

Stock No.: 1232

TTET Union Corporation
2023 Annual General Shareholders' Meeting

Agenda Handbook

May 25, 2023

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2023 Annual General Shareholders' Meeting agenda of TTET Union Corporation

Time: Thursday, May 25, 2023 at 10:00am

Place: The office building of the Company located at No. 32,
Gondye W. Road, Erzhen Village, Guantian District, Tainan
City

Convening Method: Physical shareholders' meeting

Meeting procedures:

I. Call the meeting to order

II. Chairman remarks

III. Reported matters

1. The Company's 2022 Business Report.
2. 2022 Annual Final Accounting Books and Statements Reviewed by the Audit Committee.
3. 2022 Distribution of Remuneration to Employees and the Directors of the Company.

IV. Ratifications

1. Ratify 2022 Annual Final Accounting Books and Statements, Including the Business Report and Financial Statements.
2. Ratify 2022 Distribution of Earnings.

V. Discussions

1. Proposal of Relief from the Non-Competition Restriction for the Directors during Their Terms.

VI. Extemporaneous motions

VII. Meeting adjournment

Reported matters

I. The Company's 2022 Business Report.

Explanation: Please refer to pages 5-8 of the Agenda Handbooks for the 2022 business report of the Company.

II. 2022 Annual Final Accounting Books and Statements Reviewed by the Audit Committee.

Explanation: The Audit Committee have reviewed the Company's 2022 annual final accounts and statements of the Company and issued the Audit Committee's Report accordingly. (Please refer to page 9 of the Agenda Handbooks for details.)

III. 2022 Distribution of Remuneration to Employees and the Directors of the Company.

Explanation:

- I. Handled in accordance with Article 28 of the Company's "Articles of Incorporation."
- II. The Company's net income before tax in 2022 before deducting the remuneration to employees and directors amounted to NT\$1,556,352,674; 2% of it is contributed as compensation to employees for an amount of NT\$31,127,053 and the remuneration to directors for an amount equivalent to 1.5% of said amount, which was NT\$23,345,290, all paid in cash.

Ratification

Motion 1 (Presented by the Board of Directors)

Subject: The Company's 2022 annual final accounts and statements including business reports and financial statements are presented for ratification.

Explanation:

I. Yeh, Fang-Ting, CPA and Lin, Tzu-Shu, CPA of PwC Taiwan have audited the 2022 parent company only financial statements and consolidated financial statements of the Company. The annual business report, parent company only financial statements and consolidated financial statements have been reviewed by the Audit Committee (Please refer to pages 5-8 and pages 10-31 of the Agenda Handbooks for details.)

II. Please ratify

Resolution:

Motion 2 (Presented by the Board of Directors)

Subject: The Company's 2022 Statement of Earnings Distribution is presented for ratification.

Explanation:

I. Please refer to pages 32 of the Agenda Handbooks for the 2022 distribution of earnings.

II. For 2022, the Company intends to distribute the cash dividends as NT\$6.0 per share, for a total of NT\$959,849,490 to be distributed. Upon the approval of the shareholders' meeting, the shareholders' meeting is requested to authorize the Board of Directors to determine the ex-dividend base date and date of cash dividend distribution.

III. The cash dividend is calculated and rounded up to the dollar according to the distribution ratio. The cash dividend less than NT\$1 for the odd shares will be adjusted according to the decimal point top down and the order of the account number until it is in line with the total cash dividend distributed.

IV. Please ratify

Resolution:

Discussions

Motion 1 (Presented by the Board of Directors)

Subject: The relief from the non-competition restriction for the directors during their terms is submitted for discussion.

Explanation:

- I. According to Article 209 of the Company Act, a director who does anything for himself or on behalf of another person that is within the scope of the company's business, shall explain to a shareholders' meeting the essential contents of such an act and secure its approval.
- II. Where the directors of the Company concur the directors (independent directors included) of other companies with similar business scope to the Company, the Company's business shall not be impeded. To comply with the regulatory requirement, it is intended to relieve the non-competition restrictions for the related positions.
- III. For the descriptions of these positions intended for relief from the non-competition restriction, please refer to pages 33-35 of the Agenda Handbook

Resolution:

Extemporaneous motions:

Meeting adjourned

2022 Business Report of TTET Union Corporation

I. Operating principles and implementation

The Company's operating revenue amounted to NT\$20.217 billion in 2022, representing an increase of approximately 20.54% over 2021, while the consolidated operating revenue amounted to NT\$24.677 billion. Before tax, the Company's net income amounted to NT\$1.502 billion in 2022, representing a decrease of approximately 1.57% over 2021.

The growth of 2022 revenue mainly benefitted from the price of finished products rising due to the rising raw material prices. However, a decline in profit is inevitable due to the impacts from the COVID-19 pandemic, the Ukraine-Russia war, NTD depreciation, and global inflation. Nonetheless, these impacts have been relatively limited compared to other industries, thanks to the overall pandemic containment and economic stability of Taiwan, as well as the dedication and contribution of our colleagues in the related areas for achieving such results.

The Company has been focusing on the domestic market and the production and sale of soybeans related products (such as, soybean oil, soybean powder, soybean flakes, whole fat soybean powder and genetically and non-genetically modified edible soybeans) and a number of vegetable oil products (such as palm oil, canola oil or sunflower oil). Currently, most of the products of the Company are at the leading positions. However, we dare not to be content with the results. We will continue to start from our core advantages, concentrate on the development of our industry, constantly improve quality and endeavor to enhance service standards. We hope to meet customer needs through listening to the voice of the customer, and to build the foundation for the Company's long-term development under the guidance of corporate culture of "*bona fides*."

The Company operates in a bulk material/domestic need industry, where all the raw materials used are imported (paid in USD), while the revenues are mostly in NTD. Therefore, the essential tasks required to be done well by the Company include ensuring the stable supply and arrival of raw materials, catching the good time to buy raw materials/USD (in particular when the market prices are greatly volatile), and controlling the risk positions of raw materials/USD.

The issues of concern in the industry have recently included the following:

1. logistic challenges: there are many variables for the raw material arrival from origin, ports of loading and sea conditions along the journeys. We will continuously monitor the impacts and take countermeasures whenever it requires.
2. Livestock issue: the animal epidemic and elevated costs of feeds have continued to impact the prosperity of the domestic husbandry. We will monitor the impacts and take precautions.
3. COVID-19 pandemic: while the COVID-19 pandemic has been slowing down, the variables remain. We will monitor its impacts on the needs for our products.

II. Operating plan implementation results

Unit: NT\$1,000

(except for the after-tax earnings per share)

| Title | Actual amount in 2022 | Actual amount in 2021 | Percentage of Increase (Decrease) % |
|-----------------------------|-----------------------------|-----------------------------|---|
| Operating revenue | 24,676,960 | 20,477,990 | 20.50 |
| Operating income | 1,474,053 | 1,530,914 | (3.71) |
| Pre-tax profit or loss | 1,596,342 | 1,597,770 | (0.09) |
| Post-tax earnings per share | 7.66 | 7.76 | (1.29) |

III. The implementation of operating revenue and expense budget

1. Operating revenue and expenses:

(1) Revenue: The consolidated net operating revenue amounted to NT\$24,676,960 thousand in 2022.

(2) Expense: The consolidated operating cost amounted to NT\$22,273,195 thousand in 2022.

The consolidated operating expenses amounted to NT\$929,712 thousand in 2022.

The consolidated net non-operating expenses amounted to NT\$122,289 thousand in 2022.

(3) Earnings: For 2022, the consolidated net income before tax was NT\$1,596,342 thousand with an income tax expense of NT\$328,543 thousand. The net income after tax for the current period was NT\$1,267,799 thousand.

2. The Company did not disclose the consolidated financial forecast for 2022; therefore, the information regarding budget implementation is not available.

IV. Analysis of financial revenue & expense and profitability

| Title | | 2022 | 2021 |
|-------------------------|--|--------|--------|
| Financial structure (%) | Debt-Asset Ratio (%) | 28.71 | 29.21 |
| | Ratio of Long-term funds to Property, Plant, and Equipment (%) | 677.66 | 605.41 |
| Solvency (%) | Current Ratio (%) | 335.93 | 317.54 |
| | Quick Ratio (%) | 133.27 | 164.22 |
| Profitability (%) | Return on Assets (%) | 17.71 | 19.14 |
| | Return on Shareholders' Equity (%) | 24.79 | 26.54 |
| | Net Profit Ratio (%) | 5.14 | 6.22 |
| | Basic Earnings Per Share (NT\$) | 7.66 | 7.76 |

V. Research and Development:

The Company is committed to the research and development of plant protein and edible oil products; in the future, related products will be launched to satisfy customers' needs for one-stop procurement.

VI. Business Prospect

Oil products: The Company is the largest domestic supplier for 18-liter bottled edible oil under the brand names, "Master" and "Vitality." The oil products include soybean vegetable oil, canola oil, palm oil and deep-fried oil. The restaurant channel is the targeted market for the 18-liter bottled edible oil; therefore, demand is directly linked to the demand, increase and decrease of eating-out population, and economic changes. With the efforts of food safety and upgrade of brand value, it is expected that the sales volume of bottled oil will be stable.

The Company is also the largest domestic supplier of bulk packed soybean oil and canola oil, and has also launched the bulk packed sunflower oil and palm oil to satisfy our customers, who are primarily food processing plants, chemical plants and small packaging oil plants.

Taking into account the importance of edible oils to life in general, the Company will continuously provide high-quality oil products to the clients without safety concerns, as well as supplied stably and priced reasonably.

Soybean powder: The Company is the largest domestic supplier of soybean powder. Its soybean powder products cover high/low protein soybean powder, soybean flakes, whole-fat soybean powder, and peeled whole-fat soybean powder, etc. primarily supplied to the feeds-related industry. Soybean powder contains plenty of soy protein, which is deemed the most affordable protein source of the feed industry in the world; therefore, it is an alternative to other vegetable protein (*e.g.*, canola meal) and even animal protein (such as fish powder). While domestic husbandry has faced competition from imported meat products, the overall scale of animal raising has been stable, thus the need for soybean powder has not changed greatly. In addition to the advantage of differentiation and quality, the Company's soybean powder products have the strength in low-cost resulting from large-scale production. Therefore, we are confident of facing challenges in the future although competition is fierce in the industry.

