

Ta Ya Electric Wire & Cable Co., Ltd.

2021 Annual General Shareholders' Meeting Minutes

Meeting Time: 9:00 AM on Aug 13 (Friday), 2021

Meeting Location: No.27,Zhengyi St.,Guanmiao Dist.,Tainan City,Taiwan
(Guanmiao Shanxi Temple Activity Center)

Attendance: The total number of shares issued by the Company was 595,068,022 shares.

The total number of outstanding voting shares was 589,044,612 shares.

The total number of shares attended was 323,177,00 shares.

The total number of represented by shareholders present in person was 317,153,592 shares. (117,268,343 shares from E-Voting)

Percentage of shares held: 54.30%

Directors in Attendance: Shen Shang Hung , Shen San Yi , Shen Shang Pang , Shen Shang Tao ,
Horng Lan Horng

Independent Directors in Attendance: Chang Lee Chiou , Wei Chun Hsien , Cheng Duen Chian
(Live webcast)

Independent Directors present: Chang Lee Chiou , Wei Chun Hsien , Cheng Duen Chian
(Live webcast)

Attendants as guest: Sung-yu Liu(CPA) 、 Su-wen pin (Lawyer)

Chairperson : Chairman Shen Shang Hung

Secretary: Chen Chung Kuang

Call the meeting to order: The aggregate shareholding of the shareholders present in person or proxy constituted a quorum. The Chairperson called the meeting to order.

I. Chairman's Address: Omitted.

II. Reports Items

(1) 2020 Business Report (Handbook pages 2-3)

(2) 2020 Inspection Report Of Audit Committee (Handbook pages 5-6)

(3) Report of Endorsement and Guarantee (Handbook page 7)

(4) Report of 2020 Remuneration to employees and directors (Handbook page 8)

(5) Report of 2020 issuance of general secured corporate bond (Handbook page 9)

(6) Report of corporate stock repurchase execution (Handbook page 9)

(7) Distribution of 2020 cash dividends from profits (Handbook page 9)

(Please visit the Market Observation Post System and select the electronic books of the Appendix to the Handbook; website: <http://mops.twse.com.tw>)

III. Approval Items

Proposal 1: Proposed by the board of directors

Ratification of Business Report and Financial Statements for 2020

Explanatory note:

- i. The Company entrusted certified public accountants Sung-yu Liu and Zi-Yu Chen with Solomon & Co., CPAs to audit and certify the Business Report and Financial Statements (includes Consolidated Financial Statements) for 2020.

- ii. Please see pages 2-3 for the business report and pages 14-35 for the Auditors' Report and the Financial Statements.

Voting Results : Shares represented at the time of voting : 317,153,592

Result after voting	% of the voting rights of shareholders attended
Approval votes: 297,933,913 rights (including electronic voting: 98,049,674 rights)	93.93%
Disapproval votes: 71,193 rights (including electronic voting : 71,193 rights)	0.02%
Invalid votes : 0 權	0%
Abstention votes/no votes : 19,148,486 rights (including electronic voting : 19,147,476 rights)	6.03%

Resolved, that the above proposal was accepted as proposed

Proposal 2: Proposed by the board of directors

Distribution of 2020 profits

Explanatory note:

- i. The net income was NT\$850,044,938. The Company proposed to distribute cash dividend of NT\$208,273,808, which is NT\$0.35 per share. The Company proposed to transferred 2020 earning, NT\$208,273,800 to common stocks, which is NT\$0.35 per share. The total amount of cash dividends less than NT\$1 was adjusted from greatest to smallest in accordance with the total amount of cash dividend. The rounding difference would be recognized as other income. The distribution of earning is on page 36.
- ii. The distribution was based on the outstanding common share 595,068,022. The proposal to authorize the Chairman to determine the payout ratio in case the outstanding share change from the Company repurchases its shares or other facts.
- iii. The proposal to authorize the Chairman to determine the ex-dividend date and adjust the payout ratio based on actual conditions.

Voting Results : Shares represented at the time of voting : 317,153,592

Result after voting	% of the voting rights of shareholders attended
Approval votes: 298,567,934 rights (including electronic voting: 98,683,695 rights)	94.13%
Disapproval votes: 74,263 rights (including electronic voting: 74,263 rights)	0.02%
Invalid votes : 0 rights	0%
Abstention votes/no votes : 18,511,395 rights (including electronic voting: 18,510,385 rights)	5.83%

Resolved, that the above proposal was accepted as proposed

Discussion process :

- 1.Shareholders inquire about the increase in non-operating income, short-term loans, long-term loans, property, plant and equipment, and the decrease in inventories for 2020.
- 2.Chairman responded to the aforesaid questions.

IV. Discussion and Voting

Proposal 1 : Proposed by the board of directors

Proposal for 2020 earning transferred to common stocks.

- i. The Company proposed to transfer 2020 earning NT\$208,273,800 to issue new shares 20,827,380 as stock dividend with face value of NT\$10 per share. It is proposed that stock dividends be calculated on the basis of outstanding shares, i.e., 35 shares for each 1,000 shares held. Regarding any amount less than one share, the shareholder may register with the Company's stock agency to request to combine as one share 5 days after the record date of dividends. After the combination request, the amount is still less than one share, the dividends will be distributed in cash with minimum calculation unit of one NT dollar according to Company Law Article 240. The Chairman of the Board will be authorized to approach specific persons of the purchase of these shares based on the face value.
- ii. The distribution of the earning is based on the outstanding common share of 595,068,022. It is therefore proposed that the Board of Directors has full authority to adjust the ratio of shares for above mentioned amount and shares if the number of outstanding shares is affected by transfer or cancellation of treasury stocks or other issues.
- iii. The rights and obligations of the new shares are identical to those of the existing shares.
- iv. Upon the approval of 2021 Annual General Shareholders' Meeting and the Competent Authority, the Board Meeting is authorized to determine the distribution record date and the issuance process.
- v. It is proposed to authorize the board of directors to handle any revision from the authority or any change due to the response to the business environment.

Voting Results :

Shares represented at the time of voting : 317,153,592

Result after voting	% of the voting rights of shareholders attended
Approval votes: 298,568,923 rights (including electronic voting: 98,684,684 rights)	94.14%
Disapproval votes: 84,923 rights (including electronic voting: 84,923 rights)	0.02%
Invalid votes : 0 rights	0%
Abstention votes/no votes : 18,499,746 rights (including electronic voting: 18,498,736 rights)	5.83%

Resolved, that the above proposal was accepted as proposed

Proposal 2 : Proposed by the board of directors

To approve the Amendment to “Articles of Incorporation”

The proposed Amendments “Articles of Incorporation” are attached hereto as Appendix (Handbook pages 37-39).

Supplementary Note: In line with the Measures for Postponement of Shareholders' Meetings of Public Companies Due to the COVID-19 Pandemic announced by the Financial Supervisory Commission on May 20, 2021, public companies shall cease to hold shareholders' meetings from May 24, 2021 to June 30, 2021. Thus, the 2021 Annual General Shareholders' Meeting of the Company was originally scheduled for Jun 10, 2021 but was postponed to Aug 13, 2021 by resolution of the Board of Directors. The date of amendment to the Company's Articles of Incorporation has been revised to "the fiftieth amendment was made on Aug 13, 2021."

Voting Results :

Shares represented at the time of voting : 317,153,592

Result after voting	% of the voting rights of shareholders attended
Approval votes: 298,568,513 rights (including electronic voting: 98,684,274 rights)	94.14%
Disapproval votes: 73,574 rights (including electronic voting: 73,574 rights)	0.02%
Invalid votes : 0 rights	0%
Abstention votes/no votes : 18,511,505 rights (including electronic voting: 18,510,495 rights)	5.83%

Resolved, that the above proposal was accepted as proposed

Proposal 3 : Proposed by the board of directors

To approve the Amendment to “Rules of Governing Shareholders’ Meeting”

The proposed “Rules of Governing Shareholders’ Meeting” are attached hereto as Appendix (Page 40-45).

Supplementary Note: In line with the Measures for Postponement of Shareholders' Meetings of Public Companies Due to the COVID-19 Pandemic announced by the Financial Supervisory Commission on May 20, 2021, public companies shall cease to hold shareholders' meetings from May 24, 2021 to June 30, 2021. Thus, the 2021 Annual General Shareholders' Meeting of the Company was originally scheduled for Jun 10, 2021 but was postponed to Aug 13, 2021 by resolution of the Board of Directors. The date of amendment to the rules of procedures for Shareholders’ Meetings of the Company has been revised to "the eighth amendment was made on Aug 13, 2021."

Voting Results : Shares represented at the time of voting : 317,153,592

Result after voting	% of the voting rights of shareholders attended
Approval votes: 298,570,427 rights (including electronic voting: 98,686,188 rights)	94.14%
Disapproval votes: 71,499 rights	0.02%

(including electronic voting: 71,499 rights)	
Invalid votes : 0 rights	0%
Abstention votes/no votes : 18,511,666 rights (including electronic voting: 18,510,656 rights)	5.83%

Resolved, that the above proposal was accepted as proposed

Proposal 4 : Proposed by the board of directors

To approve the Amendment to “Procedures for Endorsement and Guarantee”

The proposed “Procedures for Endorsement and Guarantee” are attached hereto as Appendix (Hand book pages 46-48).

Supplementary Note: In line with the Measures for Postponement of Shareholders' Meetings of Public Companies Due to the COVID-19 Pandemic announced by the Financial Supervisory Commission on May 20, 2021, public companies shall cease to hold shareholders' meetings from May 24, 2021 to June 30, 2021. Thus, the 2021 Annual General Shareholders' Meeting of the Company was originally scheduled for Jun 10, 2021 but was postponed to Aug 13, 2021 by resolution of the Board of Directors. The date of amendment to the Procedures for Endorsement and Guarantee of the Company has been revised to "the fourteenth amendment was made on Aug 13, 2021."

Voting Results : Shares represented at the time of voting : 317,153,592

Result after voting	% of the voting rights of shareholders attended
Approval votes: 287,610,665 rights (including electronic voting: 87,726,426 rights)	90.68%
Disapproval votes: 11,024,203 rights (including electronic voting: 11,024,203 rights)	3.47%
Invalid votes : 0 rights	0%
Abstention votes/no votes : 18,518,724 rights (including electronic voting: 18,517,714 rights)	5.83%

Resolved, that the above proposal was accepted as proposed

Proposal 5 : Proposed by the board of directors

Proposal to reelect the Board of directors

- i. The tenure of current board is till June 4th, 2021. It is proposed to reelect all board members. The current board will extend their tenure till the re-elected board take office specified in Article 195 and 217 of the R.O.C. Company Law.
- ii. The Company's Articles of Incorporation state that the Company's Board of Directors shall have six to nine directors, of which at least three must be independent. It is proposed to reelect 9 directors of which at least 4 independent directors.
- iii. The term of office of the directors to be elected shall be 3 years, from June 10, 2021 to June 9, 2024.

- iv. The List of Director Candidates and the List of Independent Director Candidates are attached hereto as Appendix (Handbook pages 49-51).

Supplementary Note: In line with the Measures for Postponement of Shareholders' Meetings of Public Companies Due to the COVID-19 Pandemic announced by the Financial Supervisory Commission on May 20, 2021, public companies shall cease to hold shareholders' meetings from May 24, 2021 to June 30, 2021. Thus, the 2021 Annual General Shareholders' Meeting of the Company was originally scheduled for Jun 10, 2021 but was postponed to Aug 13, 2021 by resolution of the Board of Directors. The term of office for the elected directors should be calculated from the actual election date, and such term of office is from August 13, 2021 to August 12, 2024, for a period of three years.

Result: List of directors and independent directors elected.

