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Annual General Meeting for 2023 of Leader Electronics Inc.

Meeting Procedures

I. Number of shares held by the shareholders attending the meeting

II. Call to Order

III. Chairperson’s Address

IV. Reports on Company Affairs

V. Matters to be Ratified

VI. Discussions

VII. Election

VIII. Other Motions

IX. Questions and Motions

X. Adjournment

Agenda of the Annual General Meeting of 2023 for Leader Electronics Inc.

Time: 9 a.m. on June 21, 2023, Republic of China.

Location: 7F., No. 138, Ln. 235, Baoqiao Rd., Xindian Dist., New Taipei City, Taiwan (R.O.C.)

Type of Meeting: Physical Shareholders' Meeting

I. Number of shares held by the shareholders attending the meeting

II. Call to Order

III. Chairperson's Address

IV. Reports on Company Affairs:

(I) Business Report for 2022

(II) Review of the report on final accounts for 2022 by the Audit Committee

(III) Report about the capital increase through cash injection to issue common shares by means of private placement as resolved in the regular meeting of shareholders of Year 2022 while such capital increase shall not be carried out continually during the remaining period.

V. Proposed Resolutions:

(I) The Business Report and Financial Statements for 2022

(II) Loss Make-up Proposals for 2022

VI. Discussions:

(I) Amendments to the Company's Procedural Rules of General Meetings

VII. Election:

(I) Proposal for re-election of the Company's directors

VIII. Other Motions:

(I) New directors and their representatives are proposed to be discharged from non-compete clauses

IX. Questions and Motions

X. Adjournment

Reports on Company Affairs

No.1 Report

Brief: Business Report for 2022.

Explanation: Please refer to Appendix I of this Handbook for the Company's Business Report of 2022.

No.2 Report
Brief: Review of the report on final accounts for 2022 by the Audit Committee.

Review Report from the Audit Committee

The Board of Directors has prepared the Business Report, Financial Statements, Loss Make-up Proposals, etc. of the Company for the year of 2022; the Financial Statements have been audited by two certified public accountants from Deloitte Touche Tohmatsu Limited, i.e. CPA Liao, Wan-I and Hsieh, Chien-Hsin, who have issued an Auditor's Report.

The Business Report, Financial Statements, Loss Make-up Proposals described above are determined as qualified after review by the Audit Committee. Reports have been submitted in accordance with the provisions of Article 14-4 of the Securities and Exchange Act and Article 219 of the Taiwan's Company Act.

It's submitted for review.

Best Regards,

Annual General Meeting for 2022 of Leader Electronics Inc.

Convener of the meeting of the Audit committee: Chao Cherng

March 21, 2023

No.3 Report

Brief: Report about the capital increase through cash injection to issue common shares by means of private placement as resolved in the regular meeting of shareholders of Year 2022 while such capital increase shall not be carried out continually during the remaining period.

Descriptions:

I. In accordance with Article 43-6 of Securities and Exchange Act, private placement of negotiable securities shall be carried out in installments within one year, starting from the date when the decision was resolved in the shareholders' meeting.

II. As resolved in the Company's shareholders' meeting convened on June 24, 2022, the Company should carry out capital increase to issue common shares by means of private placement in the number not beyond 30,000,000 shares maximum, where the Board of Directors is authorized with the plenipotentiary power to issue such common shares in three installments within one year.

III. Given the fact that so far no appropriate placees (subscribers) are available while the deadline is about to expire, the present issue is not to be carried out continually during the remaining period.

Proposed Resolutions

Proposal No.1: Proposed by the Board of Directors

Brief: The Business Report and Financial Statements for 2022 submitted for approval.

Explanation:

I. The Business Report and Financial Statements of the Company for 2022 (including individual financial statement and consolidated Financial Statements) have been approved by the resolution of the Board of Directors, and verified by the Audit Committee, please refer to Appendix I and Appendix II for details.Two certified public accountants from Deloitte Touche Tohmatsu Limited, i.e. CPA Liao, Wan-I and Hsieh, Chien-Hsin have audited and verified the Company's Financial Statements for 2022, and issued an Auditor's Report for the record.

II. It's submitted for approval.

Resolution:

Proposal No.2: Proposed by the Board of Directors

Brief: Loss Make-up Proposals for 2022 submitted for approval.

Explanation:

I. See Appendix III for Loss Make-up Proposals of the Company for 2022.

II. It's submitted for approval.

Resolution:

Discussions

Proposal No.1: Proposed by the Board of Directors

Brief: A proposal of amendments to the Company's Procedural Rules of General Meetings is submitted for discussion.

Explanation: I. Amendments made according to Tai-Zheng-Zhi- Li-Zi No. 1110004250.

II. Comparison table of the provisions before and after the amendment:

Provisions	After Amendment	Provisions	Before Amendment	Basis and reasons for amendment
Article 2	Unless otherwise provided by law or regulation, the Company's shareholders' meetings shall be convened by the board of directors. **Changes to how the Company convenes its shareholders' meeting shall be resolved by the board of directors, and shall be made no later than the mailing of the shareholders' meeting notice.** Before convening a general meeting of shareholders, a notice of meeting shall be given to shareholders at least 30 days in advance, and shareholders holding less than 1,000 registered shares may be notified by means of a public announcement made through the MOPS at least 30 days in advance; before convening an ad hoc meeting of shareholders, a notice of meeting shall be given to shareholders at least 15 days in advance, and the shareholders holding less than 1,000 registered shares may be notified by means of a public announcement made through the MOPS at least 15 days in advance. The reasons for convening a shareholders' meeting shall be specified in the meeting notice and public announcement. With the consent of the addressee, the meeting notice may be given in electronic form. According to Article 172, paragraph 5 or Article 185, paragraph 1 of the Company Act or Article 26-1 and 43-6 of the Securities and Exchange Act and Article 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers, relevant matters shall be set out in the notice and the reasons for**convening a general meeting shall be explicit and detailed**, and shall not be proposed as Questions and Motions. Full election of directors and their appointment date has been set out in the notice of the reasons for convening a general meeting. After election of directors at a general meeting, the appointment date shall not be changed by Questions and Motions or otherwise at the general meeting.	Article 2	Unless otherwise provided by law or regulation, the Company's shareholders' meetings shall be convened by the board of directors. Before convening a general meeting of shareholders, a notice of meeting shall be given to shareholders at least 30 days in advance, and shareholders holding less than 1,000 registered shares may be notified by means of a public announcement made through the MOPS at least 30 days in advance; before convening an ad hoc meeting of shareholders, a notice of meeting shall be given to shareholders at least 15 days in advance, and the shareholders holding less than 1,000 registered shares may be notified by means of a public announcement made through the MOPS at least 15 days in advance. The reasons for convening a shareholders' meeting shall be specified in the meeting notice and public announcement. With the consent of the addressee, the meeting notice may be given in electronic form. According to Article 172, paragraph 5 or Article 185, paragraph 1 of the Company Act or Article 26-1 and 43-6 of the Securities and Exchange Act and Article 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers, relevant matters shall be set out in the notice of the reasons for convening a general meeting, and shall not be proposed as Questions and Motions. Full election of directors and their appointment date has been set out in the notice of the reasons for convening a general meeting. After election of directors at a general meeting, the appointment date shall not be changed by Questions and Motions or otherwise at the general meeting.	Amendments made according to Tai-Zheng-Zhi-Li-Zi No. 1110004250
Article 3	For each shareholders' meeting, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by the Company and stating the scope of the proxy's authorization. A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders' meeting, and shall deliver the proxy form to the Company no later than five days before the date of the shareholders' meeting. When duplicate proxy forms are delivered, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment. If, after the Company has received a proxy form, a shareholder sending the proxy form decides to attend the shareholders' meeting in person**or by video conference**, or intends to exercise his or her voting rights in writing or electronically, he	Article 3	For each shareholders' meeting, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by the Company and stating the scope of the proxy's authorization. A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders' meeting, and shall deliver the proxy form to the Company no later than five days before the date of the shareholders' meeting. When duplicate proxy forms are delivered, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment. If, after the Company has received a proxy form, a shareholder sending the proxy form decides to attend the shareholders' meeting in person or intends to exercise his or her voting rights in writing or electronically, he or she shall issue a	Amendments made according to Tai-Zheng-Zhi-Li-Zi No. 1110004250

Provisions	After Amendment	Provisions	Before Amendment	Basis and reasons for amendment
	or she shall issue a written notice to revoke the authorization to the Company no later than two days before the shareholders' meeting. If the revocation is not provided within the specified time limit, exercise of the voting rights by the proxy attending the meeting shall prevail.		written notice to revoke the authorization to the Company no later than two days before the shareholders' meeting. If the revocation is not provided within the specified time limit, exercise of the voting rights by the proxy attending the meeting shall prevail.	
Article 4	The venue for a shareholders' meeting shall be the premises of the Company, or a place easily accessible to shareholders and suitable for a shareholders' meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m. **When the Company convenes a shareholders' meeting by video conference, it is not subject to the limitation on places in the preceding paragraph, however both the chair and recorder shall be in the same location, and the chair shall declare the address of their location when the meeting is called to order.**	Article 4	The venue for a shareholders' meeting shall be the premises of the Company, or a place easily accessible to shareholders and suitable for a shareholders' meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m.	Amendments made according to Tai-Zheng-Zhi-Li-Zi No. 1110004250
Article 5	The Company shall specify in its shareholders' meeting notices the time during which attendance registrations for shareholders**, solicitors and proxies (collectively "shareholders")**will be accepted, the place to register for attendance, and other matters for attention. The time during which shareholder attendance registrations will be accepted, as stated in the preceding paragraph, shall be at least 30 minutes prior to the time the meeting commences. The place at which attendance registrations are accepted shall be clearly marked and there shall be a sufficient number of suitable personnel assigned to handle the registrations.**For virtual shareholders' meetings, shareholders may begin to register on the virtual meeting platform 30 minutes before the meeting starts. Shareholders completing registration will be deemed to have attended the shareholders' meeting in person.** A shareholder shall attend the general meeting in person or by proxy with the attendance certificate, sign-in card or other certificate of attendance. The proxy acting on behalf of the shareholder shall provide an ID document for verification. When the government or a juristic person is a shareholder, it may be represented by more than one representative at a shareholders' meeting. When a juristic person is appointed to attend as proxy, it may designate only one person to represent it in the meeting. The attending shareholders**shall**issue the sign-in cards instead. **In the event of a virtual shareholders' meeting, shareholders wishing to attend the meeting online shall register with the Company no later than two days before the meeting date.** The Company shall furnish attending shareholders with the meeting agenda book, annual report, attendance card, speaker's slips, voting slips, and other meeting materials. Where there is an election of directors, pre-printed ballots shall also be furnished. **In the event of a virtual shareholders' meeting, the Company shall upload the meeting agenda book, annual report and other meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.**	Article 5	The Company shall specify in its shareholders' meeting notices the time during which attendance registrations for shareholders will be accepted, the place to register for attendance, and other matters for attention. The time for the acceptance of registration for attendance by shareholders described in the preceding paragraph shall be at least 30 minutes before the start of a general meeting; the place of registration shall be clearly marked and appropriate qualified personnel shall be put in charge thereof. A shareholder shall attend the general meeting in person or by proxy with the attendance certificate, sign-in card or other certificate of attendance. The proxy acting on behalf of the shareholder shall provide an ID document for verification. The attending shareholders shall issue the sign-in cards instead. The Company shall furnish attending shareholders with the meeting agenda book, annual report, attendance card, speaker's slips, voting slips, and other meeting materials. Where there is an election of directors, pre-printed ballots shall also be furnished. When the government or a juristic person is a shareholder, it may be represented by more than one representative at a shareholders' meeting. When a juristic person is appointed to attend as proxy, it may designate only one person to represent it in the meeting.	Amendments made according to Tai-Zheng-Zhi-Li-Zi No. 1110004250
Article 7	Sound or video recordings shall be made for entirety of general meetings by the Company and shall be kept for at least one year.If, however, a	Article 7	Sound or video recordings shall be made for entirety of general meetings by the Company and shall be kept for at least one year.If, however, a	Amendments made according to

