

Brightek Optoelectronic Co., Ltd.

Minutes of 2023 Annual Shareholders' Meeting

Time : 10 a.m., May 24, 2023 (Wednesday)

Location : No. 300, Sec. 1, Zhuangjing Rd., Taoyuan City (3F., Diamond Hall, Monarch Plaza Hotel)

Form of Shareholders' Meeting : Physical

Attendance : Shareholders and proxies in attendance represented 37,918,812 shares (of which 1,348,163 votes were exercised electronically), accounting for 55.80% of the 67,944,080 shares issued by the Company in total.

Directors in attendance : Chairman Huang Chien-Chung 、 Vice Chairman Wu Chih-Ming 、 Director Chang Mao-Tsai 、 Director Wu Min-Yen 、 Independent Director Tsai Yang-Wei 、 Independent Director Chang Chung-Hsin 、 Independent Director Kuan Wei-Chung

Other attendees : CFO Chiu Yen-Chang 、 CPA Chang Cheng-Dao

Chairperson : Huang Chien-Chung

Minutes Taker : Lin Che-Hung

I. Call meeting to order

II. Chairman's opening remarks : Omitted

III. Report items :

1. The Company's 2022 Business Report, please refer to Attachment 1.
2. The Audit Committee's Review Report on the 2022 final account , please refer to Attachment 2.
3. The 2022 employee and directors' remuneration distribution proposal is submitted for review.
 - i. The Company's net profit before tax, excluding the remuneration to directors and employees, for fiscal year 2022 is NT\$210,937,774. The Company plans to set aside NT\$9,876,412 for employees' compensation and NT\$6,584,275 for remuneration to directors in accordance with the Company's Articles of Incorporation, all of which will be paid in cash.
 - ii. The proposed employees' compensation and remuneration to directors have been reviewed by the Remuneration Committee and resolved by the Board of Directors, and the Chairman has been authorized to arrange for the payment thereof.
4. Amendments to the Company's "Sustainable Development Best Practice Principles", "Rules of Procedures for Board of Directors Meetings" and "Corporate Governance Best Practice Principles" are submitted for review. Please refer to Attachment 3 for the table of article comparison before and after the amendment.

IV. Ratifications :

Proposal 1 (Proposed by the board of directors)

Cause of Action : The Company's 2022 final accounts were submitted for discussion.

Explanatory Notes : 1. The Company's parent company only and consolidated financial statements for the year 2022 were prepared in accordance with the relevant regulations and were audited and completed by CPA Cheng-Dao Chang and CPA Sheng-An Hsieh from Ernst & Yang. The auditors issued an unqualified opinion on the financial statements, which were reviewed by the Audit Committee and approved by the Board of Directors on March 7, 2023.

2. Please refer to Attachment 1 and Attachment 4 for the 2022 Business Report, Independent Auditors' Review Report, and Parent Company Only and Consolidated Financial Statements.

3. Please ratify.

Resolution : The subject is voting by poll and the result is:

Shares present at the time of voting: 37,918,812(including 1,348,163 shares through e-voting)

Voting Results	% of the total represented share present
Approval votes:37,891,218 shares (including 1,322,569 shares through e-voting)	99.92%
Disapproval votes:8,104 shares (including 8,104 shares through e-voting)	0.02%
Abstention votes:0 shares	0.00%
Invalid votes:19,490 shares (including 17,490 shares through e-voting)	0.05%

RESOLVED, that the above proposal was hereby approved as proposed.

Proposal 2 (Proposed by the board of directors)

Cause of Action : The Company's earnings distribution proposal for 2022 is submitted for ratification.

Explanatory Notes : 1. For the Company's 2022 earnings distribution table, please refer to Attachment 5.

2. The Company's 2022 cash dividend paid to shareholders was NT\$101,916,120, or NT\$1.5 per share. The cash dividends are calculated based on the shareholding ratio recorded in the shareholder roster on the ex-dividend date, rounded to the nearest NT dollar (rounded down). The total of fractional cash dividends less than NT\$1 shall be recognized as other income of the Company.

3. The Chairman is authorized to set a separate ex-dividend date, payment date, and other related matters upon the approval of the shareholders' meeting.

