> <td>water consumption of unit /person</td> <td>29,215 liter</td> <td>27,056 liter</td> </tr> </tbody> </table> <p>Compared with the previous year, the average water consumption of 2021 was decreased. In addition to the slowdown in the epidemic, it also showed that daily cleaning and environmental protection have achieved remarkable results.</p> <p>(C) Waste (No hazardous waste, Calculate the intensity by the person at the end of year)</p> <table border="1"> <thead> <tr> <th>Neihu Headquarter and Linkou Plant</th> <th>2020</th> <th>2021</th> </tr> </thead> <tbody> <tr> <td>Domestic waste</td> <td>48 t</td> <td>17.66 t</td> </tr> <tr> <td>business waste</td> <td>1.9 t</td> <td>19.92 t</td> </tr> <tr> <td>Industrial waste</td> <td></td> <td>18.17 t</td> </tr> <tr> <td>Emissions of Unit /Person</td> <td>0.11 t</td> <td>0.08 t</td> </tr> </tbody> </table> <p>In 2021, Suppliers separate the industrial waste and domestic waste. Compared with last year, the total amount of the two categories is reduced 12.36 tons.</p>			2020	2021	Neihu	Total and water consumption	4,136 kWh	3,307 kWh	water consumption/person	21.5 kWh	17.05 kWh	water consumption of unit /person	21,541 liter	17,046 liter	Linkou	Total and water consumption	7,450 kWh	7,792 kWh	water consumption/person	29.21 kWh	27.06kWh	water consumption of unit /person	29,215 liter	27,056 liter	Neihu Headquarter and Linkou Plant	2020	2021	Domestic waste	48 t	17.66 t	business waste	1.9 t	19.92 t	Industrial waste		18.17 t	Emissions of Unit /Person	0.11 t	0.08 t	
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Evaluation Item	Implementation			Deviations from “the Corporate Social Responsibility Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	
			<p>2. Here at the Company, we have set a five-year program to minimize greenhouse gas emissions, taking the 2020 electricity consumption and carbon emissions as the base period. The goal is to cut electricity consumption per unit output by 5%, and to reduce emissions equivalent (Co2e) by 10%.by 2024.</p> <p>In 2022, the Company is expected to complete the external verification of ISO 14064-1, in order to keep up with the international trend. Through the "ESG Sustainable Development Committee" to set goals and specific measures to improve energy efficiency and energy conservation. Submitted to the board of directors for approval and are continuously followed.</p> <p>(1)~(4) above were implemented in 2021 as provisioned.</p>	

Evaluation Item	Implementation			Deviations from “the Corporate Social Responsibility Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	
<p>4. Social Issues</p> <p>(1) Does the company formulate appropriate management policies and procedures according to relevant regulations and the International Bill of Human Rights?</p> <p>(2) Does the company set up and implemented reasonable employee welfare measures (including salaries, holidays, and other benefits), and have business performance or results been appropriately reflected in employee remunerations?</p>	V		<p>(1) In consideration to the fulfillment of ESG sustainable development responsibility and human rights protection and in reference to the Universal Declaration of Human Rights, Un Global Compact, ILO Declaration on Fundamental Principles and Rights at Work, and other internationally recognized human rights standards, the company has set up the “human rights policy,” which was announced in January for implementation in order to prevent conduct infringing upon and violating human rights, include human rights assessments, human rights concerns and practices (provide safe and healthy work place, ensure the equal job opportunities, child labor prohibition, physical and mental health and work balance, physical and mental health and work balance, pre-employment / on-the-job / occupational safety / integrity and ethics training for human rights protection) and appeal systems. In addition to providing a reasonable and safe environment and ensuring current employees are given reasonable and dignified treatment.</p> <p>(2) People is the most important asset. flytach takes "diversity and non-discrimination" as our tenet. The employment, salary and career development of employees focus on professional ability and job performance, rather than age, education, race, or gender. On the end of 2021, male to female ratio is 53% and 47%; Due to the flat organization of the Company, except for 2 presidents and 4 assistant VP above associate managers, the rest of the management hierarchy is mainly composed of middle-level managers. Leaves and various welfare measures are equal and non-discriminatory. The company's employee welfare measures (including salary, leaves and other welfare) are summarized as follows</p>	None

Evaluation Item	Implementation			Deviations from “the Corporate Social Responsibility Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	
			<p>1.Remuneration policies</p> <p>The provisions in the “Corporate Charter”, if the company has made profits for the year, 3%~15% shall be designated as employee remunerations. In addition, the company has set up the “Salary and Bonus Management Guidelines,” “Performance Management Guidelines,” and “Award and Punishment Management Guidelines” to provision remuneration policies such as fixed salaries, bonuses, and employee remunerations, etc. The Remunerations Committee shall periodically conduct reviews, which are supplemented by performance operation assessments including: employee performance, internal control system compliance situation, and compliance to various company policies including the social responsibility system. Awards or punishments are granted accordingly based on the remuneration policies and Award and Punishment Management Guidelines. the description are as below:</p> <p>(A) Fixed salary (this salary, professional addition, job addition): According to the labor law and the employee's academic experience and work ability, it is not determined by age, gender and ethnicity.</p> <p>(B) Year-end bonus and performance bonus: The year-end bonus is based on on two months. According to the performance of each employee's performance appraisal, the bonus amount is determined. The performance bonus is based on the business/production/R&amp;D/project performance of each department and the contribution of each employee. And approved.</p>	



Evaluation Item	Implementation			Deviations from “the Corporate Social Responsibility Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	
			<p>(3) Salary policy: The annual salary adjustment is based on the previous year's business performance and market salary status. Individual promotion and salary adjustment will be handled in accordance with the “Management Measures for Awards and Punishments.</p> <p>(4) Employee compensation: The provisions in the “Corporate Charter”, if the company has made profits for the year, 3%~15% shall be designated as employee remunerations. Based on the performance appraisal results of each employee, and reviewing the achievement of the KPIs formulated and approved by each employee at the beginning of the year (each department has different KPIs depending on the nature of operations), like revenue achievement rate, Gross Profit Margin, and delivery achievement rate etc. Calculate the approved individual allocation amount.</p> <p>2. Leave and welfare policy</p> <p>The company has set up the ‘Leave Category Management Guidelines’ to regulate the leave-taking and holiday management system. In 1992, the Employee Welfare Committee was set up to provide various employee welfare activities and subsidies, include monthly birthday parties and birthday cash gifts, wedding and funeral cash gifts, three gifts during three major Chinese holidays, domestic and international company trips, club events, Festive company meals, health inspections, recognition of senior staff, a sports and games room and fly’s book rooms etc.</p>	

Evaluation Item	Implementation			Deviations from “the Corporate Social Responsibility Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	
(3) Does the company provide a healthy and safe working environment and organize training on health and safety for its employees on a regular basis?			<p>Employees with family factors or special needs can apply for flexible working hours to adjust their commute time. Female employees are entitled to maternity leave and welfare committee subsidies. They can also apply for parental leave and work assistance after reinstatement depending on their family situation.</p> <p>3.Employee Stock Ownership</p> <p>In 2016, the company established the "Flytech Technology Co., Ltd. Employee Stock Ownership Association", and colleagues raised a fixed amount from their salaries. Then the Company allocated the same amount of incentive money and deposited it into financial institutions to increase employees' recognition of the company. Assist members to obtain the company's stock, and enhance the stability of members' future retirement and resignation life.</p> <p>(3) 1. Obtain the relevant Certification</p> <p>The Company successfully obtained the ISO 14001 (2018 version, validity period from September 22, 2019 through September 21, 2022) in 2001 and obtained the ISO 45001 2018 version (valid from December 1, 2020 to November 30, 2023). in 2020. That means the Company has integrated and established a complete and very sound safety and health working environment</p> <p>2. Measures for employee safety and health work environment, education policy and its implementation</p>	

Evaluation Item	Implementation			Deviations from “the Corporate Social Responsibility Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	
			<p>The Company has duly established a “Labor Safety and Health Committee” in accordance with the Occupational Safety and Health Act and laws and ordinances concerned (which was consolidated and upgraded into the “Environmental Safety and Health Committee” after the Company obtained the ISO 45001 system certification in 2020). The members of such Committee include the supervisors and staff members working with the Neihu Headquarters and the Linkou Plant. Other than such duties to draft methods of operation, the Committee assumes the responsibilities for occupational safety training at the Neihu Headquarters and the Linkou plant in such professional duties including reviewing the training programs for safety of machinery, equipment and raw materials, reviewing occupational calamity investigation reports, assessing on-the-spot occupational safety performance and the like to carry out all aspects of security. Further, on a regular basis, the Committee sponsors and carries out educational &amp; training programs focusing on safety and health, fire protection and other related contents, and takes necessary preventive measures against potential occupational disaster to minimize the potential risk factors of the working environment. Through all such efforts in combination, the Committee establishes and ensures a safe and healthy workplace. The hands-on implementation status is as enumerated below:</p> <p>(A) Take labor insurance, health insurance, and group insurance for the protection of the employees. Ensure safe workplace environments and provide qualified operating equipment in accordance with the Labor Facilities Safety Regulations.</p>	

Evaluation Item	Implementation			Deviations from “the Corporate Social Responsibility Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	
			<p>(B) Have regular quarterly inspections and maintenances of fire-fighting facilities (fire extinguishers, fire prevention refuge facilities, emergency lights, electrical appliances, fire pumps and fire hydrants), annual inspections and maintenances of smoke ventilation equipment, employee safety educational training sessions and disaster prevention drills every 6 months.</p> <p>(C) Conduct daily / weekly / month / quarterly maintenance for various types of manufacturing equipment according to the ISO’s “Equipment Maintenance Procedures.”</p> <p>(D) Appoint professional technicians to inspect electrical equipment monthly.</p> <p>(E) Daily patrols by the Company’s security personnel.</p> <p>(F) Routine health examination for the employees every year.</p> <p>(G) Maintenances, replacement of filters, and water quality inspections for the company drinking-water equipment every 3 months.</p> <p>(H) Providing nutritious and healthy group lunch services for employees of the Linkou factory.</p> <p>The management center is responsible for carrying out training courses on environment, occupational safety and health (environmental safety and health) for new employees and current employees in accordance with the ISO "Education and Training Management Procedures" to ensure that all employees understand the environmental safety and health policies, methods to be followed and due rights and interests .</p> <p>3. There was no occupational accident in 2021.</p>	

Evaluation Item	Implementation			Deviations from “the Corporate Social Responsibility Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	
(4) Does the company have an effective career development training program for employees?			<p>(4) Exactly in accordance with ISO “Education and Training Management Program” and internal control procedures, the Company has duly mapped out employee training programs (include general staff, managers and employees). The training methods are included in outsourced training programs and in-house courses.</p> <p>In terms of outsourced training programs, each and every department is required to submit its respective training programs and budgets to be approved at the end of each fiscal year and the employees shall submit their training applications based on the annual programs and their substantial needs. After the training programs are satisfactorily completed, they are required to submit their training experience report or opinion questionnaire to the Human Resources Training Department to register credits and share the course information or share training internally.</p> <p>The internal training programs include:</p> <p>(A) New recruit training. New recruits enter the basic course training on the day upon their registry in employment to ensure that they can quickly understand the team concept and culture at the very beginning when they join Flytech.</p> <p>(B) Project training. Such training programs are exclusive courses specifically intended to reserve cadres and middle- and high-level elite cadres, allowing the talent trainees from all levels to inherit the wisdom and practical operation of Flytech members to cultivate more elites and leaders in the future<sup>3</sup></p>	

Evaluation Item	Implementation			Deviations from “the Corporate Social Responsibility Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	
(5) Does the company complied with relevant regulations and international standards with regard to the health and safety of customers purchasing products or services, customer privacy, marketing, and labeling? Have relevant consumer or client rights protection policies and appeal procedures been set up?			<p>(C) Credit system learning programs. Flytech sets the basic training credit requirements that all colleagues must achieve within the year and colleagues are participating to accumulate credits from various in-house and outsourced programs to leave a firm record for their own learning process to continually improve professional skills and self-growth.</p> <p>(D) Monthly Seminars [Flytech knowledge +] lectures. We invite external experts to share their hands-on profession. With the comprehensive training programs mentioned above, we have trained employees to improve their professional skills and career planning ability.</p> <p>(E) The I-Learning online education training platform allows colleagues to plan their own training time and increase participation.</p> <p>(5) The company’s Corporate Social Responsibility Guidelines(it will be renamed as "Code of Business Sustainability Development" in May 2022) stipulate that the sale and signage of the company’s products and services should comply with relevant legislation and international guidelines. Behavior such as cheating, misleading, fraud, etc., which breach consumers’ trust and rights, are strictly prohibited. The company is a B2B operation type and does not directly face the final consumer. In 2019, in compliance with GDPR, Taiwan’s Personal Information Protection Act and other regulations. The Flytech personal data management has been established, include Personal Data Management Policy, Points for setting up personal data protection organizations, Measures for the Security Management of Personal Data Files, and Personal Data Protection Impact Analysis Management Procedure to protect customers’ privacy. With "RMA policy" and customer complaint mechanism to provide customer complaints and repair channels.</p>	

Evaluation Item	Implementation			Deviations from “the Corporate Social Responsibility Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	
(6) Does the company set up supplier management policies and requested suppliers comply with relevant regulations on environmental protection, vocational safety and health, the human rights of laborers, and other issues? What is the implementation situation?			<p>(6) The company has provisioned in the “Code for Corporate Social Responsibility”(it will be renamed as "Code of Business Sustainability Development" in May 2021) that during contract signing between the company and the main supplier, it is recommended that the content includes corporate social responsibility policies of both sides” and a clause (i.e. in the event the community environment and society of the supply source cause significant impacts, the contract may be terminated or withdrawn at any time). According to the company's ISO 9001 "Supplier Qualification Procedure", when selecting new suppliers, management from the source, ISO 9001, ISO 14001, ISO 45001 are taken into consideration, and a green supply chain that protects the environment and labor safety, health and human rights is established. Comply with business ethics, government environmental protection regulations, occupational safety and health regulations, labor regulations, and labor rights such as child labor, and work together to implement ESG sustainable responsibilities.</p> <p>Through the "Supplier Rating and Performance Tracking Program" and the regular distribution of supplier environmental questionnaires, we advocate reducing environmental impact, classifying waste and managing waste well, implementing environmental management, and improving various environmental-friendly goals through continuous improvement.</p> <p>(1)~(6) above were implemented in 2021 as provisioned.</p>	

Evaluation Item	Implementation			Deviations from “the Corporate Social Responsibility Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	
5. Has the company compiled Sustainability Report and other reports disclosing the company’s non-financial information in reference to internationally accepted report preparation standards or guides? Has the abovementioned report acquired validation or guarantee opinions from a third-party verification unit?	V		The Company’s “ESG Sustainability Committee” was successfully compiled in February and June 2021. Exactly in accordance with GRI standards, we have completed compilation of the 2019 and 2020 ESG Report. The Company will conduct the third-party assurance of 2022 ESG Report on 2023.	None
6. If the Company has established the corporate sustainable development principles based on “Code for Corporate Sustainable Development for TWSE/TPEX Listed Companies”, please describe any discrepancy between the Principles and their implementation: None. The company has created the Code for Corporate Social Responsibility (it will be renamed as "Code of Business Sustainability Development" in May 2022), which is published on the corporate website and Market Observation Post System. It is in compliance with the Corporate Sustainable Development Principles for TWSE/TPEX Listed Companies.				
7. Other important information to facilitate better understanding of the company’s sustainable development (1) Advocate full participation in social services, through community service and participation in various public welfare activities, to give back to society and fulfill the obligations of business operations. Affected by the COVID-19 epidemic in 2021, some planned activities have been postponed or cancelled or changed to online. The annual activities are as follows : (A) Cooperate with the "Blessing Committee" to set up "“Flytech Loves Public Welfare Club " to organize and care for the weak activities and give gifts every two months. (B) As always, on an annual basis, we team up with universities/colleges to sponsor the “Starry Training Camp” during the summer and winter vacations. Through such an elaborately designed Camp, we provide a seven-day training program for university/college and graduate school students. Through the experience sharing with the Company’s senior executives and close practical interactions, the student trainees will be instructed with the updates of industry trends and will have a more direct understanding of the application field of industrial computers, the business model and products of the industrial computer industry. In turn, we promote cross-field and cross-professional student exchange programs. In 2021, the training camp is held in summer vacation due to the epidemic, trainees from northern, central and southern areas of Taiwan to gather together in the significant learning process. Student trainees from different fields, expertise and backgrounds learn together in the well-designed training courses and grow together. Through the intensive training activities, in addition to allowing outstanding domestic students regarding the practical operation of the industry, the Camp further enables the trainees to learn practical hands-on experiences from each other amidst the exchange. Further, on a regular basis, we hold “Starry Alumni Association” lectures and gatherings to continually track the shared experiences and learned achievements among the Starry Alumni. So far, many student trainees have joined Flytech Group as regular employees after graduation from the Camp and become outstanding cadres with exceptional performance.				



Evaluation Item	Implementation			Deviations from “the Corporate Social Responsibility Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	
<p>(C) In coordination with the “Flytech Foundation” we organize activities to cultivate underprivileged students and promote technological innovation, including notably: (a) We generously offer scholarships to students from Taitung County High School (Vocational) schools for the outstanding students from poverty-stricken families. After the name list of the target students is confirmed, award programs to broaden their horizons through the well-organized corporate visits. (b) The Design For Taiwan “DFT Workshop”: This is a plan for university/college students across Taiwan, from summer to winter vacations over a period of one year, with eight workshops to be sponsored (including three online workshops). Those students from colleges and universities will be organized into the respective teams to work out how to improve performance and efficiency on environmental/society/energy/education/discipline issues. After the fourth workshop was completed, we will sponsor the outstanding results display exhibition at Warehouse No. 2 of Taipei Sunghshan Tobacco Mill in September 2020.</p> <p>(D) Sponsored social service units or academic events.</p> <p>(E) Held a company-wide energy conservation and carbon-reduction performance competition, held mountain-cleaning event in conjunction with the company’s annual factory celebration to realize the company’s environmental protection policy.</p> <p>(F) Collect receipts monthly and donate to the Genesis Social Welfare Foundation, and donate books and magazines and recycled items to the Tzu Chi Foundation.</p>				

Evaluation Item	Implementation			Deviations from “the Corporate Social Responsibility Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	

(2) The details of the events, the number of participants and the beneficiaries, industry-academia collaborations are as listed:

Event Name	Month of Event	Contents of Event	Amount of Participating Employees	Beneficiaries / Number of Participants
Star Training Camp	8	Star Summer Training Camp, seven days of activities	60	71
	11	Fanxin Alumni Association (meals and social activities).	18	96
“Flytech Loves Public Welfare” Club Activities	3	Co-organizer by North Coast & Guanyinshan National Scenic Area Administration : “Find blue sea back” Coastal Clean-Up.	40	25
	7	Second-hand goods online tendering into charity	150	
	8.9	Second-hand goods auction tendering into charity	150	
	11	Clean River Activities- Clean River, Eco-friendly tableware on Sanxia River	42	Clean up 67kg
Co-organized events with Flytech Foundation.	7	Scholarship for the impoverished or outstanding students of Taitung County’s Senior High Schools	20	60
	3,4,5,6, 8,9,10,11,12	Eight "DFT Workshop" (Online programs only during May, August, September, November, December) “DFT webinar” in May	36	612
	9	“DFT Workshop” Online Result Presentation	30	3,215
Sponsored Events	5	Sponsored Association of Police Friends in the amount of NTD\$300,000.		
Energy-conservation and Carbon-reduction Competition	Monthly	Electricity usage Evaluations and Awards Competition	All Employees	

8.If the Company's products or ESG report have passed the verification criteria of the relevant verification agree upon, they should be stated expressly:

Passed the certification review (validity period from December 3, 2020 through August 21, 2023).

ISO 13485 Medical Equipment Quality System: The 2016 version passed the certificate renewal review (validity period from January 29, 2019 through January 27, 2022).

ISO 14001 Environmental Management System: The 2015 version passed the certificate renewal review (validity period from September 22, 2019 through September 21, 2022).

ISO 45001 Occupational Safety and Health Management System: 2018 version (first time certification, valid from December 1, 2020 to November 30, 2023).

IATF 16949 for Quality management system for the automotive industry 2016 Version (valid starting from December 12, 2021 until December 11, 2024).

### 3.3.6 Ethical Corporate Management

Evaluation Item	Implementation Status			Deviations from “the Ethical Corporate Management Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	
<p>1. Establishment of ethical corporate management policies and programs</p> <p>(1) Has the company set up integrity operation policies passed by the board and explicitly stipulated integrity operation policies and practices in the regulations and external documents, as well as the board and senior management level’s commitment to active operational policy implementation?</p> <p>(2) Has the company established a dishonest conduct risk assessment mechanism to periodically analyze and assess business activities with higher dishonest conduct risk within the business cope, based on which plans for preventing dishonest conducts have been set up, at least covering the preventive measures of the conducts in Paragraph 2, Article 7 of the “Code for Integrity Operations of TAIEX and OTC Listed Companies”?</p>	V		<p>(1) The company has established Ethical Management Principles based on the Company Ethical Behavior Principles for Exchange-Listed and OTC-Listed Companies, submitted it, and had it approved to take effect by the board in May 2015. The Principles determine that the company and related enterprises/organizations should clearly demonstrate their ethical management policies in both their regulations and documents meant for the public. The board and management must ensure the policies are implemented both in internal management and business operations.</p> <p>(2) The company has set up the “Integrity Operation Procedure Guideline” in accordance with the “Code for Integrity Operations,” which was passed by the board on November 10, 2016 and implemented. The “Integrity Operation Promotion Team” under the board is the dedicated unit for the amendment, implementation, interpretation of this operational procedure and the conduct guidelines, as well as the supervision and implementation of consultation services, report content registration, archiving, and related operations. It periodically reports to the board (at least once a year) and is responsible for the following matters:</p> <p>(A) Assist in incorporating the value of integrity into the company’s operational strategies and set up anti-fraud measures to ensure integrity operations in accordance with the regulatory system.</p> <p>(B) Periodically analyze and assess the risk of dishonest conduct within the business scope and set up plans for preventing “dishonest conduct,” and set up work-related standard operational procedures and conduct guidelines in the plans.</p> <p>(C) Set up a monitoring and balance mechanism for high-risk business activities prone to “dishonest behaviors” within the business scope.</p>	None

Evaluation Item	Implementation Status			Deviations from “the Ethical Corporate Management Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	
(3) Has the company explicitly stipulated and implemented operational procedures, conduct guidelines, violation punishments, and appeal system in the plan for preventing dishonest conduct? Is the abovementioned plan periodically reviewed and revised?			<p>(D) Promote and plan integrity operation policy propaganda activities.</p> <p>(E) Plan and implement the offense reporting system to ensure the effectiveness of implementations.</p> <p>(F) Assist the board and management level in checking and assessing whether measures, plans, and mechanisms established to prevent “dishonest conduct” operate effectively, and which are periodically made into reports.</p> <p>(G) Produce and properly keep integrity operation policies and compliance declarations, fulfillment commitment, and implementation situation related documented information.</p> <p>(3) The company’s Integrity Operation Procedure and Conduct Guidelines provision specific integrity operation related practices, definition of dishonest conduct, procedures to comply when providing/receiving/promising interests, internal propaganda/establishment of awards and punishments/appeal system and disciplinary actions, inclusion of integrity operation in the employee performance assessment and human resources policies, and establishment of specific and effective award, punishment, and appeal systems. Management regulations for preventing dishonest conduct include: Management regulations “basic requirements for services,” “award and punishment management guidelines,” “offense reporting operational guidelines,” and declaration of incorruptibility in the recruitment contract duly signed by the employee provisioning incorruptibility clauses including the prohibition of personal fraud, public property misappropriation, public fund embezzlement, bribery commission acceptance, and avoidance of conflict of interest clause to be complied by employees as provisioned. Violations will be dealt with according to the severity of events in order to ensure the company’s integrity operations.</p>	

Evaluation Item	Implementation Status			Deviations from “the Ethical Corporate Management Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	
			<p>As stated in No. 2 of Item (2), the “Integrity Operation Promotion Team” is responsible for periodically analyzing and assessing the risk of dishonest conduct within the business scope, based on which reviews and amendments are carried out. In 2019, the annual review was completed, and the “Code for Integrity Operations” and “Integrity Operation Procedure and Conduct Guidelines” were slightly amended. No anomalies pertaining to dishonest conduct occurred in 2019, and the policy system review situation and supervision implementation results were compiled and reported at the board meeting on March 18, 2022.</p> <p>(1)~(3) above were implemented in 2021 as provisioned.</p>	
<p>2.Fulfill operations integrity policy</p> <p>(1) Does the company evaluate business partners’ ethical records and include ethics-related clauses in business contracts?</p>	V		<p>(1) Since its beginning, the company has upheld its core policies of “pursue excellence, be honest and accountable, focus on expertise.” Apart from our risk management system (which was built according to laws and accounting regulations), internal control system, and auditing regulations, we also include in our contracts with clients and suppliers terms regarding liabilities and protection of both parties’ rights. We exclude the possibility of insider trading and conduct business fairly and transparently. We have also created the Ethical Management and Behavior Guidelines, which stipulate that before signing contracts with any party, we must fully understand the extent of their business practices. Observation of our ethical business practice policies should be included in contracts, or issues of ethical transactions should be clearly defined in the contracts. After the contracts are checked against the Contract Vetting Methods, they can be approved for signing. There were no dishonest matters from the transacting parties in 2021.</p>	None

Evaluation Item	Implementation Status			Deviations from “the Ethical Corporate Management Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	
(2) Has the company set up a dedicated unit to promote enterprise integrity operations and periodically (at least once a year) report to the board regarding the integrity operation policy, the plans for preventing dishonest conduct, and the supervision implementation situation?			<p>(2) In accordance with the provisions in the “Integrity Operation Procedure and Conduct Guidelines,” the company set up the “Integrity Operation Promotion Team” in November 2016 as the dedicated unit under the board for the amendment, implementation, interpretation of the said procedure guidelines, as well as the supervision and implementation of consultation services, report content registration, archiving, and related operations. The Guideline Regulation Promotion Team periodically reports to the board (at least once a year). No anomalies pertaining to dishonest conduct occurred in 2021, and the 2021 annual review consolidation report has been completed and reported to the board of directors on March 18, 2022, as follows: In conjunction with the example of the competent authority, the “Code for Integrity Operations” and the “Integrity Operations Procedure and Code of Conduct” have been revised.</p> <p>(A) In conjunction with the example of the competent authority, the “Code for Integrity Operations” and the “Integrity Operations Procedure and Code of Conduct” have been revised.</p> <p>(B) Online education training (Descriptions of the company’s relevant regulations, legal compliance items, dishonest cases, etc.) and testing.</p> <p>(C) Random audit of dishonest circumstances.</p> <p>(D) Random audit of dishonest circumstances.</p> <p>There were neither abnormal matters in violation of integrity in 2021, nor disputes or punishments by the competent authority.</p>	

Evaluation Item	Implementation Status			Deviations from “the Ethical Corporate Management Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	
(3) Does the company establish policies to prevent conflicts of interest and provide appropriate communication channels, and implement it?			(3) The company’s Basic Service Regulations and “Reward/Penalty Management Methods include avoidance of conflict of interest terms, stipulating that employees should not conduct any business outside of work using the name of the company, take part-time jobs without the company’s permission, and operate or invest in enterprises with business profiles similar to those of the company. The Board Meeting Protocols also have in place avoidance of conflict of interest terms, and the company’s Ethical Management and Behavior Guidelines stipulate that directors, supervisors, managers, and other present stakeholders at the meeting should not participate in discussion or voting, vote on behalf of other directors, or be present when the resolution takes place if matters discussed affect their own interests or interests of those whom they represent. Prior to this, they must explain to the board important points in conflicts of interests, especially when these points negatively affect the company’s interests. Directors should also practice self-discipline and not support each other’s agendas when conflicts of interest occur. Terms above are implemented and supervised by the Task Group for Ethical Management.	

Evaluation Item	Implementation Status			Deviations from “the Ethical Corporate Management Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	
<p>(4) Does the company established an effective accounting system and internal control system for implementing integrity operations? Has the internal audit unit formulated relevant audit plans according to the assessment results of dishonest conduct related risks, based on which the situation of compliance with plans to prevent dishonest conduct can be checked, or checking can be implemented by commissioning CPAs?</p> <p>(5) Does the company regularly hold internal and external educational trainings on operational integrity?</p>			<p>(4) The company has set up an effective accounting system, internal control system, and related management regulations, while sales, procurements, inspection and acceptance, payments and collections, financial management, investment, and other operations have taken integrity operation objectives into account. The internal audit unit formulated and reported the annual audit plan based on the risk assessment results of various operations, which was passed by the board. Based on the plan implementation audit and annual internal control self-assessment, the effectiveness and compliance situation of the internal control design was reported to the board. The internal control system for 2021 was deemed effective, and no major anomalies were found after implementation inspection. There were no major deficiencies in the internal accounting control checking report presented by the financial statement CPAs.</p> <p>(5) The company has set up the “Integrity Operation Procedure and Conduct Guidelines,” provisioning that internal propaganda should be conducted yearly to convey the importance of integrity to the directors and employees. Beginning 2020, e-education training with I-Learning online platform has been conducted. During pre-service training for incoming employees, the internal control system and management regulations related to integrity operations are explained.</p> <p>(1)~(5) were implemented as provisioned in 2021, without major abnormalities in violation of integrity operations.</p>	



Evaluation Item	Implementation Status			Deviations from “the Ethical Corporate Management Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	
<p>3. Operation of the integrity channel</p> <p>(1) Does the company establish both a reward/punishment system and an integrity hotline? Can the accused be reached by an appropriate person for follow-up?</p> <p>(2) Has the company set up investigation standard operational procedures regarding offense reports accepted, subsequent measures to be adopted after investigation completion, and related confidentiality mechanisms?</p> <p>(3) Does the company provide proper whistleblower protection?</p>	V		<p>(1) On November 10, 2016, the company established its Complaints Protocols, which define complaint and reward systems. The Task Group for Ethical Management is the recipient of complaints.</p> <p>(2) The company’s “Offense Reporting Operational Guidelines” provisions offense report acceptance, confidentiality, appeals, reviews, records, information disclosure, and other mechanisms. An offense report mailbox has been set up on the company’s website and internal website, channels for employees or other stakeholders to file appeals. Subsequent measures to adopt after investigation are as follows: For offense report cases, in case the following events apply, immediately report to independent directors: Events in offense reports involve directors or senior management level, are major violations that subject the company to extensive damage.</p> <p>(3) The company’s Complaints Protocols also establish confidential programs after complaints are received, so that unfair treatment of staff can be prevented.</p> <p>(1)~(3) were implemented as provisioned in 2021, and no important aberrations from ethical management practices were found.</p>	None

Evaluation Item	Implementation Status			Deviations from “the Ethical Corporate Management Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	
<p>4. Strengthening information disclosure</p> <p>Does the company disclose its ethical corporate management policies and the results of its implementation on the company’s website and MOPS?</p>	V		<p>The company has set up the company website (<a href="http://www.Flytech Technology Co., Ltd..com">http://www.Flytech Technology Co., Ltd..com</a>) for disclosure of corporate governance major information, including Corporate governance and Functional Committee, company regulations, important resolutions of the board of directors, communication situation of independent directors, internal audit supervisors, and CPAs, situation of the internal audit organization, enterprise social responsibility and ESG, situation of integrity operation fulfillment, environmental protection and energy conservation policies, supplier management, information security management, intellectual property management, risk management, and stakeholder area, which are disclosed on the official website or the Market Observation Post System, including: Code for Corporate Governance, Code for Moral Conducts, Code for Integrity Operations, Code for Enterprise Social Responsibility, Integrity Operation Procedure and Conduct Guidelines, etc.</p> <p>In 2021, the above were implemented and fulfilled,</p>	None.
<p>5. If the company has established the ethical corporate management policies based on the Ethical Corporate Management Best-Practice Principles for TWSE/TPEX Listed Companies, please describe any discrepancy between the policies and their implementation.</p> <p>The company has created the Ethical Management Principles, Company Ethical Behavior Principles, and Complaints Protocols, all of which are published on the corporate website and Market Observation Post System. They are all in compliance with the Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies. In 2021, the Task Group for Ethical Management supervised all departments to ensure they were complying with the guidelines, and no violations of ethical management were found. The above findings were reported to the board in the March 2022 meeting.</p>				
<p>6. Other important information that helps understand the implementation of ethical corporate management of the Company: (e.g. discussion and correction of the Ethical Corporate Management Rules established by the Company):</p> <p>Based on the Ethical Management Principles, the company has established its Company Ethical Behavior Principles, which was passed by the board on November 10, 2016 and took effect on the same day. The Principles define concrete procedures, behavior guides, penalties for violations, and the complaints system. The task group is directly connected to the board and is responsible for modifying, implementing, explaining, and consulting with regard to the guidelines. Once a year the group will host an announcement event and report to the board, to express to all employees, directors, and supervisors the importance of ethics and the implementation of the principles. The results of the 2021 ethical management were reported at the March 2022 board meeting</p>				

### 3.3.7 Corporate Governance Guidelines and Regulations

The company's corporate governance regulations include: the Corporate Governance Code, Integrity Management Code, Integrity Management Procedures and Behavior Guidelines, Reporting Methods, Corporate Social Responsibility Code, Ethical Conduct Code, Board Performance Evaluation Methods, Articles of Incorporation, Rules of Procedure for Shareholder Meetings, Rules for the Election of the Directors, Duties and Responsibilities of Independent Directors, Organizational Regulations for the Audit Committee, Rules of Procedure for Board Meetings, Processing Procedures for Major Internal Information, Procedures for Acquisition or Disposal of Assets, Management of Loans to Others, and Procedures of Endorsements and Guarantees. This has been uploaded to the Market Observation Post System, and is also disclosed on the company website's corporate governance section.

### 3.3.8 Other Important Information Regarding Corporate Governance

None.

### 3.3.9 Internal Control Systems

1. Please refer to the Statement of Internal Control System showed on page 282.
2. If CPAs is entrusted to review the internal control system, the accountant's review report shall be disclosed: None

3.3.10 In 2021 and up to the date of publication of the annual report, the company and its internal personnel were punished according to law, the company's internal control system was punished by the company, and the situation of deficiencies and improvements:  
None

3.3.11 In 2021 and up to the date of publication of the annual report, major Resolutions of Shareholders' Meeting and Board Meetings

1. Important resolutions and their implementation status at the 2021 General Shareholders Meeting

- (1) Passed the 2020 Business Operation Report, Accounting Balance Sheet and the remuneration proposal for employees, directors and supervisors.
- (2) Passed the 2020 surplus profit distribution proposal.

Achieved dividend policy balance and stabilization and perfected the financial structure. 10% of the legal reserve of the company's annual surplus in 2020 in the amount of \$58,872,576 was allocated as cash dividends for shareholders in the amount of NT\$500,718,134 in accordance with the Corporate Charter. NT\$3.5 cash dividend per share was distributed. In accordance with Article 241 of the Company Act, Additional paid-in capital in excess of par in the amount of NT\$71,531,162 was distributed as cash dividends. Based on the shares held by shareholders recorded in the shareholder register on the base day of distribution, NT\$0.5 cash dividend per share was distributed.

Implementation status: July 22, 2021 is set as the distribution base date, and all cash dividends were distributed as per the resolution of the general shareholders meeting on August 20, 2021 (NT\$4 cash dividend per share).

- (3) Approved partial amendments to: the Articles of Incorporation, Rules for the Election of the Directors (rename as Procedures for directors election ), Rules of Procedure

for Shareholder Meetings.

Implementation situation: The regulations shall be announced on the company's official website after meetings and conduction will be in accordance with the amended procedure

(4) Election of the 12th Board of Directors (including independent directors)

List of elected directors: Lam, Tai Seng, Wang, Wei Wei, Yi Hua Investment Co., Ltd., Flytech Foundation Representative: Hsu, ChiaHung

List of Elected Independent Directors: Hsieh, Han Chang, Liang, Wei Ming, Chiu, I Chia

Implementation: The results of the election were approved by the Ministry of Economic Affairs for registration on July 23, 2021 and announced on the company's official website.

2. 2021 Board meeting and important resolutions by the Board as of the print day of this yearly report

- (1) Passed the company's 2021 Audit Plan
- (2) 2021 proposal to report status of liability insurance for directors and managers
- (3) The motion to invest through FTC BVI into Astra Cloud Holding in its issuance of convertible corporate bonds amounting to US\$100,000.
- (4) Passed the Business Plan in 2021
- (5) Approved the 2020 annual performance bonus (year-end bonus) case approved by the Compensation Committee.
- (6) Passed a proposal to set the 2021 General Shareholders Meeting location, date, and other related issues
- (7) Officially passed the partial amendment to the "Regulations Governing Evaluation of the Performance by the Board of Directors"
- (8) Officially passed the Officially passed of the newly enacted "Risk Management Policy and Operating Rules" and report about the substantial business operation in Year 2020.partial amendment to the "Regulations Governing Evaluation of the Performance by the Board of Directors"
- (9) The "2020 Board, individual members, and Functional Committee member performance assessment" report case.
- (10) The "2020 Integrity operation implementation situation" report case.
- (11) The "2020 Corporate social responsibility policy implementation situation and stakeholder communication situation" report case.
- (12) The "2020 Information security management situation" report case.
- (13) Passed the 2020 employee remuneration and director remuneration proposals submitted by the Compensation Committee
- (14) Approved the company's 2020 financial statement (including the consolidated financial statement)
- (15) Passed the motion of the distribution of earnings in 2020

- (16) Approved the Company's distribution of cash dividends in the form additional paid-in capital.
- (17) Passed the company's 2020 "Internal Control System Announcement", which deems effective the company's Internal Control System Design
- (18) Approved partial amendments to the "Articles of Association"
- (19) Passed the amendment on partial articles of "Code for Integrity Operations" and the "Integrity Operation Procedure and Conduct Guidelines)," "Rules for Board Proceedings," and "Rules for Shareholders Meeting Proceedings."
- (20) Officially passed the subscription to the capital increase through cash injection of Hua Jie Smart Co., Ltd.
- (21) Officially passed the partial amendment to the "Shareholders' Meeting Procedure Rules" and "Regulations Governing Election for Directors."
- (22) Officially passed the partial amendment to the "Shareholders' Meeting Procedure Rules" and "Regulations Governing Election for Directors."
- (23) Officially passed the reeOfficially passed the reassignment of the Company's spokesman. Election of the Company's directors of Session 12.
- (24) Officially passed the ageOfficially passed the lifting of prohibition of business strife from the newly elected directors and the representatives thereof.nda to convene the Company's shareholders' regular meeting for Year 2021
- (25) Officially passed the agenda to convene the Company's shareholders' regular meeting for Year 2021
- (26) Officially passed the Company's acceptance of nomination by shareholders with more than 1% shares of list of candidates for directors (including independent directors) in the shareholders' regular meeting 2021.
- (27) Officially passed partial amendment to the "Organizational Rules for the Audit Committee" and "Regulations on responsibilities and powers of independent directors" and "Organizational Rules of Compensation Committee."
- (28) Passed the consolidated financial statements covering 2020 Q1 by Audit.
- (29) Passed a proposal to change the company's accountants of KPMG's internal personnel adjustment
- (30) Passed a 2021 proposal to evaluate the independence of accountants in charge of drafting the company's financial report
- (31) Passing the 2021 Financial Statement Auditor expenses case
- (32) The Company proposed to postpone the date and place of the 2021 general meeting of shareholders, in response to the anti-epidemic regulations by FSC, the shareholders' meeting suspend fromMay 24, 2021 to June 30, 2021
- (33) Passed the Company to postpone the date and place of the 2021 general meeting of shareholders.
- (34) Report on the three independent directors formed the 2nd Audit Committee.
- (35) Passed all directors recommending the Director Lam Tai Seng as the 12th Chairman.

- (36) Passed the Appointment of three independent directors as the 5th Compensation Committee.
- (37) Passed the consolidated financial statements covering 2020 Q2 by Audit.
- (38) Approved the renewal of the financial credit line case at Chang Hwa Commercial Bank
- (39) Passed a proposal to apply for a line of credit at HNCB
- (40) By continuing to provide its subsidiary Box Technologies Limited to apply to Changhua Commercial Bank for a guarantee of a credit line of GBP1 million and authorize the Chairman to handle contract-related affairs.
- (41) Officially passed the Compensation Committee for the amount of remuneration to directors for 2020.
- (42) Passed the Annual Salary Adjustment Principles and Manager Salary Adjustment Approved by the Compensation Committee.
- (43) The Compensation Committee discussed and passed the 2019 Dividend Distribution Plan for Managers and Employees
- (44) Passed the amendment on partial articles of “Code for Corporate Governance,” “Code for Moral Conducts,” and “Operational Procedure for endorsement guarantee.”
- (45) Completed the 2019 and 2020 version of the corporate social responsibility report.
- (46) Passed Flytech Investment Co., Ltd. to invest NT\$18 million in the 35% Common Share of TAC Dynamics during the accelerating the strategic layout.
- (47) The consolidated financial statements covering 2021 Q3.
- (48) Passed the investment of USD 3 million to establish a subsidiary inefi Holding Co., Ltd. (Cayman) due to accelerate the software layout of the group.
- (49) Passed the company’s 2022 Audit Plan
- (50) 2022 proposal to report status of liability insurance for directors and managers
- (51) The Company guarantees the short-term guarantee loan from the subsidiary Flytech Investment Co., Ltd. with a deposit certificate of NT\$10 million
- (52) Passed the Business Plan in 2021.
- (53) Approved the 2021 annual performance bonus (year-end bonus) case approved by the Compensation Committee.
- (54) Passed the date, place and related matters of 2022 Annual General Meeting of Shareholders
- (55) Passed the subsidiary inefi Holding Co., Ltd(Cayman) opened the OBO account.
- (56) In response to the Company's future market layout, it is planned to participate in the sale of the equity in Compal's public acquisition of 49.3% of the equity of Puda Systems held by Flytech Investment Co., Ltd., a subsidiary of the company.
- (57) Passed inefi Holding Co., Ltd (Cayman) re-investment and established Taiwan inefi Digital Technology Co., Ltd.

- (58) Reported on the Board and functional committee Performance Evaluation in 2021, Intellectual Property Management Plan, 2021 Performances, 2021 Integrity Operation, the “2021 Corporate social responsibility, ESG sustainable development and stakeholder communication situation”, 2021 Information Security Management Situation and Risk management situation.
- (59) Passed the 2021 employee remuneration and director remuneration proposals submitted by the Compensation Committee
- (60) Passed the 2021 financial statement (including consolidated annual financial statement)
- (61) Passed the motion of the distribution of earnings in 2021
- (62) Passed the company’s 2021 “Internal Control System Announcement”, which deems effective the company’s Internal Control System Design
- (63) The investment in the cash capital increase of AiXpert Solutions Inc., is subscribed by Flytech Investment Co., Ltd. The Company holds 65.625% equity of AiXpert, and can subscribe and invest NT\$148,837,500 according to law.
- (64) Approved amendments to the "Procedures for Acquisition or Disposal of Assets," "Management of Loans to Others," "Procedures of Endorsements and Guarantees," and "Regulations Governing the Acquisition and Disposal of Assets by Public Companies"

3.3.12 In 2021 and as of the date of publication of the Annual Report, If the directors or supervisors have different opinions on the important resolutions passed by the board of directors and there are records or written statements , the main content:  
None

3.3.13 The facts regarding resignation, discharge in assembling by relevant personnel of the Company (including the chairman, general manager, accounting head, treasurer, internal audit head and research & development head, etc.) in 2021 and as of the date of publication of the Annual Report:

### 3.4 Information Regarding the Company’s Audit Fee and Independence

Unit: NT\$ 1,000

Firm Name	CPA Name	The duration of the audit	Auditing fee	Non-Auditing fee	Total	Remark
KPMG	Wei-Ming Shih Huei-Chen Chang	2021.1.1 ~2021.12.31	3,506	560	4,066	Non-Auditing fee include: Tax service fee \$217,000 of setting up overseas company and \$150,000 of transfer pricing report, and others

**3.5 Replacement of CPAs:**

The company did not replace the accounting firm in 2020 as of the date of annual report printing.

**3.5.1 the former CPAs**

Date of replacement	Jan. 1, 2021		
Replacement reason and description	Cooperate with KPMG's internal personnel adjustment		
The commissioner or CPA terminates or declines the commission	Counterparty	CPA	Commissioner
	Condition		
	Decided to terminate the appointment	N/A	N/A
	Decided to not to continue the appointment	N/A	N/A
Opinions and reasons of audit reports issued during the most recent two years, excluding those issued with unqualified opinion.	None.		
Any differences in opinions with the issuers?	None.		
Other matters for disclosure (Matters covered from item 1-4 to 1-7, subparagraph 6, Article 10 of the regulations should be disclosed)	N/A		

**3.5.2 On the successor CPAs**

Firm Name	KPMG
Name of CPA	Wei-Ming Shih 、 Huei-Chen Chang
Date of appointment	Jan. 1, 2021
Matters regarding the accounting treatment of or application of accounting principles to a specific transaction or the type of audit opinion that might be rendered on the company's financial report, and the successor CPAs' opinion thereto.	N/A
Written disagreements from the succeeding auditor against the opinions made by the former CPA	N/A

**3.6 The Company's Chairman, Chief Executive Officer, Chief Financial Officer, and managers in charge of its finance and accounting operations did not hold any positions in the Company's independent auditing firm or its affiliates during 2021.**

None.

**3.7 Transfer of shareholder equity transfer and equity pledge by directors and supervisors, managerial officers and key shareholders holding more than 10% in 2021 and as of the date of publication of the Annual Report.**



## 3.7.1 Changes in Shareholding of Directors, Supervisors, Managers and Major Shareholders

Unit: Shares

Title	Name	2021		As of Apr. 30, 2022	
		Holding Increase (Decrease)	IPledged Holding Increase (Decrease)	Holding Increase (Decrease)	IPledged Holding Increase (Decrease)
Chairman (major shareholder)	Lam, Tai Seng	—	—	—	—
Vice Chairman	Liu, Chiu Tsao (Note1)	—	—	—	—
Director	Wang, Wei Wei	—	—	—	—
Director	Yi Hua Investment Limited	—	—	—	—
	Representative : Liaw, Jui Tsung (Note 1)	—	—	—	—
Director/ President	Yi Hua Investment Limited	—	—	—	—
	Representative : Chuo, Chun Hung	18,696	—	—	—
Director/ President	Flytech Foundation	—	—	—	—
	Representative : Shyu, Jia Horng	24,118	—	—	—
Independent director	Chen, Kuo Hong (Note 1)	—	—	—	—
Independent director	Hsieh, Han Chang	—	—	—	—
Independent director	Liang, Wei Ming	—	—	—	—
Independent director	Chiu, Yi Chia	—	—	—	—
Assistant Vice President of Marketing Center	Hung, Dong Chang	—	—	—	—
Assistant Vice President of Manufacturing Center	Chen, Chun Hsiung (Note 2)	—	—	—	—
Special assistant to Chairman concurrently as Manufacturing Center supervisor	Hsieh, Sheng Wen	—	—	—	—
Vice President of R&D Center	Liu, Yun Ping	30,362	—	—	—
Vice President of Management Center	Lee, Mei Huei	(17,000)	—	—	—

Note 1: Director of Liu Chiu Tsao, Liaw, Jui Tsung Chen Kuo Hong resigned after re-election of the 12th Board of Directors on July 7, 2021

Note 2: AVP Chen Chun-Hsiung became the special assistant to the Manufacturing Center supervisor Center on January 2022.

3.7.2 Shares Trading with Related Parties: None.

3.7.3 Shares Pledge with Related Parties: None.

## 3.8 Relationship among the Top Ten Shareholders

April 30, 2022 Unit: Shares

Name	Current Shareholding		Spouse's/minor's Shareholding		Shareholding by Nominee Arrangement		Name and Relationship Between the Company's Top Ten Shareholders, or Spouses or Relatives Within Two Degrees		Remarks
	Shares	%	Shares	%	Shares	%	Name	Relationship	
Lam, Tai Seng	16,423,263	11.48%	11,040,443	7.72%	—	—	Wang, Wei Wei	Spouse	
							Bi Da Investment	First-degree relatives of the company chairman.	
							Zhong Chuan Investment		
Wang, Wei Wei	11,040,443	7.72%	16,423,263	11.48%	—	—	Lam, Tai Seng	Spouse	
							Bi Da Investment	First-degree relatives of the company chairman.	
							Zhong Chuan Investment		
Fubon Life Insurance Co., Ltd.	8,540,000	5.97%	—	—	—	—	None	None	
Ji Te Investment Development Co., Ltd.	4,475,253	3.13%	—	—	—	—	None	None	
Representative of Bi Da Investment Development Co., Ltd.: Lin, Yi Chung	3,840,925	2.69%	—	—	—	—	Lam, Tai Seng Wang, Wei Wei	Son	
MorganStanley investment fund in the custody of HSBC Taiwan	3,102,553	2.17%	—	—	—	—	None	None	
Taiwan Life Insurance Co., Ltd.	2,742,442	1.92%	—	—	—	—	None	None	
Fei Te Investment Co., Ltd.	2,581,729	1.81%	—	—	—	—	None	None	
Representative of Zhong Chuan Investment Development Co., Ltd.: Lin, Yi Chung	2,422,133	1.69%	—	—	—	—	Lam, Tai Seng Wang, Wei Wei	Son	
Norges Bank in the custody of Citi bank	2,337,000	1.63%	—	—	—	—	None	None	

## 3.9 Ownership of Shares in Affiliated Enterprises

Dec.31, 2021 Unit: Shares; NT\$

Affiliated Enterprises	The company's investment		Directors, supervisors, managers and investments directly or indirectly controlling the business		Comprehensive investment	
	Shares	%	Shares	%	Shares	%
Flytech USA International Co., Ltd. (Flytech USA BVI)	100,000	100.00	—	—	100,000	100.00
Flytech HK International Co., Ltd.. (Flytech HK BVI)	50,000	100.00	—	—	50,000	100.00
Flytech CN International Co., Ltd. (Flytech CN BVI)	200,000	100.00	—	—	200,000	100.00
Fei Shiun investment Co. Ltd. (Fei Shiun investment)	19,000,000	100.00	—	—	19,000,000	100.00
Box Technologies(Holdings) Ltd.( Box Holdings)	4,000	100.00	—	—	4,000	100.00
Flytech Technology (USA) Inc. (Flytech USA)	—	—	700,000	100.00	700,000	100.00
Flytech Technology (HK) Ltd. (Flytech HK)	—	—	1,000,000	100.00	1,000,000	100.00
Flytech CN International Co., Ltd, (Flytech Shanghai)	—	—	Note 1	100.00	Note 1	100.00
iSAPPOS Systems Co., Ltd. (iSAPPOS)	—	—	Note 1,2	100.00	Note 1,2	100.00
Berry AI Inc. (Berry AI)	—	—	10,500,000	65.63	10,500,000	65.63
iRuggy Systems Co., Ltd. (iRuggy Systems)	—	—	6,000,000	100.00	6,000,000	100.00
Poindus Systems (Poindus system)	—	—	10,354,000	49.31	10,354,000	49.31
Poindus Investment Co., Ltd.	—	—	Note 1	100.00	Note 1	100.00
Poindus Systems UK Ltd. (Poindus UK)	—	—	300,000	100.00	300,000	100.00
Adasys GmbH Elektronische Komponenten (Adasys )	—	—	2	100.00	2	100.00
WIMIsys Co., Ltd	—	—	Note 1	100.00	Note 1	100.00
Poindus Systems GmbH GroBhandelmit EDV. Oberureel (Poindus GmbH)	—	—	Note 1	100.00	Note 1	100.00
Box Technologies Ltd. (Box UK.)	—	—	10,000	100.00	10,000	100.00
BTechnologies AB (Box Nordic)	—	—	5,000	100.00	5,000	100.00
Tac Dynamics	—	—	163,000	35.00	163,000	35.00
Berry AI International Co., Ltd (Berry AI BVI) (Note 3)	—	—	50,000	100.00	50,000	100.00
Berry AI USA INC (Note 3)	—	—	1,000,000	100.00	1,000,000	100.00

Note 1: It is a limited company, and thus it has no shares.

Note 2: iSAPPOS Systems Co., Ltd. proceeded with its liquidation process in June 2020 and completed the liquidation process in February 2021.

Note 3: It was newly established on 2021.