Other aspects: The Company's 18-liter bottled soybean oil exported to Japan is well-accepted by local customers due to its good quality, and its delivery remains stable currently. The Company's small-sized products (2.0/2.6/3.0 liter) are favored by customers from the food and beverage service channels, with the sales volume growing stably. In addition, the Non-GMO soybean products imported by the Company as an agency are being sold continuously. In the future, we will seek more opportunities to serve as an agency for more famous brands to exert the synergy of channels.

Chairman: Lo Chih-Hsien

Manager: Chen Chao-Liang

Chief Accountant: Hu Yu-Chih

TTET UNION CORPORATION

Audit Committee's Review Report

It is agreed hereby with

the 2022 Business Report, Financial Statements, and the proposal of earning distributions, prepared and submitted by the Board of Directors; the Financial Statements have been audited by CPA Yeh Fang-Ting and Lin Tzu-Shu, with the Independent Accountant's Audit Report. The Audit Committee has reviewed the aforesaid Business Report, Financial Statements, and proposal of earnings distribution, and found no nonconformity therein. Therefore, The report is hereby issued pursuant to Article 219 of the Company Act for approval.

Sincerely Yours

2023 General Shareholders' Meeting of the Company

TTET Union Corp.

Huang Pei-Wen, Convener of the Audit Committee

March 3, 2023

INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of TTET Union Corporation

Opinion

We have audited the accompanying parent company only balance sheets of TTET Union Corporation (the “Company”) as at December 31, 2022 and 2021, and the related parent company only statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the parent company only financial statements, including a summary of significant accounting policies.

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

Basis for opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the parent company only financial statements section of our report. We are independent of the Company in accordance with the Norm of Professional Ethics for Certified Public Accountant in the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Company's 2022 parent company only financial statements. These matters were addressed in the context of our audit of the parent company only financial statements as a whole and, in forming our opinion thereon, we do not provide a separate opinion on these matters.

Key audit matters for the Company's 2022 parent company only financial statements of the current period are stated as follows:

Cut-off of inventory in transit

Description

The Company imports soybean from foreign suppliers as raw material. The term of trade is C&F which means the seller delivers the goods at the port of loading. The Company will confirm the information about loading date, quantity, pricing and other details with suppliers. After receiving the bill of lading, invoice, bank debit and other related source documents, the Company can recognize those materials as inventory. However, due to the complexity of the import process and paper work, the source documents may not be received on time which will result in inappropriate inventory recognition. In addition, the goods in transit have significant value. Thus, we considered the cut-off of inventory in transit a key audit matter.

How our audit addressed the matter

We performed the following key audit procedures in respect of the above key audit matter:

1. Understood the process of importing raw material and checked the source documents as basis of inventory recognition.
2. Tested the purchase transactions that took place after the balance sheet date, by inspecting the bill of lading or bank debit, to ensure the purchase was recognized in the correct reporting period.
3. Confirmed the borrowing amount of loan and the letter of credit with the banks.

Inventory valuation

Description

Refer to Notes 4(8) and 6(4) to the parent company only financial statements for the accounting policy and the details of accounts relating to inventory valuation. As at December 31, 2022, inventory and allowance for market price decline amounted to \$3,221,565 thousand and \$48,608 thousand, respectively, with the net amount constituting 52% of total assets.

The Company is engaged in the manufacture, sales and processing of a variety of vegetable oil and fat. The main raw material is soybean and it is usually affected by price changes in international trade. This results in higher risk of loss on market price decline. The inventories are estimated at the lower of cost and net realizable value. As the raw material is usually affected by price changes in international trade and the value of inventories is significant, we considered inventory valuation a key audit matter.

How our audit addressed the matter

We performed the following key audit procedures in respect of the above key audit matter:

1. Evaluated the reasonableness of accounting policy on provision for inventory, and the consistency of process application during the financial reporting period.
2. Tested the details of loss on market price decline, recalculated the net realizable value of the selected inventories, inspected related documents and discussed with management to confirm the adequacy of the provision on inventory market price decline.

Responsibilities of management and those charged with governance for the parent company only financial statements

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

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

Those charged with governance, including audit committee, are responsible for overseeing the Company's financial reporting process.

Auditors' responsibilities for the audit of the parent company only financial statements

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

to influence the economic decisions of users taken on the basis of these parent company only financial statements.

As part of an audit in accordance with the Standards on Auditing of the Republic of China, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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

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

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

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

Yeh, Fang-Ting

Independent Accountants

Lin, Tzu-Shu

PricewaterhouseCoopers, Taiwan

Republic of China

March 3, 2023

The accompanying parent company only financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying parent company only financial statements and independent auditors' report are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice.

As the financial statements are the responsibility of the management, PricewaterhouseCoopers cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

TTET UNION CORPORATION
PARENT COMPANY ONLY BALANCE SHEETS
DECEMBER 31, 2022 AND 2021
(Expressed in thousands of New Taiwan dollars)

| Assets | | Notes | December 31, 2022 | | December 31, 2021 | |
|---------------------------|--|---------------|---------------------|------------|---------------------|------------|
| | | | AMOUNT | % | AMOUNT | % |
| Current assets | | | | | | |
| 1100 | Cash and cash equivalents | 6(1) | \$ 697,639 | 12 | \$ 1,705,466 | 29 |
| 1150 | Notes receivable, net | 6(3) | 163,213 | 3 | 137,535 | 2 |
| 1170 | Accounts receivable, net | 6(3) | 512,849 | 9 | 297,708 | 5 |
| 1180 | Accounts receivable - related parties | 6(3) and 7 | 146,620 | 2 | 103,607 | 2 |
| 1200 | Other receivables | | 25,133 | - | 14,100 | - |
| 130X | Inventory | 5(2) and 6(4) | 3,172,957 | 52 | 2,219,003 | 38 |
| 1410 | Prepayments | | 156,530 | 3 | 342,129 | 6 |
| 11XX | Total current assets | | <u>4,874,941</u> | <u>81</u> | <u>4,819,548</u> | <u>82</u> |
| Non-current assets | | | | | | |
| 1517 | Financial assets at fair value through other comprehensive income - non- current | 6(5) | 56,819 | 1 | 37,600 | - |
| 1550 | Investments accounted for under equity method | 6(6) | 489,596 | 8 | 402,624 | 7 |
| 1600 | Property, plant and equipment | 6(7) and 8 | 549,518 | 9 | 587,090 | 10 |
| 1755 | Right-of-use assets | 6(8) | 23,962 | - | 38,394 | 1 |
| 1780 | Intangible assets | 6(9) | 1,259 | - | 912 | - |
| 1840 | Deferred income tax assets | 6(22) | 20,121 | - | 17,171 | - |
| 1920 | Guarantee deposits paid | | 9,649 | - | 4,613 | - |
| 1975 | Net defined benefit asset - non- current | 6(11) | 28,357 | 1 | - | - |
| 15XX | Total non-current assets | | <u>1,179,281</u> | <u>19</u> | <u>1,088,404</u> | <u>18</u> |
| 1XXX | Total assets | | <u>\$ 6,054,222</u> | <u>100</u> | <u>\$ 5,907,952</u> | <u>100</u> |

(Continued)

TTET UNION CORPORATION
PARENT COMPANY ONLY BALANCE SHEETS
DECEMBER 31, 2022 AND 2021
(Expressed in thousands of New Taiwan dollars)

| Liabilities and Equity | | Notes | December 31, 2022 | | December 31, 2021 | |
|--|--|-------------|-------------------|-----|-------------------|-----|
| | | | AMOUNT | % | AMOUNT | % |
| Current liabilities | | | | | | |
| 2100 | Short-term borrowings | 6(10) | \$ 3,600 | - | \$ 45,516 | 1 |
| 2120 | Financial liabilities at fair value through profit or loss - current | 6(2) and 12 | 168 | - | 20 | - |
| 2130 | Current contract liabilities | 6(15) | 59,642 | 1 | 29,451 | - |
| 2150 | Notes payable | | 5,007 | - | 4,788 | - |
| 2170 | Accounts payable | | 228,401 | 4 | 308,014 | 5 |
| 2180 | Accounts payable - related parties | 7 | 33,202 | - | 45,070 | 1 |
| 2200 | Other payables | | 251,340 | 4 | 275,993 | 5 |
| 2230 | Current income tax liabilities | 6(22) | 283,396 | 5 | 285,820 | 5 |
| 2280 | Lease liabilities - current | 6(8) | 773 | - | 91 | - |
| 21XX | Total current liabilities | | 865,529 | 14 | 994,763 | 17 |
| Non-current liabilities | | | | | | |
| 2570 | Deferred income tax liabilities | 6(22) | 12,106 | - | 12,058 | - |
| 2580 | Lease liabilities - non-current | 6(8) | 23,792 | 1 | 38,855 | 1 |
| 2640 | Net defined benefit liabilities - non-current | 6(11) | - | - | 1,847 | - |
| 2645 | Guarantee deposits received | | 2,089 | - | 1,760 | - |
| 25XX | Total non-current liabilities | | 37,987 | 1 | 54,520 | 1 |
| 2XXX | Total liabilities | | 903,516 | 15 | 1,049,283 | 18 |
| Equity | | | | | | |
| Share capital | | | | | | |
| 3110 | Common stock | 6(12) | 1,599,749 | 27 | 1,599,749 | 27 |
| 3200 | Capital surplus | 6(13) | 23,784 | - | 23,784 | - |
| Retained earnings | | | | | | |
| 3310 | Legal reserve | 6(14) | 1,583,042 | 26 | 1,456,732 | 25 |
| 3320 | Special reserve | | 5,528 | - | 7,000 | - |
| 3350 | Unappropriated retained earnings | | 1,944,461 | 32 | 1,776,932 | 30 |
| 3400 | Other equity interest | | (5,858) | - | (5,528) | - |
| 3XXX | Total equity | | 5,150,706 | 85 | 4,858,669 | 82 |
| Significant contingent liabilities and unrecognized contract commitments | | | | | | |
| 3X2X | Total liabilities and equity | | \$ 6,054,222 | 100 | \$ 5,907,952 | 100 |