4. If there is a subsequent change in the total number of outstanding shares, the Chairman is authorized to adjust the amount distributed per share based on the actual total number of outstanding shares on the ex-dividend date.

5. Please ratify.

Resolution : The subject is voting by poll and the result is:

Shares present at the time of voting: 37,918,812(including 1,348,163 shares through e-voting)

Voting Results	% of the total represented share present
Approval votes:37,892,218 shares (including 1,323,569 shares through e-voting)	99.92%
Disapproval votes:8,104 shares (including 8,104 shares through e-voting)	0.02%
Abstention votes:0 shares	0.00%
Invalid votes:18,490 shares (including 16,490 shares through e-voting)	0.04%

RESOLVED, that the above proposal was hereby approved as proposed.

V. Extempore Motions : None.

VI. Adjournment : At 10:17 a.m. , May 24, 2023

Attachment 1

Business report

2022 is a year that has become extremely challenging and unsettling. In addition to COVID-19 continuing to affect various countries, the war conflict triggered uncertainty about the future, the soaring energy prices affected everything, the international technological rivalry pushed Taiwan into a sensitive position, and the continuous interest rate increase measures taken by major global economies to curb inflation triggered the fear of a global recession. In such a difficult time, our management team and staff still insist on maximizing the profit for our shareholders. We are working hard to develop new high-end products, open up new overseas markets, improve product quality and service capabilities, and expand our plants with a forward-looking perspective for future development, in order to maintain our profitability and strengthen our competitiveness in the future.

The Company aims to be an “innovative optoelectronic semiconductor design and solution provider”, focusing on three niche optoelectronic markets: smart sensing, automotive light sources, and new displays. Guided by the corporate vision of “Smart Light Sources for Better Life”, we have seen the future development of the industry. With our continuous strengthening in technology development, we will launch new strategic products to become the leader in high value-added technology and the most reliable partner for our customers. The Company always insists on innovation and excellence, seeks sustainable development, implements corporate governance, fulfills its corporate responsibilities, and strives to return the best results to our investors.

1. 2022 Business Report

The Company’s main source of revenue is mainly from the Chinese market. In the second and third quarters of 2022, the Company’s business performance was impacted to a certain extent by the downturn in China’s domestic economy due to the strict control measures of the pandemic. The Company’s revenue started to rebound in the fourth quarter after the closure measures were gradually lifted. Highlights of the 2022 operating performance are as follows:

(1) Business Plan Implementation Results

1. Consolidated Operating Revenue: Net operating revenue for 2022 were NT\$920,064 thousand, a decrease of NT\$322,307 thousand, or 25.94%, from net operating revenue of NT\$1,242,371 thousand for 2021.

2. Consolidated Operating Income/Loss: Operating income for 2022 was NT\$176,288 thousand, a decrease of NT\$160,985 thousand, or 47.73%, from net operating income of NT\$337,273 thousand for 2021.

3. Consolidated Profit After Tax: Profit after tax for 2022 was NT\$174,485 thousand, a decrease of NT\$130,252 thousand, or 42.74%, from the profit after tax of NT\$304,737 thousand, for 2021.

(2) Budget Implementation Status: The Company did not make any financial forecast announcements externally.

(3) Analysis of Financial Income and Expenses and Profitability (data from consolidated statements)

Item		2022	2021	
Financial structure	Debt ratio (%)	15.73	26.18	
	Long-term capital to fixed assets ratio (%)	377.78	309.41	
Profitability	Return on total assets (%)	9.68	19.20	
	Ratio of return on shareholders' equity (%)	12.12	25.91	
	As a percentage of paid-in capital (%)	Operating income	25.95	55.85
		Net income before tax	30.05	61.60
	Profit margin (%)	18.96	24.53	
	Basic earnings per share (NT\$)	2.58	5.05	