Provisions	After Amendment	Provisions	Before Amendment	Basis and reasons for amendment
	shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recordings shall be retained until the conclusion of the litigation. **Where a shareholders' meeting is held online, the Company shall keep records of shareholder registration, sign-in, check-in, questions raised, votes cast and results of votes counted by the Company, with sound or video recordings made for the whole course of general meeting, which shall be properly preserved during the existence of the Company, and provided for the preservation of those entrusted with video conference affairs.**		shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recordings shall be retained until the conclusion of the litigation.	Tai-Zheng-Zhi-Li-Zi No. 1110004250
Article 8	Attendance **and voting**at a general meeting shall be based on the number of shares. The number of shares in attendance shall be calculated according to the shares indicated by the sign-in cards **handed in, and the shares checked in on the virtual meeting platform**, plus the number of shares whose voting rights are exercised by correspondence or electronically. The chairman shall call the general meeting to order at the time scheduled for the meeting. If the number of shares represented by the shareholders present at the meeting has not yet constituted the quorum at the scheduled time, the chairman may postpone the meeting, provided there are no more than two such postponements and for no longer than a total of one hour.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. **In the event of a virtual shareholders' meeting, the Company shall also declare the meeting adjourned on the virtual meeting platform.** If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders' meeting shall be convened within one month.**In the event of a virtual shareholders' meeting, shareholders intending to attend the meeting online shall re-register with the Company in accordance with Article 5.** When, prior to conclusion of the meeting, the attending shareholders represent a majority of the total number of issued shares, the chair may resubmit the tentative resolution for a vote by the shareholders' meeting pursuant to Article 174 of the Company Act.	Article 8	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 sign-in cards handed in, plus the number of shares whose voting rights are exercised by correspondence or electronically. The chairman shall call the general meeting to order at the time scheduled for the meeting. If the number of shares represented by the shareholders present at the meeting has not yet constituted the quorum at the scheduled time, the chairman may postpone the meeting, provided there are no more than two such postponements and for no longer than a total of one hour.If the attending shareholders do not make up one third of the outstanding shares and thus have not constituted the quorum after the meeting being postponed for two times, the chairman shall announce the meeting dissolved. If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders' meeting shall be convened within one month. When, prior to conclusion of the meeting, the attending shareholders represent a majority of the total number of issued shares, the chair may resubmit the tentative resolution for a vote by the shareholders' meeting pursuant to Article 174 of the Company Act.	Amendments made according to Tai-Zheng-Zhi-Li-Zi No. 1110004250
Article 10	Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, their shareholder account number (or attendance card number), and account name. The order in which shareholders speak will be set by the chair. A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail. A shareholder may not speak more than **twice**on the same proposal, and a single speech may not exceed 5 minutes. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chair may terminate the speech.	Article 10	Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, their shareholder account number (or attendance card number), and account name. The order in which shareholders speak will be set by the chair. A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail. A shareholder may not speak more than twice on the same proposal, and a single speech may not exceed 5 minutes. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chair may terminate the speech.	Amendments made according to Tai-Zheng-Zhi-Li-Zi No. 1110004250

Provisions	After Amendment	Provisions	Before Amendment	Basis and reasons for amendment
	When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chair and the shareholder that has the floor; the chair shall stop any violation. When a juristic person shareholder appoints two or more representatives to attend a shareholders' meeting, only one of the representatives so appointed may speak on the same proposal. After an attending shareholder has spoken, the chair may respond in person or direct relevant personnel to respond. **Where a virtual shareholders' meeting is convened, shareholders attending the virtual meeting online may raise questions in writing on the virtual meeting platform from the time the chair declares the meeting open until the chair declares the meeting adjourned. No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words. The regulations in paragraphs 1 to 5 do not apply.**		When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chair and the shareholder that has the floor; the chair shall stop any violation. When a juristic person shareholder appoints two or more representatives to attend a shareholders' meeting, only one of the representatives so appointed may speak on the same proposal. After an attending shareholder has spoken, the chair may respond in person or direct relevant personnel to respond.	
Article 11	A shareholder shall be entitled to one vote for each share held, except when the shares are restricted shares or are deemed non-voting shares. When the Company holds a shareholder meeting, it shall adopt the exercise of voting rights by electronic means and may adopt the exercise of voting rights by correspondence. When voting rights are exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders' meeting notice. A shareholder exercising voting rights by correspondence or electronic means will be deemed to have attended the meeting in person, but to have waived their rights with respect to the questions and motions and amendments to original proposals of that meeting; it is therefore advisable that the Company avoid the submission of questions and motions and amendments to original proposals. A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph shall deliver a written declaration of intent to the Company no later than two days before the date of the shareholders' meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail,except when having received a declaration to revoke a prior expression of intent. After a shareholder has exercised voting rights by correspondence or electronic means, in the event the shareholder intends to attend the shareholders' meeting in person**or online**, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to the Company, by the same means by which the voting rights were exercised, no later than two business days before the date of the shareholders' meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by correspondence or electronic means shall prevail.When a shareholder has exercised voting rights both by correspondence or electronic means and by appointing a proxy to attend a shareholders' meeting, the voting rights exercised by the proxy in the meeting shall prevail. **When the Company convenes a hybrid shareholders' meeting, if shareholders who**	Article 11	A shareholder shall be entitled to one vote for each share held, except when the shares are restricted shares or are deemed non-voting shares. When the Company holds a shareholder meeting, it shall adopt the exercise of voting rights by electronic means and may adopt the exercise of voting rights by correspondence. When voting rights are exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders' meeting notice. A shareholder exercising voting rights by correspondence or electronic means will be deemed to have attended the meeting in person, but to have waived their rights with respect to the questions and motions and amendments to original proposals of that meeting; it is therefore advisable that the Company avoid the submission of questions and motions and amendments to original proposals. A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph shall deliver a written declaration of intent to the Company no later than two days before the date of the shareholders' meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail,except when having received a declaration to revoke a prior expression of intent. If, after having exercised the voting rights in writing or electronically, a shareholder intends to attend the shareholders' meeting in person, they shall revoke the prior expression of intent on exercise of voting rights in the same manner that they have exercised their voting rights no later thantwo days before the shareholders' meeting. If the revocation is not made within the specified time limit, the exercise of voting rights in writing or electronically shall prevail.When a shareholder has exercised voting rights both by correspondence or electronic means and by appointing a proxy to attend a shareholders' meeting, the voting rights exercised by the proxy in the meeting shall prevail. **Except as otherwise provided in the Company Act and in the articles of incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, for each proposal, the chair or a person designated by**	Amendments made according to Tai-Zheng-Zhi-Li-Zi No. 1110004250

Provisions	After Amendment	Provisions	Before Amendment	Basis and reasons for amendment
	have registered to attend the meeting online in accordance with Article 5 decide to attend the physical shareholders' meeting in person, they shall revoke their registration no later than two days before the shareholders' meeting in the same manner as they registered. If their registration is not revoked within the time limit, they may only attend the shareholders' meeting online. **When shareholders exercise voting rights by correspondence or electronic means, unless they have withdrawn the declaration of intent and attended the shareholders' meeting online, except for questions and motions, they will not exercise voting rights on the original proposals or make any amendments to the original proposals or exercise voting rights on amendments to the original proposal.**		**the chair shall announce the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders.**	
Article 13	**Except as otherwise provided in the Company Act and in the Company's articles of incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, for each proposal, the chair or a person designated by the chair shall announce the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders.** When there is an amendment or an alternative to a proposal, the chair shall present the amended or alternative proposal together with the original proposal and decide the procedure in which they will be put to a vote. When any one among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.	Article 13	**In addition to the proposals on the agenda, shareholders may propose other proposals or substitutes for the original proposals.**	The original Article 13 was deleted with adjustments to the provisions thereof.
Article 14	Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chair, provided that all monitoring personnel shall be shareholders of the Company.	Article 14	When there is an amendment or an alternative to a proposal, the chair shall present the amended or alternative proposal together with the original proposal and decide the procedure in which they will be put to a vote. When any one among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.	Adjustment to the provisions
Article 15	Vote counting for shareholders' meeting proposals or elections shall be conducted in public at the place of the shareholders' meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on-site at the meeting, and a record made of the vote. **When the Company convenes a virtual shareholders' meeting, after the chair declares the meeting open, shareholders attending the meeting online shall cast votes on proposals and elections on the virtual meeting platform before the chair announces the voting session closed or will be deemed to have abstained from voting.** **In the event of a virtual shareholders' meeting, votes shall be counted at once after the chair announces the voting session closed, and results of votes and elections shall be announced immediately. The Company shall immediately disclose the voting results and election results of proposals on the video conference platform of the shareholders' meetings in accordance with the regulations after the voting is completed.**	Article 15	Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chair, provided that all monitoring personnel shall be shareholders of the Company. Vote counting for shareholders' meeting proposals or elections shall be conducted in public at the place of the shareholders' meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on-site at the meeting, and a record made of the vote.	Amendments made according to Tai-Zheng-Zhi-Li-Zi No. 1110004250
Article 17	Matters relating to the resolutions of a shareholders' meeting shall be recorded in the	Article 17	Matters relating to the resolutions of a shareholders' meeting shall be recorded in the	Amendments made

Provisions	After Amendment	Provisions	Before Amendment	Basis and reasons for amendment
	meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes in the preceding paragraph may be produced in electronic form and distributed by means of a public announcement. The meeting minutes shall accurately record the year, month, date, and place of the meeting, the chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their results, and shall be retained for the duration of the existence of the Company. **Where a virtual shareholders' meeting is convened, in addition to the particulars to be included in the meeting minutes as described in the preceding paragraph, the start time and end time of the shareholders' meeting, how the meeting is convened, the chair's and secretary's name, and actions to be taken in the event of disruption to the virtual meeting platform or participation in the meeting online due to natural disasters, accidents or other force majeure events, and how issues are dealt with shall also be included in the minutes.** **When convening a virtual-only shareholder meeting, other than compliance with the requirements in the preceding paragraph, the Company shall specify in the meeting minutes alternative measures available to shareholders with difficulties in attending a virtual-only shareholders' meeting online**		meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes in the preceding paragraph may be produced in electronic form and distributed by means of a public announcement. The meeting minutes shall accurately record the year, month, date, and place of the meeting, the chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their results, and shall be retained for the duration of the existence of the Company.	according to Tai-Zheng-Zhi-Li-Zi No. 1110004250
Article 18	On the day of a shareholders' meeting, the Company shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation,the number of shares represented by proxies**and the number of shares represented by shareholders attending the meeting by correspondence or electronic means**, and shall make an express disclosure of the same at the place of the shareholders' meeting.**In the event a virtual shareholders' meeting, the Company shall upload the above meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.** **During the Company's virtual shareholders' meeting, when the meeting is called to order, the total number of shares represented at the meeting shall be disclosed on the virtual meeting platform. The same shall apply whenever the total number of shares represented at the meeting and a new tally of votes is released during the meeting.** If the matters resolved at a general meeting contains material information under applicable laws or regulations or specified by the competent authorities, the Company shall upload the content of such resolution to the MOPS within the prescribed time period.	Article 18	On the day of a general meeting, the Company shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation and the number of shares represented by proxies, and shall explicitly disclose the same at the place of the meeting. If the matters resolved at a general meeting contains material information under applicable laws or regulations or specified by the competent authorities, the Company shall upload the content of such resolution to the MOPS within the prescribed time period.	Amendments made according to Tai-Zheng-Zhi-Li-Zi No. 1110004250
Article 20	**For a virtual shareholders' meeting, if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events before the chair has announced the meeting adjourned, and the obstruction continues for more than 30 minutes, the meeting shall be postponed to or resumed on another date within five days, in**			Amendments made according to Tai-Zheng-Zhi-Li-Zi No. 1110004250

Provisions	After Amendment	Provisions	Before Amendment	Basis and reasons for amendment
	which case Article 182 of the Company Act shall not apply. **For a meeting to be postponed or resumed as described in the preceding paragraph, shareholders who have not registered to participate in the affected shareholders' meeting online shall not attend the postponed or resumed session.** **For a meeting to be postponed or resumed under the first paragraph, the number of shares represented by, and voting rights and election rights exercised by the shareholders who have registered to participate in the affected shareholders' meeting and have successfully signed in the meeting, but do not attend the postpone or resumed session, shall be counted towards the total number of shares, number of voting rights and number of election rights represented at the postponed or resumed session.** **During a postponed or resumed session of a shareholder's meeting held under the first paragraph, no further discussion or resolution is required for proposals or elections for which votes have been cast and counted and results have been announced.** **When the Company convenes a hybrid shareholders' meeting, and the virtual meeting cannot continue as described in first paragraph, if the total number of shares represented at the meeting, after deducting those represented by shareholders' attending the virtual shareholders' meeting online, still meets the minimum legal requirement for a shareholders' meeting, then the shareholders' meeting shall continue, and no postponement or resumption thereof under the first paragraph is required.** **Under the circumstances where a meeting should continue as in the preceding paragraph, the shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, provided these shareholders shall be deemed to have abstained from voting on all proposals on the meeting agenda of that shareholders' meeting.**			
Article 2**1**	These Rules shall take effect after having been submitted to and approved by a shareholders' meeting. Subsequent amendments thereto shall be effected in the same manner.	Article 20	These Rules shall take effect after having been submitted to and approved by a shareholders' meeting. Subsequent amendments thereto shall be effected in the same manner.	Adjustment to the provisions
Article 2**2**	Amended on The 1st amendment hereto was made on May 22, 2002. The 2nd amendment hereto was made on June 13, 2007. The 3rd amendment hereto was made on June 10, 2009. The 4th amendment hereto was made on June 5, 2012. The 5th amendment hereto was made on June 19, 2013. The 6th amendment hereto was made on June 13, 2017. The 7th amendment hereto was made on June 24, 2020. **The 8th amendment hereto was made on June 21, 2023.**	Article 2**1**	Amended on The 1st amendment hereto was made on May 22, 2002. The 2nd amendment hereto was made on June 13, 2007. The 3rd amendment hereto was made on June 10, 2009. The 4th amendment hereto was made on June 5, 2012. The 5th amendment hereto was made on June 19, 2013. The 6th amendment hereto was made on June 13, 2017. The 7th amendment hereto was made on June 24, 2020.	Date of amendments is added

Resolution:

Election

Proposal No.1: Proposed by the Board of Directors

Brief: Re-election of directors of the Company, submitted for election.