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

TTET UNION CORPORATION
PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021
(Expressed in thousands of New Taiwan dollars, except for earning per share amounts)

| Items | Notes | Year ended December 31 | | | |
|---|---------------------------|------------------------|----------|---------------------|-----------|
| | | 2022 | | 2021 | |
| | | AMOUNT | % | AMOUNT | % |
| 4000 Operating revenue | 6(15) and 7 | \$ 20,217,008 | 100 | \$ 16,772,295 | 100 |
| 5000 Operating costs | 6(4)(9)(11)(20)(21) and 7 | (18,585,819) | (92) | (15,030,541) | (90) |
| 5900 Net operating margin | | <u>1,631,189</u> | <u>8</u> | <u>1,741,754</u> | <u>10</u> |
| Operating expenses | 6(9)(11)(20)(21) and 7 | | | | |
| 6100 Selling expenses | | (238,527) | (1) | (228,594) | (1) |
| 6200 General and administrative expenses | | (173,523) | (1) | (173,260) | (1) |
| 6300 Research and development expenses | | (9,435) | - | (9,528) | - |
| 6450 Expected credit (losses) gains | 12 | (702) | - | 239 | - |
| 6000 Total operating expenses | | (422,187) | (2) | (411,143) | (2) |
| 6900 Operating profit | | <u>1,209,002</u> | <u>6</u> | <u>1,330,611</u> | <u>8</u> |
| Non-operating income and expenses | | | | | |
| 7100 Interest income | 6(16) | 4,619 | - | 3,736 | - |
| 7010 Other income | 6(5)(17) | 13,601 | - | 13,412 | - |
| 7020 Other gains and losses | 6(2)(8)(18) and 12 | 109,786 | - | 49,122 | - |
| 7050 Finance costs | 6(8)(19) | (4,440) | - | (2,149) | - |
| 7070 Share of profit of subsidiaries, associates and joint ventures accounted for under equity method, net | 6(6) | <u>169,185</u> | <u>1</u> | <u>131,024</u> | <u>1</u> |
| 7000 Total non-operating income and expenses | | <u>292,751</u> | <u>1</u> | <u>195,145</u> | <u>1</u> |
| 7900 Profit before income tax | | <u>1,501,753</u> | <u>7</u> | <u>1,525,756</u> | <u>9</u> |
| 7950 Income tax expense | 6(22) | (275,548) | (1) | (284,046) | (1) |
| 8200 Profit for the year | | <u>\$ 1,226,205</u> | <u>6</u> | <u>\$ 1,241,710</u> | <u>8</u> |
| Other comprehensive income (loss) | | | | | |
| Components of other comprehensive income that will not be reclassified to profit or loss | | | | | |
| 8311 Remeasurements of defined benefit obligations | 6(11) | \$ 29,931 | - | \$ 24,513 | - |
| 8316 Unrealized (losses) gains from investments in equity instruments measured at fair value through other comprehensive income | 6(5) | (330) | - | 1,472 | - |
| 8330 Share of other comprehensive income of subsidiaries, associates and joint ventures accounted for using equity method | 6(6) | 2,067 | - | 1,778 | - |
| 8349 Income tax related to components of other comprehensive income that will not be reclassified to profit or loss | 6(22) | (5,986) | - | (4,903) | - |
| 8300 Other comprehensive income for the year | | <u>\$ 25,682</u> | <u>-</u> | <u>\$ 22,860</u> | <u>-</u> |
| 8500 Total comprehensive income for the year | | <u>\$ 1,251,887</u> | <u>6</u> | <u>\$ 1,264,570</u> | <u>8</u> |
| Earnings per share (in dollars) | 6(23) | | | | |
| 9750 Basic | | <u>\$ 7.66</u> | | <u>\$ 7.76</u> | |
| 9850 Diluted | | <u>\$ 7.65</u> | | <u>\$ 7.75</u> | |

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

TTET UNION CORPORATION
PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021
(Expressed in thousands of New Taiwan dollars)

| | | Retained earnings | | | | Other equity | | |
|--|-------|---------------------------------|-----------------|---------------|-----------------|--|--|--------------|
| | Notes | Share capital - common stock | Capital surplus | Legal reserve | Special reserve | Unappropriated retained earnings | Unrealized gains (losses) from financial assets measured at fair value through other comprehensive income | Total equity |
| <u>Year ended December 31, 2021</u> | | | | | | | | |
| Balance at January 1, 2021 | | \$ 1,599,749 | \$ 23,784 | \$ 1,327,386 | \$ 7,000 | \$ 1,603,030 | (\$ 7,000) | \$ 4,553,949 |
| Net income for 2021 | | - | - | - | - | 1,241,710 | - | 1,241,710 |
| Other comprehensive income for 2021 | 6(5) | - | - | - | - | 21,388 | 1,472 | 22,860 |
| Total comprehensive income for 2021 | | - | - | - | - | 1,263,098 | 1,472 | 1,264,570 |
| Distribution of 2020 net income: | | | | | | | | |
| Legal reserve | | - | - | 129,346 | - | (129,346) | - | - |
| Cash dividends | 6(14) | - | - | - | - | (959,850) | - | (959,850) |
| Balance at December 31, 2021 | | \$ 1,599,749 | \$ 23,784 | \$ 1,456,732 | \$ 7,000 | \$ 1,776,932 | (\$ 5,528) | \$ 4,858,669 |
| <u>Year ended December 31, 2022</u> | | | | | | | | |
| Balance at January 1, 2022 | | \$ 1,599,749 | \$ 23,784 | \$ 1,456,732 | \$ 7,000 | \$ 1,776,932 | (\$ 5,528) | \$ 4,858,669 |
| Net income for 2022 | | - | - | - | - | 1,226,205 | - | 1,226,205 |
| Other comprehensive income (loss) for 2022 | 6(5) | - | - | - | - | 26,012 | (330) | 25,682 |
| Total comprehensive income (loss) for 2022 | | - | - | - | - | 1,252,217 | (330) | 1,251,887 |
| Distribution of 2021 net income: | | | | | | | | |
| Legal reserve | | - | - | 126,310 | - | (126,310) | - | - |
| Cash dividends | 6(14) | - | - | - | - | (959,850) | - | (959,850) |
| Reversal of special reserve | | - | - | - | (1,472) | 1,472 | - | - |
| Balance at December 31, 2022 | | \$ 1,599,749 | \$ 23,784 | \$ 1,583,042 | \$ 5,528 | \$ 1,944,461 | (\$ 5,858) | \$ 5,150,706 |

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

TTET UNION CORPORATION
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021
(Expressed in thousands of New Taiwan dollars)

| | | Year ended December 31 | |
|--|-------------|------------------------|---------------|
| | Notes | 2022 | 2021 |
| <u>CASH FLOWS FROM OPERATING ACTIVITIES</u> | | | |
| Profit before tax | | \$ 1,501,753 | \$ 1,525,756 |
| Adjustments | | | |
| Adjustments to reconcile profit (loss) | | | |
| Loss on financial assets at fair value through profit or loss | | 148 | 9,347 |
| Expected credit losses (gains) | 12 | 702 | (239) |
| Provision (reversal of allowance) for inventory market price decline | 6(4) | 47,890 | (1,044) |
| Share of profit of subsidiaries, associates and joint ventures accounted for under equity method | 6(6) | (169,185) | (131,024) |
| Depreciation | 6(7)(8)(20) | 139,092 | 131,419 |
| Loss on disposal of property, plant and equipment | 6(18) | - | 244 |
| Property, plant and equipment recognized as expense | 6(7) | 12,867 | 4,454 |
| (Gain) loss from lease modification | 6(8)(18) | (85) | 18 |
| Amortization | 6(9)(20) | 605 | 921 |
| Dividend income | 6(5)(17) | (2,351) | (1,146) |
| Interest income | 6(16) | (4,619) | (3,736) |
| Finance costs | 6(19) | 4,440 | 2,149 |
| Changes in operating assets and liabilities | | | |
| Changes in operating assets | | | |
| Notes receivable | | (25,660) | (16,888) |
| Accounts receivable | | (215,861) | 58,151 |
| Accounts receivable - related parties | | (43,013) | 14,409 |
| Other receivables | | (11,033) | (9,429) |
| Inventories | | (1,001,844) | (1,406,858) |
| Prepayments | | 185,599 | (52,138) |
| Net defined benefit asset - non-current | | 1,574 | - |
| Changes in operating liabilities | | | |
| Current contract liabilities | | 30,191 | (21,689) |
| Notes payable | | 219 | - |
| Accounts payable | | (79,613) | 168,480 |
| Accounts payable - related parties | | (11,868) | 7,993 |
| Other payables | | (24,650) | (19,070) |
| Net defined benefit liabilities - non-current | | (1,847) | (349) |
| Cash inflow generated from operations | | 333,451 | 259,731 |
| Dividends received from investment accounted for under equity method | 6(6) | 84,280 | 84,280 |
| Dividends received | | 2,351 | 1,146 |
| Interest received | | 4,619 | 3,736 |
| Interest paid | | (4,443) | (2,151) |
| Income tax paid | | (286,860) | (177,730) |
| Net cash flows from operating activities | | 133,398 | 169,012 |

(Continued)

TTET UNION CORPORATION
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021
(Expressed in thousands of New Taiwan dollars)

| | | Year ended December 31 | |
|--|-------|------------------------|---------------|
| | Notes | 2022 | 2021 |
| <u>CASH FLOWS FROM INVESTING ACTIVITIES</u> | | | |
| Acquisition of financial assets at fair value through other comprehensive income | | (\$ 19,549) | (\$ 34,853) |
| Acquisition of property, plant and equipment | 6(7) | (102,820) | (102,286) |
| Increase in intangible assets | 6(9) | (952) | (401) |
| (Increase) decrease in guarantee deposits paid | | (5,036) | 8,008 |
| Net cash flows used in investing activities | | (128,357) | (129,532) |
| <u>CASH FLOWS FROM FINANCING ACTIVITIES</u> | | | |
| Decrease in short-term borrowings | 6(24) | (41,916) | (34,228) |
| Repayments of lease principal | 6(24) | (11,431) | (13,263) |
| Increase (decrease) in guarantee deposit received | 6(24) | 329 | (650) |
| Payment of cash dividends | 6(14) | (959,850) | (959,850) |
| Net cash flows used in financing activities | | (1,012,868) | (1,007,991) |
| Net decrease in cash and cash equivalents | | (1,007,827) | (968,511) |
| Cash and cash equivalents at beginning of year | 6(1) | 1,705,466 | 2,673,977 |
| Cash and cash equivalents at end of year | 6(1) | \$ 697,639 | \$ 1,705,466 |

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

INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of TTET Union Corporation

Opinion

We have audited the accompanying consolidated balance sheets of TTET Union Corporation and its subsidiary (the “Group”) as at December 31, 2022 and 2021, and the related consolidated statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2022 and 2021, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations that came into effect as endorsed by the Financial Supervisory Commission.