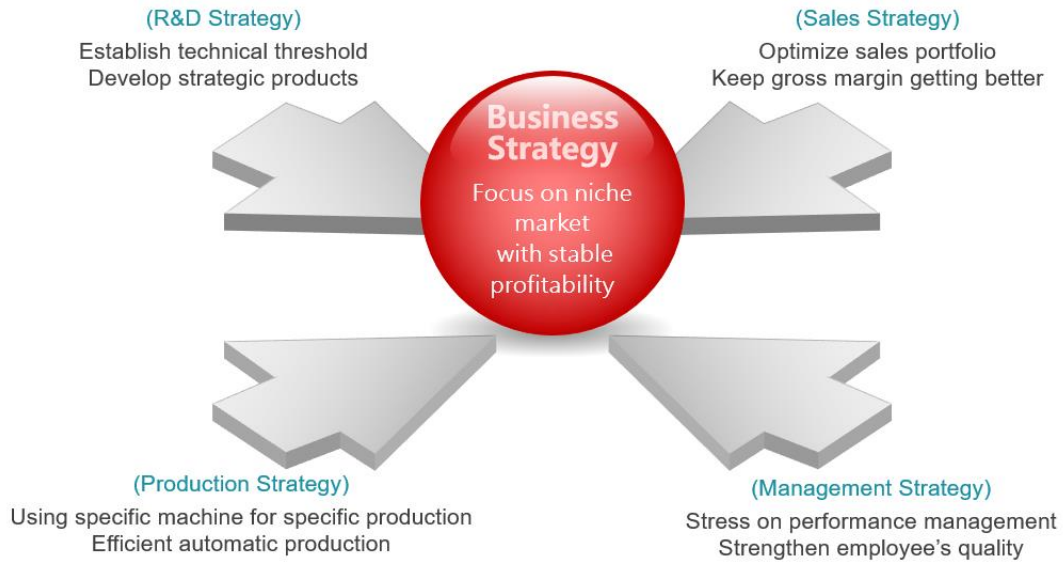
(4) Research and development (R&D)

The Company's product development is focused on three niche markets: smart sensors, automotive light sources, and new displays. We have integrated visible and invisible LED chips and ICs into packaging, and transformed to develop opto-semiconductor application components and module products. Due to the uniqueness and customization in some products, we have effectively solved customers' problems in application and have been well recognized and adopted by customers for a long time, resulting in a much higher average gross margin than peers in the same industry. As for the smart sensor field, in addition to our traditional products in 3C, gaming, and computer peripherals, we have also launched a series of automated vision modules and 1D and 2D iToF and dToF sensing products, which have been successfully mass-produced and have already been shipped. We expect to continue to develop more applications for our customers. As for automotive light sources, the Company's long-term efforts to develop the automotive market have achieved success, and the sales proportion for automotive products has reached nearly 30%. Our products are widely used in various types of vehicles in China, including interior panel lights, ambient lights, sun visor lights, and exterior brake lights, turn signals, and tail lights. The Company has also started to develop a series of products with the smart cockpit as the main feature. In the new display segment, the Company is optimistic about future development possibilities in soft film transparent displays and is currently focusing on two major product series, including 2020 and 1212. We are looking forward to the growth of market demand in 2022 after the gradual recovery in China's domestic economic

development.

In terms of R&D patents, the Company has been focusing on quality rather than quantity. New patent applications are mainly for invention patents with high value. Among the more than 100 valid patents, invention patents account for 60% of the total number of patents. This demonstrates the Company's strong research and development capabilities.

2. Business Development Strategy for 2023



The support and encouragement from our shareholders are our motivation for making continuous improvement. Looking ahead to 2023, the domestic and international economic situation is still quite uncertain, but the Company will strive to achieve its business strategy through four strategic aspects: research and development, sales, production, and management, so that we can become a company that our shareholders can be proud of.

Chairman: Huang
Chien-Chung



President: Huang
Chien-Chung



Accounting Officer: Lin Li-Hua



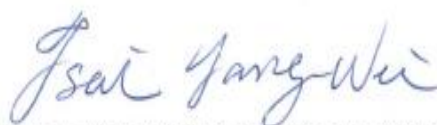
Attachment 2

BRIGHTEK OPTOELECTRONIC CO., LTD.