## IV. Funding Status

### 4.1 Capital stock and stock shares

#### 4.1.1 Source of capital

April 30, 2022 Unit: Shares; NT\$

Year / month	Issue price	Authorized capital		Paid-up capital		Note		
		Shares	Amount	Shares	Amount	Source of capital	Offset by assets beyond cash	Other
1984.08	10	100,000	1,000,000	100,000	1,000,000	Capital increase by cash	None	Note 1
1985.12	10	250,000	2,500,000	250,000	2,500,000	Capital increase by cash	None	Note 2
1988.04	10	1,000,000	10,000,000	1,000,000	10,000,000	Capital increase by cash	None	Note 3
1991.02	10	6,000,000	60,000,000	6,000,000	60,000,000	Capital increase by cash	None	Note 4
2000.11	15	48,000,000	480,000,000	18,000,000	180,000,000	Capitalization of retained earnings NT\$ 18,000,000 Capital increase by cash NT\$ 102,000,000	None	Note 5
2001.05	30	48,000,000	480,000,000	24,000,000	240,000,000	Capitalization of retained earnings NT\$ 9,000,000 Capitalization of capital reserve NT\$ 18,000,000 Capital increase by cash NT\$ 33,000,000	None	Note 6
2002.06	10	48,000,000	480,000,000	31,200,000	312,000,000	Capitalization of retained earnings NT\$ 48,000,000 Capitalization of capital reserve NT\$ 24,000,000	None	Note 7
2003.06	10	48,000,000	480,000,000	36,348,000	363,480,000	Capitalization of retained earnings NT\$ 51,480,000	—	Note 8
2004.04	—	48,000,000	480,000,000	36,503,767	365,037,670	Capitalization of convertible bonds NT\$ 1,557,670	—	Note 9
2004.11	10	70,000,000	700,000,000	42,855,648	428,556,480	Capitalization of retained earnings NT\$ 62,755,650 Capitalization of convertible bonds NT\$ 763,160	—	Note 10
2005.04	—	70,000,000	700,000,000	43,578,614	435,786,140	Capitalization of convertible bonds NT\$ 7,229,660	—	Note 11
2005.07	—	70,000,000	700,000,000	43,691,226	436,912,260	Capitalization of convertible bonds NT\$ 1,126,120	—	Note 12
2005.10	10	70,000,000	700,000,000	49,976,554	499,765,540	Capitalization of retained earnings NT\$ 55,578,610 Capitalization of convertible bonds NT\$ 7,274,670	—	Note 13
2006.01	—	70,000,000	700,000,000	50,409,189	504,091,890	Capitalization of convertible bonds NT\$ 4,326,350	—	Note 14
2006.04	—	70,000,000	700,000,000	51,471,351	514,713,510	Capitalization of convertible bonds NT\$ 10,621,620	—	Note 15
2006.07	—	70,000,000	700,000,000	52,567,201	525,672,010	Capitalization of convertible bonds NT\$ 10,958,500	—	Note 16
2006.09	10	120,000,000	1,200,000,000	61,748,395	617,483,950	Capitalization of retained earnings NT\$ 91,811,940	—	Note 17
2006.10	—	120,000,000	1,200,000,000	61,798,395	617,983,950	Capitalization of convertible bonds NT\$ 500,000	—	Note 18
2007.01	—	120,000,000	1,200,000,000	62,329,645	623,296,450	Capitalization of convertible bonds NT\$ 5,312,500	—	Note 19
2007.09	10	120,000,000	1,200,000,000	73,679,092	736,790,920	Capitalization of retained earnings NT\$ 113,494,470	—	Note 20
2008.09	10	120,000,000	1,200,000,000	83,547,001	835,470,010	Capitalization of retained earnings NT\$ 98,679,090	—	Note 21
2009.04	—	120,000,000	1,200,000,000	78,694,001	786,940,010	Cancellation of treasury shares NT\$ 48,530,000	—	Note 22
2010.09	10	120,000,000	1,200,000,000	82,628,701	826,287,010	Capitalization of retained earnings NT\$ 39,347,000	—	Note 23

Year / month	Issue price	Authorized capital		Paid-up capital		Note		
		Shares	Amount	Shares	Amount	Source of capital	Offset by assets beyond cash	Other
2011.01	—	120,000,000	1,200,000,000	82,633,701	826,337,010	Capitalization of ESO NT\$ 50,000	—	Note 24
2011.04	—	120,000,000	1,200,000,000	82,675,701	826,757,010	Capitalization of ESO NT\$ 420,000	—	Note 25
2011.07	—	120,000,000	1,200,000,000	82,975,701	826,957,010	Capitalization of ESO NT\$ 200,000	—	Note 26
2011.09	—	120,000,000	1,200,000,000	90,963,271	909,632,710	Capitalization of capital reserve NT\$ 82,675,700	—	Note 27
2011.10	—	120,000,000	1,200,000,000	91,011,697	910,116,970	Capitalization of convertible bonds NT\$ 484,260	—	Note 28
2012.04	—	120,000,000	1,200,000,000	91,171,697	911,716,970	Capitalization of ESO NT\$ 1,600,000	—	Note 29
2012.09	—	120,000,000	1,200,000,000	100,288,867	1,002,888,670	Capitalization of retained earnings NT\$ 91,171,700	—	Note 30
2012.10	—	120,000,000	1,200,000,000	100,303,867	1,003,038,670	Capitalization of ESO NT\$ 150,000	—	Note 31
2013.01	—	120,000,000	1,200,000,000	100,424,867	1,004,248,670	Capitalization of ESO NT\$ 1,210,000	—	Note 32
2013.03	—	120,000,000	1,200,000,000	103,079,138	1,030,791,380	Capitalization of ESO NT\$ 4,420,000 Capitalization of convertible bonds NT\$ 22,122,710	—	Note 33
2013.07	—	120,000,000	1,200,000,000	107,035,223	1,070,352,230	Capitalization of ESO NT\$ 4,660,000 Capitalization of convertible bonds NT\$ 34,900,850	—	Note 34
2013.09	—	120,000,000	1,200,000,000	117,446,863	1,174,468,630	Capitalization of retained earnings NT\$ 104,116,400	—	Note 35
2013.10	—	120,000,000	1,200,000,000	119,297,543	1,192,975,430	Capitalization of ESO NT\$ 3,430,000 Capitalization of convertible bonds NT\$ 15,076,800	—	Note 36
2014.01	—	120,000,000	1,200,000,000	119,965,138	1,199,651,380	Capitalization of ESO NT\$ 200,000 Capitalization of convertible bonds NT\$ 6,475,950	—	Note 37
2014.04	—	180,000,000	1,800,000,000	120,080,248	1,200,802,480	Capitalization of ESO NT\$ 450,000 Capitalization of convertible bonds NT\$ 701,100	—	Note 38
2014.07	—	180,000,000	1,800,000,000	120,091,318	1,200,913,180	Capitalization of convertible bonds NT\$ 110,700	—	Note 39
2014.09	—	180,000,000	1,800,000,000	132,099,343	1,320,993,430	Capitalization of company reserves NT\$ 120,080,250	—	Note 40
2014.10	—	180,000,000	1,800,000,000	132,612,678	1,326,126,780	Capitalization of ESO NT\$ 4,180,000 Capitalization of convertible bonds NT\$ 953,350	—	Note 41
2015.02	—	180,000,000	1,800,000,000	132,947,202	1,329,472,020	Capitalization of ESO NT\$ 2,220,000 Capitalization of convertible bonds NT\$ 1,125,240	—	Note 42
2015.05	—	180,000,000	1,800,000,000	138,316,623	1,383,166,230	Capitalization of convertible bonds NT\$ 53,694,210	—	Note 43
2015.07	—	180,000,000	1,800,000,000	139,452,492	1,394,524,920	Capitalization of convertible bonds NT\$ 11,358,690	—	Note 44
2015.09	—	180,000,000	1,800,000,000	146,368,324	1,463,683,240	Capitalization of capital reserve NT\$ 69,158,320	—	Note 45
2018.02	—	180,000,000	1,800,000,000	143,062,324	1,430,623,240	Cancellation of treasury shares NT\$ 33,060,000	—	Note 46
2020.07	—	220,000,000	2,200,000,000	143,062,324	1,430,623,240		—	Note 47

- Not 1: Approved by the Department of Commerce, MOEA under Notice (73) Shang-Zi No. 138462 dated August 13, 1984.
- Not 2: Approved by the Department of Commerce, MOEA under Notice (74) Shang-Zi No. 160682 dated December 4, 1985.
- Not 3: Approved by the Department of Commerce, MOEA under Notice (77) Shang-Zi No. 152023 dated April 22, 1988.
- Not 4: Approved by the Department of Commerce, MOEA under Notice (80) Shang-Zi No. 101879 dated February 11, 1991.
- Not 5: Approved by the Department of Commerce, MOEA under Notice (89) Shang-Zi No. 141350 dated November 9, 2000.
- Not 6: Approved by the Department of Commerce, MOEA under Notice (90) Shang-Zi No. 09001190800 dated May 28, 2001.
- Not 7: Approved by the Securities and Futures Bureau under Notice Tai-Cai-Zheng-Zi (1) No. 0910135158 dated June 27, 2002.
- Not 8: Approved by the Securities and Futures Bureau under Notice Tai-Cai-Zheng-Zi (1) No. 0920128244 dated June 19, 2003.
- Not 9: Approved by the Central Region Office, Ministry of Economic Affairs under Notice Jing-Shou-Zhong-Zi No. 09331996430 dated April 23, 2004.
- Not 10: Approved by the Taipei City Government under Notice Fu-Jian-Shang-Zi No. 09321089910 dated November 3, 2004.
- Not 11: Approved by the Taipei City Government under Notice Fu-Jian-Shang-Zi No. 09408058910 dated April 25, 2005.
- Not 12: Approved by the Taipei City Government under Notice Fu-Jian-Shang-Zi No. 09411451400 dated July 26, 2005.
- Not 13: Approved by the Taipei City Government under Notice Fu-Jian-Shang-Zi No. 09423341100 dated October 14, 2005.
- Not 14: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 09501018380 dated January 27, 2006.
- Not 15: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 09501070490 dated April 19, 2006.
- Not 16: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 09501151620 dated July 14, 2006.
- Not 17: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 09501211830 dated September 15, 2006.
- Not 18: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 09501232110 dated October 13, 2006.
- Not 19: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 09601004100 dated January 9, 2007.
- Not 20: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 09601231850 dated September 20, 2007.
- Not 21: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 09701235800 dated September 15, 2008.
- Not 22: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 09801072810 dated April 14, 2009.
- Not 23: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 09901204910 dated September 10, 2010.
- Not 24: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 10001009390 dated January 17, 2011.
- Not 25: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 10001076400 dated April 18, 2011.
- Not 26: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 10001154680 dated July 19, 2011.
- Not 27: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 10001206560 dated September 8, 2011.
- Not 28: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 10001239630 dated October 19, 2011.
- Not 29: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 10101072070 dated April 24, 2012.
- Not 30: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No.

- 10101184680 dated September 6, 2012.
- Not 31: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 10101214920 dated October 16, 2012.
- Not 32: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 10201011370 dated January 16, 2013.
- Not 33: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 10201055210 dated March 27, 2013.
- Not 34: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 10201141670 dated July 19, 2013.
- Not 35: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 10201183250 dated September 4, 2013.
- Not 36: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 10201212520 dated October 18, 2013.
- Not 37: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 10301007230 dated January 16, 2014.
- Not 38: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 10301069410 dated April 23, 2014.
- Not 39: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 10301139430 dated July 14, 2014.
- Not 40: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 10301185160 dated September 11, 2014.
- Not 41: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 10301217920 dated October 21, 2014.
- Not 42: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 10401010400 dated February 6, 2015.
- Not 43: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 10401080500 dated May 4, 2015.
- Not 44: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 10401147880 dated July 21, 2015.
- Not 45: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 10401193810 dated September 22, 2015.
- Not 46: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 10701017840 dated February 13, 2018.
- Not 47: Approved by the Department of Commerce, MOEA under Notice Jing-Shou-Shang -Zi No. 10901110340 dated July 09, 2020.

April 30, 2022; Unit: shares

Share category	Authorized capital			Note
	Outstanding shares	Unissued shares	Total	
Common shares listed in the stock exchange	143,062,324	76,937,676	220,000,000	—

## 4.1.2 Shareholders structure

April 30, 2022; Unit: shares; %

Shareholders structure	Government institutions	Financial institutions	Other corporations	Foreign institutions and foreigners	Individuals	Total
Volume						
Head count	0	10	83	85	11,399	11,577
Number of shares held	0	14,580,238	22,254,346	18,630,694	87,597,046	143,062,324
Shareholding percentage	0.00%	10.19%	15.56%	13.02%	61.23%	100.00%

## 4.1.3 Ownership diversification

Ordinary shares: face value NT\$ 10 per share. (The Company has not issued preferred shares)

April 30, 2022

Shareholding rank	Number of shareholders	Number of shares held	Shareholding percentage %
1 to 999 shares	2,872	633,159	0.44%
1,000 to 5,000 shares	6,577	13,759,393	9.62%
5,001 to 10,000 shares	1,078	8,091,508	5.66%
10,001 to 15,000 shares	336	4,217,863	2.95%
15,001 to 20,000 shares	184	3,304,915	2.31%
20,001 to 30,000 shares	186	4,546,480	3.18%
30,001 to 40,000 shares	98	3,400,920	2.38%
40,001 to 50,000 shares	53	2,400,357	1.68%
50,001 to 100,000 shares	94	6,673,298	4.67%
100,001 to 200,000 shares	33	4,510,325	3.15%
200,001 to 400,000 shares	24	6,736,379	4.71%
400,001 to 600,000 shares	16	7,540,390	5.27%
600,001 to 800,000 shares	4	2,721,820	1.90%
800,001 to 1,000,000 shares	3	2,796,340	1.95%
1,000,001 or over	19	71,729,177	50.13%
Total	11,577	143,062,324	100.00%

## 4.1.4 List of major shareholders: shareholders with shareholding exceeding 5% or shareholders with top 10 shareholding percentages

April 30, 2022

Name of major shareholder	Shareholding	Number of shares held	Shareholding percentage %
Lam, Tai Seng		16,423,263	11.48%
Wang, Wei Wei		11,040,443	7.72%
Fubon Life Insurance Co., Ltd.		8,540,000	5.97%
Ji Te Investment Development Co., Ltd.		4,475,253	3.13%
Bi Da Investment Development Co., Ltd.		3,840,925	2.69%
Manage data software and information management, integrate software and hardware service.		3,102,553	2.17%
Taiwan Life Insurance Co., Ltd.		2,742,442	1.92%
Fei Te Investment Co., Ltd.		2,581,729	1.81%
Zhong Chuan Investment Development Co., Ltd.		2,422,133	1.69%
Invesco Funds SICAV – Invesco Asian Balanced Funds in the custody of HSBC		2,337,000	1.63%



## 4.1.5 Market price, net value, earnings, dividend per share and related information in the last 2 years

Item		Year	2020	2021	As of 2022/04/30
Market price per share	Highest		76.5	84.7	85.6
	Lowest		52.9	58.6	70.0
	Average		65.95	66.54	76.37
Net worth per share	Before dividend distribution		30.30	30.98	33.0
	After dividend distribution (Note 1)		Note 2	Note 2	—
Earnings per share	Weighted average shares (in thousands shares)		143,062	143,062	143,062
	Earnings per share (ex-right)		4.12	4.77	—
Dividends per share (Note 2)	Cash dividend		4.0	4.0	—
	Stock dividends	From earnings	0.0	0.0	—
		From capital reserves	0.0	0.0	—
	Retained Dividends		—	—	—
Analysis of investment returns	P/E ratio (Note 3)		16.01	13.95	—
	Price to dividends ratio (Note 4)		16.49	16.64	—
	Cash dividend yield (Note 5)		6.07	6.01	—

Note 1: The resolution of the Shareholders Meeting for the next year on the distribution of income.

Note 2: The motion on the distribution of stock dividends in 2022 has been passed by the Board of Directors in a session dated March 18, 2022 pending the final approval of the Shareholders Meeting.

Note 3: P/E ratio = Average closing price per share for the year / earnings per share.

Note 4: Price to dividend ratio = Average closing price per share for the year / cash dividends per share.

Note 5: Cash dividend yield = Cash dividend per share / average closing price per share for the current year.

## 4.1.6 The company's dividend policies and execution

## 1. Dividend policies

The Shareholders Meeting resolved on June 8, 2018 to amend the Articles of Incorporation in the aspect of dividend policy specified as follows:

- (1) If the Company has earnings after the annual account settlement, it shall appropriate for the payment of applicable taxes and covering carryforward loss, followed by the appropriation of 10% as legal reserve, and appropriate for the special reserve where necessary and as required by law. If there is still a balance, it shall pool up with the undistributed income accumulated in previous periods for distribution at the proposal of the Board, subject to the final approval of the Shareholders Meeting. The amount of distribution shall not fall below 60% of the corporate earnings net of the offsetting of carryforward loss, appropriation for the legal reserve, and the special reserve.
- (2) The Company takes into account equilibrium and stability in making its dividend policy, and in conjunction with the specific nature of the overall environment and the development of the industry with consideration of long-term financial planning and

satisfaction of cash flow needs of the shareholders. Likewise, cash dividend shall not fall below 10% of the total cash dividend and stock dividend resolved to distribute in the year.

## 2. Execution status

The motion of the distribution of earnings in 2021 proposed by the Board on March 19, 2021 is presented to the Shareholders Meeting for resolution. According to the Articles of Incorporation of the Company, the Company shall appropriate 10% of the earnings in 2021 as its legal reserve in the amount of NT\$68,306,394, and for the distribution of shareholder dividends amounting to NT\$572,249,296 at NT\$4.0/share.

### 4.1.7 Impacts on business performance and earnings per share if the stock dividend proposal is approved during the annual general meeting

Item/year		2021 (estimates)
Paid-in capital at the beginning of the period (NT\$1,000)		1,430,623
Stock Dividend in the current period	Cash dividend per share (NT\$) (Note 1)	4.0
	Number of shares allotted for each share held under the capitalization of retained earnings into new shares (Note 1)	0
	Number of shares allotted for each share held under the capitalization of additional paid-in capital (Note 1)	0
Changes in business performance	Operating profit	NA (Note 2)
	Proportion of change in the operating income from the same period of the previous year (%)	
	Net profit after tax	
	Proportion of change in net income from the same period of the previous year (%)	
	Earnings per share (NT\$)	
	Proportion of change in EPS from the same period of the previous year (%)	
	Annual average ROI (%)	
Pro forma EPS and P/E ratio	If the retained earnings for capitalization into new shares were switched to payment of a cash dividend in the full amount	Pro forma EPS (NT\$)
		Pro forma annual average ROI
	If there was no capitalization of additional paid-in capital	Pro forma EPS (NT\$)
		Pro forma annual average ROI
	If there was no capitalization of additional paid-in capital and the entire amount of retained earnings were switched to payment of a cash dividend	Pro forma EPS (NT\$)
		Pro forma annual average ROI

Note 1: Resolved by the regular session of the Shareholders Meeting in 2022.

Note 2: According to the “Regulations Governing the Publication of Financial Forecasts of Public Companies”, the Company is not required to disclose its financial forecasts in 2021.

#### 4.1.8 Remuneration for employees, directors and supervisors

1. The percentage or scope of remuneration to the employees, Directors, and Supervisors as stated in the Articles of Incorporation:

Article 23 of the Company's Articles of Incorporation states that the company should offer 3%-15% of the profits as employee compensation and no more than 3% of the profits as compensation to directors if the company is profitable that year. This is subject to a special resolution meeting by the board of directors and it should be reported during the shareholder meeting. Remuneration to employees may be paid in cash or stock. The recipients include the employees of subsidiaries meeting specific conditions. However, when the company still has accumulated losses, an amount equivalent to the loss should be reserved for making up the loss.

The company board passed the "2021 director and employee remuneration distribution case" on March 18, 2022. The remunerations for employees were estimated according to the profitability in 2021 and in reference to the distribution ratios in previous years. The actual remunerations distributed to directors were estimated in reference to the employee performance assessment results and KPI achievement situation. The remunerations for directors were estimated in reference to amounts distributed in previous years and the 2021 board performance assessment results. The actual amounts distributed were in reference to the annual performance assessment results of the directors. If there is a difference between the estimated amount and the actual issued amount, it will be treated as changes in accounting estimates and enter accounts when issuing annual adjustments.

2. The estimation of remunerations to the employees and Directors for the current period was based on the calculation of the quantity of shares distributed to the employees and the actual amount paid, and the accounting of the difference between the estimates and the actual payment:

The estimated amount of compensation for employees and directors/supervisors in 2021 will included in the operating costs or expenses based on their natures. If the allotted amount decided during the shareholder meeting is different from the estimated number on the financial statements, then it will be listed as changes in estimates for the current period's net income or losses.

3. The approved distribution of compensation on March 18, 2022 by the board of directors is as follows:

- (1) The differences, reasons and handling of the estimated amount and actual compensation amount for employees and directors in cash or stocks is as follows:

The cash remunerations for employees totaled \$60,000,000, and the remunerations for the directors totaled \$3,500,000, showing no differences in estimated credited amount in the 2020 financial statement. In 2020, no remunerations were distributed through shares.

- (2) The amount of payment to employees in the form of stocks in proportion to the net income stated in the separate financial statements in proportion to the total amount of

remuneration to the employees:

No release of stocks as remuneration to the employees in the current period

4. The actual payment to the employees, Directors, and Supervisors in the previous year (including quantity of shares, amount, and stock price):

The cash remunerations for employees totaled \$51,500,000, and the remunerations for the directors totaled \$3,500,000, showing no difference in estimated credited amount in the 2021 financial statement. In 2021, no remunerations were distributed through shares.

4.1.9 Shares repurchased by The Company: None

**4.2 Execution status of issuing corporate bonds:** None.

**4.3 Issuance of preferred shares:** None.

**4.4 Disclosure relating to depository receipts:** None.

**4.5 Status of employee stock certificates:** None.

**4.6 The new shares from restricted employee stock option:** None.

**4.7 Disclosure on new shares issued in exchange of other company shares:** None.

#### **4.8 Progress on the use of funds**

##### 4.8.1 Content of the plan

As of the end of the 1<sup>st</sup> quarter prior to the printing of this report, uncompleted offering of securities in tranches or through private placement, or offering of securities that was completed but the purpose of the plan has not been realized in the last 3 year: N/A.

##### 4.8.2 Execution:

N/A.

## V. Operation overview

### 5.1. Business content

#### 5.1.1 Business scope:

##### 1. Business scope:

###### (1) Major contents:

The design, manufacturing, and sale of industrial computers and related peripherals.

###### (2) Business proportion:

Unit: NT\$ 1,000

Item \ Year	2020		2021	
	Amount	Percentage %	Amount	Percentage %
Industrial computers	2,901,451	88.49	3,370,803	87.6
Peripherals	353,478	10.78	454,226	11.8
Other (Note)	23,804	0.73	21,910	0.6
Total	3,278,733	100.00	3,846,939	100.00

Note: Others are revenues from the development and designed project to the appointment of the customers.

###### (3) The carrying items of products (services) and new products (services) of the Company planned for development

###### (A) Premium items of the Company:

All-in-one POS, Panel PC, Mobile POS, KIOSK, KIOSK, box PC, Non-POS and POS Monitors series.

###### (B) New products planned for development:

New specifications All-in-one POS, Panel PC, Mobile POS, KIOSK, box PC, Non-POS and POS Monitors series, and brand-new UEM service provided by "Inefi".

#### 5.1.2 Industry overview

##### 1. Present state of the industry and development

###### (1) POS System

The POS system is a type of customized product aiming at the specific needs of the users in design, and is different from the standard specification mass production mode of consumer electronics such as the PC industry. The main targeted group of customers is system integration service providers and value adding distributors. For meeting the diversified specification standards of the firms and the wide array of customization in software, hardware manufacturers must have the capacity of integrating high stability and quality, and flexible design in manufacturing. As such, the high added value of the POS industry comes from the quality and service of the

firms, and there is a relatively high entrance barrier and less likelihood to confront cut-throat competition from other competitors. The evolution of the information communication technology (ICT) compelled the leading firms of the industry to use technologies in satisfying the newly developed needs of the customers. The All-in-one Touch POS multiple function touch control screen has been used extensively in food and beverages, hotels, retail and department stores, supermarkets, lottery and entertainment, distribution services, finance and banking, and other service industries to provide the timely functions of massive sale, inventory, customer information inquiry, computing, analysis and management. The sustainable innovative function and well-developed hardware integrated technology allowed the entrance of POS into the extensive Point-of-Service application sector. The latest innovative AI has also become an important part of application in smart retailing, smart restaurants, and smart cashier service and related high added value services. The variety of new stimulations and the continued expansion of the demand market will continue to drive the POS industry toward further growth.

The popular application of mobile products in the market of consumer electronics, and the rise of the ideas of the IoT, cloud computing, and smart living provided ground for the stable and mature development of mobile product core technologies such as related hardware computing speed, system software, and wireless information communication. These devices provide a description of portable devices, product search, inventory inquiry, data search, portable account settlement printout, transmission of information to terminal servers and related functions, and could flexibly be used in different industries in a diversity of functions including acceleration service, no constraint of time and space, avoidance of account settlement over-the-counter, portable services, and other high added value services. It is still the biggest driving force for continuously pushing the Point-of-Service industry into a brand new application market.

Notwithstanding the effect by the COVID-19 epidemic Amidst 2020 until now that suggests a considerable impact upon the catering and retail industry. Under the trend of AIoT intelligence, Flytech, which can meet the market trend and open up new application business opportunities, will continue to grow with related solutions such as smart retail, smart catering, smart transportation, and smart city are expected to flourish, driving the growth of the POS system and mobile POS industry. In 2021, our Company's shipped POS machines were continually to maintain within the top three in the world and firmly ranking proud No. 1 in Taiwan.

## (2) Industrial Computers-Panel PC and KIOSK

In the industrial computer sector, Panel PC integrates the system, hardware and monitor into a space saving panel. Panel PC is a solid device featuring water resistance, dust proof, shock proof and tamper-proof, and could be easily integrated to needs, energy efficient, light weight, and portable to meet application needs, and provides the best integrated services. Currently, this item has been extensively used in industrial control/medical devices/security control/traffic control/restaurant kitchens/transport

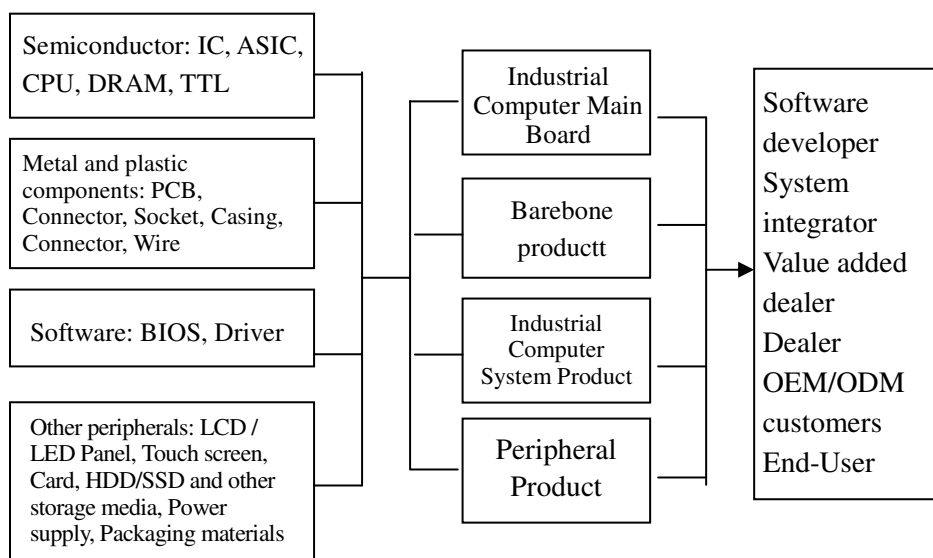
vehicles/outdoor exhibition and others in an environment of mobility, high dust, high temperature, and humidity. The proper development of wireless network infrastructure allows Panel PC to provide a diversity of applications through data transmission from a server at the remote end that makes a much wider scope of applications available, including industrial control, medical use, commercial use, public information service, transportation, table reservation and ticket booking, e-home, games, KVS, and gaming and similar markets.

Artificial intelligence (AI) and automation trends are the most important technological innovation and revolution, while related applications are undergoing overwhelming development. It is expected that the future industrial development must combine AI applications to create more advanced smart convenience. Under this trend, related system products will also be widely applied to the application end. The company's second production line Panel PC will also be applied in smart medicine, smart engineering control, smart management, and other related fields, while consumers' preference and demand for self-service has opened up new markets for KIOSK widely applied in newly set self-service routes of general stores and unmanned store check-out machine products.

Amidst 2020 until now, the world has been severely impacted by the COVID-19, and changes in consumption patterns. Under the trend of AIoT intelligence, the prosperity of smart clinics, factory automation, and smart cities has also driven the growth of Panel PC and KIOSK, Flytech is in control of new demands. In response to changes in consumer behavior patterns and consumption patterns, we will continue to invest in relevant new technologies, develop new products, and successfully develop medical application product series and mass production shipments, turning the crisis into a turning point. In the future, Flytech develop intelligent solutions from field applications and continue to create new application business opportunities. Panel PC and KIOSK are still the company's important product series that create business opportunities through application innovation.

## 2. The association of industries from upstream to downstream

The premium items of the Company are POS System, Panel PC, Mobile POS, and PC POS. The upstream industry is similar to PC and the key components are LCD/LED Panel, Touch screen, CPU, Chipset, DRAM, Storage device, PCB, logic IC, passive components, Power adapter, and input/output device. The downstream industry is different from PC and varies with customers. Most of them are system integration service providers, value adding distributors, or ODM customers and hardly sold directly to consumers. The following chart shows the association of the upstream, midstream, and downstream industries:



### 3. Trends of development of various products and competition

The features of the premium products of the Company:

#### (1) POS System

We are ahead of the industry peers in professional customized POS design, know-how and development of production process, and pioneered the trend of hardware specification in the POS industry. We have 84 patented intellectual property rights through in-depth development and innovation in technology. We were the first to invest in the POS market as early as 1999. From 2002 onwards, POS has emerged as the premium item of the Company. Accordingly, we positioned ourselves for selling projects for enterprises and international giant firms as our marketing strategy and provide research and development design, manufacturing, and service, and aim to emerge as a first rate international professional POS (Point-of-Service) hardware designer and manufacturer. The Company has launched a series of Touch POS integrated with touch control and LCD into one device since 2003, and integrated the peripherals into a Customer Display POS system. Currently, the key item for shipment is the 4<sup>th</sup> generation All-in-one Touch POS with touch control screen. From 2009 onwards, the Company has committed resources to the research and development of a micro embedded system platform for developing integrated devices with different screen sizes and processors with different levels of performance, and upgraded customized design with higher flexibility so that the system integration service providers could develop markets in a much broader horizon (highly acclaimed by the customers) and expand the business territory. The Company launched the PTS (Payment Terminal Solution) series in 2015, and effected mass production shipment in 2016. This move turned the traditional image of POS upside down. With the built-in thermal inductance paper printer, the touch control panel could be used as a tablet PC and also provides function as a desk-top printer. This will be an ideal item for the payment intermediaries with its compact appearance, portable application and price advantage, and will help the Company to



penetrate into the market of the small shopping malls and shops which would otherwise be difficult for the launch of POS products, and develop the leasing or purchase market of a single device for the micro business.

In the wake of the rapid development of technologies and different needs of applications at the customer end, the application of smart POS systems is becoming increasingly diversified. We launched the 1<sup>st</sup> generation Mobile POS system at the 2014 COMPUTEX. This device performs the function of payment integration, and is a brand new item for mobile service in smart cities under the latest trend of development around the world. We also launched the new generation Mobile POS 274 in the 2018 COMPUTEX by matching Mobile POS with Wi-Fi and 3G module, MSR, IC card reader (accredited by EMV Level 1.2), Scanner, NFC, fingerprint, and related settings. This device performs the IP54 water repellent and resistance function, with long-life and replaceable battery, and could be used in conjunction with other mobile card reading devices and printing equipment to provide a description of a portable item, product search, inventory inquiry, data search, portable account settlement printout, and transmission of information to terminal servers. This item could be used flexibly in a number of industries for a simplified consumption process and occupies very little space for high added value portable service. Series of peripherals for using in iOS have also been developed so that customers can get a viable solution through fingerprint unlocking, mobile payment, and linking to peripheral equipment.

With the expansion of market demand for mobile products, the company launched a new Mobile POS series in 2019. The new products successfully overcame the space constraints of application sites, providing “code-scanning table ordering services weigh speedy connection and excellent quality and receiving positive feedback and orders from well-known international brands, thereby creating more application momentum for the POS system product series of Leyte has Technology Co., Ltd.

We make our own design from MB, and have 4 SMT process lines and perfect quality control systems since the operation started at the newly built facilities in Hwa Ya Technology Park. The vertical operation is completed in a single process from MB to the finished device. As compared with other suppliers, we are more seasoned and stable in research and development, production technology, and customization. We also have complete product lines with widely spread price ranges, high/mid/low-end models with different specifications and options for different solutions of different markets. We are ready to accept purchase orders from international giant firms and customization of projects for customers.

Amidst 2020 until now, the impact by COVID-19 upon the global catering and retail industry was virtually beyond description. We established subsidiary AiXpert in 2019, to provide intelligent solutions to customers. In addition, it is also actively developing AIoT software and hardware solutions to provide customers with a full range of services and expanding the software and hardware requirements for application fields. it successfully developed in 2020 and started to sell cloud

monitoring UEM software Inefi in 2021. Provide software services for remote monitoring hardware on a subscription basis, this value-added function is expected to save customers considerable maintenance and operation costs, and improve the competitiveness of Flytech products in the market at the same time, allowing customers to more effectively maintain and operate remote control hardware. Flytech, as well, continually expanded its functions in response to market needs in order to provide customers with the most complete software value-added services. Flytech starts from the very innovation point to respond to severe economic challenges and market tests.

As always, we take the “Design For Service, Design for Cost, and Design for Quality” as the principal axis of POS design. Further to the continued expansion in the markets of Europe, Asia and America as well as the newly emerging economies for export, we also are continuing in the market of domestic demand and Greater China. Our core competence includes: serious commitment to the customers, unique product strategy, key professional technologies, good professional experience in systems, flexible manufacturing capacity, quick and good quality service, exclusive market positioning, proper market segmentation, and the development of high value-added differentiated products in different areas of applications. Our complete product lines could provide quick and good quality customized services including product design, manufacturing, supply management, and post-delivery service. The scope of services covers Point-of-Service value chain that differentiates us from our industry peers in market segmentation to avoid malicious competition. In the future, the Company will continue to provide full-range customized service packages with an attempt to secure more orders for enterprise projects and international giant firms, and form strategic alliances with these international giant firms so as to emerge as a benchmark enterprise of “Point-of-Service hardware Systems” with “complete product line, advanced know-how, outstanding manufacturing, and strong partnership commitment”.

## (2) Industrial Computers-Panel PC and KIOSK

In the domain of industrial computers, the Panel PC is the product that integrates the system, hardware, and monitor into one device. The condensed, slim, and sturdy single board features simplicity in integration, energy efficient, light weight, and fool proof in assembly, and can be used in small or limited spaces, outdoors, as a mobile loading tool, and environments with wide fluctuations in temperature, humidity and impact, or dusty and can provide simple and easy integration service. The Company has successfully developed a series of Panel PC products, including the Bedside Terminal, a joint venture with international well-known manufacturers for using in ambulances and short-range care platform. The shipment volume of this item remains stable and can be used in information management/hospital bed management/hospital bed caring/inquiry of medical history in electronic format, and as telephone/video call/multimedia/network/inquiry/meal ordering services for the patients in clinics and hospitals. The customized designed and good quality allow the successful entrance of

this item into the niche market of exclusive medical use with a substantial market share in the medical care industry where increasing demand for quality service is the trend.

The company has also successfully developed Panel PC series products that come in a full range of sizes and diverse functions for various automation applications, including catering, industrial control, commercial use, transportation, public information services, such as meal and ticket ordering, e-home, games, gaming, and other fields of innovative applications. The company's products developed through R&D have achieved industry-leading IP67-waterproof grade. The company launched the K770 series at the Embedded World 2016 Exhibition & Conference with the use of SUS304 food and medical-grade stainless steel, a flat multi-point touch screen, Intel's latest BayTrail® Processor, and IP69K-waterproof grade testing certified by SGSe, and 1Grms anti-shock and 20G anti-collision testing to provide customers with the most complete solutions. The products are suitable for food processing plants, restaurants and kitchens, and medical equipment applications; the K740 series provided embedded applications with the Intel BayTrail® Processor. The front panel passed IP66 waterproof grade testing and is applicable for harsh automated plant environments. The USB and switch are located at the front panel and have covers that can be closed and locked, so as to prevent an accidental bump under the operational environment that accidentally turns the machine on/off or unauthorized driver data transmission. The NFC/RFID/WiFi/Bluetooth are located at the front panel to optimize their signal transmission interface. There is an independent I/O port that has passed anti-full testing. In addition to focusing on the industrial automation market, it can also be applied in medical products and commercial applications, providing enterprise users with the best industrial computer choice; the K750 product series is a flat 32" 10-point touch tablet PC with projected capacitance, with the latest Intel Skylake Processor. It provides a wide range of expansion functions and I/O interface intended for medical institutions and operation rooms, giving customers more diversified specifications, accommodating various installation sites, and offering solutions for differentiated applications.

In addition to the Panel PC machines, the company also successfully developed self-service KIOSK applied in unmanned stores, airport self-check in, and hotel self-check in/out machines. In 2019, the new-generation ultra-slim KIOSK solution was launched. It is not only in line with the ADA (American Disability Act) barrier-friendly design, but also has achieved zero shaking with the total weight reduced by more than half compared to other models available in the market, with substantive performance in well-known brand shipments.

With the development of artificial intelligence (AI) and industrial applications reaching maturity, the company has actively engaged in R&D combined with AI and innovative products with automation functions. In 2019, subsidiary Berry AI was established, and AI and deep learning related software technology R&D commenced, leading to the successful development of AI recognition check-out product service machines and providing a new speedy self-check-out experience, thereby creating

new market demands with high added value.

Amidst 2020 until now, while the world was hit hard by the COVID-19 pandemic. Flytech saw the crisis turning into a turnaround. We took advantage of the increased demand for medical resources to vigorously develop new business horizons and new products and successfully won the purchase orders of the respirator Panel PC. With the development trend of AIoT in the post-COVID, the prosperity of smart medical care and factory automation, Flytech will continue to develop diversified new products, provide intelligent solutions from the needs of field applications, and continue to deepen and innovate in technology and develop new applications. The Panel PC series and KIOSK represent the Company's second largest business entities, innovating product features with the latest technology along with applying innovative developer machines. Using customized, differentiated, excellent quality and good service to strive for cooperation projects with well-known counterparts is an important success factor for our Company to stabilize the niche in the market.

### 5.1.3 Technology and R&D Overview

#### 1. The R&D expenditure in the last 5 years to the date this report was printed.

Unit: NT\$ 1,000

Year	2017	2018	2019	2020	2021	Up till April 30, 2022
R&D expenditure	194,757	189,990	169,628	158,736	169,227	41,817

#### 2. Technologies or products successfully developed in the most recent year

Date of completion	R & D results
2019	1.Successfully developed industrial computer series and new peripherals (POS system, Mobile POS, Panel PC, KIOSK, PC POS system) : P337、P458、P617、P667、K757V、P274 P roject mobile、K865、K86B、K889、K959、PB88、PC12、P155N 2.Successfully developed new MB series: D01, D42, D42L, D86S, D87U, D89S
2020	1. Successfully researched and developed industrial computers (POS system, Mobil POS, Panel PC, KIOSK,PC POS system, and Non-PC) series and new peripheral products: P615、P617N、P667、P667N、PB96、M276、M278、K736、K737、K738、K739、K889、PC17、PC18、PC26 2.Successfully developed new MB series: D98, F12, F14, F16, F63U, F64U, F93, F93S
2021	1. Successfully researched and developed industrial computers (POS system, Mobil POS, Panel PC, KIOSK,PC POS system, and Non-PC) series and new peripheral products: POS337N2、POS457、POS495D、P665、PC46、K959T、M285、K889、PC16、PC35、PC41、B6000 2.Successfully developed new MB series: F12R、F34、F36、84U、F91U、F92S、F95、F98

#### 5.1.4 Long and short-term business development plans

##### 1. Short-term development plan

###### (1) Marketing strategy

- ①Develop different applications with different products, extend different applications in the depth and scope of products (restaurants/hotels/supermarkets/superstores/retailers/price inquiry/ticketing/food ordering/shopping/multimedia advertising/medical use/industrial control/traffic control/gaming) for enlargement of the territory of Point-of-Service product line application.
- ②Keep abreast and control of the trend of smart application technology and respond to the needs of mobility and self-service of the industry, launch new Mobile POS products capable of integrating payment and KIOSK products for using in unmanned shops, multilateral expansion to different applications with diversified product lines, and continue to develop innovative application markets. Furthermore, we focus on more diverse fields so that customers from all walks of life would have the best intelligent solutions. Such vast fields include Animal husbandry farms, food processing mills, electric vehicle factories, medical places and Internet of Things applications.
- ③With the wealth of experience in system integration and flexible production under customization accumulated for years, we will continue to secure more orders for enterprise projects and international well-known brands for the effective use of differentiated R&D design, rapid manufacturing, superior quality, cost control and related core competence to heighten the entrance barrier against the competitors.
- ④Invest to establish subsidiaries for the pursuit of branding strategy and development of sale channels for new products. Provide resources to the subsidiaries in the mode of a “central kitchen”, keep up with the core competence including the development of advanced technologies, product design approximating market needs, procurement of key components, and flexible production and manufacturing, and continue to provide the customers with the best service.
- ⑤Focus on key customers and develop potential customers. Design and develop a new style and multi-functional niche items for the customers, and assist the customers to broaden their scope of applications, boost sales, and increase market share.
- ⑥Acquire overseas subsidiaries through equity control for expansion with their brand marketing expertise, existing clientèle base, and channels in Europe for yielding synergy under the vertical integration of supply chain.
- ⑦Based on the successful sale experience in Europe and America for further

development into the markets of Asia, Greater China, and newly emerged economies. Establish regional market strategic partnerships to develop local markets for new customers through the service platform of the partners, and provide quick service for the customers.

- ⑧Developing the new solutions, and start from field applications, so that customers can purchase all hardware and software in one stop, and create new application business opportunities for customers.

## (2) R&D and Production Policy

- ①We introduced cost management in design in the R&D phase aiming at simplicity, sturdiness, and practicality to develop the most efficient physical and electronic design. With the use of shared modules and the convergence of key components and materials in the specification to align with the strategic purchase plan for adaptation to the changes in the material supply market.
- ②The Company introduced a full-range of products in alignment with the global market trend. In the R&D phase, the Company adopted green design to mitigate the impact on the environment. Through green procurement, the Company moved the environmental protection requirements upstream to the supply of components and materials. This move was also extended to the entire life cycle of the product from the process of use to treatment after dumping.
- ③From the perspective of the users, we established an effective quality assurance system through SOP for strengthening the control of design quality/part quality/production process quality. From R&D to shipment, we upgraded the product quality throughout the full range with strict selection of parts/full-range/product inspection and validation.
- ④With the use of high-efficiency and high-quality automated equipment for significant enhancement of stability and capacity of production. With the use of a self-development production process management system, we could bolster process planning and scheduling management for the flexible use of production capacity, and perform flexible adjustment of scheduling and modularized production in line with the volume and content of purchase orders to enhance production efficiency and cost reduction. We provide customers with high quality services and products from design/production to post-delivery service through extensive and intact integration.
- ⑤Develop hardware products and software services required for intelligence and automation, to provide more diversified software and hardware integration solutions to strengthen growth momentum and grow together with partners.

(3) The scale of operation is congruent with the financial position:

- ①The corporate headquarters in Taiwan serves as the base for R&D and production with globalization and in-depth local marketing through the subsidiaries in Taiwan, the UK, USA, Hong Kong, and Mainland China, as well as the strategic partners in different regions.
- ②The Company seeks to root in Taiwan with its corporate headquarters in Neihu Technology Park and proprietary plants located at Hwa Ya Manufacturing Center at Linkou Technology Park, which was completed in 2011, and bolster its global logistics mechanism and financial operation stability with an upgrade in operation efficiency.
- ③We will further our efforts in operation with innovative products and application functions, upgrade the capacity of the management team for in-depth development of the product market and competitive advantage of our core competence.
- ④We will create a positive training environment to provide the opportunity of continuing education in professional skills and internal control for the new and existing employees so as to upgrade their quality and improve coordination and communication, which in turn will help to enhance the overall operation performance.

## 2. Long -term development plan

### (1) Marketing strategy

- ①We positioned ourselves as a “Service Manufacturer” with “a complete product line, advanced know-how, outstanding manufacturing, and strong partnership commitment”. Under the corporate philosophy of honesty and integrity in business, and commitment to the stakeholders, we cultivated a profound partnership with the customers and provide product planning and post-delivery service with global, multilateral, and completed service and customized products.
- ②The corporate headquarters at Neihu Technology Park is the global logistics and R&D center, while the new facility at Hwa Ya in Linkou Technology Park is the manufacturing center. These two centers working in conjunction with the business locations at home and overseas in the form of strategic alliance could enlarge the business territory through in-depth development with key customers and supply of the best innovative design and manufacturing services. We also positioned ourselves as a hardware supplier to assist customers develop niche products for better business opportunities and markets, and emerge as a first class professional system manufacturer of the world.

- ③Integration with the technologies, products, application software and channels of the partner firms through strategic alliance in combination with the advantages of R&D and production in the industry, as well as the advantages of strategic partnership and technologies, we could create the soundest performance.
- ④The Company will increase its market share through the brand marketing and new sale channels of the subsidiaries.
- ⑤The Company will continue to develop new products, applications, and function from an innovative and differentiated perspective, and take sustainable growth in business performance as the perpetual goal.
- ⑥We aimed at the global market and will continue to expand the markets with innovative applications to strengthen the cooperation with the distribution and value adding distributors, and launch products of high/mid/low-end to different market segments with different positioning in different regions of applications for broadening the foundation of sales.
- ⑦Continue to develop intelligent software service products through subsidiaries, and provide completed service of software and hardware to client.

## (2) Production policy and product development direction

- ①The Company will aim at the industry with innovation and high profit through proper market segmentation and positioning to improve the added value of products and keep abreast of key technology and professional experience to develop customized niche products with high added value.
- ②Development of models that could be used in different environments such as Desktop, Wall mount, Tower, Mobile, Mini, and Self Service and continuation in improving the embedded function and speed, innovative application areas, strengthening the design of physical appearance ID, and pioneered products in diversity and with competitive power in the innovative market.
- ③Targeting niche products from the high/mid/low-end product lines with the supply of the best models and customized service for diversified applications. In addition, the Company will design high quality and high added value standard item series, provide quick delivery service, and emerge as the best choice for the small and medium size customers so as to maximize the results of production, sales, research and development.
- ④Horizontalization of the organization helps to improve decision-making and execution of policies. Through the tight combination of upstream to downstream process including product planning, R&D, material control, procurement, warehouse management, manufacturing and quality control, the Company could



provide a flexible production schedule through quick and accurate response.

- ⑤ With the control of production, quality and delivery process on shop floors with timely feedback and records, the Company can bolster process planning and scheduling management and upgrade capacity efficiency and overall product quality to satisfy customer needs.
- ⑥ The Company will continue the proper implementation of the ISO 9001 quality system, the ISO13485 product quality system of medical devices, and ISO 14001 environmental management system, and get closer to the customers through its exclusive technical support window by providing quick and good quality service. The Company will also fortify its customer service function for higher customer satisfaction, and improve the application capacity of the customers with the products and hence develop better business opportunities for related products.
- ⑦ Continually develop cloud service software and Non-POS products.

(3) The scale of operation is congruent with the financial position

- ① With customized service and outstanding R&D and production capacity, the Company designed a wide array of niche products for the customers to increase its market share. It was matched with the series of standard items with added value for expanding the business territory of the small and medium size customers for creating revenue growth.
- ② Continue the proper implementation of the internal control system, internal audit system, and budget management for the overall improvement of operation efficiency.
- ③ Continue the advocacy of corporate governance and focus in innovation and in-depth development of the operation under the corporate philosophy of honesty and integrity and sustainability in development to create value for the shareholders, employees, customers, suppliers and other stakeholders where all are the winners.
- ④ Effective control of inventory levels, costs, and expenses with the budget system and performance indicator management for revenue growth and higher rate of return.
- ⑤ Integration of all group enterprises on the basis of the scale of operation of the Company and the ERP system developed on the basis of the flexible production mode, and the information systems of the parent company and subsidiaries all over the world for multilateral logistics control of corporate resources and operation management. In addition, the Company seeks to implement the ISO 27001 information system in full effort to augment the security management of information assets.

## 5.2 Market and production and sales overview

### 5.2.1 Market analysis

#### 1. The regions for the sale of premium products

Unit: NT\$ 1,000

Region		Year	2020		2021	
			Amount	Percentage %	Amount	Percentage %
Domestic demand			404,459	12.34	243,260	6.32
Export	American		1,634,296	49.85	2,092,028	54.38
	Europe and Africa		942,177	28.74	1,153,434	29.98
	Asian		297,801	9.07	358,217	9.31
	Subtotal		2,874,274	87.66	3,603,679	93.68
Total			3,278,733	100.00	3,846,939	100.00

#### 2. Market share, the supply/demand and growth of the market in the future

##### (1) POS System

In the wake of the ceaseless innovation and diversification of technologies, application areas, and function, the early definition of POS (Point-of-Sales), which was simply focused on the management of the sale and inventory system, has been surpassed by POS (Point-of-Service) designed with the integration of different application services. The target market not only includes the traditional restaurant business, hotels, retailing and distribution but also the diversity of commercial activities including food, clothing, transportation, education, and entertainment, even in the computer systems for industrial control, medical and healthcare, transportation, security control, and military use, and the smart functions of combining AI and automation management. The PC-based POS system could be linked to the back-end database and front-end operating system to achieve the objective of rapid control of sale and inventory information to precision management. The Touch POS that combined touch control screen and multiple functions in one device is the mainstream item for the time being. It features real-time data gathering/inquiry/processing/computing and interactive function, and is an indispensable tool for competition in business. The space for the growth of the POS business is growing perpetually in line with the ceaseless enlargement of the scope of application. It also triggers the needs for innovation. The evolutionary development of innovative technologies and the ever changing needs of the customer end has triggered the demand for innovative applications of a smart POS system. Realizing the exploding growth of the market of mobile items, the Company launched the Mobile POS in 2014 for a new horizon of POS application needs by combining the embedded module with mobile peripherals to provide portable service functions of product description, product search, inventory inquiry, data search, account settlement printout, and transmission of data to the terminal server, and is attuned to the latest mobile payment trend. The Company has pioneered the Point-of-Service business into an

innovative and brand new market. In 2017, the Company developed the patented product, System Diagnostic Recorder (SDR), and corresponding cell phone APP. With this item, users could keep the key parts and components of the POS system under control with the use of the cell phone APP. Accordingly, users could just use their cell phone to control key parts and components, system CPU, cooler fan speed and system temperature. The Brand new application specification will bring about momentum for the demand of the POS market. With the rapid development of demand for Mobility products, the company launched the new Mobile POS series in 2019 to respond to the mobile market demand. The new products provide “code-scanning ordering at the table” service with excellent connection speed and quality, successfully receiving orders from customers (well-known international brands) and commencing shipments. With the brands’ store development in Asian regions, the company has gained market recognition and sound sales performance. The company also developed a series of smart retailing, smart catering, smart check-out, and other new high value adding applications applied on the POS system to meet the demand. The Company has also developed a series of smart retailing, smart restaurant, smart account settlement, and related high added value innovative applications in line with the development of AI.

The upgrade of the POS system application triggered the vigorous demand for replacement of new devices, and led to the continued expansion of the global market for replacement of new devices. In 1999, the Company was the first manufacturer in Taiwan to engage in the development of a POS exclusive device. The core competence includes: complete product line, the wealth of experience in system integration, the capacity in R&D of customization and engineering technology, successful cost control and supply chain management, multiple-line flexible production scheduling, stable quality, perfect customer service, and flexible sales strategy. The Company assisted the customers to prepare the most differentiated products at high customization level, specification from high to low-end, with competitive power in price, and quick delivery. Notwithstanding the effect by the COVID-19 epidemic in 2020 and 2021 that suggests a considerable impact upon the catering and retail industry. Consumption habits have changed, and the speed of changing machines has also slowed down. Smart retail and catering began to recover in the second half of 2021 with the popularization of vaccination and the gradual unblocking of the world. Flytech and customers jointly faced the market impact and both developed new application business opportunities to cope with the severe market challenges. In 2020, the Company’s POS machine, in terms of shipment volume, continued to rank in the leading position among the world’s top three and Taiwan’s No. 1 market position.

## (2) Industrial Computers-Panel PC and KIOSK

A Panel PC is a slim light single board device combining the system, hardware, and monitor. It is light and compact in style, easy to integrate, energy efficient, light weight, and highly mobile without any constraint in time and space, and could provide durable and diversified application integration and interactive services.

In the wake of the evolution of ICT, proper development and stability of product

technology, and the diversification of application functions, the sustained and rapid development of Panel PCs required a new market. “Medical service” is an area of innovative application with promising growth, among others. Seeing that the combination of advanced technology and good quality service will be an irreversible trend of development in the market of medical care products, the Company engaged in a joint venture with an internationally well-known firm to develop the Bedside Terminal, a successful device for the exclusive use in the medical care sector accredited with the ISO13485 medical system quality. This device is a compact Panel PC that allows the patients to use computer/Internet/telephone/video call/multimedia/food order/information search and tracking medical records for hospital room management/hospital bed caring/managing bedside medical records and history in an electronic format, and could be used in ambulances or as a remote healthcare platform, and has been highly accepted by the users. The Company will continue to develop a new generation of such devices for mass production shipment. The launch of this item is a success and the Company has received orders from many internationally well-known medical device manufacturers for developing different models for medical care control and has effected mass production shipments. The Company has also launched a series of Panel PC products further to medical use devices. These products were made from food and medical grade stainless steel, passed the water resistance, tamper-proof, impact resistance tests, with the best signal transmission interface in physical design, and the abundance of expandable function and I/O interface for adaptation to different rough environments such as: food processing industry/restaurant kitchens/medical equipment/factory automation/security control/traffic control/public information service/transportation/outdoor exhibition/KVS/gaming/food ordering and ticket reservation/eSports/e-home and others for continued development of Panel PC demand market. In addition to Panel PC, the shipments of KIOSK machines used in unmanned stores, airport self-check in, and hotel self-check in/out have also gradually increased. In 2019, the new-generation ultra-slim KIOSK solution was launched. It is not only in line with the ADA (American Disability Act) barrier-friendly design, but also has achieved zero shaking with the total weight reduced by more than half compared to other models available in the market, which successfully received large orders from chain stores in North America with representative significance. Mass shipments commenced beginning 2019, successfully seizing the market domain.