Basis for opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the consolidated financial statements section of our report. We are independent of the Group in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

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

Key audit matters for the Group's 2022 consolidated financial statements are stated as follows:

Cut-off of inventory in transit

Description

The Group imports soybean from foreign suppliers as raw material. The term of trade is C&F which means the seller delivers the goods at the port of loading. The Group will confirm the information about loading date, quantity, pricing and other details with suppliers. After receiving the bill of lading, invoice, bank debit and other related source documents, the Group can recognize those materials as inventory. However, due to the complexity of the import process and paper work, the source documents may not be received on time which will result in inappropriate inventory recognition. In addition, the goods in transit have significant value. Thus, we considered the cut-off of inventory in transit a key audit matter.

How our audit addressed the matter

We performed the following key audit procedures in respect of the above key audit matter:

1. Understood the process of importing the raw material and checked the source documents as basis of inventory recognition.
2. Tested the purchase transactions that took place after the balance sheet date, by inspecting the bill of lading or bank debit, to ensure the purchase was recognized in the correct reporting period.
3. Confirmed the borrowing amount of loan and the letter of credit with the banks.

Inventory valuation

Description

Refer to Notes 4(9) and 6(4) to the consolidated financial statements for the accounting policy and the details of accounts relating to inventory valuation. As at December 31, 2022, inventory and allowance for market price decline amounted to \$3,556,576 thousand and \$55,108 thousand, respectively, with the net amount constituting 47% of consolidated total assets.

The Group is engaged in the manufacture, sales and processing of a variety of vegetable oil and fat. The main raw material is soybean and it is usually affected by price changes in international trade. This results in higher risk of loss on market price decline. The inventories are estimated at the lower of cost and net realizable value. As the raw material is usually affected by price changes in international trade and the value of inventories is significant, we considered inventory valuation a key audit matter.

How our audit addressed the matter

We performed the following key audit procedures in respect of the above key audit matter:

1. Evaluated the reasonableness of accounting policy on provision for inventory, and the consistency of process application during the financial reporting period.
2. Tested the details of loss on market price decline, recalculated the net realizable value of the selected inventories, inspected related documents and discussed with management to confirm the adequacy of the provision on inventory market price decline.

Other matter – Parent company only financial reports

We have audited and expressed an unmodified opinion on the parent company only financial statements of TTET Union Corporation as at and for the years ended December 31, 2022 and 2021.

Responsibilities of management and those charged with governance for the consolidated financial statements

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

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

Those charged with governance, including audit committee, are responsible for overseeing the Group's financial reporting process.

Auditors' responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Standards on Auditing of the Republic of China will

always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with the Standards on Auditing of the Republic of China, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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

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

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

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

Yeh, Fang-Ting

Independent Accountants

Lin, Tzu-Shu

PricewaterhouseCoopers, Taiwan

Republic of China

March 3, 2023

The accompanying consolidated financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying consolidated financial statements and independent auditors' report are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice.

As the financial statements are the responsibility of the management, PricewaterhouseCoopers cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

TTET UNION CORPORATION AND SUBSIDIARY
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2022 AND 2021
(Expressed in thousands of New Taiwan dollars)

| Assets | | Notes | December 31, 2022 | | December 31, 2021 | |
|--------------------|---|---------------|-------------------|-----|-------------------|-----|
| | | | AMOUNT | % | AMOUNT | % |
| Current assets | | | | | | |
| 1100 | Cash and cash equivalents | 6(1) | \$ 981,106 | 13 | \$ 1,927,676 | 28 |
| 1150 | Notes receivable, net | 6(3) | 189,128 | 3 | 161,509 | 2 |
| 1170 | Accounts receivable, net | 6(3) | 1,073,335 | 15 | 811,361 | 12 |
| 1180 | Accounts receivable - related parties | 6(3) and 7 | 141,121 | 2 | 98,295 | 1 |
| 1200 | Other receivables | | 32,586 | - | 29,842 | 1 |
| 130X | Inventory | 5(2) and 6(4) | 3,501,468 | 47 | 2,463,953 | 35 |
| 1410 | Prepayments | | 174,626 | 2 | 363,764 | 5 |
| 11XX | Total current assets | | 6,093,370 | 82 | 5,856,400 | 84 |
| Non-current assets | | | | | | |
| 1517 | Financial assets at fair value through other comprehensive income - non-current | 6(5) | 56,819 | 1 | 37,600 | 1 |
| 1600 | Property, plant and equipment | 6(6) and 8 | 823,356 | 11 | 852,176 | 12 |
| 1755 | Right-of-use assets | 6(7) and 7 | 318,920 | 4 | 200,725 | 3 |
| 1780 | Intangible assets | 6(8) | 1,944 | - | 1,018 | - |
| 1840 | Deferred income tax assets | 6(22) | 27,010 | - | 22,851 | - |
| 1920 | Guarantee deposits paid | | 42,986 | 1 | 32,442 | - |
| 1975 | Net defined benefit asset - non-current | 6(11) | 28,357 | 1 | - | - |
| 1990 | Other non-current asset | | 639 | - | 286 | - |
| 15XX | Total non-current assets | | 1,300,031 | 18 | 1,147,098 | 16 |
| 1XXX | Total assets | | \$ 7,393,401 | 100 | \$ 7,003,498 | 100 |

(Continued)

TTET UNION CORPORATION AND SUBSIDIARY
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2022 AND 2021
(Expressed in thousands of New Taiwan dollars)

| | Liabilities and Equity | Notes | December 31, 2022 | | December 31, 2021 | |
|------|--|-------------|---------------------|------------|---------------------|------------|
| | | | AMOUNT | % | AMOUNT | % |
| | Current liabilities | | | | | |
| 2100 | Short-term borrowings | 6(9) | \$ 3,600 | - | \$ 65,516 | 1 |
| 2110 | Short-term notes and bills payable | 6(10) | 69,949 | 1 | 69,995 | 1 |
| 2120 | Financial liabilities at fair value through profit or loss - current | 6(2) and 12 | 168 | - | 20 | - |
| 2130 | Current contract liabilities | 6(15) | 60,560 | 1 | 30,405 | - |
| 2150 | Notes payable | | 5,007 | - | 4,788 | - |
| 2170 | Accounts payable | | 814,900 | 11 | 828,340 | 12 |
| 2180 | Accounts payable - related parties | 7 | 56,074 | 1 | 63,627 | 1 |
| 2200 | Other payables | | 419,416 | 6 | 418,616 | 6 |
| 2230 | Current income tax liabilities | 6(22) | 337,374 | 4 | 327,224 | 5 |
| 2280 | Lease liabilities - current | 6(7) and 7 | 46,836 | 1 | 35,772 | - |
| 21XX | Total current liabilities | | <u>1,813,884</u> | <u>25</u> | <u>1,844,303</u> | <u>26</u> |
| | Non-current liabilities | | | | | |
| 2570 | Deferred income tax liabilities | 6(22) | 13,007 | - | 12,315 | - |
| 2580 | Lease liabilities - non-current | 6(7) and 7 | 282,082 | 4 | 172,467 | 3 |
| 2640 | Net defined benefit liabilities - non-current | 6(11) | 6,763 | - | 12,342 | - |
| 2645 | Guarantee deposits received | | 6,593 | - | 4,418 | - |
| 25XX | Total non-current liabilities | | <u>308,445</u> | <u>4</u> | <u>201,542</u> | <u>3</u> |
| 2XXX | Total liabilities | | <u>2,122,329</u> | <u>29</u> | <u>2,045,845</u> | <u>29</u> |
| | Equity attributable to owners of parent | | | | | |
| | Share capital | | | | | |
| 3110 | Common stock | 6(12) | 1,599,749 | 22 | 1,599,749 | 23 |
| 3200 | Capital surplus | 6(13) | 23,784 | - | 23,784 | - |
| | Retained earnings | 6(14) | | | | |
| 3310 | Legal reserve | | 1,583,042 | 22 | 1,456,732 | 21 |
| 3320 | Special reserve | | 5,528 | - | 7,000 | - |
| 3350 | Unappropriated retained earnings | | 1,944,461 | 26 | 1,776,932 | 25 |
| | Other equity interest | | | | | |
| 3400 | Other equity interest | 6(5) | (5,858) | - | (5,528) | - |
| 31XX | Equity attributable to owners of the parent | | <u>5,150,706</u> | <u>70</u> | <u>4,858,669</u> | <u>69</u> |
| 36XX | Non-controlling interest | | <u>120,366</u> | <u>1</u> | <u>98,984</u> | <u>2</u> |
| 3XXX | Total equity | | <u>5,271,072</u> | <u>71</u> | <u>4,957,653</u> | <u>71</u> |
| | Significant contingent liabilities and unrecognized contract commitments | 9 | | | | |
| 3X2X | Total liabilities and equity | | <u>\$ 7,393,401</u> | <u>100</u> | <u>\$ 7,003,498</u> | <u>100</u> |