Review Report from the Audit Committee

The Board of Directors prepares and submits the Company's 2022 Business Report, Individual Financial Statements, Consolidated Financial Statement, and Statement of Earnings Distribution, among others. The Individual Financial Statements and the Consolidated Financial Statement, in particular, have been audited by CPAs Chang Zheng-Dao and Xie Sheng-An of Ernst & Young, with the Audit Report issued. The above-mentioned Business Report, Individual Financial Statements, Consolidated Financial Statement, and Statement of Earnings Distribution have been reviewed by the Audit Committee, with no discrepancies found. Therefore, the report is prepared in compliance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act. Your review and approval are cordially requested.

To the Company's 2022 General Shareholders' Meeting



Convener of the Audit Committee: Tsai Yang-Wei

March 7, 2023

Attachment 3

Brightek Optoelectronic Co., Ltd.

Table of Article Comparison Before and After the Amendment to the Company's "Sustainable Development Best Practice Principles"

Article No.	Article Before Amendment	Article After Amendment	Explanation
	Corporate Social Responsibility Best Practice Principles	<u>Sustainable Development</u> Best Practice Principles	Amended the name
Article 1	To fulfill corporate social responsibility, and promote the balanced and sustainable development of the economy, society and environment, the Company has established these guidelines for adherence by referring to the Corporate Social Responsibility Best Practice Principles for TWSE/GTSM Listed Companies.	To fulfill corporate social responsibility, and promote the balanced and sustainable development of the economy, society and environment, the Company has established these guidelines for adherence by referring to the <u>Sustainable Development</u> Best Practice Principles for TWSE/TPEX Listed Companies.	Amended the content

Article 2	<p>Whilst engaged in business and operation, the Company should strive for corporate social responsibility, in alignment with the international trend of a balanced development of the environment, the society and corporate governance, by serving as a corporate citizen. The purpose is to enhance the contributions to the national economy, and improve the quality of life for employees, communities and society to promote the competitive advantage anchored on corporate social responsibility.</p>	<p>Whilst engaged in business and operation, the Company should strive for <u>sustainable development</u>, in alignment with the international trend of a balanced development of the environment, the society and corporate governance, by serving as a corporate citizen. The purpose is to enhance the contributions to the national economy, and improve the quality of life for employees, communities and society to promote the competitive advantage anchored on <u>sustainable development</u>.</p>	Amended the content
Article 3	<p>In fulfilling corporate social responsibility initiatives, the Company shall, in its corporate management and operations, give due consideration to the social mores and the rights and interests of other interested parties and, while pursuing sustainable operations and profits, also give due consideration to the environment, society, and corporate governance. (Omitted hereinafter)</p>	<p>In the drive for <u>sustainable development</u>, the Company should pay attention to the rights of stakeholders. In the pursuit of sustainable operation and profitability, the Company emphasizes factors in environment, social and corporate governance and includes these in its management guidelines and operating activities. (Omitted hereinafter)</p>	Amended the content