Title	ID Number	Name	Votes Received
Director	11	Shen,Shang-Hung	409,031,543
Director	3	Shen,Shang-Pang	351,381,104
Director	5	Shen, San-Yi	345,901,914
Director	12	Shen,Shang-Tao	338,510,290
Director	92	Hornng,Lan-Hornng	312,036,105
Independent director	E1010*****	Wei Chun-Hsien	229,622,629
Independent director	F2231*****	Chou Wen-Ching	229,387,870
Independent director	E1009*****	Yu Kuang-Hsun	229,308,464
Independent director	D1208*****	HO CHUN-HUEI	229,280,402

Proposal 6 : Proposed by the board of directors

To propose to relieve a certain director from his non-competition obligations

- i. According to Article 209 of the Company Act, a director acting on behalf of himself (herself) or another in matters within the business scope of the Company shall obtain approval at the shareholders meeting.
- ii. It is proposed to release newly elected directors from the prohibition on the participation in competitive business or similar business scope to the Company in 2021 regular shareholders' meeting. For such relief shall not damage the Company's benefit.

Voting Results : Shares represented at the time of voting : 317,153,592

Result after voting	% of the voting rights of shareholders attended
Approval votes: 270,592,687 rights (including electronic voting: 70,708,448 rights)	85.31%

Disapproval votes: 27,869,812 rights (including electronic voting: 27,869,812 rights)	8.78%
Invalid votes : 0 rights	0%
Abstention votes/no votes : 18,691,093 rights (including electronic voting: 18,690,083 rights)	5.89%

Resolved, that the above proposal was accepted as proposed

(Newly elected directors with concurrent job post is listed in the table below:

Director Name	Major Business Items and Concurrent Positions in Other Companies
Shen Shang-Hung	<p>Chairman of CUPRIME MATERIAL CO., LTD., Chairman of UNITED ELECTRIC INDUSTRY CO., LTD., Chairman of TA YA VENTURE CAPITAL CO., LTD., Chairman of TA YA Innovation Investment Co., Ltd, Director of TA YA (CHINA) HOLDING LTD ., Director of TA YA VENTURE HOLDINGS LTD ., Chairman of HENG YA ELECTRIC LTD., Director of HENG YA ELECTRIC (KUNSHAN) LTD., Director of HENG YA ELECTRIC (DONGGUAN) LTD., Director of TAYA ZHANGZHOU WIRES CABLE CO.,LTD., Director of TA YA ELECTRIC WIRE & CABLE (H.K.) CO., LTD., Director of TA YA (VIETNAM) INVESTMENT HOLDING LTD, Director of TA YA (Vietnam) ELECTRIC WIRE & CABLE JOINT STOCK COMPANY, Supervisor of TA HO ENGINEERING, CO., LTD., Chairman of CUGREEN METAL TECH CO., LTD., Director of TA YI PLASTIC(H.K.) LTD., Director of PLASTIC TECHNOLOGY INVESTMENT HOLDING LTD., Chairman of CUPRIME ELECTRIC WIRE & CABLE (H.K.) CO., LTD., Director of TA YA VIETNAM(Cayman) HOLDINGS LTD , Director of CUPRIME MATERIAL PTE. LTD, Director of CUPRIME VENTURE HOLDING CO., LTD, Director of CUPRIME INVESTMENT HOLDING COMPANY LIMITED, Chairman of TA YA GREEN ENERGY TECHNOLOGY CO., LTD., Chairman of BOSI SOLAR ENERGY CO., LTD., Chairman of TOUCH SOLAR POWER CO.,LTD., Chairman of BRAVO SOLAR POWER CO.,LTD., Chairman of SIN JHONG SOLAR POWER CO., LTD., Chairman of AMIT SYSTEM SERVICE LTD., Chairman of UNION STORAGE ENERGY SYSTEM LTD. Chairman of HONG YE INVESTMENT HOLDING CO., LTD., Chairman of JIA SHAN INVESTMENT HOLDING CO., LTD. , Chairman of JIA HSI INVESTMENT HOLDING CO.,LTD., Director of JUNG SHING WIRE CO., LTD.,</p>

	<p>Director of BORA PHARMACEUTICALS CO., LTD., Director of Theia Medical Technology Co., Ltd., Director of IRIDIUM MEDICAL TECHNOLOGY CO., LTD., Director of BIGBEST SOLUTIONS, INC., Independent Director of MERCURIES DATA SYSTEMS LTD., Independent Director of ASIA POLYMER CORPORATION, Independent Director of PARTNER TECH CORP Chairman of BO YAO POWER CO.,LTD. Chairman of JHIH-GUANG ENERGY CO.,LTD.</p>
Shen Shang-Pang	<p>Chairman and CEO of TA YA (Vietnam) ELECTRIC WIRE & CABLE JOINT STOCK COMPANY, Director of TA YA (VIETNAM) INVESTMENT HOLDING LTD, Director of CUPRIME MATERIAL CO., LTD., Director of TA HENG ELECTRIC WIRE & CABLE CO., LTD., Director of TA YA (CHINA) HOLDING LTD., Director of TA YA VENTURE HOLDINGS LTD., Director of HENG YA ELECTRIC LTD., Director of HENG YA ELECTRIC (KUNSHAN) LTD., Director of CUPRIME ELECTRIC WIRE & CABLE (H.K.) CO., LTD., Director of HENG YA ELECTRIC (DONGGUAN) LTD., Vice Chairman of Teco (Vietnam) Electric&Machinery CO., LTD., Director of TA YA VENTURE CAPITAL CO., LTD., Director of TA YA Innovation Investment Co., Ltd., Director of TAYA ZHANGZHOU WIRES CABLE CO.,LTD., Director of TA YA VIETNAM(Cayman) HOLDINGS LTD.</p>
Shen San-Yi	<p>President of TA YA ELECTRIC WIRE & CABLE CO., LTD., Vice Chairman of CUPRIME MATERIAL CO., LTD., Chairman of TA HENG ELECTRIC WIRE & CABLE CO., LTD., Vice Chairman of TA YA VENTURE CAPITAL CO., LTD., Vice Chairman of TA YA Innovation Investment Co., Ltd., Director of TA YI PLASTIC CO., LTD., Director of TA YA (CHINA) HOLDING LTD., Director of TA YA VENTURE HOLDINGS LTD ., Director of TA YA ELECTRIC WIRE & CABLE (H.K.) CO., LTD., Director of HENG YA ELECTRIC LTD., Director of HENG YA ELECTRIC (KUNSHAN) LTD., Director of HENG YA ELECTRIC (DONGGUAN) LTD., Director of TA YA (Vietnam) ELECTRIC WIRE & CABLE JOINT STOCK COMPANY, Director of CUPRIME ELECTRIC WIRE & CABLE (H.K.) CO., LTD., Director of TA YA (VIETNAM) INVESTMENT HOLDING LTD, Director of TA YA GREEN ENERGY TECHNOLOGY CO., LTD., Director of BOSI SOLAR ENERGY CO., LTD., Director of AD ENGINEERING CORPORATION,</p>

	<p>Director of TOUCH SOLAR POWER CO.,LTD., Director of BRAVO SOLAR POWER CO.,LTD., Director of SIN JHONG SOLAR POWER CO., LTD., Director of TAYA ZHANGZHOU WIRES CABLE CO.,LTD., Director of CUGREEN METAL TECH CO., LTD. Director of TA YA VIETNAM(Cayman) HOLDINGS LTD. Director of BO YAO POWER CO.,LTD. Director of JHIH-GUANG ENERGY CO.,LTD.</p>
Shen,Shang-Tao	<p>Director of TA HENG ELECTRIC WIRE & CABLE CO., LTD., Director of TA YA VENTURE CAPITAL CO., LTD., Director of TA YA Innovation Investment Co., Ltd, Vice Chairman of TA YA (Vietnam) ELECTRIC WIRE & CABLE JOINT STOCK COMPANY, Director of TA YA ELECTRIC WIRE & CABLE (H.K.) CO., LTD., Director of HENG YA ELECTRIC LTD., Supervisor of HENG YA ELECTRIC (KUNSHAN) LTD., Supervisor of HENG YA ELECTRIC (DONGGUAN) LTD., Director of Teco (Vietnam) Electric&Machinery CO., LTD., Supervisor of AD ENGINEERING CORPORATION, Director of TAYA ZHANGZHOU WIRES CABLE CO.,LTD.,</p>
Horng,Lan-Horng	Supervisor of CUPRIME MATERIAL CO., LTD.
Wei Chun-Hsien	<p>Chairman of DaChan Food (Asia) Limited Director of Shamrock Cayman Islands ShyaHsin Packaging (China) Co.,Ltd.</p>
Chou Wen-Ching	<p>Chairman of Sunhong TECH CORP, EVERNATURE DEVELOPER LTD., JA CHANG CO., LTD. ,</p>
HO CHUN-HUEI	<p>CDIB Capital Healthcare Ventures II Limited Partnership person in charge Chairman of CDIB Capital Healthcare Ventures., Director of ABLEREX ELECTRONICS CO., LTD. , Andes Technology Corporation, ChenYing International Development Co., Ltd 、 Independent Director of AMPACS CORPORATION. Chairman of HuaSheng Asset Management Consultant Co., Ltd.</p>

V. Extraordinary Motions

There being no other business and special motion,upon a motion duly made and seconded,the meeting was adjourned.

VI. Meeting Adjourned : 10:01AM

(This meeting minutes were only recorded the summary of the essential issues during the meeting. The detail of the proceeding, procedure and Shareholder's Statement shall be governed by and subject to the audio and video recording materials.)

Reports

1. 2020 Business Report

Unit : NT\$ thousand

(1) 2020 business report is as follows:

Items	2020	2019	Difference	Difference%
Net Revenue	18,300,805	18,153,101	147,704	0.81%
Income After tax	850,045	505,047	344,998	68.31%
Profit Rate	4.64%	2.78%	-	-

(2) Report of revenue and cost/expenditure

I. Report of Revenue

- a. In 2020, the net revenue was NT\$18,300,805 thousand, which was increased by NT\$147,704 thousand from 2019.
- b. In 2020 non-operating income was NT\$790,396 thousand which accounted for 4.32% of sales revenue.

II. Report of Cost/Expenditure

- a. In 2020, the cost was NT\$16,699,808 thousand, which accounted for 91.25% of sales revenue.
- b. In 2020, the expenditure was NT\$1,172,725 thousand, which accounted for 6.41% of sales revenue.
- c. In 2020 non-operating loss was NT\$216,664 thousand which accounted for 1.18% of sales revenue.

III. Report of Profit

The income after tax was NT\$850,045 thousand which increased by NT\$344,998 thousand from 2019.

(3) Financial performane and profitibilty in 2020

1. financial income and expenditure

Unit : NT\$ Thousand

Item	Amount
Sales Revenue	18,300,805
Gross Margin	1,600,997
Operating Inocme(Loss)	428,272
Non-Operating income	1,007,060
Non-Operating Loss	(216,664)
Income before Income Tax	1,218,668
Net Income	850,045
Earning Per share	1.45

2. Analysis of Profitability

Item	Ratio	
Return On Asset	5.24%	
Return on shareholders' equity	11.79%	
To capital(%)	operating profit margin	7.19%
	Pre-tax income	20.47%
Profit Margin	4.64%	
Earning Per share	1.45 元	

3. Business Plan and R&D Report:

- (1) To accommodate Government's policy to expand domestic demand, the Group will endeavour to provide what the country need for economy 、transporation development by supplying the best quality products and service of power cables and telecommunication wires.

- (2) With the group total support, the Group will consolidate domestic and overseas resource and strength to increase business performance.
- (3) To enhance market competitiveness, the Group will develop new market and satisfy the needs of market, launching new product and developing new products.
- (4) The Group ensures product's performance, safety and deliverable and free of toxic material to meet customer's requirements.
- (5) To promote the solar power generator system, the Group develop cable for solar power generator system, satisfying the requirements of green power environment.

(1) Inspection Report of Audit Committee

Ta Ya Electric Wire & Cable Co., Ltd.

Inspection Report of Audit Committee

The Audit Committee has duly inspected and approved the financial statements for 2020, the business report and financial statements proposed by the Board of Directors, with the financial statements having been audited and certified by Solomon & Co., CPAs 呂松裕 and 陳芋仔, hereby submit this report pursuant to Article 14 of Securities and Exchange Act and Article 219 of the Company Act.

To

General Shareholders Meeting 2020

Ta Ya Electric Wire & Cable Co., Ltd.

Audit Committee Convener : Chang Lee Chiou



Date: March 11th, 2021

(2) Proposed profit distribution Inspection Report of Audit Committee

Ta Ya Electric Wire & Cable Co., Ltd.