Explanation:

I. The term of office of the current directors of the Company expires on June 23, 2023; the term was three years, and the current directors are eligible for re-election at this shareholders' meeting according to regulations.

II. According to Article 18 of the Articles of Association, the Company shall have 7 to 11 directors, including no less than three independent directors; Nine directors (including four independent directors) will be elected by way of nomination of candidates at the shareholders' meeting from the list of candidates for a term of three years and may be re-elected following appointment.

III. The newly elected directors and independent directors shall take office for a term of three years from the date of election, i.e. from June 21, 2023 to June 20, 2026, and the term of office of the original directors shall expire at the end of this general meeting of shareholders.

IV. The list of candidates for directors and independent directors has been approved by a resolution of the Board of Directors on May 9, 2023; please refer to Appendix VII for relevant information such as their academic qualifications, experience and number of shares.

V. The election shall be conducted in accordance with the Company’s Procedures for Election of Directors.

The election results are as follows:

Other Motions

Proposal No.1: Proposed by the Board of Directors

Brief: It is proposed that new directors and their representatives are to be relieved of their non-compete clauses. Discussion is respectfully requested.

Explanation:

I. According to Article 209 of the Company Act, directors acting on their own or on behalf of others within the business scope of the Company are required to explain the important content of their actions at the general meeting to obtain permission.

II. In order to take advantage of the expertise and relevant experience of the directors of the Company, it is hereby requested that new directors and their representatives be discharged from non-compete clauses at the shareholders' meeting without prejudice to the interests of the Company according to law.

III. Regarding the fact of the concrete job positions in other company(ies) served by the newly elected directors and independent directors, please refer to Appendix V annexed hereto for more details.

IV.Proposal for Discussion

Resolution:

Questions and Motions

Meeting Adjourned

(Attachment I)

Leader Electronics Inc.
Business Report

Ⅰ. Operating Results for 2022

(I) Results of Business Plans

The Company's consolidated operating revenue for FY 2022 was NT$ 4.54 billion, down from the previous year. In terms of profits, the after-tax loss was NT$159 million at a loss of NT$ 1.01 per share.

(II) Budget Implementation: Not applicable. (The Company's undisclosed financial forecast for FY 2022)

(III) Analysis of financial revenue and expenditure and profitability

Unit: %, NT$

Item			2022	2021
Financial structure (%)	Ratio of liabilities to assets		68.53	71.37
	Long-term funds to fixed assets		114.77	114.35
Profitability (%)	Return on assets		(2.25)	(5.60)
	Return on equity		(10.92)	(19.28)
	To paid-in capital	Operating profits	(6.60)	(19.91)
		Income before tax	(9.61)	(19.22)
	Profit ratio		(3.49)	(6.86)
	Earnings per share (NT$)		(1.01)	(2.06)

In 2022, the Company strictly carried out the enhancements over a variety of costs and control over operating expenses. We see a bit of betterment over 2021 though the overall profitability index still appeared negative.

(IV) Status of Research and Development

1. The Company's annual R&D expenditure in 2022 was NT$165,416 thousand.
2. The main direction of R&D and the products expected to be developed
   (1) The main direction of R&D
      A. The combination of network communication industry with cloud applications for continuous development in the fields of information, audio-visual, home appliances, and security control.
      B. Following the trend of being lighter, thinner, shorter and smaller, electronic products are developing towards miniaturization and higher power density.
      C. In response to the industrial development of the Internet of Things, invest in power control products for smart home appliances.
      D. Power modules and electric reactors required for the development of the charging equipment for electric vehicles.

(2) Products expected to be developed
   A. Low cost and standardized power supply units.
   B. Quick charge power supply units.
   C. PoE power supply units.
   D. Electric vehicle chargers and charging piles.
   E. Energy storage system and related components.

II. Summary of Annual Business Plan for 2023

(I) Business Policies

1. Deepen the development of product lines to assist the business department to expand the market.
2. Expansion of energy storage battery cabinet markets at full steam coupled with the effort to look for opportunities in vertical integration.
3. The effort to pep up productivity of the Philippine factory to expand the production lines, minimize the impact of the demographic dividend and Sino-US trade conflicts.
4. Screen out strategic suppliers, coordinate bargaining power and cut down material costs by centralized procurement.
5. Actively invest R&D resources in the application of new products.

(II) Business objectives

1. Continue to expand ODM/OEM business to improve capacity utilization.
2. The effort to intensify productivity utilization rate to accomplish the optimal economic scale by means of productivity transfer and production line expansion.
3. Integrate the resources of each factory to improve the control over raw material costs, so as to improve the gross margin of products.
4. The operating revenues from application of new products (charging piles/energy storage battery cabinets) increase year-by-year.
5. Implement austerity policies to increase the Company's profits.

III. Impact of the external competitive environment, regulatory environment and overall business environment

During 2022 while the global shortage of materials, the rising freight rates and such negative factors eased up gradually, the Company put utmost effort to integrate resources, boost efficiency and incorporate management over supply chains. All such efforts prove not in vain after all. Facing up to 2023, the Company further consolidates at every step to prudentially face up to the vulnerable ambiance of competition with sound control over potential risks whereby we shall successfully accomplish the annual business policies and operating goals.

IV. The Company's Development Strategies in the Future

In addition to continuing to cultivate existing customers in the field of network communication, deepen cooperation with strategic suppliers, and enhance vertical integration of materials to mitigate the impact of high prices for raw materials; In addition, more R&D resources will be invested in the application of new products,

including notably the charging piles and energy storage battery cabinets, in the hope that the Company will gain advantages in the changing competitive environment.Through continuous substantial adjustments, we will create profits in the future to give back to the shareholders who have supported the Company for a long time.

Chairman:C.Y Pao Manager:Andrew Bao Chief Accountant: Christine Wu

(Attachment II)

Independent Auditor's Report

To Leader Electronics Inc.,

Audit opinions

We have reviewed the accompanying consolidated balance sheets of Leader Electronics Inc. and its subsidiaries (Leader Group) for the years ended December 31, 2022 and 2021 and the relevant consolidated statements of comprehensive income, changes in equity, and cash flows for the years then ended, and relevant notes, including a summary of significant accounting policies (collectively referred to as the "consolidated financial statements").

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2022 and 2021 and for the years then ended, and its consolidated financial performance and its consolidated cash flows for the years then ended in conformity with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, the International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission (FSC) of the Republic of China, based on our audit results and the audit reports of other certified public accountants (CPAs) (refer to the section of "Other matters").

The basis for opinions

We concluded our audits in accordance with the regulations governing auditing and attestation of financial statements by certified public accountants and auditing standards. Our responsibilities under those standards are further described in the responsibilities of auditors for the audit of the consolidated financial statements. We are independent of Leader Group in accordance with the Code of Professional Ethics for Certified Public Accountants, and we have fulfilled our other ethical responsibilities in accordance with the Code. We are convinced that we have acquired enough and appropriate audit evidence to serve as the basis of audit opinion.

Key audit matter

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the 2022 consolidated financial statements of Leader Group. These matters were addressed in the content of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide separate opinions on those matters.

Key audit matters of the 2022 consolidated financial statements of Leader Group are as follows:

Authenticity of sales revenue from major customers

Management is under pressure to meet its targets, and therefore the auditing standards presume that there is a risk of fraud in revenue recognition. We consider that the sales revenue of Leader Group's sales targets with material sales amount and revenue growth or new customers will have a material impact on the financial statements. Therefore, the sales revenue of the above-mentioned customers is considered a key audit matter. See Note 4(13) to the consolidated financial statements for the related accounting policy for revenue recognition.

We performed control tests to understand the design and implementation of the Company's revenue recognition process and related control systems. We also reviewed the sales details of the above customers by selecting appropriate samples of original orders, external shipping documents or customer sign-off documents to confirm the authenticity of the sales transactions. We also reviewed whether material sales returns occurred after the balance sheet date to confirm whether there is material misstatement of sales revenue from the above customers.

Other information

Leader Electronics Inc. has also prepared the parent company-only financial statements for the years ended December 31, 2022 and 2021, for which we have issued an audit report, along with an unqualified opinion, for reference.

Responsibilities of Management and Those in Charge with Governance of the Consolidated Financial Statements

The management's responsibilities are to prepare the consolidated financial statements with fair presentation in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, the International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) (collectively referred to as "IFRSs") endorsed and issued into effect by the Financial Supervisory Commission (FSC) of the Republic of China and to maintain necessary internal control associated with the preparation in order to ensure that the consolidated financial statements are free from material misstatement arising from fraud or error.

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

Those in charge of governance (including the Auditing Committee) are responsible for overseeing the reporting process of the financial statements of Leader Group.

Auditor's 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 auditor's report. Reasonable assurance is a high level of assurance, but is not a guarantee that any audit conducted in accordance with the accounting principles will always detect a material misstatement in the consolidated financial statements when it exists. Misstatements can arise from fraud or error. If fraud or errors are considered material, individually or in 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 accounting principles, we exercise professional judgment and professional skepticism throughout the audit. We also performed the following works:

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error; design, and perform countermeasures for assessed risks; and obtain evidence that is sufficient and appropriate to provide a basis of audit 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 internal control effective in Leader Group.
3. Evaluate the appropriateness of accounting policies used and the reasonability of accounting estimates and related disclosures made by the management.
4. Conclude the appropriateness of the use of the going concern basis of accounting by the management, and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on Leader Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosure is inappropriate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of the auditor's report. However, future events or conditions may cause Leader Group to cease as a going concern.
5. Evaluate the overall presentation, structure, and content of the consolidated statements, including related notes, whether the consolidated statements represent the underlying transactions and events in a matter that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information or the entities or business activities of the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision, and performance of the audit of the Group. We remain solely responsible for our audit opinion.

We communicate with those in charge of 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 in charge of 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 in charge of governance, we determine those matters that were of most significance in the audit of the 2022 consolidated financial statements of Leader Group and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communications.

Deloitte & Touche

CPA Liao Wan I

CPA Hsieh Chien Hsin

Financial Supervisory Commission Approval Document No.
Jin-Guan-Zheng-Shen-Zi No. 1010028123

Securities and Futures Bureau Approval Document No.
Tai-Cai-Zheng (6) Zi No. 0920123784

March 27, 2023

Leader Electronics Inc. and Its Subsidiaries

Consolidated Balance Sheet

December 31, 2022 and 2021

Unit: Thousands of NTD

Code	Assets	December 31, 2022 Amount	%	December 31, 2021 Amount	%
	Current assets				
1100	Cash and cash equivalents (Notes 4 and 6)	$ 328,175	7	$ 640,502	12
1150	Notes receivable (Notes 4, 9 and 25)	83,686	2	8,682	-
1170	Accounts receivable, net (Notes 4, 9 and 25)	1,044,156	23	1,284,262	24
1200	Other receivables (Notes 4 and 9)	2,832	-	484	-
1210	Other receivables – related parties (Note 32)	-	-	75	-
1220	Current tax assets (Notes 4 and 27)	1,490	-	2,253	-
130X	Inventory (Notes 4 and 10)	895,246	20	1,149,374	22
1410	Prepayments (Note 11)	170,289	4	133,023	3
1470	Other current assets (Note 33)	142,273	3	31,110	1
11XX	Total current assets	2,668,147	59	3,249,765	62
	Non-current assets				
1510	Financial assets at fair value through profit or loss (Notes 4 and 7)	32,957	1	59,012	1
1517	Financial assets at fair value through other comprehensive income (Notes 4 and 8)	74,987	2	105,751	2
1550	Investments using the equity method (Notes 4 and 13)	32,998	1	16,524	-
1600	Property, plant and equipment (Notes 4, 14, 29 and 33)	1,385,691	31	1,443,553	28
1755	Right-of-use assets (Notes 4 and 15)	146,826	3	160,011	3
1760	Investment property (Notes 4, 16 and 33)	98,720	2	97,810	2
1780	Intangible assets (Notes 4 and 17)	17,372	-	21,952	-
1840	Deferred tax assets (Notes 4 and 27)	3,683	-	3,093	-
1990	Other non-current assets (Notes 18, 23 and 33)	39,092	1	80,051	2
15XX	Total non-current assets	1,832,326	41	1,987,757	38
1XXX	Total assets	$ 4,500,473	100	$ 5,237,522	100
Code	Liabilities and equity				
	Current liabilities				
2100	Short-term borrowings (Notes 19 and 33)	$ 1,149,518	26	$ 1,251,664	24
2120	Financial assets at fair value through profit or loss (Notes 4, 7 and 20)	396	-	444	-
2130	Contract liabilities (Notes 25 and 32)	49,138	1	10,019	-
2150	Notes payable (Note 21)	2,162	-	17,968	-
2170	Accounts payable (Note 21)	1,037,577	23	1,491,356	29
2200	Other payables (Note 22)	210,425	5	263,997	5
2230	Current tax liabilities (Notes 4 and 27)	16,434	-	12,704	-
2280	Lease liabilities – current (Notes 4 and 15)	18,165	-	16,161	-
2321	Corporate bonds due or subject to sell-back rights within one year (Notes 4 and 20)	69,855	2	116,174	2
2322	Long-term borrowings with maturity of less than one year (Notes 19 and 33)	162,958	4	217,790	4
2399	Other current liabilities	58,176	1	41,201	1
21XX	Total current liabilities	2,774,804	62	3,439,478	65
	Non-current liabilities				
2540	Long-term borrowings (Notes 19 and 33)	178,709	4	156,447	3
2580	Lease liabilities – current (Notes 4 and 15)	128,116	3	139,690	3
2640	Net defined benefit liability (Notes 4 and 23)	-	-	185	-
2645	Deposits received (Note 32)	2,521	-	2,480	-
25XX	Total non-current liabilities	309,346	7	298,802	6
2XXX	Total liabilities	3,084,150	69	3,738,280	71
	Equity attributable to owners of the Parent				
3110	Common stock	1,585,764	35	1,585,764	30
3200	Capital surplus	164,325	4	471,619	9
	Accumulated losses				
3310	Legal reserve	-	-	-	-
3320	Special reserve	36,687	1	36,687	1
3350	Losses to be made up	(156,427)	(4)	(303,395)	(6)
3300	Total accumulated losses	(119,740)	(3)	(266,708)	(5)
3400	Other equity	(207,760)	(5)	(285,395)	(5)
3500	Treasury stock	(10,990)	-	(10,990)	-
31XX	Total equity attributable to owners of the Parent	1,411,599	31	1,494,290	29
36XX	Non-controlling interests	4,724	-	4,952	-
3XXX	Total equity	1,416,323	31	1,499,242	29
	Total liabilities and equity	$ 4,500,473	100	$ 5,237,522	100