Article 4	<p>The Company realizes corporate social responsibility by observing the principles below:</p> <ol style="list-style-type: none"> 1. Practice of corporate governance 2. Development of a sustainable environment 3. Protection of social and public interest 4. Enhancement of corporate information disclosure on corporate social responsibility 	<p>The Company realizes <u>sustainable development</u> by observing the principles below:</p> <ol style="list-style-type: none"> 1. Practice of corporate governance 2. Development of a sustainable environment 3. Protection of social and public interest 4. Enhancement of corporate information disclosure on <u>sustainable development</u> 	Amended the content
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Article 5	<p>The Company shall comply with the laws and regulations, and shall take into consideration the development of domestic and international corporate social responsibility initiatives, the Company's own, and the Group's overall operation activities, to formulate CSR policies, systems, or related management systems and implement these policies.</p>	<p>The Company <u>should</u> consider the relevance of development trends of <u>sustainability</u> issues domestic and overseas to <u>its core business</u>; the impact of the overall operating activities of the Company and group entities on <u>stakeholders</u> in the timely formulation of policies and systems on <u>sustainable development</u> or <u>relevant management guidelines</u> and <u>action plans</u>. <u>Once approved by the Board of Directors, these should be submitted to the shareholders' meeting.</u></p> <p><u>When shareholders put forward proposals in relation to sustainable development, the Company's Board of Directors is advised to consider and include such proposals in the shareholders' meeting agenda when appropriate.</u></p>	Amended the content
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Article 7	<p>The Company's directors should exercise duty of care as good managers, urge the Company to achieve social responsibility and constantly review implementation effectiveness and ongoing improvements to ensure the practice of policies in corporate social responsibility.</p> <p>The Board of Directors of the Company is advised to give full consideration to the interests of stakeholders, including the following matters, in the Company's implementation of corporate social responsibility:</p> <ol style="list-style-type: none"> 1. Creation of the mission statement or vision about corporate social responsibility and formulation of policies, systems or relevant management guidelines on corporate social responsibility 2. Incorporation of corporate social responsibility into the Company's operating activities and development directions and approval of action plans for corporate social responsibility 	<p>The Company's directors should exercise duty of care as good managers, urge the Company to achieve <u>sustainable development</u> and constantly review implementation effectiveness and ongoing improvements to ensure the practice of policies in <u>sustainable development</u>.</p> <p>In driving for the Company's <u>sustainable development goals</u>, the Board of Directors should fully consider the interest of stakeholders and the following issues:</p> <ol style="list-style-type: none"> 1. Creation of the mission statement or vision about <u>sustainable development</u> and formulation of policies, systems or relevant management guidelines on <u>sustainable development</u> 2. Incorporation of <u>sustainable development</u> into the Company's operating activities and development directions and approval of action plans for <u>sustainable development</u> 3. Assurance of timeliness and accuracy of relevant information disclosure on 	Amended the content
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	3. Assurance of timeliness and accuracy of relevant information disclosure on corporate social responsibility (Omitted hereinafter)	<u>sustainable development</u> (Omitted hereinafter)	
Article 8	The Company should regularly organize training and education or promotional campaigns on implementing corporate social responsibility , to enhance employees' awareness in implementing corporate social responsibility .	The Company should regularly organize training and education or promotional campaigns on <u>sustainable development</u> , to enhance the employees' awareness in implementing <u>sustainable development</u> .	Amended the content

<p>Article 9</p>	<p>For the purpose of managing corporate social responsibility, the Company should establish an exclusively (or concurrently) dedicated unit to be in charge of proposing and enforcing the corporate social responsibility policies or systems, and report to the Board of Directors on a regular basis, if necessary.</p> <p>The Company should set up a reasonable salary and remuneration policy to ensure compensation packages align with the strategic goal of the organization and the interest of stakeholders.</p> <p>The employee performance review system should be integrated with corporate social responsibility policies, as well as a specific and effective reward and disciplinary system.</p>	<p>To strengthen the management in <u>sustainable development</u>, the Company will <u>establish a governance structure to drive sustainable development</u> if necessary. This entails the creation of a dedicated (part-time) unit in <u>sustainable development</u>, to take charge of the formulation and implementation of <u>sustainable development</u> policies and systems and report to the Board of Directors on a periodic basis.</p> <p>The Company should set up a reasonable salary and remuneration policy to ensure compensation packages align with the strategic goal of the organization and the interest of stakeholders.</p> <p>The employee performance review system should be integrated with <u>sustainable development</u> policies, as well as a specific and effective reward and disciplinary system.</p>	<p>Amended the content</p>
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Article 10	The Company should identify its stakeholders and respect the rights of these stakeholders. It should also set up a section for stakeholders on the corporate website to understand the reasonable expectations and needs of stakeholders via appropriate communication means and to respond appropriately to the <u>corporate social responsibility issues</u> of concern.	The Company should identify its stakeholders and respect the rights of these stakeholders. It should also set up a section for stakeholders on the corporate website to understand the reasonable expectations and needs of stakeholders via appropriate communication means and to respond appropriately to the <u>sustainable development issues</u> of concern.	Amended the content
Article 12	The Company should endeavor to enhance the efficiency of utilization in various resources and use recycled materials with a low environmental impact so that the world resources can be utilized sustainably.	The Company should endeavor to enhance <u>energy consumption</u> efficiency <u>and</u> use recycled materials with a low environmental impact so that the world resources can be utilized sustainably.	Amended the content