In addition, with the development of artificial intelligence (AI) and industrial applications gradually reaching maturity, the company established subsidiary Berry AI. Specialized in AI and deep learning software technology, combined with the parent company’s complete product line and professional integration technology and the retail catering industry’s rich channeling, goods shipments have commenced, with positive feedback from customers. The company will continue to create more demand momentum’s and provide smart retailing, smart catering, smart checkout, and other high value adding services that cater to market needs.

During 2020 to 2021, while the entire world was hit extremely hard by the COVID-19 pandemic, Flytech and customers jointly faced the market impact. Flytech

successfully controlled the new needs of the medical industry and the changes in consumer behavior patterns. We responded well in real time, successfully developing multiple medical application product series and mass production shipments, turning the crisis into a brilliant opportunity. The company will uphold Point-of-Service's years of R&D integration capabilities and manufacturing experience, with different industry-based innovative applications as the starting point to design specifications in line with various industry-based installation environment requirements, continue to expand new business opportunities in different application fields, and create the best customized machines with a compact appearance, durability, excellent quality, reasonable price, and diversified applications, which are expected to continue to seize the industrial computer market domain.

An analysis of the overall supply side of the market indicated that POS systems, Panel PCs, and KIOSK systems are highly customized products to the specification of the customers that entail a thick margin with intelligent solutions integrating software and hardware. This is a niche market where economy of scale through mass production is not a key element of competitive advantage. The technical capacity of R&D, the capacity of flexible customized production, quality stability, and sound post-delivery service of individual firms in providing a total solution for production application will be a prime factor of competitive power and market share. With the wealth of experience and skills in the application market for years, the Company is experienced in producing customized products. The Company is also good at quality control and post-delivery service, and has earned a good reputation and strong customer loyalty in the market. This is the advantage of the Company for a larger market share.

From the demand side, the evolution of technological development, and the change of the consumption habits on post covid-19, ever changing innovative application and the quest for an electronic version, and technological innovation brought about industrial innovation that triggered the continued development of new demand market. Nevertheless, new demand such as the medical industry increased against the trend. The market momentum shifted but did not disappear. In the future, Flytech will grasp the market demand and respond promptly to continually develop related new products, invest in related new technology development, continue to cooperate with sales partners in various countries throughout the world on the sales channel, and acquire new customers. The crisis is also a turned into a turnaround.

3. The competitive edge, factors favorable and unfavorable for development in the long run, and responses
  - (1) Competitive edge
    - ① Optimistic outlook of business opportunity for the industry
    - ② Proper market positioning

- ③ Completed product lines
- ④ Wide-ranged price products and diversity in specifications from high to low-end devices.
- ⑤ Flexibility, quick response and stable quality in customized technologies
- ⑥ Proper control of fundamental technologies and system integration technology
- ⑦ Professional marketing, R&D, and manufacturing team
- ⑧ Flexible sale strategies and sounded sales channel
- ⑨ Firm commitment to the customers, suppliers, employees, shareholders and all stakeholders: “completed product lines, advanced know-how, outstanding manufacturing, and strong partnership commitment”.

(2) Factors favorable and unfavorable for development in the long run, and responses

① Favorable factors:

- A. Innovative design, positioning in niche market
- B. Short delivery lead-time in stable quality
- C. A well-organized R&D, marketing, and manufacturing team
- D. Control key R&D and manufacturing integration technology
- E. Flexible and efficient use of production capacity
- F. Proper control of cost
- G. Flexibility in marketing
- H. Complete product lines with expandability and wide range of applications
- I. Customized customer service, promise to customers and strong long-term cooperative relation
- J. Long-term and stable product supply

② Unfavorable factors:

Customized production is a form of small quantity production. The scale of production of one item is incomparable to mass production of standard items. As such, the cost of production and price for purchase of part will be relatively higher. Due to the global shortage of materials affected by the COVID-19 epidemic and the congestion of shipping, the material cost and delivery time are relatively unfavorable.

Responses:

- A. Promotion through modularized projects and engagement in joint venture with system integration service providers for mitigating the impact from price competition.
- B. Design customized items with a competitive advantage in the market with high added value for the customers and provide technical solutions to intensify the

differentiation from standard items, and avoid price competition with industry peers.

- C. Tighten cost control from the design end, and introduce shared use of materials and modularized design to enlarge the scale of purchase for particular item of materials to achieve a better bargaining position.
- D. Control the cost and inventory of key parts and components through strategic purchase.
- E. Offer mass production standard items to small and medium size customers for holding the cost down and bringing up profit.
- F. Intensify the service to key customers and potential customers, develop new and profitable areas of application and niche products, and create innovative business opportunities for Flytech and the customers.

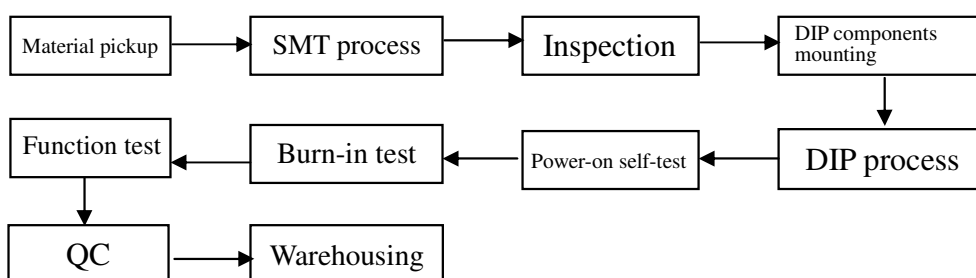
### 5.2.2 The function and production process of key products

#### 1. The function of key products:

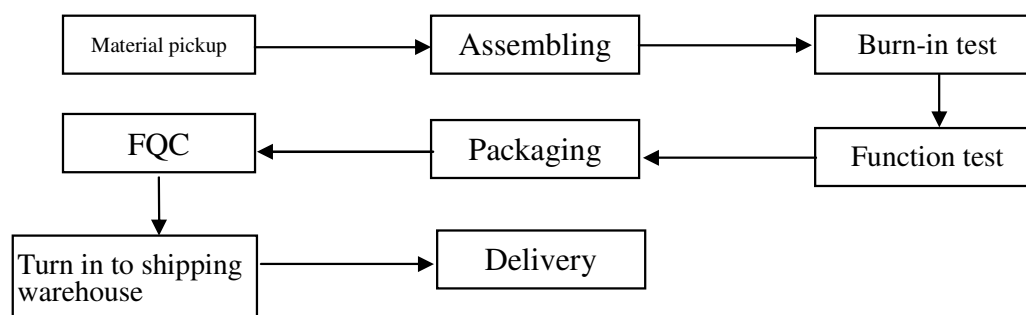
Product	Primary scope of application
POS system All-in-One POS、 PC POS、 Mobile POS	Areas of mobile applications such as chain stores/distribution industry/the cashier system of superstores, ordering and cashier system of restaurants, counter system of airlines/hotels, lottery machine of pleasure and entertainment industry, mobile food ordering/portable data search and account settlement.
Industrial computer Panel PC、KIOSK、 KPC	Commercial and public information equipment, multimedia advertising, human-machine interface automation mechanical control, medical equipment, touch control display, industrial control, security control, transportation, touch control game and entertainment. Multimedia information inquiry system, unmanned retailer, self-service devices, multimedia sample audition device, self-service photo development device, self-service room reservation and food ordering value storage system, self-service/multimedia interactive service and self-service product identification.
Peripherals	Card reader, customer display.

#### 2. The manufacturing process of key items

##### (1) Self-manufactured and outsourced semi-finished items:



## (2) Self-manufactured and outsourced system server:



## 3. The supply of key materials

The key materials of the Company are electronic materials, physical part materials, and packing materials, including: LCD/LED Panel, Touch screen, CPU, Chipset, DRAM, Storage device, PCB, Power adapter, metal and plastic physical parts. For electronic materials, some IC semiconductors, LCD/LED Panels were purchased from abroad, and most were purchased from domestic suppliers. The physical metal and plastic structure were designed by the Company and produced by outsourced domestic suppliers after tooling. The diversification of the source of purchase is the strategy used for purchase with domestic suppliers or agents for assuring the diversity of supply and higher flexibility of price with stable and reliable sources of supply.

## 4. List of key customers for purchase and sale

(1) Information on suppliers accounted for more than 10% of the total purchase of the Company in the last 2 years to 2022 Q1:

Unit: NT\$ 1,000

Item	2020				2021				2022 to the end of Q1 (note)			
	Name	Amount	Ratio to net purchase in the year (%)	Relationship with the company	Name	Amount	Ratio to net purchase in the year (%)	Relationship with the company	Name	Amount	Ratio to net purchase in the year to the end of Q1(%)	Relationship with the company
1	Synnex	270,318	14.07	None	Synnex	501,636	17.54	None	—	—	—	—
2	Other	1,650,909	85.93	None	Other	2,357,746	82.46	None	—	—	—	—
	Net purchase	1,921,227	100.00	—	Net purchase	2,859,382	100.00	—	—	—	—	—

Note: As of April 30 2022, audited financial information covering 2022 Q1 was still unavailable.

## (2) Note to the changes

The Company produces industrial use computers and there is a great variety of its parts and components. In light of the finer line of professional division of labor, IC suppliers are mostly agents or distributors. The other suppliers of electronic,



electrical, or physical parts and components are mostly manufacturers. There is a wide array of parts and components in several brands and the purchase has been evenly distributed among the suppliers that none accounted for particular high or low share of total purchase.

- (3) Information on customers accounted for more than 10% of the total sale in the last 2 years to 2022 Q1:

Unit: NT\$ 1,000

Item	2020				2021				2022 1o end of Q1 (Note)			
	Name	Amount	Ratio to net sale in the year (%)	Relationship with the company	Name	Amount	Ratio to net sale in the year (%)	Relationship with the company	Name	Amount	Ratio to net sale in the year to the end of Q1 (%)	Relationship with the company
1	TI	750,912	22.90	None	TI	1,192,286	30.99	None	—	—	—	—
3	Other	2,527,821	77.10	None	Other	2,654,653	69.01		—	—	—	—
	Net sales	3,278,733	100.00	—	Net sales	3,846,939	100.00	—	—	—	—	—

Note: As of April 30 2022, audited financial information covering 2022 Q1 was still unavailable.

- (4) Note to the changes

The Company is a professional manufacturer of industrial computer hardware and the key customers are hardware brands, system integration service providers, agents and channel marketers, corporate program/projects, and international well-known giant firms. The decrease in revenue compared to the previous year is due to the completion of the project. The changes in key customers in the last 2 years are explained below: TI is a POS system brand.

## 5. Production value and volume in the last 2 years

Unit: NT\$ 1,000- set

Year	2020			2021		
	Production capacity (Note)	Volume	Value	Production capacity (Note)	Volume	Value
Production value and volume Premium products						
Industrial computers	250,000	190,662	1,991,974	250,000	207,244	2,236,276
Peripherals	—	—	266,016	—	—	355,640
Total	250,000	190,662	2,257,990	250,000	207,244	2,591,916

Note: Annual production capacity of front-end MB along the production process and cards of the Company is at 600,000 pieces. The back-end assembly line process is system integration service and varied with individual projects and orders for flexible production of various types of products with maximum capacity of 600,000 units.

## 6. Sale volume and value in the last 2 years

Unit: NT\$ 1,000- set

Year	2020				2021			
	Domestic sales		Export		Domestic sales		Export	
	Volume	Value	Volume	Value	Volume	Value	Volume	Value
Premium products								
Industrial computers	23,718	344,323	158,913	2,557,127	11,658	171,485	205,418	3,199,318
Peripherals	—	58,732	—	294,746	—	70,227	—	383,999
Other (Note)	—	1,404	—	22,401	—	1,548	—	20,362
Total	23,718	404,459	158,913	2,874,274	11,658	243,260	205,418	3,603,679

Note: Others are revenues from the development and designed project to the appointment of the customers.

## 5.3 Number of employees in the last 2 years to the date this report was printed.

Unit: person

Year		2020	2021	Up till April 30, 2022
Number of employees	Production	191	205	223
	Research and Development	91	85	84
	Sale	50	60	58
	Administration	48	58	57
	Total	380	408	422
Average age		40.79	40.60	40.54
Average seniority		8.30 years	8.00 years	7.88 years
Education Background	Masters and higher	18.68 %	18.87 %	17.06 %
	College	52.63 %	51.72 %	50.47 %
	Senior high schools and vocational school	22.63 %	24.51 %	27.49 %
	Junior high schools and below	6.05 %	4.90 %	4.98 %

## 5.4 Environmental expenditure information

5.4.1 Total amount of loss (including compensation for damages) and fines caused by environmental protection in the last 2 years to the date this report was printed, the remedies and possible expenditure: None.

5.4.2 Projected expenditures on environmental protection in 3 years ahead: Our Neihu Corporate Headquarters replace the entire air-conditioning systems within 2021 to replace environmentally friendly R410-a refrigerant with an investment of NT\$15 million. We expect to save about 100,000 kWh of electricity consumption annually.

5.4.3 The company has set the “Code for corporate social responsibility” and obtained international environment management system ISO14001 certification in 2011 (passed the certificate reviewing in 2019; the 2015 version (validity period from September 22, 2019 through September 21, 2022)). During the product design stage, the purpose of reducing

environmental impacts was achieved through energy-saving and environmental protection green design and the low-pollution manufacturing of environmentally friendly consumables. In the area of procurement, the Company extends its environmental protection requirements to the production process and materials adopted by upstream suppliers through supplier management and green purchase. In the area of production, the specific nature of the industry of the Company allows for no water and air pollution in the production process of products. A lead-free process has been introduced all through the production process. All parts conform to RoHS of the EU and are accredited under RoHS. The Company also duly observes applicable laws and intensifies the recycling and reuse of resources, and prevents the pollution of water and air through proper monitoring and testing through its waste management plan. Furthermore, the Company also advocates a carbon reduction and energy saving, and proceeds to sustainable development of the environment by mitigating the impact on the environment to the expectation of the international trend and customers. The aforementioned activities have been implemented through the Company's "Corporate Social Responsibility Committee" and the promotion offices thereunder to continuously supervise the implementation of the five sub-sections to fulfill corporate social responsibility. For details, please refer to the "2019 CSR Report" and "2020 Corporate Social Responsibility Reports" published by the Company on the Company's official website

5.4.4 The company commenced self-inspection of greenhouse gas emission beginning 2015, has formulated management strategies, methods, goals, and carbon emission reduction goals, and continues to conduct monitoring and improvement. Management policies pertaining to energy conservation, carbon reduction, greenhouse gas emission, water usage reduction, or other waste and their implementations are explained below:

#### 1. Greenhouse Gas Management Strategies and method

The carbon dioxide emissions generated from power use in Scope 2 are the company's main source of greenhouse gas emissions. The energy conservation and carbon reduction plan should focus on saving electricity.

- (1) In terms of production processes: Motor operation control optimization is done, and relevant production waste is handed to a certified recycling unit for disposal in order to reduce its impact on the overall environment.
- (2) Encourage employees to propose an energy conservation plan.
- (3) In terms of daily operations:
  - A. Replace lighting in public areas with energy-saving LED lights.
  - B. Promote video conferencing to save transportation energy consumption from commuting personnel.
  - C. Install shades in sunlit areas to reduce solar radiation heat.
  - D. Fully implement water conservation in daily life.
  - E. Recover rainwater to water trees in the plant.
  - F. Install a water-saving baffle to reduce the water output of the faucet

- G. Properly perform garbage sorting and recycling.
  - H. Provision the average office air-conditioning temperature setting of not lower than 25°C.
- (4) Promote electronic processes and move toward paperless to reduce paper and toner use, thereby reducing power consumption and carbon dioxide emissions.
- A. Promote electronic internal official document, signing and approval systems.
  - B. Continue to promote the ERP form electronic signing and approval system.
  - C. Set the office machines to power-saving mode and enter the power saving mode if machines are not in use for an extended period of time.
2. Here at the Company, we have set a five-year program to minimize greenhouse gas emissions, taking the 2019 electricity consumption and carbon emissions as the base period. The goal is to cut electricity consumption per unit output by 5%, and to reduce emissions equivalent (Co2e) by 10%.by 2024. The company's 2020~2021 statistical results of Scope 1-3, please refer to the description on Pages 56~58.
3. The company's current greenhouse gas reduction related plans undergoing implementation and planning are as follows:
- (1) Use recycled paper for photocopying documents in the office as much as possible.
  - (2) Adjust production processes.
  - (3) Energy conservation measures in offices and factories.
  - (4) Properly promote garbage sorting and recycling.
  - (5) Turn off lights in the office at all times, turn off lights during lunch breaks, and check all lights are turned off after work hours.
  - (6) Fresh air inlet, toilet ventilation and exhaust discharge, time-controlled management of open office and cubicle office air-conditioning to reduce cold air loss and unnecessary power consumption.
  - (7) Adoption of Alternating Lighting in the Parking Lot
  - (8) Introduce the concept of energy conservation on the product design phase.
  - (9) Use environmentally friendly design materials.
  - (10) Select the new suppliers that meet international standards, coach existing suppliers to improve environmental protection management, and establish supply the green chains.

## 5.5 Labor Management Relations

5.5.1 Employee benefit policy, continuing education, training, and retirement system and the implementation of these systems, labor-management agreement and the protection of employee rights:

## 1. Benefit policy and the state of pursuit

Since its establishment, the Company has pursued the belief of putting the employees first and viewing them as important assets of the Company. The Company also places an emphasis on the communication between employers and employees. In addition to establishing the Employee Welfare Committee in 1992, the welfare committee members establish annual plans to host various welfare get-togethers, have monthly birthday parties and birthday cash gifts, quarterly domestic company trips, international company trips every 2 years, three gifts during three major Chinese holidays, year-end company meals, educational training sessions, club events, health inspections, labor insurance/health insurance/group insurance, recognition of senior staff, employee equity meetings, factory group lunches, a sports and games room, employee profit-sharing, wedding and funeral cash gifts, year-end bonuses, project bonuses and other welfare measures to fully take care of the Company's employees.

## 2. Continuing education, training system and implementation

Exactly in accordance with ISO education and training methods and internal control procedures, we have planned employee training programs. The training methods are divided into in-house and outsourced programs.

In the outsourced training program department, each department is advised to submit training plans and budgets at the end of each fiscal year. Employees are advised to submit training applications based on the annual programs and their own substantial needs. After completion of the training program, they submit training experience reports or opinion surveys to the Human Resources Training Unit to register for their credits to share course information or share training internally.

The Company passed the TTQS (Talent Quality-management System) by the workforce Development Agency of the Executive Yuan, ensure the reliability and correctness of training process, improve the training quality and continuously review and correct the training quality.

The internal training programs include: A. New recruit training. All new recruits enter the basic course training on the day they register for employment to ensure that new recruits can quickly orient themselves to the team philosophy and culture at the very beginning of joining Flytech; B. Project training programs. This is intended to reserve cadres and middle and high-level elite cadres, with such exclusive courses so that talents of all levels can inherit the wisdom and practical operation of Flytech people, and cultivate more elites in leadership talents in the future; C. Credit system learning. Through such credit system, Flytech sets all colleagues every year with the very fundamental training credits that must be achieved. Those colleagues accumulate credits through participating in various in-house and outsourced courses to keep a record of their

own learning process and continually improve their professional skills and self-growth; D. Monthly [Flytech knowledge +] lectures where we invite outsourced experts to share their hands-on professional experiences. The aforementioned training programs virtually help employees improve their professional skills and career planning capabilities. E. The "i Learning" education training platform provides course handouts and videos, allowing employees to arrange online learning and review at their own time, increasing opportunities for further education.

In 2021, participants in the programs by head count and hours are shown below:

By department	Marketing Center	R&D Center	Manufacturing Center	Management Center
Actual number of participants by head count	366	557	2,364	298
Actual hours of training	1,649	1,530	2,711	679

### 3. Retirement procedure and implementation

The Company takes care of the employees and their retirement for motivating their morale in service with the Company throughout the duration of their careers. The Company has instituted the Regulations Governing Pension for Retirement and Bereavement in accordance with the Labor Standards Act and established the Labor Pension Reserve Monitoring Committee in accordance with applicable laws. Accordingly, the Company appropriates 2% of the total salaries of the employees to a pension reserve fund in accordance with the "Regulations for the Allocation and Management of the Workers' Retirement Reserve Funds". The funds will be deposited in a special account at the Central Trust of China under the title of the Pension Reserve Monitoring Committee and managed by the committee. The Labor Pension Act (hereinafter referred to as the "new system") became effective as of July 1, 2005. The years of service of the employees who are entitled to the aforementioned regulations and the employees who registered for duties since the enactment of the new system are under the defined appropriation system thereby the Company shall appropriate 6% of their salaries as pension reserve funds to the individual special accounts of the employees for deposits.

The Company's applied regulations for the Labor Pension Statutes are as follows:

(1) Self-requested Retirement: Employees with one of the following circumstances may request retirement:

- ① Employees that have worked for more than 15 years and have reached the age of 55.
- ② Employees that have worked for more than 25 years.
- ③ Employees that have worked for more than 10 years and have reached the age of 60.

④Other employees that have their requests approved by the Company.

(2) Mandatory Retirement: Employees with one of the following circumstances are forced to retire:

①Employees that are 65 years old or older.

②Demented or physically disabled employees that are unfit to work.

The age specified in the preceding paragraph ① shall be reported to the central competent authority for adjustment, but employees manning positions that are dangerous or require a strong physique cannot be forced to retire if they are less than 55 years old.

The pension fund (the “Fund”) contributed by the Company is managed and administered by the Bureau of Labor Funds of the Ministry of Labor (the Bureau of Labor Funds). According to the Regulations for Revenues, Expenditures, Safeguard and Utilization of the Labor Retirement Fund, with regard to the utilization of the Fund, minimum earnings shall be no less than the earnings attainable from two-year time deposits with interest rates offered by local banks. Foreign subsidiaries with defined benefit plans make pension contributions to pension management institutions in accordance with their respective local regulations.

The company’s Bank of Taiwan labor retirement reserve balances are: \$24,065 thousand, and \$25,252 thousand for 2021 and December 31, 2020 respectively. Information on the utilization of labor retirement fund assets include: The fund return rate and fund asset allocation. See information released on the website of the Labor Fund Management Bureau, Ministry of Labor.

#### 4. Labor-management agreement

The Company has instituted the “Regulations Governing Labor-Management Conferences” in order to provide the mechanisms for labor-management consultation. The organization of the Company is managed under Horizontalization. The managers and the employees may engage in two-way communication through routine meetings or interviews. The labor-management relation of the Company has been harmonious since its establishment and there is no labor-management dispute.

#### 5. The protection of employee rights

The responsibilities and rights of the employees have been explicitly stated in the internal control system and management regulations of the Company. In addition, the Company has established the Employee Welfare Committee to organize welfare activities. Employees are entitled to a bonus, salary adjustment, bonus, promotion or other incentives through routine performance evaluation. The company has also set up the “human rights policy” to prevent conduct infringing upon and violating human rights. In addition to providing a reasonable and safe environment and ensuring current employees

are given reasonable and dignified treatment.

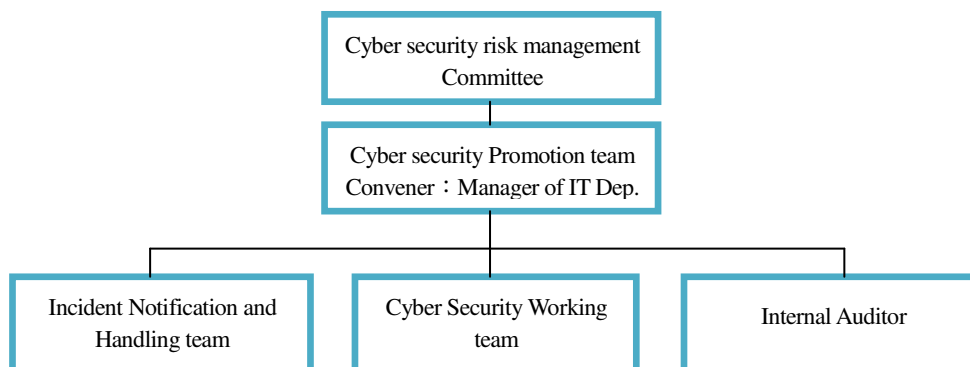
5.5.2 The loss caused by labor-management disputes in the last 2 years to the date this report was printed, and disclose the estimated amount of loss at present and in the future, and the remedial action to be taken: None.

## 5.6 Cyber security Management

5.6.1 Cyber security risk management framework, cyber security policy, specific management plan and resources for implementing the cyber security management

In order to implement the cyber security goals by the cyber security management system (ISMS), the Company must include "cyber security policy", "cyber security management procedures", "cyber security applicability statement", "cyber security risk management procedures" and "cyber security". Security Objective Management Procedures", "Organization Panorama Evaluation Management Procedures", "Cyber security Organization Management Procedures" and other related procedures, and have obtained ISO27001 certification in 2015 (validity period from 2019/4/31~2022/6/25).

### 1. Cyber security risk management framework



### 2. Cyber security policy

The policy of the Company is to establishing a safe and perfect information system service, and comply with relevant rules and regulations, continue to operate, reduce the risk of information operation, and protect the rights and interests of customers. It periodically reports to the board at least once a year

### 3. Cyber security management procedures

According to the resolutions of the Cyber security Management Committee and the "Cyber security Management Procedures", the planning, establishment, implementation, maintenance, review and continuous improvement of the cyber security management system are carried out for all employees to follow. It Include three teams: Incident Notification and Handling team, Cyber security Working team, Internal Auditor.

(1) The Cyber security Working team formulates the "Cyber security Policy Guiding



Principles". According to the ISO 27001 control items and "cyber security management procedures" to establish "ISMS effectiveness measurement table". "cyber security applicability statement". Implement various risk control measures according to the control items selected in the "Cyber security Applicability Statement", review the risks of information assets, and implement various risk control mechanisms after being approved by the Risk Management Committee.

- (2) Cyber security incidents are handled by the incident notification processing group in accordance with the "Cyber security Incident Management Procedures".
- (3) The implementation and operation of the cyber security management system shall be monitored and reviewed by the internal audit team in accordance with the "Internal Quality Audit Operational Procedures" and "Management Responsibility Review Procedures" to maintain the effectiveness of various activities, risk prevention, and continuous improvement. Audit at least once a year.

#### 4. Invest resource of Cyber security Management

To promote the perfect security management, the company's management cycle in accordance with process orientation (establishment, implementation, review and continuous improvement), including the establishment of ISO 27001 management system in 2015, throughout management and risk assessment operations, and responsible for promoting resource cyber security Group supervision and painstaking implementation by all colleagues to ensure that the system is safe and effective to guide the system without daily work. Except for the ISO external audit fee in 2021, there is no purchase of software and hardware. No act or accident that endangers the cyber security has occurred in 2021, and submitted to the Board on March 18, 2022.

5.6.2 The impact of the loss, possible and cause due to major information safety incidents in the most recent years to the date this report was printed, and the response measures:

None

**5.7 Important contracts:** None.

#### **5.8 Licensing and certification of personnel related to financial transparency by the competent authority**

The financial, accounting, and internal auditing staff and the proxies of internal auditors have received proper professional training. The chief financial officer has been certified by the Accounting Research and Development Foundation as a professional accounting officer. Likewise, the internal auditors have been certified as CIA. The aforementioned auditors received continuing education every year as required by the competent authority.

## 5.9 Employee Code of Conduct and Ethical Corporate Management Best Practice Principles

The Company has instituted the “Ethical Corporate Management Best Practice Principles”, “Ethical Corporate Management Procedure and Code of Conduct”, “Ethical Code of Conduct”, “Service Regulations”, “Regulations Governing the Reward and Punishment of Personnel”, “Regulations Governance Attendance of Employees”, “Regulations Governing Performance Evaluation” and other internal control procedures as the guidelines for the employees in business integrity and performance of duties, including: rules for work hours, rules for relevant grades and levels of the corporate hierarchy, rules for attendance and taking leave, prohibition of taking part-time jobs, confidentiality of business and business secrets, rules for business trips, environmental protection and responsibility of custody of company assets, rules for sharing resources and equipment, the use of information systems and network facilities, observation of internal control regulations, and routine evaluation.

The Company has posted related rules and regulations and the internal control system on the intranet of the Company for the viewing of the employees. In addition, the Company also holds OJT training for the employees and orientation of the new employees. Through annual evaluation of the old employees and new employees, the Company makes sure that the employees understand and observes related rules and regulations.

## 5.10 Procedure for handling internal information in materiality

The Company has instituted the “Procedure for Handling Internal Information in Materiality”, which is applicable to the Directors, Supervisors, Managers, and employees. Further to the requirements of consolidation, countersignature, review, and function for announcement of materiality and related operation procedures as set forth in related rules and regulations, the Company also tightened the procedure for confidentiality of materiality and established the “Designated Team for Handling Internal Materiality”, responses to exclusions, routine education and related management to ensure the information publicized by the Company have been approved in due procedure and in compliance with applicable laws.

## 5.11 Work environment and the protection of labor safety

- 5.11.1 The Company conducts routine maintenance and inspection on all machines and equipment in accordance with the ISO 9001 quality management system to ensure normal running and avoid possible occupational accident.
- 5.11.2 The Company monitors and manages the quality of the environment, air, and water in accordance with ISO 14001 environmental management system to maintain positive work environment.
- 5.11.3 On the grounds of the ISO 45001 occupational safety and health management system, the Company control measures to minimize the risk of potential occupational injuries and occupational diseases toward employees to create a “safe, environmentally friendly and sustainable” friendly workplace to our entire staff.
- 5.11.4 Here at our Company, the entire office zones and manufacturing plants are not classified into high-risk at all. Our Company has carried out regular maintenance and testing of machines and equipment accurately in accordance with the ISO 9001 quality management

system to maintain their sound operation and avoid potential industrial safety accidents. Further, in compliance with ISO 14001 environmental management system and ISO 45001 occupational safety and health management system, we accurately monitor and manage the quality of the environment, air, water, and the like. The Company has also set up an “environmental safety and health committee (consolidated into ISO 14001 and 45001, upgraded” Labor Safety and Health Committee”). On a regular basis, we conduct relevant educational & training programs on safety and health, fire drills, emergency response, and the like, and take necessary preventive measures to assure being free of an occupational disaster, thereby minimizing the risk factors of the working environment to safeguard workers in their health and safety to establish and implement, maintain and continuously improve the environmental and occupational safety and health management system.

The implementation of other specific measures pertaining to the work environment and employee safety is as follows:

1. Take labor insurance, health insurance, and group insurance for the protection of the employees.
2. Ensure safe workplace environments and provide qualified operating equipment in accordance with the Labor Facilities Safety Regulations.
3. Have regular quarterly inspections and maintenances of fire-fighting facilities (fire extinguishers, fire prevention refuge facilities, emergency lights, electrical appliances, fire pumps and fire hydrants), annual inspections and maintenances of smoke ventilation equipment, employee safety educational training sessions and disaster prevention drills every 6 months
4. Conduct daily / weekly / month / quarterly maintenance for various types of manufacturing equipment according to the ISO’s “Equipment Maintenance Procedures.”
5. Appoint professional technicians to inspect electrical equipment monthly.
6. Daily patrols by the Company’s security personnel.
7. Routine health examination for the employees every two years.
8. Maintenances, replacement of filters, and water quality inspections for the company drinking-water equipment every 3 months.
9. Providing nutritious and healthy group lunch services for employees of the Linkou factory

## VI. Financial summary

### 6.1 Condensed balance sheet, comprehensive income statement, name of the CPAs, and their auditing opinions within the last five years

#### 6.1.1 Condensed balance sheet and consolidated income statement

##### 1. The condensed and consolidated balance sheet for the last 5 years - consolidated

Unit: NTD thousand

Year		Financial information for the latest 5 years (Note 1)					2022 to end of Q1 (Note 2)
		2017	2018	2019	2020	2021	
Current assets		4,182,710	4,066,365	4,112,065	3,971,272	4,729,183	—
Property, plant, and equipment		1,207,027	1,167,147	1,141,842	1,109,754	1,067,096	—
Intangible assets		535,467	438,285	350,067	301,028	268,899	—
Other assets		83,358	7,335	4,363	3,841	5,144	—
Total assets		6,050,863	5,806,721	5,749,792	5,592,068	6,318,171	—
Current liabilities	Before dividend distribution	1,382,274	1,013,545	914,617	850,452	1,441,047	—
	After Distribution	2,026,054	1,657,325	1,629,928	1,494,232	Not yet appropriated	—
Non-current liabilities		114,179	109,393	136,812	132,581	135,989	—
Total liabilities	Before dividend distribution	1,496,453	1,122,938	1,051,429	983,033	1,577,036	—
	After Distribution	2,140,233	1,766,718	1,766,740	1,626,813	Not yet appropriated	—
Equity of the parent company		4,235,807	4,391,203	4,403,356	4,334,170	4,432,215	—
Capital stock		1,463,683	1,430,623	1,430,623	1,430,623	1,430,623	—
Capital surplus		762,804	745,778	674,247	597,122	528,355	—
Retained earnings	Before dividend distribution	2,332,494	2,255,146	2,347,888	2,364,364	2,546,710	—
	After Distribution	1,688,714	1,611,366	1,632,577	1,720,584	Not yet appropriated	—
Other equity		(37,221)	(40,344)	(49,402)	(57,939)	(73,473)	—
Treasury stock		(285,953)	—	—	—	—	—
Non-controlling interest		318,603	292,580	295,007	274,865	308,920	—
Total equity	Before dividend distribution	4,554,410	4,683,783	4,698,363	4,609,035	4,741,135	—
	After Distribution	3,910,630	4,040,003	4,126,114	3,965,255	Not yet appropriated	—

Note 1: The 5-year financial information is examined and audited by CPA.

Note 2: As of April 30 2022, audited financial information covering 2022 Q1 was still unavailable.

2. The condensed and consolidated income statement for the last 5 years - International Financial Reporting Standards

Unit: NTD thousand

Item \ Year	Financial information for the latest 5 years (Note 1)					2022 to end of Q1 (Note 2)
	2017	2018	2019	2020	2021	
Operating revenue	6,565,317	6,569,769	5,330,472	4,432,961	5,185,155	—
Gross profit	1,944,203	1,926,378	1,869,256	1,543,506	1,703,454	—
Operating gains and losses	934,178	906,424	909,977	701,392	821,761	—
Non-operating revenues and expenses	(102,424)	13,461	(27,473)	38,570	421	—
Net profit before taxation	831,754	919,885	882,504	739,962	822,182	—
Current year profit of continuing business units	731,420	792,493	722,285	597,928	691,086	—
gain(loss) from discontinued operations	—	—	—	—	—	—
Net income or loss for current period	731,420	792,493	722,285	597,928	691,086	—
Current period other comprehensive income (post-tax profit or loss)	(13,422)	(3,081)	(11,059)	(8,978)	(15,168)	—
Current period other comprehensive income (Gross)	717,998	789,412	711,226	588,950	675,918	—
Net profit attributable to parent company	738,368	801,448	736,522	589,644	683,064	—
Net profit attributable to non-controlling interest	(6,948)	(8,955)	(14,237)	8,284	8,022	—
Total comprehensive income attributable to owners of the parent company	723,517	798,325	727,464	581,107	667,530	—
Comprehensive income, gross, attributable to non-controlling interest	(5,519)	(8,913)	(16,238)	7,843	8,388	—
Earnings per share (ex-right)	5.06	5.60	5.15	4.12	4.77	—

Note 1: The 5-year financial information is examined and audited by CPA.

Note 2: As of April 30 2022, audited financial information covering 2022 Q1 was still unavailable.

## 3. The condensed individual balance sheet for the last 5 years - individual

Unit: NTD thousand

Year		Financial information from the past five years (note)				
		2017	2018	2019	2020	2021
Item						
Current assets		2,834,223	2,931,119	2,843,326	2,827,382	3,454,609
Property, plant, and equipment		1,151,134	1,108,620	1,082,594	1,048,708	1,006,005
Intangible assets		6,265	3,837	3,434	1,273	10,970
Other assets		4,849	2,968	552	448	1,580
Total assets		5,153,895	5,196,354	5,077,694	4,992,260	5,551,038
Current liabilities	Before dividend distribution	868,746	751,529	618,835	605,417	1,064,977
	After Distribution	1,512,526	1,395,309	1,334,147	1,249,197	Not yet appropriated
Non-current liabilities		49,342	53,622	55,503	52,673	53,846
Total liabilities	Before dividend distribution	918,088	805,151	674,338	658,090	1,118,823
	After Distribution	1,561,868	1,448,931	1,389,650	1,301,870	Not yet appropriated
Capital stock		1,463,683	1,430,623	1,430,623	1,430,623	1,430,623
Capital surplus		762,804	745,778	674,247	597,122	528,355
Retained earnings	Before dividend distribution	2,332,494	2,255,146	2,347,888	2,364,364	2,546,710
	After Distribution	1,688,714	1,611,366	1,632,576	1,720,584	Not yet appropriated
Other equity		(37,221)	(40,344)	(49,402)	(57,939)	(73,473)
Treasury stock		(285,953)	—	—	—	—
Total equity	Before dividend distribution	4,235,807	4,391,203	4,403,356	4,334,170	4,432,215
	After Distribution	3,592,027	3,747,423	3,688,044	3,690,390	Not yet appropriated

Note: The 5-year financial information is examined and audited by CPA.

## 4. The condensed individual composite income statement for the last 5 years - individual

Unit: NTD thousand

Item	Year	Financial information from the past five years (note)				
		2017	2018	2019	2020	2021
Operating revenue		4,580,890	4,628,305	3,926,733	3,278,733	3,846,939
Gross profit		1,387,265	1,388,268	1,364,656	1,131,575	1,195,884
Operating gains and losses		935,507	919,636	916,709	725,868	779,171
Non-operating revenues and expenses		(105,809)	10,259	(33,613)	31	18,495
Net profit before taxation		829,698	929,895	883,096	725,899	797,666
Current year profit of continuing business units		738,368	801,448	736,522	589,644	683,064
gain(loss) from discontinued operations		—	—	—	—	—
Net income or loss for current period		738,368	801,448	736,522	589,644	683,064
Current period other comprehensive income (post-tax profit or loss)		(14,851)	(3,123)	(9,058)	(8,537)	(15,534)
Current period other comprehensive income (Gross)		723,517	798,325	727,464	581,107	667,530
Earnings per share (ex-right)		5.06	5.60	5.15	4.12	4.77

Note: The 5-year financial information is examined and audited by CPA.

## 6.1.2 Condensed balance sheet and consolidated income statement

Year	Name of CPA Firm	Name of CPAs	Auditor/s opinion
2017	KPMG	Huei-Chen Chang, Wei Ming Shih,	Unqualified opinion
2018	KPMG	Wei Ming Shih, Yung-Sheng Wang	Unqualified opinion
2019	KPMG	Wei Ming Shih, Yung-Sheng Wang	Unqualified opinion
2020	KPMG	Wei Ming Shih, Yung-Sheng Wang	Unqualified opinion
2021	KPMG	Wei Ming Shih, Huei-Chen Chang	Unqualified opinion



## 6.2 Financial analysis for the latest 5 years

### 6.2.1 Financial Analysis - consolidated

Analysis items (Note 2)		Financial analysis for the latest 5 years (Note 1)					2022 to end of Q1 (Note 2)
		2017	2018	2019	2020	2021	
Financial structure (%)	Debt to assets ratio	24.73	19.34	18.29	17.58	24.96	—
	Ratio of long-term capital to property, plant and equipment	386.78	410.67	423.45	427.27	457.05	—
Solvency (%)	Current ratio	302.60	401.20	449.59	466.96	328.18	—
	Liquid ratio	237.85	316.07	367.01	381.28	225.37	—
	Interest coverage ratio	216.54	280.18	311.85	335.98	494.80	—
Operating ability	Account receivable turnover (times)	5.22	5.96	6.38	6.16	5.80	—
	Days sales in account receivable	69.98	61.20	57.17	59.26	62.98	—
	Inventory turnover (times)	5.55	5.58	4.53	4.23	3.35	—
	Account payable turnover (times)	6.18	6.95	7.22	8.77	6.76	—
	Average days in sales	65.74	65.39	80.59	86.35	109.07	—
	Property, plant, and equipment turnover (times)	5.44	5.63	4.67	3.99	4.86	—
	Total assets turnover (times)	1.09	1.13	0.93	0.79	0.82	—
Profitability	ROA (%)	11.99	13.41	12.54	10.57	11.63	—
	Return on equity (%)	15.55	17.16	15.40	12.85	14.78	—
	Pre-tax profits to paid-up capital ratio (%)	56.83	62.85	61.69	51.72	57.47	—
	Net profit rate (%)	11.14	12.06	13.55	13.49	13.33	—
	After the earnings per share (yuan) is traced back	5.06	5.60	5.15	4.12	4.77	—
Cash flows	Cash flow ratio (%)	50.93	132.48	92.35	122.09	0.53	—
	Cash flow adequacy ratio (%)	111.68	118.81	118.43	123.86	103.92	—
	Cash flow reinvestment ratio (%)	(0.58)	13.96	2.48	7.60	(10.58)	—
Leverage	Operating leverage	1.20	1.21	1.23	1.24	1.19	—
	Financial leverage	1.00	1.00	1.00	1.00	1.00	—

Note 1: The 5-year financial information is examined and audited by CPA.

Note 2: As of April 30 2022 audited financial information covering 2022 Q1 was still unavailable.

Note 3: The formula for the table above is as follows

#### 1. Financial structure

- (1) Liabilities to total assets = Total liabilities / total assets.
- (2) Ratio of long-term capital to property, plant and equipment = (Total equities + noncurrent liabilities) / property, plant and equipment

#### 2. Solvency

- (1) Current ratio = current assets / current liabilities.
- (2) Quick ratio = (current assets - inventories - prepaid expense) / current liabilities
- (3) Interest coverage ratio = net profit before interest and tax / interest expenses for

the current period.

3. Operating ability

(1) Turnover of receivables (including accounts receivable and notes receivable due to business)

= Net sales / balance of average receivables for each period (including accounts receivable and notes receivable due to business).

(2) Days sales in account receivable = 365 / Account receivable turnover (times)

(3) Inventory turnover (times) = Cost of goods sold / average inventory amount

(4) Turnover rate of payables (including accounts payable and notes payable due to business).

= Cost of Sales / average of payables for each period (including accounts payable and notes payable due to business).

(5) Average days in sales = 365 / Inventory turnover (times)

(6) Property, plant, and equipment turnover (times) = Net sales / Net average property, plant, and equipment

(7) Total assets turnover (times) = Net sales / Average total assets

4. Profitability

(1) Return on assets = (after tax net profit + interest expenses x (1 - tax rate)) / average asset balance.

(2) Return on shareholders' equity = after tax net profit / total average equity.

(3) Profit ratio = net income / net sales

(4) Earnings per share = (profits or loss attributable to owners of the parent company - preferred stock dividend) / weighted average stock shares issued

5. Cash flow

(1) Cash flow ratio = net cash flow from operating activities / current liabilities.

(2) Cash flow adequacy ratio = net cash flow from operating activities within five years / (capital expenditure + inventory increase + cash dividend) within five years

(3) Cash re-investment ratio = (net cash flow from operating activity - cash dividend) / (gross property, plant, and equipment + long-term investment + other noncurrent assets + working capital)

6. Leverage

(1) Operating leverage = (Net operating income - Changes in operating cost and expense) / Operating profit

(2) Financial leverage = Operating profit / (Operating profit - interest expense)

## 6.2.2 Financial Analysis - individual

Analysis items (Note 2)		Year	Financial analysis for the latest 5 years (Note 1)				
			2017	2018	2019	2020	2021
Financial structure (%)	Debt to assets ratio		17.81	15.49	13.28	13.18	20.16
	Ratio of long-term capital to property, plant and equipment		372.25	400.93	411.87	418.31	445.93
Solvency (%)	Current ratio		326.24	390.02	459.46	467.01	324.38
	Liquid ratio		269.38	324.61	396.42	401.55	235.46
	Interest coverage ratio		12,572.18	92,990.50	29,437.53	20,740.97	46,922.53
Operating ability	Account receivable turnover (times)		4.66	5.25	5.49	5.20	4.57
	Days sales in account receivable		78.34	69.49	66.54	70.15	79.81
	Inventory turnover (times)		6.63	6.87	6.08	5.66	3.98
	Account payable turnover (times)		5.74	6.80	7.23	8.74	6.37
	Average days in sales		55.05	53.11	60.07	64.54	91.82
	Property, plant, and equipment turnover (times)		3.98	4.17	3.63	3.13	3.82
	Total assets turnover (times)		0.89	0.89	0.77	0.66	0.69
Profitability	ROA (%)		13.82	15.49	14.34	11.71	12.96
	Return on equity (%)		16.85	18.58	16.75	13.50	15.58
	Pre-tax profits to paid-up capital ratio (%)		56.69	65.00	61.73	50.74	55.76
	Net profit rate (%)		16.12	17.32	18.76	17.98	17.76
	After the earnings per share (yuan) is traced back		5.06	5.60	5.15	4.12	4.77
Cash flows	Cash flow ratio (%)		82.92	143.99	138.46	124.04	16.09
	Cash flow adequacy ratio (%)		107.72	109.60	112.26	111.98	98.24
	Cash flow reinvestment ratio (%)		(0.23)	8.62	2.74	2.07	(7.57)
Leverage	Operating leverage		1.09	1.1	1.09	1.10	1.15
	Financial leverage		1.00	1.0	1.00	1.00	1.00

Note 1: All financial information for the 5 years has been audited by CPA

Note 2: The formula for the table above is as follows

1. Financial structure

(1) Liabilities to total assets = Total liabilities / total assets.

(2) Ratio of long-term capital to property, plant and equipment = (Total equities + noncurrent liabilities) / property, plant and equipment

2. Solvency

Current ratio = current assets / current liabilities.

(2) Quick ratio = (current assets - inventories - prepaid expense) / current liabilities

- (3) Interest coverage ratio = net profit before interest and tax / interest expenses for the current period.
3. Operating ability
- (1) Turnover of receivables (including accounts receivable and notes receivable due to business)  
= Net sales / balance of average receivables for each period (including accounts receivable and notes receivable due to business).
- (2) Days sales in account receivable = 365 / Account receivable turnover (times)
- (3) Inventory turnover (times) = Cost of goods sold / average inventory amount
- (4) Turnover rate of payables (including accounts payable and notes payable due to business).  
= Cost of Sales / average of payables for each period (including accounts payable and notes payable due to business).
- (5) Average days in sales = 365 / Inventory turnover (times)
- (6) Property, plant, and equipment turnover (times) = Net sales / Net average property, plant, and equipment
- (7) T Total assets turnover (times) = Net sales / Average total assets
4. Profitability
- (1) Return on assets = (after tax net profit + interest expenses x (1 - tax rate)) / average asset balance.
- (2) Return on shareholders' equity = after tax net profit / total average equity.
- (3) Profit ratio = net income / net sales
- (4) Earnings per share = (profits or loss attributable to owners of the parent company - preferred stock dividend) / weighted average stock shares issued
5. Cash flow
- (1) Cash flow ratio = net cash flow from operating activities / current liabilities.
- (2) Cash flow adequacy ratio = net cash flow from operating activities within five years / (capital expenditure + inventory increase + cash dividend) within five years
- (3) Cash re-investment ratio = (net cash flow from operating activity - cash dividend) / (gross property, plant, and equipment + long-term investment + other noncurrent assets + working capital)
6. Leverage
- (1) Operating leverage = (Net operating income - Changes in operating cost and expense) / Operating profit
- (2) Financial leverage = Operating profit / (Operating profit - interest expense)

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- 6.3 Audit report on the most recent year financial statements by the supervisor or the audit committee:** please refer to page 155
- 6.4 The most recent annual financial report:** please refer to pages 156-219
- 6.5 The Company's individual financial statements audited and certified by a certified public accountant in the most recent fiscal year.** Please refer to page 220-281.
- 6.6 If the company or its affiliated enterprises have experienced financial difficulties during the most recent fiscal year or the current fiscal year up to the date of printing of annual report, the annual report shall explain how said difficulties will affect the company's financial status:** None.

## VII. Review of financial status, business performance, and risk management issues

### 7.1 Financial status

Unit: NTD thousand

Item	Year	2020	2021	Variation	
				Increase (decrease) in amount	%
Current assets		3,971,272	4,729,183	757,911	19.08
Non-Current assets		1,620,796	1,588,988	(31,808)	( 1.96)
<b>Total assets</b>		<b>5,592,068</b>	<b>6,318,171</b>	<b>726,103</b>	<b>12.98</b>
Current liabilities		850,452	1,441,047	590,595	69.44
Non-current liabilities		132,581	135,989	3,408	2.57
<b>Total liabilities</b>		<b>983,033</b>	<b>1,577,036</b>	<b>594,003</b>	<b>60.43</b>
Capital stock		1,430,623	1,430,623	0	-
Capital surplus		597,122	528,355	(68,767)	(11.52)
Retained earnings		2,364,364	2,546,710	182,346	7.71
<b>Total shareholders' equity</b>		<b>4,609,035</b>	<b>4,741,135</b>	<b>132,100</b>	<b>2.87</b>

1. The ratio of the changes between the early and later stages more than 20%, and the analysis of changes for amounts exceeding NT\$10 million is as follows:

The decrease in current liabilities/total liabilities was mainly due to the impact of the COVID-19 epidemic on policy inventory preparation, and accounts payable increased.

2. Impact of changes in financial situation:

There is no significant impact to the financial situation.

3. The future response plan: N/A.

## 7.2 Financial Performance

### 7.2.1 Comparative analysis of operating results

Unit: NTD thousand

Item	Year	2020	2021	Increase (decrease)	Variation (%)
		Total	Total		
Operating revenue - net		4,432,961	5,185,155	752,194	16.97
Operating cost		(2,889,455)	(3,481,701)	592,246	20.50
Gross profit		1,543,506	1,703,454	159,948	10.36
Operating expenses		(842,114)	(881,693)	39,579	4.70
Operating profit		701,392	821,761	120,369	17.16
Non-operating revenues and expenses		38,570	421	(38,149)	(98.91)
Net profit before taxation		739,962	822,182	82,220	11.11
Income tax expenses		(142,034)	(131,096)	(10,938)	(7.70)
Net income		\$ 597,928	\$ 691,086	\$ 93,158	15.58

Analysis of changes with ratios of more than 20% between the early and later stages are as follows:

- The increase in operating cost is the result of increase revenues, and the cost increase.
- The decrease in non-operating income and expenditure is the result of the government subsidies of COVID-19 decreased compared to 2020.

### 7.2.2 Analysis of changes in gross profit:

Unit: NTD thousand

	Number of increases and decreases from early to later periods	The root cause of the difference			
		Price differentiation	Cost price variance	Sales-mix variance	Quantity variance
Gross profit	159,948	(218,247)	31,988	(1,915)	348,122
Remark		Note 1	Note 2	Note 3	Note 4

Note 1: Develop regional markets based on different market characteristics. The fluctuation of product prices result in unfavorable price differentiations.

Note 2 : The difference between the two terms caused by the product sales ratio resulted in the favorable difference of cost price.

Note 3 : The difference between the two terms caused by the product sales ratio resulted in a detrimental difference in sales portfolio.

Note 4 : The Company is committed to promoting various series of products and gaining the ability to being a market-leading company, therefore generating favorable quantitative differences.

## 7.3 Cash flow

### 7.3.1 Cash flow analysis in the most recent year

Unit: NTD thousand

Beginning of year cash balance (1)	Expected net operating cash flow for the whole year (2)	Net annual cash outflow (3)	Cash surplus (deficit) (1)+(2)-(3)	Remediation measures against expected cash flow deficit	
				Investment plans	Wealth management
2,540,079	7,665	593,454	1,954,290	—	—

#### 1. Changes of cash flow in current year analysis:

- (1) Operating Activities: The net cash flow from operating activities was NT\$ 7,665 thousand, which was mainly composed of cash flow from the net profit generated from 2021 operating activities.
- (2) Investment activities: The net cash outflow of investment activities amounted to \$5,634 thousand, mainly the result of a cash outflow of financing assets obtained measured in amortized cost for the current year.
- (3) Financing Activities: The net cash flow from financing activities was NT\$ 507,770 thousand, which was composed from shareholders' cash dividends.

#### 2. Responsive measures and liquidity analysis on cash flow deficits:

No cash shortages are expected.

### 7.3.2 Liquidity analysis for the next year

The company does not need to provide financial forecasts for the coming year, including cash flow forecasts.