Inspection Report of Audit Committee

The Audit Committee has duly inspected and approved the profit distribution plan prepared and proposed by the Board of Directors and hereby submit this report pursuant to Article 14 of Securities and Exchange Act and Article 219 of the Company Act.

To

General Shareholders Meeting 2021

Ta Ya Electric Wire & Cable Co., Ltd.

Audit Committee Convener : Chang Lee Chiou



Date: April 22nd, 2021

2. Endorsement and Guarantee

- i. The endorsement and guarantee by the Company till the end of March, 2021 is as follows:

Unit : NT\$ Thousand

Guarantor	Guarantee	Endorsement and Guarantee Balance till end of 2020	The utilized amount	The limits to single company
TA YA	HENG YA ELECTRIC LTD.	1,560,591	1,069,875	3,106,364
TA YA	HENG YA ELECTRIC (KUNSHAN) LTD.	808,255	424,937	3,106,364
TA YA	HENG YA ELECTRIC (DONGGUAN) LTD.	903,260	807,068	3,106,364
TA YA	UNION STORAGE ENERGY SYSTEM LTD.	20,500	20,500	2,329,773
CUPRIME MATERIAL CO., LTD.	CUGREEN METAL TECH CO., LTD.	50,000	8,000	278,131
TA YI PLASTIC (H.K)	DONGGUAN HUI CHANG PLASTIC CO., LTD	95,043	62,174	146,102
HENG YA ELECTRIC LTD.	HENG YA ELECTRIC (DONGGUAN) LTD.	132,797	130,620	402,309
HENG YA ELECTRIC LTD.	HENG YA ELECTRIC (KUNSHAN) LTD.	132,797	130,620	402,309
TA YA GREEN ENERGY	SIN JHONG SOLAR POWER CO., LTD.	800,000	800,000	1,943,720
	Total	4,503,243	3,453,794	

- ii. 2. Based on the Company's "Procedures for Endorsement and Guarantee", the total amount of the endorsement and guarantee should not exceed 60% of the Company's net worth (NT\$4,659,547 thousand). the total amount of the endorsement and guarantee should not exceed 70% of the Company and subsidiaries' net worth (NT\$5,436,138 thousand).

3. Report of 2020 Remuneration to employees and directors

Explanatory note:

- i. The remuneration distribution was conducted pursuant to the Company's Article 26 of the Article of Incorporation which is 1% of profits earned of that year to the employees and no more than 3% for directors
- ii. In 2020, the remuneration for employees of the Company was 1% of profits, NT\$9,643,674, and 3%, NT\$ 28,931,022, for directors. The distribution amount was proposed by Payroll Committee and approved by the Board of Directors.

4. Report of 2020 issuance of general secured corporate bond

On the 2nd of December 2020, the Company issued general secured corporate bond to pay off debts, enhance financial structure and raise capital fund for the operation.

Type of Corporate Bonds	The first secured ordinary corporate bonds for 2020
Issuance date	December 2, 2020
Denomination	NT\$1,000,000
Issue Price	At face value
Total	NT\$1 billion in total
Interest rate	0.61% per annum
Period	5-year period, maturity date: December 2, 2025
Guarantee Organization	BANK SINOPAC CO. LTD.
Trustee	Taishin International Bank Co. Ltd.
Underwriting institution	SinoPac Securities Corporation
Reimbursement Method	Principal repayable in five equal payments in 2023~2026 ; interest payable semiannually
Outstanding principal amount	NT\$1,000,000,000

5. Report of corporate stock repurchase execution

Instance	16st Round
Purpose of the share repurchase	To transfer to employees
Scheduled period for the repurchase	2020.3.17~ 2020.5.15
Repurchase price range (NTD)	5.68~15.55
Executed volume (Shares)	5,500,000 Common shares
Executed amount (NTD)	54,141,308
Average purchase price per share (NTD)	9.84
Cancellation and transfer volume (Shares)	0
Cumulative holding (Shares)	0
Cumulative holding as a percentage of total issued shares (%)	0 %
Execution	All transfer completed

6. Distribution of 2020 cash dividends from profits

Explanatory note:

- i. The Board of Directors is authorized to decide the distribution of cash dividend and report the decision to the shareholders meeting in accordance with Article 26-1 of the Articles of Incorporation.
- ii. We plan to distribute NT\$208,273,808 of cash dividends, NT\$0.35 per share, to a dollar. The total amount of cash dividends less than NT\$1 was adjusted from greatest to smallest in accordance with the total amount of cash dividend.
- iii. The Board will be authorized to determine the ex-dividend date and adjust the payout ratio based on actual conditions. We hereby propose for acknowledgement to authorize the Chairman of the board to determine the payout ratio in case the number of share outstanding change.

INDEPENDENT AUDITORS' REPORT

English Translation of a Report Originally Issued in Chinese

The Board of Directors and Shareholders

TA YA ELECTRIC WIRE & CABLE CO., LTD.

Opinion

We have audited the accompanying consolidated financial statements of Ta Ya Electric Wire & Cable Co., Ltd and its subsidiaries (the Company), which comprise the consolidated financial balance sheets as of December 31, 2020 and 2019, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and the related notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, based on our audits and the reports of other auditors (refer to the Other Matter section of this report), the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2020 and 2019, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audit of the financial statement as of and for the year ended December 31, 2020 in accordance with the "Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants", and the auditing standards generally accepted in the Republic of China. Furthermore, we conducted our audit of the financial statements as of and for the year ended December 31, 2019 in accordance with the Regulation Governing

Auditing and Certification of Financial Statements by Certified Public Accountants, Rule No. 1090360805 issued by the Financial Supervisory Commission, 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 Company in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended December 31, 2020. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matters for the Company's consolidated financial statements for the year ended December 31, 2020 are stated as follows:

Loss allowance of accounts receivable

The recognition of the loss allowance of accounts receivable is based on the customer's credit quality, situation of collecting payments, and future economic conditions. Since the expected credit loss ratio involves subjective judgments and significant estimates of managements, the loss allowance of accounts receivable is identified as a key audit matter.

The book value of accounts receivable please refer to Notes 10 to the parent company's financial statements.

Our audit procedures consisted of obtaining the management's assessment information of expected credit loss ratio and assess that whether such assumptions is reasonable; recalculating the appropriateness of the recognition of expected credit loss of accounts receivable based on the above expected credit loss ratio; and inspecting specific customers which amount is significant and the reason for not receiving payment. We use above procedures to confirm whether the expected credit loss of accounts receivable have recognized sufficiently.

Inventory evaluation

The company assesses impairment of material based on lower of cost or net realizable value evaluation, and valuation of the inventory is mainly affected by the international copper price, but the international copper market price fluctuations frequently. Since inventory evaluation involves the management's significant judgment, inventory evaluation its assessment is identified as a key audit matter.

The book value of Inventories please refer to Notes 11 to the parent company's financial statements.

Our audit procedures in response to the abovementioned key audit matter were obtaining information pertaining to the lower of cost or net realizable value (LCNRV), sampling projected pricing information and the most recent sales record to assess the reasonableness of the judgment on the LCNRV, and comparing the year-end quantity of inventory items with the inventory count reports to confirm the existence and completeness of the inventory. Moreover, by attending year-end inventory counting, we assessed the condition of inventory and evaluated the adequacy of inventory provisions for obsolete goods.

Other Matter

Certain investments which were accounted for under the equity method based on the financial statements of the investees were audited by other independent accountants. Our audit, insofar as it related to these companies' total assets were NT 2,686,935 thousands and NT 2,560,813 thousands, which represented 10.66% and 12.31% of the total consolidated assets as of December 31, 2020 and 2019, the related shares of net operating revenue from the associates in the amount of NT 2,811,886 thousands and NT 2,897,033 thousands, which represented 15.36% and 15.96% of the total consolidated net operating revenue for the years ended December 31, 2020 and 2019; The investments accounted for under the equity method balance of NT 831,370 thousands and NT 769,535 thousands, which represented 3.30% and 3.70% of the total consolidated assets as of December 31, 2020 and 2019, the related shares of profit of associates and joint ventures accounted for using equity method in the amount of NT 124,108 thousands and NT 35,725 thousands, which represented 11.93% and 6.51% of the consolidated

total comprehensive income (loss) for the years ended December 31, 2020 and 2019.

We have audited and expressed an unqualified opinion with other matter paragraph on the parent company only financial statements of the Company as of and for the years ended December 31, 2020 and 2019.

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

Management is responsible for preparation and fair presentation of the consolidated financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and for 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 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 supervisors, are responsible for overseeing the Company'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 the auditing standards generally accepted in the Republic of China, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional 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 consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company 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 Company to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of

the group audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the year ended December 31, 2020 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

March 23, 2021

Notice to Readers

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

TA YA ELECTRIC WIRE & CABLE CO., LTD. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
(Expressed in Thousands of New Taiwan Dollars)

ASSETS	December 31,2020		December 31,2019	
	Amount	%	Amount	%
CURRENT ASSETS				
Cash and cash equivalents (notes 4 and 6)	\$ 2,906,624	11.5	\$ 2,452,870	11.8
Financial assets at fair value through profit or loss (notes 4, 7 and 35)	590,344	2.3	421,323	2.0
Financial assets at fair value through other comprehensive income (Notes 4 and 8)	26,065	0.1	5,348	—
Financial assets at amortized cost(notes 9)	333,031	1.3	252,933	1.2
Contract assets	49,772	0.2	172,886	0.8
Notes receivable, net (notes 4, 10 and 36)	156,484	0.7	152,666	0.7
Accounts receivable, net (notes 4, 10 and 36)	3,448,935	13.7	2,888,444	13.9
Other receivables (note 36)	51,430	0.2	84,285	0.4
Income tax receivable (note 26)	438	—	—	—
Inventories, net (notes 4 and 11)	2,935,739	11.6	3,429,976	16.5
Inventories (Construction),net (notes 4 and 11)	225,370	0.9	145,257	0.7
Prepayments	202,583	0.9	92,153	0.4
Other current assets	105,891	0.4	509,968	2.5
Total current assets	11,032,706	43.8	10,608,109	50.9
NONCURRENT ASSETS				
Financial assets at fair value through profit or loss (notes 4, 7 and 35)	2,232,668	8.9	1,497,990	7.3
Financial assets at fair value through other comprehensive income (notes 4, 8 and 35)	920,106	3.7	837,578	4.0
Investments accounted for using equity method (notes 4, 12 and 37)	884,224	3.5	796,332	3.8
Property, plant and equipment (notes 4, 13 and 37)	7,543,746	29.9	4,821,771	23.2
Right-of-use assets (notes 4 and 14)	487,434	1.9	467,550	2.2
Investment Property, net (notes 4 and 15)	1,150,406	4.6	1,104,437	5.3
Intangible assets(notes 16)	325	—	690	—
Deferred income tax assets (notes 2 and 26)	149,720	0.6	203,536	1.0
Prepayments for equipment	49,058	0.2	57,205	0.3
Refundable deposits (note 37)	101,659	0.4	117,611	0.6
Net defined benefit asset	6,227	—	4,263	—
Other non-current assets	645,924	2.5	283,944	1.4
Total noncurrent assets	14,171,497	56.2	10,192,907	49.1
TOTAL	\$ 25,204,203	100.0	\$ 20,801,016	100.0
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Short-term loans (note17)	\$ 4,522,706	17.9	\$ 3,550,418	17.1
Short-term notes and bills payable (note18)	454,930	1.8	754,741	3.6
Financial liabilities at fair value through profit or loss (notes 4, 7 and 35)	127,753	0.5	35,380	0.2
Contract liabilities	141,319	0.6	97,224	0.5
Notes payable	85,919	0.3	69,156	0.3
Accounts payable (note 36)	581,544	2.3	536,250	2.6
Other payables	725,608	2.9	549,611	2.6
Income tax payable (note 26)	91,081	0.4	52,068	0.2
Provisions (note 21)	100,000	0.4	102,281	0.5
Lease liabilities (notes 4 and 14)	19,302	0.1	19,293	0.1
Receipts in advance	923	—	8,440	—
Current portion of long-term loans (notes 19 and 20)	1,157,986	4.6	2,085,487	10.0
Other current liabilities	29,444	0.1	31,508	0.2
Total current liabilities	8,038,515	31.9	7,891,857	37.9
NONCURRENT LIABILITIES				
Bonds payable (note 19)	1,500,000	6.0	500,000	2.4
Long-term loans (note 20)	5,891,656	23.4	3,311,805	15.9
Provisions (note 21)	35,841	0.1	39,301	0.2
Deferred income tax liabilities (note 26)	268,665	1.1	265,900	1.3
Lease liabilities (notes 4 and 14)	242,796	1.0	231,034	1.1
Net defined benefit liability (note 22)	27,325	0.1	66,743	0.3
Guarantee deposits	29,785	0.1	42,071	0.2
Other noncurrent liabilities	39,576	0.1	58,123	0.3
Total noncurrent liabilities	8,035,644	31.9	4,514,977	21.7
Total liabilities	16,074,159	63.8	12,406,834	59.6
EQUITY ATTRIBUTABLE TO SHAREHOLDERS OF THE PARENT (note 23)				
Share capital	5,950,680	23.6	5,950,680	28.6
Capital surplus	602,220	2.4	531,117	2.6
Retained earnings				
Appropriated as legal capital reserve	137,749	0.5	87,245	0.4
Appropriated as special capital reserve	147,555	0.6	147,555	0.7
Unappropriated earnings (accumulated deficits)	1,088,298	4.3	556,359	2.7
Total retained earnings	1,373,602	5.4	791,159	3.8
Others	(125,666)	(0.5)	(146,288)	(0.7)
Treasury stock (notes 4 and 24)	(34,925)	(0.1)	(30,872)	(0.1)
Total equity attributable to owners of the parent	7,765,911	30.8	7,095,796	34.2
NON-CONTROLLING INTERESTS (notes 23)	1,364,133	5.4	1,298,386	6.2
Total equity	9,130,044	36.2	8,394,182	40.4
TOTAL	\$ 25,204,203	100.0	\$ 20,801,016	100.0