Article 17	The Company should assess its current and future potential risks and opportunities in climate change and take countermeasures against climate-related issues . (Omitted hereinafter)	The Company should assess its current and future potential risks and opportunities in climate change and adopt relevant corresponding measures. The Company is advised to adopt the standards or guidelines acceptable domestically and overseas, to calculate its GHG inventory and disclose accordingly. This should include: 1. Direct GHG emissions: from sources owned or controlled by the Company 2. Indirect GHG emissions: due to the use of input energy such as electricity, heat or steam 3. Other indirect GHG emissions: emissions due to corporate activities and not indirect emissions from the use of energy. From sources owned or controlled by other entities. (Omitted hereinafter)	Amended the content
Chapter 5	Enhancement of corporate information disclosure on corporate social - responsibility	Enhancement of corporate information disclosure on <u>sustainable development</u>	Amended the title of the chapter

<p>Article 29</p>	<p>The Company should disclose information according to relevant laws, regulations, and the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies after being listed in the TWSE. Relevant and reliable information on corporate social responsibility should be fully disclosed to enhance information transparency.</p> <p>The Company should disclose information relevant to corporate social responsibility as follows:</p> <ol style="list-style-type: none"> 1. Policies, systems or relevant management guidelines and action plans on corporate social responsibility resolved by the Board of Directors 2. Risks and impacts of corporate governance, sustainable environment development and social and public interest on the Company's operations and financial status 3. Goals and measures for implementing the corporate social 	<p>The Company should disclose information according to relevant laws, regulations and the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies. Relevant and reliable information on <u>sustainable development</u> should be fully disclosed to enhance information transparency.</p> <p>The Company should disclose information relevant to <u>sustainable development</u> as follows:</p> <ol style="list-style-type: none"> 1. Policies, systems or relevant management guidelines and action plans on <u>sustainable development</u> resolved by the Board of Directors 2. Risks and impacts of corporate governance, sustainable environment development and social and public interest on the Company's operations and financial status 3. <u>Targets</u> and measures in place and performance of the Company's 	<p>Amended the content</p>
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	<p>responsibility initiatives established by the Company, and performance in implementation.</p> <p>4. Main stakeholders and issues of concern</p> <p>5. Disclosure of information on major suppliers in management and performance in significant environmental and social issues</p> <p>6. Other information relating to corporate social responsibility initiatives.</p>	<p><u>sustainable development</u></p> <p>4. Main stakeholders and issues of concern</p> <p>5. Disclosure of information on major suppliers in management and performance in significant environmental and social issues</p> <p>6. Other information in relation to <u>sustainable development</u></p>	
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<p>Article 30</p>	<p>Once the Company has reached an appropriate scale, it should produce corporate social responsibility reports in a timely manner to disclose its progress in corporate social responsibility. The report should cover the following:</p> <ol style="list-style-type: none"> 1. Policies, systems, management guidelines and action plans in corporate social responsibility 2. Main stakeholders and issues of concern 3. Performance and review of the Company's corporate governance, development of a sustainable environment, protection of social and public interest and contribution to economic developments 4. Improvement directions and future targets 	<p>Once the Company has reached an appropriate scale, it should produce <u>sustainability</u> reports in a timely manner to disclose its progress in <u>sustainable development</u>. The report should cover the following:</p> <ol style="list-style-type: none"> 1. Policies, systems, management guidelines and action plans in <u>sustainable development</u> 2. Main stakeholders and issues of concern 3. Performance and review of the Company's corporate governance, development of a sustainable environment, protection of social and public interest and contribution to economic developments 4. Improvement directions and future targets 	<p>Amended the content</p>
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Article 31	The Company should keep a close eye on the development of domestic and overseas corporate social responsibility systems and the changes in the business environment in order to review and revise the systems in place regarding corporate social responsibility systems and enhance the effectiveness of the drive for corporate social responsibility .	The Company should keep a close eye on the development of domestic and <u>overseas standards in sustainable development</u> and the changes in the business environment in order to review and revise the systems in place regarding <u>sustainable development</u> and enhance the effectiveness of <u>the drive for sustainable development</u> .	Amended the content
Article 33	These Guidelines were formulated on June 20, 2019. First amendment on June 3, 2020	These Guidelines were formulated on June 20, 2019. First amendment on June 3, 2020 Second amendment on May 11, 2022	Added the date for this amendment

Brightek Optoelectronic Co., Ltd.