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

Chairman: C.Y Pao Managerial Officer: Andrew Bao Accounting officer: Christine Wu

Leader Electronics Inc. and Its Subsidiaries

Consolidated Statements of Comprehensive Income

January 1 to December 31, 2022 and 2021

Unit: Thousand NTD; except for loss per share in NTD

Code		2022 Amount	2022 %	2021 Amount	2021 %
4000	Operating revenues (Notes 4, 25 and 32)	$ 4,544,285	100	$ 4,721,839	100
5000	Operating costs (Notes 10 and 26)	4,041,888	89	4,363,151	93
5900	Operating gross margins	502,397	11	358,688	7
5910	Unrealized profit on sales with affiliates	(1,075)	-	-	-
5950	Realized operating gross margins	501,322	11	358,688	7
	Operating expenses (Notes 23 and 26)				
6100	Selling expenses	173,748	4	212,660	4
6200	Administrative expenses	267,730	6	286,553	6
6300	R&D expenses	165,416	4	173,357	4
6450	Expected credit impairment losses (reversal of losses) (Note 9)	(860)	-	1,867	-
6000	Total operating expenses	606,034	14	674,437	14
6900	Net operating loss	(104,712)	(3)	(315,749)	(7)
	Non-operating incomes and expenses				
7100	Interest incomes (Notes 26 and 32)	2,635	-	3,438	-
7190	Other income (Notes 26 and 32)	65,867	2	63,479	1
7020	Other gains and losses (Note 26)	(77,812)	(2)	(21,790)	-
7050	Financial costs (Note 26)	(47,420)	(1)	(31,835)	(1)
7060	Share of profits or losses of affiliates accounted for using the equity method (Note 13)	9,036	-	(2,335)	-
7000	Total non-operating income and expenses	(47,694)	(1)	10,957	-

(Continued on next page)

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Code		2022 Amount	2022 %	2021 Amount	2021 %
7900	Net loss before taxation	($ 152,406)	(4)	($ 304,792)	(7)
7950	Income tax expense (Notes 4 and 27)	6,312	-	19,022	-
8200	Net loss	(158,718)	(4)	(323,814)	(7)
	Other comprehensive income				
8310	Items not reclassified to profit or loss:				
8311	Remeasurement of defined benefit plan	2,063	-	680	-
8316	Unrealized gains or losses on investment in equity instruments at fair value through other comprehensive income	(31,538)	(1)	5,359	-
8360	Items that may subsequently be reclassified to profit or loss:				
8361	Exchange differences on the translation of financial statements of foreign operations	109,173	3	(38,326)	(1)
8370	Share of other comprehensive income of affiliates accounted for using the equity method (Note 13)	-	-	(6)	-
8300	Other comprehensive income	79,698	2	(32,293)	(1)
8500	Total comprehensive income	($ 79,020)	(2)	($ 356,107)	(8)
	Net losses attributable to				
8610	Owners of the parent company.	($ 158,490)	(4)	($ 321,882)	(7)
8620	Non-controlling interests	(228)	-	(1,932)	-
8600		($ 158,718)	(4)	($ 323,814)	(7)
	Comprehensive income attributable to:				
8710	Owners of the parent company.	($ 78,792)	(2)	($ 353,875)	(8)
8720	Non-controlling interests	(228)	-	(2,232)	-
8700		($ 79,020)	(2)	($ 356,107)	(8)
	Loss per share (Note 28)				
9710	Basic	($ 1.01)		($ 2.06)	
9810	Diluted	($ 1.01)		($ 2.06)	

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

Chairman: C.Y Pao Managerial Officer: Andrew Bao Accounting officer: Christine Wu

Leader Electronics Inc. and Its Subsidiaries

Consolidated Statements of Changes in Equity

January 1 to December 31, 2022 and 2021

Unit: Thousands of NTD

Code		Equity attributable to owners of the Parent (Notes 4 and 24)										
				Retained earnings (accumulated losses)			Other equity				Non-controlling interests	
		Common stock	Capital surplus	Legal reserve	Special reserve	Losses to be made up	Exchange differences on the translation of financial statements of foreign operations	Unrealized valuation gain or loss on financial assets measured at fair value through other comprehensive income	Treasury stock	Total	(Note 24)	Total equity
A1	Balance as of January 1, 2021	$ 1,619,374	$ 494,288	$ 134,016	$ 36,687	($ 147,002)	($ 141,032)	($ 93,883)	($ 38,291)	$ 1,864,157	$ 7,184	$ 1,871,341
B13	Legal reserve to make up for losses	-	-	(134,016)	-	134,016	-	-	-	-	-	-
	Other changes in capital surplus											
C11	Capital surplus to cover losses	-	(12,986)	-	-	12,986	-	-	-	-	-	-
C15	Cash dividends by capital surplus	-	(23,486)	-	-	-	-	-	-	(23,486)	-	(23,486)
C7	Changes in affiliates accounted for using the equity method (Note 12)	-	7,494	-	-	-	-	-	-	7,494	-	7,494
D1	Net losses for 2021	-	-	-	-	(321,882)	-	-	-	(321,882)	(1,932)	(323,814)
D3	2021 other comprehensive income	-	-	-	-	680	(38,032)	5,359	-	(31,993)	(300)	(32,293)
D5	Total comprehensive income in 2021	-	-	-	-	(321,202)	(38,032)	5,359	-	(353,875)	(2,232)	(356,107)
L3	Retirement of treasury stock	(33,610)	6,309	-	-	-	-	-	27,301	-	-	-
Q1	Disposal of equity instruments measured at fair value through other comprehensive income (Note 8)	-	-	-	-	17,807	-	(17,807)	-	-	-	-
Z1	Balance as of December 31, 2021	1,585,764	471,619	-	36,687	(303,395)	(179,064)	(106,331)	(10,990)	1,494,290	4,952	1,499,242
	Other changes in capital surplus											
C7	Changes in affiliates accounted for using the equity method (Note 12)	-	(3,899)	-	-	-	-	-	-	(3,899)	-	(3,899)
C11	Capital surplus to cover losses	-	(303,395)	-	-	303,395	-	-	-	-	-	-
D1	Net losses for 2022	-	-	-	-	(158,490)	-	-	-	(158,490)	(228)	(158,718)
D3	2022 other comprehensive income	-	-	-	-	2,063	109,173	(31,538)	-	79,698	-	79,698
D5	Total comprehensive income in 2022	-	-	-	-	(156,427)	109,173	(31,538)	-	(78,792)	(228)	(79,020)
Z1	Balance as of December 31, 2022	$ 1,585,764	$ 164,325	$ -	$ 36,687	($ 156,427)	($ 69,891)	($ 137,869)	($ 10,990)	$ 1,411,599	$ 4,724	$ 1,416,323

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

Chairman: C.Y Pao Managerial Officer: Andrew Bao Accounting officer: Christine Wu

Leader Electronics Inc. and Its Subsidiaries

Consolidated Statements of Cash Flows

January 1 to December 31, 2022 and 2021

Unit: Thousands of NTD

Code		2022	2021
	Cash flows from operating activities		
A10000	Net loss before taxation	($ 152,406)	($ 304,792)
A20010	Income and expense items		
A20100	Depreciation expenses	150,394	150,796
A20200	Amortization expenses	7,556	7,819
A20300	Expected (reversal of losses) credit impairment losses	(860)	1,867
A20400	Net loss (gain) on financial instruments at fair value through profit or loss	26,007	(20,451)
A20900	Financial costs	47,420	31,835
A21200	Interest income	(2,635)	(3,438)
A21300	Dividend income	(4,555)	(2,015)
A22300	Share of loss (profit) of affiliates using the equity method	(9,036)	2,335
A22500	Net loss on disposal of property, plant and equipment	2,903	6,629
A22600	Impairment of Property, plant, and equipment	15,991	-
A23700	Loss on decline in value of inventories (recovery in market price)	(19,963)	13,039
A23900	Unrealized profit on sales with affiliates	1,075	-
A24100	Foreign exchange losses (gains)	95,838	(10,951)
A24200	Loss on redemption of convertible bonds	2,490	-
A30000	Net changes in operating assets and liabilities		
A31115	Financial assets mandatorily measured at fair value through profit or loss	-	27,763
A31130	Notes receivable	(75,096)	118,797
A31150	Accounts receivable	233,678	(147,911)
A31180	Other receivables	(2,343)	10,197
A31190	Other receivables – related parties	75	11
A31990	Net defined benefit asset	(534)	-
A31200	Inventory	296,205	(320,449)
A31230	Prepayments	(35,841)	(9,855)
A31240	Other current assets	3,669	(4,624)
A32125	Contract liabilities	38,995	3,018
A32130	Notes payable	(16,145)	17,327
A32150	Accounts payable	(476,778)	280,285
A32180	Other payables	(56,845)	64,390
A32230	Other current liabilities	16,675	4,509
A32240	Net defined benefit liability	(185)	(715)
A33000	Cash inflow (outflow) from operations	85,749	(84,584)

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Code		2022	2021
A33100	Interest received	$ 2,635	$ 3,438
A33200	Dividend received	4,555	2,015
A33300	Interests paid	(44,762)	(29,774)
A33500	Income tax paid	(2,409)	(3,367)
AAAA	Net cash inflow (outflow) from operating activities	45,768	(112,272)
	Cash flows from investing activities		
B00010	Purchase of financial assets measured at fair value through other comprehensive income	-	(15,000)
B00020	Proceeds from disposal of financial assets measured at fair value through other comprehensive income	-	41,038
B00030	Refund of share price for capital reduction of financial assets at fair value through other comprehensive income	-	2,000
B01800	Increase in Investments accounted for using the equity method	(3,342)	-
B02700	Purchase of property, plant, and equipment (Note 29)	(60,063)	(166,657)
B02800	Proceeds from disposal of property, plant and equipment	-	1,483
B03800	Decrease (increase) in guarantee deposits paid	27,755	(19,634)
B04500	Acquisition of intangible assets	(2,866)	(3,103)
B06600	Increase in other current assets	(114,743)	(9,192)
BBBB	Net cash outflow from investing activities	(153,259)	(169,065)
	Cash flows from financing activities		
C00100	Increase (decrease) in short-term borrowings	(103,016)	211,457
C01300	Repayments of corporate bonds	(45,399)	-
C01600	Proceeds from long-term borrowings	193,183	30,000
C01700	Repayments of long-term borrowings	(239,594)	(80,849)
C03100	Decrease in deposits received	(18)	(353)
C04020	Principal repayment of lease liabilities	(17,555)	(16,154)
C04500	Distribution of cash dividends	-	(23,486)
CCCC	Net cash inflow (outflow) from financing activities	(212,399)	120,615
DDDD	Impact of changes in exchange rate on cash and cash equivalents	7,563	(9,365)
EEEE	Decrease in cash and cash equivalents	(312,327)	(170,087)
E00100	Cash and cash equivalents balance – beginning of year	640,502	810,589
E00200	Cash and cash equivalents balance – end of year	$ 328,175	$ 640,502

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

Chairman: C.Y Pao Managerial Officer: Andrew Bao Accounting officer: Christine Wu

Independent Auditor's Report

To Leader Electronics Inc.,

Audit opinions

We have reviewed the accompanying parent company only balance sheets of Leader Electronics Inc. (the "Company") for the years ended December 31, 2022 and 2021 and the relevant parent company only statements of comprehensive income, changes in equity, and cash flows for the years then ended, and relevant notes, including a summary of significant accounting policies (collectively referred to as the "parent company only financial statements").