*The accompanying notes are an integral part of the consolidated financial statements
(With Solomon & Co., audit report dated March 23, 2021)*

TA YA ELECTRIC WIRE & CABLE CO., LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
(Expressed in Thousands of New Taiwan Dollars, Except for Earnings Per Share)

	<u>2020</u>		<u>2019</u>	
	<u>Amount</u>	<u>%</u>	<u>Amount</u>	<u>%</u>
NET REVENUE (notes 28)	\$ 18,300,805	100.0	\$ 18,153,101	100.0
COST OF REVENUE (notes 11, 22, 29, and 36)	16,699,808	91.3	16,847,531	92.8
GROSS PROFIT	<u>1,600,997</u>	<u>8.7</u>	<u>1,305,570</u>	<u>7.2</u>
OPERATING EXPENSES (notes 22, 25, 29, and 36)				
Sales and marketing	257,837	1.4	257,336	1.4
General and administrative	847,875	4.6	677,937	3.7
Research and development	67,013	0.4	64,375	0.4
Total Operating Expenses	<u>1,172,725</u>	<u>6.4</u>	<u>999,648</u>	<u>5.5</u>
INCOME FROM OPERATIONS	<u>428,272</u>	<u>2.3</u>	<u>305,922</u>	<u>1.7</u>
NON-OPERATING INCOME AND EXPENSES				
Interest income (note 30 and 36)	31,553	0.2	44,380	0.2
Other income (note 31 and 36)	125,332	0.7	112,854	0.6
Other gains and losses (note 32 and 36)	721,664	3.9	530,889	2.9
Finance costs (note 33)	(216,303)	(1.2)	(279,278)	(1.5)
Share of profit associates (note 12)	128,511	0.7	39,810	0.2
Impairment loss	(361)	—	(26,818)	(0.1)
Total non-operating Income and expenses	<u>790,396</u>	<u>4.3</u>	<u>421,837</u>	<u>2.3</u>
INCOME BEFORE INCOME TAX	1,218,668	6.6	727,759	4.0
INCOME TAX EXPENSE (notes 26)	(184,948)	(1.0)	(142,915)	(0.8)
NET INCOME	<u>1,033,720</u>	<u>5.6</u>	<u>584,844</u>	<u>3.2</u>
OTHER COMPREHENSIVE INCOME				
Items that will not be reclassified subsequently to profit or loss:				
Remeasurement of defined benefit plans (note 22)	(5,997)	—	1,108	—
Unrealized gain on investments in equity instruments at fair value through other comprehensive income	85,297	0.6	25,022	0.2
Share of other comprehensive income (loss) of associates	(295)	—	3,848	—
Income tax relating to items that will not be reclassified subsequently to profit or loss (notes 26)	(7,123)	—	(9,882)	(0.1)
	<u>71,882</u>	<u>0.6</u>	<u>20,096</u>	<u>0.1</u>
Items that may be reclassified subsequently to profit or loss:				
Exchange differences arising on translation of foreign operations	(74,417)	(0.4)	(37,430)	(0.2)
Share of the other comprehensive income of associates accounted for using the equity method	(901)	—	(26,553)	(0.1)
Income tax benefit related to items that will not be reclassified subsequently (notes 26)	9,711	0.1	8,166	—
	<u>(65,607)</u>	<u>(0.3)</u>	<u>(55,817)</u>	<u>(0.3)</u>
Other comprehensive income (loss) for the year, net of income tax	6,275	0.3	(35,721)	(0.2)
TOTAL COMPREHENSIVE INCOME (LOSS) FOR THE YEAR	<u>\$ 1,039,995</u>	<u>5.7</u>	<u>\$ 549,123</u>	<u>3.0</u>
NET PROFIT ATTRIBUTABLE TO:				
Owners of the parent	\$ 850,045	4.6	\$ 505,047	2.8
Non-controlling interests	183,675	1.0	79,797	0.4
	<u>\$ 1,033,720</u>	<u>5.6</u>	<u>\$ 584,844</u>	<u>3.2</u>
TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO:				
Owners of the parent	\$ 879,256	4.8	\$ 476,746	2.6
Non-controlling interests	160,739	0.9	72,377	0.4
	<u>\$ 1,039,995</u>	<u>5.7</u>	<u>\$ 549,123</u>	<u>3.0</u>
EARNINGS PER SHARE (NT\$, notes 27)				
Basic earnings per share	<u>\$ 1.45</u>		<u>\$ 0.86</u>	

*The accompanying notes are an integral part of the consolidated financial statements
(With Solomon & Co., audit report dated March 23, 2021)*

TA YA ELECTRIC WIRE & CABLE CO., LTD. AND SUBSIDIARIES
PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
(Expressed in Thousands of New Taiwan Dollars, Except for Share Data)

	<u>Capital Stock — Common Stock</u>		<u>Retained Earnings</u>				<u>Others</u>				
	<u>Shares</u>	<u>Amount</u>	<u>Capital Surplus</u>	<u>Legal Reserve</u>	<u>Special Reserve</u>	<u>Unappropriated Earnings (Accumulated Deficit)</u>	<u>Foreign Currency Translation Reserve</u>	<u>Unrealized Gain (Loss) on Assets at Fair Value Through Other Comprehensive Income</u>	<u>Treasury Stock</u>	<u>Non-controlling Interests</u>	<u>Total Equity</u>
BALANCE AT JANUARY 1, 2019 RESTATED	572,180,791	\$ 5,721,808	\$ 524,667	\$ 46,746	\$ 264,909	\$ 378,000	\$ (138,115)	\$ 20,508	\$ (20,770)	\$ 1,303,901	\$ 8,101,654
Appropriation of prior year's earnings:											
Legal and Special reserve used to offset accumulated deficit	—	—	—	40,499	—	(40,499)	—	—	—	—	—
Cash dividends to shareholders	—	—	—	—	—	(171,654)	—	—	—	—	(171,654)
Share dividends distributed by the Corporation	22,887,231	228,872	—	—	—	(228,872)	—	—	—	—	—
Reversal of special reserve	—	—	—	—	(117,354)	117,354	—	—	—	—	—
Adjustments to share of changes in equity of subsidiaries and associates	—	—	4,160	—	—	(4,325)	—	928	—	7,786	8,549
Treasury stock- sales of parent company stock held by subsidiaries	—	—	—	—	—	—	—	—	(10,102)	(12,237)	(22,339)
Adjustments for dividends subsidiaries received from parent company	—	—	2,290	—	—	—	—	—	—	—	2,290
Net income in 2019	—	—	—	—	—	505,047	—	—	—	79,797	584,844
Other comprehensive income in 2019, net of income tax	—	—	—	—	—	(7,154)	(44,948)	23,801	—	(7,420)	(35,721)
Disposed of investments in equity instruments at fair value through other comprehensive income	—	—	—	—	—	8,462	—	(8,462)	—	—	—
Changes in non-controlling interests	—	—	—	—	—	—	—	—	—	(73,441)	(73,441)
Balance at December 31, 2019	595,068,022	5,950,680	531,117	87,245	147,555	556,359	(183,063)	36,775	(30,872)	1,298,386	8,394,182
Appropriation of 2019 earnings											
Legal and Special reserve used to offset accumulated deficit	—	—	—	50,504	—	(50,504)	—	—	—	—	—
Cash dividends to shareholders	—	—	—	—	—	(178,521)	—	—	—	—	(178,521)
Adjustments to share of changes in equity of subsidiaries and associates	—	—	90	—	—	(500)	—	—	—	—	(410)
Net income in 2020	—	—	—	—	—	850,045	—	—	—	183,675	1,033,720
Other comprehensive income in 2020, net of income tax	—	—	—	—	—	(10,956)	(30,961)	71,128	—	(22,936)	6,275
Treasury stock repurchase	—	—	—	—	—	—	—	—	(54,141)	—	(54,141)
Disposal of the Company's shares held by subsidiaries	—	—	2,625	—	—	—	—	—	1,557	—	4,182
Adjustments for dividends subsidiaries received from parent company	—	—	2,404	—	—	—	—	—	—	—	2,404
The difference between the fair value of the consideration paid from acquiring subsidiaries and the carrying amounts of the subsidiaries	—	—	—	—	—	(97,100)	—	—	—	97,100	—
Changes in subsidiaries ownership	—	—	10,269	—	—	3,141	—	(3,211)	—	(6,429)	3,770
Share-based payments	—	—	55,715	—	—	—	—	—	54,141	—	109,856
Changes in non-controlling interests	—	—	—	—	—	—	—	—	—	(195,394)	(195,394)
Disposal of investments in equity instruments at fair value through other comprehensive income	—	—	—	—	—	16,334	—	(16,334)	—	—	—
Others	—	—	—	—	—	—	—	—	(5,610)	9,731	4,121
Balance at December 31, 2020	595,068,022	5,950,680	602,220	137,749	147,555	1,088,298	(214,024)	88,358	(34,925)	1,364,133	9,130,044

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

(With Solomon & Co., audit report dated March 23, 2021)

TA YA ELECTRIC WIRE & CABLE CO., LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Expressed in Thousands of New Taiwan Dollars)

	<i>2020</i>	<i>2019</i>
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax	\$ 1,218,668	\$ 727,759
Adjustments for :		
Depreciation expense	357,942	375,474
Amortization expense	408	449
Expected credit loss	23,085	4,417
Net gain of financial assets and liabilities at fair value through profit or loss	(547,337)	(400,921)
Finance costs	216,303	279,278
Interest income	(31,553)	(44,380)
Dividend income	(107,594)	(91,546)
Shared-based payment expenses recognized	55,681	—
Share of profits of associates	(128,511)	(39,810)
Gain on disposal of property, plant and equipment	(3,352)	(291)
Property, plant and equipment transferred to expenses	4,733	10,804
Gain on disposal of investment property	(301)	—
Gain on disposal of investments	(202,330)	(4,187)
Gains on disposal of associates	(2,155)	(1,616)
Impairment loss on non-financial assets	361	26,818
Income and expense adjustments	(364,620)	114,489
Changes in operating assets and liabilities:		
Financial assets and liabilities at fair value through profit or loss	(75,941)	(75,094)
Contract assets	123,114	(133,342)
Notes and accounts receivable	(589,385)	168,990
Other receivables	32,739	10,631
Inventories	416,324	(26,582)
Prepayments	(110,430)	240,670
Other current assets	(29,096)	9,210
Contract liabilities	44,095	2,211
Notes and accounts payable	62,057	(119,114)
Other payables	195,938	112,452
Provisions	(6,189)	8,887
Advance receipts	(7,517)	4,865
Other current liabilities	(2,064)	(13,098)
Net defined benefit liability	(47,379)	(74,901)
Total changes in operating assets and liabilities	6,266	115,785
Total adjustments	(358,354)	230,274
Cash generated from operations	860,314	958,033
Interest received	31,551	44,373
Interest paid	(215,396)	(276,628)
Income tax paid	(88,976)	(120,184)
Net cash generated from operating activities	587,493	605,594