## 7.4 Material capital expenditures in the latest year and impacts on business performance

### 7.4.1 The implementation of major capital expenditures and the sources of funds:

N/A

### 7.4.2 Expected effects:

N/A



### 7.5 The major causes for profits or losses incurred by investments during the most recent year; rectifications and investment plans for the next year

Unit: NTD thousand

Item	Remark	Re-investment policy	Invested Company's 2021 profit and loss	Main causes of profit or loss	Improvement Plan	Other future Investment plans
Flytech USA		Expanding the American market and customer services	(736)	Customer service center cost center		—
Flytech HK		Expanding the Asian market and customer services	4,926	Strategic success and operational growth		—
Flytech Shanghai		Expand the market of Mainland China, production and customer services	10,080	Strategic success and operational growth		—
WIMIsys Co., Ltd		Expand the market of Mainland China, production and customer services	(3,324)	New startup company	Enhance marketing	—
iSAPPOS Systems (Note 1)		Horizontal integration including large product lines	-			—
iRuggy Systems		Horizontal integration including large product lines	445			—
Berry AI		Achieve vertical integration synergy	(63,653)	New startup company	Break-even for 2 years	
Poindus system		Horizontal integration including large product lines	57,893	Strategic success and operational growth		—
Poindus UK		Horizontal integration including large product lines	10,403	Strategic success and operational growth	Enhance marketing	—
Poindus GE		Horizontal integration including large product lines	(86)			—
Adasys GmbH		Horizontal integration to expand product line	12,113	Strategic success and operational growth		
Box UK		Achieve vertical integration synergy	47,087	Strategic success and operational growth		—
Box Nordic		Achieve vertical integration synergy	(677)			—
Tac Dynamics		Horizontal integration including large product lines	(884)	New startup company		
Berry AI USA		Achieve vertical integration synergy	(307)	New startup company		

Note 1 : iSAPPOS Systems was liquidated in June 2020 and completed in February 2021.

Note2: BVI and Holdings are paper companies with no substantive operations, and information related to reinvestment decisions is not listed.

## 7.6 Risk assessment

7.6.1 The impact of changes in interest rate, exchange rate, and inflation on the Company's profit or loss in recent years to the date this report was printed, and future response measures

1. The impact of interest rate changes and response measures

Interest rate risks have an impact on the Company's income, which is divided into income and capital cost. For interest income, the Company evaluates the low-risk and high-liquidity investments, and most of the remaining funds are used in bank deposits as a conservative operating procedure to minimize the impact the changes in interest rates. There are no significant changes to future financial management policies. For capital costs, there are no debt plans. Therefore, the assessment is that interest rate changes have no significant impact to the Company's income.

2. The impact of exchange rate changes and response measures

The export of Company's products takes up approximately 90% of the revenue as product prices are mainly listed in US dollars, followed by the British pound. Since some of the imported key components are mostly denominated in US dollars, the exchange rate trends of the US dollar and the British pound is closely related to Company's exchange gains and losses. The Company mainly uses natural hedging and forward exchange contracts as responses to the impact of exchange rate changes. The response measures are as follows:

- (1) Pay attention to the domestic and foreign political and economic situations to quickly grasp the pace of the foreign exchange market and make advance/delayed payment transactions depending on the trending direction of the listed currency.
- (2) Consider the exchange rate fluctuation factors to ensure reasonable Company profits and costs providing clients with a quotation and negotiating purchase conditions.
- (3) Establish natural hedging for corresponding net positions holding foreign currencies, preferably use the same currency for sales quotations and purchases to reduce exchange rate risks.
- (4) Regularly estimate the net import and export demand of foreign currencies, analyze domestic and foreign trade/economic information and recommendations for corresponding banks, study the trends of the foreign exchange market, and hedge risks with forward exchange contracts based on the "Procedures for Acquisition or Disposal of Assets".

3. The impact of price changes and response measures

The company's material costs are directly affected by the price fluctuation of raw materials. Influenced key components and structural materials include LCD / LED Panels, Touch screens, etc., accounting for approximately 40% of the total cost. As the Company's products are manufactured to client specifications, the products are uniquely tailored to client needs. Therefore, the company is at an advantageous position when pricing products and negotiating with clients. In order to reduce the impact of price changes on the company's profit, the measures for material purchase costs are as follows:

- (1) Strengthen the “design for cost” cost control during the research and development stage, introduce modular design and converge material specifications when designing the electronics, reduce purchase costs by taking advantages of bulk purchases, and use core technology advantages to develop streamlined, sturdy and practical structural designs. The structural design can reduce size and weight, and also reduce the consumption of metal and plastic parts.
- (2) Plan long-term procurement plans or the policy buy project procurements to ensure a constant supply of raw materials and effectively control the material costs for common materials, or for original materials with expected price fluctuations/material shortages/price increases.
- (3) Analyze the cost structure of the manufacturer's quotation, assist suppliers to improve the efficiency and reduce consumption to save costs, provide forecasts to increase the visibility of procurement demands, increase manufacturers’ willingness to cooperate, and increase the amount of leverage when negotiating prices.
- (4) Continue to enhance the information communication platform for production and sales procurement, accelerate the response speed of market information, and timely adjust procurement plans and sales quotations.

7.6.2 The policy of engaging in high-risk, highly leveraged investments, loaning of funds, endorsements and guarantee, and derivatives trading, the main reason for profit or loss in recent years to the date this report was printed, and future response measures:

1. The Company adopts a steady and conservative financial management policy, and the relevant operating procedures and announcements are handled in accordance with the Company’s “Procedures for Acquisition or Disposal of Assets,” “Procedures of Endorsements and Guarantees” and “Management of Loans to Others.”
2. The Company follows a steady and conservative financial management policy. In the past, the Company did not engage in high-risk and highly leveraged investment activities. The Company will continue to carefully evaluate high-risk investments and financial activities to avoid potential risks. The situation of the Company and its subsidiaries for 2021 and up until the most recent annual report are as follows:

(1) Endorsement and guarantee

Subsidiary Box Technologies Limited (a subsidiary of Box Holdings) has applied for a £1 million credit line to Chang Hwa Commercial Bank in order to expand the operating turnover requirements of the European market. The Company has evaluated this case using the “Procedures of Endorsements and Guarantees” and reported it to the board of directors for approval providing a 100% guarantee for the aforementioned credit case, which did not exceed the limit. The subsidiary has not yet used the facilities as of the annual report’s publication date. Apart from this case, all subsidiaries have not been endorsed or guaranteed by others.

(2) Loans to others

Poindus Systems has evaluated subsidiary Adasys GmbH using the “Management of Loans to Others,” and reported the case to the board of directors for approval of a

loan to Adasys GmbH. The loan balance at the end of 2021 was 650,000 euros, which did not exceed the limit. Meanwhile, after Poindus System Co., Ltd. considered the fact that its subsidiary Poindus Systems UK LTD's AR it assessed that part of the payment should not be repaid in full in a short period of time, a sum of GBP800,000 was reported to the board of directors meeting convened in August to be converted into loan fund. Except for the two aforementioned fund loan cases, the Company and other subsidiaries have not loaned funds externally.

### (3) Derivative transactions

The Company's derivatives trading strategies are hedge trades that are designed to circumvent the risk of exchange rate fluctuations of existing foreign currency assets or liabilities. Subsidiaries apart from Box Technologies Ltd. (a subsidiary of Box Holdings) used forward exchange contracts for hedging in accordance with the "Procedures for Acquisition or Disposal of Assets" regulations for derivative transactions, and have made monthly announcements according to company regulations, and settlement completed in April 2021. Other subsidiaries have never engaged in derivative transactions.

### 7.6.3 Recent R&D investment plans and progress, and future R&D plans and estimated T&D investment expenses:

The Company's 2021 R&D plans were carried out according to schedule. Apart from a small number of products that have completed testing, verification and production trials for mass production during the first half of 2022, the rest have already been put into mass production and sales. Apart from completing unfinished products from the previous year, expand its product range and existing product series, the company's 2022 R&D direction will continue to develop competitive new product lines with high added value for different market segments and application areas, and actively expand emerging demand markets to innovatively develop diverse application fields. In addition, the Company controls the R&D progress using projects, and pays constant attention to the development of technology, product trends, the situation of competitors, sales markets and demand changes in the material supply market. They are all factors that can potentially affect the success of the R&D, therefore all R&D plans must meet market demands and completed on schedule.

Year	R&D Plan	Current progress of unfinished R&D Plans	Expected mass production completion time	Reinvested R&D expenses	The main factors affecting successful R&D in the future
2020	1. Industrial computer series: POS337N2/ POS457/ POS495D/ P665/ PC46/ K959T/ M285/ K889/ PC16/ PC35/ PC41/ B6000 2. New motherboard series: F12R/ F34/ F36/ 84U/ F91U/ F92S/ F95/ F98	Most of them have been developed in 2021, and a small number of unfinished products will be mass-produced in the first half of 2022.	Mass production according to the original plan	None	None

Year	R&D Plan	Current progress of unfinished R&D Plans	Expected mass production completion time	Reinvested R&D expenses	The main factors affecting successful R&D in the future
2021	1. Industrial computer series: B6120/ B6140/ PC21/ PC40/ PC49/ PC50/PC83/ PC60 2. New motherboard series: F12R/ F34/ F36/ 84U/ F91U/ F92S/ F95/ F98	In progress	End of 2022	It is estimated that the research and development expenses will be NTD 150,000 thousand in 2022	None

7.6.4 The impact of the changes in domestic and foreign major policies and law on the Company's finance and business in the most recent years to the date this report was printed, and the response measures:

The Company continues to pay attention to changes in domestic and foreign political and economic environments, important policies and laws. The company is always analyzing and reviewing the impact of these changes, and make revisions to company regulations when competent authorities issue important information on corporate governance and risk control. After assessments, the aforementioned changes up until the 2021 annual report publication date have not significantly impacted the Company's finances and businesses. Therefore, the response measures are not applicable.

7.6.5 The impact of the changes in technology (include the risk of cyber security) and industry on the Company's finance and business in the most recent years to the date this report was printed, and the response measures:

Since its inception, the Company has been actively involved in the design, sales channels and R&D of computer products. Since the Company's establishment, Taiwan's electronic industry has undergone dramatic changes and various innovative technologies have been introduced in recent years, such as mobility payments, big data applications, unmanned stores self service and remote software service. The Company fully understands the pace of technology and industry trends, and has introduced new product designs to provide innovative applications. Therefore, correct product positioning with flexible sales strategies and extensive market channels allows the company to be ahead of its competitors. The Company's products are customized products tailor-made to client specifications as the Company's competitive foundation is based on flexible customization and offering products to a wide range of applicative products, and is capable of maintaining stable profits. In terms of cyber security, the Company has obtained ISO 27001 certification in 2015, and conducts internal and external audits every year to maintain the continuous effectiveness of the management system. There was no major abnormality in 2021. After assessments, the changes in technology, risk of cyber security ,and industries up until the Company's 2021 annual income and annual report publication dates have not significantly impacted the Company's finances and businesses. Therefore, the response measures are not applicable.

7.6.6 The impact of changes in corporate image on the Company's crisis management in the most recent years to the date this report was printed and the response measures:

Since inception, the company has adhered to the corporate philosophy of "pursuit of excellence, integrity, and steadiness." Focused on its trade, the company pursues "flexibility" and "innovation," attaching importance to corporate image and risk control. In terms of organizational operations and system launch, emphasis is given to "the system of a large company and the flexibility of a small company." Faced with changes in external environment and challenges, the company maintains a high degree of organizational flexibility to quickly respond to market changes. When disasters (including typhoons, floods, earthquakes, information system interruptions, raw material supply, epidemics, or power supply shortages, and other natural and manmade disasters) occur, emergency recovery plans, contingency plans, and task teams are set up, while periodic evaluations, corrections, and drills are conducted to ensure the company can quickly resume normal operations during occurrences of emergency events.

Besides this, in the board of directors meeting convened in January 2021, it was passed that the "Risk Management Policy and Operating Rules" should be duly enacted to set up a sound risk management framework to expressly define the division of responsibilities as follows to ensure that the business operation can continually go ahead to prevent potential losses to achieve sustainable operations purposes:

1. That the Board of Directors functions as the highest governance unit for risk management, assuming the responsibility to approve risk management policies and the ultimate responsibility for the effectiveness of risk management.
2. That the General Manager should assume the responsibility to make the approved risk management policies known, to set the Company's overall goals, identify risk categories and risk tolerance thresholds and to supervise the permanent risk management units (Flytech related departments and subsidiaries) to establish appropriate risk management measures.
3. That the permanent risk management unit (Flytech's relevant department) should assume the responsibility to set up departmental goals based on the overall goals to analyze the internal and external environment and the needs by the stakeholders to further identify the risks of the goals which have failed to be achieved and to, in turn, analyze the degree of impact upon establishment of appropriate management measures, including internal control systems, verification authority, important management measures, and operating procedures and the like to continually manage daily operational risks through an internal control review mechanism.
4. In case of a significant unpredictable emergency, the General Manager shall set up a special Task Force to take countermeasures as appropriate.
5. The Audit Department shall watch and oversee the risk management issues to check and make sure the effectiveness of the implementation in the management system.

In 2021 and as of the publication date of the annual report, the Company's internal control system has proved to have been appropriately managed and controlled without any significant risk oriented issues that were likely to impact the business operation taking place. In 2021, the supreme external risk was the coronavirus pandemic (COVID-19) spreading

over the entire world. The sound countermeasures carried out by the Company are detailed in 7.6.13.

7.6.7 The expected benefits, potential risks and response measures for mergers and acquisitions for the most recent year and up to the date of publication of the annual report are as follows:

None

7.6.8 The expected benefits, potential risks and response measures for the factory expansion for the most recent year and up to the date of publication of the annual report are as follows:

The Company has no plans to expand the factory for the most recent year of 2021 and publication date of the annual report.

7.6.9 The risks and corresponding measures faced with the purchase and sale of goods in the most recent year and up to the date of publication of the annual report are as follows:

1. Purchase: During 2021 and up until the publication date of the annual report, the company has not exceeded the net purchase amount of 10%, except for purchases from large-scale IC agency Synnex Technology. The purchases were not overly concentrated either.

2. Sales: The Company is a professional manufacturer of custom development and designs for industrial computers, and its main sales targets include system integrators, enterprise projects, and international companies. The types of clients are more dispersed as there are no concerns of excessive concentration.

7.6.10 The risks and impacts of significant shareholding transfers by directors, supervisors, or major shareholders with more than 10% ownership interest in the most recent years to the date this report was printed and the responsive measures to such risks:

In 2021 and up until the publication date of the annual report, the Company's directors, supervisors or shareholders holding more than 10% of the shares did not have large share transfers or replacements.

7.6.11 The impact, risks and response measures to the changes in management rights on the company in the most recent year and up until the date of publication of the annual report are as follows:

The Company has no circumstances or plans for the transfer of management rights in 2021 and up till the publication date of the annual report.

7.6.12 In the most recent year and up till the publication date of the annual report, lawsuits and non-contentious cases should clearly state the company and the company's directors, supervisors, general managers, substantive people in charge, major shareholders and subordinates with a shareholding ratio of more than 10%, major lawsuits, non-contentious

cases, or major administrative disputes with determined judgements or still pending judgement. The results may have a significant impact on shareholders' equity or securities prices, and individuals should disclose the facts of the dispute, the bid amount, the commencement date of the lawsuit, main parties involved and the handling of the situation up until the publication date of the annual report:

The Company has no related lawsuits or non-contentious cases for 2021 and up until the publication date of the annual report.

#### 7.6.13 Other significant risks and responsive measures:

The COVID-19 pandemic proved to be the worst ever external risk to the Company in 2021, virtually impacting upon the economic activities, transportation and mode of consumption behaviors throughout the world. As well, has tremendously disturbed the entire Company in business operation on POS system and in working mode for our staff members. The general manager of the company has set up an fromemergency contingency task team on 2020 Q1, the response measures are as follows:

1. Sales : The R&D and Sales teams accelerate the progress of new product series to respond the changes of the application market, and also assist customers in developing new application business opportunities from field applications, and work with customers to face the impact of market demand fluctuations.
2. Internal management: Carry out propagandas and package control fromemergency contingency task team: including performing weekly health checks for all employees, conducting access quarantine and requiring a mask to be worn by all employees, conducting operational environment ventilation and disinfection, reducing business trips and implementing home isolation for returning employees, replacing group meetings with video conferencing, engaging in employee divergence to avoid direct contact, and other measures. To properly maintain the safety of employees and visitors.

With the risk control of the fromemergency contingency task team and the joint efforts of all Employees, we have survived the difficult on 2021, and the performance has gradually recovered from the 2021 Q3.

#### 7.7 Other important disclosures:

In response to the market demand of IoT, the Company's will extend to the software and hardware requirements for applications in various fields in the future. Therefore, on February 10, 2022, the subsidiary Flytech Investment Co., Ltd. participated in Compal Computer 's public acquisition of Poindus Systems Co., Ltd., selling all its 10,354,000 shares of Poindus Systems Co., Ltd. at NT\$30 per share, with a total transaction amount of NT\$310,620,000, and was completed on March 8, 2022.



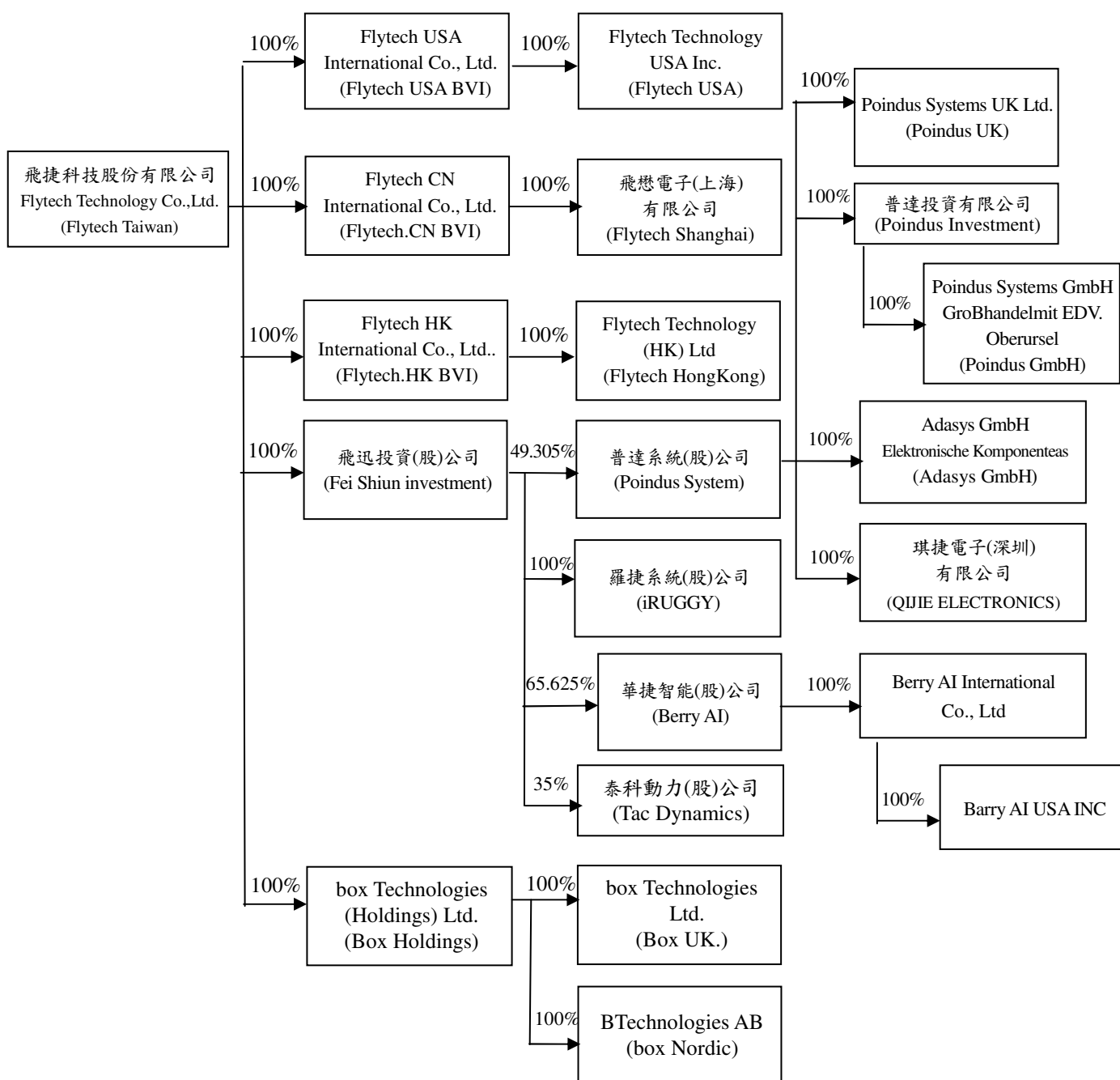
## VIII. Special remarks

### 8.1 Affiliated companies

#### 8.1.1 Affiliates consolidated business report:

##### 1. Affiliated Enterprises overview

(1) The investment relationship and shareholding ratio of the Company and its subsidiaries are as follows (data deadline: December 31<sup>st</sup>, 2021)



## (2) Profiles of the Affiliated Enterprises

December 31, 2020; Unit: NTD thousand

Name of enterprise	Date of establishment	Address	Paid-in shares Capital	Major operations
Flytech USA BVI	90.05	BritishVergin islands	3,355	Holdings
Flytech HK BVI	90.05	BritishVergin islands	1,723	Holdings
Flytech CN BVI	90.07	BritishVergin islands	6,544	Holdings
Fei Shiun investment	97.01	Taipei City	190,000	General investment business
Box Holdings	93.01	United Kingdom	189	General investment business
Flytech USA	78.11	U.S.	23,741	Transactions of computers, instrument systems, peripheral equipment
Flytech HK	78.12	Hong Kong	10,433	Transactions of computers, instrument systems, peripheral equipment
Flytech Shanghai	90.10	Shanghai	69,089	Transactions of computers, instrument systems, peripheral equipment
iSAPPOS Systems (Note)	104.12	Hong Kong	31,690	Transactions of computers, instrument systems, peripheral equipment
Berry AI	108.01	Taipei City	160,000	Operating data software and information processing, integrating software and hardware services
iRuggy Systems	104.12	Taipei City	60,000	Transactions of computers, instrument systems, peripheral equipment
Poindus system	98.06	Taipei City	210,000	Transactions of computers, instrument systems, peripheral equipment
Poindus Investment	98.07	Taipei City	4,100	General investment business
Poindus UK	104.10	United Kingdom	14,297	Transactions of computers, instrument systems, peripheral equipment
Adasys GmbH	83.03	Germany	3,292	Transactions of computers, instrument systems, peripheral equipment
WIMIsys Co., Ltd	108.01	Shenzhen City	30,850	Transactions of computers, instrument systems, peripheral equipment
Poindus GmbH	104.10	Germany	1,721	Transactions of computers, instrument systems, peripheral equipment
Box UK	81.06	United Kingdom	472	Transactions of computers, instrument systems, peripheral equipment
Box Nordic	102.08	Sweden	2,330	Transactions of computers, instrument systems, peripheral equipment
Tac Dynamics	110.04	New Taipei City	4,661	Wholesale of machinery, electrical appliances and precision instruments
Berry AI BVI	110.05	BritishVergin islands	1,398	Holdings
Berry AI USA INC	110.08	U.S.	27,965	Operating data software and information processing, integrating software and hardware services

Note: iSAPPOS Systems launched the liquidation process in June 2020 and completed the entire liquidation process in February 2021.

(3) Presumed to have control and has affiliation according to Article 369-3 of the Company Act: None

(4) The industries housed in the same business location of the whole Affiliated Enterprises:

The relationship between the Company and the business operations of affiliated companies include: the electronics industry, the computer industry, the manufacturing industry, and merchandising-sector companies.

## (5) Profiles of Directors, Supervisors and Presidents of the Affiliated Enterprises:

December 31, 2021

Name of enterprise	Title	Company name or representative	Status of shareholding	
			Number of shares or Contribution amount	Number of shares or Contribution amount
Flytech USA BVI	Chairman	Flytech Technology Co., Ltd. Representative: Shyu, Jia Horng	100,000 shares	100 %
Flytech HK BVI	Chairman	Flytech Technology Co., Ltd. Representative: Shyu, Jia Horng	50,000 shares	100 %
Flytech CN BVI	Chairman	Flytech Technology Co., Ltd. Representative: Shyu, Jia Horng	200,000 shares	100 %
Fei Shiun investment	Chairman	Flytech Technology Co., Ltd. Representative: Shyu, Jia Horng	19,000,000 shares	100 %
Box Holdings	Director	Shyu, Jia Horng	—	—
	Director	Lin, Yi Zhi		
	Director	Russell Willcox		
	Executive Director	Stuart Walker		
Flytech USA	Chairman	Lam, Tai Seng	—	—
Flytech HK	Chairman	Lam, Tai Seng	HKD 1,000,000	100 %
	Director	Flytech HK BVI		
Flytech Shanghai	Chairman	Flytech CN BVI Representative: Wang, Wei Wei	USD 2,000,000	100 %
	Director	Flytech CN BVI Representative: Lam, Tai Seng		
	Director	Flytech CN BVI Representative: Liu, Chiu Tsao		
	Supervisor	Flytech CN BVI Representative: Lee, Mei Huei		
iSAPPOS Systems	Chairman	Poon, Ming On	HKD 7,500,000	100 %
	Director	Lin, Yi Zhi		
iRuggy Systems	Chairman	Flytech Investment Co., Ltd. Representative: Chuo, Chun Hung	6,000,000 shares	100 %
Poindus system	Chairman	Hu, Mu Zhen	358,000 shares	1.70 %
	Director	Flytech Investment Co., Ltd. Representative: Chuo, Chun Hung	10,354,000 shares	49.305 %
	Director	Flytech Investment Co., Ltd. Representative: Wang, Sizhen		
	Director	Chang, Hong Rui	—	—
	Independent director	Liu, Tian Lai	—	—
	Independent director	Huang, Ren Qi	—	—
	Independent director	Li, Yu Jing	—	—

December 31, 2021

Name of enterprise	Title	Company name or representative	Status of shareholding	
			Number of shares or Contribution amount	Number of shares or Contribution amount
Berry AI	Chairman	Flytech Investment Co., Ltd. Representative: Shyu, Jia Horng	10,500,000 shares	65.63 %
	Director	Flytech Investment Co., Ltd. Representative: Chuo, Chun Hung		
	Director	Lin, I Chung	1,125,000 shares	7.03%
	Supervisor	Lee, Mei Hui	—	—
Poindus Investment	Chairman	Poindus Systems Co., Ltd. Representative: Chang, Hong Rui	NTD 4,100,000	100 %
	Director	Poindus Systems Co., Ltd. Representative: Hu, Mu Zhen		
Poindus UK	Director	Poindus Systems Co., Ltd. Representative: Hu, Mu Zhen	GBP 300,000	100 %
	Director	Poindus Systems Co., Ltd. Representative: Chang, Hong Rui		
Adasys GmbH	Executive Director	Thomas Schäfer	—	—
WIMIsys Co., Ltd	Director	Wang, Wei He	USD 1,000,000	100 %
	Director	Chang, Hong Rui		
Poindus GmbH	Director	Poindus Systems Co., Ltd. Representative: Chang, Hong Rui	EUR 25,000	100 %
Box UK	Chairman	Russell Willcox	—	—
	Director	Hung, Dong Chang		
	Director	Chuo, Chun Hung		
	Director	Shyu, Jia Horng		
	Director	Lin, Yi Zhi		
	Director	Stuart Walker		
	Director	Ian Patterson		
Box Nordic	Executive Director	Ralf Hedvold	—	—
	Director	Russell Willcox		
	Director	Stuart Walker		
Tac Dynamics	Chairman	Lin, Chuan Kai	140,000 shares	30.03%
	Director	Tsui, Chuan Chia	70,000 shares	15.02%
	Director	Flytech Investment Co., Ltd.	163,147 shares	35.00%
	Supervisor	Chen, Hsuan Po	73,000 shares	15.66%
Berry AI BVI	Chairman	Berry AI. Representative: Lin, I Chung	50,000 shares	100 %
Berry AI USA INC	Chairman	Lin, I Chung	—	—

## 2. Business Performance of Affiliated Enterprises

December 31, 2021; Unit: NTD thousand

Name of enterprise	Capital	Total assets	Total Debt	Net value	Operating revenue	Operating profit	Net income (After income tax)	Earnings per share (After income tax)
Flytech USA BVI	3,355	16,246	0	16,246	0	0	(736)	—
Flytech HK BVI	1,723	135,457	0	135,457	0	0	4,926	—
Flytech CN BVI	6,544	136,882	0	136,882	0	0	10,103	—
Fei Shiun investment	190,000	380,177	10,070	370,107	0	(3,086)	(16,678)	—
Box Holdings	189	284,978	38,518	246,460	0	0	46,410	—
Flytech USA	23,741	22,529	7,239	15,290	4,892	(22,899)	(736)	—
Flytech HK	10,433	148,523	13,086	135,437	66,152	614	4,926	—
Flytech Shanghai	69,089	134,142	12,628	121,514	102,792	8,020	10,080	—
iSAPPOS Systems (Note)	—	—	—	—	—	—	—	—
iRuggy Systems	60,000	28,154	1,733	26,421	9,807	(92)	445	—
Poindus system	210,000	748,073	191,265	556,808	677,183	64,217	57,893	2.76
Berry AI	160,000	94,133	16,618	77,515	733	(64,183)	(63,653)	—
Poindus Investment	4,100	614	0	614	0	(25)	(111)	—
WIMIsys Co., Ltd	30,850	72,997	50,607	22,391	63,060	(2,872)	(3,324)	—
Poindus Systems UK	14,297	58,246	53,879	4,367	131,257	13,679	10,403	—
Adasys GmbH	3,292	121,749	103,387	18,362	377,090	16,333	12,113	—
Poindus GmbH	1,721	243	53	190	0	(86)	(86)	—
Box UK	472	548,321	273,749	274,572	756,511	56,183	47,087	—
Box Nordic	2,330	17,834	11,502	6,333	51,838	(3,576)	(677)	—
Berry AI BVI	1,398	29,388	0	29,388	0	(2)	(308)	—
Berry AI USA INC	27,965	27,376	0	27,376	0	(307)	(307)	—

Note: iSAPPOS Systems launched the liquidation process in June 2020 and completed the entire liquidation process in February 2021.

## 8.1.2 Consolidated financial statement of affiliated enterprises:

The companies to be included by the Company in the consolidated financial statement of affiliated enterprises in 2021 (January 1 to December 31, 2021) pursuant to the Criteria Governing Preparation of Affiliation Reports, Consolidated Business Reports and Consolidated Financial Statements of Affiliated Enterprises are the same as those to be included into the consolidated financial statement of the parent company and subsidiaries pursuant to the Statements of International Financial Reporting Standards (IFRS) No. 10. Further, the related information to be disclosed in the consolidated financial statement of affiliated enterprises has been disclosed in the said consolidated financial statement of parent company and subsidiaries. Accordingly, it is not necessary for the Company to prepare the consolidated financial

statement of affiliated enterprises separately.

8.1.3 Affiliated Company Affiliation Report: There is no need to prepare an affiliation report.

**8.2 Private placement of securities during the latest year up till the publication date of this annual report:** None

**8.3 Holding or disposal of the company's shares by its subsidiaries during the latest financial year, up to the publication date of this annual report:** None

**8.4. Other supplementary information:** None

**8.5 Occurrences of events defined under Article 36-3-2 of the Securities and Exchange Act in the latest year up till the publishing date of this annual report that significantly impacted shareholders' equity or security prices:** None

## Audit Committee's Review Report

To: The 2022 Annual Meeting of Shareholders of This Company

We reviewed the financial statements (including the consolidated financial statements) of Flytech Technology Co., Ltd. in 2021, which have been audited by Wei-Ming Shih, CPA and Huei-Chen Chang, CPA, with the issuance of the Auditors' Report. We also reviewed the business report and the proposal for the distribution of earnings, which we found to be conforming to applicable laws and principles. We hereby report on our review pursuant to Article 14-4 of the Securities Exchange Law and Article 219 of the Company Law.

Best regards

Flytech Technology Co., Ltd.

The head of Audit Committee: Hsieh, Han Chang

March 18, 2022

## Representation Letter

The entities that are required to be included in the combined financial statements of Flytech Technology Co., Ltd. as of and for the year ended December 31, 2021 under the Criteria Governing the Preparation of Affiliation Reports, Consolidated Business Reports, and Consolidated Financial Statements of Affiliated Enterprises are the same as those included in the consolidated financial statements prepared in conformity with International Financial Reporting Standards No. 10 “Consolidated Financial Statements.” endorsed by the Financial Supervisory Commission, In addition, the information required to be disclosed in the combined financial statements is included in the consolidated financial statements. Consequently, Flytech Technology Co., Ltd. and Subsidiaries do not prepare a separate set of combined financial statements.

Company name: Flytech Technology Co., Ltd.

Chairman: Tai-Seng, Lam

Date: March 18, 2022





安侯建業聯合會計師事務所

KPMG

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## Independent Auditors' Report

To the Board of Directors  
Flytech Technology Co., Ltd.:  
**Opinion**

We have audited the consolidated financial statements of Flytech Technology Co., Ltd. (the "Company") and its subsidiaries (the "Group"), which comprise the consolidated balance sheets as of December 31, 2021 and 2020, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2021 and 2020, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the International Financial Reporting Standards ("IFRSs"), International Accounting Standards ("IASs"), Interpretations developed by the International Financial Reporting Interpretations Committee ("IFRIC") or the former Standing Interpretations Committee ("SIC") endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

### Basis for Opinion

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

### Key Audit Matters

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

#### 1. Revenue recognition

Pleaser refer to Note 4(o) "Revenue from contracts with customers" for the accounting policy on revenue recognition and Note 6(s) "Revenue from contracts with customers" for the significant account disclosures of revenue.

Description of key audit matter:

The Group recognizes its revenue depending on the various trade terms in each individual sale transaction and service rendered, which are considered to be complex in determining the timing of revenue recognition. Therefore, revenue recognition has been identified as one of the key audit matters.

How the matter was addressed in our audit:

In relation to the key audit matter above, our principal audit procedures included testing the design and operating effectiveness of the Group's internal controls over financial reporting in the sales; assessing whether revenue is recognized based on the trade terms with customers through reviewing the related sales contracts or other trade documents; performing a simple test on the sales transactions that took place before and after the balance sheet date, as well as reviewing and understanding the reasonableness for any identified significant sales returns and allowances that took place after the balance sheet date to assess the accuracy of the timing of revenue recognition.

## 2. Impairment of Goodwill

Please refer to Note 4(m) "Impairment of non-financial assets" for the significant accounting policy on goodwill impairment, Note 5(b) "Critical accounting judgments and key sources of estimation uncertainty" for estimation uncertainty of impairment of goodwill, and Note 6(k) "Intangible assets" for the related disclosures.

Description of key audit matter:

Goodwill arising from acquisition of subsidiaries are annually subject to impairment test or when there are indications that goodwill may have been impaired. The assessment of the recoverable amount of goodwill involves management's judgment and estimation. Accordingly, the assessment of impairment of goodwill has been identified as one of the key audit matters.

How the matter was addressed in our audit:

In relation to the key audit matter above, our principal audit procedures included obtaining the assessment of goodwill impairment provided by the management; assessing the appropriateness of the valuation model and key assumptions, including the discount rate, expected growth rate and future cash flow projections, used by the management in measuring the recoverable amount; performing a sensitivity analysis of key assumptions and results; and assessing the adequacy of the Group's disclosures with respect to the related information.

## Other Matter

The Company has additionally prepared its parent-company-only financial statements as of and for the years ended December 31, 2021 and 2020, on which we have issued an unmodified audit opinion.



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

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

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

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

## **Auditors' Responsibilities for the Audit of the Consolidated Financial Statements**

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

As part of an audit in accordance with auditing standards generally accepted in the Republic of China, we exercised professional judgment and maintained professional skepticism throughout the audit. We also:

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

6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remained solely responsible for our audit opinion.

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

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

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

The engagement partners on the audit resulting in this independent auditors' report are Wei-Ming Shih and Huei-Chen Chang.

KPMG

Taipei, Taiwan (Republic of China)

March 18, 2022

#### **Notes to Readers**

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

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

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)  
**FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES**

**Consolidated Balance Sheets**

**December 31, 2021 and 2020**

(Expressed in Thousands of New Taiwan Dollars)

		<b>December 31, 2021</b>		<b>December 31, 2020</b>	
<b>Assets</b>		<b>Amount</b>	<b>%</b>	<b>Amount</b>	<b>%</b>
<b>Current assets:</b>					
1100	Cash and cash equivalents (note 6(a))	\$ 1,954,290	31	2,540,079	45
1110	Financial assets at fair value through profit or loss – current (note 6(b))	11,522	-	12,213	-
1136	Financial assets at amortised cost – current (note 6(c) and 8)	73,642	1	155,996	3
1150-1170	Notes and accounts receivable (notes 6(d) and (r))	1,208,174	19	581,181	11
130X	Inventories (notes 6(e) and 8)	1,425,782	23	654,962	12
1410-1470	Prepayments and other current assets	55,773	1	26,841	-
	<b>Total current assets</b>	<b>4,729,183</b>	<b>75</b>	<b>3,971,272</b>	<b>71</b>
<b>Non-current assets:</b>					
1535	Financial assets at amortised cost – non-current (note 6(c))	107,039	2	94,706	2
1550	Investments accounted for using equity method (note 6(f))	17,690	-	-	-
1600	Property, plant and equipment (note 6(h) and 8)	1,067,096	17	1,109,754	20
1755	Right-of-use assets (note 6(i))	68,683	1	57,644	1
1780	Intangible assets (note 6(j))	268,899	4	301,028	5
1840	Deferred income tax assets (note 6(o))	54,437	1	53,823	1
1915	Prepayments for equipment	1,569	-	162	-
1920	Refundable deposits	3,575	-	3,679	-
	<b>Total non-current assets</b>	<b>1,588,988</b>	<b>25</b>	<b>1,620,796</b>	<b>29</b>
	<b>Total assets</b>	<b>\$ 6,318,171</b>	<b>100</b>	<b>5,592,068</b>	<b>100</b>

See accompanying notes to consolidated financial statements.



(English Translation of Consolidated Financial Statements Originally Issued in Chinese)  
**FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES**

**Consolidated Balance Sheets (Continued)**

**December 31, 2021 and 2020**

**(Expressed in Thousands of New Taiwan Dollars)**

	Liabilities and Equity	December 31, 2021		December 31, 2020	
		Amount	%	Amount	%
	<b>Current liabilities:</b>				
2100	Short-term borrowings (notes 6(k) and 8)	\$ 10,334	-	7,810	-
2120	Financial liabilities at fair value through profit or loss— current (note 6(b))	-	-	882	-
2130	Contract liabilities — current (note 6(r))	48,079	1	60,946	1
2150-2170	Notes and accounts payable	765,556	12	264,780	5
2200	Other payables (note 6(s))	316,113	5	244,448	4
2230	Current income tax liabilities	208,064	3	190,881	3
2250	Provisions— current (note 6(m))	33,979	1	32,068	1
2280	Lease liabilities— current (note 6(l))	18,317	-	28,113	1
2300	Other current liabilities	40,605	1	20,524	-
	<b>Total current liabilities</b>	<b>1,441,047</b>	<b>23</b>	<b>850,452</b>	<b>15</b>
	<b>Non-current liabilities:</b>				
2570	Deferred income tax liabilities (note 6(o))	49,634	1	55,349	1
2640	Net defined benefit liabilities (note 6(n))	35,753	-	43,462	1
2580	Lease liabilities— non-current (note 6(l))	50,602	1	33,770	1
	<b>Total non-current liabilities</b>	<b>135,989</b>	<b>2</b>	<b>132,581</b>	<b>3</b>
	<b>Total liabilities</b>	<b>1,577,036</b>	<b>25</b>	<b>983,033</b>	<b>18</b>
	<b>Equity (note 6(g) and (p)):</b>				
3110	Common stock	1,430,623	23	1,430,623	26
3200	Capital surplus	528,355	8	597,122	10
	Retained earnings:				
3310	Legal reserve	1,128,264	18	1,069,391	19
3320	Special reserve	57,939	1	49,402	1
3350	Unappropriated earnings	1,360,507	21	1,245,571	22
3400	Other equity	(73,473)	(1)	(57,939)	(1)
	<b>Equity attributable to shareholders of the Company</b>	<b>4,432,215</b>	<b>70</b>	<b>4,334,170</b>	<b>77</b>
36XX	Non-controlling interests (note 6(g))	308,920	5	274,865	5
	<b>Total equity</b>	<b>4,741,135</b>	<b>75</b>	<b>4,609,035</b>	<b>82</b>
	<b>Total liabilities and equity</b>	<b>\$ 6,318,171</b>	<b>100</b>	<b>5,592,068</b>	<b>100</b>

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)  
**FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES**

**Consolidated Statements of Comprehensive Income**

For the years ended December 31, 2021 and 2020

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

	2021		2020	
	Amount	%	Amount	%
4000 Revenue (notes 6(r) and 14)	\$ 5,185,155	100	4,432,961	100
5000 Cost of revenue (notes 6(e), (h), (i), (j), (l), (m), (n) and (s) and 12)	(3,481,701)	(67)	(2,889,455)	(65)
Gross profit	1,703,454	33	1,543,506	35
Operating expenses (notes 6(d), (h), (i), (j), (l), (n) and (s) and 12):				
6100 Selling expenses	(389,510)	(8)	(402,506)	(9)
6200 Administrative expenses	(240,695)	(4)	(233,126)	(5)
6300 Research and development expenses	(251,488)	(5)	(206,482)	(5)
Total operating expenses	(881,693)	(17)	(842,114)	(19)
Operating income	821,761	16	701,392	16
Non-operating income and loss (note 6(f), (l) and (t)):				
7100 Interest income	6,305	-	12,032	-
7190 Other income	14,000	-	43,915	1
7020 Other gains and losses	(17,909)	-	(15,168)	-
7050 Finance costs	(1,665)	-	(2,209)	-
7370 Share of loss of associates accounted for using equity method	(310)	-	-	-
Total non-operating income and loss	421	-	38,570	1
7900 Income before income tax	822,182	16	739,962	17
7950 Less: Income tax expenses (note 6(o))	(131,096)	(3)	(142,034)	(4)
Net Income	691,086	13	597,928	13
Other comprehensive income (loss) (notes 6(o) and (p)):				
8310 Items that will not be reclassified subsequently to profit or loss:				
8311 Remeasurements of defined benefit plans	5,283	-	(2,463)	-
8349 Income tax related to items that will not be reclassified subsequently to profit or loss	(1,289)	-	674	-
	3,994	-	(1,789)	-
8360 Items that will be reclassified subsequently to profit or loss:				
8361 Exchange differences on translation of foreign operations	(19,162)	-	(7,189)	-
8399 Income tax related to items that may be reclassified subsequently to profit or loss	-	-	-	-
	(19,162)	-	(7,189)	-
Other comprehensive income (loss) for the year	(15,168)	-	(8,978)	-
Total comprehensive income for the year	\$ 675,918	13	588,950	13
Net income attributable to:				
8610 Shareholders of the Company	\$ 683,064	13	589,644	13
8620 Non-controlling interests	8,022	-	8,284	-
	\$ 691,086	13	597,928	13
Total comprehensive income attributable to:				
8710 Shareholders of the Company	\$ 667,530	13	581,107	13
8720 Non-controlling interests	8,388	-	7,843	-
	\$ 675,918	13	588,950	13
Earnings per share (in New Taiwan dollars) (note 6(q)) :				
9750 Basic earnings per share	\$ 4.77		4.12	
9850 Diluted earnings per share	\$ 4.74		4.09	

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)  
**FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES**

**Consolidated Statements of Changes in Equity**  
**For the years ended December 31, 2021 and 2020**  
**(Expressed in Thousands of New Taiwan Dollars)**

	Equity attributable to shareholders of the Company											
	Retained earnings						Total other equity interest					
	Common stock	Capital surplus	Legal reserve	Special reserve	Unappropriated earnings	Total	Foreign currency translation differences	Remeasurements of defined benefit plans	Total	Total	Non-controlling interests	Total equity
Balance at January 1, 2020	\$ 1,430,623	674,247	995,739	40,344	1,311,805	2,347,888	(43,189)	(6,213)	(49,402)	4,403,356	295,007	4,698,363
Appropriation of earnings:												
Legal reserve	-	-	73,652	-	(73,652)	-	-	-	-	-	-	-
Special reserve	-	-	-	9,058	(9,058)	-	-	-	-	-	-	-
Cash dividends	-	-	-	-	(572,249)	(572,249)	-	-	-	(572,249)	-	(572,249)
Cash dividends from capital surplus	-	(71,531)	-	-	-	-	-	-	-	(71,531)	-	(71,531)
Difference between consideration and carrying amount arising from acquisition of shares in subsidiaries	-	(6,683)	-	-	(919)	(919)	-	-	-	(7,602)	7,602	-
Reorganization under common control	-	1,089	-	-	-	-	-	-	-	1,089	(1,089)	-
Changes in non-controlling interests	-	-	-	-	-	-	-	-	-	-	(23,852)	(23,852)
Distribution of cash dividend by subsidiaries to non-controlling interests	-	-	-	-	-	-	-	-	-	-	(10,646)	(10,646)
Net income in 2020	-	-	-	-	589,644	589,644	-	-	-	589,644	8,284	597,928
Other comprehensive income (loss) in 2020	-	-	-	-	-	-	(7,753)	(784)	(8,537)	(8,537)	(441)	(8,978)
Total comprehensive income (loss) in 2020	-	-	-	-	589,644	589,644	(7,753)	(784)	(8,537)	581,107	7,843	588,950
Balance at December 31, 2020	1,430,623	597,122	1,069,391	49,402	1,245,571	2,364,364	(50,942)	(6,997)	(57,939)	4,334,170	274,865	4,609,035
Appropriation of earnings:												
Legal reserve	-	-	58,873	-	(58,873)	-	-	-	-	-	-	-
Special reserve	-	-	-	8,537	(8,537)	-	-	-	-	-	-	-
Cash dividends	-	-	-	-	(500,718)	(500,718)	-	-	-	(500,718)	-	(500,718)
Cash dividends from capital surplus	-	(71,531)	-	-	-	-	-	-	-	(71,531)	-	(71,531)
Changes in ownership interest in subsidiaries	-	2,764	-	-	-	-	-	-	-	2,764	(2,764)	-
Changes in non-controlling interests	-	-	-	-	-	-	-	-	-	-	44,400	44,400
Distribution of cash dividend by subsidiaries to non-controlling interests	-	-	-	-	-	-	-	-	-	-	(15,969)	(15,969)
Net income in 2021	-	-	-	-	683,064	683,064	-	-	-	683,064	8,022	691,086
Other comprehensive income (loss) in 2021	-	-	-	-	-	-	(17,974)	2,440	(15,534)	(15,534)	366	(15,168)
Total comprehensive income (loss) in 2021	-	-	-	-	683,064	683,064	(17,974)	2,440	(15,534)	667,530	8,388	675,918
Balance at December 31, 2021	\$ 1,430,623	528,355	1,128,264	57,939	1,360,507	2,546,710	(68,916)	(4,557)	(73,473)	4,432,215	308,920	4,741,135

See accompanying notes to consolidated financial statements.



(English Translation of Consolidated Financial Statements Originally Issued in Chinese)  
**FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES**

**Consolidated Statements of Cash Flows**

**For the years ended December 31, 2021 and 2020**

**(Expressed in Thousands of New Taiwan Dollars)**

	<u>2021</u>	<u>2020</u>
<b>Cash flows from operating activities:</b>		
Income before income tax	\$ <u>822,182</u>	<u>739,962</u>
Adjustments for:		
Adjustments to reconcile profit (loss):		
Depreciation	114,740	121,570
Amortization	44,256	49,250
Expected (reveral) credit loss	(9,617)	1,348
Share of loss of associates accounted for using equity method	310	-
Loss on disposal of property, plant and equipment	1,278	63
Interest expense	1,665	2,209
Interest income	(6,305)	(12,032)
Gain on lease modification	-	(122)
<b>Total non-cash profit and loss</b>	<u>146,327</u>	<u>162,286</u>
<b>Changes in operating assets and liabilities:</b>		
<b>Changes in operating assets:</b>		
Financial assets at fair value through profit or loss	691	(12,098)
Notes and accounts receivable	(617,280)	275,711
Inventories	(770,989)	55,984
Prepayments and other current assets	(28,940)	6,194
<b>Net changes in operating assets</b>	<u>(1,416,518)</u>	<u>325,791</u>
<b>Changes in operating liabilities:</b>		
Financial liabilities at fair value through profit or loss	(882)	473
Contract liabilities	(12,867)	44,905
Notes and accounts payable	500,776	(129,441)
Other payables	71,665	(41,361)
Provisions – current	1,911	(3,936)
Other current liabilities	20,081	(9,293)
Net defined benefit liabilities	(2,425)	(3,329)
<b>Net changes in operating liabilities</b>	<u>578,259</u>	<u>(141,982)</u>
<b>Total changes in operating assets and liabilities</b>	<u>(838,259)</u>	<u>183,809</u>
Cash provided by operations	130,250	1,086,057
Income taxes paid	(122,585)	(60,691)
<b>Net cash provided by operating activities</b>	<u>7,665</u>	<u>1,025,366</u>

(Continued)

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)  
**FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES**

**Consolidated Statements of Cash Flows (Continued)**

**For the years ended December 31, 2021 and 2020**

**(Expressed in Thousands of New Taiwan Dollars)**

	<u>2021</u>	<u>2020</u>
<b>Cash flows from investing activities:</b>		
Acquisition of financial assets at amortised cost	(70,632)	(131,165)
Proceeds from disposal of financial assets at amortised cost	143,261	193,635
Acquisition of investments accounted for using equity method	(18,000)	-
Additions to property, plant and equipment (including prepayments for equipment)	(53,869)	(58,868)
Proceeds from disposal of property, plant and equipment	2,124	517
Additions of intangible assets	(12,314)	(253)
Decrease (Increase) in refundable deposits	104	(220)
Interest received	3,692	13,718
<b>Net cash flows provided (used in) by investing activities</b>	<u>(5,634)</u>	<u>17,364</u>
<b>Cash flows from financing activities:</b>		
Increase in short-term borrowings	25,000	-
Decrease in short-term borrowings	(21,651)	(1,042)
Cash dividends distributed to shareholders	(572,249)	(643,780)
Payment of lease liabilities	(28,636)	(25,497)
Cash dividends paid to non-controlling interests	(15,969)	(10,646)
Capital injection from non-controlling interests	44,400	-
Additions to interests in subsidiaries	-	(23,852)
Interest paid	(1,665)	(2,209)
<b>Net cash flows used in financing activities</b>	<u>(570,770)</u>	<u>(707,026)</u>
<b>Effect of foreign exchange rate changes</b>	<u>(17,050)</u>	<u>(6,475)</u>
<b>Net increase (decrease) in cash and cash equivalents</b>	(585,789)	329,229
<b>Cash and cash equivalents at beginning of year</b>	<u>2,540,079</u>	<u>2,210,850</u>
<b>Cash and cash equivalents at end of year</b>	<u>\$ 1,954,290</u>	<u>2,540,079</u>

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)  
**FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**  
**For the years ended December 31, 2021 and 2020**  
(Expressed in Thousands of New Taiwan Dollars, Unless Otherwise Specified)

**1. Organization and business**

Flytech Technology Co., Ltd. (the “Company”) was incorporated on August 13, 1984, as a company limited by shares under the Company Act of the Republic of China (“R.O.C.”) and registered under the Ministry of Economic Affairs, R.O.C. The address of the Company’s registered office is No. 168, Sing-Ai Road, Neihu, Taipei, Taiwan. The Company and its subsidiaries (collectively the “Group”) are engaged in the design, manufacture and sale of computers and peripherals.

**2. Authorization of the consolidated financial statements**

These consolidated financial statements were authorized for issue by the Board of Directors on March 18, 2022.

**3. Application of new and revised accounting standards and interpretations:**

- (a) The impact of the International Financial Reporting Standards (“IFRSs”) endorsed by the Financial Supervisory Commission, R.O.C. which have already been adopted.

The Group has initially adopted the following new amendments, which do not have a significant impact on its consolidated financial statements, from January 1, 2021:

- Amendments to IFRS 4 “Extension of the Temporary Exemption from Applying IFRS 9”
- Amendments to IFRS 9, IAS39, IFRS7, IFRS 4 and IFRS 16 “Interest Rate Benchmark Reform—Phase 2”
- Amendments to IFRS 16 “Covid-19-Related Rent Concessions beyond June 30, 2021”

- (b) The impact of IFRS endorsed by the FSC but not yet effective

The Group assesses that the adoption of the following new amendments, effective for annual period beginning on January 1, 2022, would not have a significant impact on its consolidated financial statements:

- Amendments to IAS 16 “Property, Plant and Equipment—Proceeds before Intended Use”
- Amendments to IAS 37 “Onerous Contracts—Cost of Fulfilling a Contract”
- Annual Improvements to IFRS Standards 2018–2020
- Amendments to IFRS 3 “Reference to the Conceptual Framework”

- (c) The impact of IFRS issued by IASB but not yet endorsed by the FSC

The Group does not expect the following new and amended standards, which have yet to be endorsed by the FSC, to have a significant impact on its consolidated financial statements:

## FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES

### Notes to the Consolidated Financial Statements

- Amendments to IFRS 10 and IAS 28 “Sale or Contribution of Assets Between an Investor and Its Associate or Joint Venture”
- IFRS 17 “ Insurance Contracts” and amendments to IFRS 17 “ Insurance Contracts”
- Amendments to IAS 1 “Classification of Liabilities as Current or Non-current”
- Amendments to IAS 1 “Disclosure of Accounting Policies”
- Amendments to IAS 8 “Definition of Accounting Estimates”
- Amendments to IAS 12 “Deferred Tax related to Assets and Liabilities arising from a Single Transaction”

#### 4. Summary of significant accounting policies

The significant accounting policies presented in the consolidated financial statements are summarized as follows and have been applied consistently to all periods presented in these financial statements.