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

TTET UNION CORPORATION AND SUBSIDIARY
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021
(Expressed in thousands of New Taiwan dollars, except for earnings per share amounts)

| Items | Notes | Year ended December 31 | | | |
|---|---------------------------|------------------------|-----------|---------------------|-----------|
| | | 2022 | | 2021 | |
| | | AMOUNT | % | AMOUNT | % |
| 4000 Operating revenue | 6(15) and 7 | \$ 24,676,960 | 100 | \$ 20,477,990 | 100 |
| 5000 Operating costs | 6(4)(8)(11)(20)(21) and 7 | (22,273,195) | (90) | (18,119,818) | (88) |
| 5900 Net operating margin | | <u>2,403,765</u> | <u>10</u> | <u>2,358,172</u> | <u>12</u> |
| Operating expenses | 6(8)(11)(20)(21) and 7 | | | | |
| 6100 Selling expenses | | (660,747) | (3) | (572,678) | (3) |
| 6200 General and administrative expenses | | (258,148) | (1) | (244,641) | (1) |
| 6300 Research and development expenses | | (9,435) | - | (9,528) | - |
| 6450 Expected credit losses | 12 | (1,382) | - | (411) | - |
| 6000 Total operating expenses | | (929,712) | (4) | (827,258) | (4) |
| 6900 Operating profit | | <u>1,474,053</u> | <u>6</u> | <u>1,530,914</u> | <u>8</u> |
| Non-operating income and expenses | | | | | |
| 7100 Interest income | 6(16) | 5,356 | - | 4,056 | - |
| 7010 Other income | 6(5)(17) | 16,196 | - | 18,473 | - |
| 7020 Other gains and losses | 6(2)(7)(18) and 12 | 109,872 | - | 49,261 | - |
| 7050 Finance costs | 6(7)(19) and 7 | (9,135) | - | (4,934) | - |
| 7000 Total non-operating income and expenses | | <u>122,289</u> | <u>-</u> | <u>66,856</u> | <u>-</u> |
| 7900 Profit before income tax | | <u>1,596,342</u> | <u>6</u> | <u>1,597,770</u> | <u>8</u> |
| 7950 Income tax expense | 6(22) | (328,543) | (1) | (323,848) | (2) |
| 8200 Profit for the year | | <u>\$ 1,267,799</u> | <u>5</u> | <u>\$ 1,273,922</u> | <u>6</u> |
| Other comprehensive income (loss) | | | | | |
| Components of other comprehensive income that will not be reclassified to profit or loss | | | | | |
| 8311 Remeasurements of defined benefit obligation | 6(11) | \$ 33,150 | - | \$ 27,281 | - |
| 8316 Unrealised (losses) gains from investments in equity instruments measured at fair value through other comprehensive income | 6(5) | (330) | - | 1,472 | - |
| 8349 Income tax related to components of other comprehensive income that will not be reclassified to profit or loss | 6(22) | (6,630) | - | (5,456) | - |
| 8300 Other comprehensive income for the year | | <u>\$ 26,190</u> | <u>-</u> | <u>\$ 23,297</u> | <u>-</u> |
| 8500 Total comprehensive income for the year | | <u>\$ 1,293,989</u> | <u>5</u> | <u>\$ 1,297,219</u> | <u>6</u> |
| Profit attributable to: | | | | | |
| 8610 Owners of the parent | | \$ 1,226,205 | 5 | \$ 1,241,710 | 6 |
| 8620 Non-controlling interest | | <u>41,594</u> | <u>-</u> | <u>32,212</u> | <u>-</u> |
| | | <u>\$ 1,267,799</u> | <u>5</u> | <u>\$ 1,273,922</u> | <u>6</u> |
| Comprehensive income attributable to: | | | | | |
| 8710 Owners of the parent | | \$ 1,251,887 | 5 | \$ 1,264,570 | 6 |
| 8720 Non-controlling interest | | <u>42,102</u> | <u>-</u> | <u>32,649</u> | <u>-</u> |
| | | <u>\$ 1,293,989</u> | <u>5</u> | <u>\$ 1,297,219</u> | <u>6</u> |
| Earnings per share (in dollars) | 6(23) | | | | |
| 9750 Basic | | <u>\$ 7.66</u> | | <u>\$ 7.76</u> | |
| 9850 Diluted | | <u>\$ 7.65</u> | | <u>\$ 7.75</u> | |

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

TTET UNION CORPORATION AND SUBSIDIARY
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021
(Expressed in thousands of New Taiwan dollars)

| | Notes | Equity attributable to owners of the parent | | | | | | | Non-controlling interest | Total equity |
|--|-------|---|-----------------|---------------|-----------------|----------------------------------|-------------------|---|--------------------------|--------------|
| | | Share capital - common stock | Capital surplus | Legal reserve | Special reserve | Unappropriated retained earnings | Other equity | | | |
| | | | | | | | Retained earnings | Unrealised gains (losses) from financial assets measured at fair value through other comprehensive income | | |
| Year ended December 31, 2021 | | | | | | | | | | |
| Balance at January 1, 2021 | | \$ 1,599,749 | \$ 23,784 | \$ 1,327,386 | \$ 7,000 | \$ 1,603,030 | (\$ 7,000) | \$ 4,553,949 | \$ 87,055 | \$ 4,641,004 |
| Net income for 2021 | | - | - | - | - | 1,241,710 | - | 1,241,710 | 32,212 | 1,273,922 |
| Other comprehensive income for 2021 | 6(5) | - | - | - | - | 21,388 | 1,472 | 22,860 | 437 | 23,297 |
| Total comprehensive income for 2021 | | - | - | - | - | 1,263,098 | 1,472 | 1,264,570 | 32,649 | 1,297,219 |
| Distribution of 2020 net income: | | | | | | | | | | |
| Legal reserve | | - | - | 129,346 | - | (129,346) | - | - | - | - |
| Cash dividends | 6(14) | - | - | - | - | (959,850) | - | (959,850) | - | (959,850) |
| Decrease in non-controlling interest | | - | - | - | - | - | - | - | (20,720) | (20,720) |
| Balance at December 31, 2021 | | \$ 1,599,749 | \$ 23,784 | \$ 1,456,732 | \$ 7,000 | \$ 1,776,932 | (\$ 5,528) | \$ 4,858,669 | \$ 98,984 | \$ 4,957,653 |
| Year ended December 31, 2022 | | | | | | | | | | |
| Balance at January 1, 2022 | | \$ 1,599,749 | \$ 23,784 | \$ 1,456,732 | \$ 7,000 | \$ 1,776,932 | (\$ 5,528) | \$ 4,858,669 | \$ 98,984 | \$ 4,957,653 |
| Net income for 2022 | | - | - | - | - | 1,226,205 | - | 1,226,205 | 41,594 | 1,267,799 |
| Other comprehensive income (loss) for 2022 | | - | - | - | - | 26,012 | (330) | 25,682 | 508 | 26,190 |
| Total comprehensive income (loss) for 2022 | 6(5) | - | - | - | - | 1,252,217 | (330) | 1,251,887 | 42,102 | 1,293,989 |
| Distribution of 2021 net income: | | | | | | | | | | |
| Legal reserve | | - | - | 126,310 | - | (126,310) | - | - | - | - |
| Cash dividends | 6(14) | - | - | - | - | (959,850) | - | (959,850) | - | (959,850) |
| Reversal of special reserve | | - | - | - | (1,472) | 1,472 | - | - | - | - |
| Decrease in non-controlling interest | | - | - | - | - | - | - | - | (20,720) | (20,720) |
| Balance at December 31, 2022 | | \$ 1,599,749 | \$ 23,784 | \$ 1,583,042 | \$ 5,528 | \$ 1,944,461 | (\$ 5,858) | \$ 5,150,706 | \$ 120,366 | \$ 5,271,072 |

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

TTET UNION CORPORATION AND SUBSIDIARY
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021
(Expressed in thousands of New Taiwan dollars)

| | | Year ended December 31 | |
|--|-------------|------------------------|--------------|
| | Notes | 2022 | 2021 |
| CASH FLOWS FROM OPERATING ACTIVITIES | | | |
| Profit before tax | | \$ 1,596,342 | \$ 1,597,770 |
| Adjustments | | | |
| Adjustments to reconcile profit (loss) | | | |
| Loss on financial assets at fair value through profit or loss | | 148 | 9,347 |
| Expected credit losses | 12 | 1,382 | 411 |
| Provision (reversal of allowance) for inventory market price decline | 6(4) | 49,430 | (664) |
| Depreciation | 6(6)(7)(20) | 210,356 | 192,349 |
| (Gain) loss on disposal of property, plant and equipment | 6(18) | (122) | 73 |
| Property, plant and equipment recognised as expense | 6(6) | 12,867 | 4,454 |
| (Gain) loss on lease modification | 6(7)(18) | (50) | 50 |
| Amortisation | 6(8)(20) | 675 | 997 |
| Dividend income | 6(5)(17) | (2,351) | (1,146) |
| Interest income | 6(16) | (5,356) | (4,056) |
| Finance costs | 6(19) | 9,135 | 4,934 |
| Changes in operating assets and liabilities | | | |
| Changes in operating assets | | | |
| Notes receivable | | (27,601) | (17,778) |
| Accounts receivable | | (263,374) | (5,638) |
| Accounts receivable - related parties | | (42,826) | (4,818) |
| Other receivables | | (2,744) | (9,581) |
| Inventories | | (1,086,945) | (1,426,125) |
| Prepayments | | 189,138 | (60,906) |
| Net defined benefit assets - non-current | | 4,793 | - |
| Changes in operating liabilities | | | |
| Current contract liabilities | | 30,155 | (21,781) |
| Notes payable | | 219 | - |
| Accounts payable | | (13,440) | 252,682 |
| Accounts payable - related parties | | (7,553) | 2,313 |
| Other payables | | 8,115 | (24,923) |
| Net defined benefit liabilities - non-current | | (5,579) | (1,380) |
| Cash inflow generated from operations | | 654,814 | 486,584 |
| Dividends received | | 2,351 | 1,146 |
| Interest received | | 5,356 | 4,056 |
| Interest paid | | (9,190) | (4,932) |
| Income tax paid | | (328,490) | (200,671) |
| Net cash flows from operating activities | | 324,841 | 286,183 |