(Continued)

TA YA ELECTRIC WIRE & CABLE CO., LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Expressed in Thousands of New Taiwan Dollars)

	<u>2020</u>	<u>2019</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition of financial asset at fair value through other comprehensive income	(101,149)	(105,012)
Proceeds from disposal of financial asset at fair value through other comprehensive income	69,426	125,308
The capital reduction on financial asset at fair value through other comprehensive income	15,551	22,402
Financial assets at amortized cost	(80,098)	62,120
Purchase of associates under the equity method	—	(80,930)
Proceeds from disposal of associates under the equity method	4,570	9,626
Acquisition of property, plant and equipment (including prepayments for equipment)	(2,955,053)	(534,641)
Proceeds from disposal of property, plant and equipment	7,632	9,366
Decrease in refundable deposits	15,952	24,120
Acquisition of intangible assets	(56)	(130)
Payments for right-of-use assets	(19,374)	(13,544)
Acquisition of investment properties	(52,242)	(3,838)
Proceeds from disposal of investment properties	1,000	—
Increase in other non-current assets	(82,845)	(155,854)
Dividend received	135,798	137,693
Other investing activities	14,498	(154,199)
Net cash used in investing activities	<u>(3,026,390)</u>	<u>(657,513)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Increase in short-term loans	972,288	391,410
Decrease in short-term notes and bills payable	(299,811)	(4,995)
Issuance of bonds payable	1,000,000	—
Repayments of bonds payable	—	(200,000)
Proceeds from long-term bank loans	5,145,305	822,937
Repayment of long-term bank loans	(3,442,141)	(1,040,771)
Decrease in guarantee deposits	(12,286)	(7,244)
Repayment of principal of lease liabilities	(20,941)	(24,863)
Increase (decrease) in other noncurrent liabilities	(3,206)	2,875
Cash dividends	(176,117)	(169,364)
Increase in treasury stock	(54,141)	(22,339)
Proceeds from disposal of treasury shares	1,557	—
Treasury stock sold to employees	54,175	—
Decrease in non-controlling interests	(191,273)	(73,441)
Net cash generated (used) by financing activities	<u>2,973,409</u>	<u>(325,795)</u>
EFFECT OF EXCHANGE RATE CHANGES ON THE BALANCE OF CASH AND CASH EQUIVALENTS	<u>(80,758)</u>	<u>(37,375)</u>
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	453,754	(415,089)
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	<u>2,452,870</u>	<u>2,867,959</u>
CASH AND CASH EQUIVALENTS, ENDING OF YEAR	<u>\$ 2,906,624</u>	<u>\$ 2,452,870</u>

(Concluded)

*The accompanying notes are an integral part of the consolidated financial statements
(With Solomon & Co., audit report dated March 23, 2021)*

INDEPENDENT AUDITORS' REPORT

English Translation of a Report Originally Issued in Chinese

The Board of Directors and Shareholders

TA YA ELECTRIC WIRE & CABLE CO., LTD.

Opinion

We have audited the accompanying parent company only financial statements of Ta Ya Electric Wire & Cable Co., Ltd (the Company), which comprise the parent company only balance sheets as of December 31, 2020 and 2019, and the parent company only statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the parent company only financial statements, including a summary of significant accounting policies.

In our opinion, based on our audits and the reports of other auditors (as set out in the Other Matter section of our report), the accompanying parent company only financial statements present fairly, in all material respects, the parent company only financial position of the Company as of December 31, 2020 and 2019, and its parent company only financial performance and its parent company only 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 audit of the financial statement as of and for the year ended December 31, 2020 in accordance with the "Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants", and the auditing standards generally accepted in the Republic of China. Furthermore, we conducted our audit of the financial statements as of and for the year ended December 31, 2019 in accordance with the Regulation Governing Auditing and Certification of Financial Statements by Certified Public Accountants, Rule No. 1090360805 issued by the Financial Supervisory Commission, 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 Parent Company Only Financial Statements section of our report. We are independent of the Company in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the parent company only financial statements for the year ended December 31, 2020. These matters were addressed in the context of our audit of the parent company only financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matters for the Company's parent company only financial statements for the year ended December 31, 2020 are stated as follows:

Loss allowance of accounts receivable

The recognition of the loss allowance of accounts receivable is based on the customer's credit quality, situation of collecting payments, and future economic conditions. Since the expected credit loss ratio involves subjective judgments and significant estimates of managements, the loss allowance of accounts receivable is identified as a key audit matter.

The book value of accounts receivable please refer to Notes 9 to the parent company's financial statements.

Our audit procedures consisted of obtaining the management's assessment information of expected credit loss ratio and assess that whether such assumptions is reasonable; recalculating the appropriateness of the recognition of expected credit loss of accounts receivable based on the above expected credit loss ratio; and inspecting specific customers which amount is significant and the reason for not receiving payment. We use above procedures to confirm whether the expected credit loss of accounts receivable have recognized sufficiently.

Inventory evaluation

The company assesses impairment of material based on lower of cost or net realizable value evaluation, and valuation of the inventory is mainly affected by the international copper price, but the international copper market price fluctuations frequently. Since inventory evaluation involves the management's significant judgment, inventory evaluation its assessment is identified as a key audit matter.

The book value of Inventories please refer to Notes 10 to the parent company's financial statements.

Our audit procedures in response to the abovementioned key audit matter were obtaining information pertaining to the lower of cost or net realizable value (LCNRV), sampling projected pricing information and the most recent sales record to assess the reasonableness of the judgment on the LCNRV, and comparing the year-end quantity of inventory items with the inventory count reports to confirm the existence and completeness of the inventory. Moreover, by attending year-end inventory counting, we assessed the condition of inventory and evaluated the adequacy of inventory provisions for obsolete goods.

Other Matter

We did not audit the financial statements of certain investments accounted for under the equity method that are included in the parent company only financial statements. Those financial statements were audited by other independent accountants whose reports thereon have been furnished to us, and our opinion expressed herein, insofar as it relates to the amounts included in the parent company only financial statements and the information, is based solely on the audit reports of other independent accountants. Total assets of these subsidiaries and investments amounted to NT\$1,895,740 thousand and NT\$1,706,239 thousand, representing 12.15% and 12.63% of the related totals, as of December 31, 2020 and 2019, respectively, and total operating revenues of NT\$261,128 thousand and NT\$135,004 thousand, constituting 29.70% and 28.32% of the related totals for the years then ended, respectively.

Responsibilities of Management and Those Charged with Governance for the Parent Company

Only Financial Statements

Management is responsible for preparation and fair presentation of the parent company only financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and for 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 supervisors, 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 the auditing standards generally accepted in the Republic of China, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

7. Identify and assess the risks of material misstatement of the parent company only financial statements, whether due to fraud or error, design and perform audit procedures responsive

to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

8. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
9. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
10. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the 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.
11. Evaluate the overall presentation, structure and content of the parent company only financial statements, including the disclosures, and whether the parent company only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
12. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the parent company only financial statements for the year ended December 31, 2020 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

March 23,2021

Notice to Readers

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

TA YA ELECTRIC WIRE & CABLE CO., LTD.
PARENT COMPANY ONLY BALANCE SHEETS
(Expressed in Thousands of New Taiwan Dollars)

ASSETS	December 31,2020		December 31,2019	
	Amount	%	Amount	%
CURRENT ASSETS				
Cash and cash equivalents (notes 4 and 6)	\$ 1,257,156	8.1	\$ 767,004	5.7
Financial assets at fair value through profit or loss (notes 4, 7 and 32)	577,080	3.7	407,957	3.0
Contract assets	42,718	0.3	166,304	1.2
Notes receivable, net (notes 4, 9 and 33)	84,351	0.5	98,246	0.7
Accounts receivable, net (notes 4, 9 and 33)	1,131,949	7.3	1,079,301	8.0
Other receivables (note 33)	120,216	0.8	46,819	0.3
Inventories, net (notes 4 and 10)	1,777,040	11.4	1,908,819	14.1
Inventories (Construction),net (notes 4 and 10)	225,370	1.4	145,257	1.1
Other current assets (note 33)	29,204	0.2	32,516	0.3
Total current assets	<u>5,245,084</u>	<u>33.7</u>	<u>4,652,223</u>	<u>34.4</u>
NONCURRENT ASSETS				
Financial assets at fair value through profit or loss (notes 4, 7 and 32)	405,378	2.6	28,744	0.2
Financial assets at fair value through other comprehensive income (notes 4, 8, 32 and 34)	811,528	5.2	707,471	5.2
Investments accounted for using equity method (notes 4, 11 and 34)	5,844,166	37.4	4,787,357	35.4
Property, plant and equipment (notes 4, 12 and 34)	2,285,519	14.6	2,301,157	17.0
Right-of-use assets (notes 4 and 13)	13,454	0.1	19,669	0.1
Investment Property, net (notes 4, 14 and 34)	899,918	5.8	903,248	6.7
Deferred income tax assets (notes 2 and 23)	7,562	—	65,102	0.6
Prepayments for equipment	9,292	0.1	14,844	0.1
Refundable deposits (note 34)	29,175	0.2	28,795	0.3
Net defined benefit asset	4,921	—	—	—
Other non-current assets	50,004	0.3	—	—
Total noncurrent assets	<u>10,360,917</u>	<u>66.3</u>	<u>8,856,387</u>	<u>65.6</u>
TOTAL	<u>\$ 15,606,001</u>	<u>100.0</u>	<u>\$ 13,508,610</u>	<u>100.0</u>
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Short-term loans (note 15)	\$ 1,579,287	10.1	\$ 964,892	7.1
Short-term notes and bills payable (note 16)	400,000	2.6	600,000	4.4
Financial liabilities at fair value through profit or loss (notes 4 and 7)	112,388	0.7	24,364	0.2
Contract liabilities (note 33)	125,358	0.8	36,911	0.3
Notes payable	1,354	—	9,782	0.1
Accounts payable (note 33)	486,054	3.1	394,200	2.9
Other payables (note 33)	303,349	2.0	233,054	1.7
Income tax payable (note 23)	18,038	0.1	22,371	0.2
Lease liabilities (notes 4 and 12)	6,067	—	6,335	—
Receipts in advance (note 33)	1,110	—	3,905	—
Current portion of long-term loans (notes 17 and 18)	636,667	4.1	946,667	7.0
Other current liabilities	23,967	0.2	29,702	0.2
Total current liabilities	<u>3,693,639</u>	<u>23.7</u>	<u>3,272,183</u>	<u>24.1</u>
NONCURRENT LIABILITIES				
Bonds payable (note 17)	1,500,000	9.6	500,000	3.7
Long-term loans (note 18)	2,346,667	15.0	2,283,333	16.9
Deferred income tax liabilities (note 23)	264,486	1.7	264,486	2.0
Lease liabilities (notes 4 and 12)	7,323	—	13,391	0.1
Net defined benefit liability (note 19)	—	—	37,221	0.3
Guarantee deposits (note 33)	27,310	0.2	41,170	0.4
Other noncurrent liabilities	665	—	1,030	—
Total noncurrent liabilities	<u>4,146,451</u>	<u>26.5</u>	<u>3,140,631</u>	<u>23.4</u>
Total liabilities	<u>7,840,090</u>	<u>50.2</u>	<u>6,412,814</u>	<u>47.5</u>
EQUITY ATTRIBUTABLE TO SHAREHOLDERS OF THE PARENT (note 20)				
Share capital	5,950,680	38.1	5,950,680	44.1
Capital surplus	602,220	3.9	531,117	3.9
Retained earnings				
Appropriated as legal capital reserve	137,749	0.9	87,245	0.6
Appropriated as special capital reserve	147,555	0.9	147,555	1.1
Unappropriated earnings (accumulated deficits)	1,088,298	7.0	556,359	4.1
Total retained earnings	<u>1,373,602</u>	<u>8.8</u>	<u>791,159</u>	<u>5.8</u>
Others	(125,666)	(0.8)	(146,288)	(1.1)
Treasury stock (notes 4 and 21)	(34,925)	(0.2)	(30,872)	(0.2)
Total equity	<u>7,765,911</u>	<u>49.8</u>	<u>7,095,796</u>	<u>52.5</u>
TOTAL	<u>\$ 15,606,001</u>	<u>100.0</u>	<u>\$ 13,508,610</u>	<u>100.0</u>