##### (a) Statement of compliance

The Group’s accompanying consolidated financial statements have been prepared in accordance with the “Regulations Governing the Preparation of Financial Reports by Securities Issuers” (the “Regulations”) and the IFRSs, IASs, IFRIC Interpretations and SIC Interpretations endorsed and issued into effect by the FSC (collectively “Taiwan-IFRSs”).

##### (b) Basis of preparation

###### (i) Basis of measurement

The accompanying consolidated financial statements have been prepared on a historical cost basis except for the following items in the balance sheets:

- 1) Financial instruments at fair value through profit or loss (including derivative financial instruments and contingent consideration);
- 2) The defined benefit liabilities are measured at present value of the benefit obligation less the fair value of plan assets.

###### (ii) Functional and presentation currency

The functional currency of each Group entity is determined based on the primary economic environment in which the entity operates. The Group’s consolidated financial statements are presented in New Taiwan dollars, which is the Company’s functional currency. Except when otherwise indicated, all financial information presented in New Taiwan dollars has been rounded to the nearest thousand.

## FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES

### Notes to the Consolidated Financial Statements

(c) Basis of consolidation

(i) Principles of preparation of consolidated financial statements

The accompanying consolidated financial statements incorporate the financial statements of the Company and its controlled entities (the subsidiaries) in which the Company is exposed, or has right, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

The financial statements of the subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases. All significant inter-company balances, transactions, and the resulting unrealized income and loss are eliminated on consolidation. Total comprehensive income (loss) of a subsidiary is attributed to the shareholders of the Company and the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

When necessary, financial statements of subsidiaries are adjusted to align their accounting policies with those adopted by the Group.

Changes in the Group's ownership interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions. The difference between the adjustment of the non-controlling interests and the fair value of the consideration paid or received is recognized in equity and attributed to the shareholders of the Company.

(ii) List of subsidiaries included in the consolidated financial statements

Name of Investor	Name of Investee	Principal activities	Percentage of Ownership		Note
			December 31, 2021	December 31, 2020	
The Company	Flytech USA International Co., Ltd. (Flytech USA BVI)	Investment holding	100.00%	100.00%	-
The Company	Flytech HK International Co., Ltd. (Flytech HK BVI)	Investment holding	100.00%	100.00%	-
The Company	Flytech CN International Co., Ltd. (Flytech CN BVI)	Investment holding	100.00%	100.00%	-
The Company	Fei Shiun Investment Co. Ltd. (Fei Shiun Investment)	Investment holding	100.00%	100.00%	-
The Company	Box Technologies (Holdings) Ltd. (Box Holdings)	Investment holding	100.00%	100.00%	-
Flytech USA BVI	Flytech Technology (U.S.A.) Inc. (Flytech USA)	Sale of computers and peripherals	100.00%	100.00%	-
Flytech HK BVI	Flytech Technology Hong Kong Ltd. (Flytech HK)	Sale of computers and peripheral equipment	100.00%	100.00%	-
Flytech CN BVI	Flytech Electronic (Shanghai) Co., Ltd. (Flytech CN)	Sale of computers and peripheral equipment	100.00%	100.00%	-
Flytech HK	iSAPPOS System co., Ltd. (iSAPPOS)	Sale of computers and peripherals	-	100.00%	Note 1
Fei Shiun Investment	Berry AI Inc. (Berry AI)	Operating software design and data processing services, and integrating software and hardware services	65.63%	70.00%	-
Fei Shiun Investment	iRuggy System Co., Ltd. (iRuggy System)	Sale of computers and peripherals	100.00%	100.00%	-

## FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES

### Notes to the Consolidated Financial Statements

Name of Investor	Name of Investee	Principal activities	Percentage of Ownership		Note
			December 31, 2021	December 31, 2020	
Fei Shiun Investment	Poindus Systems Corporation (Poindus Systems)	Sale of computers and peripherals	49.31%	49.31%	-
Poindus Systems	Poindus Investment Co., Ltd. (Poindus Investment)	Investment holding	100.00%	100.00%	-
Poindus Systems	Poindus Systems UK Limited (Poindus UK)	Sale of computers and peripherals	100.00%	100.00%	-
Poindus Systems	Adasys GmbH Elektronische Komponenteas (Adasys)	Sale of computers and peripherals	100.00%	100.00%	-
Poindus Systems	Qijie Electronics (Shenzhen) Co., Ltd. (Qijie)	Sale of computers and peripherals	100.00%	100.00%	-
Poindus Investment	Poindus Systems GmbH GroBhandel mit EDV. Oberursel (Poindus GmbH)	Sale of computers and peripherals	100.00%	100.00%	-
Box Holdings	Box Technologies Limited (Box UK)	Sale of computers and peripherals	100.00%	100.00%	-
Box Holdings	BTechnologies AB (Box Nordic)	Sale of computers and peripherals	100.00%	100.00%	-
Berry AI	Berry AI International Co., Ltd (Berry AI BVI)	Investment holding	100.00%	-	Note 2
Berry AI BVI	Berry AI USA INC	Software design and data processing services, and integrating software and hardware services	100.00%	-	Note 2

Note 1: ISAPPOS was liquidated in June 2020, wherein the liquidation process had been completed in February 2021.

Note 2: Berry AI USA INC was newly established in 2021.

(iii) List of subsidiaries which are not included in the consolidated financial statements: None.

(d) Foreign currency

(i) Foreign currency transactions

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. At the end of each subsequent reporting period, monetary items denominated in foreign currencies are translated into the functional currencies using the exchange rate at that date. Non-monetary items denominated in foreign currencies that are measured at fair value are translated into the functional currencies using the exchange rate at the date that the fair value was determined. Non-monetary items denominated in foreign currencies that are measured based on historical cost are translated using the exchange rate at the date of the transaction.

Exchange differences are generally recognized in profit or loss, except for an investment in equity securities designated as at fair value through other comprehensive income are recognized in other comprehensive income.

## FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES

### Notes to the Consolidated Financial Statements

(ii) Foreign operations

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated into the presentation currency at the exchange rates at the reporting date. The income and expenses of foreign operations are translated into the presentation currency at the average exchange rate. Exchange differences are recognized in other comprehensive income.

On the disposal of a foreign operation which involves a loss of control over a subsidiary or loss of significant influence over an associate that includes a foreign operation, all of the exchange differences accumulated in equity in respect of that operation attributable to the shareholders of the Group are entirely reclassified to profit or loss. In the case of a partial disposal that does not result in the Group losing control over a subsidiary, the proportionate share of accumulated exchange differences is reclassified to non-controlling interests. For a partial disposal of the Group's ownership interest in an associate or joint venture, the proportionate share of the accumulated exchange differences in equity is reclassified to profit or loss.

(e) Classification of current and non-current assets and liabilities

An asset is classified as current when one of following criteria is met; all other assets are classified as non-current assets.

- (i) It is expected to be realized, or intended to be sold or consumed in the normal operating cycle;
- (ii) It is held primarily for the purpose of trading;
- (iii) It is expected to be realized within twelve months after the reporting date; or
- (iv) The asset is cash or a cash equivalent unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

A liability is classified as current when one of following criteria is met; all other liabilities are classified as non-current liabilities:

- (i) It is expected to be settled in the normal operating cycle;
- (ii) It is held primarily for the purpose of trading;
- (iii) It is due to be settled within twelve months after the reporting period; or
- (iv) The Group does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period.

(f) Cash and cash equivalents

Cash comprises cash on hand, demand deposits and checking deposits. Cash equivalents are short-term and highly liquid investments that are readily convertible to known amounts of cash and are subject to an insignificant risk of changes in value. Time deposits that meet the aforesaid criteria and are not held for investing purposes are also classified as cash equivalents.

## FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES

### Notes to the Consolidated Financial Statements

(g) Financial instruments

Trade receivables are initially recognized when they are originated. All other financial assets and financial liabilities are initially recognized when the Group becomes a party to the contractual provisions of the instrument. A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

(i) Financial assets

On initial recognition, financial assets are classified into the following categories: measured at amortized cost and fair value through profit or loss (FVTPL). Regular way purchases or sales of financial assets are recognized or derecognized on a trade-date basis.

The Group shall reclassify all affected financial assets on the first day of the first reporting period only when it changes its business model for managing its financial assets.

1) Financial assets measured at amortized cost

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

These assets are subsequently measured at amortized cost, which is the amount at which the financial asset is measured at initial recognition, plus/minus, the cumulative amortization using the effective interest method, adjusted for any loss allowance. Interest income, foreign exchange gains and losses, and impairment loss, are recognized in profit or loss. Any gain or loss on derecognition is recognized in profit or loss.

2) Fair value through profit or loss (FVTPL)

All financial assets not classified as amortized cost described as above are measured at FVTPL, including derivative financial assets. On initial recognition, the Group may irrevocably designate a financial asset, which meets the requirements to be measured at amortized cost, as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognized in profit or loss.



## FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES

### Notes to the Consolidated Financial Statements

#### 3) Assessment whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, “principal” is defined as the fair value of the financial assets on initial recognition. “Interest” is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs, as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Group considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable rate features;
- prepayment and extension features; and
- terms that limit the Group’s claim to cash flows from specified assets (e.g. non-recourse features)

#### 4) Impairment of financial assets

The Group recognizes loss allowances for expected credit losses (ECL) on financial assets measured at amortized cost (including cash and cash equivalents, notes and accounts receivable, other receivables, financial assets at amortised cost and other financial assets).

The Group measures loss allowances at an amount equal to lifetime ECL, except for the following financial assets which are measured as 12-month ECL:

- bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowance for accounts receivables are always measured at an amount equal to lifetime ECL.

Lifetime ECL are the ECL that result from all possible default events over the expected life of a financial instrument. 12-month ECL are the portion of ECL that result from default events that are possible within the 12 month after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

The maximum period considered when estimating ECL is the maximum contractual period over which the Group is exposed to credit risk.

## FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES

### Notes to the Consolidated Financial Statements

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECL, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis based on the Group's historical experience and informed credit assessment as well as forward-looking information.

ECL are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e., the difference between the cash flows due to the Group in accordance with the contract and the cash flows that the Group expects to receive). ECL are discounted at the effective interest rate of the financial asset.

Loss allowances for financial assets measured at amortized cost are deducted from the gross carrying amount of the assets.

The gross carrying amount of a financial asset is written off, either partially or in full, to the extent that there is no realistic prospect of recovery. The Group individually makes an assessment with respect to the timing and amount of write-off based on whether there is a reasonable expectation of recovery. The Group expects no significant recovery from the amount written off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

#### 5) Derecognition of financial assets

The Group derecognized a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The Group enters into transactions whereby it transfers assets recognized in its statement of balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases, the transferred assets are not derecognized.

#### (ii) Financial liabilities

##### 1) Financial liabilities

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss.

Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on derecognition is also recognized in profit or loss.

## FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES

### Notes to the Consolidated Financial Statements

#### 2) Derecognition of financial liabilities

The Group derecognizes a financial liability when its contractual obligation has been fulfilled or cancelled, or has expired. The Group also derecognizes a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value.

On derecognition of a financial liability, the difference between the carrying amount of a financial liability extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognized in profit or loss.

#### 3) Offsetting of financial assets and liabilities

Financial assets and financial liabilities are offset and the net amount presented in the statement of balance sheet when, and only when, the Group has the legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

#### (iii) Derivative financial instruments

The Group holds derivative financial instruments to hedge its foreign currency exposures. Derivatives are initially measured at fair value, and attributable transaction costs are recognized in profit or loss as incurred. Subsequent to initial recognition, derivatives are measured at fair value, and changes therein are recognized in profit or loss. If the valuation of a derivative instrument results in a positive fair value, it is classified as a financial asset; otherwise, it is classified as a financial liability.

#### (h) Inventories

Inventories are measured at the lower of cost and net realizable value. The cost of inventories is calculated based on the weighted-average method and includes expenditure incurred in acquiring the inventories, production or conversion costs, and other cost incurred in bringing them to a location and condition ready for sale. Fixed manufacturing overhead is allocated to finished products and work in process based on the higher of normal capacity or actual capacity; variable manufacturing overhead is allocated based on the actual capacity of machinery and equipment. Net realizable value represents the estimated selling price in the ordinary course of business, less all estimated costs of completion and necessary selling expenses.

#### (i) Investment in associates

Associates are those entities in which the Company has significant influence, but not control or joint venture, over the financial and operating policies.

## FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES

### Notes to the Consolidated Financial Statements

Investments in associates are accounted for using the equity method and are recognized initially at cost, plus, any transaction costs. The carrying amount of the investment in associates includes goodwill identified on acquisition, net of any accumulated impairment losses. When necessary, the entire carrying amount of the investment (including goodwill) will be tested for impairment as a single asset by comparing its recoverable amount with its carrying amount. Any impairment loss recognized forms part of the carrying amount of the investment. Any reversal of that impairment loss is recognized to the extent that the recoverable amount of the investment subsequently increases.

The Group recognizes its share of the profit or loss and other comprehensive income of those associates from the date on which significant influence commences. When the Group's share of losses of an associate equals or exceeds its interests in an associate, it discontinues recognizing its share of further losses. After the recognized interest is reduced to zero, additional losses are provided for, and a liability is recognized, only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate. The Group recognizes any changes of its proportionate share in the investee within capital surplus, when an associate's equity changes due to reasons other than profit and loss or comprehensive income, which did not result in changes in percentage of ownership.

Gains and losses resulting from transactions between the Group and an associate are recognized only to the extent of unrelated investors' interests in the associate.

Adjustments are made to associates' financial statements to conform to the accounting policies applied by the Group.

When an associate issues new shares and the Company does not subscribe to the new shares in proportion to its original ownership percentage, the Company's interest in the associate's net assets will be changed. The change in the equity interest is adjusted through the capital surplus and investment accounts. If the Company's capital surplus is insufficient to offset the adjustment to investment accounts, the difference is charged as a reduction of retained earnings. If the Company's interest in an associate is reduced due to the additional subscription to the shares of associate by other investors, the proportionate amount of the gains or losses previously recognized in other comprehensive income in relation to that associate shall be reclassified to profit or loss on the same basis as would be required if the associate had directly disposed of the related assets or liabilities.

(j) Property, plant and equipment

(i) Recognition and measurement

Items of property, plant and equipment are measured at cost, which includes capitalized borrowing costs, less accumulated depreciation and accumulated impairment losses.

If significant parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognized in profit or loss.

## FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES

### Notes to the Consolidated Financial Statements

(ii) Subsequent costs

Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the Group.

(iii) Depreciation

Depreciation is calculated on the cost of an asset less its residual value and is recognized in profit or loss on a straight-line basis over the estimated useful lives of each component of an item of property, plant and equipment. Land is not depreciated.

The estimated useful lives for property, plant and equipment are as follows: machinery and equipment - 3 to 12 years; mold equipment - 4 to 10 years; office equipment - 3 to 15 years; other equipment - 2 to 10 years; buildings are depreciated over the following useful lives of significant individual components: main structure - 50 years; mechanical & electrical power equipment - 20 years; and air-conditioning system - 10 years.

Depreciation methods, useful lives, and residual values are reviewed at each reporting date, with the effect of any changes in estimate accounted for on a prospective basis.

(k) Leases

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

(i) As a lessee

The Group recognizes a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be reliably determined, the Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date.

## FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES

### Notes to the Consolidated Financial Statements

The lease liability is measured at amortized cost using the effective interest method. It is remeasured when:

- there is a change in future lease payments arising from the change in an index or rate; or
- there is a change of its assessment on whether it will exercise a purchase, extension or termination option; or
- there is any lease modification in lease subject, scope of the lease or other terms.

When the lease liability is remeasured, other than lease modifications, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or in profit and loss if the carrying amount of the right-of-use asset has been reduced to zero.

When the lease liability is remeasured to reflect the partial or full termination of the lease for lease modifications that decrease the scope of the lease, the Group accounts for the remeasurement of the lease liability by decreasing the carrying amount of the right-of-use asset to reflect the partial or full termination of the lease, and recognize in profit or loss any gain or loss relating to the partial or full termination of the lease.

The Group presents right-of-use assets that do not meet the definition of investment and lease liabilities as a separate line item respectively in the balance sheets.

The Group has elected not to recognize right-of-use assets and lease liabilities for short-term leases and leases of low-value assets. The Group recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

#### (I) Intangible assets

##### (i) Goodwill

Goodwill arising from acquisitions of subsidiaries is accounted for as intangible assets. Goodwill arising from acquisitions of associates is included in the carrying amount of investments in associates. Goodwill is not amortized but is measured at cost less accumulated impairment losses.

##### (ii) Other intangible assets

Trademarks, patents, acquired software and technology, and customer relationships acquired in a business combination are measured at fair value at the acquisition date. Subsequent to the initial recognition, such intangible assets are carried at cost less accumulated amortization and accumulated impairment losses. Other separately acquired intangible assets are carried at cost less accumulated amortization and accumulated impairment loss. Amortization is recognized in profit or loss on a straight-line basis over the following estimated useful lives: Trademarks - 5 to 7 years; patents and technology - 5 years; customer relationships - 5 to 7 years; acquired software - 2 to 5 years.

Amortization methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

## FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES

### Notes to the Consolidated Financial Statements

#### (m) Impairment of non-financial assets

At each reporting date, the Group reviews the carrying amounts of its non-financial assets (other than inventories and deferred tax assets) to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. Goodwill is tested annually for impairment.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs. Goodwill arising from a business combination is allocated to CGUs or groups of CGUs that are expected to benefit from the synergies of the combination.

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU.

An impairment loss is recognized if the carrying amount of an asset or CGU exceeds its recoverable amount. Impairment losses are recognized in profit or loss. They are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets in the CGU on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. For other assets, an impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

#### (n) Provisions

Provisions are recognized when the Group has a present obligation as a result of a past event, it is probable that the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

A provision for warranties is recognized when the underlying products or services are sold, based on historical warranty data and the weighting of all possible outcomes against their associated probabilities.

#### (o) Revenue from contracts with customers

Revenue is measured based on the consideration to which the Group expects to be entitled in exchange for transferring goods or services to a customer. The Group recognizes revenue when it satisfies a performance obligation by transferring its control of goods or services to a customer. The accounting policies for the Group's main types of revenue are explained below.

## FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES

### Notes to the Consolidated Financial Statements

(i) Sale of goods

The Group recognizes revenue when its control of the products has been transferred, being when the products are delivered to the customer, the customer has full discretion over the channel and price to sell the products, and there is no unfulfilled obligation that could affect the customer's acceptance of the products. Delivery occurs when the products have been shipped to the specific location, the risks of obsolescence and loss have been transferred to the customer, and either the customer has accepted the products in accordance with the sales contract or the Group has objective evidence that all criteria for acceptance have been satisfied.

The Group grants its customers the right to return the faulty goods under the standard warranty terms and has recognized warranty provisions for this obligation, please refer to note 6(n).

A receivable is recognized when the goods are delivered as this is the point in time that the Group has a right to an amount of consideration that is unconditional.

(ii) Revenue from service rendered

Revenue from service rendered is recognized by reference to the stage of completion at the reporting date.

(p) Government grants

The Group recognizes an unconditional government grant related to its operation and salary as other income when the grant becomes receivable.

(q) Employee benefits

(i) Defined contribution plans

Obligations for contributions to defined contribution plans are expensed as the related service is provided.

(ii) Defined benefit plans

The Group's net obligation in respect of defined benefit plans is calculated separately for each the plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets. The discount rate for calculating the present value of the defined benefit obligation refers to the interest rate of high-quality government bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating the term of the related pension obligation. The defined benefit obligation is calculated annually by qualified actuaries using the projected unit credit method.

The remeasurements of the net defined benefit liability (asset) comprise (i) actuarial gains and losses; (ii) return on plan assets, excluding amounts included in net interest on the net defined benefit liability (asset); and (iii) any change in the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability (asset). The remeasurements of the net defined benefit liability (asset) are recognized in other comprehensive income and reflected in other equity.



## FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES

### Notes to the Consolidated Financial Statements

The Group recognizes gains or losses on the curtailment or settlement of a defined benefit plan when the curtailment or settlement occurs. The gain or loss on curtailment or settlement comprises any resulting change in the fair value of plan assets and any change in the present value of the defined benefit obligation.

(iii) Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed during the period in which employees render services. A liability is recognized for the amount expected to be paid under short-term cash bonus or profit-sharing plans if the Group has a present legal or constructive obligation to make such payments as a result of past service provided by the employees, and the obligation can be estimated reliably.

(r) Share-based payment

The grant-date fair value of equity-settled share-based payment arrangements granted to employees is generally recognized as an expense, with a corresponding increase in equity, over the vesting period of the awards. The amount recognized as an expense is adjusted to reflect the number of awards for which the related service and non-market performance conditions are expected to be met, such that the amount ultimately recognized is based on the number of awards that meet the related service and non-market performance conditions at the vesting date.

(s) Income taxes

Income taxes comprise current taxes and deferred taxes. All current and deferred taxes are recognized in profit or loss except for expenses related to business combinations or recognized directly in equity or other comprehensive income.

Current taxes comprise the expected tax payables or receivables on the taxable profits (losses) for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax payables or receivables are the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any. It is measured using tax rates enacted or substantively enacted at the reporting date.

Deferred income taxes are recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and their respective tax bases. Deferred taxes are not recognized for:

- (i) Temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit (losses) at the time of transaction;
- (ii) Temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Group is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- (iii) Taxable temporary differences arising on the initial recognition of goodwill.

## FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES

### Notes to the Consolidated Financial Statements

Deferred tax assets are recognized for unused tax losses, tax credits, and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realized; such reductions are reversed when the probability of future taxable profits improves.

Deferred taxes are measured at tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date, and reflect uncertainty related to income taxes, if any.

Deferred tax assets and liabilities are offset if the following criteria are met:

- (i) the Group has a legally enforceable right to set off current tax assets against current tax liabilities; and
- (ii) the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on either:
  - 1) the same taxable entity; or
  - 2) different taxable entities which intend to settle current tax assets and liabilities on a net basis, or to realize the assets and liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.
- (t) Business combinations

Goodwill is measured as the excess of the acquisition-date fair value of consideration transferred (including any non-controlling interest in the acquiree) over the net of the acquisition-date amounts of the identifiable assets acquired and liabilities assumed (generally at fair value). If the residual balance is negative, the Group shall re-assess whether it has correctly identified all of the assets acquired and liabilities assumed and recognize any additional assets or liabilities that are identified in that review, and shall recognize a gain on the bargain purchase thereafter.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, provisional amounts for the items for which the accounting is incomplete are reported in the financial statements. During the measurement period, the provisional amounts recognized at the acquisition date are retrospectively adjusted to reflect new information obtained about facts and circumstances that existed as of the acquisition date. The measurement period shall not exceed one year from the acquisition date.

Acquisition-related costs are expensed as incurred except for the costs related to issuance of debt or equity instruments.

Components of non-controlling interests in an acquiree that are present ownership interests and entitle their holders to a proportionate share of the entity's net assets in the event of liquidation are measured individually at either fair value or the present ownership instruments' proportionate share in the recognized amounts of the acquiree's identifiable net assets. All other components of non-controlling interests are measured at their acquisition-date fair values or other measurement basis in accordance with Taiwan-IFRSs.

## FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES

### Notes to the Consolidated Financial Statements

In a business combination achieved in stages, the Group remeasures its previously held equity interest in the acquiree at its acquisition-date fair value, and recognizes the resulting gain or loss, if any, is recognized in profit or loss. In prior reporting periods, the Group may have recognized changes in the value of its equity interest in the acquiree in other comprehensive income. If so, the amount that was recognized in other comprehensive income will be recognized on the same basis as would be required if the Group had disposed directly of the previously held equity interest. If the disposal of the equity interest required a reclassification to profit or loss, such an amount will be reclassified to profit or loss.

The Group recognizes the acquisition-date fair value of the contingent consideration as part of the consideration transferred. The cost of the acquisition and measuring goodwill will retrospectively be adjusted when some changes in the fair value of contingent consideration that the Group recognizes have been made after the acquisition date. Measurement period adjustments is the result of additional information that the Group obtained after that date about facts and circumstances that existed at the acquisition date. The measurement period will not exceed one year from the acquisition date. The Group accounts for the changes in the fair value of contingent consideration that are not measurement period adjustments. The Group's accounting treatment should be based on the classification of contingent consideration. Contingent consideration classified as equity shall not be remeasured and its subsequent settlement will be accounted for within equity.

Others will be measured at fair value at each reporting date and changes in fair value will be recognized in profit or loss or other comprehensive income.

(u) Group reorganization under common control

As of July 1, 2020, Poindus Systems obtained control over Qijie by reorganization under common control. The assets and liabilities acquired from Qijie was measured using the book value method, and any differences between the consideration given by the Group and the aggregated book value of the assets and liabilities of Qijie were accounted for as addition (deduction) in capital surplus arising from share premium. However, if the share premium is insufficient, the remaining balance will be accounted for as a deduction from unappropriated retained earnings.

(v) Earnings per share ("EPS")

The basic and diluted EPS attributable to shareholders of the Company are disclosed in the consolidated financial statements. Basic EPS are calculated by dividing net income attributable to shareholders of the Company by the weighted-average number of common shares outstanding during the year. In calculating diluted EPS, the net income attributable to shareholders of the Company and weighted-average number of common shares outstanding during the year are adjusted for the effects of dilutive potential common shares. The Group's dilutive potential common shares include profit sharing for employees to be settled in the form of common stock.

(w) Operating segments

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the Group). Operating results of the operating segment are regularly reviewed by the Group's chief operating decision maker to make decisions on the allocation of resources to the segment and to assess its performance for which discrete financial information is available.

**FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

**5. Critical accounting judgments and key sources of estimation uncertainty**

The preparation of the consolidated financial statements in conformity with the Regulations and Taiwan-IFRSs requires management to make judgments, estimates and assumptions that affect the application of the accounting policies and the reported amount of assets, liabilities, income and expenses. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in the future periods affected.

There is no information involving critical judgments in applying the accounting policies in the consolidated financial statements.

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next financial year is as follows:

(a) Valuation of inventory

Inventories are measured at the lower of cost or net realizable value. The estimation of net realizable value was based on current market conditions and historical experience with product sales. The inventory cost may exceed its net realizable value due to a price decline and obsolescence of inventory. The net realizable value of the inventory is mainly determined based on assumptions of future demand within a specific time horizon, which could result in significant adjustments.

(b) Impairment of goodwill

The assessment of impairment of goodwill requires the Group to make subjective judgments to identify cash-generating units, allocate the goodwill to relevant cash-generating units, and estimate the recoverable amount of relevant cash-generating units. Any changes in these estimates based on changed economic conditions or business strategies could result in significant adjustments in future years.

**6. Significant account disclosures**

(a) Cash and cash equivalents

	<b>December 31, 2021</b>	<b>December 31, 2020</b>
Cash on hand	\$ 1,346	1,161
Demand deposits and checking accounts	1,877,009	2,408,712
Time deposits with original maturities less than 3 months	75,935	130,206
	<b><u>\$ 1,954,290</u></b>	<b><u>2,540,079</u></b>

**FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

(b) Financial assets and liabilities at fair value through profit or loss

	<b>December 31, 2021</b>	<b>December 31, 2020</b>
Mandatorily measured at fair value through profit or loss:		
Derivative instruments not used for hedging:		
Foreign currency forward contracts	\$ 1,941	2,697
Non-derivative financial assets		
Convertible bonds	9,581	9,516
	<b>\$ 11,522</b>	<b>12,213</b>
	<b>December 31, 2021</b>	<b>December 31, 2020</b>
Held-for trading financial liabilities:		
Derivative instruments not used for hedging:		
Foreign currency forward contracts	\$ -	(882)

Refer to note 6(u) for the detail of the changes in fair value recognized in profit or loss.

The Group entered into derivative contracts to manage its foreign currency exchange risk resulting from its operating activities classified. The derivative financial instruments that did not conform to the criteria for hedge accounting were classified as financial assets and liabilities at fair value through profit or loss. The information of outstanding derivative financial instruments at the reporting date was as follows:

<b>December 31, 2021</b>				
		<b>Contract amount ( in thousands)</b>	<b>Sell / Buy</b>	<b>Maturity period</b>
Foreign currency forward contract	USD	8,000	USD/NTD	2022.1.10~2022.2.22
<b>December 31, 2020</b>				
		<b>Contract amount ( in thousands)</b>	<b>Sell / Buy</b>	<b>Maturity period</b>
Foreign currency forward contracts	USD	12,000	USD/NTD	2021.1.11~2021.3.10
	GBP	1,410	GBP/NTD	2021.2.26~2021.4.29
	USD	350	GBP/USD	2021.3.31~2021.6.30

**FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES**

**Notes to the Consolidated Financial Statements**

(c) Financial assets measured at amortised cost

	<b>December 31, 2021</b>	<b>December 31, 2020</b>
Time deposits with original maturities more than 3 months	\$ 173,666	245,214
Other receivable	2,564	3,645
Interest receivable	4,451	1,843
Subtotal	<b>\$ 180,681</b>	<b>250,702</b>
Presented as:		
Current	\$ 73,642	155,996
Non-current	107,039	94,706
	<b>\$ 180,681</b>	<b>250,702</b>

The Group intended to hold to maturity in order to receive the contractual cash flows and the contractual cash flows were solely payments of principal and interest on the principal outstanding.

Please refer to note 8 for a description of the above assets collateralized for operation.

(d) Notes and accounts receivable, and other receivables

	<b>December 31, 2021</b>	<b>December 31, 2020</b>
Notes receivable – from operating activities	\$ 3,630	5,978
Accounts receivable – measured as amortized cost	1,206,183	586,502
Less: loss allowance	(1,639)	(11,299)
	<b>\$ 1,208,174</b>	<b>581,181</b>

The Group applies the simplified approach to provide for its expected credit losses, i.e. the use of lifetime expected loss provision for all receivables. Forward looking information is taken into consideration as well. The loss allowance provision was determined as follows:

	<b>December 31, 2021</b>		
	<b>Gross carrying amount</b>	<b>Weighted-ave rage loss rate</b>	<b>Loss allowance provision</b>
Current	\$ 938,768	0%~0.58%	836
Past due 0-30 days	263,431	0%~3.1%	471
Past due 31-60 days	4,635	0%~23.98%	112
Past due 61-180 days	2,044	0%~61.45%	75
Past due over 180 days	935	68.42%~100.00%	145
	<b>\$ 1,209,813</b>		<b>1,639</b>

**FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

	<b>December 31, 2020</b>		
	<b>Gross carrying amount</b>	<b>Weighted-ave rage loss rate</b>	<b>Loss allowance provision</b>
Current	\$ 464,219	0%~4.20%	5,695
Past due 0-30 days	112,315	0%~7.17%	1,718
Past due 31-60 days	9,622	0%~15.83%	886
Past due 61-180 days	1,593	0%~100.00%	205
Past due over 180 days	4,731	68.3%~100.00%	2,795
	<b>\$ 592,480</b>		<b>11,299</b>

Movements of the loss allowance for notes and accounts receivable were as follows:

	<b>2021</b>	<b>2020</b>
Balance at January 1	\$ 11,299	9,992
Impairment losses (reversed) recognized	(9,617)	1,348
Write-off	-	(70)
Effect of exchange rate changes	(43)	29
Balance at December 31	<b>\$ 1,639</b>	<b>11,299</b>

The subsidiary of the Company, Adasys, entered into factoring contracts with a bank to sell parts of its accounts receivable without recourse. According to these contracts, the Group is not responsible for any risk of uncollectable accounts receivable, but only the risk of loss due to commercial disputes. The Group derecognized the above accounts receivable because it has transferred substantially all of the risks and rewards of their ownership, and it does not have any continuing involvement in them. The receivable from the financial institutions were recognized as other receivables upon the derecognition of those accounts receivables. At each reporting date, details of these contracts were as follows:

	<b>December 31, 2021</b>					
	<b>Amount Derecognized</b>	<b>Amount advanced (Unpaid)</b>	<b>Amount advanced (Paid)</b>	<b>Amount Recognized in Other Receivables</b>	<b>Range of Interest Rate</b>	<b>Significant Transferring Terms</b>
Underwriting bank						
Deutsche Factoring Bank	\$ <b>2,673</b>	-	<b>2,410</b>	<b>263</b>	<b>2.75%</b>	Nil

	<b>December 31, 2020</b>					
	<b>Amount Derecognized</b>	<b>Amount advanced (Unpaid)</b>	<b>Amount advanced (Paid)</b>	<b>Amount Recognized in Other Receivables</b>	<b>Range of Interest Rate</b>	<b>Significant Transferring Terms</b>
Underwriting bank						
Deutsche Factoring Bank	\$ <b>6,725</b>	-	<b>6,056</b>	<b>669</b>	<b>2.75%</b>	Nil

**FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

(e) Inventories

(i) The information of inventories was as follows:

	December 31, 2021	December 31, 2020
Raw materials	\$ 756,122	299,641
Work in process	242,553	140,874
Finished goods	186,761	74,189
Merchandise	240,346	140,258
	<b>\$ 1,425,782</b>	<b>654,962</b>

(ii) For the years ended December 31, 2021 and 2020, the amounts of inventories recognized as cost of revenue were \$3,469,704 and \$2,882,229, respectively. The write-downs (reversal of write-downs) of inventories to net realizable value amounted to \$(7,342) and \$16,628, respectively, and were included in cost of sales. The write-downs arose from the write-down of inventories to net realizable value. The reversal of write-downs arose from the increase in the net realizable value or sale of slow-moving inventories.

(iii) Please refer to note 8 for a description of the Group's inventory collateralized for short-term borrowings.

(f) Investments accounted for using the equity method

A summary of the Group's investments in associates at the reporting date is as follows:

			December 31, 2021	
Name of Associates	Business Relationship	Principal place of business/Registration country	Percentage of voting rights	Carrying amount
TAC Dynamics	Sale of machinery and equipment	Taiwan	35.00%	\$ 17,690

In October 2021, the Group's subsidiary, Fei Shiun Investment, acquired 35% shares of TAC Dynamics for \$18,000 in cash. The equity-method was used to account for investments as Fei Shiun Investment has significant influence over TAC Dynamics.

	2021
Attributable to the Group:	
Net loss (total comprehensive income (loss))	\$ (310)



## FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES

### Notes to the Consolidated Financial Statements

(g) Subsidiaries and acquisitions of non-controlling Interests

(i) Changes in the Group's ownership interest in subsidiaries

In April 2020, the Group's subsidiary, Fei Shiun Investment, participated in the subscription of issuance of common stock for cash amounting to \$120,000 of Berry AI. The Group's subsidiary, Fei Shiun Investment, subscribed additional shares of Berry AI at a price of \$75,600 disproportionately to its existing ownership percentage, which decreased its ownership from 70% to 65.63%. The Group increased the capital surplus amounted to \$2,764 as a result of the change in equity.

In July 2020, the Group's subsidiary, Poindus System, acquired an additional 40% shares of Qijie for \$11,852 in cash, increasing its ownership from 60% to 100%. The Group decreased the capital surplus amounted to \$656 from the difference between the consideration and the carrying amount arising from the acquisition of Qijie's shares.

In 2020, the Group's subsidiary, Fei Shiun Investment, acquired an additional 20% shares of iRuggy System for \$12,000 in cash, increasing its ownership from 80% to 100%. The Group decreased the capital surplus amounted to \$6,027 and retained earnings amounted to \$919, respectively, from the difference amounted to \$6,946 between the consideration and the carrying amount arising from the acquisition of iRuggy System's shares.

(ii) Subsidiaries that have material non-controlling interest

The material non-controlling interests of subsidiaries were as follows:

Subsidiaries	Principal place of business /Registration country	The Percentage of ownership and voting rights held by non-controlling interests	
		December 31, 2021	December 31, 2020
Poindus System Co., Ltd.	Taiwan	50.69%	50.69%

The summarized financial information of Poindus System Co., Ltd. were as follows, the information was prepared in accordance with Taiwan-IFRSs. Intra-group transactions were not eliminated in this information:

	December 31, 2021	December 31, 2020
Current assets	\$ 725,778	651,343
Non-current assets	111,596	101,185
Current liabilities	(223,473)	(183,685)
Non-current liabilities	(47,978)	(30,243)
Net assets	\$ 565,923	538,600
The carrying amount of non-controlling interests	\$ 282,274	268,423

**FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES**

**Notes to the Consolidated Financial Statements**

	<b>2021</b>	<b>2020</b>
Net sales	<u><u>\$ 974,641</u></u>	<u><u>1,019,316</u></u>
Net income (loss)	\$ 57,893	33,652
Other comprehensive loss	930	(288)
Total comprehensive income (loss)	<u><u>\$ 58,823</u></u>	<u><u>33,364</u></u>
Net income (loss) attributable to non-controlling interests	<u><u>\$ 29,349</u></u>	<u><u>17,060</u></u>
Total comprehensive income (loss) attributable to non-controlling interests	<u><u>\$ 471</u></u>	<u><u>(146)</u></u>
Cash flow from operating activities	\$ (69,728)	191,726
Cash flow from investing activities	35,091	(60,230)
Cash flow from financing activities	(49,230)	(32,917)
Effects of foreign exchange rate changes	(471)	553
Net increase (decrease) in cash and cash equivalents	<u><u>\$ (84,338)</u></u>	<u><u>99,132</u></u>

(h) Property, plant and equipment

	<u>Land</u>	<u>Buildings</u>	<u>Machinery</u>	<u>Mold equipment</u>	<u>Furniture and fixtures</u>	<u>Other equipment</u>	<u>Total</u>
Cost:							
Balance at January 1, 2021	\$ 319,238	774,930	299,284	524,088	97,518	49,349	2,064,407
Additions	-	14,286	5,044	15,898	4,606	13,102	52,936
Reclassification	-	-	-	356	-	(1,332)	(976)
Disposals	-	(8,477)	(1,773)	(25,584)	(17,955)	(15,033)	(68,822)
Effect of exchange rate changes	-	(901)	(355)	(27)	(1,861)	(1,785)	(4,929)
Balance at December 31, 2021	<u><u>\$ 319,238</u></u>	<u><u>779,838</u></u>	<u><u>302,200</u></u>	<u><u>514,731</u></u>	<u><u>82,308</u></u>	<u><u>44,301</u></u>	<u><u>2,042,616</u></u>
Balance at January 1, 2020	\$ 319,238	773,325	297,499	481,697	93,704	44,212	2,009,675
Additions	-	2,317	4,790	40,266	3,865	6,353	57,591
Reclassification	-	-	-	2,018	-	1,283	3,301
Disposals	-	-	(2,997)	-	(106)	(2,787)	(5,890)
Effect of exchange rate changes	-	(712)	(8)	107	55	288	(270)
Balance at December 31, 2020	<u><u>\$ 319,238</u></u>	<u><u>774,930</u></u>	<u><u>299,284</u></u>	<u><u>524,088</u></u>	<u><u>97,518</u></u>	<u><u>49,349</u></u>	<u><u>2,064,407</u></u>
Accumulated depreciation:							
Balance at January 1, 2021	\$ -	181,516	223,598	437,175	79,346	33,018	954,653
Depreciation	-	18,743	20,657	38,682	6,705	5,264	90,051
Reclassification	-	-	-	-	-	(672)	(672)
Disposals	-	(8,476)	(1,662)	(25,584)	(17,567)	(12,131)	(65,420)
Effect of exchange rate changes	-	(317)	(191)	(2)	(1,516)	(1,066)	(3,092)
Balance at December 31, 2021	<u><u>\$ -</u></u>	<u><u>191,466</u></u>	<u><u>242,402</u></u>	<u><u>450,271</u></u>	<u><u>66,968</u></u>	<u><u>24,413</u></u>	<u><u>975,520</u></u>
Balance at January 1, 2020	\$ -	163,265	206,002	394,255	72,593	31,718	867,833
Depreciation	-	18,215	20,577	42,893	6,764	3,411	91,860
Disposals	-	-	(2,997)	-	(106)	(2,207)	(5,310)
Effect of exchange rate changes	-	36	16	27	95	96	270
Balance at December 31, 2020	<u><u>\$ -</u></u>	<u><u>181,516</u></u>	<u><u>223,598</u></u>	<u><u>437,175</u></u>	<u><u>79,346</u></u>	<u><u>33,018</u></u>	<u><u>954,653</u></u>
Carrying amount:							
Balance at December 31, 2021	<u><u>\$ 319,238</u></u>	<u><u>588,372</u></u>	<u><u>59,798</u></u>	<u><u>64,460</u></u>	<u><u>15,340</u></u>	<u><u>19,888</u></u>	<u><u>1,067,096</u></u>
Balance at December 31, 2020	<u><u>\$ 319,238</u></u>	<u><u>593,414</u></u>	<u><u>75,686</u></u>	<u><u>86,913</u></u>	<u><u>18,172</u></u>	<u><u>16,331</u></u>	<u><u>1,109,754</u></u>
Balance at January 1, 2020	<u><u>\$ 319,238</u></u>	<u><u>610,060</u></u>	<u><u>91,497</u></u>	<u><u>87,442</u></u>	<u><u>21,111</u></u>	<u><u>12,494</u></u>	<u><u>1,141,842</u></u>

**FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES**  
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Please refer to note 8 for a description of the Group's equipment collateralized for short-term borrowings.

(i) Right-of-use assets

	<u>Buildings</u>	<u>Other equipment</u>	<u>Total</u>
Cost:			
Balance at January 1, 2021	\$ 99,804	9,017	108,821
Additions	36,938	1,596	38,534
Write-off	(51,919)	(3,193)	(55,112)
Effect of exchange rates changes	<u>(3,814)</u>	<u>(325)</u>	<u>(4,139)</u>
Balance at December 31, 2021	<u><b>\$ 81,009</b></u>	<u><b>7,095</b></u>	<u><b>88,104</b></u>
Balance at January 1, 2020	\$ 72,020	8,566	80,586
Additions	38,296	1,811	40,107
Write-off	(11,071)	(1,446)	(12,517)
Effect of exchange rate changes	<u>559</u>	<u>86</u>	<u>645</u>
Balance at December 31, 2020	<u><b>\$ 99,804</b></u>	<u><b>9,017</b></u>	<u><b>108,821</b></u>
Accumulated depreciation:			
Balance at January 1, 2021	\$ 46,011	5,166	51,177
Depreciation	21,876	2,813	24,689
Write-off	(51,919)	(3,193)	(55,112)
Effect of exchange rates changes	<u>(1,154)</u>	<u>(179)</u>	<u>(1,333)</u>
Balance at December 31, 2021	<u><b>\$ 14,814</b></u>	<u><b>4,607</b></u>	<u><b>19,421</b></u>

**FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES**

**Notes to the Consolidated Financial Statements**

	<b>Buildings</b>	<b>Other equipment</b>	<b>Total</b>
Balance at January 1, 2020	\$ 23,331	3,232	26,563
Depreciation	26,393	3,317	29,710
Write-off	(4,246)	(1,446)	(5,692)
Effect of exchange rate changes	533	63	596
Balance at December 31, 2020	<b><u>\$ 46,011</u></b>	<b><u>5,166</u></b>	<b><u>51,177</u></b>
Carrying amount:			
Balance at December 31, 2021	<b><u>\$ 66,195</u></b>	<b><u>2,488</u></b>	<b><u>68,683</u></b>
Balance at December 31, 2020	<b><u>\$ 53,793</u></b>	<b><u>3,851</u></b>	<b><u>57,644</u></b>
Balance at January 1, 2020	<b><u>\$ 48,689</u></b>	<b><u>5,334</u></b>	<b><u>54,023</u></b>

(j) Intangible assets

	<b>Trademarks</b>	<b>Patents and technology</b>	<b>Customer relationships</b>	<b>Goodwill</b>	<b>Others</b>	<b>Total</b>
Cost:						
Balance at January 1, 2021	\$ 99,908	102,847	320,021	202,652	17,380	742,808
Additions	-	-	-	-	12,314	12,314
Disposals	(216)	-	-	-	(6,560)	(6,776)
Effect of exchange rate changes	-	-	-	-	(357)	(357)
Balance at December 31, 2021	<b><u>\$ 99,692</u></b>	<b><u>102,847</u></b>	<b><u>320,021</u></b>	<b><u>202,652</u></b>	<b><u>22,777</u></b>	<b><u>747,989</u></b>
Balance at January 1, 2020	\$ 99,908	102,847	320,021	202,652	22,617	748,045
Additions	-	-	-	-	253	253
Disposals	-	-	-	-	(5,511)	(5,511)
Effect of exchange rate changes	-	-	-	-	21	21
Balance at December 31, 2020	<b><u>\$ 99,908</u></b>	<b><u>102,847</u></b>	<b><u>320,021</u></b>	<b><u>202,652</u></b>	<b><u>17,380</u></b>	<b><u>742,808</u></b>
Accumulated amortization:						
Balance at January 1, 2021	\$ 88,260	102,847	229,118	6,248	15,307	441,780
Amortization	4,820	-	36,691	-	2,745	44,256
Disposals	(216)	-	-	-	(6,560)	(6,776)
Effect of exchange rate	-	-	-	-	(170)	(170)
Balance at December 31, 2021	<b><u>\$ 92,864</u></b>	<b><u>102,847</u></b>	<b><u>265,809</u></b>	<b><u>6,248</u></b>	<b><u>11,322</u></b>	<b><u>479,090</u></b>
Balance at January 1, 2020	\$ 82,336	101,131	191,374	6,248	16,889	397,978
Amortization	5,924	1,716	37,744	-	3,866	49,250
Disposals	-	-	-	-	(5,511)	(5,511)
Effect of exchange rate changes	-	-	-	-	63	63
Balance at December 31, 2020	<b><u>\$ 88,260</u></b>	<b><u>102,847</u></b>	<b><u>229,118</u></b>	<b><u>6,248</u></b>	<b><u>15,307</u></b>	<b><u>441,780</u></b>
Carrying amount:						
Balance at December 31, 2021	<b><u>\$ 6,828</u></b>	<b><u>-</u></b>	<b><u>54,212</u></b>	<b><u>196,404</u></b>	<b><u>11,455</u></b>	<b><u>268,899</u></b>
Balance at December 31, 2020	<b><u>\$ 11,648</u></b>	<b><u>-</u></b>	<b><u>90,903</u></b>	<b><u>196,404</u></b>	<b><u>2,073</u></b>	<b><u>301,028</u></b>
Balance at January 1, 2020	<b><u>\$ 17,572</u></b>	<b><u>1,716</u></b>	<b><u>128,647</u></b>	<b><u>196,404</u></b>	<b><u>5,728</u></b>	<b><u>350,067</u></b>

## FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES

### Notes to the Consolidated Financial Statements

The amortization of intangible assets was included in the following line items of the consolidated statement of comprehensive income:

	<b>2021</b>	<b>2020</b>
Cost of revenue	\$ 50	597
Selling expenses	44,206	48,653
	<b>\$ 44,256</b>	<b>49,250</b>

The carrying amounts of goodwill resulted from business acquisition were allocated to the respective CGUs identified as the following subsidiaries :

	<b>December 31, 2021</b>	<b>December 31, 2020</b>
Box	\$ 175,358	175,358
Poindus Systems	9,115	9,115
Adasys	11,931	11,931
	<b>\$ 196,404</b>	<b>196,404</b>

Each CGU to which the goodwill is allocated represents the lowest level within the Group at which the goodwill is monitored for internal management purposes. As of December 31, 2021 and 2020, the recoverable amounts exceeded their carrying amounts based on the results of the impairment tests conducted by the Group. The recoverable amounts of a CGU were determined based on the value in use, and the related key assumptions of the value in use were as follows:

	<b>December 31, 2021</b>		<b>December 31, 2020</b>	
	<b>Box</b>	<b>Adasys</b>	<b>Box</b>	<b>Adasys</b>
Revenue growth rates	-3.4%~5%	-5%~2%	5%~26.52%	-32%~24%
Discount rates (before tax)	11.04%	12.88%	13.19%	13.08%

- (i) The cash flow projections were based on historical operating performance and future financial budgets, covering a period of 5 years, approved by management and estimated terminal values at the end of the 5-year period. Cash flows beyond that 5-year period have been extrapolated using 1%~2.3% growth rate.
- (ii) The discount rate used to determine value in use is based on the weighted average cost of capital.

**FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

(k) Short-term borrowings

	<u>December 31, 2021</u>	<u>December 31, 2020</u>
Secured bank loans	\$ 10,334	806
Unsecured loan from non-financial institution	<u>-</u>	<u>7,004</u>
	<u><b>\$ 10,334</b></u>	<u><b>7,810</b></u>
Unused credit facilities	<u><b>\$ 1,376,186</b></u>	<u><b>1,648,057</b></u>
Interest rate	<u><b>1.54%~5.57%</b></u>	<u><b>3%~5.57%</b></u>

For more information about the Group's exposure to interest rate risk and liquidity risk see note 6(w). Refer to Note 8 for detail on related assets pledged as collateral for secured loans.

(l) Lease liabilities

	<u>December 31, 2021</u>	<u>December 31, 2020</u>
Current	<u><b>\$ 18,317</b></u>	<u><b>28,113</b></u>
Non-current	<u><b>\$ 50,602</b></u>	<u><b>33,770</b></u>

For the maturity analysis, please refer to note 6(v).

The amounts recognized in profit or loss were as follows:

	<u>2021</u>	<u>2020</u>
Interest on lease liabilities	<u><b>\$ 1,088</b></u>	<u><b>877</b></u>
Expenses relating to short-term leases	<u><b>\$ 5,538</b></u>	<u><b>3,264</b></u>
Expenses relating to leases of low-value assets	<u><b>\$ 120</b></u>	<u><b>264</b></u>

The amounts recognized in the statement of cash flows for the Group was as follows:

	<u>2021</u>	<u>2020</u>
Total cash outflow for leases	<u><b>\$ 35,382</b></u>	<u><b>29,902</b></u>

(i) Real estate leases

The Group leases buildings for its offices, factories and staff dormitory, the leases typically run for a period of one to five years. If the Group needed to renew the lease of contract amount at the end of contract term, and the Group to remeasure lease liabilities and right-of-use assets. Some leases include an option to renew the lease for an additional period of the same duration after the end of the contract term.

**FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES**

**Notes to the Consolidated Financial Statements**

(ii) Other leases

The Group leases transportation equipments and other equipments, with lease terms of one to three years. These leases are short-term or low-value assets, the Group apply the exemption and not to recognize right-of-use assets and lease liabilities for these leases.

(m) Provision for warranties

	<b>2021</b>	<b>2020</b>
Balance at January 1	\$ 32,068	36,005
Provisions made	6,782	(6)
Amount utilized	(3,894)	(3,675)
Effect of exchange rate changes	(977)	(256)
Balance at December 31	<b>\$ 33,979</b>	<b>32,068</b>

The provision for warranties is estimated based on historical warranty data associated with similar products. The Group expects to settle most of the warranty liability in one to three years from the date of the sale of the product.

(n) Employee benefits

(i) Defined benefit plans

The present value of defined benefit obligations and the fair value of plan assets were as follows:

	<b>December 31, 2021</b>	<b>December 31, 2020</b>
Present value of benefit obligations	\$ 74,382	83,954
Fair value of plan assets	(38,629)	(40,492)
Net defined benefit liabilities	<b>\$ 35,753</b>	<b>43,462</b>

The Group makes defined benefit plan contributions to the pension fund account at Bank of Taiwan that provides pension benefits for employees upon retirement. The plans (covered by the Labor Standards Law) entitle a retired employee to receive a payment based on years of service and average salary for the six months prior to the employee's retirement. The foreign subsidiary, Adasys, also has defined benefit pension plan based on its respective local laws and regulations.

1) Composition of plan assets

The pension fund (the "Fund") contributed by the Group is managed and administered by the Bureau of Labor Funds of the Ministry of Labor (the Bureau of Labor Funds). According to the Regulations for Revenues, Expenditures, Safeguard and Utilization of the Labor Retirement Fund, with regard to the utilization of the Fund, minimum earnings shall be no less than the earnings attainable from two-year time deposits with interest rates offered by local banks. Foreign subsidiaries with defined benefit plans make pension contributions to pension management institutions in accordance with their respective local regulations.

## FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES

### Notes to the Consolidated Financial Statements

As of December 31, 2021 and 2020, the Company's labor pension fund account balance at Bank of Taiwan amounted to \$24,181 and \$25,252, respectively. Refer to the website of the Bureau of Labor Funds for information on the labor pension fund assets including the asset portfolio and yield of the fund.

As of December 31, 2021 and 2020, the foreign subsidiary, Adasys, made pension contributions amounting to \$14,448 and \$15,240, respectively, to the pension management institution based on the respective local laws and regulations.