(Continued)

TTET UNION CORPORATION AND SUBSIDIARY
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021
(Expressed in thousands of New Taiwan dollars)

| | | Year ended December 31 | |
|--|-------|------------------------|--------------|
| | Notes | 2022 | 2021 |
| <u>CASH FLOWS FROM INVESTING ACTIVITIES</u> | | | |
| Acquisition of financial assets at fair value through other comprehensive income | | (\$ 19,549) | (\$ 34,853) |
| Cash paid for acquisition of property, plant and equipment | 6(24) | (144,123) | (182,062) |
| Proceeds from disposal of property, plant and equipment | | 150 | 171 |
| Increase in intangible assets | 6(8) | (1,147) | (553) |
| (Increase) decrease in guarantee deposits paid | | (10,544) | 4,940 |
| (Increase) decrease in other non-current assets | | (353) | 93 |
| Net cash flows used in investing activities | | (175,566) | (212,264) |
| <u>CASH FLOWS FROM FINANCING ACTIVITIES</u> | | | |
| Decrease in short-term borrowings | 6(25) | (61,916) | (14,228) |
| Increase in short-term notes and bills payable | 6(25) | - | 50,000 |
| Repayment of lease principal | 6(25) | (55,534) | (50,421) |
| Increase in guarantee deposit received | 6(25) | 2,175 | 628 |
| Payment of cash dividends | 6(14) | (959,850) | (959,850) |
| Decrease in non-controlling interest | | (20,720) | (20,720) |
| Net cash flows used in financing activities | | (1,095,845) | (994,591) |
| Net decrease in cash and cash equivalents | | (946,570) | (920,672) |
| Cash and cash equivalents at beginning of year | 6(1) | 1,927,676 | 2,848,348 |
| Cash and cash equivalents at end of year | 6(1) | \$ 981,106 | \$ 1,927,676 |

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

TTET Union Corp.
2022 Statement of Earnings Distribution

Unit: NT\$

| Title | Amount |
|--|------------------|
| Net income after tax | \$ 1,226,204,402 |
| Plus: Re-measurement of the defined benefit plan (net) | 26,011,686 |
| The amount of undistributed earnings of the year | 1,252,216,088 |
| Less: Provision of legal reserve | (125,221,609) |
| Less: Provision of special reserve surplus | (329,340) |
| Current distributable amount | 1,126,665,139 |
| Plus: Undistributed cumulative earnings of the previous year | 692,244,598 |
| Total distributable amount | \$ 1,818,909,737 |
| 2022 intended earnings distribution | |
| Less: shareholders' bonus (cash dividend NT\$6 per share) | (959,849,490) |
| Undistributed cumulative earnings at the end of the year | \$ 859,060,247 |

Note: The distribution order of earnings is based on the earnings generated in 2022 as the first priority and the deficit, if any, shall be covered by the undistributed earnings of the previous year.

Chairman: Lo Chih-Hsien

Manager: Chen Chao-Liang

Chief Accountant: Hu Yu-Chih

TTET Union Corp.

Details of Position Relieved from the Non-Competition Restrictions for Current Directors

Deadline: December 31, 2022

| Name | Positions Held Concurrently in Other Companies |
|---|---|
| Uni-President Enterprises Corporation Representative: Lo Chih-Hsien | <p>Chairman: Uni-President Enterprises Corp., President Natural Industrial Corporation, Ton Yi Industrial Corp., Prince Housing and Development Corp., PRESIDENT PACKAGING INDUSTRIAL CORP., Woongjin Foods Co. Ltd., Daeyoung Foods Co. Ltd., President International Development Corporation, Ltd., Uni-President China Holdings Ltd., Zhangjiagang President Nisshin Food Co., Ltd., SCINOPHARM TAIWAN, LTD., Uni-President (Philippines) Corp., Uni-President (Thailand) Ltd., Uni-President (Vietnam) Co., Ltd., Uni-President Enterprises (China) Investment Ltd., President Chain Store Corporation, UNI-PRESIDENT COLD-CHAIN CORP., PRESCO NETMARKETING, INC., UNI-PRESIDENT DREAM PARKS CO., President Century Corp., President Property Corporation, NANLIEN INTERNATIONAL CORPORATION, Prince Real Estate Co., Ltd., TIMES SQUARE INTERNATIONAL HOLDING COMPANY, TIMES SQUARE INTERNATIONAL STAYS CORPORATION, Times Square International hotel Corporation, Uni-President Express Corp., Cheng Shi Holdings Co.</p> <p>Vice Chairman: President Nisshin Corp.</p> <p>Director: Presicarre Corporation, Uni-Wonder Corporation, Uni-President Organics Corp., Uni-President Glass Industrial Co., Ltd., Cayman President Holdings Ltd., Kai Yu (BVI) Investment Co., Ltd., President Fair Development Corp., Uni-President Southeast Asia Holdings Ltd., Uni-President Asia Holdings Ltd., Uni-President Hong Kong Holdings Limited, Champ Green Capital Limited, Champ Green (Shanghai) Consulting Co., Ltd., Guangzhou President Enterprises Corp., Fuzhou President Enterprises Co., Ltd., Uni-President Enterprises (Xinjiang) Food Co., Ltd., Wuhan President Enterprises Food Co., Ltd., Kunshan United Enterprise Food Co., Ltd., Chengdu Uni-President Enterprise Food Co., Ltd., Shenyang President Enterprises Co., Ltd., Harbin President Enterprises Co., Ltd., Hefei President Enterprises Co., Ltd., Zhengzhou President Enterprises Co., Ltd., Beijing President Enterprises Drinks Co., Ltd., Kunshan President Enterprises Food Co., Ltd., Nanchang President Enterprises Co., Ltd., President (Shanghai) Trading Co., Ltd., Kunming President Enterprise Food Co., Ltd., Yantai Tongli Beverage Industries Co., Ltd., Changsha President Enterprises Co., Ltd., Bama President Mineral Water Co., Ltd., Nanning President Enterprises Co., Ltd., Zanzhang President Enterprises Co., Ltd., Chongqing President Enterprises Co., Ltd., Taizhou President Enterprises Co., Ltd., Akesu President Enterprises Co., Ltd., Changchun President Enterprises Co., Ltd., Uni-President Shanghai Management Consulting Co., Ltd., Uni-President Shanghai Pearly Century Co., Ltd., Baiyin President Enterprises Co., Ltd., Hainan President Enterprises Co., Ltd., Guiyang President Enterprises Co., Ltd., Jinan President Enterprises Co., Ltd., Hangzhou President Enterprises Co., Ltd., Wuxue President Mineral Water Co., Ltd.,</p> |

| Name | Positions Held Concurrently in Other Companies |
|---|--|
| | <p>Shijiazhuang President Enterprises Co., Ltd., Xuzhou President Enterprises Co., Ltd., Henan President Enterprises Co., Ltd., President (Kunshan) Trading Co., Ltd., Shanxi President Enterprises Co., Ltd., Jiangsu President Enterprises Co., Ltd., Changbaishan Mountain President Enterprises (Jilin) Mineral Water Co., Ltd., President Enterprise (Kunshan) Real Estate Development Ltd., Ningxia President Enterprises Co., Ltd., Shanghai President Enterprises Co., Ltd., Inner Mongolia President Enterprises Co., Ltd., Shaanxi President Enterprises Co., Ltd., Hutubi Uni-President Tomato Product Technology Limited; Uni-President Enterprises (Shanghai) Drink and Food Co., Ltd., Uni-President Enterprises (Tianjin) Co., Ltd., Hunan President Enterprises Food Co., Ltd., Uni-OAO Travel Service Corp., President Packaging Holdings Ltd., Kuang Chuan Dairy Co., Ltd., Kuang Chuan Foods Ltd., Uni-President Development Corp., President Professional Baseball Team Corp., Tait Marketing & Distribution Co., Ltd., Wei Lih Food Industrial Co., Ltd., Howard Beach Resort Kenting Co., Ltd., President (BVI) International Investment Holdings Ltd., President Chain Store (Labuan Island) Holdings Ltd., Retail Support International Corporation, Uni-President Assets Holdings Ltd., Prince Apartment Management Maintain Corp, Ltd., Top Power Investment Limited.</p> <p>Supervisor: Infinity Holdings Ltd; Eternity Holdings Ltd.; Celestial Prosperities Holdings Ltd.</p> <p>General manager: Presco Netmarketing Inc.; Uni-President Express Corp.</p> |
| Uni-President Enterprises Corporation Representative: Wu Liang-Feng | <p>Chairman: Zhongshan President Enterprises Co., Ltd., Tianjiang President Enterprises Food Co., Ltd., Qingdao President Feed and Livestock Co., Ltd., Zhangzhou Uni-President Biotech Ltd., Master Channels Corporation.</p> <p>Director: ZhongjiaGang President Nissan Food Co., Ltd., President Chain Store Corporation, and President Nisshin Corp.</p> <p>General Manager: ZhangJiaGang President Nisshin Food Co., Ltd.</p> |
| Uni-President Enterprises Corporation Representative: Lee Ching-Tyan | <p>Chairman: Uni-President (Korea) Co., Ltd.</p> <p>Director: Woongjin Foods Co., Ltd., Daeyoung Foods Co., Ltd., Shanghai Songjiang President Enterprises Co., Ltd., Tianjiang President Enterprises Food Co., Ltd., Qingdao President Feed and Livestock Co., Ltd., Uni-President (Philippines) Corp., Uni-President Marketing Co., Ltd., Uni-President (Vietnam) Co., Ltd., President Nisshin Corp.</p> <p>General Manager: Uni-President Enterprises Corp.</p> |
| Uni-President Enterprises Corporation Representative: Chen Chao-Liang | <p>Director: Master Channels Corporation</p> |
| Uni-President Enterprises Corporation Representative: Chang Li-Hsun | <p>Director: President Securities Corporation</p> |

| Name | Positions Held Concurrently in Other Companies |
|---|--|
| Tai Hwa Oil Industrial Co., Ltd. Representative: Chen Yi-Tu | Chairman: Tai Hwa Oil Industrial Co., Ltd.; President International Trade and Investment Corp.; Zhangsheng Investment Co., Ltd. |
| Tai Hwa Oil Industrial Co., Ltd. Representative: Chen I-Tsunz | Chairman: TAI CHENG FLOUR MILL CO., LTD. |
| Great Wall Enterprise Co., Ltd.; Representative: Han Chia-Yau | Chairman: Great Wall Enterprise Co., Ltd., Chu Fu Investment Co., Ltd., River Huang Investment Limited, Saboten Co., Ltd., Gino Pasco, Great Wall Feedtech Co., Ltd., Total Nutrition Technologies Co., Ltd., City Chain Food Ltd., Oriental Best Foods Co., Ltd., Ltd., Oriental Best Foods Co., Ltd., Wan Neng Biomedical Co., Ltd., Honolulu Chain Food and Beverage Co., Neo Foods Company Limited, San Ming Investment Co., Ltd. Director: Anxin Chao Chu Co., Ltd.; De-Jia Investment Co., Ltd. |
| Independent Director: Huang Pei-Wen | Director: Competence Enterprise Co., Ltd. |
| Independent Director: Yu Chung-Ying | Director: Hwa Zhong Construction Co., Ltd. Supervisor: Hwa-Shong Construction Group |

TTET Union Corp.