*The accompanying notes are an integral part of the parent company only financial statements
(With Solomon & Co., audit report dated March 23, 2021)*

TA YA ELECTRIC WIRE & CABLE CO., LTD.
PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME
(Expressed in Thousands of New Taiwan Dollars, Except for Earnings Per Share)

	<u>2020</u>		<u>2019</u>	
	<u>Amount</u>	<u>%</u>	<u>Amount</u>	<u>%</u>
NET REVENUE (notes 25)	\$ 8,940,088	100.0	\$ 8,746,027	100.0
COST OF REVENUE (notes 10, 19, 26, and 33)	8,359,802	93.5	8,181,776	93.5
GROSS PROFIT	580,286	6.5	564,251	6.5
UNREALIZED GAIN ON THE TRANSACTIONS WITH SUBSIDIARIES	30,761	0.4	—	—
REALIZED GROSS PROFIT	549,525	6.1	564,251	6.5
OPERATING EXPENSES (notes 19, 26, and 33)				
Sales and marketing	117,605	1.3	119,516	1.4
General and administrative	417,692	4.7	341,564	3.9
Research and development	67,013	0.7	64,375	0.7
Total Operating Expenses	602,310	6.7	525,455	6.0
INCOME FROM OPERATIONS	(52,785)	(0.6)	38,796	0.5
NON-OPERATING INCOME AND EXPENSES				
Interest income (note 27 and 33)	2,212	—	9,112	0.1
Other income (note 28 and 33)	97,059	1.1	91,142	1.0
Other gains and losses (note 29 and 33)	342,492	3.8	78,834	0.9
Finance costs (note 30)	(73,796)	(0.8)	(85,466)	(1.0)
Share of profit associates (note 11)	610,611	6.8	453,409	5.2
Total non-operating Income and expenses	978,578	10.9	547,031	6.2
INCOME BEFORE INCOME TAX	925,793	10.3	585,827	6.7
INCOME TAX EXPENSE (notes 23)	(75,748)	(0.8)	(80,780)	(0.9)
NET INCOME	\$ 850,045	9.5	\$ 505,047	5.8
OTHER COMPREHENSIVE INCOME				
Items that will not be reclassified subsequently to profit or loss:				
Remeasurement of defined benefit plans (note 19)	2,469	—	(193)	—
Unrealized gain on investments in equity instruments at fair value through other comprehensive income	68,417	0.7	22,873	0.3
Share of other comprehensive income (loss) of associates	(1,703)	—	3,849	—
Income tax relating to items that will not be reclassified subsequently to profit or loss (notes 23)	(9,011)	(0.1)	(9,882)	(0.1)
	60,172	0.6	16,647	0.2
Items that may be reclassified subsequently to profit or loss:				
Exchange differences arising on translation of foreign operations	(28,490)	(0.3)	(26,561)	(0.3)
Share of the other comprehensive income of associates accounted for using the equity method	(8,169)	(0.1)	(26,553)	(0.3)
Income tax benefit related to items that will not be reclassified subsequently (notes 23)	5,698	0.1	8,166	0.1
	(30,961)	(0.3)	(44,948)	(0.5)
Other comprehensive income (loss) for the year , net of income tax	29,211	0.3	(28,301)	(0.3)
TOTAL COMPREHENSIVE INCOME (LOSS) FOR THE YEAR	\$ 879,256	9.8	\$ 476,746	5.5
EARNINGS PER SHARE (NT\$,notes 24)				
Basic earnings per share	\$ 1.45		\$ 0.86	

*The accompanying notes are an integral part of the parent company only financial statements
(With Solomon & Co., audit report dated March 23, 2021)*

TA YA ELECTRIC WIRE & CABLE CO., LTD.
PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
(Expressed in Thousands of New Taiwan Dollars, Except for Share Data)

	<i>Capital Stock — Common Stock</i>		<i>Retained Earnings</i>			<i>Others</i>				<i>Total Equity</i>
	<i>Shares</i>	<i>Amount</i>	<i>Capital Surplus</i>	<i>Legal Reserve</i>	<i>Special Reserve</i>	<i>Unappropriated Earnings (Accumulated Deficit)</i>	<i>Foreign Currency Translation Reserve</i>	<i>Unrealized Gain (Loss) on Assets at Fair Value Through Other Comprehensive Income</i>	<i>Treasury Stock</i>	
Balance at January 1, 2019	572,180,791	\$ 5,721,808	\$ 524,667	\$ 46,746	\$ 264,909	\$ 378,000	\$ (138,115)	\$ 20,508	\$ (20,770)	\$ 6,797,753
Appropriation of 2019 earnings										
Legal and Special reserve used to offset accumulated deficit	—	—	—	40,499	—	(40,499)	—	—	—	—
Cash dividends to shareholders	—	—	—	—	—	(171,654)	—	—	—	(171,654)
Share dividends distributed by the Corporation	22,887,231	228,872	—	—	—	(228,872)	—	—	—	—
Reversal of special reserve	—	—	—	—	(117,354)	117,354	—	—	—	—
Adjustments to share of changes in equity of subsidiaries and associates	—	—	4,160	—	—	(4,325)	—	928	—	763
Net income in 2019	—	—	—	—	—	505,047	—	—	—	505,047
Other comprehensive income in 2019, net of income tax	—	—	—	—	—	(7,154)	(44,948)	23,801	—	(28,301)
Treasury stock- sales of parent company stock held by subsidiaries	—	—	—	—	—	—	—	—	(10,102)	(10,102)
Adjustments for dividends subsidiaries received from parent company	—	—	2,290	—	—	—	—	—	—	2,290
Disposal of investments in equity instruments at fair value through other comprehensive income	—	—	—	—	—	8,462	—	(8,462)	—	—
Balance at December 31, 2019	595,068,022	5,950,680	531,117	87,245	147,555	556,359	(183,063)	36,775	(30,872)	7,095,796
Appropriation of 2020 earnings										
Legal reserve used to offset accumulated deficit	—	—	—	50,504	—	(50,504)	—	—	—	—
Cash dividends to shareholders	—	—	—	—	—	(178,521)	—	—	—	(178,521)
Share of changes in net assets of associates accounted for using equity method	—	—	90	—	—	(500)	—	—	—	(410)
Net income in 2020	—	—	—	—	—	850,045	—	—	—	850,045
Other comprehensive income in 2020, net of income tax	—	—	—	—	—	(10,956)	(30,961)	71,128	—	29,211
Treasury stock repurchase	—	—	—	—	—	—	—	—	(54,141)	(54,141)
Disposal of the Company's shares held by subsidiaries	—	—	2,625	—	—	—	—	—	1,557	4,182
Adjustments for dividends subsidiaries received from parent company	—	—	2,404	—	—	—	—	—	—	2,404
The difference between the fair value of the consideration paid from acquiring subsidiaries and the carrying amounts of the subsidiaries	—	—	—	—	—	(97,100)	—	—	—	(97,100)
Changes in subsidiaries ownership	—	—	10,269	—	—	3,141	—	(3,211)	—	10,199
Share-based payments	—	—	55,715	—	—	—	—	—	54,141	109,856
Disposal of investments in equity instruments at fair value through other comprehensive income	—	—	—	—	—	16,334	—	(16,334)	—	—
Others	—	—	—	—	—	—	—	—	(5,610)	(5,610)
Balance at December 31, 2020	595,068,022	5,950,680	602,220	137,749	147,555	1,088,298	(214,024)	88,358	(34,925)	7,765,911

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

(With Solomon & Co., audit report dated March 23, 2021)

TA YA ELECTRIC WIRE & CABLE CO., LTD.
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
(Expressed in Thousands of New Taiwan Dollars)

	<u>2020</u>	<u>2019</u>
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax	\$ 925,793	\$ 585,827
Adjustments for :		
Depreciation expense	119,319	136,086
Expected credit loss	7,732	—
Net gain of financial assets and liabilities at fair value through profit or loss	(416,657)	(4,956)
Finance costs	73,796	85,466
Interest income	(2,212)	(9,112)
Dividend income	(77,550)	(67,445)
Shared-based payment expenses recognized	37,442	—
Share of profits of associates	(610,611)	(453,409)
Gain on disposal of property, plant and equipment	(925)	(1,236)
Property, plant and equipment transferred to expenses	3,749	6,322
Gain on disposal of investment property	(301)	—
Loss (gain) on disposal of investments	(9,385)	4,198
Impairment loss on non-financial assets	—	26,818
Unrealized gain on the transactions with subsidiaries	30,761	—
Income and expense adjustments	<u>(844,842)</u>	<u>(277,268)</u>
Changes in operating assets and liabilities:		
Financial assets and liabilities at fair value through profit or loss	(31,691)	(28,221)
Contract assets	123,586	(160,381)
Notes receivable	13,895	106,719
Accounts receivable	(60,431)	(102,082)
Other receivables	7,108	5,676
Inventories	53,866	(180,467)
Other current assets	1,977	266,852
Contract liabilities	88,447	(33,452)
Notes payable	(8,428)	9,444
Accounts payable	91,854	87,036
Other payables	69,836	11,740
Advance receipts	(2,795)	167
Other current liabilities	(5,684)	(12,053)
Net defined benefit liability	(39,673)	(61,813)
Total changes in operating assets and liabilities	<u>301,867</u>	<u>(90,835)</u>
Total adjustments	<u>(542,975)</u>	<u>(368,103)</u>
Cash generated from operations	382,818	222,724
Interest received	1,944	9,022
Interest paid	(73,337)	(87,918)
Income tax paid	<u>(25,220)</u>	<u>(27,333)</u>
Net cash generated from operating activities	<u>286,205</u>	<u>116,495</u>

(Continued)

	<u>2020</u>	<u>2019</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition of financial asset at fair value through other comprehensive income	(83,535)	(87,691)
Proceeds from disposal of financial asset at fair value through other comprehensive income	47,895	71,704
Purchase of associates under the equity method	—	(25,508)
Proceeds from disposal of associates under the equity method	—	6,648
Acquisition of property, plant and equipment (including prepayments for equipment)	(95,022)	(138,830)
Proceeds from disposal of property, plant and equipment	1,416	1,478
Decrease (increase) in refundable deposits	(380)	29,742
Increase in other receivables	(80,000)	5,000
Proceeds from disposal of investment property	1,000	—
Dividend received	203,632	203,839
Other investing activities	(50,004)	—
Net cash used in investing activities	<u>(54,998)</u>	<u>66,382</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Increase in short-term loans	614,395	30,647
Increase in short-term notes and bills payable	(200,000)	—
Issuance of bonds payable	1,000,000	—
Proceeds from long-term bank loans	1,100,000	600,000
Repayment of long-term bank loans	(1,346,666)	(1,007,200)
Increase (decrease) in guarantee deposits	(13,860)	(7,222)
Repayment of principal of lease liabilities	(6,336)	(6,559)
Decrease in other noncurrent liabilities	(331)	—
Cash dividends	(178,521)	(171,654)
Payments for buy-back of ordinary shares	(54,141)	—
Treasury stock sold to employees	54,175	—
Acquisition of subsidiaries	(709,770)	(112,000)
Net cash generated by financing activities	<u>258,945</u>	<u>(673,988)</u>
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	490,152	(496,111)
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	767,004	1,263,115
CASH AND CASH EQUIVALENTS, ENDING OF YEAR	<u>\$ 1,257,156</u>	<u>\$ 767,004</u>

(Concluded)

*The accompanying notes are an integral part of the parent company only financial statements
(With Solomon & Co., audit report dated March 23, 2021)*

Ta Ya Electric Wire & Cable Co., Ltd.