Table of Article Comparison Before and After the Amendment to the Company's "Rules of Procedures for Board of Directors Meetings"

Article No.	Article Before Amendment	Article After Amendment	Explanation
Article 3	<p>Convening and notification of meetings</p> <ol style="list-style-type: none"> 1. The Company's board meeting is convened once a quarter. 2. Reasons for convening board meetings should be provided. Directors should be notified seven days in advance. Meetings can be convened anytime in case of emergency. 3. With consent from the recipients, the aforesaid meeting notification may be via electronic means. 4. The matters set forth in Paragraph 1 of Article 12 of these Rules shall be listed in the meeting agenda, and may not be proposed as extraordinary motions, unless there is a extempore motion or justifiable reason. 	<p>Convening and notification of meetings</p> <ol style="list-style-type: none"> 1. The Company's board meeting is convened once a quarter. 2. Reasons for convening board meetings should be provided. Directors should be notified seven days in advance. Meetings can be convened anytime in case of emergency. 3. With consent from the recipients, the aforesaid meeting notification may be via electronic means. 4. The matters listed in the first paragraph of Article 12 of these Rules in the reasons for convening meetings and cannot be brought forward in the extempore motion. 	Amended the content

Article No.	Article Before Amendment	Article After Amendment	Explanation
Article 12	<p>Matters to be discussed by the Board of Directors</p> <p>1. The following items should be submitted to the Board of Directors for discussion.</p> <p>(1) The Company's business plan.</p> <p>(2) Annual financial reports and, where subject to the requirement of audit and attestation by a certified public accountant, semi-annual financial reports.</p> <p>(3) Establishment or amendment of the internal control system and the review of the effectiveness of the internal control system according to Article 14-1 of the Securities and Exchange Act.</p> <p>(4) Establishment or amendment of the procedure of major financial/operational activities such as asset acquisition/disposal, transaction of derivatives, lending to others and endorsement/guarantees for others according to Article 36-1 of the Securities and Exchange Act.</p> <p>(5) Fundraising via issuance</p>	<p>Matters to be discussed by the Board of Directors</p> <p>1. The following items should be submitted to the Board of Directors for discussion.</p> <p>(1) The Company's business plan.</p> <p>(2) Annual and <u>quarterly</u> financial statements signed or seal affixed by Chairman, Manager and Accounting Head (<u>auditing or review of financial statements by external auditors in accordance with relevant regulations</u>).</p> <p>(3) Establishment or amendment of the internal control system and the review of the effectiveness of the internal control system according to Article 14-1 of the Securities and Exchange Act.</p> <p>(4) Establishment or amendment of the procedure of major financial/operational activities such as asset acquisition/disposal, transaction of derivatives, lending to others and endorsement/guarantee</p>	Amended the content

Article No.	Article Before Amendment	Article After Amendment	Explanation
	<p>or private placement of marketable equity or equity-like securities.</p> <p>(6) Appointment or dismissal of finance, accounting or internal audit head.</p>	<p>s for others according to Article 36-1 of the Securities and Exchange Act.</p> <p>(5) Fundraising via issuance or private placement of marketable equity or equity-like securities.</p> <p>(6) <u>Appointment or dismissal of Chairperson in the absence of a managing director on the Board.</u></p>	
	<p>(7) Donations to related parties or significant donations to non-related parties. However, donations for emergency aid of public interest in nature in response to major natural disasters may be ratified in the next board meeting.</p> <p>(8) Other matters to be resolved at general meetings or by board meetings in accordance with laws or articles of incorporation under Article 14-3 of the Securities and Exchange Act or any significant matters as required by the competent authorities.</p> <p>2. The term “related parties” in the seventh paragraph above</p>	<p>(7) Appointment or dismissal of finance, accounting or internal audit head.</p> <p>(8) Donations to related parties or significant donations to non-related parties. However, donations for emergency aid of public interest in nature in response to major natural disasters may be ratified in the next board meeting.</p> <p>(9) Other matters to be resolved at general meetings or by board meetings in accordance with laws or articles of incorporation under Article 14-3 of the Securities and</p>	