Articles of Incorporation

Chapter 1 General Principles

Article 1: The Company has been incorporated pursuant to the Company Act. The Chinese name is 大統益股份有限公司, and the English name is TTET Union Corporation.

Article 2: The business operated by the Company are the followings:

- (I) Manufacturing, processing, sales and import and export business for various animal/vegetable oils.
- (II) Manufacturing/processing and sales business for bean flour (soybean slice), featured soybean, beverage (including packaged drinking water and mineral water), flour, noodles, wheaten food product, formula feed, complementary feed, corn flour, and their by-products.
- (III) Import, processing, sales business for amylum, avena sativa, oatmeal, fructose, red bean, mung bean, rice, corn, soya, barley and wheat.
- (IV) Distribution, quotation and bid business for agency of products mentioned above of domestic and foreign vendors.
- (V) Warehousing business for grains and businesses related to the items mentioned above.
- (VI) Business of operating co-generation plant.
- (VII) C102010 Dairy Product Manufacturing
- (VIII) C109010 Seasoning Manufacturing
- (IX) C201010 Prepared Animal Feeds Manufacturing
- (X) C108010 Sugar Manufacturing
- (XI) F101020 Wholesale of Vegetables
- (XII) F101030 Wholesale of Fruits
- (XIII) F101040 Wholesale of Livestock
- (XIV) F101050 Wholesale of Aquatic Products
- (XV) F102010 Manufacturing of Frozen Food
- (XVI) F102020 Wholesale of Edible Fat and Oil
- (XVII) F102030 Wholesale of Tobacco and Alcohol
- (XVIII) F102050 Wholesale of Tea
- (XIX) F102060 Wholesale of Dairy Products
- (XX) F102070 Wholesale of Canned Food
- (XXI) F102080 Wholesale of Dehydrated Food
- (XXII) F102090 Wholesale of Preserved Food
- (XXIII) F102100 Wholesale of Sugar Confectionery
- (XXIV) F102110 Wholesale of Bakery Products
- (XXV) F102120 Wholesale of Carbohydrate
- (XXVI) F102130 Wholesale of Seasoning
- (XXVII) F102140 Wholesale of Noodle
- (XXVIII) F103010 Wholesale of Animal Feeds

(XXIX) ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.

Article 3: The headquarters of the Company is set in Tainan City; branches may be established on- and offshore via the resolutions of the Board of Directors.

Article 4: The announcements of the Company conform to the Company Act and related laws and regulations.

Chapter 2 Shares

Article 5: The Company's capital amounted to NT\$1.778 billion, and divided as 177.8 million shares, with a face value NT\$10 per share. The Board is authorized to issue the share in different batches.

Article 6: The shares of the company are registered shares; the shares are to be issued after signed or stamped by one or more directors representing the Company and certified pursuant to laws. The issued registered shares may be exempted from printing.

Article 7: All shareholders shall prepare the seal card to be deposited with the Company. When claiming dividends, bonus, or any written correspondence with the Company, the seal card shall be referred to.

Article 8: When transferring shares, the transferor and the transferee shall fill in the share transfer form, and seal/sign at the back of the shares. The transferee shall bring the shares to the Company for verification and registration to the shareholder register, before the transfer becomes valid. The transfer resulted from heritage, the supporting evidence shall be provided.

Article 9: Should there be any losses of or damage to the shares, it shall be handled pursuant to the "Regulations Governing the Administration of Shareholder Services of Public Companies" issued by the competent authorities.

Article 10: Deleted.

Article 11: The rename and transfer of shares are suspended within 60 days prior to the convening date of a regular shareholders' meeting, within 30 days prior to the convening date of a special shareholders' meeting or within 5 days prior to the target date fixed by the issuing company for distribution of dividends, bonus or other benefits.

Chapter 3 Shareholders Meetings

Article 12: There are two types of shareholders meeting: regular meeting of shareholders, which are convened once every year by the board of directors, within six months after close of each fiscal year. Special meeting of shareholders: to be held when necessary pursuant to laws.

Article 13: Shareholders who cannot attend the shareholders' meeting in person for certain reasons may have a representative attending the meeting instead with the scope of authorization stated in the signed or sealed proxy that is prepared by the Company, or may attend the meeting in an electronic form. The delegation of attendance by the Company's shareholder, shall be handled pursuant to the "Regulations Governing the Use of Proxies

for Attendance at Shareholder Meetings of Public Companies.”

Article 14: Each stock share held by the Company’s shareholders is entitled to one voting right, except for in any of the circumstances stated in Article 179 of the Company Act. The votes can be cast in writing or electronically.

Article 15: For resolutions of the shareholders’ meetings, unless specified in the Company Act and the Articles of Incorporation otherwise, the passage is determined by the favorable votes from the majority of the attending shareholders’ voting rights.

Article 16: Resolutions adopted at a shareholders' meeting shall be recorded in the minutes of the meeting, which shall be affixed with the signature or seal of the chairman of the meeting and shall be distributed to all shareholders of the company within 20 days after the close of the meeting. The distribution of the minutes of shareholders' meeting may be effected by means of a public notice. The minutes of shareholders' meeting shall record the date and place of the meeting, the name of the chairman, the method of adopting resolutions, and a summary of the essential points of the proceedings and the results of the meeting. The minutes shall be kept persistently throughout the life of the company.

Chapter 4 Board of Directors

Article 17: The Company shall designate five to eleven directors (three independent directors included); the number of the directors is authorized to the board of directors to decide. The term is three years for each of them. They may be re-elected.

The candidate nomination system is applied to the directors. The shareholders' meeting shall elect them from the candidate list with the cumulative voting system specified in Article 198 of the Company Act. However, the total registered shares held by the directors shall not be less than a certain percentage of the company's total issued shares; such requirement shall follow the orders of the competent authorities.

For the professional qualifications, shareholdings, restriction of concurrence, recognition of independence, means of nomination and election, authority execution, and other matters to be complied with related to the independent directors, the related laws and regulations shall be followed.

The independent directors and general directors shall be elected at the same time but counted separately for their seats.

When the number of vacancies in the board of directors of the Company equals one-third of the total number of directors, and when all independent directors are discharged, the board of directors shall call, within 60 days, a special meeting of shareholders to elect succeeding directors to fill the vacancies. The terms are to fulfill the terms of the replaced directors. In case any director is unable to attend the board’s meeting, he/she may appoint another director to attend a meeting of the board of directors in his/her behalf with a proxy. A director may accept

the appointment to act as the proxy referred to in the preceding Paragraph of one other director only.

Article 17-1: The Company establishes the Audit Committee pursuant to Article 14-4 and 181-2 of the Securities and Exchange Act. The authorities of supervisors specified in the Company Act, the Securities and Exchange Act and other related regulations are carried by the Audit Committee.

The Audit Committee shall consist of all independent directors, with minimum three members. One of them is the convener, and at least of them must have the expertise in accounting or finance.

The charters of the Audit Committee will be established by the board of directors separately.

Article 18: The board of directors is organized by the directors. The chairperson shall be elected among the directors with two third of directors' attendance and consents from the majority of the attending directors.

Article 19: When the chairperson of the board is on leave or for any reason unable to exercise the powers of the chairperson, the chairperson shall appoint a delegation to act as chair, or, where the chairperson does not make such a designation, the directors shall select from among themselves one person to serve as chair.

Article 20: For the operating guidelines and other material matters, the board of directors is entitled to resolve the executions other than the matters required to be resolved by the shareholders' meetings pursuant to laws and regulations.

Article 21: The authorities of the board of directors are as the follows:

1. Review and discussion of the decisions made in the business plans.
2. Review and discussion of the key articles and agreements.
3. Establishment and dissolution of branches.
4. Review and discussion of budgets and settlements.
5. Assignment and Discharge of Managers.
6. Other authorities set out by laws and regulations, or conferred by shareholders' meetings.

Article 22: Unless the Company Act specifies otherwise, the resolution of the boards shall be deemed passed with majority of directors' attendance and the consents from the majority of the attending directors.

Article 23: Deleted.

Article 24: The directors' remunerations are authorized to the board of directors to decide by referring to the peers' standards.

Article 24-1: The Company may obtain liability insurance for the directors and officials during their terms.

Chapter 5 Managers

Article 25: The Company may have managerial personnel, whose appointment and discharge and the remuneration shall follow Article 29 of the Company Act.

Chapter 6 Accounting

Article 26: The fiscal year of the Company is from January 1 to December 31 of a year.

Article 27: Before the end of each financial year, the Board shall prepare the following documents, and pursuant to mandatory procedures, such documents shall be submitted to the General Shareholders' Meeting for ratification.