Earnings Distribution Proposal for 2020

Unit: NTD

Beginning of Period Retained Earnings		\$ 327,333,457
Net Income	850,044,938	
Retained Earnings Adjusted Due to Adoption of Equity Method in Investments	(94,458,758)	
Remeasurements of Defined Benefit Plans Recognized in Retained Earnings	(10,956,259)	
Cumulative Gains or Losses Directly Transferred to Retained Earnings by Disposal of Investments in Equity Instruments Measured at Fair Value through Other Comprehensive Income	<u>16,334,543</u>	
After-tax net income for the period and other profit items adjusted to the current year's undistributed earnings other than after-tax net income for the period		790,964,464
Less: Legal Reserve		<u>(76,096,446) (Note 1)</u>
Retained earnings available for distribution as of 2020		1,012,201,475
Distribution item:		
1.Cash dividend (NT\$0.35/share)	(208,273,808)	(Note 2)
2.Stock dividends (NT\$0.35/share)	<u>(208,273,800)</u>	(Note 2)
Total Distribution		<u>(416,547,608)</u>
End of Period Retained Earnings		<u>\$ 595,653,867</u>

NOTE : 1、In accordance with the Company's Articles of Incorporation.
2、The distribution of earnings was for the year 2020.

Taya Electric Wire & Cable Co., Ltd.

The Comparison Table of the Amended Articles of the Articles of Incorporation

After Amendment	Current Article	Notes
<p>Article 2: The company's business scope shall be defined as follows : Item 1 to Item 42 : Omitted 53 、IG03010 Energy Technical Services</p>	<p>Article 2: The company's business scope shall be defined as follows : Item 1 to Item 42 : Omitted</p>	<p>To include a new business scope</p>
<p>Article 5: The total capital of the Company is NT\$ 8 billion divided into 800 million shares. The par value is NT\$ 10. Non-issued shares may be issued by the board in a piecemeal fashion.</p>	<p>Article 5: The total capital of the Company is NT\$ 7 billion divided into 700 million shares. The par value is NT\$ 10. Non-issued shares may be issued by the board in a piecemeal fashion.</p>	<p>In reponse to the business operation</p>
<p>Article 13: These articles were formulated on October 30, 1962 They were first amended on May 27, 1966 and subsequently amended on December 15, 1966 (2nd amendment), May 1, 1967 (3rd amendment), February 20, 1968 (4th amendment), August 2, 1968 (5th amendment), December 12, 1970 (6th amendment), December 4, 1971 (7th amendment), December 31, 1972 (8th amendment), December 27, 1973 (9th amendment), October 19, 1974 (10th amendment), October 18, 1975 (11th amendment), October 22, 1976 (12th amendment), October 31, 1977 (13th amendment), November 17, 1979 (14th</p>	<p>Article 13: These articles were formulated on October 30, 1962 They were first amended on May 27, 1966 and subsequently amended on December 15, 1966 (2nd amendment), May 1, 1967 (3rd amendment), February 20, 1968 (4th amendment), August 2, 1968 (5th amendment), December 12, 1970 (6th amendment), December 4, 1971 (7th amendment), December 31, 1972 (8th amendment), December 27, 1973 (9th amendment), October 19, 1974 (10th amendment), October 18, 1975 (11th amendment), October 22, 1976 (12th amendment), October 31, 1977 (13th amendment), November 17, 1979 (14th</p>	<p>To list the date of current amendment</p>

<p>amendment), June 22, 1980 (15th amendment), January 20, 1981 (16th amendment), February 20, 1982 (17th amendment), May 20, 1984 (18th amendment), April 12, 1986 (19th amendment), May 14, 1986 (20th amendment), March 15, 1987 (21st amendment), June 15, 1987 (22nd amendment), November 7, 1987 (23rd amendment), May 2, 1988 (24th amendment), July 3, 1988 (25th amendment), May 20, 1989 (26th amendment), May 31, 1990 (27th amendment), May 31, 1991 (28th amendment), May 23, 1992 (29th amendment), June 4, 1993 (30th amendment), May 12, 1994 (31st amendment), May 25, 1995 (32nd amendment), May 23, 1996 (33rd amendment), June 3, 1997 (34th amendment), May 31st, 2000 (35th amendment), June 5, 2001 (36th amendment), June 14, 2002 (37th amendment), June 5, 2003 (38th amendment), June 9, 2006 (39th amendment), October 26, 2006 (40th amendment), June 13, 2007 (41st amendment), June 9, 2010 (42nd amendment), June 9, 2011 (43rd amendment), June 6, 2012 (44th amendment), June 6, 2014 (45th amendment), June 8, 2016 (46th amendment), June 5, 2018 (47th amendment) June 12, 2019 (48th amendment) , June 11, 2020 (49th amendment) , June 10, 2021 (50th amendment)</p>	<p>amendment), June 22, 1980 (15th amendment), January 20, 1981 (16th amendment), February 20, 1982 (17th amendment), May 20, 1984 (18th amendment), April 12, 1986 (19th amendment), May 14, 1986 (20th amendment), March 15, 1987 (21st amendment), June 15, 1987 (22nd amendment), November 7, 1987 (23rd amendment), May 2, 1988 (24th amendment), July 3, 1988 (25th amendment), May 20, 1989 (26th amendment), May 31, 1990 (27th amendment), May 31, 1991 (28th amendment), May 23, 1992 (29th amendment), June 4, 1993 (30th amendment), May 12, 1994 (31st amendment), May 25, 1995 (32nd amendment), May 23, 1996 (33rd amendment), June 3, 1997 (34th amendment), May 31st, 2000 (35th amendment), June 5, 2001 (36th amendment), June 14, 2002 (37th amendment), June 5, 2003 (38th amendment), June 9, 2006 (39th amendment), October 26, 2006 (40th amendment), June 13, 2007 (41st amendment), June 9, 2010 (42nd amendment), June 9, 2011 (43rd amendment), June 6, 2012 (44th amendment), June 6, 2014 (45th amendment), June 8, 2016 (46th amendment), June 5, 2018 (47th amendment) , June 12, 2019 (48th amendment) , June 11, 2020 (49th amendment) implemented subject to resolutions by</p>	
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implemented subject to resolutions
by shareholders'

shareholders' meetings.



Taya Electric Wire & Cable Co., Ltd.
Rules of Governing Shareholders' Meeting

After Amendment	Current Article	Notes
<p>Article 3: Omitted</p> <p>Election or dismissal of directors, amendments to the articles of incorporation, the dissolution, merger, or spin-offs of the corporation, or any matter under Article 185, paragraph 1 of the Company Act, Articles 26-1 and 43-6 of the Securities and Exchange Act, or Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be set out in the notice of the reasons for convening the shareholders meeting. None of the above matters may be raised by an extraordinary motion.</p> <p>A shareholder holding 1 percent or more of the total number of issued shares may submit to this Corporation a written proposal for discussion at a regular shareholders meeting. Such proposals, however, are limited to one item only, and no proposal containing more than one item will be included in the meeting agenda. In addition, when the circumstances of any subparagraph of Article 172-1, paragraph 4 of the Company Act apply to a proposal put forward by a shareholder, the</p>	<p>Article 3: Omitted</p> <p>Election or dismissal of directors, amendments to the articles of incorporation, the dissolution, merger, or spin-offs of the corporation, or any matter under Article 185, paragraph 1 of the Company Act, Articles 26-1 and 43-6 of the Securities and Exchange Act, or Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be set out in the notice of the reasons for convening the shareholders meeting. None of the above matters may be raised by an extraordinary motion.</p> <p>Such information should be displayed at the professional stock registrar or the Company designated Website.</p> <p>A shareholder holding 1 percent or more of the total number of issued shares may submit to this Corporation a written proposal for discussion at a regular shareholders meeting. Such proposals, however, are limited to one item only, and no proposal containing more than one item will be included in the meeting agenda. Shareholder's constructive</p>	<p>In response to regulation revision</p>

<p>board of directors may exclude it from the agenda. Shareholder's constructive proposal to promote the Company's public interests and social responsibility may be included in the meeting based on Article 172-1, paragraph 4 of the Company Act but shall be limited to one proposal and any extra one shall be excluded from the agenda. Prior to the book closure date before a regular shareholders meeting is held, this Corporation shall publicly announce that it will receive shareholder proposals, and the location and time period for their submission; the period for submission of shareholder proposals shall not be less than 10 days.</p> <p>Shareholder-submitted proposals are limited to 300 words, and no proposal containing more than 300 words will be included in the meeting agenda. The shareholder making the proposal shall be present in person or by proxy at the regular shareholders meeting and take part in discussion of the proposal.</p> <p>Prior to the date for issuance of notice of a shareholders meeting, this Corporation shall inform the shareholders who submitted proposals of the proposal screening results, and shall list in the meeting notice the proposals that conform to the provisions of this article. At</p>	<p>proposal to promote the Company's public interests and social responsibility may be included in the meeting. But any proposal by shareholders related to Article 172-1, paragraph 4 of the Company Act may be excluded in the agenda by board of directors.</p> <p>rior to the book closure date before a regular shareholders meeting is held, this Corporation shall publicly announce that it will receive shareholder proposals, and the location and time period for their submission; the period for submission of shareholder proposals shall not be less than 10 days.</p> <p>Shareholder-submitted proposals are limited to 300 words, and no proposal containing more than 300 words will be included in the meeting agenda. The shareholder making the proposal shall be present in person or by proxy at the regular shareholders meeting and take part in discussion of the proposal.</p> <p>Prior to the date for issuance of notice of a shareholders meeting, this Corporation shall inform the shareholders who submitted proposals of the proposal screening results, and shall list in the meeting notice the proposals that conform to the provisions of this article. At the shareholders meeting the board of directors</p>	
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<p>the shareholders meeting the board of directors shall explain the reasons for exclusion of any shareholder proposals not included in the agenda.</p>	<p>shall explain the reasons for exclusion of any shareholder proposals not included in the agenda.</p>	
<p>Article 9: Attendance at shareholders meetings shall be calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in plus the number of shares whose voting rights are exercised by correspondence or electronically. The chair shall call the meeting to order at the appointed meeting time and announce the shares of non-voting shares and the shares of attendance. However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined total of no more than 1 hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chair shall declare the meeting adjourned. If the quorum is not met after two postponements as stipulated in the preceding paragraph, but the</p>	<p>Article 9: Attendance at shareholders meetings shall be calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in plus the number of shares whose voting rights are exercised by correspondence or electronically. The chair shall call the meeting to order at the appointed meeting time. However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined total of no more than 1 hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chair shall declare the meeting adjourned. If the quorum is not met after two postponements as stipulated in the preceding paragraph, but the attending shareholders represent one third or more of the total</p>	<p>In response to regulation revision</p>

<p>attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within 1 month.</p> <p>Where, prior to conclusion of the meeting, the attending shareholders represent a majority of the total number of issued shares, the chair may resubmit the tentative resolution for a vote by the shareholders meeting pursuant to Article 174 of the Company Act.</p>	<p>number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within 1 month.</p> <p>Where, prior to conclusion of the meeting, the attending shareholders represent a majority of the total number of issued shares, the chair may resubmit the tentative resolution for a vote by the shareholders meeting pursuant to Article 174 of the Company Act.</p>	
<p>Article 14:</p> <p>The election of directors shall be in accordance with the Company's relevant voting rules. The results of the election, including the elected names and the number of their voting shares, should be announced by the Chairman at the meeting. So are the names and the number of the voting shares of candidates who fail to be elected.</p> <p>The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Taiwan Company Act, the ballots shall be retained until</p>	<p>Article 14:</p> <p>The election of directors shall be in accordance with the Company's relevant voting rules. The results of the election, including the elected names and the number of their voting shares, should be announced by the Chairman at the meeting. The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Taiwan Company Act, the ballots shall be retained until the conclusion of the litigation.</p> <p>Shareholders meeting suggestions</p>	<p>In response to regulation revision</p>