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

The basis for opinions

We concluded our audits in accordance with the regulations governing auditing and attestation of financial statements by certified public accountants and auditing standards. Our responsibilities under those standards are further described in the responsibilities of auditors for the audit of the parent company only financial statements. 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 are convinced that we have acquired enough and appropriate audit evidence to serve as the basis of audit opinion.

Key audit matter

Key audit matters refer to the most vital matters in our audit of the Company's parent company only financial statements for the year ended December 31, 2022 based on our professional judgment. These matters were addressed in the content of our audit of the parent company only financial statements as a whole, and in forming our opinion thereon, and we do not provide separate opinions on those matters.

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

Authenticity of sales revenue from major customers

Management is under pressure to meet its targets, and therefore the auditing standards presume that there is a risk of fraud in revenue recognition. We consider that the sales revenue of the sales targets of Leader Electronics Inc. and its equity-method subsidiaries with material sales amount and revenue growth or new customers will have a material impact on the financial statements. Therefore, the sales revenue of the above-mentioned customers is considered a key audit matter. See Note 4(13) to the parent company only financial statements for the related accounting policy for revenue recognition.

We performed control tests to understand the design and implementation of the Company's revenue recognition process and related control systems. We also reviewed the sales details of the above customers by selecting appropriate samples of original orders, external shipping documents or customer sign-off documents to confirm the authenticity of the sales transactions. We also reviewed whether material sales returns occurred after the balance sheet date to confirm whether there is material misstatement of sales revenue from the above customers.

Responsibilities of Management and Those in Charge with Governance of the parent company only Financial Statements

The management is responsible for the preparation and fair presentation of the parent company only financial statements in accordance with the Regulations Governing the Preparation of Financial Statements by Securities Issuers, and for such internal control as the management determines is necessary to enable the preparation of the parent company only financial statements to be free from material misstatement whether due to fraud or error.

In preparing the parent company only financial statements, the management is responsible for assessing the ability of the Company in continuing as a going concern, disclosing relevant matters, and adopting the going concern basis of accounting unless the management intends to liquidate the Company or cease the operations without other viable alternatives.

The Company's governing bodies (including the Audit Committee) are responsible for supervising the financial reporting process.

Auditor's 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 and auditor's report. Reasonable assurance is a high level of assurance, but is not a guarantee that any audit conducted in accordance with the accounting principles will always detect a material misstatement when it exists. Misstatements can arise from fraud or error. If fraud or errors are considered material, individually or in 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 accounting principles, we exercise professional judgment and professional skepticism throughout the audit. We also performed the following works:

1. Identify and assess the risks of material misstatement of the parent company only financial statements, whether due to fraud or error; design, and perform countermeasures for assessed risks; and obtain evidence that is sufficient and appropriate to provide a basis of audit 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. Understood the internal control related to the audit in order to design appropriate audit procedures under the circumstances, while 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 reasonability of accounting estimates and related disclosures made by the management.
4. Concluded on the appropriateness of the management's adoption of the going concern basis of accounting based on the audit evidence obtained and whether a material uncertainty exists for events or conditions that may cast significant doubt over the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the parent company only financial statements or, if such disclosure is inappropriate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of the auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure, and content of the parent company only statements, including related notes, whether the parent company only statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtained sufficient and appropriate audit evidence concerning the financial information of entities within the Company, to express an opinion on the parent company only financial statements. We were responsible for guiding, supervising, and performing the audit and forming an audit opinion on the Company.

We communicate with those in charge of 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 in charge of 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 the governing bodies, we determined the key audit matters for the audit of the Company's parent company only financial statements for the year ended December 31, 2022. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communications.

Deloitte & Touche

CPA Liao Wan I

CPA Hsieh Chien Hsin

Financial Supervisory Commission Approval Document No.
Jin-Guan-Zheng-Shen-Zi No. 1010028123

Securities and Futures Bureau Approval Document No.
Tai-Cai-Zheng (6) Zi No. 0920123784

March 27, 2023

Leader Electronics Inc.

Parent company only Balance Sheet

December 31, 2022 and 2021

Unit: Thousands of NTD

Code	Assets	December 31, 2022 Amount	%	December 31, 2021 Amount	%
	Current assets				
1100	Cash and cash equivalents (Notes 4 and 6)	$ 96,060	2	$ 158,432	4
1170	Accounts receivable, net (Notes 4, 9 and 24)	644,785	15	812,059	19
1180	Accounts receivable – related parties (Notes 4, 24 and 31)	23,478	1	30,271	1
1200	Other receivables (Notes 4 and 9)	1,733	-	1	-
1210	Other receivables – related parties (Notes 4 and 31)	8,556	-	11,325	-
1220	Current tax assets (Notes 4 and 26)	187	-	101	-
130X	Inventory (Notes 4 and 10)	226,889	5	141,265	3
1410	Prepayments (Note 11)	122,892	3	43,720	1
1470	Other financial assets (Note 32)	124,433	3	6,255	-
11XX	Total current assets	1,249,013	29	1,203,429	28
	Non-current assets				
1510	Financial assets at fair value through profit or loss (Notes 4 and 7)	32,957	1	59,012	2
1517	Financial assets at fair value through other comprehensive income (Notes 4 and 8)	40,873	1	74,280	2
1550	Investments using the equity method (Notes 4 and 12)	2,319,826	53	2,241,390	52
1600	Property, plant and equipment (Notes 4, 13 and 32)	637,006	15	642,186	15
1755	Right-of-use assets (Notes 4 and 14)	5,360	-	2,978	-
1760	Investment property (Notes 4, 15 and 32)	36,336	1	36,387	1
1780	Intangible assets (Notes 4 and 16)	12,555	-	14,904	-
1840	Deferred tax assets (Notes 4 and 26)	3,683	-	3,093	-
1975	Net defined benefit liability (Notes 4 and 22)	2,597	-	-	-
1990	Other non-current assets (Note 17)	3,342	-	13,082	-
15XX	Total non-current assets	3,094,535	71	3,087,312	72
1XXX	Total assets	$ 4,343,548	100	$ 4,290,741	100
Code	Liabilities and equity				
	Current liabilities				
2100	Short-term borrowings (Notes 18 and 32)	$ 995,820	23	$ 1,015,020	24
2120	Financial assets at fair value through profit or loss (Notes 4, 7 and 19)	396	-	444	-
2130	Contract liabilities (Notes 24 and 31)	46,455	1	184	-
2170	Accounts payable (Note 20)	10,693	-	21,920	-
2180	Accounts payable – related parties (Note 31)	1,315,880	30	974,837	23
2200	Other payables (Note 21)	80,747	2	88,191	2
2220	Other payables – related parties (Note 31)	261,438	6	303,006	7
2280	Lease liabilities – current (Notes 4 and 14)	3,237	-	2,199	-
2321	Corporate bonds due or subject to sell-back rights within one year (Notes 4 and 19)	69,855	2	116,174	3
2322	Long-term borrowings with maturity of less than one year (Notes 18 and 32)	72,275	2	140,656	3
2399	Other current liabilities	47,441	1	35,036	1
21XX	Total current liabilities	2,904,237	67	2,697,667	63
	Non-current liabilities				
2540	Long-term borrowings (Notes 18 and 32)	25,265	1	97,488	2
2580	Lease liabilities – current (Notes 4 and 14)	2,142	-	788	-
2640	Net defined benefit liability (Notes 4 and 22)	-	-	185	-
2645	Deposits received (Note 31)	305	-	323	-
25XX	Total non-current liabilities	27,712	1	98,784	2
2XXX	Total liabilities	2,931,949	68	2,796,451	65
	Equity				
3110	Common stock	1,585,764	36	1,585,764	37
3200	Capital surplus	164,325	4	471,619	11
	Accumulated losses				
3310	Legal reserve	-	-	-	-
3320	Special reserve	36,687	1	36,687	1
3350	Losses to be made up	(156,427)	(4)	(303,395)	(7)
3300	Total accumulated losses	(119,740)	(3)	(266,708)	(6)
3400	Other equity	(207,760)	(5)	(285,395)	(7)
3500	Treasury stock	(10,990)	-	(10,990)	-
3XXX	Total equity	1,411,599	32	1,494,290	35
	Total liabilities and equity	$ 4,343,548	100	$ 4,290,741	100

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

Chairman: C.Y Pao Managerial Officer: Andrew Bao Accounting officer: Christine Wu

Leader Electronics Inc.

Parent company only Statements of Comprehensive Income

January 1 to December 31, 2022 and 2021

Unit: Thousand NTD; except for loss per share in NTD

Code		2022 Amount	2022 %	2021 Amount	2021 %
4000	Operating revenues (Notes 4, 24 and 31)	$ 3,278,949	100	$ 3,010,536	100
5000	Operating costs (Notes 10, 25 and 31)	3,033,034	93	2,780,044	93
5900	Operating gross margins	245,915	7	230,492	7
5910	Unrealized profit on sales with affiliates	(1,075)	-	-	-
5950	Realized operating gross margins	244,840	7	230,492	7
	Operating expenses (Note 25)				
6100	Selling expenses (Note 31)	69,989	2	76,287	3
6200	Administrative expenses	109,044	3	128,921	4
6300	R&D expenses	90,429	3	95,647	3
6450	Expected credit impairment losses (reversal of losses) (Note 9)	(44)	-	1,666	-
6000	Total operating expenses	269,418	8	302,521	10
6900	Net operating loss	(24,578)	(1)	(72,029)	(3)
	Non-operating incomes and expenses				
7100	Interest incomes (Notes 25 and 31)	1,444	-	157	-
7010	Other income (Notes 25 and 31)	23,505	1	11,617	-
7020	Other gains and losses (Note 25)	(66,177)	(2)	22,353	1

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Code		2022 Amount	2022 %	2021 Amount	2021 %
7050	Financial costs (Notes 25 and 31)	($ 24,052)	(1)	($ 18,348)	-
7070	Share of profits or losses of subsidiaries and affiliates accounted for using the equity method	(69,222)	(2)	(260,475)	(9)
7000	Total non-operating income and expenses	(134,502)	(4)	(244,696)	(8)
7900	Net loss before taxation	(159,080)	(5)	(316,725)	(11)
7950	Income tax (or benefit) (Notes 4 and 26)	(590)	-	5,157	-
8200	Net loss	(158,490)	(5)	(321,882)	(11)
	Other comprehensive income				
8310	Items not reclassified to profit or loss:				
8311	Remeasurement of defined benefit plan	2,063	-	680	-
8316	Unrealized gains or losses on investment in equity instruments at fair value through other comprehensive income	(33,407)	(1)	4,934	-
8330	Share of other comprehensive income of subsidiaries and affiliates accounted for using the equity method	1,869	-	425	-
8360	Items that may subsequently be reclassified to profit or loss:				
8361	Exchange differences on the translation of financial statements of foreign operations	109,173	4	(38,032)	(1)
8300	Other comprehensive income	79,698	3	(31,993)	(1)
8500	Total comprehensive income	($ 78,792)	(2)	($ 353,875)	(12)
	Loss per share (Note 27)				
9710	Basic	($ 1.01)		($ 2.06)	
9810	Diluted	($ 1.01)		($ 2.06)	

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

Chairman: C.Y Pao Managerial Officer: Andrew Bao Accounting officer: Christine Wu

Leader Electronics Inc.

Parent company only Statements of Changes in Shareholders' Equity

January 1 to December 31, 2022 and 2021

Unit: Thousands of NTD

Code		Common stock (Note 23)	Capital surplus (Note 23)	Retained earnings (accumulated losses) (Notes 4 and 23)			Other equity (Note 23)		Treasury stock (Note 23)	Total equity
				Legal reserve	Special reserve	Unappropriated earnings (Losses to be made up)	Exchange differences on the translation of financial statements of foreign operations	Unrealized valuation gain or loss on financial assets measured at fair value through other comprehensive income		
A1	Balance as of January 1, 2021	$ 1,619,374	$ 494,288	$ 134,016	$ 36,687	($ 147,002)	($ 141,032)	($ 93,883)	($ 38,291)	$ 1,864,157
B13	Legal reserve to make up for losses	-	-	(134,016)	-	134,016	-	-	-	-
	Other changes in capital surplus									
C11	Capital surplus to cover losses	-	(12,986)	-	-	12,986	-	-	-	-
C15	Cash dividends by capital surplus	-	(23,486)	-	-	-	-	-	-	(23,486)
C7	Changes in affiliates accounted for using the equity method (Note 12)	-	7,494	-	-	-	-	-	-	7,494
D1	Net losses for 2021	-	-	-	-	(321,882)	-	-	-	(321,882)
D3	2021 other comprehensive income	-	-	-	-	680	(38,032)	5,359	-	(31,993)
D5	Total comprehensive income in 2021	-	-	-	-	(321,202)	(38,032)	5,359	-	(353,875)
L3	Retirement of treasury stock	(33,610)	6,309	-	-	-	-	-	27,301	-
Q1	Disposal of equity instruments measured at fair value through other comprehensive income (Note 8)	-	-	-	-	17,807	-	(17,807)	-	-
Z1	Balance as of December 31, 2021	1,585,764	471,619	-	36,687	(303,395)	(179,064)	(106,331)	(10,990)	1,494,290
	Other changes in capital surplus									
C7	Changes in affiliates accounted for using the equity method (Note 12)	-	(3,899)	-	-	-	-	-	-	(3,899)
C11	Capital surplus to cover losses	-	(303,395)	-	-	303,395	-	-	-	-
D1	Net losses for 2022	-	-	-	-	(158,490)	-	-	-	(158,490)
D3	2022 other comprehensive income	-	-	-	-	2,063	109,173	(31,538)	-	79,698
D5	Total comprehensive income in 2022	-	-	-	-	(156,427)	109,173	(31,538)	-	(78,792)
Z1	Balance as of December 31, 2022	$ 1,585,764	$ 164,325	$ -	$ 36,687	($ 156,427)	($ 69,891)	($ 137,869)	($ 10,990)	$ 1,411,599

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

Chairman: C.Y Pao Managerial Officer: Andrew Bao Accounting officer: Christine Wu

Leader Electronics Inc.