1. Business reports
2. Financial statements
3. Proposals of profit allocation or deficit-offsetting provision.

Article 28: In cases of profits for the year, the Company shall set aside no less than 2% to be the remunerations for employees and no more than 2% to be those for board directors and supervisors. If there are accumulated losses, however, the value to make up for the losses should be set aside first.

Profits for the year indicated in the preceding paragraph refer to the interest before employee remunerations and remunerations for directors and supervisors are subtracted from the before-tax interest of the year.

Employee remunerations may be distributed to also employees of subordinate companies meeting certain criteria.

Article 29: In the event that the annual audit renders earnings, the Company shall pay the business income tax according to law and offset losses from previous years and set aside 10% to be the legal reserve in case of surplus, unless the legal reserve reaches the total capital amount. In addition, after the special reserve is set aside or reversed as required by law, it becomes the disposable value for the current term, which, plus the undistributed earnings from the previous year, becomes the total distributable earnings. The Board of Directors is to stipulate the earnings distribution proposal reflective of future operating or re-investment needs and bring it forth in the shareholders' meeting for acknowledgment prior to distribution. Shareholders' bonus, however, shall account for 50% to 100% of the total earnings available for distribution. The industry the Company is in is changing; it is at the steady growth phase of its life cycle. The dividends policy takes into account budget expenditure from the Company's capital in the future and the demand for capital in the future and weighs the necessity of supporting the capital demand with earnings. Cash dividends are prioritized. For the others, stock dividends are assigned. The ratio of stock dividends is limited at 50% of all dividends assigned for the year.

Article 30: The Company may provide external guarantee to meet the business needs. The Company may reinvest in other business to meet the business needs, and may not be restricted for not exceeding 40% of the amount of its own paid-up capital, specified in Article 13 of the Company Act.

Chapter 7 By-laws

Article 31: For any matter is not set out in the Article of Incorporation, the Company Act and other related laws and regulations shall apply.

Article 32: The Articles of Incorporation were enacted on April 23, 1982.

The 1st amendment was made on June 30, 1983.

The 2nd amendment was made on April 6, 1984.

The 3rd amendment was made on June 20, 1984.

The 4th amendment was made on February 15, 1985.

The 5th amendment was made on June 29, 1985.

The 6th amendment was made on June 28, 1986.

The 7th amendment was made on November 9, 1987.

The 8th amendment was made on June 29, 1989.

The 9th amendment was made on April 27, 1990.

The 10th amendment was made on June 15, 1990.

The 11th amendment was made on June 22, 1991.

The 12th amendment was made on April 15, 1992.

The 13th amendment was made on May 8, 1993.

The 14th amendment was made on June 29, 1994.

The 15th amendment was made on May 26, 1995.

The 16th amendment was made on June 10, 1996.

The 17th amendment was made on June 21, 1997.

The 18th amendment was made on June 27, 1998.

The 19th amendment was made on June 25, 1999.

The 20th amendment was made on June 22, 2000.

The 21st amendment was made on June 14, 2002.

The 22nd amendment was made on June 20, 2003.

The 23rd amendment was made on June 9, 2006.

The 24th amendment was made on June 21, 2007.

The 25th amendment was made on June 17, 2008.

The 26th amendment was made on June 11, 2010.

The 27th amendment was made on June 10, 2011.

The 28th amendment was made on June 6, 2012.

The 29th amendment was made on June 11, 2014. The requirements with regards to independent directors in Paragraph 1, Article 17 started to be applied since the election of the directors of the 13rd round.

The 30th amendment was made on June 14, 2016.

The 31st amendment was made on June 14, 2017.

The 32nd amendment was made in June 11, 2019.

The 33rd amendment was made on July 27, 2021

TTET Union Corp.

Representative: Lo, Chih-Hsien

TET Union Corporation

Rules of Procedure for Shareholders Meetings

- I. The Company's shareholders' meetings shall follow the rules.
- II. The shareholder referred in the rules means the shareholders and their proxies.
- III. The Company shall identify the time and venue for acceptance of shareholders' check-in and other requirements to be noted in the shareholders' meeting notice. The time for acceptance of shareholders' check-in referred to in the preceding paragraph shall be 30 minutes prior to when the meeting started. There shall be clear signs at the venue with adequate staff assigned to handle the process. Shareholders shall attend the meeting with the attendance certificate, attendance registry card or other documents presented. The proxy solicitors shall have their identity documents ready for verification.
The shareholdings of the attending shareholders includes the shares represented by the attendance cards collected and the voting rights in writing or by electronic system.
- IV. Attendance at shareholders' meetings shall be calculated based on numbers of shares.
- V. The venue for a shareholders' meeting shall be the premises of this Corporation 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.
- VI. Unless laws and regulations require otherwise, a shareholders' meeting is convened by the board of directors, the meeting shall be chaired by the chairperson of the board. When the chairperson of the board is on leave or for any reason unable to exercise the powers of the chairperson, the chairperson shall appoint a delegation to act as chair or where the chairperson does not make such a designation, the directors shall select from among themselves one person to serve as chair. If a shareholders' meeting is convened by a party with power to convene but other than the board of directors, the convening party shall chair the meeting. When there are two or more such convening parties, they shall mutually select a chair from among themselves. If the chair declares the shareholders' 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.
- VII. The Company may appoint its attorneys, certified public accountants, or related persons retained by it to attend a shareholders meeting. Staff handling administrative affairs of a shareholders' meeting shall wear identification cards or arm bands.
- VIII. The Company shall make an uninterrupted audio and video recording of the registration procedure, the proceedings of the shareholders' meeting and the voting and vote counting procedures.
The recorded materials of the preceding paragraph shall be retained for at least 1 year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the

Company Act, the recording shall be retained until the conclusion of the litigation.

- IX. The chair shall call the meeting to order at the appointed meeting time and disclose information concerning the number of nonvoting shares and the number of shares represented by shareholders attending the meeting. However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined total of no more than one hour, may be made. 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 of the Company Act.

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

- X. 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 extempore motions), except by a resolution of the shareholders' meeting.

If the meeting is adjourned through a resolution, the shareholders may not select another chair or hold the meeting in other place. 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.

- XI. Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, his/her 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.

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.

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

agenda item, the chair may terminate the speech.

- XIII. If a juristic person is trusted to attend a shareholders' meeting, the juristic person shall only appoint one representative to attend. 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.
- XIV. After an attending shareholder has spoken, the chair may respond in person or direct relevant personnel to respond.
- XV. Regarding the discussion of proposals, 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. For these proposals called for a vote by the chair, several proposals may be cast at the same time but voted separately.
- XVI. 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, list of the elected with the votes they obtained, list of not elected with the votes they obtained, shall be announced on-site at the meeting, and a record made of the vote.
If any director shall be elected in a shareholders' meeting, the Rules Governing Election of Directors established by the Company shall be followed.

- XVII. When a meeting is in progress, the chair may announce a break based on time considerations.

For the votes to proposals, unless specified in the Company Act and the Articles of Incorporation otherwise, the passage is determined by the favorable votes from the majority of the attending shareholders' voting rights. In case any shareholder is unable to attend the shareholders' meeting for a reason, such shareholders may appoint a proxy to attend the meeting by providing the proxy form issued by the Company, pursuant to the Company Act and the "Regulations Governing the Use of Proxies for Attendance at the Shareholders' Meetings of Public Companies" issued by the competent authorities. With the exception of a trust enterprise or a shareholder services agent approved by the competent securities authority, when one person is concurrently appointed as proxy by two or more shareholders, the voting rights represented by that proxy may not exceed 3% 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. The proxy form referred in the preceding paragraph shall be delivered to the Company before five days prior to 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.

- XVIII. For the votes to proposals, unless specified in the Company Act and the Articles of Incorporation otherwise, the passage is determined by the favorable votes from the majority of the attending shareholders' voting rights.
- XIX. When there is an amendment or an alternative to a proposal, the chair shall decide the order 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.
- XX. The chairperson may instruct the monitors (or security guards) to assist in maintaining the order at the meeting venue.
- XXI. For any matter is not specified in the Rules, the Company Act, the Articles of Incorporation, and other related laws and regulations shall apply.
- XXII. These Rules, and any amendments hereto, shall be implemented after adoption by shareholders' meetings.

TTET Union Corp.
Minimum Shareholdings of All Directors and
Total Shareholdings of All Directors

- I. In accordance with Article 26, the Securities and Exchange Act, and Article 2, Paragraph 1, Subparagraph 3 and Paragraph 2, the total amount of the registered shares held by all the Company's directors shall not be lower than 7.5% of the total amount of the Company's issued shares; the Company also elects three independent directors; other than the independent directors, the shareholding percentage of all directors based on the percentage said in the preceding paragraph decreased to 80% (9,598,494 shares).
- II. As of the date of suspending transferring (March 27, 2023), the shareholdings of all directors recorded in the shareholders' register are as follows:

| Position | Name | Number of shares held |
|----------------------|--|-----------------------|
| Chairman | Representative of Uni-President Enterprises Corporation: Lo Chih-Hsien | 61,594,201 |
| Director | Representative of Uni-President Enterprises Corporation: Wu Liang-Feng | 61,594,201 |
| Director | Representative of Uni-President Enterprises Corporation: Lee Ching-Tyan | 61,594,201 |
| Director | Representative of Uni-President Enterprises Corporation: Chen Chao-Liang | 61,594,201 |
| Director | Representative of Uni-President Enterprises Corporation: Chang Li-Hsun | 61,594,201 |
| Director | Representative of Tai Hwa Oil Industrial Co., Ltd.: Chen Yi-Tu | 27,745,706 |
| Director | Representative of Tai Hwa Oil Industrial Co., Ltd.: Chen I-Tsunz | 27,745,706 |
| Director | Representative of Great Wall Enterprise Co., Ltd.: Han Chia-Yau | 15,416,960 |
| Independent Director | Huang Pei-Wen | 0 |
| Independent Director | Yu Chung-Ying | 0 |
| Independent Director | Chen Hsu-Hwa | 0 |
| Total | | 104,756,867 |

Note: The issued shares by the Company: 159,974,915 shares