2) Movements in present value of defined benefit obligations

	<b>2021</b>	<b>2020</b>
Defined benefit obligations at January 1	\$ 83,954	87,392
Current service costs and interest expense	635	1,074
Remeasurement of net defined benefit liabilities:		
– Actuarial losses arising from experience adjustments	(770)	(118)
– Actuarial losses arising from changes in financial assumptions	(4,261)	3,037
Benefits paid by plan – by the Company	-	(1,000)
Benefits paid by plan – by the plan assets	(1,707)	(8,039)
Effect of exchange rate changes	(3,469)	1,608
Defined benefit obligations at December 31	<b>\$ 74,382</b>	<b>83,954</b>

3) Movements of fair value of plan assets

	<b>2021</b>	<b>2020</b>
Fair value of plan assets at January 1	\$ 40,492	42,811
Interest income	310	460
Remeasurement on net defined benefit liabilities:		
–Return on plan assets (excluding current interest expense)	252	456
Contributions by plan participants	933	3,932
Benefits paid by the plan	(1,707)	(8,039)
Effect of exchange rate changes	(1,651)	872
Fair value of plan assets at December 31	<b>\$ 38,629</b>	<b>40,492</b>

4) Changes in the effect of the asset ceiling

In 2021 and 2020, there was no effect of the asset ceiling.



**FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES**

**Notes to the Consolidated Financial Statements**

5) Expenses recognized in profit or loss

The expenses recognized in profit or losses were as follows:

	<u>2021</u>	<u>2020</u>
Current service cost	\$ 183	386
Net interest expense	142	228
	<u>\$ 325</u>	<u>614</u>
Operating expenses	<u>\$ 325</u>	<u>614</u>

6) Actuarial assumptions

The principal assumptions of the actuarial valuation were as follows:

	<u>December 31, 2021</u>	<u>December 31, 2020</u>
Discount rate	0.75%~1.47%	0.75%~0.81%
Future salary increases rate	0%~2%	0%~2%

The weighted-average duration of the defined benefit plans is 11.5~15.8 years. The Group expects to make contribution of \$890 to the defined benefit plans in the year following December 31, 2021.

7) Sensitivity analysis

When calculating the present value of the defined benefit obligations, the Group uses judgments and estimations to determine the actuarial assumptions for each measurement date, including discount rates and future salary changes. Any changes in the actuarial assumptions may significantly impact the amount of the defined benefit obligations.

The following table summarizes the impact of a change in the assumptions on the present value of the defined benefit obligation:

	<b>Impact on defined benefit obligation</b>	
	<u>0.25% Increase</u>	<u>0.25% Decrease</u>
December 31, 2021		
Discount rate	(1,875)	2,034
Future salary increase rate	749	(664)
December 31, 2020		
Discount rate	(2,582)	2,422
Future salary increase rate	867	(763)

Each sensitivity analysis considers the change in one assumption at a time, leaving the other assumptions unchanged. This approach shows the isolated effect of changing one individual assumption but does not take into account that some assumptions are related. The method used to carry out the sensitivity analysis is the same as the calculation of the net defined benefit liabilities recognized in the balance sheets. The method used to carry out the sensitivity analysis is the same as in the prior year.

## FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES

### Notes to the Consolidated Financial Statements

(ii) Defined contribution plans

The Company and its domestic subsidiaries contribute monthly an amount equal to 6% of each employee's monthly wages to the employee's individual pension fund account at the Bureau of Labor Insurance in accordance with the provisions of the Labor Pension Act. Foreign subsidiaries make contributions in compliance with their respective local regulations. Under these defined contribution plans, the Group has no legal or constructive obligation to pay additional amounts after contributing a fixed amount.

The Group recognized expense of the defined contribution plans were as follow:

	2021	2020
Cost of revenue	\$ 4,693	4,894
Operating expenses	20,456	19,073
	<b>\$ 25,149</b>	<b>23,967</b>

(o) Income taxes

	2021	2020
Current income tax expense		
Current period	\$ 175,362	135,845
Adjustments for prior periods	(35,274)	(5,102)
	140,088	130,743
Deferred tax expense (benefit)		
Origination and reversal of temporary differences	(8,992)	11,291
Income tax expense	<b>\$ 131,096</b>	<b>142,034</b>

The Group's income tax expense (benefit) recognized in other comprehensive income were as follows:

	2021	2020
Items that will not be reclassified to profit or loss:		
Remeasurement of defined benefit plans	<b>\$ 1,289</b>	<b>(674)</b>

The reconciliation of income tax expense and income before tax was as follows:

	2021	2020
Income before income tax	<b>\$ 822,182</b>	<b>739,962</b>
Income tax using the Company's statutory tax rate	\$ 164,436	147,993
Effect of different tax rates in foreign jurisdictions	15,475	9,928
Tax-exempt income	(36)	(3,674)
Investment tax credits	(11,250)	(11,250)
Changes in unrecognized temporary differences	(3,103)	7,036
Undistributed earnings additional tax	1,030	4,078
Alternative minimum tax	22	24
Prior-year adjustments	(35,274)	(5,102)
Others	(204)	(6,999)
	<b>\$ 131,096</b>	<b>142,034</b>

## FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES

### Notes to the Consolidated Financial Statements

(i) Deferred income tax assets and liabilities

As the Group is able to control the timing of the reversal of temporary differences associated with the loss on its investments in its subsidiaries, and concludes that the temporary differences will not reverse in the foreseeable future, such temporary differences were not recognized as deferred income tax assets.

1) Unrecognized deferred income tax assets

	<b>December 31, 2021</b>	<b>December 31, 2020</b>
Loss related to investments in subsidiaries	<u><b>\$ 21,463</b></u>	<u><b>24,566</b></u>

2) Recognized deferred income tax assets and liabilities

Deferred income tax assets:

	<b>Defined benefit plans</b>	<b>Inventory provisions</b>	<b>Others</b>	<b>Total</b>
<b>Balance at January 1, 2021</b>	\$ 11,019	15,737	27,067	53,823
Recognized in profit or loss	(253)	(1,266)	4,836	3,317
Recognized in other comprehensive (loss) income	(1,289)	-	-	(1,289)
Effect of exchange rate changes	(649)	(235)	(530)	(1,414)
<b>Balance at December 31, 2021</b>	<u><b>\$ 8,828</b></u>	<u><b>14,236</b></u>	<u><b>31,373</b></u>	<u><b>54,437</b></u>
<b>Balance at January 1, 2020</b>	\$ 11,283	13,230	45,699	70,212
Recognized in profit or loss	(897)	2,388	(19,102)	(17,611)
Recognized in other comprehensive (loss) income	674	-	-	674
Effect of exchange rate changes	(41)	119	470	548
<b>Balance at December 31, 2020</b>	<u><b>\$ 11,019</b></u>	<u><b>15,737</b></u>	<u><b>27,067</b></u>	<u><b>53,823</b></u>

Deferred income tax liabilities:

	<b>Unremitted earnings from subsidiaries</b>	<b>Intangible assets acquired through business combination</b>	<b>Others</b>	<b>Total</b>
<b>Balance at January 1, 2021</b>	\$ 32,249	21,356	1,744	55,349
Recognized in profit or loss	2,859	(8,562)	28	(5,675)
Effect of exchange rate changes	-	-	(40)	(40)
<b>Balance at December 31, 2021</b>	<u><b>\$ 35,108</b></u>	<u><b>12,794</b></u>	<u><b>1,732</b></u>	<u><b>49,634</b></u>
<b>Balance at January 1, 2020</b>	\$ 30,435	29,918	1,327	61,680
Recognized in profit or loss	1,814	(8,562)	428	(6,320)
Effect of exchange rate changes	-	-	(11)	(11)
<b>Balance at December 31, 2020</b>	<u><b>\$ 32,249</b></u>	<u><b>21,356</b></u>	<u><b>1,744</b></u>	<u><b>55,349</b></u>

## FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES

### Notes to the Consolidated Financial Statements

(ii) The Company's income tax returns for the years through 2019 were examined and approved by the R.O.C income tax authorities excepts for 2018.

(p) Capital and other equity

(i) Common stock

As of December 31, 2021 and 2020, the Company's authorized shares of common stock both consisted of 220,000 thousand shares with par value of \$10 (dollars) per share, both of which 143,062 thousand shares were issued and outstanding.

(ii) Capital surplus

	<b>December 31, 2021</b>	<b>December 31, 2020</b>
Premium derived from the issuance of shares in excess of par value:		
Premium on common stock issued of conversion of convertible bonds	\$ 522,161	593,692
Forfeited employee stock options	2,433	2,433
Difference between the consideration and the carrying amounts arising from the acquisition or disposal of shares in subsidiaries	982	982
Changes in ownership interest in subsidiaries	2,764	-
Gain on disposal of assets	15	15
	<b>\$ 528,355</b>	<b>597,122</b>

Pursuant to the Company Act, any realized capital surplus is initially used to cover an accumulated deficit, and the balance, if any, could be transferred to common stock dividends or distributed as cash dividends based on the original shareholding ratio. Realized capital surplus includes the premium derived from the issuance of shares in excess of par value and donations from stockholders received by the Company. In accordance with the Regulations Governing the Offering and Issuance of Securities by Securities Issuers, distribution of stock dividends from capital surplus in any one year shall not exceed 10% of paid-in capital.

(iii) Retained earnings and dividend policy

The Company's Articles of Incorporation stipulate that at least 10% of annual net income after deducting an accumulated deficit, if any, must be retained as a legal reserve until such retention equals the amount of paid-in capital. In addition, a special reserve should be set aside in accordance with applicable laws and regulations. The remaining balance of annual net income, together with the unappropriated earnings from the previous years, should be distributed according to the proposal by the board of directors to be approved in the shareholders' meeting. Appropriation of earnings should not be less than 60% of the net income after deducting an accumulated deficit, legal reserve, and special reserve.

## FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES

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In accordance with the rules issued by the Financial Supervisory Commission, a special reserve equal to the total amount of items that were accounted for as deductions from stockholders' equity was set aside from current and prior-year earnings. This special reserve shall revert to the retained earnings and be made available for distribution when the items that are accounted for as deductions from stockholders' equity are reversed in subsequent periods.

In view of the overall economic environment and the development of the industry, and in order to meet the Company's long-term financial planning and cash requirements of stockholders, the Company has adopted a stable dividend policy in which a cash dividend comprises at least 10% of total distribution of dividends.

The distribution of earnings for 2020 and 2019 had been approved in the meetings of shareholders held on July 7, 2021, and June 10, 2020, respectively. The relevant dividend distributions to shareholders were as follows:

	2020		2019	
	Dividends per share (in dollars)	Total amount	Dividends per share (in dollars)	Total amount
Dividends distributed to shareholders:				
Cash	\$ 3.50	<u>500,718</u>	4.00	<u>572,249</u>

On July 7, 2021 and June 10, 2020, the Company's shareholders decided to distribute cash of \$0.5 dollars per share from capital surplus for both years. Total distributed cash dividend for 2020 and 2019 are \$4.0 dollars and \$4.5 dollars per share, respectively.

The related information of the distribution of earnings would be available at the Market Observation Post System website.

(iv) Other equity items (net after tax)

	Foreign currency translation differences	Remeasureme nt of defined benefit plans	Total
Balance at January 1, 2021	\$ (50,942)	(6,997)	(57,939)
Exchange differences on subsidiaries accounted for using equity method	(17,974)	-	(17,974)
Remeasurement of defined benefit plans	-	927	927
Remeasurement of defined benefit plans on subsidiaries accounted for using equity method	-	1,513	1,513
Balance at December 31, 2021	<u>\$ (68,916)</u>	<u>(4,557)</u>	<u>(73,473)</u>

**FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES**

**Notes to the Consolidated Financial Statements**

	<b>Foreign currency translation differences</b>	<b>Remeasurement of defined benefit plans</b>	<b>Total</b>
Balance at January 1, 2020	\$ (43,189)	(6,213)	(49,402)
Exchange differences on subsidiaries accounted for using equity method	(7,753)	-	(7,753)
Remeasurement of defined benefit plans	-	193	193
Remeasurement of defined benefit plans on subsidiaries accounted for using equity method	-	(977)	(977)
Balance at December 31, 2020	<u>\$ (50,942)</u>	<u>(6,997)</u>	<u>(57,939)</u>

(v) Non-controlling interests (net after tax)

	<b>2021</b>	<b>2020</b>
Balance at January	\$ 274,865	295,007
Equity attributable to non-controlling interest:		
Net income	8,022	8,284
Cash dividends of subsidiaries distributed to non-controlling interests	(15,969)	(10,646)
Increase (decrease) in non-controlling interests	44,400	(17,339)
Foreign currency translation differences	(1,188)	564
Remeasurement of defined benefit plans	1,554	(1,005)
Changes in ownership interest in subsidiaries	(2,764)	-
	<u>\$ 308,920</u>	<u>274,865</u>

(q) Earnings per share ("EPS")

(i) Basic EPS

	<b>2021</b>	<b>2020</b>
Profit attributable to shareholders of the Company	\$ 683,064	589,644
Weighted-average number of ordinary shares outstanding (in thousands)	143,062	143,062
Basic EPS (dollars)	<u>\$ 4.77</u>	<u>4.12</u>

**FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

(ii) Diluted EPS

	<u>2021</u>	<u>2020</u>
Profit attributable to shareholders of the Company (diluted)	\$ 683,064	589,644
Weighted-average number of ordinary shares outstanding (in thousands)	143,062	143,062
Effect of employee bonuses	<u>931</u>	<u>1,115</u>
Weighted-average number of ordinary shares outstanding (in thousands) (including effect of dilutive potential common stock)	<u>143,993</u>	<u>144,177</u>
Diluted EPS (dollars)	<u><b>\$ 4.74</b></u>	<u><b>4.09</b></u>

(r) Revenue from contracts with customers

(i) Disaggregation of revenue

	<u>2021</u>	<u>2020</u>
Primary geographical markets:		
Domestic sales	\$ 142,457	118,747
Export:		
Asia	635,334	783,211
America	2,148,694	1,698,518
Europe and Africa	<u>2,258,670</u>	<u>1,832,485</u>
	<u>\$ 5,042,698</u>	<u>4,314,214</u>
	<u><b>\$ 5,185,155</b></u>	<u><b>4,432,961</b></u>
Major products:		
Industrial computers	\$ 4,158,331	3,591,909
Peripherals	865,099	738,707
Others	<u>161,725</u>	<u>102,345</u>
	<u><b>\$ 5,185,155</b></u>	<u><b>4,432,961</b></u>

(ii) Contract balances

	<u>December 31, 2021</u>	<u>December 31, 2020</u>	<u>January 1, 2020</u>
Notes and accounts receivable	\$ 1,209,813	592,480	868,186
Less: loss allowance	<u>(1,639)</u>	<u>(11,299)</u>	<u>(9,992)</u>
Total	<u><b>\$ 1,208,174</b></u>	<u><b>581,181</b></u>	<u><b>858,194</b></u>
Contract liabilities — current	<u><b>\$ 48,079</b></u>	<u><b>60,946</b></u>	<u><b>16,041</b></u>

## FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES

### Notes to the Consolidated Financial Statements

Please refer to note 6(d) for details on notes and accounts receivable and its loss allowance. The amount of revenue recognized for the year ended December 31, 2021 and 2020 that was included in the contract liability balance at the beginning of period were \$57,611 and \$9,800, respectively.

(s) Remuneration of employees and directors and supervisors

Pursuant to the Company's articles of incorporation, the Company shall distribute 3% to 15% of its profits in the current period as compensation to its employees and no more than 3% to its directors and supervisors. Nevertheless, the profits in the current period should be reserved for offsetting the accumulated deficit, if any, prior to distributing the compensation to the employees and directors and supervisors. The aforementioned compensation of employees could be distributed in the form of cash or stock to the employees of the Company's subsidiaries conforming to certain requirements.

For the year ended December 31, 2021 and 2020, the Company accrued the remuneration to its employees amounting to \$60,000 and \$51,500, respectively, and the remuneration to its directors amounting to \$3,500 for both years, which were calculated based on the net profits before tax of each period (excluding the remuneration to employees and directors), multiplied by the distribution ratio of remuneration to employees and directors under the Company's articles of incorporation, and recognized as cost of revenue and operating expenses. If the actual amounts differ from the estimated amounts, the differences shall be accounted as changes in accounting estimates and recognized as profit or loss in following year.

The aforementioned accrued compensation of employees, directors and supervisors is the same as the amounts approved by the Board of Directors, and will be paid in cash. The related information would be available at the Market Observation Post System website.

(t) Non-operating income and loss

(i) Interest income

	<u>2021</u>	<u>2020</u>
Interest income from bank deposit	<u>\$ 6,305</u>	<u>12,032</u>

(ii) Other income

	<u>2021</u>	<u>2020</u>
Government grant	\$ 4,132	34,894
Others	<u>9,868</u>	<u>9,021</u>
	<u>\$ 14,000</u>	<u>43,915</u>



**FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES**

**Notes to the Consolidated Financial Statements**

(iii) Other gains and losses

	<b>2021</b>	<b>2020</b>
Foreign currency exchange loss	(23,443)	(13,413)
Net gain (loss) on financial assets and liabilities at fair value through profit or loss	6,884	(1,330)
Loss on disposal of property, plant and equipment	(1,278)	(63)
Others	(72)	(362)
	<b>\$ (17,909)</b>	<b>(15,168)</b>

(iv) Finance costs

	<b>2021</b>	<b>2020</b>
Interest expense from bank loans	\$ 577	1,332
Interest expense from lease liabilities	1,088	877
	<b>\$ 1,665</b>	<b>2,209</b>

(u) Financial instruments

(i) Categories of financial instruments

1) Financial assets

	<b>December 31, 2021</b>	<b>December 31, 2020</b>
Financial assets at fair value through profit or loss:		
Financial assets mandatorily measured at fair value through profit or loss	<b>\$ 11,522</b>	<b>12,213</b>
Financial assets measured at amortized cost:		
Cash and cash equivalents	\$ 1,954,290	2,540,079
Financial assets measured at amortized cost	180,681	250,702
Notes and accounts receivable	1,208,174	581,181
Refundable deposits	3,575	3,679
	<b>\$ 3,346,720</b>	<b>3,375,641</b>

**FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

2) Financial liabilities

	December 31, 2021	December 31, 2020
Financial liabilities at fair value through profit or loss:		
Financial liabilities held-for-trading – foreign currency forward contracts	\$ -	<u>882</u>
Financial liabilities measured at amortized cost:		
Short term borrowings	\$ 10,334	7,810
Notes and accounts payable	765,556	264,780
Lease liabilities (including non-current)	68,919	61,883
Other payables	316,113	244,448
	<u>\$ 1,160,922</u>	<u>578,921</u>

(ii) Fair value valuation-financial instruments not measured at fair value

The Group considers that the carrying amounts of financial assets and financial liabilities measured at amortized cost approximate their fair values.

(iii) Financial instruments that are measured at fair value

The table below analyzes financial instruments that are measured at fair value subsequent to initial recognition, grouped into Levels 1 to 3 based on the degree to which the fair value is observable. The different levels have been defined as follows:

- 1) Level 1: quoted prices (unadjusted) in active markets for identified assets or liabilities.
- 2) Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices).
- 3) Level 3: inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

	December 31, 2021				
	Carrying Amount	Fair Value			
		Level 1	Level 2	Level 3	Total
Financial assets mandatorily measured at fair value through profit or loss:					
Foreign currency forward contracts	\$ 1,941	-	1,941	-	1,941
Convertible bonds	9,581	-	-	9,581	9,581
	<u>\$ 11,522</u>	<u>-</u>	<u>1,941</u>	<u>9,581</u>	<u>11,522</u>

**FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES**

**Notes to the Consolidated Financial Statements**

	December 31, 2020				Total
	Carrying Amount	Fair Value			
		Level 1	Level 2	Level 3	
Financial assets at fair value through profit or loss:					
Foreign currency forward contracts	\$ 2,697	-	2,697	-	2,697
Convertible bonds	9,516	-	-	9,516	9,516
	<u>\$ 12,213</u>	<u>-</u>	<u>2,697</u>	<u>9,516</u>	<u>12,213</u>
Financial liabilities at fair value through profit or loss:					
Financial liabilities held-for-trading— foreign currency forward contracts	\$ 882	-	882	-	882

There were no transfers between fair value levels for the years ended December 31, 2021 and 2020.

Movement in financial assets included Level 3 fair value hierarchy:

	2021	2020
Balance at January 1	\$ 9,516	-
Additions	-	10,000
Recognized in profit (loss)	65	(484)
Balance at December 31	<u>\$ 9,581</u>	<u>9,516</u>

(iv) Valuation techniques and assumptions used in fair value measurement

1) Non-derivative financial instruments

A financial instrument is regarded as being quoted in an active market if quoted prices are readily available. For unquoted equity instruments which cannot be transferred freely in public market, their fair values are determined by using the valuation techniques adopted by the Corporation based on the information from the Market Observation Post System, Taiwan Stock Exchange, etc., and calculated by using the BlackScholes Model. The Company uses the quoted market prices and the price-book ratios of similar publicly traded companies into consideration by using the market comparison approach. The estimates had been adjusted by the depreciation from lack of market liquidity.

2) Derivative financial instruments

The fair value of foreign currency forward contracts is computed individually by each contract using the valuation technique.

## FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES

### Notes to the Consolidated Financial Statements

(v) Financial risk management

The Group is exposed to credit risk, liquidity risk, and market risk (including currency risk and interest rate risk). The Group has disclosed the information on exposure to the aforementioned risks, the Group's policies and procedures to measure and manage those risks, and the quantitative information below.

The Company's Board of Directors is responsible for developing and monitoring the Group's risk management policies. The Group's risk management policies are established to identify and analyze the risks faced by the Group, to set appropriate risk limits and controls, and to monitor adherence to the controls. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's operations.

The Group's management monitors and reviews the financial activities in accordance with procedures required by relevant regulations and internal controls. Internal auditors undertake both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the Company's Board of Directors.

(i) Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty of a financial instrument fails to meet its contractual obligations, and arises principally from the Group's cash and cash equivalents, receivables from customers, and other receivables. The maximum exposure to credit risk is equal to the carrying amount of the Group's financial assets.

The Group maintains cash and cash equivalents with reputable financial institutions. Therefore, the exposure related to potential default by those counter-parties is not considered significant.

As of December 31, 2021 and 2020, four clients accounted to a total of 56% and 39%, respectively, of the Group's notes and accounts receivable. In order to reduce credit risk, the Group has established a credit policy under which each customer is analyzed individually for creditworthiness for the purpose of setting the credit limit. Additionally, the Group continuously evaluates the credit quality of customers and utilizes insurance to minimize the credit risk.

For credit risk exposure and loss allowance of notes and accounts receivables, please refer to note 6(d). Cash, other receivable and financial assets measured at amortized cost are considered as low-credit-risk financial assets, and thus, the loss allowance are measured using 12-months ECL. As of December 31, 2021 and 2020, no loss allowance was provided for these financial assets after management's assessment.

## FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES

### Notes to the Consolidated Financial Statements

(ii) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in settling its financial liabilities by delivering cash or other financial assets. The Group manages liquidity risk by monitoring regularly the current and mid- to long-term cash demand, and maintaining adequate cash and banking facilities. As of December 31, 2021 and 2020, the Group had unused credit facilities of \$1,376,186 and \$1,648,057, respectively.

The table below summarizes the maturity profile of the Group's financial liabilities based on contractual undiscounted payments.

	<u>Contractual cash flows</u>	<u>Within 1 years</u>	<u>1-2 years</u>	<u>More than 2 years</u>
<b>December 31, 2021</b>				
Non-derivative financial liabilities:				
Short-term borrowings	\$ 10,390	10,390	-	-
Notes and accounts payable	765,556	765,556	-	-
Lease liabilities	72,446	19,754	16,929	35,763
Other payables	<u>316,113</u>	<u>316,113</u>	<u>-</u>	<u>-</u>
	<b><u>\$ 1,164,505</u></b>	<b><u>1,111,813</u></b>	<b><u>16,929</u></b>	<b><u>35,763</u></b>
Derivative financial instruments:				
Foreign currency forward contracts:				
Outflow	\$ 221,249	221,249	-	-
Inflow	<u>(223,190)</u>	<u>(223,190)</u>	<u>-</u>	<u>-</u>
	<b><u>\$ (1,941)</u></b>	<b><u>(1,941)</u></b>	<b><u>-</u></b>	<b><u>-</u></b>
<b>December 31, 2020</b>				
Non-derivative financial liabilities:				
Short-term borrowings	\$ 7,890	7,890	-	-
Notes and accounts payable	264,780	264,780	-	-
Lease liabilities	64,980	29,073	9,537	26,370
Other payables	<u>244,448</u>	<u>244,448</u>	<u>-</u>	<u>-</u>
	<b><u>\$ 582,098</u></b>	<b><u>546,191</u></b>	<b><u>9,537</u></b>	<b><u>26,370</u></b>
Derivative financial instruments:				
Foreign currency forward contracts:				
Outflow	\$ 401,617	401,617	-	-
Inflow	<u>(403,432)</u>	<u>(403,432)</u>	<u>-</u>	<u>-</u>
	<b><u>\$ (1,815)</u></b>	<b><u>(1,815)</u></b>	<b><u>-</u></b>	<b><u>-</u></b>

The Group does not expect that the cash flows included in the maturity analysis would occur significantly earlier or at significantly different amounts.

## FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES

### Notes to the Consolidated Financial Statements

(iii) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates, will affect the Group's income or the value of its financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

The Group utilizes derivative financial instruments to manage market risk and the volatility of profit or loss. All such transactions are carried out within the guidelines set by the Company's Board of Directors.

1) Foreign currency risk

The Group's exposure to foreign currency risk arises from cash and cash equivalents, notes and accounts receivable(payables) and other payables. At the reporting date, the carrying amounts of the Group's significant monetary assets and liabilities denominated in a currency other than the respective functional currencies of Group entities were as follows (including the monetary items that have been eliminated in the accompanying consolidated financial statements):

(Amount in Thousands of Dollars)					
<b>December 31, 2021</b>					
	<b>Foreign currency</b>	<b>Exchange rate</b>	<b>NTD</b>	<b>Change in magnitude</b>	<b>Pre-tax effect on profit or loss</b>
<u>Financial assets</u>					
<u>Monetary items</u>					
USD	\$ 44,103	27.68	1,220,771	1%	12,208
EUR	4,316	31.32	135,177	1%	1,352
GBP	7,926	37.28	295,481	1%	2,955
<u>Financial liabilities</u>					
<u>Monetary items</u>					
USD	15,082	27.68	417,470	1%	4,175
GBP	165	37.28	6,151	1%	62

**FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES**

**Notes to the Consolidated Financial Statements**

<b>December 31, 2020</b>					
	<b>Foreign currency</b>	<b>Exchange rate</b>	<b>NTD</b>	<b>Change in magnitude</b>	<b>Pre-tax effect on profit or loss</b>
<u>Financial assets</u>					
<u>Monetary items</u>					
USD	\$ 26,177	28.10	735,574	1%	7,356
EUR	1,697	35.02	59,429	1%	594
GBP	3,536	38.90	137,550	1%	1,376
<u>Financial liabilities</u>					
<u>Monetary items</u>					
USD	5,580	28.10	156,798	1%	1,568
GBP	412	38.90	16,027	1%	160

Due to the varieties of functional currency within the Group, the Group disclosed foreign exchange gain (loss) on monetary items in aggregate. For the years ended December 31, 2021 and 2020, the aggregate of realized and unrealized foreign exchange loss amounted to \$23,443 and \$13,413, respectively.

2) Interest rate risk

The Group's short-term borrowings carried floating interest rates, and the Group has not entered into interest rate swap contracts to convert floating interest rates to fixed interest rates. To manage the interest rate risk, the Group periodically assesses the interest rates of bank loans and maintains good relationships with financial institutions to obtain lower financing costs. The Group also strengthens the management of working capital to reduce the dependence on bank loans as well as the risk arising from fluctuation of interest rates.

The following sensitivity analysis is based on the risk exposure to floating-interest-rate liabilities on the reporting date. The sensitivity analysis assumes the liabilities recorded at the reporting date had been outstanding for the entire period. The change in interest rate reported to the key management in the Group is based on 100 basis points (1%), which is consistent with the assessment made by the key management in respect of the possible change in interest rate.

If the interest rate had been 100 basis points (1%) higher/lower with all other variables held constant, pre-tax income for the years ended December 31, 2021 and 2020, would have been \$103 and \$78, respectively, lower/higher, which mainly resulted from the borrowings with floating interest rates.

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**Notes to the Consolidated Financial Statements**

(w) Capital management

In consideration of industry dynamics and future development, as well as external environment factors, the Group maintains an optimal capital structure to enhance long-term shareholder value by managing its capital in a manner to ensure that it has sufficient and necessary financial resources to fund its working capital needs, dividend payments, and other business requirements for continuing operations and to reward shareholders and take into consideration the interests of other stakeholders.

(x) Investing and financing activities not affecting current cash flow

(i) For acquisition of right-of-use assets under operating lease, please refer to note 6(j).

(ii) Reconciliation of liabilities arising from financing activities were as follows:

	<b>January 1, 2021</b>	<b>Cash flows</b>	<b>Change in lease</b>	<b>Non-cash changes Foreign currency exchange movement</b>	<b>December 31, 2021</b>
Short-term borrowings	\$ 7,810	3,349	-	(825)	10,334
Lease liabilities	61,883	(28,636)	38,534	(2,862)	68,919
Total liabilities from financing activities	<b><u>\$ 69,693</u></b>	<b><u>(25,287)</u></b>	<b><u>38,534</u></b>	<b><u>(3,687)</u></b>	<b><u>79,253</u></b>

	<b>January 1, 2020</b>	<b>Cash flows</b>	<b>Change in lease</b>	<b>Non-cash changes Foreign currency exchange movement</b>	<b>December 31, 2020</b>
Short-term borrowings	\$ 8,530	(1,024)	-	304	7,810
Lease liabilities	54,057	(25,497)	33,160	163	61,883
Total liabilities from financing activities	<b><u>\$ 62,587</u></b>	<b><u>(26,521)</u></b>	<b><u>33,160</u></b>	<b><u>467</u></b>	<b><u>69,693</u></b>

**7. Related-party transactions**

(a) Significant related-party transactions: None.

(b) Compensation of key management personnel

	<b>2021</b>	<b>2020</b>
Short-term employee benefits	\$ 62,814	63,497
Post-employment benefits	882	2,019
	<b><u>\$ 63,696</u></b>	<b><u>65,516</u></b>



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**8. Pledged assets**

The carrying amounts of assets pledged as collateral are detailed below:

<b>Pledged assets</b>	<b>Pledged to secure</b>	<b>December 31, 2021</b>	<b>December 31, 2020</b>
Inventory	Credit lines of short-term borrowings	\$ 68,908	66,440
Time deposits (classified as financial assets measured at amortized cost – current)	Guarantee deposit for custom duties, government grants project and bank loans	10,678	526
Time deposits (classified as financial assets measured at amortized cost – current)	Guarantee for oversea sales project	-	40,815
IT equipment (classified as office equipment)	Secured bank loans	595	922
		<u>\$ 80,181</u>	<u>108,703</u>

**9. Significant commitments and contingencies**

As of December 31, 2021 and 2020, the Group had outstanding stand-by letters of credit provided by banks totaling \$0 and \$53,890, respectively, for the purposes of oversea sales project.

**10. Significant losses due to major disasters: None**

**11. Significant subsequent events**

On February 10, 2022, the Group's subsidiary, Fei Shiun Investment, participated in Compal Electronics Inc.'s public tender offer of Poindus System. Fei Shiun Investment disposed its all 10,354 thousand shares in Poindus System with \$30 (dollars) per share at a total price amounting to \$310,620, and the ownership of the shares has been transferred on March 8, 2022.

**12. Others**

Employee benefits, depreciation, and amortization expenses, categorized by function, were as follows:

<b>By item</b>	<b>By function</b>	<b>2021</b>			<b>2020</b>		
		<b>Cost of sales</b>	<b>Operating expenses</b>	<b>Total</b>	<b>Cost of sales</b>	<b>Operating expenses</b>	<b>Total</b>
Employee benefits:							
	Salaries	144,694	510,203	654,897	130,250	454,072	584,322
	Insurance	12,356	30,443	42,799	11,901	26,376	38,277
	Pension	4,693	20,781	25,474	4,894	19,687	24,581
	Others	5,007	13,531	18,538	5,247	12,649	17,896
	Depreciation	71,335	43,405	114,740	75,519	46,051	121,570
	Amortization	50	44,206	44,256	597	48,653	49,250

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**13. Additional disclosures**

(a) Information on significant transactions:

The following is the information on significant transactions required by the “Regulations Governing the Preparation of Financial Reports by Securities Issuers” for the Group:

(i) Financing provided to other parties:

(Amounts in Thousands of New Taiwan Dollars/Euro)

No. (Note 1)	Financing Company	Counter-party	Financial Statement Account	Related Parties	Maximum Balance for the Period	Ending Balance	Actual Drawdown Amounts	Interest Rate	Nature of Financing (Note 2)	Transaction Amounts	Reasons for Short-term Financing	Allowance for Doubtful Accounts	Collateral		Financing Limits for Each Borrowing Company (Note 3)	Financing Company's Total Financing Amount Limits (Note 3)
													Item	Value		
1	Poindus Systems	Adasys	Long term other receivables	Yes	22,016 (EUR650)	20,358 (EUR 650)	20,358 (EUR 650)	2%	1	138,533		-		-	55,681	222,723
1	Poindus Systems	Poindus Systems UK Limited	Long term other receivable	Yes	31,391 (GBP 800)	26,093 (GBP 800)	26,093 (BGP 800)	1%	1	79,686		-		-	55,681	222,723

Note 1: Represents the Company.

1. “0” represents the Company
2. Subsidiaries are numbered from “1”

Note 2: Nature of financing

1. Business transaction purpose
2. Short-term financing

Note 3: The individual financing amounts shall not exceed the lower amounts of transaction amounts of the most recent year and 10% of the most recent audited or reviewed net worth of Poindus Systems. The aggregate financing amount shall not exceed 40% of the most recent audited or reviewed net worth of Poindus Systems.

(ii) Guarantees and endorsements provided to other parties:

(Amount in Thousands of New Taiwan Dollars)

No.	Endorsement Guarantee Provider	Guaranteed Party		Limits on Endorsement/ Guarantee Amount Provided to Each Guaranteed Party (Note 3)	Maximum Balance for the Period	Ending Balance	Amount Actually Drawn	Amount of Endorsement/ Guarantee Collateralized by Properties	Ratio of Accumulated Endorsement/ Guarantee to Net Equity per Latest Financial Statements	Maximum Endorsement/ Guarantee Amount Allowable (Note 3)	Guarantee Provided by Parent Company	Guarantee Provided by A Subsidiary	Guarantee Provided to Subsidiaries in Mainland China
		Name	Nature of Relationship (Note 2)										
0	The Company	Box Technologies limited	2	886,443	80,000	40,000	-	-	0.90%	2,216,107	Y	N	N
0	The Company	Fei Shiun Investment Co. Ltd.	2	886,443	10,000	10,000	10,000	10,000	0.23%	2,216,107	Y	N	N

Note 1: The numbers filled in for the endorsements/guarantees provided by the Company or subsidiaries are as follows:

1. The Company is “0”
2. The subsidiaries are numbered in order starting from “1”

Note 2: Relationship between the endorser/guarantor and the party being endorsed/guaranteed is classified as “2” the endorser/guarantor which the parent company owns directly more than 50% of its voting shares.

Note 3: The Company provides guarantee to a subsidiary which the parent company owns directly 100% of its voting shares; the limit on endorsement or guarantee provided by the Company to a single party should not exceed 20% of its net worth. The total amount of endorsement or guarantee provided by the Company should not exceed 50% of its net worth.

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- (iii) Marketable securities held at the reporting date (excluding investments in subsidiaries, associates, and jointly controlled entities):

(Amounts in Thousands of New Taiwan Dollars and shares)

Investing Company	Marketable Securities Type and Name	Relationship with the Securities Issuer	Financial Statement Account	Ending Balance				Maximum Percentage of Ownership during 2020		Note
				Number of Shares	Carrying Value	Percentage of Ownership	Fair value	Number of Shares	Percentage of Ownership	
The Company	Convertible bond; Nextronics engineering core	-	Financial assets at fair value through profit or loss – current	0.1	9,581	-	9,581	0.1	-	-
Flytech CN BVI	Convertible bond; Astra cloud holdings	-	Financial assets at fair value through profit or loss – current	-	-	-	-	-	-	-

- (iv) Marketable securities for which the accumulated purchase or sale amounts for the year exceed \$300 million or 20% of the paid-in capital: None
- (v) Acquisition of real estate which exceeds \$300 million or 20% of the paid-in capital: None
- (vi) Disposal of real estate which exceeds \$300 million or 20% of the paid-in capital: None
- (vii) Total purchases from and sales to related parties which exceed \$100 million or 20% of the paid-in capital:

(Amounts in Thousands of New Taiwan Dollars)

Company Name	Related Party	Relationship	Transaction Details				Transactions with Terms Different from Others		Notes/Accounts Receivable (Payable)		Note
			Purchases/(Sales)	Amount (Note 3)	% of Total Purchases/(Sales)	Payment Terms	Unit Price	Payment Terms	Ending Balance	% of Total Notes/Accounts Receivable (Payable)	
The Company	Poindus Systems	Subsidiary	(Sales)	129,656	2.50%	EM 60	(Note 1)	(Note 2)	29,926	2.48%	
The Company	Box UK	Subsidiary	(Sales)	363,957	7.02%	EM 75	(Note 1)	(Note 2)	114,107	9.44%	

Note 1: The selling prices with related parties are influenced by the economic environment and market competitiveness in each regions.  
 Note 2: The trade terms of sales with related parties are EOM 60-75 days, and the trade terms with third parties are OA 30-75 days.  
 Note 3: The intercompany transactions are disclosed only for the amounts of sales; the corresponding purchases are not disclosed.

- (viii) Receivables from related parties which exceed \$100 million or 20% of the paid-in capital:

(Amounts in Thousands of New Taiwan Dollars)

Name of company	Counter-party	Nature of relationship	Ending balance	Turnover rate	Overdue		Amounts received in subsequent period	Allowance for bad debts
					Amount	Action taken		
The company	Box UK	Subsidiary	114,107	3.75	-		59,359	-

- (ix) Transactions in derivative instruments: Refer to note 6(b)
- (x) Business relationships and significant intercompany transactions:

(Amounts in Thousands of New Taiwan Dollars)

Number (Note 1)	Company Name	Counter-party	Relationship	Transaction Details			Percentage of Consolidated Total Revenues or Total Assets (Note 3)
				Account (Note 2)	Amount	Transaction Terms	
0	The Company	Box UK	Subsidiary	Sales	363,957	EM 75	7.00%
0	The Company	Poindus System	Subsidiary	Sales	129,656	EM 60	2.50%
0	The Company	Flytech CN	Subsidiary	Sales	86,271	EM 90	1.70%
1	Poindus System	Adasys	Subsidiary	Sales	138,533	EM 90	2.70%
1	Poindus System	Poindus UK	Subsidiary	Sales	79,686	EM 90	1.50%

**(English Translation of Financial Report Originally Issued in Chinese)**

**FLYTECH TECHNOLOGY CO., LTD.**

**Notes to Consolidated Financial Statements**

Number (Note 1)	Company Name	Counter-party	Relationship	Transaction Details			
				Account (Note 2)	Amount	Transaction Terms	Percentage of Consolidated Total Revenues or Total Assets (Note 3)
0	The Company	Box UK	Subsidiary	Accounts receivable	114,107	EM 75	1.80%

Note 1: Parties to intercompany transactions are identified and numbered as follows:

1. "0" represents the Company.
2. Subsidiaries are numbered from "1"

Note 2: Intercompany relationships and significant intercompany transactions are disclosed only for the amounts that exceed 1% of consolidated revenue or total assets. The corresponding purchases and accounts payables are not disclosed.

Note 3: Based on the transaction amount divided by consolidated revenue or total assets.

Note 4: The above intercompany transactions have been eliminated when preparing the consolidated financial statements.

(b) Information on investees:

The following is the information on investees for the years ended December 31, 2021 (excluding information on investees in Mainland China):

(Amounts in Thousands of shares/ foreign currency and New Taiwan Dollars)

Investor	Investee	Location	Main Businesses and Products	Original Investment Amount		Balance as of December 31, 2021			Maximum Percentage of Ownership during 2020		Net Income (Loss) of the Investee	Investment Income (Loss) (note 3)	Note (note 1)
				December 31, 2021	December 31, 2020	Shares	Percentage of Ownership	Carrying value	Shares	Percentage of Ownership			
The Company	Flytech USA BVI	British Virgin Islands	Investment and holding activity	38,652	38,652	100	100.00%	16,223	100	100.00%	(736)	(736)	
The Company	Flytech HK BVI	British Virgin Islands	Investment and holding activity	10,392	10,392	50	100.00%	134,475	50	100.00%	4,926	4,926	
The Company	Flytech CN BVI	British Virgin Islands	Investment and holding activity	90,601	90,601	200	100.00%	135,519	200	100.00%	10,103	10,103	
The Company	Fei Shiun Investment	Taiwan	Investment and holding activity	428,000	428,000	19,000	100.00%	354,833	19,000	100.00%	(16,678)	(16,678)	
The Company	Box Holdings	United Kingdom	Investment and holding activity	511,307	511,307	4	100.00%	402,065	4	100.00%	46,410	15,346	
Flytech USA BVI	Flytech USA	USA	Sale of computers and peripherals	36,358 (USD 1,072)	36,358 (USD 1,072)	700	100.00%	15,290 (USD 552)	700	100.00%	(736) (USD 26)	-	
Flytech HK BVI	Flytech HK	Hong Kong	Sale of computers and peripherals	10,433 (USD 298)	10,433 (USD 298)	1,000	100.00%	135,437 (USD 4,893)	1,000	100.00%	4,926 (USD 176)	-	
Flytech HK	iSAPPOS	Hong Kong	Sale of computers and peripherals	-	31,690 (HKD 7,500)	(Note 2)	- %	-	(Note 2)	100.00%	-	-	Note 4
Fei Shiun Investment	Berry AI	Taiwan	Operating software design and data processing services, and integrating software and hardware services	117,600	42,000	10,500	65.63%	50,869	10,500	65.63%	(63,653)	-	
Fei Shiun Investment	iRUGGY System	Taiwan	Sale of computers and peripherals	60,000	60,000	6,000	100.00%	26,421	6,000	100.00%	445	-	
Fei Shiun Investment	Poindus Systems	Taiwan	Sale of computers and peripherals	308,070	308,070	10,354	49.31%	283,649	10,354	49.31%	57,893	-	
Fei Shiun Investment	TAC Dynamics	Taiwan	Sale of machinery and equipment	18,000	-	163	35.00%	17,690	163	35.00%	(884)	-	
Poindus Systems	Poindus Investment	Germany	Investment and holding activity	4,100	4,100	(Note 2)	100.00%	614	(Note 2)	100.00%	(111)	-	
Poindus Systems	Adasys	USA	Sale of computers and peripherals	57,712 (EUR 1,730)	57,712 (EUR 1,730)	0.002	100.00%	23,972 (Note 1)	(Note 1)	100.00%	12,113	-	
Poindus Systems	Poindus UK	United Kingdom	Sale of computers and peripherals	14,297 (GBP 300)	14,297 (GBP 300)	300	100.00%	(224)	300	100.00%	10,403	-	
Poindus Investment	Poindus GmbH	Germany	Sale of computers and peripherals	1,721 (EUR 40)	1,721 (EUR 40)	(Note 2)	100.00%	190	(Note 2)	100.00%	(86)	-	
Box Holdings	Box UK	United Kingdom	Sale of computers and peripherals	472 (GBP 10)	472 (GBP 10)	10	100.00%	278,645 (GBP 7,475)	10	100.00%	47,087 (GBP 1,225)	-	
Box Holdings	Box Nordic	Sweden	Sale of computers and peripherals	2,330 (GBP 49)	2,330 (GBP 49)	5	100.00%	6,333 (GBP 170)	5	100.00%	(677) (GBP 18)	-	
Berry AI	Berry AI BVI	British Virgin Islands	Investment and holding activity	30,000	-	50	100.00%	29,388	50	100.00%	(308)	-	
Berry AI BVI	Berry AI USA	USA	Operating software design and data processing services, and integrating software and hardware services	27,965 (USD 1,000)	-	1,000	100.00%	27,376 (USD 989)	1,000	100.00%	(307) (USD 11)	-	

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**FLYTECH TECHNOLOGY CO., LTD.**

**Notes to Consolidated Financial Statements**

Note 1: The intercompany transactions have been eliminated when preparing the consolidated financial statements.

Note 2: There were no shares as the company is a limited liability company.

Note 3: Included the movement in unrealized gross profit or loss.

Note 4: ISAPPOS was liquidated in June 2020, wherein the liquidation process had been completed in February 2021.

(c) Information on investments in Mainland China:

(i) Information on investment in Mainland China

(Amounts in Thousands of New Taiwan Dollars and US Dollars)

Investee	Main Businesses and Products	Total Amount of Paid-in Capital	Method of Investment	Accumulated Outflow of Investment from Taiwan as of January 1, 2021	Investment Flows		Accumulated Outflow of Investment from Taiwan as of December 31, 2021	Net Income (Loss) of Investee	% of Ownership of Direct and Indirect Investment	Maximum Percentage of Ownership during 2020		Investment Income (Loss) (Note 2)	Carrying Value as of December 31, 2021	Accumulated Inward Remittance of Earnings as of December 31, 2021
					Outflow	Inflow				Shares (in thousands)	Percentage of Ownership			
Flytech CN	Sale of computers and peripherals	69,089 (USD 2,000)	(Note 1)	69,089 (USD 2,000)	-	-	69,089 (USD 2,000)	10,080 (USD 361)	100.00%	(Note 3)	100.00%	10,080 (USD 361)	121,154 (USD 4,390)	-
Qijie	Sale of computers and peripherals	30,850 (USD 1,000)	(Note 2)	35,888 (USD 1,200)	-	-	35,888 (USD 1,200)	(3,324)	49.31%	(Note 3)	49.31%	(3,324)	22,391	-

Note 1: Indirect investment in Mainland China through a holding company, Flytech CN BVI, established in a third country

Note 2: (1) Flytech CN BVI reinvested the amount of USD 392 thousand it incurred from the liquidation of Flytech BJ, together with its own funds, and acquired 40% ownership of Qijie.

(2) In 2019, the Company acquired an additional 20% share ownership of Qijie through Flytech CN BVI.

(3) The 60% and 40% ownership of Flytech CN BVI and the third parties amounting to USD600 and USD400, respectively, in Qijie were acquired by Poindus Systems in 2020, resulting in Poindus System to fully own Qijie.

(ii) Limits on investment in Mainland China

(Amounts in Thousands of New Taiwan Dollars and US Dollars)

Accumulated investment in Mainland China as of December 31, 2021	Investment amount authorized by Ministry of Economic Affairs Investment Commission	Upper Limit on Investment
120,397 (USD 3,700)	121,617 (USD 4,100)	2,659,329

(iii) Significant transactions with the investee in Mainland China

For the Company's significant direct or indirect transactions with investee companies in Mainland China for the year ended December 31, 2021, please refer to "Information on significant transactions" above.

(d) Major shareholders:

Shareholder's Name	Shareholding	Shares	Percentage
Lam Tai Seng		16,423,263	11.47%
Wang Wei Wei		11,040,443	7.71%
Fubon Life Insurance Co. Ltd.		8,540,000	5.96%

**FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

**14. Segment information**

(a) General information

The three current reportable segments of the Group are: (i) the domestic sales segment, (ii) the European sales segment and (iii) the Poindus Systems. The domestic sales segment engages mainly in the development, design, manufacture, sales and provide after sale service of the products; the European sales segment engages mainly in the sales and provide after sales service of the products in Europe; and the Poindus Systems engages mainly in the sales and provide after sale service for Poindus Systems' products globally.

The classification of the segments is based on the products, services or geographical location of each respective segment. Each segment manages and caters to the different needs of their customers, as well as needs different marketing strategies, and thus, should be managed separately.

The Group uses income (loss) before income tax as the measurement for each segment's profit and the basis of resource allocation and performance assessment. The reporting amount is consistent with the report used by chief operating decision maker. Sales and transfers among reportable segments are recorded in line with sales to third-party customers.

The Group's operating segment information and reconciliation are as follows:

	2021					
	Domestic sale segment	European sale segment	Poindus Systems	Others	Adjustments and eliminations	Total
Revenues from external customers	\$ 3,231,788	802,619	967,293	183,455	-	5,185,155
Intra-group revenue	615,151	4,092	7,348	921	(627,512)	-
Total segment revenue	<u>\$ 3,846,939</u>	<u>806,711</u>	<u>974,641</u>	<u>184,376</u>	<u>(627,512)</u>	<u>5,185,155</u>
Segment income before income tax	<u>\$ 797,666</u>	<u>55,000</u>	<u>72,308</u>	<u>(51,000)</u>	<u>(51,792)</u>	<u>822,182</u>
	2020					
	Domestic sale segment	European sale segment	Poindus Systems	Others	Adjustments and eliminations	Total
Revenues from external customers	\$ 2,665,483	571,984	1,007,585	187,909	-	4,432,961
Intra-group revenue	613,249	6,307	11,731	13,769	(645,056)	-
Total segment revenue	<u>\$ 3,278,732</u>	<u>578,291</u>	<u>1,019,316</u>	<u>201,678</u>	<u>(645,056)</u>	<u>4,432,961</u>
Segment income before income tax	<u>\$ 725,900</u>	<u>11,052</u>	<u>49,571</u>	<u>(18,900)</u>	<u>(27,661)</u>	<u>739,962</u>

**FLYTECH TECHNOLOGY CO., LTD. AND SUBSIDIARIES**

**Notes to the Consolidated Financial Statements**

(b) Product information

Revenues from external customers are detailed below:

<u>Products</u>	<u>2021</u>	<u>2020</u>
Industrial computers	\$ 4,158,331	3,591,909
Peripherals and others	1,026,824	841,052
	<u>\$ 5,185,155</u>	<u>4,432,961</u>

(c) Geographic information

In presenting information on the basis of geography, segment revenue is based on the geographical location of customers, and segment assets are based on the geographical location of the assets.

Revenues from external customers are detailed below:

<u>Region</u>	<u>2021</u>	<u>2020</u>
Europe and Africa	\$ 2,258,670	1,832,485
Americas	2,148,694	1,698,518
Asia	635,334	783,211
Taiwan	142,457	118,747
	<u>\$ 5,185,155</u>	<u>4,432,961</u>

Non-current assets:

<u>Region</u>	<u>December 31, 2021</u>	<u>December 31, 2020</u>
Taiwan	\$ 1,064,008	1,097,969
Asia	27,622	25,847
Americas	1,886	3,829
Europe	312,731	340,943
	<u>\$ 1,406,247</u>	<u>1,468,588</u>

Non-current assets include property, plant and equipment, right-of-use assets, intangible assets, and other assets—non-current, but do not include financial instruments and deferred income tax assets.

(d) Major customer information

	<u>2021</u>	<u>2020</u>
Total consolidated revenue from Customer A	<u>\$ 1,192,703</u>	<u>751,310</u>



安侯建業聯合會計師事務所

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## Independent Auditors' Report

To the Board of Directors  
Flytech Technology Co., Ltd.:

### Opinion

We have audited the accompanying parent-company-only financial statements of Flytech Technology Co., Ltd. (the "Company"), which comprise the accompanying parent-company-only balance sheets as of December 31, 2021 and 2020, and the statements of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the parent-company-only financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying parent-company-only financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2021 and 2020, and its financial performance and its cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

### Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Certification of Financial Statements by Certified Public Accountants and the auditing standards generally accepted in the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the parent-company-only Financial Statements section of our report. We are independent of the Company in accordance with the Certified Public Accountants Code of Professional Ethics in the Republic of China (the "Code"), and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis of our opinion.

### Key Audit Matters

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

#### 1. Revenue Recognition

Please refer to Note 4(n) "Revenue from contracts with customer" for the accounting policy on revenue recognition and Note 6(o) "Revenue from contracts with customers" for the significant account disclosures of revenue.



Description of key audit matter:

The Company redognizes its revenue depending on the various trade terms in each individual sale transaction and service rendered, which are considered to be complex in determining the timing of revenue recognition. Therefore, revenue recognition has been identified as one of the key audit matters.

How the matter was addressed in our audit:

In relation to the key audit matter above, our principal audit procedures included testing the design and operating effectiveness of the Company's internal controls over financial reporting in the sales; assessing whether revenue is recognized based on the trade terms with customers through reviewing the related sales contracts or other trade documents; performing a simple test on the sales transactions that took place before and after the balance sheet date, as well as reviewing and understanding the reasonableness for any identified significant sales returns and allowances that took place after the balance sheet date to assess the accuracy of the timing of revenue recognition.

2. Impairment of Goodwill included in investments in subsidiaries accounted for using equity method

Please refer to Note 4(l) "Impairment of non-financial assets" for the significant accounting policy on goodwill impairment, Note 5(b) "Critical accounting judgments and key sources of estimation uncertainty" for estimation uncertainty of impairment of goodwill, and Note 6(f) "Intangible assets" for the related disclosures.

Description of key audit matter:

Goodwill arising from acquisition of subsidiaries are annually subject to impairment test or when there are indications that goodwill may have been impaired. The assessment of the recoverable amount of goodwill involves management's judgment and estimation. Accordingly, the assessment of impairment of goodwill has been identified as one of the key audit matters.

How the matter was addressed in our audit:

In relation to the key audit matter above, our principal audit procedures included obtaining the assessment of goodwill impairment provided by the management; assessing the appropriateness of the valuation model and key assumptions, including the discount rate, expected growth rate and future cash flow projections, used by the management in measuring the recoverable amount; performing a sensitivity analysis of key assumptions and results; and assessing the adequacy of the Group's disclosures with respect to the related information.