Parent company only Statements of Cash Flows

January 1 to December 31, 2022 and 2021

Unit: Thousands of NTD

Code		2022	2021
	Cash flows from operating activities		
A10000	Net loss before taxation	($ 159,080)	($ 316,725)
A20010	Income and expense items		
A20100	Depreciation expenses	18,137	16,564
A20200	Amortization expenses	4,981	4,659
A20300	Expected (reversal of losses) credit impairment losses	(44)	1,666
A20400	Net loss (gain) on financial instruments at fair value through profit or loss	26,007	(20,555)
A20900	Financial costs	24,052	18,348
A21200	Interest income	(1,444)	(157)
A21300	Dividend income	(3,671)	(1,409)
A22400	Share of profits or losses of subsidiaries and affiliates accounted for using the equity method	69,222	260,475
A22500	Net loss on disposal of property, plant and equipment	-	18
A23700	Loss on decline in value of inventories (recovery in market price)	1,304	(214)
A23900	Unrealized profit on sales with affiliates	1,075	-
A24100	Foreign exchange losses (gains)	(42,207)	5,168
A24200	Loss on redemption of convertible bonds	2,490	-
A30000	Net changes in operating assets and liabilities		
A31115	Financial assets mandatorily measured at fair value through profit or loss	(4,139)	23,624
A31130	Notes receivable	-	366
A31150	Accounts receivable	152,893	(245,764)
A31160	Accounts receivable – related parties	6,793	(26,189)
A31180	Other receivables	2,407	8,277
A31190	Other receivables – related parties	2,769	(1,441)
A31200	Inventory	(50,844)	(27,937)
A31230	Prepayments	(79,172)	(11,137)
A31990	Net defined benefit asset	(534)	-
A32125	Contract liabilities	46,271	101
A32130	Notes payable	-	(110)
A32150	Accounts payable	(11,227)	21,149
A32160	Accounts payable – related parties	341,043	97,789
A32180	Other payables	(8,157)	21,221
A32190	Other payables – related parties	427	427
A32230	Other current liabilities	12,405	14,052
A32240	Net defined benefit liability	(185)	(715)
A33000	Cash inflow (outflow) from operations	351,572	(158,449)

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Code		2022	2021
A33100	Interest received	$ 1,444	$ 157
A33200	Dividend received	3,671	18,625
A33300	Interests paid	(21,394)	(16,287)
A33500	Refund (payment) of income tax	(86)	234
AAAA	Net cash inflow (outflow) from operating activities	335,207	(155,720)
	Cash flows from investing activities		
B00010	Purchase of financial assets measured at fair value through other comprehensive income	-	(15,000)
B00020	Proceeds from disposal of financial assets measured at fair value through other comprehensive income	-	41,038
B00030	Refund of share price for capital reduction of financial assets at fair value through other comprehensive income	-	2,000
B01800	Increase in Investments accounted for using the equity method (Note 28)	(32,520)	(56,193)
B02700	Purchase of property, plant, and equipment (Note 28)	(6,316)	(22,037)
B03800	Decrease (increase) in guarantee deposits paid	(1,073)	4
B04500	Acquisition of intangible assets	(2,632)	(789)
B06500	Decrease (Increase) in other financial assets	(118,178)	181
BBBB	Net cash outflow from investing activities	(160,719)	(50,796)
	Cash flows from financing activities		
C00100	Decrease in short-term borrowings	(16,370)	(17,277)
C01300	Repayments of corporate bonds	(45,399)	-
C01600	Proceeds from long-term borrowings	-	30,000
C01700	Repayments of long-term borrowings	(140,604)	(156,600)
C03100	Decrease in deposits received	(18)	(697)
C03700	Increase (Decrease) in other payables – related parties	(41,995)	299,444
C04020	Principal repayment of lease liabilities	(3,700)	(2,339)
C04500	Distribution of cash dividends	-	(23,486)
CCCC	Net cash inflow (outflow) from financing activities	(248,086)	129,045
DDDD	Impact of changes in exchange rate on cash and cash equivalents	11,226	(4,787)
EEEE	Decrease in cash and cash equivalents	(62,372)	(82,258)
E00100	Cash and cash equivalents balance – beginning of year	158,432	240,690
E00200	Cash and cash equivalents balance – end of year	$ 96,060	$ 158,432

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

Chairman: C.Y Pao Managerial Officer: Andrew Bao Accounting officer: Christine Wu

(Attachment III)

Leader Electronics Inc.
Loss Make-up Statement
2022

Unit: NT$

Earnings undistributed at the beginning of the period	$ 0
Add: Remeasured value of the determined business plan recognized in retained earnings	2,063,514
Less: Net profits after tax in 2021	(158,490,468)
Losses to be covered at the end of the period	(156,426,954)
Add: Capital surplus to cover losses	156,426,954
Earnings undistributed at the end of the reporting period	0

Chairman: C.Y Pao Manager: Andrew Bao Chief Accountant: Christine Wu

(Attachment IV)

Annual General Meeting for 2023 of Leader Electronics Inc.
List of Candidates for Directors and Independent Directors

Title	Name	Educational qualifications	Hands-on experiences in professional practices	Current position	Number of shares held	Whether having served as independent director(s) in three sessions in a row?
Director	C.Y Pao	Department of Engineering, Chung Yuan Christian University	General manager of Leader Electronics Inc.	Chairman of Leader Electronics Inc.	2,846,606 shares	NA
Director	Andrew Bao	Master of Business Administration, STATE UNIVERSITY OF NEW YORK	Vice President of Leader Electronics in Philippines	General manager of Leader Electronics Inc.	2,132,557 shares	NA
Director	Cheng, Ken-Yi	Department of Accounting, Feng Chia University	General manager of Grand Fortune Securities Co., Ltd.	Director of Grand Fortune Securities Co., Ltd.	0 share	NA
Director	K.Y Chou,	Master of Business Administration, National Taiwan University	General Manager of Taiwan General Motors General manager of Leader Electronics	Director and Chief Executive Officer (CEO) of BiDaE Technology, Incorporated	582,433 shares	NA
Director	Yeh Hsieh, Chiu - Chin	Sungshan Vocational School of Commerce	Supervisor of Surehigh International Technology.Inc.	Supervisor of Surehigh International Technology.Inc.	1,878,708 shares	NA
Independent director	Chao Cherng	Bachelor of Engineering Science, Kennedy-Western University	3M PC Touch CEO	Chief Strategy Officer of MEGAFORCE COMPANY LIMITED Independent director of JEAN CO., LTD	0 share	No
Independent director	Yang, Ming-Si	Ph. D. of Finance, Shanghai Financial & Economic University	Manager of Taiwan Sport Lottery Co.,Ltd.& Data Application Dept., Fubon Financial Holding Corporation	Current Instructor of Chilee University of Technology Associate Professor of Fuzhou Institute of Technology	0 share	No
Independent director	Jim Cherng,	Ph. D. of Chemical Engineering, Brigham Young University of the United States	General Manager and Founder of Amita Technologies Inc. Director of Taiwan Battery Association	Supervisor, GWA ENERGY, INC.	0 share	No

Independent director	Wang, Wei-Tsong	Ph. D. of Information Science, New York University Albany	Professor of Department of Industry & Information Management, National Cheng Kung University	Professor of Department of Industry & Information Management, National Cheng Kung University	5,000 shares	No

(Attachment V)

Leader Electronics Inc.
Facts about concurrent jobs served in other companies by newly elected directors and independent directors

Title	Name	Names and positions in other companies for the concurrent jobs
Director	C.Y Pao	Director of the juristic person representative, LEI Japan Co. Ltd.
Director	Andrew Bao	Juristic person representative director, Aeroprobing Inc. Juristic person representative director, TheratOcularBiotekCo.,Ltd. Juristic person representative director, eTreego Co., Ltd.. Chairman (juristic person representative), Leader New Energy Co., Ltd. Chairman (juristic person representative), Lu Li New Energy Co., Ltd.
Director	Cheng, Ken-Yi	Juristic person representative director, Fu Yu Capital Co., Ltd. Juristic person representative director, Grand Fortune Venture Capital & Consultation Co., Ltd. Director, SOLYTECH ENTERPRISE CORPORATION Director, SHIEH YIH MACHINERY INDUSTRY CO., LTD. Director, Metagone Biotech Inc. Director of Grand Fortune Securities Co., Ltd. Independent director, Holy Stone Enterprise Co., Ltd. Independent director, PROLIFIC TECHNOLOGY INC.
Director	K.Y Chou	Director and Chief Executive Officer (CEO) of BiDaE Technology, Incorporated
Independent director	Chao Cherng	Independent director, JEAN CO., LTD Chief Strategy Officer (CSO), MEGAFORCE COMPANY LIMITED
Independent director	Yang, Ming-Si	Independent director, G-TECH Optoelectronics Corporation

(Appendix I)

LEADER Electronics Inc.

Article of Incorporation

Chapter 1 General Rules

Article 1: The Company shall be incorporated under the Company Act and its name shall be LEADER Electronics Inc.English Name is LEADER ELECTRONICS INC.

Article 2: The scope of business of the Company shall be as follows:

CB01010 Mechanical Equipment Manufacturing

CC01010 Manufacture of Power Generation, Transmission and Distribution Machinery

CC01020 Electric Wires and Cables Manufacturing

CC01030 Electrical Appliances and Audiovisual Electronic Products Manufacturing

CC01040 Lighting Equipment Manufacturing

CC01060 Wired Communication Mechanical Equipment Manufacturing

CC01070 Wireless Communication Mechanical Equipment Manufacturing

CC01080 Electronics Components Manufacturing

CC01090 Manufacture of Batteries and Accumulators

CC01100 Controlled Telecommunications Radio-Frequency Devices and Materials Manufacturing

CC01110 Computer and Peripheral Equipment Manufacturing

CC01120 Data Storage Media Manufacturing and Duplicating

CC01990 Other Electrical Engineering and Electronic Machinery Equipment Manufacturing

CD01010 Ships and Parts Manufacturing

CD01020 Rail Vehicle and Parts Manufacturing

CD01030 Motor Vehicles and Parts Manufacturing

CD01040 Motorcycles and Parts Manufacturing

CD01050 Bicycles and Parts Manufacturing

CD01060 Aircraft and Parts Manufacturing

CD01990 Other Transport Equipment and Parts Manufacturing

CE01010 General Instrument Manufacturing

D101060 self-usage power generation equipment utilizing renewable energy

	industry
E599010	Piping Engineering
E601010	Electric Appliance Construction
E601020	Electric Appliance Installation
E603010	Cable Installation Engineering
E603040	Fire Safety Equipment Installation Engineering
E603050	Automatic Control Equipment Engineering
E603080	Traffic Signs Installation Engineering
E603090	Lighting Equipments Construction
E604010	Machinery Installation
E605010	Computer Equipment Installation
E606010	Power Consuming Equipment Inspecting and Maintenance
EZ05010	Instrument and Meters Installation Engineering
EZ99990	Other Engineering
F113020	Wholesale of Electrical Appliances
F113050	Wholesale of Computers and Clerical Machinery Equipment
F113070	Wholesale of Telecommunication Apparatus
F113110	Wholesale of Batteries
F114030	Wholesale of Motor Vehicle Parts and Motorcycle Parts, Accessories
F214030	Retail Sale of Motor Vehicle Parts and Motorcycle Parts, Accessories
F118010	Wholesale of Computer Software
F119010	Wholesale of Electronic Materials
F213010	Retail Sale of Electrical Appliances
F213060	Retail Sale of Telecommunication Apparatus
F213110	Retail Sale of Batteries
F218010	Retail Sale of Computer Software
F219010	Retail Sale of Electronic Materials
F401010	International Trade
G801010	Warehousing
G202010	Parking area Operators
G799990	Other Transportation Support
H701050	Investment, Development and Construction in Public Construction
I103060	Management Consulting

I199990	Other Consulting Service
I301010	Information Software Services
I301020	Data Processing Services
I301030	Electronic Information Supply Services
I501010	Product Designing
I599990	Other Designing
IF04010	Non-destructive Testing
IG02010	Research and Development Service
IG03010	Energy Technical Services
IZ99990	Other Industrial and Commercial Services
JA02020	Motorcycle Repair
JA02030	Bicycle Repair
JA02990	Other Repair
JE01010	Rental and Leasing
ZZ99999	All business activities that are not prohibited or restricted by law, except those that are subject to special approval.