<p>the conclusion of the litigation. Shareholders meeting suggestions shall be compiled into the meeting minutes which shall specify meeting dates, locations, number of shareholders in attendance, represented equity and voting rights, name of the chair, resolutions, and voting methods. The chair shall affix his/her seal and signature together with the attendance book and powers of attorney for proxies. Meeting minutes, attendance books, and powers of attorney shall be preserved in accordance with relevant regulations. The meeting minutes shall be distributed to shareholders within 20 days after meetings. Meetings minutes may also be distributed by public announcement.</p>	<p>shall be compiled into the meeting minutes which shall specify meeting dates, locations, number of shareholders in attendance, represented equity and voting rights, name of the chair, resolutions, and voting methods. The chair shall affix his/her seal and signature together with the attendance book and powers of attorney for proxies. Meeting minutes, attendance books, and powers of attorney shall be preserved in accordance with relevant regulations. The meeting minutes shall be distributed to shareholders within 20 days after meetings. Meetings minutes may also be distributed by public announcement.</p>	
<p>Article 19: The rule were approved by the Shareholders' Meeting and the same as the revision. These Rules were drawn up on May 31, 1990. First amendment on May 25, 1995. Second amendment on June 2, 1998. Third amendment on June 9, 2006. The fourth amendment on June 6 2012. The fifth amendment on June 11, 2015. The sixth amendment on June 5, 2018. The seventh amendment on June 11, 2020. The 8th amendment on June</p>	<p>Article 19: The rule were approved by the Shareholders' Meeting and the same as the revision. These Rules were drawn up on May 31, 1990. First amendment on May 25, 1995. Second amendment on June 2, 1998. Third amendment on June 9, 2006. The fourth amendment on June 6 2012. The fifth amendment on June 11, 2015. The sixth amendment on June 5, 2018. The seventh amendment on June 11, 2020.</p>	<p>To list the current revision date.</p>

10, 2021.		
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Taya Electric Wire & Cable Co., Ltd.

Comparison Table of the Procedures for Endorsements and Guarantees

After Amendment	Current Article	Notes
<p>Article 4: Ceiling amount for endorsement/guarantee</p> <p>1. The total amount of endorsement/guarantee to others by the Company shall not exceed 60 percent of the current net value, and the limit of an endorsement/guarantee made to a single business, except an associate which the Company directly or indirectly holds more than 90 percent of its shares may make an endorsement/guarantee not exceeding 40 percent of the current net value, an associate which the Company directly or indirectly holds up to 50 percent to 90 percent of its shares may make an endorsement/guarantee not exceeding 30 percent of the current net value. The net values are as stated in the latest financial statements audited and certified, or reviewed, by certified public accountants.</p> <p>2. Where an endorsement/guarantee is made due to needs arising from business dealings, the amount of endorsement/guarantee shall not exceed the total transaction amount between both parties for the latest one year. The “ total transaction amount ” refers to the amount of sales or purchases</p>	<p>Article 4: Ceiling amount for endorsement/guarantee</p> <p>1. The total amount of endorsement/guarantee to others by the Company shall not exceed 60 percent of the current net value, and the limit of an endorsement/guarantee made to a single business, except an associate which the Company directly or indirectly holds more than 90 percent of its shares may make an endorsement/guarantee not exceeding 40 percent of the current net value, an associate which the Company directly or indirectly holds up to 50 percent to 90 percent of its shares may make an endorsement/guarantee not exceeding 30 percent of the current net value. The net values are as stated in the latest financial statements audited and certified, or reviewed, by certified public accountants.</p> <p>2. Where an endorsement/guarantee is made due to needs arising from business dealings, the amount of endorsement/guarantee shall not exceed the total transaction amount between both parties for the latest one year. The “ total transaction amount ” refers to the amount of sales or purchases</p>	<p>In reponse to the business operation</p>

<p>between both parties, whichever is higher.</p> <p>3. Total amount of endorsement/guarantee by the Company and subsidiaries shall be restricted to 100 percent of the current net value of the Company, and the limit of an endorsement/guarantee made to a single business shall not exceeded 60 percent of the current net value.</p> <p>4. If the total amount of endorsements/guarantee by the Company and subsidiaries reaches 50% or more of the current net value of the Company, an explanation of the necessity and reasonableness thereof shall be given at the shareholders' meeting.</p>	<p>between both parties, whichever is higher.</p> <p>3. Total amount of endorsement/guarantee by the Company and subsidiaries shall be restricted to 70 percent of the current net value of the Company, and the limit of an endorsement/guarantee made to a single business shall not exceeded 60 percent of the current net value.</p> <p>4. If the total amount of endorsements/guarantee by the Company and subsidiaries reaches 50% or more of the current net value of the Company, an explanation of the necessity and reasonableness thereof shall be given at the shareholders' meeting.</p>	
<p>Article 13: These Procedures shall be approved by at least one half of all the audit committee members and then submitted to the Board of Directors for resolution. After approved by the Board of Directors, these procedures shall be submitted to the shareholders' meeting for approval; where any director expresses dissent and it is contained in the minutes or a written statement, the Company shall submit the dissenting opinion to the audit committee and for discussion by the shareholders' meeting. The same</p>	<p>Article 13: These Procedures shall be approved by at least one half of all the audit committee members and then submitted to the Board of Directors for resolution. After approved by the Board of Directors, these procedures shall be submitted to the shareholders' meeting for approval; where any director expresses dissent and it is contained in the minutes or a written statement, the Company shall submit the dissenting opinion to the audit committee and for discussion by the shareholders' meeting. The same</p>	<p>To list the current revision date.</p>

<p>shall apply to any amendment to the Procedures.</p> <p>If approval of the majority of all audit committee members as required in the preceding paragraph is not obtained, these Procedures or amendments thereto may be implemented if approved by more than two-thirds of all directors, and the resolution of the audit committee shall be recorded in the meeting minutes of the Board of Directors. The terms "all audit committee members" in paragraph 1 and "all directors" in the preceding paragraph shall be counted as the actual number of persons currently holding those positions.</p> <p>These articles were formulated on July 3, 1988</p> <p>They were first amended on April 6, 1995 and subsequently amended on April 9, 1997 (2nd amendment), March 17, 2003 (3rd amendment), March 18, 2005 (4th amendment), April 12, 2006 (5th amendment), March 24, 2008 (6th amendment), March 16, 2009 (7th amendment), April 16, 2010 (8th amendment), December 20, 2012 (9th amendment), December 16, 2013 (10th amendment), March 15, 2016 (11th amendment), March 15, 2018 (12th amendment), March 21, 2019 (13th amendment), April 22, 2021 (14th amendment) implemented subject to resolutions by shareholders' meetings.</p>	<p>shall apply to any amendment to the Procedures.</p> <p>If approval of the majority of all audit committee members as required in the preceding paragraph is not obtained, these Procedures or amendments thereto may be implemented if approved by more than two-thirds of all directors, and the resolution of the audit committee shall be recorded in the meeting minutes of the Board of Directors. The terms "all audit committee members" in paragraph 1 and "all directors" in the preceding paragraph shall be counted as the actual number of persons currently holding those positions.</p> <p>These articles were formulated on July 3, 1988</p> <p>They were first amended on April 6, 1995 and subsequently amended on April 9, 1997 (2nd amendment), March 17, 2003 (3rd amendment), March 18, 2005 (4th amendment), April 12, 2006 (5th amendment), March 24, 2008 (6th amendment), March 16, 2009 (7th amendment), April 16, 2010 (8th amendment), December 20, 2012 (9th amendment), December 16, 2013 (10th amendment), March 15, 2016 (11th amendment), March 15, 2018 (12th amendment), March 21, 2019 (13th amendment), April 22, 2021 (14th amendment) implemented subject to resolutions by shareholders' meetings.</p>	
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Taya Electric Wire & Cable Co., Ltd.
2021

List of Director Candidates

Candidates	1	2	3	4	5
Name	Shen, Shang-Hung	Shen, Shang-Pang	Shen, San-Yi	Shen, Shang-Tao	Horng, Lan-Horng
Shareholdings (shares)	5,289,313	9,083,376	14,379,266	2,911,624	210,464
Education	Electrical Engineering Department, National Taiwan University, MBA at College of Emory University	Chienkuo Industrial Commercial Vocational High School	Electrical Engineering Department, Kun Shan University	Electrical and Computer Engineering Department, University of Southern California	Business Administration Department, National Cheng Kung University
Major Past Positions	President, Director, Chairman and Chief Executive Officer of TA YA ELECTRIC WIRE & CABLE CO., LTD.	Vice President, Director and Vice Chairman of TA YA ELECTRIC WIRE & CABLE CO., LTD.	President and Director of TA YA ELECTRIC WIRE & CABLE CO., LTD.	Vice President, Executive Vice President and Director of Ta Ya Electric Wire & Cable Co., Ltd.	Director and President of the General Administrative Office of Ta Ya Electric Wire & Cable Co., Ltd. Supervisor of CUPRIME MATERIAL CO., LTD.
Current Positions	Chairman and CEO of Ta Ya Electric Wire & Cable Co., Ltd. Chairman of TA YA GREEN ENERGY TECHNOLOGY CO., LTD. Independent Director of MERCURIUS DATA SYSTEMS LTD. , ASIA POLYMER CORPORATION, Partner Tech Corp.	Vice Chairman of Ta Ya Electric Wire & Cable Co., Ltd. Chairman of TA YA (Vietnam) ELECTRIC WIRE & CABLE JOINT STOCK COMPANY	Director and General Manager of Ta Ya Electric Wire & Cable Co., Ltd. Chairman of TA HENG ELECTRIC WIRE & CABLE CO., LTD.	Director and Executive Vice President of Ta Ya Electric Wire & Cable Co., Ltd.	Director of Ta Ya Electric Wire & Cable Co., Ltd Supervisor of CUPRIME MATERIAL CO., LTD.

Taya Electric Wire & Cable Co., Ltd.

2021

List of Independent Director Candidates

Independent Director Candidates	1	2	3	4
Name	Wei, Chun-Hsien	CHOU,WEN-CHING	HO, CHUN-HUEI	Yu,Kuang-Hsun
Shareholdings (shares)	0	0	0	0
Education	University of Chicago MBA National Taiwan University. Bachelor of Science in Engineering	Northwestern University Pritzker School Master of Laws 、 National Taiwan University.EMBA Master of Science in Finance National Taiwan University Master of Laws	University of Pittsburgh Doctor of Philosophy	Chung Yuan Christian University Bachelor of Science in Engineering
Major Past Positions	President of Avon Asia Pacific 、 Procter & Gamble Chairman and General Manager 、 Procter & Gamble Greater China Beauty personal products General Manager of Business Group 、 Beiersdorf AG group Global Executive Director 、 CVC Capital Senior Advisor 、 Beiersdorf AG Senior Advisor 、 LI NING COMPANY LIMITED Non-executive director 、 Tingyi (Cayman Islands)	Russin & Vecchi CHONG HONG CONSTRUCTION CO., LTD. Legal counsel	Director of CDIB Capital Group Managing Director of China Development Industrial Bank Chairman of PHARMAENGINE INC.	ASIA CEMENT CORPORATION Hualien cement plant engineer 、 YFY Inc. Director of Engineering 、 TAIWAN COGENERATION CORPORATION. General manager

	Food Holding Corp.CEO 、 ingyi (Cayman Islands) Holding Corp.CEO			
Current Positions	Independent Director of Taya Electric Wire & Cable Co., Ltd. Chairman of DaChan Food (Asia) Limited Director of Shamrock Cayman Islands, ShyaHsin Packaging (China) Co., Ltd.	Chairman of Sunhong TECH CORP. , EVERNATURE DEVELOPER LTD. , JA CHANG CO., LTD. ,	CDIB Capital Healthcare Ventures II Limited Partnership person in charge Chairman of CDIB Capital Healthcare Ventures., Director of ABLEREX ELECTRONICS CO., LTD. , Andes Technology Corporation, ChenYing International Development Co., Ltd 、 Independent Director of AMPACS CORPORATION. 、 Chairman of HuaSheng Asset Management Consultant Co., Ltd.	N/A