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

Management is responsible for the preparation and fair presentation of the parent-company-only financial statements in accordance with Regulations Governing the Preparation of Financial Reports by Securities Issuers and for such internal control as management determines is necessary to enable the preparation of parent-company-only financial statements that are free from material misstatement, whether due to fraud or error.

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

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

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

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

As part of an audit in accordance with auditing standards generally accepted in the Republic of China, we exercise professional judgment and maintained professional skepticism throughout the audit. We also:

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



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

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

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

The engagement partners on the audit resulting in this independent auditors' report are Wei-Ming Shih and Huei-Chen Chang.

KPMG

Taipei, Taiwan (Republic of China)  
March 18, 2022

#### Notes to Readers

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

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

(English Translation of Financial Statements Originally Issued in Chinese)

**FLYTECH TECHNOLOGY CO., LTD.****Balance Sheets****December 31, 2021 and 2020****(Expressed in Thousands of New Taiwan Dollars)**

Assets		December 31, 2021		December 31, 2020	
		Amount	%	Amount	%
<b>Current assets:</b>					
1100	Cash and cash equivalents (note 6(a))	\$ 1,384,278	25	1,837,648	37
1110	Financial assets at fair value through profit or loss— current (note 6(b))	11,522	-	12,213	-
1136	Financial assets at amortised cost— current (note 6(c))	10,717	-	398	-
1150-1170	Notes and accounts receivable (notes 6(d) and (o))	940,985	17	438,262	9
1180	Accounts receivable due from related parties (notes 6(d), (o) and 7)	160,101	3	142,953	3
130X	Inventories (note 6(e))	925,724	17	386,560	8
1410-1470	Prepayments and other current assets (notes 6(d) and 8)	21,282	-	9,348	-
	<b>Total current assets</b>	<u>3,454,609</u>	<u>62</u>	<u>2,827,382</u>	<u>57</u>
<b>Non-current assets:</b>					
1550	Investments accounted for using equity method (note 6(f))	1,043,115	19	1,086,722	22
1600	Property, plant and equipment (note 6(g))	1,006,005	18	1,048,708	21
1755	Right-of-use assets (note 6(h))	520	-	1,560	-
1780	Intangible assets	10,970	-	1,273	-
1840	Deferred income tax assets (note 6 (l))	34,239	1	26,167	-
1915	Prepayments for equipment	1,295	-	163	-
1920	Refundable deposits	285	-	285	-
	<b>Total non-current assets</b>	<u>2,096,429</u>	<u>38</u>	<u>2,164,878</u>	<u>43</u>
	<b>Total assets</b>	<u>\$ 5,551,038</u>	<u>100</u>	<u>4,992,260</u>	<u>100</u>

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

(English Translation of Financial Statements Originally Issued in Chinese)

**FLYTECH TECHNOLOGY CO., LTD.****Balance Sheets (Continued)****December 31, 2021 and 2020****(Expressed in Thousands of New Taiwan Dollars)**

		December 31, 2021		December 31, 2020	
		Amount	%	Amount	%
<b>Liabilities and Equity</b>					
<b>Current liabilities:</b>					
2120	Financial liabilities at fair value through profit or loss— current (note 6(b))	\$ -	-	444	-
2150-2170	Notes and accounts payable	612,958	11	198,467	4
2180	Accounts payable to related parties (note 7)	4,198	-	3,839	-
2200	Other payables (note 6(p))	224,857	4	186,296	4
2230	Current income tax liabilities	189,979	4	185,335	4
2250	Provisions— current (notes 6(j))	10,373	-	8,700	-
2280	Lease liabilities— current (note 6(i))	532	-	1,049	-
2300	Other current liabilities (note 6(o))	22,080	-	21,287	-
	<b>Total current liabilities</b>	<b>1,064,977</b>	<b>19</b>	<b>605,417</b>	<b>12</b>
<b>Non-current liabilities:</b>					
2570	Deferred income tax liabilities (note 6(l))	35,950	1	33,064	1
2640	Net defined benefit liabilities (note 6(k))	17,896	-	19,077	-
2580	Lease liabilities— non-current (note 6(i))	-	-	532	-
	<b>Total non-current liabilities</b>	<b>53,846</b>	<b>1</b>	<b>52,673</b>	<b>1</b>
	<b>Total liabilities</b>	<b>1,118,823</b>	<b>20</b>	<b>658,090</b>	<b>13</b>
<b>Equity (notes 6(k), (l) and (m)):</b>					
3110	Common stock	1,430,623	26	1,430,623	29
3200	Capital surplus	528,355	10	597,122	12
<b>Retained earnings:</b>					
3310	Legal reserve	1,128,264	20	1,069,391	21
3320	Special reserve	57,939	1	49,402	1
3350	Unappropriated earnings	1,360,507	24	1,245,571	25
3400	Other equity	(73,473)	(1)	(57,939)	(1)
	<b>Total equity</b>	<b>4,432,215</b>	<b>80</b>	<b>4,334,170</b>	<b>87</b>
	<b>Total liabilities and equity</b>	<b>\$ 5,551,038</b>	<b>100</b>	<b>4,992,260</b>	<b>100</b>

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

(English Translation of Financial Statements Originally Issued in Chinese)

**FLYTECH TECHNOLOGY CO., LTD.****Statements of Comprehensive Income****For the years ended December 31, 2021 and 2020****(Expressed in Thousands of New Taiwan Dollars , Except for Earnings Per Share)**

	2021		2020	
	Amount	%	Amount	%
4000 Revenue (notes 6(o) and 7)	\$ 3,846,939	100	3,278,733	100
5000 Cost of revenue (notes 6(e), (g), (i), (j), (k) and (p), 7 and 12)	<u>(2,608,184)</u>	<u>(68)</u>	<u>(2,147,158)</u>	<u>(65)</u>
Gross profit before unrealized gross profit	1,238,755	32	1,131,575	35
5910 Realized (unrealized) gross profit from sales	<u>(42,871)</u>	<u>1</u>	<u>5,345</u>	<u>-</u>
Gross profit	<u>1,195,884</u>	<u>31</u>	<u>1,136,920</u>	<u>35</u>
Operating expenses (notes 6(d), (g), (h), (i), (k) and (p), 7 and 12):				
6100 Selling expenses	(128,538)	(4)	(136,049)	(4)
6200 Administrative expenses	(118,948)	(3)	(116,267)	(4)
6300 Research and development expenses	<u>(169,227)</u>	<u>(4)</u>	<u>(158,736)</u>	<u>(5)</u>
Total operating expenses	<u>(416,713)</u>	<u>(11)</u>	<u>(411,052)</u>	<u>(13)</u>
Operating income	<u>779,171</u>	<u>20</u>	<u>725,868</u>	<u>22</u>
Non-operating income and loss (note 6(i) and (q)):				
7100 Total interest income	2,966	-	6,483	-
7010 Other income	2,552	-	17,879	-
7020 Other gains and losses	33	-	(9,254)	-
7050 Finance costs	(17)	-	(35)	-
7375 Share of loss of associates accounted for using equity method	<u>12,961</u>	<u>1</u>	<u>(15,042)</u>	<u>-</u>
	<u>18,495</u>	<u>1</u>	<u>31</u>	<u>-</u>
Income before income tax	<u>797,666</u>	<u>21</u>	<u>725,899</u>	<u>22</u>
7950 Less: Income tax expenses (note 6(l))	<u>(114,602)</u>	<u>(3)</u>	<u>(136,255)</u>	<u>(4)</u>
Net income	<u>683,064</u>	<u>18</u>	<u>589,644</u>	<u>18</u>
Other comprehensive income:				
8310 Items that will not be reclassified subsequently to profit or loss				
8311 Remeasurements of defined benefit plans	1,159	-	241	-
8330 Share of remeasurements of defined benefit plans of associates accounted for using equity method	1,513	-	(977)	-
8349 Income tax related to items that may be reclassified subsequently to profit or loss	<u>(232)</u>	<u>-</u>	<u>(48)</u>	<u>-</u>
	<u>2,440</u>	<u>-</u>	<u>(784)</u>	<u>-</u>
8360 Items that may be reclassified subsequently to profit or loss				
8361 Exchange differences on translation of foreign operations	(17,974)	(1)	(7,753)	-
8399 Income tax related to items that may be reclassified subsequently to profit or loss	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
	<u>(17,974)</u>	<u>(1)</u>	<u>(7,753)</u>	<u>-</u>
Other comprehensive income (loss) for the year	<u>(15,534)</u>	<u>(1)</u>	<u>(8,537)</u>	<u>-</u>
Total comprehensive income for the year	<u>\$ 667,530</u>	<u>17</u>	<u>581,107</u>	<u>18</u>
Earnings per share (in New Taiwan dollars) (note 6(n)) :				
9750 Basic earnings per share	<u>\$ 4.77</u>		<u>4.12</u>	
9850 Diluted earnings per share	<u>\$ 4.74</u>		<u>4.09</u>	

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



(English Translation of Financial Statements Originally Issued in Chinese)

## FLYTECH TECHNOLOGY CO., LTD.

## Statements of Changes in Equity

For the years ended December 31, 2021 and 2020

(Expressed in Thousands of New Taiwan Dollars)

	Retained earnings					Total other equity interest			Total equity	
	Common stock	Capital surplus	Legal reserve	Special reserve	Unappropriated earnings	Total	Foreign currency translation differences	Remeasurements of defined benefit plans		Total
Balance at January 1, 2020	\$ 1,430,623	674,247	995,739	40,344	1,311,805	2,347,888	(43,189)	(6,213)	(49,402)	4,403,356
Appropriation of earnings:										
Legal reserve	-	-	73,652	-	(73,652)	-	-	-	-	-
Special reserve	-	-	-	9,058	(9,058)	-	-	-	-	-
Cash dividends	-	-	-	-	(572,249)	(572,249)	-	-	-	(572,249)
Cash dividends from capital surplus	-	(71,531)	-	-	-	-	-	-	-	(71,531)
Difference between consideration and carrying amount arising from acquisition of shares in subsidiaries	-	(6,683)	-	-	(919)	(919)	-	-	-	(7,602)
Reorganization under common control	-	1,089	-	-	-	-	-	-	-	1,089
Net income in 2020	-	-	-	-	589,644	589,644	-	-	-	589,644
Other comprehensive income (loss) in 2020	-	-	-	-	-	-	(7,753)	(784)	(8,537)	(8,537)
Total comprehensive income (loss) in 2020	-	-	-	-	589,644	589,644	(7,753)	(784)	(8,537)	581,107
Balance at December 31, 2020	1,430,623	597,122	1,069,391	49,402	1,245,571	2,364,364	(50,942)	(6,997)	(57,939)	4,334,170
Appropriation of earnings:										
Legal reserve	-	-	58,873	-	(58,873)	-	-	-	-	-
Special reserve	-	-	-	8,537	(8,537)	-	-	-	-	-
Cash dividends	-	-	-	-	(500,718)	(500,718)	-	-	-	(500,718)
Cash dividends from capital surplus	-	(71,531)	-	-	-	-	-	-	-	(71,531)
Changes in ownership interest in subsidiaries	-	2,764	-	-	-	-	-	-	-	2,764
Net income in 2021	-	-	-	-	683,064	683,064	-	-	-	683,064
Other comprehensive income (loss) in 2021	-	-	-	-	-	-	(17,974)	2,440	(15,534)	(15,534)
Total comprehensive income (loss) in 2021	-	-	-	-	683,064	683,064	(17,974)	2,440	(15,534)	667,530
Balance at December 31, 2021	\$ 1,430,623	528,355	1,128,264	57,939	1,360,507	2,546,710	(68,916)	(4,557)	(73,473)	4,432,215

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

(English Translation of Financial Statements Originally Issued in Chinese)  
**FLYTECH TECHNOLOGY CO., LTD.**

**Statements of Cash Flows**

**For the years ended December 31, 2021 and 2020**

**(Expressed in Thousands of New Taiwan Dollars)**

	<u>2021</u>	<u>2020</u>
<b>Cash flows from operating activities:</b>		
Income before income tax	\$ 797,666	725,899
Adjustments for:		
Adjustments to reconcile profit (loss):		
Depreciation	74,767	79,044
Amortization	1,962	2,414
Reversal of impairment loss	(8,299)	-
Share of loss (gain) of subsidiaries accounted for using equity method	(12,961)	15,042
Loss on disposal of property, plant and equipment	281	287
Interest expense	17	35
Interest income	(2,966)	(6,483)
Unrealized (realized) gross profit on sales to subsidiaries	42,871	(5,345)
<b>Total non-cash profit and loss</b>	<u>95,672</u>	<u>84,994</u>
<b>Changes in operating assets and liabilities:</b>		
<b>Changes in operating assets:</b>		
Financial assets at fair value through profit or loss	691	(12,093)
Notes and accounts receivable	(494,424)	108,245
Accounts receivable from related parties	(17,148)	(10,391)
Inventories	(539,164)	(13,779)
Prepayments and other current assets	(11,934)	5,845
<b>Net changes in operating assets</b>	<u>(1,061,979)</u>	<u>77,827</u>
<b>Changes in operating liabilities:</b>		
Financial liabilities at fair value through profit or loss	(444)	418
Notes and accounts payable	414,491	(86,270)
Accounts payable to related parties	359	(299)
Other payables	38,561	(16,948)
Provisions — current	1,673	(1,946)
Other current liabilities	793	6,383
Net defined benefit liabilities	(22)	(3,782)
<b>Net changes in operating liabilities</b>	<u>455,411</u>	<u>(102,444)</u>
<b>Total changes in operating assets and liabilities</b>	<u>(606,568)</u>	<u>(24,617)</u>
Cash provided by operations	286,770	786,276
Income taxes paid	(115,376)	(44,930)
<b>Net cash provided by operating activities</b>	<u>171,394</u>	<u>741,346</u>

(Continued)

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



(English Translation of Financial Statements Originally Issued in Chinese)  
**FLYTECH TECHNOLOGY CO., LTD.**

**Statements of Cash Flows (Continued)**  
**For the years ended December 31, 2021 and 2020**  
**(Expressed in Thousands of New Taiwan Dollars)**

	<u>2021</u>	<u>2020</u>
<b>Cash flows from investing activities:</b>		
Acquisition of financial assets at amortised cost	(10,319)	(396)
Proceeds from disposal of financial assets at amortised cost	-	149,900
Additions to property, plant and equipment (including prepayments for equipment)	(34,084)	(41,115)
Proceeds from disposal of property, plant and equipment	1,647	269
Additions of intangible assets	(11,659)	(253)
Interest received	<u>2,966</u>	<u>8,628</u>
Net cash flows (used in) provided by investing activities	<u>(51,449)</u>	<u>117,033</u>
<b>Cash flows from financing activities:</b>		
Payment of lease liabilities	(1,049)	(1,032)
Cash dividends distributed to shareholders	(572,249)	(643,780)
Interest paid	<u>(17)</u>	<u>(35)</u>
Net cash flows used in financing activities	<u>(573,315)</u>	<u>(644,847)</u>
Net increase (decrease) in cash and cash equivalents	(453,370)	213,532
Cash and cash equivalents at beginning of year	<u>1,837,648</u>	<u>1,624,116</u>
Cash and cash equivalents at end of year	<u>\$ 1,384,278</u>	<u>1,837,648</u>

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

(English Translation of Financial Statements Originally Issued in Chinese)  
**FLYTECH TECHNOLOGY CO., LTD.**  
**Notes to the Financial Statements**  
**For the years ended December 31, 2021 and 2020**  
(Expressed in Thousands of New Taiwan Dollars, Unless Otherwise Specified)

**1. Organization and business**

Flytech Technology Co., Ltd. (the “Company”) was incorporated on August 13, 1984, as a company limited by shares under the Company Act of the Republic of China (“R.O.C.”) and registered under the Ministry of Economic Affairs, R.O.C. The address of the Company’s registered office is No. 168, Sing-Ai Road, Neihu, Taipei, Taiwan. The Company is engaged in the design, manufacture and sale of computers and peripherals.

**2. Authorization of the parent company only financial statements**

These parent-company-only financial statements were authorized for issue by the Board of Directors on March 18, 2022.

**3. Application of new and revised accounting standards and interpretations:**

- (a) The impact of the International Financial Reporting Standards (“IFRSs”) endorsed by the Financial Supervisory Commission, R.O.C. which have already been adopted.

The Company has initially adopted the following new amendments, which do not have a significant impact on its financial statements, from January 1, 2021:

- Amendments to IFRS 4 “Extension of the Temporary Exemption from Applying IFRS 9”
- Amendments to IFRS 9, IAS39, IFRS7, IFRS 4 and IFRS 16 “Interest Rate Benchmark Reform—Phase 2”
- Amendments to IFRS 16 “Covid-19-Related Rent Concessions beyond June 30, 2021”

- (b) The impact of IFRS issued by the FSC but not yet effective

The Company assesses that the adoption of the following new amendments, effective for annual period beginning on January 1, 2022, would not have a significant impact on its financial statements:

- Amendments to IAS 16 “Property, Plant and Equipment—Proceeds before Intended Use”
- Amendments to IAS 37 “Onerous Contracts—Cost of Fulfilling a Contract”
- Annual Improvements to IFRS Standards 2018–2020
- Amendments to IFRS 3 “Reference to the Conceptual Framework”

## FLYTECH TECHNOLOGY CO., LTD.

### Notes to the Financial Statements

- (c) The impact of IFRS endorsed by IASB but not yet endorsed by the FSC

The Company does not expect the following new and amended standards, which have yet to be endorsed by the FSC, to have a significant impact on its financial statements:

- Amendments to IFRS 10 and IAS 28 “Sale or Contribution of Assets Between an Investor and Its Associate or Joint Venture”
- IFRS 17 “Insurance Contracts” and amendments to IFRS 17 “Insurance Contracts”
- Amendments to IAS 1 “Classification of Liabilities as Current or Non-current”
- Amendments to IAS 1 “Disclosure of Accounting Policies”
- Amendments to IAS 8 “Definition of Accounting Estimates”
- Amendments to IAS 12 “Deferred Tax related to Assets and Liabilities arising from a Single Transaction”

#### 4. Summary of significant accounting policies

The significant accounting policies presented in the parent-company-only financial statements are summarized as follows and have been applied consistently to all periods presented in these financial statements.

- (a) Statement of compliance

The accompanying parent-company-only financial statements have been prepared in accordance with the “Regulations Governing the Preparation of Financial Reports by Securities Issuers”.

- (b) Basis of preparation

- (i) Basis of measurement

The accompanying parent-company-only financial statements have been prepared on a historical cost basis except for the following items in the balance sheets:

- 1) Financial instruments at fair value through profit or loss (including derivative financial instruments and contingent consideration);
- 2) The defined benefit liabilities are measured at present value of the benefit obligation less the fair value of plan assets.

- (ii) Functional and presentation currency

The functional currency is determined based on the primary economic environment in which the entity operates. The parent-company-only financial statements are presented in New Taiwan dollars, which is the Company’s functional currency. Except when otherwise indicated, all financial information presented in New Taiwan dollars has been rounded to the nearest thousand.

## FLYTECH TECHNOLOGY CO., LTD.

### Notes to the Financial Statements

(c) Foreign currency

(i) Foreign currency transactions

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. At the end of each subsequent reporting period, monetary items denominated in foreign currencies are translated into the functional currencies using the exchange rate at that date. Non-monetary items denominated in foreign currencies that are measured at fair value are translated into the functional currencies using the exchange rate at the date that the fair value was determined. Non-monetary items denominated in foreign currencies that are measured based on historical cost are translated using the exchange rate at the date of the transaction.

Exchange differences are generally recognized in profit or loss, except for an investment in equity securities designated as at fair value through other comprehensive income are recognized in other comprehensive income.

(ii) Foreign operations

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated into the presentation currency at the exchange rates at the reporting date. The income and expenses of foreign operations are translated into the presentation currency at the average exchange rate. Exchange differences are recognized in other comprehensive income.

On the disposal of a foreign operation which involves a loss of control over a subsidiary or loss of significant influence over an associate that includes a foreign operation, all of the exchange differences accumulated in equity in respect of that operation attributable to the shareholders of the Company are entirely reclassified to profit or loss. In the case of a partial disposal that does not result in the Company losing control over a subsidiary, the proportionate share of accumulated exchange differences is reclassified to non-controlling interests. For a partial disposal of the Company's ownership interest in an associate or joint venture, the proportionate share of the accumulated exchange differences in equity is reclassified to profit or loss.

(d) Classification of current and non-current assets and liabilities

An asset is classified as current when one of following criteria is met; all other assets are classified as non-current assets.

- (i) It is expected to be realized, or intended to be sold or consumed in the normal operating cycle;
- (ii) It is held primarily for the purpose of trading;
- (iii) It is expected to be realized within twelve months after the reporting date; or
- (iv) The asset is cash or a cash equivalent unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

A liability is classified as current when one of following criteria is met; all other liabilities are classified as non-current liabilities:

- (i) It is expected to be settled in the normal operating cycle;
- (ii) It is held primarily for the purpose of trading;
- (iii) It is due to be settled within twelve months after the reporting period; or

## FLYTECH TECHNOLOGY CO., LTD.

### Notes to the Financial Statements

(iv) The Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period.

(e) Cash and cash equivalents

Cash comprises cash on hand, demand deposits and checking deposits. Cash equivalents are short-term and highly liquid investments that are readily convertible to known amounts of cash and are subject to an insignificant risk of changes in value. Time deposits that meet the aforesaid criteria and are not held for investing purposes are also classified as cash equivalents.

(f) Financial instruments

Trade receivables are initially recognized when they are originated. All other financial assets and financial liabilities are initially recognized when the Company becomes a party to the contractual provisions of the instrument. A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

(i) Financial assets

On initial recognition, financial assets are classified into the following categories: measured at amortized cost and fair value through profit or loss (FVTPL). Regular way purchases or sales of financial assets are recognized or derecognized on a trade-date basis.

The Company shall reclassify all affected financial assets on the first day of the first reporting period only when it changes its business model for managing its financial assets.

1) Financial assets measured at amortized cost

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

These assets are subsequently measured at amortized cost, which is the amount at which the financial asset is measured at initial recognition, plus/minus, the cumulative amortization using the effective interest method, adjusted for any loss allowance. Interest income, foreign exchange gains and losses, and impairment loss, are recognized in profit or loss. Any gain or loss on derecognition is recognized in profit or loss.

## FLYTECH TECHNOLOGY CO., LTD.

### Notes to the Financial Statements

#### 2) Fair value through profit or loss (FVTPL)

All financial assets not classified as amortized cost described as above are measured at FVTPL, including derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset, which meets the requirements to be measured at amortized cost, as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognized in profit or loss.

#### 3) Assessment whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, “principal” is defined as the fair value of the financial assets on initial recognition. “Interest” is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs, as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable rate features;
- prepayment and extension features; and
- terms that limit the Company’s claim to cash flows from specified assets (e.g. non-recourse features)

#### 4) Impairment of financial assets

The Company recognizes loss allowances for expected credit losses(ECL) on financial assets measured at amortized cost (including cash and cash equivalents, financial assets at amortised cost, notes and accounts receivable, accounts receivable from related parties and other financial assets).

The Company measures loss allowances at an amount equal to lifetime ECL, except for the following financial assets which are measured as 12-month ECL:

- bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

## FLYTECH TECHNOLOGY CO., LTD.

### Notes to the Financial Statements

Loss allowance for accounts receivables are always measured at an amount equal to lifetime ECL.

Lifetime ECL are the ECL that result from all possible default events over the expected life of a financial instrument. 12-month ECL are the portion of ECL that result from default events that are possible within the 12 month after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

The maximum period considered when estimating ECL is the maximum contractual period over which the Company is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECL, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis based on the Company's historical experience and informed credit assessment as well as forward-looking information.

ECL are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e., the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive). ECL are discounted at the effective interest rate of the financial asset.

Loss allowances for financial assets measured at amortized cost are deducted from the gross carrying amount of the assets.

The gross carrying amount of a financial asset is written off, either partially or in full, to the extent that there is no realistic prospect of recovery. The Company individually makes an assessment with respect to the timing and amount of write-off based on whether there is a reasonable expectation of recovery. The Company expects no significant recovery from the amount written off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

#### 5) Derecognition of financial assets

The Company derecognized a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The Company enters into transactions whereby it transfers assets recognized in its statement of balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases, the transferred assets are not derecognized.

## FLYTECH TECHNOLOGY CO., LTD.

### Notes to the Financial Statements

#### (ii) Financial liabilities

##### 1) Financial liabilities

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss.

Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on derecognition is also recognized in profit or loss.

##### 2) Derecognition of financial liabilities

The Company derecognizes a financial liability when its contractual obligation has been fulfilled or cancelled, or has expired. The Company also derecognizes a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value.

On derecognition of a financial liability, the difference between the carrying amount of a financial liability extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognized in profit or loss.

##### 3) Offsetting of financial assets and liabilities

Financial assets and financial liabilities are offset and the net amount presented in the statement of balance sheet when, and only when, the Company has the legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

#### (iii) Derivative financial instruments

The Company holds derivative financial instruments to hedge its foreign currency exposures. Derivatives are initially measured at fair value, and attributable transaction costs are recognized in profit or loss as incurred. Subsequent to initial recognition, derivatives are measured at fair value, and changes therein are recognized in profit or loss. If the valuation of a derivative instrument results in a positive fair value, it is classified as a financial asset; otherwise, it is classified as a financial liability.



## FLYTECH TECHNOLOGY CO., LTD.

### Notes to the Financial Statements

(g) Inventories

Inventories are measured at the lower of cost and net realizable value. The cost of inventories is calculated based on the weighted-average method and includes expenditure incurred in acquiring the inventories, production or conversion costs, and other cost incurred in bringing them to a location and condition ready for sale. Fixed manufacturing overhead is allocated to finished products and work in process based on the higher of normal capacity or actual capacity; variable manufacturing overhead is allocated based on the actual capacity of machinery and equipment. Net realizable value represents the estimated selling price in the ordinary course of business, less all estimated costs of completion and necessary selling expenses.

(h) Investments in subsidiaries

When preparing the parent-company-only financial statements, investments in subsidiaries, which are controlled by the Company, are accounted for using the equity method. Under equity method, the net income, other comprehensive income and equity in the parent-company-only financial statement are the same as those attributable to the shareholders of the Company in the consolidated financial statements.

Changes in the Company's ownership interest in a subsidiary that do not result in the loss of control are accounted for as equity transactions.

(i) Property, plant and equipment

(i) Recognition and measurement

Items of property, plant and equipment are measured at cost, which includes capitalized borrowing costs, less accumulated depreciation and accumulated impairment losses.

If significant parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognized in profit or loss.

(ii) Subsequent costs

Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

(iii) Depreciation

Depreciation is calculated on the cost of an asset less its residual value and is recognized in profit or loss on a straight-line basis over the estimated useful lives of each component of an item of property, plant and equipment. Land is not depreciated.

The estimated useful lives for property, plant and equipment are as follows: machinery and equipment - 3 to 12 years; mold equipment - 4 to 10 years; office equipment - 3 to 15 years; other equipment - 2 to 10 years; buildings are depreciated over the following useful lives of significant individual components: main structure - 50 years; mechanical & electrical power equipment - 20 years; and air-conditioning system - 10 years.

## FLYTECH TECHNOLOGY CO., LTD.

### Notes to the Financial Statements

Depreciation methods, useful lives, and residual values are reviewed at each reporting date, with the effect of any changes in estimate accounted for on a prospective basis.

(j) Leases

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

(i) As a lessee

The Company recognizes a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be reliably determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date.

The lease liability is measured at amortized cost using the effective interest method. It is remeasured when:

- there is a change in future lease payments arising from the change in an index or rate; or
- there is a change of its assessment on whether it will exercise a purchase, extension or termination option; or
- there is any lease modification in lease subject, scope of the lease or other terms

When the lease liability is remeasured, other than lease modifications, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or in profit and loss if the carrying amount of the right-of-use asset has been reduced to zero.

## FLYTECH TECHNOLOGY CO., LTD.

### Notes to the Financial Statements

When the lease liability is remeasured to reflect the partial or full termination of the lease for lease modifications that decrease the scope of the lease, the Company accounts for the remeasurement of the lease liability by decreasing the carrying amount of the right-of-use asset to reflect the partial or full termination of the lease, and recognize in profit or loss any gain or loss relating to the partial or full termination of the lease.

The Company presents right-of-use assets that do not meet the definition of investment and lease liabilities as a separate line item respectively in the balance sheets.

The Company has elected not to recognize right-of-use assets and lease liabilities for short-term leases and leases of low-value assets. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

#### (k) Intangible assets

The Company's intangible assets are acquired software, which are carried at cost less accumulated amortization and accumulated impairment losses. Amortization is recognized in profit or loss on a straight-line basis over 2 to 5 years.

Amortization methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

#### (l) Impairment of non-financial assets

At each reporting date, the Company reviews the carrying amounts of its non-financial assets (other than inventories and deferred tax assets) to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. Goodwill is tested annually for impairment.

For impairment testing, assets are grouped together into the smallest Company of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs. Goodwill arising from a business combination is allocated to CGUs or groups of CGUs that are expected to benefit from the synergies of the combination.

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU.

An impairment loss is recognized if the carrying amount of an asset or CGU exceeds its recoverable amount. Impairment losses are recognized in profit or loss. They are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets in the CGU on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. For other assets, an impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

## FLYTECH TECHNOLOGY CO., LTD.

### Notes to the Financial Statements

#### (m) Provisions

Provisions are recognized when the Company has a present obligation as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

A provision for warranties is recognized when the underlying products or services are sold, based on historical warranty data and the weighting of all possible outcomes against their associated probabilities.

#### (n) Revenue from contracts with customers

Revenue is measured based on the consideration to which the Company expects to be entitled in exchange for transferring goods or services to a customer. The Company recognizes revenue when it satisfies a performance obligation by transferring its control of goods or services to a customer.

##### (i) Sale of goods

The Company recognizes revenue when its control of the products has been transferred, being when the products are delivered to the customer, the customer has full discretion over the channel and price to sell the products, and there is no unfulfilled obligation that could affect the customer's acceptance of the products. Delivery occurs when the products have been shipped to the specific location, the risks of obsolescence and loss have been transferred to the customer, and either the customer has accepted the products in accordance with the sales contract or the Company has objective evidence that all criteria for acceptance have been satisfied.

The Company grants its customers the right to return the faulty goods under the standard warranty terms and has recognized warranty provisions for this obligation, please refer to note 6(j).

A receivable is recognized when the goods are delivered as this is the point in time that the Company has a right to an amount of consideration that is unconditional.

##### (ii) Revenue from service rendered

Revenue from service rendered is recognized by reference to the stage of completion at the reporting date.

#### (o) Government grants

The Company recognizes an unconditional government grant related to its operation and salary as other income when the grant becomes receivable.

## FLYTECH TECHNOLOGY CO., LTD.

### Notes to the Financial Statements

(p) Employee benefits

(i) Defined contribution plans

Obligations for contributions to defined contribution plans are expensed as the related service is provided.

(ii) Defined benefit plans

The Company's net obligation in respect of defined benefit plans is calculated separately for each the plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets. The discount rate for calculating the present value of the defined benefit obligation refers to the interest rate of high-quality government bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating the term of the related pension obligation. The defined benefit obligation is calculated annually by qualified actuaries using the projected unit credit method.

The remeasurements of the net defined benefit liability (asset) comprise (i) actuarial gains and losses; (ii) return on plan assets, excluding amounts included in net interest on the net defined benefit liability (asset); and (iii) any change in the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability (asset). The remeasurements of the net defined benefit liability (asset) are recognized in other comprehensive income and reflected in other equity.

The Company recognizes gains or losses on the curtailment or settlement of a defined benefit plan when the curtailment or settlement occurs. The gain or loss on curtailment or settlement comprises any resulting change in the fair value of plan assets and any change in the present value of the defined benefit obligation.

(iii) Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed during the period in which employees render services. A liability is recognized for the amount expected to be paid under short-term cash bonus or profit-sharing plans if the Company has a present legal or constructive obligation to make such payments as a result of past service provided by the employees, and the obligation can be estimated reliably.

(q) Share-based payment

The grant-date fair value of equity-settled share-based payment arrangements granted to employees is generally recognized as an expense, with a corresponding increase in equity, over the vesting period of the awards. The amount recognized as an expense is adjusted to reflect the number of awards for which the related service and non-market performance conditions are expected to be met, such that the amount ultimately recognized is based on the number of awards that meet the related service and non-market performance conditions at the vesting date.

## FLYTECH TECHNOLOGY CO., LTD.

### Notes to the Financial Statements

(r) Income taxes

Income taxes comprise current taxes and deferred taxes. All current and deferred taxes are recognized in profit or loss except for expenses related to business combinations or recognized directly in equity or other comprehensive income.

Current taxes comprise the expected tax payables or receivables on the taxable profits (losses) for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax payables or receivables are the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any. It is measured using tax rates enacted or substantively enacted at the reporting date.

Deferred income taxes are recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and their respective tax bases. Deferred taxes are not recognized for:

- (i) Temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit (losses) at the time of transaction;
- (ii) Temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- (iii) Taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax assets are recognized for unused tax losses, tax credits, and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realized; such reductions are reversed when the probability of future taxable profits improves.

Deferred taxes are measured at tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date, and reflect uncertainty related to income taxes, if any.

Deferred tax assets and liabilities are offset if the following criteria are met:

- (i) the Company has a legally enforceable right to set off current tax assets against current tax liabilities; and
- (ii) the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on either:
  - 1) the same taxable entity; or
  - 2) different taxable entities which intend to settle current tax assets and liabilities on a net basis, or to realize the assets and liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

## FLYTECH TECHNOLOGY CO., LTD.

### Notes to the Financial Statements

(s) Business combinations

Goodwill is measured as the excess of the acquisition-date fair value of consideration transferred (including any non-controlling interest in the acquiree) over the net of the acquisition-date amounts of the identifiable assets acquired and liabilities assumed (generally at fair value). If the residual balance is negative, the Group shall re-assess whether it has correctly identified all of the assets acquired and liabilities assumed and recognize any additional assets or liabilities that are identified in that review, and shall recognize a gain on the bargain purchase thereafter.

The Group recognizes the acquisition-date fair value of the contingent consideration as part of the consideration transferred. The cost of the acquisition and measuring goodwill will retrospectively be adjusted when some changes in the fair value of contingent consideration that the Group recognizes have been made after the acquisition date. Measurement period adjustments is the result of additional information that the Group obtained after that date about facts and circumstances that existed at the acquisition date. The measurement period will not exceed one year from the acquisition date. The Group accounts for the changes in the fair value of contingent consideration that are not measurement period adjustments. The Group's accounting treatment should be based on the classification of contingent consideration. Contingent consideration classified as equity shall not be remeasured and its subsequent settlement will be accounted for within equity.

Others will be measured at fair value at each reporting date and changes in fair value will be recognized in profit or loss or other comprehensive income.

Acquisition-related costs are expensed as incurred except for the costs related to issuance of debt or equity instruments.

(t) Earnings per share ("EPS")

The basic and diluted EPS attributable to shareholders of the Company are disclosed in the parent-company-only financial statements. Basic EPS are calculated by dividing net income attributable to shareholders of the Company by the weighted-average number of common shares outstanding during the year. In calculating diluted EPS, the net income attributable to shareholders of the Company and weighted-average number of common shares outstanding during the year are adjusted for the effects of dilutive potential common shares. The Company's dilutive potential common shares include profit sharing for employees to be settled in the form of common stock.

(u) Operating segments

The Company discloses the operating segment information in the consolidated financial statements. Therefore, it does not disclose the operating segment information in the parent-company-only financial statements.

## FLYTECH TECHNOLOGY CO., LTD.

### Notes to the Financial Statements

#### 5. Critical accounting judgments and key sources of estimation uncertainty

The preparation of the parent-company-only financial statements in conformity with the Regulations and IFRSs endorsed by FSC requires management to make judgments, estimates and assumptions that affect the application of the accounting policies and the reported amount of assets, liabilities, income and expenses. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in the future periods affected.

There is no information involving critical judgments in applying the accounting policies in the parent-company-only financial statements.

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next financial year is as follows:

(a) Valuation of inventory

Inventories are measured at the lower of cost or net realizable value. The estimation of net realizable value was based on current market conditions and historical experience with product sales. The inventory cost may exceed its net realizable value due to a price decline and obsolescence of inventory. The net realizable value of the inventory is mainly determined based on assumptions of future demand within a specific time horizon, which could result in significant adjustments.

(b) Impairment of goodwill

The entire carrying amount of investments in subsidiaries includes goodwill arising from initial recognition. The assessment of impairment of goodwill requires the Company to make subjective judgments to identify cash-generating units, allocate the goodwill to relevant cash-generating units, and estimate the recoverable amount of relevant cash-generating units. Any changes in these estimates based on changed economic conditions or business strategies could result in significant adjustments in future years.

#### 6. Significant account disclosures

(a) Cash and cash equivalents

	<b>December 31, 2021</b>	<b>December 31, 2020</b>
Cash on hand	\$ 738	738
Demand deposits and checking accounts	1,373,540	1,826,910
Time deposits with original maturities less than 3 months	10,000	10,000
	<b><u>\$ 1,384,278</u></b>	<b><u>1,837,648</u></b>



**FLYTECH TECHNOLOGY CO., LTD.**

**Notes to the Financial Statements**

(b) Financial assets and liabilities at fair value through profit or loss — current

	<b>December 31, 2021</b>	<b>December 31, 2020</b>
Mandatorily measured at fair value through profit or loss:		
Derivative instruments not used for hedging		
Foreign currency forward contracts	\$ 1,941	2,697
Non-derivative financial assets		
Convertible bonds	9,581	9,516
	<b>\$ 11,522</b>	<b>12,213</b>
	<b>December 31, 2021</b>	<b>December 31, 2020</b>
Held for trading financial liabilities:		
Non-derivative financial assets		
Foreign currency forward contracts	\$ -	(444)

Refer to note 6(q) for the detail of the changes in fair value recognized in profit or loss.

The Company entered into derivative contracts to manage its foreign currency exchange risk resulting from its operating activities. The derivative financial instruments that did not conform to the criteria for hedge accounting were classified as financial assets and liabilities at fair value through profit or loss. The information of outstanding derivative financial instruments at the reporting date was as follows:

<b>December 31, 2021</b>				
	<b>Contract amount ( in thousands)</b>	<b>Sell / Buy</b>	<b>Maturity period</b>	
Foreign currency forward contract	USD 8,000	USD/NTD	2022.1.10~2022.2.22	
<b>December 31, 2020</b>				
	<b>Contract amount ( in thousands)</b>	<b>Sell / Buy</b>	<b>Maturity period</b>	
Foreign currency forward contracts	USD 12,000	USD/NTD	2021.1.11~2021.3.10	
	GBP 1,410	GBP/NTD	2021.2.26~2021.4.29	

(c) Financial assets measured at amortised cost — current

	<b>December 31, 2021</b>	<b>December 31, 2020</b>
Time deposits with original maturities more than 3 months	\$ 10,678	226
Other receivable	37	170
Interest receivable	2	2
Subtotal	<b>\$ 10,717</b>	<b>398</b>

**FLYTECH TECHNOLOGY CO., LTD.**

**Notes to the Financial Statements**

The Company intended to hold to maturity in order to receive the contractual cash flows and the contractual cash flows were solely payments of principal and interest on the principal outstanding.

Please refer to note 8 for a description of the above assets collateralized for operation.

- (d) Notes and accounts receivable (including related parties), and other receivables

	<b>December 31, 2021</b>	<b>December 31, 2020</b>
Notes receivable — from operating activities	\$ 2,778	4,879
Accounts receivable — measured as amortized cost	938,207	441,682
Less: loss allowance	-	(8,299)
	940,985	438,262
Accounts receivable from related parties	160,101	142,953
	<b>\$ 1,101,086</b>	<b>581,215</b>

The Company applies the simplified approach to provide for its expected credit losses, i.e. the use of life time expected loss provision for all receivables. Forward looking information is taken into consideration as well. The loss allowance provision was determined as follows:

<b>December 31, 2021</b>			
	<b>Gross carrying amount</b>	<b>Weighted-ave rage loss rate</b>	<b>Loss allowance provision</b>
Current	\$ 707,782	0.00%	-
Past due 0-30 days	233,203	0.00%	-
	<b>\$ 940,985</b>		<b>-</b>
<b>December 31, 2020</b>			
	<b>Gross carrying amount</b>	<b>Weighted-ave rage loss rate</b>	<b>Loss allowance provision</b>
Current	\$ 362,927	1.33%	4,809
Past due 0-30 days	81,243	1.35%	1,099
Past due 31-60 days	18	100.00%	18
Past due 181 days or over	2,373	100.00%	2,373
	<b>\$ 446,561</b>		<b>8,299</b>

There were no loss allowance provision for accounts receivable from related parties after the assessment.

**FLYTECH TECHNOLOGY CO., LTD.**

**Notes to the Financial Statements**

Movements of the loss allowance for notes and accounts receivable were as follows:

	<b>2021</b>	<b>2020</b>
Balance at January 1	\$ 8,299	8,299
Reversal of impairment loss	(8,299)	-
Balance at December 31	<b>\$ -</b>	<b>8,299</b>

(e) Inventories

(i) The information of inventories was as follows:

	<b>December 31, 2021</b>	<b>December 31, 2020</b>
Raw materials	\$ 620,222	226,971
Work in process	213,530	137,791
Finished goods	91,972	21,798
	<b>\$ 925,724</b>	<b>386,560</b>

(ii) The amounts of inventories recognized as cost of revenue were as follows:

	<b>2021</b>	<b>2020</b>
Costs of inventories sold	\$ 2,574,059	2,117,095
Write-downs of inventories	7,700	-
Losses on scrap in inventories	11,090	18,062
Transfer for repairment costs	3,691	3,531
	<b>\$ 2,596,540</b>	<b>2,138,688</b>

(f) Investments accounted for using equity method

	<b>December 31, 2021</b>	<b>December 31, 2020</b>
Subsidiaries	<b>\$ 1,043,115</b>	<b>1,086,722</b>

(i) Please refer to the consolidated financial statements for the year ended December 31, 2021.

(ii) Impairment test on goodwill

At the end of each reporting period, the carrying amount of goodwill included in the investments in subsidiaries is tested for impairment. No impairment losses were recognized. Please refer to the consolidated financial statements for the year ended December 31, 2021.

**FLYTECH TECHNOLOGY CO., LTD.**

**Notes to the Financial Statements**

(g) Property, plant and equipment

	Land	Buildings	Machinery	Mold equipment	Furniture and fixtures	Other equipment	Total
Cost:							
Balance at January 1, 2021	\$ 319,238	731,787	292,460	461,659	51,522	15,580	1,872,246
Additions	-	14,286	1,646	12,524	-	4,333	32,789
Reclassification	-	-	-	163	-	-	163
Disposals	-	(8,477)	(896)	(25,240)	(421)	(8,269)	(43,303)
Balance at December 31, 2021	<u>\$ 319,238</u>	<u>737,596</u>	<u>293,210</u>	<u>449,106</u>	<u>51,101</u>	<u>11,644</u>	<u>1,861,895</u>
Balance at January 1, 2020	\$ 319,238	729,469	291,315	424,570	50,503	17,580	1,832,675
Additions	-	2,318	4,142	36,822	1,125	-	44,407
Reclassification	-	-	-	267	-	-	267
Disposals	-	-	(2,997)	-	(106)	(2,000)	(5,103)
Balance at December 31, 2020	<u>\$ 319,238</u>	<u>731,787</u>	<u>292,460</u>	<u>461,659</u>	<u>51,522</u>	<u>15,580</u>	<u>1,872,246</u>
Accumulated depreciation:							
Balance at January 1, 2021	\$ -	158,694	219,211	391,724	41,065	12,844	823,538
Depreciation	-	17,203	19,580	32,387	3,507	1,050	73,727
Disposals	-	(8,476)	(896)	(25,240)	(421)	(6,342)	(41,375)
Balance at December 31, 2021	<u>\$ -</u>	<u>167,421</u>	<u>237,895</u>	<u>398,871</u>	<u>44,151</u>	<u>7,552</u>	<u>855,890</u>
Balance at January 1, 2020	\$ -	142,045	202,236	355,468	36,975	13,357	750,081
Depreciation	-	16,649	19,972	36,256	4,196	931	78,004
Disposals	-	-	(2,997)	-	(106)	(1,444)	(4,547)
Balance at December 31, 2020	<u>\$ -</u>	<u>158,694</u>	<u>219,211</u>	<u>391,724</u>	<u>41,065</u>	<u>12,844</u>	<u>823,538</u>
Carrying amount:							
Balance at December 31, 2021	<u>\$ 319,238</u>	<u>570,175</u>	<u>55,315</u>	<u>50,235</u>	<u>6,950</u>	<u>4,092</u>	<u>1,006,005</u>
Balance at December 31, 2020	<u>\$ 319,238</u>	<u>573,093</u>	<u>73,249</u>	<u>69,935</u>	<u>10,457</u>	<u>2,736</u>	<u>1,048,708</u>
Balance at January 1, 2020	<u>\$ 319,238</u>	<u>587,424</u>	<u>89,079</u>	<u>69,102</u>	<u>13,528</u>	<u>4,223</u>	<u>1,082,594</u>

(h) Right-of-use assets

	Other equipment
Cost:	
Balance at January 1, 2021 (also as the balance at December 31, 2021)	<u>\$ 3,583</u>
Balance at January 1, 2020 (also as the balance at December 31, 2020)	<u>\$ 3,583</u>
Accumulated depreciation:	
Balance at January 1, 2021	\$ 2,023
Depreciation	1,040
Balance at December 31, 2021	<u>\$ 3,063</u>
Balance at January 1, 2020	\$ 983
Depreciation	1,040
Balance at December 31, 2020	<u>2,023</u>
Carrying amount:	
Balance at December 31, 2021	<u>\$ 520</u>
Balance at December 31, 2020	<u>\$ 1,560</u>
Balance at January 1, 2020	<u>\$ 2,600</u>

**FLYTECH TECHNOLOGY CO., LTD.**

**Notes to the Financial Statements**

(i) Lease liabilities

	<b>December 31, 2021</b>	<b>December 31, 2020</b>
Current	<b>\$ 532</b>	<b>1,049</b>
Non-current	<b>\$ -</b>	<b>532</b>

For the maturity analysis, please refer to note 6(s).

The amounts recognized in profit or loss were as follows:

	<b>2021</b>	<b>2020</b>
Interest on lease liabilities	<b>\$ 17</b>	<b>35</b>
Expenses relating to leases of low-value assets	<b>\$ 34</b>	<b>34</b>

The amounts recognized in the statement of cash flows for the Company was as follows:

	<b>2021</b>	<b>2020</b>
Total cash outflow for leases	<b>\$ 1,100</b>	<b>1,101</b>

The Company lease other equipment, with lease terms of three years. These leases are short-term or low-value assets, the Company apply the exemption and not to recognize right-of-use assets and lease liabilities for these leases.

(j) Provision for warranties

	<b>2021</b>	<b>2020</b>
Balance at January 1	\$ 8,700	10,646
Provisions made	5,644	2,229
Amount utilized	(3,971)	(4,175)
Balance at December 31	<b>\$ 10,373</b>	<b>8,700</b>

The provision for warranties is estimated based on historical warranty data associated with similar products. The Company expects to settle most of the warranty liability in one to three years from the date of the sale of the product.

**FLYTECH TECHNOLOGY CO., LTD.**

**Notes to the Financial Statements**

(k) Employee benefits

(i) Defined benefit plans

The present value of defined benefit obligations and the fair value of plan assets were as follows:

	<b>December 31, 2021</b>	<b>December 31, 2020</b>
Present value of benefit obligations	\$ 42,077	44,329
Fair value of plan assets	(24,181)	(25,252)
Net defined benefit liabilities	<b>\$ 17,896</b>	<b>19,077</b>

The Company makes defined benefit plan contributions to the pension fund account at Bank of Taiwan that provides pension benefits for employees upon retirement. The plans (covered by the Labor Standards Law) entitle a retired employee to receive a payment based on years of service and average salary for the six months prior to the employee's retirement.

1) Composition of plan assets

The pension fund (the "Fund") contributed by the Company is managed and administered by the Bureau of Labor Funds of the Ministry of Labor (the Bureau of Labor Funds). According to the Regulations for Revenues, Expenditures, Safeguard and Utilization of the Labor Retirement Fund, with regard to the utilization of the Fund, minimum earnings shall be no less than the earnings attainable from two-year time deposits with interest rates offered by local banks.

As of December 31, 2021 and 2020, the Company's labor pension fund account balance at Bank of Taiwan amounted to \$24,181 and \$25,252, respectively. Refer to the website of the Bureau of Labor Funds for information on the labor pension fund assets including the asset portfolio and yield of the fund.

2) Movements in present value of defined benefit obligations

	<b>2021</b>	<b>2020</b>
Defined benefit obligations at January 1	\$ 44,329	52,083
Current service costs and interest expense	333	659
Remeasurement of net defined benefit liabilities:		
–Actuarial loss arising from changes in financial assumptions	(878)	626
Benefits paid by plan - by the Company	-	(1,000)
Benefits paid by plan - by the plan assets	(1,707)	(8,039)
Defined benefit obligations at December 31	<b>\$ 42,077</b>	<b>44,329</b>

**FLYTECH TECHNOLOGY CO., LTD.**

**Notes to the Financial Statements**

3) Movements of fair value of plan assets

	<b>2021</b>	<b>2020</b>
Fair value of plan assets at January 1	\$ 25,252	28,983
Interest income	191	293
Remeasurement on net defined benefit liabilities:		
–Return on plan assets (excluding current interest expense)	281	867
Contributions by plan participants	164	3,148
Benefits paid by the plan	(1,707)	(8,039)
Fair value of plan assets at December 31	<b>\$ 24,181</b>	<b>25,252</b>

4) Changes in the effect of the asset ceiling

In 2021 and 2020, there was no effect of the asset ceiling.

5) Expenses recognized in profit or loss

	<b>2021</b>	<b>2020</b>
Current service cost	\$ -	138
Net interest expense	142	228
	<b>\$ 142</b>	<b>366</b>
Operating expenses	<b>\$ 142</b>	<b>366</b>

6) Actuarial assumptions

The principal assumptions of the actuarial valuation were as follows:

	<b>December 31, 2021</b>	<b>December 31, 2020</b>
Discount rate	0.75%	0.75%
Future salary increases rate	2.00%	2.00%

The weighted-average duration of the defined benefit plans was 11.5 years. The Company expects to make contribution of \$120 to the defined benefit plans in the year following December 31, 2021.

7) Sensitivity analysis

When calculating the present value of the defined benefit obligations, the Company uses judgments and estimations to determine the actuarial assumptions for each measurement date, including discount rates and future salary changes. Any changes in the actuarial assumptions may significantly impact the amount of the defined benefit obligations.

## FLYTECH TECHNOLOGY CO., LTD.

### Notes to the Financial Statements

The following table summarizes the impact of a change in the assumptions on the present value of the defined benefit obligation:

	<b>Impact on defined benefit obligation</b>	
	<u>0.25% Increase</u>	<u>0.25% Decrease</u>
Balance at December 31, 2021		
Discount rate	(702)	728
Future salary	749	(664)
Balance at December 31, 2020		
Discount rate	(807)	838
Future salary	867	(763)

Each sensitivity analysis considers the change in one assumption at a time, leaving the other assumptions unchanged. This approach shows the isolated effect of changing one individual assumption but does not take into account that some assumptions are related. The method used to carry out the sensitivity analysis is the same as the calculation of the net defined benefit liabilities recognized in the balance sheets. The method used to carry out the sensitivity analysis is the same as in the prior year.

(ii) Defined contribution plans

The Company contribute monthly an amount equal to 6% of each employee's monthly wages to the employee's individual pension fund account at the Bureau of Labor Insurance in accordance with the provisions of the Labor Pension Act. Under this defined contribution plans, the Company has no legal or constructive obligation to pay additional amounts after contributing a fixed amount.

The Company recognized expense of the defined contribution plans were as follow:

	<u>2021</u>	<u>2020</u>
Cost of revenue	\$ 4,014	4,218
Operating expenses	9,237	8,949
	<u><b>\$ 13,251</b></u>	<u><b>13,167</b></u>

(l) Income taxes

(i) The components of income tax expense were as follows:

	<u>2021</u>	<u>2020</u>
Current income tax expense		
Current period	\$ 154,997	130,397
Adjustments for prior years	(34,977)	(3,695)
Deferred tax benefit		
Origination and reversal of temporary differences	(5,418)	9,553
Income tax expense	<u><b>\$ 114,602</b></u>	<u><b>136,255</b></u>



## FLYTECH TECHNOLOGY CO., LTD.

### Notes to the Financial Statements

The Company's income tax expenses recognized in other comprehensive income were as follows:

	2021	2020
Items that will not be reclassified to profit or loss:		
Remeasurement of defined benefit plans	<u>\$ 232</u>	<u>48</u>

Reconciliation of income tax expense and income before income tax was as follows:

	2021	2020
Income before income tax	<u>\$ 797,666</u>	<u>725,899</u>
Income tax using the Company's statutory tax rate	\$ 159,533	145,180
Tax-exempt income	-	(2,881)
Investment tax credits	(11,250)	(11,250)
Changes in unrecognized temporary differences	266	4,823
Adjustments for prior years	(34,977)	(3,695)
Undistributed earnings additional tax	1,030	4,078
	<u>\$ 114,602</u>	<u>136,255</u>

(ii) Deferred income tax assets and liabilities

1) Unrecognized deferred income tax assets

As the Company is able to control the timing of the reversal of temporary differences associated with the loss on its investments in its subsidiaries, and concludes that the temporary differences will not reverse in the foreseeable future, such temporary differences were not recognized as deferred income tax assets.