Article 3: The Company shall have its head office in New Taipei City, R.O.C. When it is determined to be necessary, branch offices may be established domestically or overseas, and the establishment and abolishment of branch offices shall be based on the resolution of Board of Directors.

Article 4: Deleted.

Chapter 2 Shares

Article 5: The total capital of the Company shall be NT$ 3,000,000,000 dollars, divided into 300,000,000 shares at a par value of NT$ 10 dollars. For the unissued shares, the Board of Directors is authorized to perform issuance at discrete times depending upon the needs of business. Among which, an amount of NT$ 100,000,000 dollars, divided into 10,000,000 shares, is reserved for employee share subscription warrant.

Article 6: Deleted.

Article 7: For the shares issued by the Company, the printing of share certificates may be exempted; however, they shall be registered with the Centralized Securities Depository Enterprises.

Article 8: The administration of the shareholder services of the Company shall be handled according to the “Regulations Governing the Administration of Shareholder Services of Public Companies” and relevant laws.

Article 9: For the transfer of shares or setting of pledges, the transferor and transferee or pledgor or pledgee shall jointly submit application forms and relevant

documents, after signing and stamping with seals, the documents shall be submitted to the Company or its designated stock agency for registration of transfer.

Article 10: Deleted.

Article 11: Deleted.

Article 12: Deleted.

Article 13: Any transfer registration of shares shall be prohibited within 60 days prior to the ordinary shareholders' meeting, 30 days prior to the extraordinary shareholders' meeting, or 5 days prior to the record date for the distribution of dividends and bonuses or other interests by the Company.

Chapter 3 Shareholders' Meeting

Article 14: (1) The shareholders' meeting shall be classified into two types of the ordinary shareholders' meeting and extraordinary shareholders' meeting. The ordinary shareholders' meeting shall be convened at least once per year, and shall be convened within six months after the close of each fiscal year. The extraordinary shareholders' meeting shall be convened whenever necessary according to laws.

(2) The shareholders' meetings of the Company may be held by video conference or other means announced by the central competent authority. The relevant provisions such as the conditions, operating procedures and other matters to be transacted by which the shareholders' meetings are held by video conference shall be subject to those otherwise stipulated by the securities authorities.

(3) All shareholders shall be informed of the date, location and reasons of convention 30 days before the convention of the ordinary shareholders' meeting, and 15 days before the convention of the extraordinary shareholders' meeting. The convention notice of shareholders' meeting, upon the consent of counter parties, may be made via the electronic method. For shareholders holding registered shares less than 1,000 shares, the aforementioned convention notice may be made via the announcement method.

Article 15: Unless otherwise specified in the law, each shareholder of the Company shall have one vote for each share held.

Article 16: Where a shareholder for any reasons cannot attend the shareholders' meeting in person, he or she may appoint a proxy to attend a shareholders' meeting in his/her/its behalf by executing a power of attorney printed by the Company. The regulations for authorizing proxies to attend meetings on behalf of shareholders shall comply with the regulations of the Company Act and shall also be handled accordingly to the "Regulations Governing the Administration of Shareholder Services of Public Companies" announced by the competent authority.

Article 17: Unless otherwise specified in the Company Act, any resolution at a shareholders' meeting shall be convened with the attendance of a majority of

the shareholders representing more than half of the total number of the company's outstanding shares, and shall be executed based on the majority of the voting rights of attending shareholders. Where the Company lists the electronic method as one of the ways for exercising the voting right according to regulations of the competent authority, the shareholders of the Company may also exercise the voting right via the electronic method. Shareholders using the electronic method to exercise his or her voting right shall be deemed to attend the meeting in person, and relevant matters shall be handed according to the laws.

Chapter 4 Directors and Audit Committee

Article 18: The Company shall have seven to eleven directors (wherein the number of independent directors shall not be less than three directors, and shall not be less one fifth of the total number of directors). , for which the candidates to be elected shall be appointed by the Board of Directors for a term of three years and may be re-elected following appointment.

Directors of the Company shall be elected by way of nomination of candidates set out in Article 192-1 of the Company Act at the shareholders' meeting from the list of candidates; independent directors and non-independent directors shall be elected together, and the number of elected directors shall be calculated separately.

Total number of the registered shares in the Company held by all the directors shall be subject to the Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies promulgated by the competent authorities.

Article 18-1: The Company has set up an Audit Committee in lieu of supervisors in accordance with the provisions of Article 14-4 of the Securities and Exchange Act. The Audit Committee is composed entirely of independent directors, who shall exercise functions and powers to deal with related matters as resolved separately by the Board of Directors in accordance with the relevant laws and regulations.

Article 19: Where the directors organize the Board of Directors, one Chairman and one Vice Chairman shall be selected from the directors among themselves in order to execute all affairs of the Company according to the laws, Article of Incorporation, resolutions of the shareholders' meeting and Board of Directors' meeting.

Article 20: The authorities of the Board of Directors are as follows:

(1) Determination of business plan.

(2) Review of important rules and contracts.

(3) Establishment and abolishment of branch institutions.

(4) Review of budget and final accounts.

(5) Appointment and discharge of important employees above the rank of Vice President.

(6) Other matters specified in the Company Act or relevant laws and this Article of Incorporation.

Article 20-1: The purchase of liability insurance for all of the directors shall be determined by the Board of Directors.

Article 21: The convention of Board of Directors' meeting shall indicate the reasons of convention, and all directors shall be informed in writing or through e-mail method seven days in advance; provided that in case of emergencies, such meeting may be convened at any time. The Chairman shall be the chairperson of the Board of Directors' meeting. In case where the Chairman is on leave or absent or cannot exercise his power and authority for any cause, the proxy thereof shall be handled according to the regulation of Article 208 of the Company Act.

Article 22: Unless otherwise specified in the Company Act, resolutions of Board of Directors' meeting shall be executed based on the attendance of a majority of Directors and the consents of more than half of the attending Directors.

Article 23: Where a director cannot attend the Board of Directors' meeting due to reasons, he or she may issue a power of attorney to authorize another director to attend the meeting as a proxy on his or her behalf.

Article 24: When the number of vacancies of directors reaches one third of the total number of directors, the Board of Directors shall convene an extraordinary shareholders' meeting within sixty days to fill the vacancies. The term of office of the directors elected to fill the vacancies shall be limited to fulfill the unexposed term of office of the predecessor.

Article 25: Deleted.

Article 26: Deleted.

Chapter 5 Managerial Officers

Article 27: The Company shall have one President for managing all affairs of the Company according to the directions of the Board of Directors, and may have several Vice Presidents to provide assistance thereto. The appointment and discharge thereof shall be made based on the consents of a majority of all of the directors.

Article 28: Deleted.

Chapter 6 Accounting

Article 29: The accounting fiscal year of the Company shall start from January 1 to December 31.

Article 30: After the end of each fiscal year of the Company, the following documents and statements should be prepared by the Board of Directors, which shall be submitted to the Shareholders' Meeting in accordance with legal procedures for approval:

(1) Business report.

(2) Financial statements.

(3) Proposal on distribution of surplus earnings or covering losses.

Article 31: The directors of the Company may collect allowances. Shareholders or directors taking the role of managerial personnel or employees shall be treated as regular employees entitled to the collection of salaries.

Article 31-1: The remuneration of directors shall be paid according to the common standard of the same industry and based on the resolution of the Board of Directors' meeting authorized.

Article 32: Where there is a profit in a fiscal year, the Company shall allocate no less than 5% of the profit but not higher than 15% thereof as the employees' remuneration; in addition, no more than 1% of the profit for the remuneration of directors. However, in case where there is accumulated loss, the Company shall deduct the amount for the accumulated loss first, followed by making appropriation based on the calculation of remaining balance.

The employees' remuneration may be made in shares or cash, and the distribution recipients may include employees of affiliates of the Company specified in the Company Act.

Article 32-1:

Where there is a surplus in the settlement of a fiscal year, the Company shall distribute the surplus according to the following sequence.

1. Appropriate amount to pay for the income tax according to the law.
2. Compensate the losses of previous years.
3. Allocate 10% for legal reserve.
4. Appropriate or reserve special reserve according to the law or business operation needs.
5. After deducting all of the above amounts described in the preceding paragraphs, the Board of Directors shall combine the remaining balance thereof along with the accumulated undistributed surplus from the previous years in order to establish a shareholders' bonus distribution proposal and to submit such proposal to the shareholders' meeting for resolution on the distribution thereof. The distribution of shareholders' bonus may be made in the form of share dividends or cash dividends.

If a provision made by the Company for special surplus reserves is a net reduction of other equity and the net increase in the fair value of real estate for investment accumulated in the previous period, special surplus reserves of the same amount shall be exacted from the undistributed earnings for the prior period; if there is a shortfall, net profits after tax for the current period, plus the items other than the net profits after tax for the current period shall be included in the provision for undistributed earnings for the current period.

The Company has authorized the Board of Directors to declare dividends and bonuses or statutory surplus reserves and capital surplus in entirely or partially in cash, and reports such declaration at the meeting of shareholders at which more than two thirds of the directors are present, and a resolution on such declaration is approved by more than half of the attending directors.

Article 32-2:

The dividend policy of the Company is as follows:

The Company is current under the developing stage, and to cope with the future business development and expansion, the distribution of surplus shall consider the future capital expense budget and the demand for funds of the Company, such that the appropriation of the distributable surplus shall not be less than 50% for the distribution of shareholders' bonus in each year; provided that when the total amount of distributable surplus fails to reach NT$ 0.5 dollar per share, no distribution may be made. The distribution of shareholders' bonus may be made in the form of share dividends or cash dividends, wherein the share dividends shall not exceed 50% of the total amount of shareholders' bonus distributed in the current year.

Chapter 7 Supplementary Provisions

Article 33: The Company may be a shareholder of limited liability of another company. Regarding the reinvestment total amount, the Company shall not be limited to the reinvestment total amount specified in Article 13 of the Company Act.

Article 34: The Company may provide guarantees to relevant operators in the same industry.

Article 35: According to the regulations of the Securities and Exchange Act or other laws, where a shareholders' meeting is attended by shareholders representing a majority of the total number of shares issued and the consents of two thirds of the voting rights of attending shareholders, the Company may transfer the treasury stocks to employees at price lower than the average price of the shares actually purchased back.

Article 36: The organization regulation and enforcement rules of the Company are established separately.

Article 37: Any matters not specified in this Article of Incorporation shall be handled according to the regulations of the Company Act.

Article 38: These Articles were made effective as of February 18, 1970.

The 1st amendment hereto was made on March 31, 1971.

The 2nd amendment hereto was made on March 31, 1972.

The 3rd amendment hereto was made on August 11, 1972.

The 4th amendment hereto was made on February 14, 1976.

The 5th amendment hereto was made on November 30, 1977.

The 6th amendment hereto was made on January 15, 1981.

The 7th amendment hereto was made on July 4, 1981.

The 8th amendment hereto was made on June 11, 1983.

The 9th amendment hereto was made on July 4, 1983.

The 10th amendment hereto was made on November 10, 1983.

The 11st amendment hereto was made on April 13, 1984.

The 12nd amendment hereto was made on May 14, 1985.

The 13rd amendment hereto was made on January 19, 1986.

The 14th amendment hereto was made on April 25, 1987.

The 15th amendment hereto was made on March 27, 1988.

The 16th amendment hereto was made on April 30, 1990.

The 17th amendment hereto was made on April 20, 1991.

The 18th amendment hereto was made on January 31, 1996.

The 19th amendment hereto was made on April 26, 1997.

The 20th amendment hereto was made on December 15, 1998.

The 21st amendment hereto was made on March 18, 2000.

The 22nd amendment hereto was made on May 22, 2002.

The 23rd amendment hereto was made on June 25, 2003.

The 24th amendment hereto was made on June 15, 2004.

The 25th amendment hereto was made on June 14, 2005.

The 26th amendment hereto was made on June 14, 2006.

The 27th amendment hereto was made on June 13, 2007.

The 28th amendment hereto was made on June 19, 2008.

The 29th amendment hereto was made on June 10, 2009.

The 30th amendment hereto was made on June 25, 2010.

The 31st amendment hereto was made on June 28, 2011.

The 32nd amendment hereto was made on June 5, 2012.

The 33rd amendment hereto was made on June 7, 2016.

The 34th amendment hereto was made on June 13, 2017.

The 35th amendment hereto was made on June 18, 2019.

The 36th amendment hereto was made on June 24, 2020.

The 37th amendment hereto was made on July 22, 2021.

The 38th amendment hereto was made on June 24, 2022.

(Appendix II)

Leader Electronics Inc.

Procedural Rules of General Meetings (before amendment)

Article 1 The Procedural Rules of General Meetings of Leader Electronics Inc. (the "Company"), except as otherwise provided for by laws, regulations, or the articles of association, shall be as specified in these Rules.

Article 2 Unless otherwise provided by law or regulation, the Company's shareholders' meetings shall be convened by the board of directors.

Before convening a general meeting of shareholders, a notice of meeting shall be given to shareholders at least 30 days in advance, and shareholders holding less than 1,000 registered shares may be notified by means of a public announcement made through the MOPS at least 30 days in advance; before convening an ad hoc meeting of shareholders, a notice of meeting shall be given to shareholders at least 15 days in advance, and the shareholders holding less than 1,000 registered shares may be notified by means of a public announcement made through the MOPS at least 15 days in advance.

The reasons for convening a shareholders' meeting shall be specified in the meeting notice and public announcement. With the consent of the addressee, the meeting notice may be given in electronic form.

According to Article 172, paragraph 5 or Article 185, paragraph 1 of the Company Act or Article 26-1 and 43-6 of the Securities and Exchange Act and Article 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers, relevant matters shall be set out in the notice of the reasons for convening a general meeting, and shall not be proposed as Questions and Motions.

Full election of directors and their appointment date has been set out in the notice of the reasons for convening a general meeting. After election of directors at a general meeting, the appointment date shall not be changed by Questions and Motions or otherwise at the general meeting.

Article 3 For each shareholders' meeting, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by the Company and stating the scope of the proxy's authorization.

A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders' meeting, and shall deliver the proxy form to the Company no later than five days before the date of the shareholders' meeting. When duplicate proxy forms are delivered, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment.

If, after the Company has received a proxy form, a shareholder sending the proxy form decides to attend the shareholders' meeting in person or intends to exercise his or her voting rights in writing or electronically, he or she shall issue a written notice to revoke the authorization to the Company no later than two days before the shareholders' meeting. If the revocation is not provided within the specified time limit, exercise of the voting rights by the proxy attending the meeting shall prevail.

Article 4 The venue for a shareholders' meeting shall be the premises of the Company, or a place easily accessible to shareholders and suitable for a shareholders' meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m.

Article 5 The Company shall specify in its shareholders' meeting notices the time during which attendance registrations for shareholders will be accepted, the place to register for attendance, and other matters for attention.

The time for the acceptance of registration for attendance by shareholders described in the preceding paragraph shall be at least 30 minutes before the start of a general meeting; the place of registration shall be clearly marked and appropriate qualified personnel shall be put in charge thereof.

A shareholder shall attend the general meeting in person or by proxy with the attendance certificate, sign-in card or other certificate of attendance. The proxy acting on behalf of the shareholder shall provide an ID document for verification.

The attending shareholders shall issue the sign-in cards instead.

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

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

Article 6 The chairman of the Board shall chair a general meeting if the meeting is convened by the Board of Directors. If the chairman of the Board is on leave or cannot exercise their power and authority for any cause, the chairman of the Board shall appoint one of the directors to act on their behalf. If not, the directors present shall elect one from among themselves to chair the meeting.

Any director acting on behalf of the chairman described in the preceding paragraph shall have served for more than six months and shall be familiar with the Company's financial position and business operations. The same shall be true for a representative of a juristic person director that serves as chair.

If a general meeting is convened by any person entitled to convene the meeting other than a member of the Board, such person shall preside over the meeting.However, if there are two or more persons entitled to convene the meeting, the chairman of the meeting shall be elected from among themselves.

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

Article 7 Sound or video recordings shall be made for the entirety of all general meetings by the Company and shall be kept for at least one year.If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recordings shall be retained until the conclusion of the litigation.

Article 8 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 sign-in cards handed in, plus the number of shares whose voting rights are exercised by correspondence or electronically.

The chairman shall call the general meeting to order at the time scheduled for the meeting. If the number of shares represented by the shareholders present at the meeting has not yet constituted the quorum at the scheduled time, the chairman may postpone the meeting, provided there are no more than two such postponements and for no longer than a total of one hour.If the attending shareholders do not make up one third of the outstanding shares and thus have not constituted the quorum after the meeting being postponed for two times, the chairman shall announce the meeting

dissolved.

If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders' meeting shall be convened within one month.

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

Article 9 If a shareholders' meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders' meeting.

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

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

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

Article 10 Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, their shareholder account number (or attendance card number), and account name. The order in which shareholders speak will be set by the chair.

A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail.

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

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

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

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

Article 11 A shareholder shall be entitled to one vote for each share held, except when the shares are restricted shares or are deemed non-voting shares.

When the Company holds a shareholder meeting, it shall adopt the exercise of voting

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

A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph shall deliver a written declaration of intent to the Company no later than two days before the date of the shareholders' meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail,except when having received a declaration to revoke a prior expression of intent.

If, after having exercised the voting rights in writing or electronically, a shareholder intends to attend the shareholders' meeting in person, they shall revoke the prior expression of intent on exercise of voting rights in the same manner that they have exercised their voting rights no later thantwo days before the shareholders' meeting. If the revocation is not made within the specified time limit, the exercise of voting rights in writing or electronically shall prevail.When a shareholder has exercised voting rights both by correspondence or electronic means and by appointing a proxy to attend a shareholders' meeting, the voting rights exercised by the proxy in the meeting shall prevail.

Except as otherwise provided in the Company Act and in the articles of incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, for each proposal, the chair or a person designated by the chair shall announce the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders.

Article 12 With respect to resolutions of shareholders' meetings, the number of shares held by a shareholder with no voting rights shall not be calculated as part of the total number of issued shares.

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

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

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

Article 13 In addition to the proposals on the agenda, shareholders may propose other proposals or substitutes for the original proposals.

Article 14 When there is an amendment or an alternative to a proposal, the chair shall present the amended or alternative proposal together with the original proposal and decide the procedure in which they will be put to a vote. When any one among them is passed,

the other proposals will then be deemed rejected, and no further voting shall be required.

Article 15 Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chair, provided that all monitoring personnel shall be shareholders of the Company. Vote counting for shareholders' meeting proposals or elections shall be conducted in public at the place of the shareholders' meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on-site at the meeting, and a record made of the vote.

Article 16 The election of directors at a shareholders' meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, and the voting results shall be announced on-site immediately, including the names of those elected as directors and the numbers of votes with which they were elected.

The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recordings shall be retained until the conclusion of the litigation.

Article 17 Matters relating to the resolutions of a shareholders' meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting.

The meeting minutes in the preceding paragraph may be produced in electronic form and distributed by means of a public announcement.

The meeting minutes shall accurately record the year, month, date, and place of the meeting, the chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their results, and shall be retained for the duration of the existence of the Company.

Article 18 On the day of a general meeting, the Company shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation and the number of shares represented by proxies, and shall explicitly disclose the same at the place of the meeting.

If the matters resolved at a general meeting contains material information under applicable laws or regulations or specified by the competent authorities, the Company shall upload the content of such resolution to the MOPS within the prescribed time period.

Article 19 Staff handling administrative affairs of a shareholders' meeting shall wear identification cards or arm bands.

The chair may assign the proctors or security personnel to help maintain order at the meeting place. When proctors or security personnel help maintain order at the meeting place, they shall wear an armband bearing the word "Proctor."

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

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

Article 20 When a meeting is in progress, the chair may announce a break based on time considerations. If a force majeure event occurs, the chair may rule the meeting temporarily suspended and announce a time when, in view of the circumstances, the

meeting will be resumed.

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

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

Article 21 These Rules shall take effect after having been submitted to and approved by a shareholders' meeting. Subsequent amendments thereto shall be effected in the same manner.

Article 22 Amended on

The 1st amendment hereto was made on May 22, 2002.

The 2nd amendment hereto was made on June 13, 2007.

The 3rd amendment hereto was made on June 10, 2009.

The 4th amendment hereto was made on June 5, 2012.

The 5th amendment hereto was made on June 19, 2013.

The 6th amendment hereto was made on June 13, 2017.

The 7th amendment hereto was made on June 24, 2020.

(Appendix III)

Leader Electronics Inc.
Regulations Governing the Election of Directors

Article 1: To ensure a just, fair, and open election of directors, these Regulations are adopted pursuant to Articles 21 of the Corporate Governance Best-Practice Principles for TWSE/GTSM Listed Companies.

Article 2: The Company's directors shall be duly elected exactly in accordance with these Regulations unless otherwise provided in the laws or Articles of Incorporation.

Article 3: The qualification requirements and elections of the Company's independent directors shall be exactly consistent with the requirements set forth under the “Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies.”

Article 4: The Company's directors shall be duly elected exactly in accordance with the candidates nomination system procedures as set forth under Article 192-1 of the Company Act.

When the number of directors falls below five due to the dismissal of a director for any reason, the Company shall hold a by-election to fill the vacancy at its next shareholders meeting. When the number of directors falls short by one third of the total number prescribed in the Company’s articles of incorporation, the Company shall call a special shareholders meeting within 60 days from the date of occurrence to hold a by-election to fill the vacancies.

When the number of independent directors falls below that required under the proviso of Article 14-2, paragraph 1 of the Securities and Exchange Act, a by-election shall be held at the next shareholders meeting to fill the vacancy. When the independent directors are dismissed en masse, a special shareholders meeting shall be called within 60 days from the date of occurrence to hold a by-election to fill the vacancies.

Article 5: The Company's directors shall be duly elected by means of the single-register accumulative voting system where each share is entitled to the election power to elect directors in the number equivalent to the number of directors to be elected and may be concentrated to elect one candidate or to be used separately to elect several candidates.

Article 6: The person empowered to convene the meeting shall prepare ballots in the number equivalent to the number of directors to be elected, to be filled up with the weights to be distributed to shareholders present in the shareholders’ meeting. The names of the electors may be replaced with the participation certificate codes printed on the ballots.

Article 7: The Company's independent directors and non-independent directors shall be duly elected in the shareholders’ meeting out of the candidate list, and shall be duly elected in the same package for the numbers as specified under the Articles of Incorporation and relevant promulgations. Based on the statistical results of the electronic ballots and election ballots, the candidates who win more representative election powers based on the cast ballots shall be, respectively, elected as independent directors or non-independent directors. Where two or more candidates win the same number of election powers in excess of the specified quota, those candidates who win the same number of election ballots shall be determined by drawing lots. Such a candidate who is absent shall have his or her lot drawn by the chairperson on his or her behalf.

Article 8: Before the election process is commended, the chairperson shall designate a certain number of ballot scrutinizers and counters to carry out the respective tasks. The ballot scrutinizer(s) shall be duly appointed during special shareholders’ meetings. The ballot box(es) shall be prepared by the person empowered to convene the meeting and shall be opened by the ballot scrutinizer(s) for inspection on-the-spot before the balloting process.

Article 9: A ballot is invalid under any of the following circumstances:

1. The ballot was not prepared by a person with the right to convene.

2. A blank ballot is placed in the ballot box.
3. The writing is unclear and indecipherable or has been altered.
4. The candidate whose name is entered in the ballot does not conform to the director candidate list.
5. Other words or marks are entered in addition to the number of voting rights allotted.
6. Where there were more than two (inclusive) candidates in the same balloting venue.

Article 10: The ballots were opened and counted on-the-spot upon completion of the balloting process as monitored by the ballot scrutinizer(s). The balloting results were announced on-the-spot by the chairperson or the designee of the chairperson.

Article 11: These Regulations, and any amendments hereto, shall be implemented after approval by a shareholders meeting.

Article 12: These Regulations were duly decreed on February 25, 2000.

The 1st amendment hereto was made on May 1, 2002.

The 2nd amendment hereto was made on June 15, 2004.

The 3rd amendment hereto was made on June 13, 2007.

The 4th amendment hereto was made on June 24, 2020.

The 5th amendment hereto was made on June 23, 2021.

(Appendix IV)

Leader Electronics Inc.

Shareholdings by Directors

I. In accordance with the provisions of Article 14-4 of the Securities and Exchange Act, the Company has established an Audit Committee and replaced supervisors with independent directors.

II. In accordance with the provisions of Article 2 of the Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies, the minimum number of shares to be held by all directors other than independent directors of the Company is 9,514,581 shares.

III. As of the date for suspension of the share transfer at the general meeting in 2023 (April 23, 2023), the total number of outstanding shares of the Company is 158,576,351 shares, and the shareholdings by individual and all directors recorded in its register of members is as follows:

Title	Name	Number of shares	Remarks
Chairman	C.Y Pao	8,846,606	Including 6,000,000 shares reserved for decision on trust holding
Director	Lin, Hung-Yu	1,231,339	
Director	Yeh Hsieh, Chiu - Chin	1,878,708	
Director	Andrew Bao	2,132,557	
Director	You-He Investment Cojuristic-person director ：K.Y Chou	232,551	
Director	Cheng, Ken-Yi	0	
Independent director	Chen, De-Yu	0	
Independent director	Chao Cherng	0	
Total number of shares held by all directors		14,321,761	