	December 31, 2021	December 31, 2020
Loss related to investments in subsidiaries	<u>\$ 10,394</u>	<u>13,463</u>

2) Recognized deferred income tax assets and liabilities

Deferred income tax assets:

	Defined benefit plans	Inventory provisions	Others	Total
<b>Balance at January 1, 2021</b>	\$ 4,262	6,500	15,405	26,167
Recognized in profit or loss	(4)	1,540	6,768	8,304
Recognized in other comprehensive income (loss)	<u>(232)</u>	<u>-</u>	<u>-</u>	<u>(232)</u>
<b>Balance at December 31, 2021</b>	<u>\$ 4,026</u>	<u>8,040</u>	<u>22,173</u>	<u>34,239</u>
<b>Balance at January 1, 2020</b>	\$ 5,067	6,500	21,959	33,526
Recognized in profit or loss	(757)	-	(6,554)	(7,311)
Recognized in other comprehensive income (loss)	<u>(48)</u>	<u>-</u>	<u>-</u>	<u>(48)</u>
<b>Balance at December 31, 2020</b>	<u>\$ 4,262</u>	<u>6,500</u>	<u>15,405</u>	<u>26,167</u>

**FLYTECH TECHNOLOGY CO., LTD.**

**Notes to the Financial Statements**

Deferred income tax liabilities:

	<b>Unremitted earnings from subsidiaries</b>	<b>Others</b>	<b>Total</b>
<b>Balance at January 1, 2021</b>	\$ 32,249	815	33,064
Recognized in profit or loss	<u>2,858</u>	<u>28</u>	<u>2,886</u>
<b>Balance at December 31, 2021</b>	<b><u>\$ 35,107</u></b>	<b><u>843</u></b>	<b><u>35,950</u></b>
<b>Balance at January 1, 2020</b>	\$ 30,434	388	30,822
Recognized in profit or loss	<u>1,815</u>	<u>427</u>	<u>2,242</u>
<b>Balance at December 31, 2020</b>	<b><u>\$ 32,249</u></b>	<b><u>815</u></b>	<b><u>33,064</u></b>

(iii) The Tax Authority has examined the Company's income tax returns through 2019 expect for 2018.

(m) Capital and other equity

(i) Common stock

As of December 31, 2021 and 2020, the Company's authorized shares of common stock both consisted of 220,000 thousand shares with par value of \$10 (dollars) per share, both of which 143,062 thousand shares were issued and outstanding.

(ii) Capital surplus

	<b>December 31, 2021</b>	<b>December 31, 2020</b>
Premium derived from the issuance of share in excess of par value:		
Premium on common stock issued for conversion of convertible bonds	\$ 522,161	593,692
Forfeited employee stock options	2,433	2,433
Difference between the consideration and the carrying amounts arising from the acquisition or disposal of shares in subsidiaries	982	982
Changes in ownership interest in subsidiaries	2,764	-
Gain on disposal of assets	<u>15</u>	<u>15</u>
	<b><u>\$ 528,355</u></b>	<b><u>597,122</u></b>

## FLYTECH TECHNOLOGY CO., LTD.

### Notes to the Financial Statements

Pursuant to the Company Act, any realized capital surplus is initially used to cover an accumulated deficit, and the balance, if any, could be transferred to common stock dividends or dividends as cash dividends based on the original shareholding ratio. Realized capital surplus includes the premium derived from the issuance of shares in excess of par value and donations from stockholders received by the Company. In accordance with the Regulations Governing the Offering and Issuance of Securities by Securities Issuers, distribution of stock dividends from capital surplus in any one year shall not exceed 10% of paid-in capital.

(iii) Retained earnings and dividend policy

The Company's Articles of Incorporation stipulate that at least 10% of annual net income after deducting an accumulated deficit, if any, must be retained as a legal reserve until such retention equals the amount of paid-in capital. In addition, a special reserve should be set aside in accordance with applicable laws and regulations. The remaining balance of annual net income, together with the unappropriated earnings from the previous years, should be distributed according to the proposal by the board of directors to be approved in the shareholders' meeting. Appropriation of earnings should not be less than 60% of the net income after deducting an accumulated deficit, legal reserve, and special reserve.

In accordance with the rules issued by the Financial Supervisory Commission, a special reserve equal to the total amount of items that were accounted for as deductions from stockholders' equity was set aside from current and prior-year earnings. This special reserve shall revert to the retained earnings and be made available for distribution when the items that are accounted for as deductions from stockholders' equity are reversed in subsequent periods.

In view of the overall economic environment and the development of the industry, and in order to meet the Company's long-term financial planning and cash requirements of stockholders, the Company has adopted a stable dividend policy in which a cash dividend comprises at least 10% of total distribution of dividends.

The distribution of earnings for 2020 and 2019 had been approved in the meetings of shareholders held on July 7, 2021, and June 10, 2020, respectively. The relevant dividend distributions to shareholders were as follows:

	<b>2020</b>		<b>2019</b>	
	<b>Dividends per share (in dollars)</b>	<b>Total amount</b>	<b>Dividends per share (in dollars)</b>	<b>Total amount</b>
Dividends distributed to shareholders:				
Cash	\$ 3.50	<u><b>500,718</b></u>	4.00	<u><b>572,249</b></u>

**FLYTECH TECHNOLOGY CO., LTD.**

**Notes to the Financial Statements**

On July 7, 2021 and June 10, 2020, the Company's shareholders decided to distribute cash of \$0.5 dollars per share from capital surplus for both years. Total distributed cash dividend for 2020 and 2019 are \$4.0 dollars and \$4.5 dollars per share, respectively. The related information of the distribution of earnings would be available at the Market Observation Post System website.

(iv) Other equity items (net after tax)

	<b>Foreign currency translation differences</b>	<b>Remeasureme nt of defined benefit plans</b>	<b>Total</b>
Balance at January 1, 2021	\$ (50,942)	(6,997)	(57,939)
Exchange differences on subsidiaries accounted for using equity method	(17,974)	-	(17,974)
Remeasurement of defined benefit plans	-	927	927
Remeasurement of defined benefit plans on subsidiaries accounted for using equity method	-	1,513	1,513
Balance at December 31, 2021	<u>\$ (68,916)</u>	<u>(4,557)</u>	<u>(73,473)</u>
Balance at January 1, 2020	\$ (43,189)	(6,213)	(49,402)
Exchange differences on subsidiaries accounted for using equity method	(7,753)	-	(7,753)
Remeasurement of defined benefit plans	-	193	193
Remeasurement of defined benefit plans on subsidiaries accounted for using equity method	-	(977)	(977)
Balance at December 31, 2020	<u>\$ (50,942)</u>	<u>(6,997)</u>	<u>(57,939)</u>

(n) Earnings per share ("EPS")

(i) Basic EPS

	<b>2021</b>	<b>2020</b>
Profit attributable to shareholders of the Company	\$ 683,064	589,644
Weighted-average number of ordinary shares outstanding (in thousands)	143,062	143,062
Basic EPS (dollars)	<u>\$ 4.77</u>	<u>4.12</u>

**FLYTECH TECHNOLOGY CO., LTD.**

**Notes to the Financial Statements**

(ii) Diluted EPS

	<b>2021</b>	<b>2020</b>
Profit attributable to shareholders of the Company (diluted)	\$ 683,064	589,644
Weighted-average number of ordinary shares outstanding (in thousands)	143,062	143,062
Effect of employee bonuses	931	1,115
Weighted-average number of ordinary shares outstanding (in thousands) (including effect of dilutive potential common stock)	143,993	144,177
Diluted EPS (dollars)	<b>\$ 4.74</b>	<b>4.09</b>

(o) Revenue from contracts with customers

(i) Disaggregation of revenue

	<b>2021</b>	<b>2020</b>
Primary geographical markets:		
Domestic sales	\$ 243,260	404,459
Export:		
Asia	358,217	297,801
America	2,092,028	1,634,296
Europe and Africa	1,153,434	942,177
	3,603,679	2,874,274
	<b>\$ 3,846,939</b>	<b>3,278,733</b>
Major products:		
Industrial computers	\$ 3,370,803	2,901,451
Peripherals	454,226	353,478
Others	21,910	23,804
	<b>\$ 3,846,939</b>	<b>3,278,733</b>

(ii) Contract balances

	<b>December 31, 2021</b>	<b>December 31, 2020</b>	<b>January 1, 2020</b>
Notes and accounts receivable (including related parties)	\$ 1,101,086	589,514	687,368
Less: loss allowance	-	(8,299)	(8,299)
	<b>\$ 1,101,086</b>	<b>581,215</b>	<b>679,069</b>
Contract liabilities (classified under other current liabilities)	<b>\$ 19,433</b>	<b>17,771</b>	<b>11,765</b>

## FLYTECH TECHNOLOGY CO., LTD.

### Notes to the Financial Statements

Please refer to note 6(d) for details on notes and accounts receivable and its loss allowance.

The amount of revenue recognized for the year ended December 31, 2021 and 2020, that was included in the contract liability balance at the beginning of period were \$15,689 and \$7,266, respectively.

(p) Remuneration of employees and directors and supervisors

Pursuant to the Company's articles of incorporation, the Company shall distribute 3% to 15% of its profits in the current period as compensation to its employees and no more than 3% to its directors and supervisors. Nevertheless, the profits in the current period should be reserved for offsetting the accumulated deficit, if any, prior to distributing the compensation to the employees and directors and supervisors. The aforementioned compensation of employees could be distributed in the form of cash or stock to the employees of the Company's subsidiaries conforming to certain requirements.

For the year ended December 31, 2021 and 2020, the Company accrued the remuneration to its employees amounting to \$60,000 and \$51,500, respectively, and the remuneration to its directors amounting to \$3,500 for both years, which were calculated based on the net profits before tax of each period (excluding the remuneration to employees and directors), multiplied by the distribution ratio of remuneration to employees and directors under the Company's articles of incorporation, and recognized as cost of revenue and operating expenses. If the actual amounts differ from the estimated amounts, the differences shall be accounted as changes in accounting estimates and recognized as profit or loss in following year.

The abovementioned estimated remuneration to employees, directors and supervisors is the same as the amount approved by the Board of Directors and will be paid in cash. The related information would be available at the Market Observation Post System website.

(q) Non-operating income and loss

(i) Interest income

	<u>2021</u>	<u>2020</u>
Interest income from bank deposits	<u>\$ 2,966</u>	<u>6,483</u>

(ii) Other income

	<u>2021</u>	<u>2020</u>
Government grants	\$ -	16,502
Others	<u>2,552</u>	<u>1,377</u>
	<u>\$ 2,552</u>	<u>17,879</u>

**FLYTECH TECHNOLOGY CO., LTD.**

**Notes to the Financial Statements**

(iii) Other gains and losses

	<b>2021</b>	<b>2020</b>
Gain on financial assets and liabilities at fair value through profit or loss	\$ 6,368	1,675
Foreign currency exchange loss	(6,054)	(11,017)
Loss on disposal of property, plant and equipment	(281)	(287)
Others	-	375
	<b>\$ 33</b>	<b>(9,254)</b>

(iv) Finance costs

	<b>2021</b>	<b>2020</b>
Interest expense from lease liabilities	<b>\$ 17</b>	<b>35</b>

(r) Categories and fair value of financial instruments

(i) Categories of financial instruments

1) Financial assets

	<b>December 31, 2021</b>	<b>December 31, 2020</b>
Financial assets at fair value through profit or loss:		
Financial assets mandatorily measured at fair value through profit or loss	<b>\$ 11,522</b>	<b>12,213</b>
Financial assets measured at amortized cost:		
Cash and cash equivalents	\$ 1,384,278	1,837,648
Financial assets measured at amortized cost—current	10,717	398
Notes and accounts receivable (including related parties)	1,101,086	581,215
Refundable deposits	285	285
	<b>\$ 2,496,366</b>	<b>2,419,546</b>

**FLYTECH TECHNOLOGY CO., LTD.**

**Notes to the Financial Statements**

2) Financial liabilities

	<b>December 31, 2021</b>	<b>December 31, 2020</b>
Financial liabilities at fair value through profit or loss:		
Financial liabilities held-for-trading – foreign currency forward contracts	<b>\$ -</b>	<b>444</b>
Financial liabilities measured at amortized cost:		
Notes and accounts payable (including related parties)	\$ 617,156	202,306
Lease liabilities (including non-current)	532	1,581
Other payables	224,857	186,296
	<b>\$ 842,545</b>	<b>390,183</b>

(ii) Fair value information—financial instruments not measured at fair value

The Company considers that the carrying amounts of financial assets and financial liabilities measured at amortized cost approximate their fair values.

(iii) Financial instruments that are measured at fair value

The table below analyzes financial instruments that are measured at fair value subsequent to initial recognition, grouped into Levels 1 to 3 based on the degree to which the fair value is observable. The different levels have been defined as follows:

- 1) Level 1: quoted prices (unadjusted) in active markets for identified assets or liabilities.
- 2) Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices).
- 3) Level 3: inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).



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**Notes to the Financial Statements**

		December 31, 2021				
		Carrying	Fair Value			
		Amount	Level 1	Level 2	Level 3	Total
Financial assets mandatorily measured at fair value through profit or loss:						
Foreign currency forward contracts						
	\$	1,941	-	1,941	-	1,941
		9,581	-	-	9,581	9,581
		<u><b>11,522</b></u>	<u>-</u>	<u><b>1,941</b></u>	<u><b>9,581</b></u>	<u><b>11,522</b></u>
<b>Subtotal</b>						
		December 31, 2020				
		Carrying	Fair Value			
		Amount	Level 1	Level 2	Level 3	Total
Financial assets mandatorily measured at fair value through profit or loss:						
Foreign currency forward contracts						
	\$	2,697	-	2,697	-	2,697
		9,516	-	-	9,516	9,516
		<u><b>12,213</b></u>	<u>-</u>	<u><b>2,697</b></u>	<u><b>9,516</b></u>	<u><b>12,213</b></u>
<b>Subtotal</b>						
Financial liabilities mandatorily measured at fair value through profit or loss:						
Foreign currency forward contracts						
	\$	<u><b>444</b></u>	<u>-</u>	<u><b>444</b></u>	<u>-</u>	<u><b>444</b></u>

There were no transfers between fair value levels for the years ended December 31, 2021 and 2020.

Movement in financial assets included Level 3 fair value hierarchy:

	2021	2020
Balance at January 1	\$ 9,516	-
Additions	-	10,000
Recognized in profit (loss)	<u>65</u>	<u>(484)</u>
Balance at December 31	<u><b>\$ 9,581</b></u>	<u><b>9,516</b></u>

## FLYTECH TECHNOLOGY CO., LTD.

### Notes to the Financial Statements

(iv) Valuation techniques and assumptions used in fair value measurement

1) Non-derivative financial instruments

A financial instrument is regarded as being quoted in an active market if quoted prices are readily available. For unquoted equity instruments which cannot be transferred freely in public market, their fair values are determined by using the valuation techniques adopted by the Corporation based on the information from the Market Observation Post System, the Taiwan Stock Exchange, etc. and calculated by using the Black-Scholes Model. The Company uses the quoted market prices and the price-book ratios of similar publicly traded companies into consideration by using the market comparison approach. The estimates had been adjusted by the depreciation from lack of market liquidity.

2) Derivative financial instruments

The fair value of foreign currency forward contracts is computed individually by each contract using the valuation technique.

(s) Financial risk management

The Company is exposed to credit risk, liquidity risk, and market risk (including currency risk and interest rate risk). The Company has disclosed the information on exposure to the aforementioned risks, the Company's policies and procedures to measure and manage those risks, and the quantitative information below.

The Company's Board of Directors is responsible for developing and monitoring the Company's risk management policies. The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor adherence to the controls. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's operations.

The Company's management monitors and reviews the financial activities in accordance with procedures required by relevant regulations and internal controls. Internal auditors undertake both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the Company's Board of Directors.

(i) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty of a financial instrument fails to meet its contractual obligations, and arises principally from the Company's cash and cash equivalents, notes and receivables from customers (including related parties). The maximum exposure to credit risk is equal to the carrying amount of the Company's financial assets.

The Company maintains cash and cash equivalents with reputable financial institutions. Therefore, the exposure related to potential default by those counter-parties is not considered significant.

## FLYTECH TECHNOLOGY CO., LTD.

### Notes to the Financial Statements

As of December 31, 2021 and 2020, four clients accounted to a total of 65% and 49%, respectively, of the Company's notes and accounts receivable (including related parties). In order to reduce credit risk, the Company has established a credit policy under which each customer is analyzed individually for creditworthiness for the purpose of setting the credit limit. Additionally, the Company continuously evaluates the credit quality of customers and utilizes insurance to minimize the credit risk.

For credit risk exposure and loss allowance of notes and accounts receivables, please refer to note 6(d). Cash, accounts receivable from related parties and other financial assets are considered as low-credit-risk financial assets, and thus, the loss allowance are measured using 12-months ECL, please refer to note 4(f) for descriptions about how the Company determines the credit risk. As of December 31, 2021 and 2020, no loss allowance was provided for these financial assets after management's assessment.

(ii) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in settling its financial liabilities by delivering cash or other financial assets. The Company manages liquidity risk by monitoring regularly the current and estimated mid-term to long-term cash demand, and maintaining adequate cash and cash equivalents, and banking facilities. As of December 31, 2021 and 2020, the Company had unused credit facilities of \$1,166,080 and \$1,174,600, respectively.

The table below summarizes the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

	<u>Contractual cash flows</u>	<u>Within 1 years</u>	<u>1-2 years</u>	<u>More than 2 years</u>
<b>December 31, 2021</b>				
Non-derivative financial liabilities:				
Accounts payable (including related parties)	617,156	617,156	-	-
Lease liabilities	532	532	-	-
Other payables	224,857	224,857	-	-
	<u><b>\$ 842,545</b></u>	<u><b>842,545</b></u>	<u>-</u>	<u>-</u>
Derivative financial instruments:				
Foreign currency forward contracts:				
Outflow	\$ 221,249	221,249	-	-
Inflow	(223,190)	(223,190)	-	-
	<u><b>\$ (1,941)</b></u>	<u><b>(1,941)</b></u>	<u>-</u>	<u>-</u>
<b>December 31, 2020</b>				
Non-derivative financial liabilities:				
Accounts payable (including related parties)	\$ 202,306	202,306	-	-
Lease liability	1,600	1,067	533	-
Other payables	186,296	186,296	-	-
	<u><b>\$ 390,202</b></u>	<u><b>389,669</b></u>	<u><b>533</b></u>	<u>-</u>
Derivative financial instruments:				
Foreign currency forward contracts:				
Outflow	\$ 391,228	391,228	-	-
Inflow	(393,481)	(393,481)	-	-
	<u><b>\$ (2,253)</b></u>	<u><b>(2,253)</b></u>	<u>-</u>	<u>-</u>

## FLYTECH TECHNOLOGY CO., LTD.

### Notes to the Financial Statements

The Company does not expect that the cash flows included in the maturity analysis would occur significantly earlier or at significantly different amounts.

(iii) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Company's income or the value of its financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

The Company utilizes derivative financial instruments to manage market risk and the volatility of profit or loss. All such transactions are carried out within the guidelines set by the Company's Board of Directors.

1) Foreign currency risk

The Company's exposure to foreign currency risk arises from cash and cash equivalents, notes and accounts receivable (payables)(including related parties). At the reporting date, the carrying amounts of the Company's significant monetary assets and liabilities denominated in a currency other than the respective functional currencies of Company entities were as follows:

(Amount in Thousands of Dollars)					
<b>December 31, 2021</b>					
	<b>Foreign currency</b>	<b>Exchange rate</b>	<b>NTD</b>	<b>Change in magnitude</b>	<b>Pre-tax effect on profit or loss</b>
<u>Financial assets</u>					
<u>Monetary items</u>					
USD	\$ 40,073	27.68	1,109,221	1%	11,092
GBP	5,138	37.28	191,545	1%	1,915
<u>Financial liabilities</u>					
<u>Monetary items</u>					
USD	12,523	27.68	346,637	1%	3,466

**FLYTECH TECHNOLOGY CO., LTD.**

**Notes to the Financial Statements**

December 31, 2020					
	Foreign currency	Exchange rate	NTD	Change in magnitude	Pre-tax effect on profit or loss
<u>Financial assets</u>					
<u>Monetary items</u>					
USD	\$ 20,357	28.10	572,032	1%	5,720
GBP	2,174	38.90	84,569	1%	846
<u>Financial liabilities</u>					
<u>Monetary items</u>					
USD	3,372	28.10	94,753	1%	948

For the years ended December 31, 2021 and 2020, the aggregate of realized and unrealized foreign exchange loss amounted to \$6,054 and \$11,017, respectively.

2) Interest rate risk

The Company operates primarily with its own working capital and there is no liabilities bearing floating interest rates at the end of the reporting period.

The changes in interest rate would not cause significant potential financial impact on the Company's financial assets, and therefore the management believes that there is no significant interest risk.

(t) Capital management

In consideration of industry dynamics and future development, as well as external environment factors, the Company maintains an optimal capital structure to enhance long-term shareholder value by managing its capital in a manner to ensure that it has sufficient and necessary financial resources to fund its working capital needs, dividend payments, and other business requirements for continuing operations and to reward shareholders and take into consideration the interests of other stakeholders.

(u) Investing and financing activities not affecting current cash flow

(i) For acquisition of right-of-use assets under operating lease for the year ended December 31, 2021, please refer to note 6(h).

(ii) Reconciliation of liabilities arising from financing activities were as follows:

	January 1, 2021	Cash flows	Non-cash changes Changes in lease liabilities	December 31, 2021
Lease liabilities	\$ 1,581	(1,049)	-	532

**FLYTECH TECHNOLOGY CO., LTD.**

**Notes to the Financial Statements**

	January 1, 2020	Cash flows	Non-cash changes Changes in lease liabilities	December 31, 2020
Lease liabilities	\$ 2,613	(1,032)	-	1,581

**7. Related-party transactions**

- (a) Name and relationship with related parties  
The following are the Company's subsidiaries:

Name of related parties	Relationship with the Company
Flytech USA International Co., Ltd. (Flytech USA BVI)	The Company's subsidiary
Flytech HK International Co., Ltd. (Flytech HK BVI)	The Company's subsidiary
Flytech CN International Co., Ltd. (Flytech CN BVI)	The Company's subsidiary
Fei Shiun Investment Co., Ltd. (Fei Shiun Investment)	The Company's subsidiary
Box Technologies (Holdings) Ltd. (Box Holdings)	The Company's subsidiary
Flytech Technology (U.S.A.) Inc. (Flytech USA)	The Company's subsidiary
Flytech Technology Hong Kong Ltd. (Flytech HK)	The Company's subsidiary
Flytech Technology (Shanghai) Co., Ltd. (Flytech CN)	The Company's subsidiary
Berry AI Inc. (Berry AI)	The Company's subsidiary
Berry AI International Co., Ltd (Berry AI BVI)	The Company's subsidiary
Berry AI USA INC. (Bery AI USA)	The Company's subsidiary
iRuggy System Co., Ltd. (iRuggy System)	The Company's subsidiary
Poindus Systems Corporation (Poindus Systems)	The Company's subsidiary
Poindus Investment Co., Ltd. (Poindus Investment)	The Company's subsidiary
Poindus Systems UK Limited (Poindus UK)	The Company's subsidiary
Adasys GmbH Elektronische Komponenteas (Adasys)	The Company's subsidiary
Qijie Electronics (Shenzhen) Co., Ltd	The Company's subsidiary
Poindus Systems GmbH GroBhandel mit EDV. Oberursel (Poindus GmbH)	The Company's subsidiary
Box Technologies Limited (Box UK)	The Company's subsidiary
BTechnologies AB (Box Nordic)	The Company's subsidiary

- (b) Significant related-party transactions:

	2021	2020
Subsidiaries:		
Box UK	\$ 363,957	202,313
Poindus Systems	129,656	304,931
Others	121,538	106,005
	\$ 615,151	613,249

**FLYTECH TECHNOLOGY CO., LTD.**

**Notes to the Financial Statements**

The selling price and payment terms of sales offered to related parties depend on the economic environment and market competition, the trade terms of sales to related parties are EOM 60~180 days, and there are occasional late collections from related parties in consideration of their working capital management. In addition, the trade terms offered to third parties are OA 30~75 days. Receivables from related parties were not secured with collateral and did not require provisions for expected credit loss.

(ii) Purchases

	<b>2021</b>	<b>2020</b>
Subsidiaries	<b>\$ 5,047</b>	<b>15,823</b>

The purchases price for the abovementioned transactions were not comparable to the purchases price for third-party vendors as the specifications of products were different. The payment terms of 60 days shows no significant difference between related parties and third-party vendors.

(iii) Operating expenses

Operating expenses related to the commissions and product development by related parties were as below:

<b>Account</b>	<b>Related-party categories</b>	<b>2021</b>	<b>2020</b>
Operating expenses	Subsidiaries	<b>\$ 21,499</b>	<b>23,157</b>

(iv) Receivables from related parties

<b>Account</b>	<b>Related party categories</b>	<b>December 31, 2021</b>	<b>December 31, 2020</b>
Accounts receivable-related parties	Subsidiaries—Box UK	\$ 114,107	80,097
Accounts receivable-related parties	Other subsidiaries	45,994	62,856
		<b>\$ 160,101</b>	<b>142,953</b>

(v) Payables to related parties

<b>Account</b>	<b>Related party categories</b>	<b>December 31, 2021</b>	<b>December 31, 2020</b>
Accounts payable related parties	Subsidiaries	<b>\$ 4,198</b>	<b>3,839</b>

**FLYTECH TECHNOLOGY CO., LTD.**

**Notes to the Financial Statements**

(c) Compensation of key management personnel

	<b>2021</b>	<b>2020</b>
Short-term employee benefits	\$ 27,960	35,540
Post-employment benefits	504	1,585
	<b>\$ 28,464</b>	<b>37,125</b>

**8. Pledged assets**

The carrying amounts of assets pledged as collateral are detailed below:

		<b>December 31, 2021</b>	<b>December 31, 2020</b>
<b>Pledged assets</b>	<b>Pledged to secure</b>		
Time deposits (classified as financial assets measured at amortized cost – current)	Credit lines of short-term borrowings	\$ 10,000	-
Time deposits (classified as financial assets measured at amortized cost – current)	Guarantee deposit for custom duties	678	226
		<b>\$ 10,678</b>	<b>226</b>

**9. Significant commitments and contingencies: None**

**10. Significant losses due to major disasters: None**

**11. Significant subsequent events**

On February 10, 2022, the Group's subsidiary, Fei Shiun Investment, participated in Compal Electronics Inc.'s public tender offer of Poindus System. Fei Shiun Investment disposed its all 10,354 thousand shares in Poindus System with \$30 (dollars) per share at a total price amounting to \$310,620, and the ownership of the shares has been transferred on March 8, 2022.

**12. Others**

Employee benefits, depreciation, and amortization expenses, categorized by function, were as follows:

By item	2021			2020		
	Cost of revenue	Operating expenses	Total	Cost of revenue	Operating expenses	Total
Employee benefits:						
Salaries	127,966	236,382	364,348	116,768	225,104	341,872
Insurance	10,825	17,986	28,811	10,632	16,560	27,192
Pension	4,014	9,379	13,393	4,218	9,315	13,533
Remuneration to directors	-	4,740	4,740	-	4,480	4,480
Others	4,167	5,474	9,641	4,471	5,412	9,883
Depreciation	64,037	10,730	74,767	68,106	10,938	79,044
Amortization	-	1,962	1,962	-	2,414	2,414



**FLYTECH TECHNOLOGY CO., LTD.**

**Notes to the Financial Statements**

	<b>2021</b>	<b>2020</b>
The number of employees	<b>408</b>	<b>411</b>
The number of non-employee directors	<b>4</b>	<b>5</b>
Average employee benefits	<b>\$ 1,030</b>	<b>967</b>
Average employee salaries	<b>\$ 902</b>	<b>842</b>
Average employee salaries increased (decreased) by	<b>7.13%</b>	<b>(5.39)%</b>
Supervisors' remuneration (note)	<b>\$ -</b>	<b>-</b>

(Note) As the Company had established an Audit Committee, there was no remuneration policy for supervisor.

The Company's salary and remuneration policy, including directors, supervisors, managers and employees, is as follows:

- (a) The amounts of remuneration for directors and independent directors depend on the factors including responsibilities of directors, risks bore by the directors, and their time committed to the Company. Moreover, the criteria mentioned below will also be considered to prepare a payment scheme which will be approved by the Compensation Committee and the Board of Directors:
  - (i) Their commitment and contribution to the board meeting, including their attendance, quantity and quality of their proposals, as well as their contribution to the ordinary operation of the Company, such as discussion with external and internal auditors as well as company executives.
  - (ii) The pay levels within the domestic and overseas market.
  - (iii) Individual performance and overall performance of the board.
  - (iv) Overall operating performance of the Company.
  - (v) Pursuant to the Company's articles of incorporation, the Company shall distribute 3% to 15% of its profits in the current period as remuneration to its employees and no more than 3% to its directors.
  
- (b) The remuneration policy for managers and employees is decided by the human resource department which takes into consideration their duties, personal KPI and contribution to the Company's overall operating performance achievement rate. Furthermore, the pay levels in the domestic and overseas market will also be taken into consideration. Human resource department would also set up a remuneration policy based on the related internal guidances. A proposal will be submitted by human resource department to the Compensation Committee and Board of Directors for approval. The remuneration policy is regularly reviewed to ensure its reasonableness.

**FLYTECH TECHNOLOGY CO., LTD.**

**Notes to Financial Statements**

**13. Additional disclosures**

(a) Information on significant transactions:

In accordance with the requirements of the Regulations Governing the Preparation of Financial Reports by Securities Issuers, the Company discloses the following information on significant transactions for the year ended December 31, 2021:

(i) Financing provided to other parties:

(Amounts in Thousands of New Taiwan Dollars/Euro)

No. (Note 1)	Financing Company	Counter-party	Financial Statement Account	Related Parties	Maximum Balance for the Period	Ending Balance	Actual Drawdown Amounts	Interest Rate	Nature of Financing (Note 2)	Transaction Amounts	Reasons for Short-term Financing	Allowance for Doubtful Accounts	Collateral		Financing Limits for Each Borrowing Company (Note 3)	Financing Company's Total Financing Amount Limits (Note 3)
													Item	Value		
1	Poindus Systems	Adasys	Long term other receivables	Yes	22,016 (EUR 650)	20,358 (EUR 650)	20,358 (EUR 650)	2%	1	138,533		-		-	55,681	222,723
2	Poindus Systems	Poindus UK	Long term other receivables	Yes	31,391 (GBP 800)	26,093 (GBP 800)	26,093 (GBP 800)	1%	1	79,686		-		-	55,681	222,723

Note 1. Parties to intercompany transactions are identified and numbered as follows:

1. "0" represents the Company
2. Subsidiaries are numbered from "1".

Note 2. Nature of financing

1. Business transaction purpose
2. Short-term financing

Note 3. The individual financing amounts shall not exceed the lower amounts of transaction amounts of the most recent year and 10% of the most recent audited or reviewed net worth of Poindus Systems. The aggregate financing amount shall not exceed 40% of the most recent audited or reviewed net worth of Poindus Systems.

(ii) Guarantees and endorsements provided to other parties:

(In Thousands of New Taiwan Dollars)

No.	Endorsement/ Guarantee Provider	Guarantee Party		Limit on Endorsement/ Guarantee Amount Provided to Each Guarantee Party	Maximum Balance for the Period	Ending Balance	Amount Actually Drawn	Amount of Endorsement/ Guarantee Collateralized by Properties	Ratio of Accumulated Endorsement/ Guarantee to Net Equity per Latest Financial Statements	Maximum Endorsement/ Guarantee Amount Allowable (Note 3)	Guarantee Provided by Parent Company	Guarantee Provided by A Subsidiary	Guarantee Provided to Subsidiaries in Mainland China
		Name	Name of Relationship (Note 2)										
0	The Company	Box Technologies limited	2	886,443	80,000	40,000	-	-	0.90%	2,216,108	Y	N	N
0	The Company	Fei Shiun Investment	2	886,443	10,000	10,000	10,000	10,000	0.23%	2,216,108	Y	N	N

Note 1: The numbers filled in for the endorsements/guarantees provided by the Company or subsidiaries are as follows:

1. The Company is "0"
2. The subsidiaries are numbered in order starting from "1"

Note 2: Relationship between the endorser/guarantor and the party being endorsed/guaranteed is classified as "2", the endorser/guarantor which the parent company owns directly more than 50% of its voting shares.

Note 3: The Company provide guaranteed to subsidiary that the company owns directly 100% voting shares, the limit on endorsement or guarantee provided by the Company to a single party should not exceed 20% of its net worth. The total amount of endorsement or guarantee provided by the company should not exceed 50% of its net worth.

(iii) Marketable securities held at the reporting date (excluding investments in subsidiaries, associates, and jointly controlled entities):

(Amounts in Thousands of New Taiwan Dollars and shares)

Investing Company	Marketable Securities Type and Name	Relationship with the Securities Issuer	Financial Statement Account	Ending Balance				Note
				Number of Shares	Carrying Value	Percentage of Ownership	Fair value	
The Company	Convertible bond; Nextronics engineering core	-	Financial assets at fair value through profit or loss — current	0.1	9,581	-	9,581	
Flytech CN BVI	Convertible bond; Astra cloud holdings	-	Financial assets at fair value through profit or loss — current	-	-	-	-	

(iv) Marketable securities for which the accumulated purchase or sale amounts for the year exceed \$300 million or 20% of the paid-in capital: None

## FLYTECH TECHNOLOGY CO., LTD.

### Notes to Financial Statements

- (v) Acquisition of real estate which exceeds \$300 million or 20% of the paid-in capital: None
- (vi) Disposal of real estate which exceeds \$300 million or 20% of the paid-in capital: None
- (vii) Total purchases from and sales to related parties which exceed \$100 million or 20% of the paid-in capital:

(Amounts in Thousands of New Taiwan Dollars)

Company Name	Related Party	Relationship	Transaction Details				Transactions with Terms Different from Others		Notes/Accounts Receivable (Payable)		Note
			Purchases/ (Sales)	Amount (Note 3)	% of Total Purchases/ (Sales)	Payment Terms	Unit Price	Payment Terms	Ending Balance	% of Total Notes/Accounts Receivable (Payable)	
The Company	Poindus Systems	Subsidiary	(Sales)	129,656	2.50%	EM 60	(Note 1)	(Note 2)	29,926	2.48%	
The Company	Box UK	Subsidiary	(Sales)	363,957	7.02%	EM 75	(Note 1)	(Note 2)	114,107	9.44%	

Note 1: The selling prices with related parties are influenced by the economic environment and market competitiveness in each regions.

Note 2: The trade terms of sales with related parties are EOM 60~180 days, and the trade terms with third parties are OA 30~75 days.

Note 3: The intercompany transactions are disclosed only for the amounts of sales; the corresponding purchases are not disclosed.

- (viii) Receivables from related parties which exceed \$100 million or 20% of the paid-in capital:

Name of company	Counter-party	Nature of relationship	Ending balance	Turnover rate	Overdue		Amounts received in subsequent period	Allowance for bad debts
					Amount	Action taken		
The company	Box UK	Subsidiary	114,107	3.75	-		59,359	-

- (ix) Transactions in derivative instruments: Refer to note 6(b)

- (b) Information on investees:

The following is the information on investees for the years ended December 31, 2021 (excluding information on investees in Mainland China):

(Amounts in Thousands of shares/ foreign currency and New Taiwan Dollars)

Investor	Investee	Location	Main Businesses and Products	Original Investment Amount		Balance as of December 31, 2021			Net Income (Loss) of the Investee	Investment Income (Loss)	Note
				December 31, 2021	December 31, 2020	Shares	Percentage of Ownership	Carrying value			
The Company	Flytech USA BVI	British Virgin Islands	Investment and holding activity	38,652	38,652	100	100.00%	16,223	(736)	(736)	
The Company	Flytech HK BVI	British Virgin Islands	Investment and holding activity	10,392	10,392	50	100.00%	134,475	4,926	4,926	
The Company	Flytech CN BVI	British Virgin Islands	Investment and holding activity	90,601	90,601	200	100.00%	135,519	10,103	10,103	
The Company	Fei Shiun Investment	Taiwan	Investment and holding activity	428,000	428,000	19,000	100.00%	354,833	(16,678)	(16,678)	
The Company	Box Holdings	United Kingdom	Investment and holding activity	511,307	511,307	4	100.00%	402,065	46,410	15,346	
Flytech USA BVI	Flytech USA	USA	Sale of computers and peripherals	36,358 (USD 1,072)	36,358 (USD 1,072)	700	100.00%	15,290 (USD 552)	(736) (USD 26))	-	
Flytech HK BVI	Flytech HK	Hong Kong	Sale of computers and peripherals	10,433 (USD 298)	10,433 (USD 298)	1,000	100.00%	135,437 (USD 4,893)	4,926 (USD 176)	-	
Flytech HK	iSAPPOS	Hong Kong	Sale of computers and peripherals	- (HKD 7,500)	31,690 (HKD 7,500)	(Note 1)	- %	-	-	-	Note 2
Fei Shiun Investment	Berry AI	Taiwan	Operating software design and data processing services, and integrating software and hardware services	117,600	42,000	10,500	65.63%	50,869	(63,653)	-	
Flycom Investment	iRUGGY System	Taiwan	Sale of computers and peripherals	60,000	60,000	6,000	100.00%	26,421	445	-	
Fei Shiun Investment	Poindus Systems	Taiwan	Sale of computers and peripherals	308,070	308,070	10,354	49.31%	283,649	57,893	-	
Fei Shiun Investment	TAC Dynamics	Taiwan	Sale of machinery and equipment	18,000	-	163	35.00%	17,690	(884)	-	
Poindus Systems Investment	Poindus Investment	Taiwan	Investment and holding activities	4,100	4,100	(Note 1)	100.00%	614	(111)	-	
Poindus Systems	Adasys	Germany	Sale of computers and peripherals	57,712 (EUR 1,730)	57,712 (EUR 1,730)	0.002	100.00%	23,972	12,113	-	
Poindus Systems	Poindus UK	United Kingdom	Sale of computers and peripherals	14,297 (GBP 300)	14,297 (GBP 300)	300	100.00%	(224)	10,403	-	
Poindus Investment	Poindus GmbH	Germany	Sale of computers and peripherals	1,721 (EUR 40)	1,721 (EUR 40)	(Note 1)	100.00%	190	(86)	-	
Box Holdings	Box UK	United Kingdom	Sale of computers and peripherals	472 (GBP 10)	472 (GBP 10)	10	100.00%	278,645 (GBP 7,475)	47,087 (GBP 1,225)	-	
Box Holdings	Box Nordic	Sweden	Sale of computers and peripherals	2,330 (GBP 49)	2,330 (GBP 49)	5	100.00%	6,333 (GBP 170)	(677) (GBP 18))	-	
Berry AI	Berry AI BCI	British Virgin Islands	Investment and holding activities	30,000	-	50	100.00%	29,388	(308)	-	
Berry AI BVI	Berry AI USA			27,965 (USD 1,000)	-	1,000	100.00%	27,376 (USD 989)	(307) (USD 11))	-	

Note 1: There were no shares as the company is a limited liability company.

Note 2: ISAPPOS was liquidated in June 2020, wherein the liquidation process had been completed in February 2021.

**FLYTECH TECHNOLOGY CO., LTD.**

**Notes to Financial Statements**

(c) Information on investment in mainland China:

(i) Information on investment in Mainland China

(Amounts in Thousands of New Taiwan Dollars and US Dollars)

Investee	Main Businesses and Products	Total Amount of Paid-in Capital	Method of Investment	Accumulated Outflow of Investment from Taiwan as of January 1, 2021	Investment Flows		Accumulated Outflow of Investment from Taiwan as of December 31, 2021	Net Income (Loss) of Investee	% of Ownership of Direct and Indirect Investment	Investment Income (Loss)	Carrying Value as of December 31, 2021	Accumulated Inward Remittance of Earnings as of December 31, 2021
					Outflow	Inflow						
Flytech CN	Sale of computers and peripherals	69,089 (USD 2,000)	(Note 1)	69,089 (USD 2,000)	-	-	69,089 (USD 2,000)	10,080 (USD 361)	100.00%	10,080 (USD 361)	121,514 (USD 4,390)	-
Qijie	Sale of computers and peripherals	30,850 (USD 1,000)	(Note 2)	35,888 (USD 1,200)	-	-	35,888 (USD 1,200)	(3,324)	49.31%	(3,324)	22,391	-

Note 1: Indirect investment in Mainland China through a holding company, Flytech CN BVI, established in a third country

Note 2: (1) Flytech CN BVI reinvested the amount of USD392 thousand it incurred from the liquidation of Flytech BJ, together with its own funds, and acquired 40% ownership of Qijie.

(2) In 2019, the Company acquired an additional 20% share ownership of Qijie through Flytech CN BVI.

(3) The 60% and 40% ownership of Flytech CN BVI and the third parties amounting to USD600 and USD400, respectively, in Qijie were acquired by Poindus Systems in 2020, resulting in Poindus System to fully own Qijie.

(ii) Limits on investment in Mainland China

(Amounts in Thousands of New Taiwan Dollars and US Dollars)

Accumulated investment in Mainland China as of December 31, 2021	Investment amount authorized by Ministry of Economic Affairs Investment Commission	Upper limit on investment
120,397 (USD 3,700)	121,617 (USD 4,100)	2,659,329

(iii) Significant transactions with the investee in Mainland China

For the Company's significant direct or indirect transactions with investee companies in Mainland China for the year ended December 31, 2021, please refer to "Information on significant transactions" above.

(d) Major shareholders:

Shareholder's Name	Shareholding	Shares	Percentage
Lam Tai Seng		16,423,263	11.47%
Wang Wei Wei		11,040,443	7.71%
Fubon Life Insurance Co. Ltd.		8,540,000	5.96%

**14. Segment information**

Please refer to the consolidated financial statements for the years ended December 31, 2021 and 2020 for disclosure of segment information.

**Flytech Technology Co., Ltd.**  
**Statement of Cash and Cash Equivalents**  
**December 31, 2021**  
**(Expressed in Thousands of New Taiwan Dollars)**

<u>Item</u>	<u>Description</u>	<u>Amount</u>
Cash on hand and cash in foreign currency		\$ 738
Demand deposits		1,137,220
Checking accounts		8
Foreign currency deposits (Note 1)	USD : 5,682 thousand EUR : 1 thousand CNY : 363 thousand GBP : 2,077 thousand	236,312
Time deposits (mature within three months)		<u>10,000</u>
		<u><b>\$ 1,384,278</b></u>

Note 1: Foreign currency deposits were translated at the spot exchange rate on December 31, 2021 as follows:

<u>Currency</u>	<u>Exchange rate</u>
USD	27.68
EUR	31.32
CNY	4.345
GBP	37.276

**Flytech Technology Co., Ltd.**

**Statement of Notes and Accounts Receivable**

**December 31, 2021**

**(Expressed in Thousands of New Taiwan Dollars)**

<u>Name of Customers</u>	<u>Description</u>	<u>Amount</u>	<u>Note</u>
Customer A		\$ 383,344	
Customer B		118,464	
Customer C		100,286	
Customer D		66,644	
Other (less than 5%)		<u>272,247</u>	
		<u><b>\$ 940,985</b></u>	

**Statement of Accounts Receivable From Related Parties**

<u>Name of related parties</u>	<u>Amount</u>
Poindus Systems Corp.	\$ 29,926
Box Technologies Limited	114,107
Flytech CN	10,299
Other (less than 5%)	<u>5,769</u>
	<u><b>\$ 160,101</b></u>

**Flytech Technology Co., Ltd.**

**Statement of Inventories**

**December 31, 2021**

**(Expressed in Thousands of New Taiwan Dollars)**

<b>Item</b>	<b>Amount</b>		<b>Note</b>
	<b>Carrying amount</b>	<b>Net realizable value</b>	
Raw materials	\$ 620,222	620,222	
Work in porcess	213,530	293,106	
Finished goods	91,972	123,639	
	<b>\$ 925,724</b>	<b>1,036,967</b>	

**Statement of Prepayments and Other Current Assets**

<b>Item</b>	<b>Description</b>	<b>Amount</b>	<b>Note</b>
VAT refund		\$ 20,459	
Other (less than 5%)		823	
		<b>\$ 21,282</b>	

Flytech Technology Co., Ltd.

Statement of Changes in Investments Accounted for Using Equity Method

For the year ended December 31, 2021

(Expressed in Thousands of New Taiwan Dollars)

(In Thousands of shares)

Name of investees	Balance at January 1, 2021		Addition		Decrease		Investment income (loss) for using equity method	Foreign currency translation difference	Changes in remeasurement of defined benefit plan	Realized (unrealized) gross profit	Balance at December 31, 2021			Total equity	Collateral or pledge
	Shares	Amount	Shares	Amount	Shares	Amount					Shares	%	Amount		
Flytech USA BVI	100	\$ 17,227	-	-	-	-	(736)	(251)	-	(17)	100	100.00%	16,223	16,246	No
Flytech HK BVI	50	133,517	-	-	-	-	4,926	(4,624)	-	656	50	100.00%	134,475	135,457	No
Flytech CN BVI	200	126,805	-	-	-	-	10,103	(1,030)	-	(359)	200	100.00%	135,519	136,882	No
Fei-Syun Investment	19,000	374,689	-	2,764	-	-	(16,678)	(1,254)	1,513	(6,201)	19,000	100.00%	354,833	370,107	No
Box Holdings	4	434,484	-	-	-	-	15,346	(10,815)	-	(36,950)	4	100.00%	402,065	246,460	No
		<u>\$ 1,086,722</u>		<u>2,764</u>			<u>12,961</u>	<u>(17,974)</u>	<u>1,513</u>	<u>(42,871)</u>			<u>1,043,115</u>		



**Flytech Technology Co., Ltd.**  
**Statement of Change in of Intangible Assets**  
**For the year ended December 31, 2021**  
**(Expressed in Thousands of New Taiwan Dollars)**

<b>Item</b>	<b>Begining balance</b>	<b>Increase during 2021</b>	<b>Decrease during 2021</b>	<b>Ending balance</b>	<b>Note</b>
Cost :					
Computer software	\$ 37,588	11,659	-	49,247	
Amortization :					
Computer software	<u>(36,315)</u>	<u>(1,962)</u>	<u>-</u>	<u>(38,277)</u>	Amortizing by straight-line method
	<b><u>\$ 1,273</u></b>	<b><u>9,697</u></b>	<b><u>-</u></b>	<b><u>10,970</u></b>	

**Statement of Notes and Accounts Payable**  
**December 31, 2021**

<b>Name of cusomers</b>	<b>Description</b>	<b>Amount</b>	<b>Note</b>
Vendor A		\$ 72,924	
Vendor B		35,973	
Other (less than 5%)		<u>504,061</u>	
		<b><u>\$ 612,958</u></b>	

**Flytech Technology Co., Ltd.**

**Statement of Other Payables**

**December 31, 2021**

**(Expressed in Thousands of New Taiwan Dollars)**

<b>Item</b>	<b>Description</b>	<b>Amount</b>	<b>Note</b>
Accrued remuneration to employees		\$ 78,093	
Accrued Bonus		46,500	
Salaries and wages payable		23,712	
Other (less than 5%)		76,552	
		<u>\$ 224,857</u>	

**Statement of Other Current Liabilities**

<b>Item</b>	<b>Description</b>	<b>Amount</b>	<b>Note</b>
Contract liabilities		\$ 19,433	
Deferred revenue for extend warranty		1,781	
Receipts under custody		866	
		<u>\$ 22,080</u>	

Flytech Technology Co., Ltd.

Statement of Lease Liabilities

December 31, 2021

(Expressed in Thousands of New Taiwan Dollars)

<u>Item</u>	<u>Lease period</u>	<u>Discount Rate</u>	<u>Ending balance</u>
Other equipment	2019/7/15~2022/7/14	1.70%	<u>\$ 532</u>
Current			<u>\$ 532</u>

Statement of Revenue

For the year ended December 31, 2021

<u>Item</u>	<u>Amount</u>	<u>Note</u>
Industries computers	\$ 3,370,803	
Other peripheral products	454,226	
Service, repairs and other income	<u>21,910</u>	
	<u>\$ 3,846,939</u>	

**Flytech Technology Co., Ltd.**  
**Statement of Cost of Revenue**  
**For the year ended December 31, 2021**  
**(Expressed in Thousands of New Taiwan Dollars)**

<u>Item</u>	<u>Amount</u>
Raw materials	
Raw materials, beginning of year	\$ 259,080
Add : Net purchase	2,689,149
Transferred from outsourcing processing	16,990
Less : Ending balance	653,164
Transferred to expenses and others	11,263
Cost of sales on raw materials	<u>59,269</u>
Raw materials used	2,241,523
Direct labor	53,748
Manufacturing overhead	<u>202,763</u>
Manufacturing cost	2,498,034
Add : Work in process, beginning of year	137,862
Purchases	176,095
Less : Work in process, end of year	219,773
Transferred to expenses and others	11,325
Cost of sales on work in process	<u>204,683</u>
Cost of goods manufactured	2,376,210
Add : Finished goods, beginning of year	22,117
Purchases	4,767
Less : Finished goods, end of year	92,987
Cost of sales	<u>2,310,107</u>
Cost of sales on raw materials	59,269
Cost of sales on work in process	204,683
Losses on scrap of inventories	11,090
Write-downs of inventories	7,700
Others	<u>15,335</u>
Cost of Revenue	<u><u>\$ 2,608,184</u></u>

**Flytech Technology Co., Ltd.**  
**Statement of Operating Expenses**  
**For the year ended December 31, 2021**  
**(Expressed in Thousands of New Taiwan Dollars)**

<u>Item</u>	<u>Selling expenses</u>	<u>Administrative expenses</u>	<u>Research and development expenses</u>
Salaries and wages	\$ 63,993	65,631	106,758
Commission expense	29,460	-	-
Insurance expense	7,498	5,388	8,470
Depreciation expense	1,415	6,457	2,858
Research expense	-	-	29,552
Professional service expense	12,016	5,983	2,391
Other expense (less than 5%)	14,156	35,489	19,198
<b>Total</b>	<b><u>\$ 128,538</u></b>	<b><u>118,948</u></b>	<b><u>169,227</u></b>

Please refer to note 6(g) for statement of movement of property, plant and equipment.

Please refer to note 6(h) for statement of movement of right-of-use assets.

Please refer to note 6(l) for deferred tax assets and liabilities.

Please refer to note 6(j) for statement of provisions.

Please refer to note 6(k) for statement of net defined benefit liabilities.

Please refer to note 6(q) for statement of other income, other gain or loss and finance costs.

Flytech Technology Co., Ltd.  
Statement of Internal Control System

Date: Mar 18<sup>th</sup> 2022

Based on the findings of a self-assessment, Flytech Technology Co., Ltd. (Flytech) states the following with regard to its internal control system during the year 2021:

1. Flytech's Board of Directors and Management are responsible for establishing, implementing, and maintaining an adequate internal control system, and Flytech has established such a system. Our internal control system is designed to provide reasonable assurance over the effectiveness and efficiency of operations (including profitability, performance, and safeguarding of assets), reliability, timeliness, transparency of reporting, and compliance with applicable laws and regulations.
2. An internal control system has its inherent limitations. No matter how perfectly designed, an effective internal control system can only provide reasonable assurance of accomplishment the objectives mentioned above. Furthermore, the effectiveness of an internal control system may be subject to changes due to circumstances beyond control. Nevertheless, the internal control system of Flytech contains self-monitoring mechanisms, and Flytech takes immediate remedial actions in response to any identified deficiencies.
3. Flytech evaluates the design and operating effectiveness of its internal control system based on the criteria provided in the "Regulations Governing the Establishment of Internal Control Systems by Public Companies" (herein below, the "Regulations"). The criteria adopted by the Regulations identify five components of managerial internal control: (1) control environment, (2) risk assessment, (3) control activities, (4) information and communication, and (5) monitoring activities. Each component further contains several items. Please refer to the Regulations for details.
4. Flytech has evaluated the design and operating effectiveness of its internal control system according to the aforesaid criteria.
5. Based on the findings of the evaluation mentioned in the preceding paragraph, Flytech believes that, on December 31, 2021, it has maintained, in all material respects, an effective internal control system (that includes the supervision and management of subsidiaries), to provide reasonable assurance over operational effectiveness and efficiency, reliability, timeliness, transparency of reporting, and compliance with applicable laws and regulations.
6. This Statement will be an integral part of Flytech's Annual Report and Prospectus and will be made public. Any falsehood, concealment, or other illegality in the content made public will entail legal liability under Articles 20, 32, 171, and 174 of the Securities and Exchange Act.
7. This Statement has been passed by the Board of Directors in their meeting on March 18th, 2022, with none of the seven attending directors expressing dissenting opinions, and remainders all affirming the content of this Statement.

Flytech Technology Co.,Ltd.

Chairman  
Lam Tai Seng

President  
Chuo Chun Hung

Flytech Technology Co.,Ltd.

Chairman

Lam Tai Seng