Article No.	Article Before Amendment	Article After Amendment	Explanation
	<p>refers to related parties as defined in the Regulations Governing the Preparation of Financial Reports by Securities Issuers. The term “significant donation to non-related parties” refers to any individual or cumulative donation of at least NT\$100 million to a single recipient within one year, or at an amount of NT\$100 million or more, or at an amount no less than 1% of net revenue or 5% of paid-in capital as stated in the audited financial report for the most recent year.</p> <p>3. (Omitted).</p> <p>4. (Omitted).</p>	<p>Exchange Act or any significant matters as required by the competent authorities.</p> <p>2. The term “related parties” in the <u>eighth</u> paragraph above refers to related parties as defined in the Regulations Governing the Preparation of Financial Reports by Securities Issuers. The term “significant donation to non-related parties” refers to any individual or cumulative donation of at least NT\$100 million to a single recipient within one year, or at an amount of NT\$100 million or more, or at an amount no less than 1% of net revenue or 5% of paid-in capital as stated in the audited financial report for the most recent year.</p> <p>3. (Omitted).</p> <p>4. (Omitted).</p>	
Article 18	<p>These Rules were formulated on June 17, 2010.</p> <p>First amendment on June 10, 2013</p> <p>Second amendment on June 26, 2015</p> <p>Third amendment on March 20, 2017</p> <p>Fourth amendment on April 24,</p>	<p>These Rules were formulated on June 17, 2010.</p> <p>First amendment on June 10, 2013</p> <p>Second amendment on June 26, 2015</p> <p>Third amendment on March 20, 2017</p> <p>Fourth amendment on April</p>	<p>Added the date for this amendment</p>

Article No.	Article Before Amendment	Article After Amendment	Explanation
	2019 Fifth amendment on March 12, 2020 Sixth amendment on August 13, 2020	24, 2019 Fifth amendment on March 12, 2020 Sixth amendment on August 13, 2020 Seventh amendment on November 10, 2022	

Brightek Optoelectronic Co., Ltd.

Table of Article Comparison Before and After the Amendment to the Company's "Corporate Governance Best Practice Principles"

Article No.	Article Before Amendment	Article After Amendment	Explanation
Article 13	<p>Significant financial and business activities should be approved by shareholders' meetings.</p> <p>The Company should observe applicable laws for significant financial and business activities such as asset acquisitions/disposals, lending to others and endorsements/guarantees.</p> <p>Relevant operating procedures should be established and submitted to shareholders' meetings for approval to protect shareholders' interests.</p> <p>In M&A activities or open tenders, the Company should observe relevant laws and regulations and keep an eye on the fairness and reasonableness of the M&A transactions and tender offers, as well as information disclosure and its financial health afterwards.</p> <p>The Company should pay attention to conflicts of interest and recusal of the personnel handling the <u>aforesaid</u> matters.</p>	<p>Significant financial and business activities should be approved by shareholders' meetings.</p> <p>The Company should observe applicable laws for significant financial and business activities such as asset acquisitions/disposals, lending to others and endorsements/guarantees.</p> <p>Relevant operating procedures should be established and submitted to shareholders' meetings for approval to protect shareholders' interests.</p> <p>In M&A activities or open tenders, the Company should observe relevant laws and regulations and keep an eye on the fairness and reasonableness of the M&A transactions and tender offers, as well as information disclosure and its financial health afterwards.</p> <p><u>If the Company's management or major shareholders are involved in the M&A, it is necessary to have independent lawyers to issue a legal opinion regarding whether Audit Committee members who review the aforesaid M&A</u></p>	Amended the content

Article No.	Article Before Amendment	Article After Amendment	Explanation
		<p>adhere to the requirements under Article 3 of the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies in terms of establishment of independent directors and issues of compliance for public companies and no relation or interest with the M&A counterparty that may affect independence; whether the design and implementation of relevant procedures meet with applicable laws and whether the information is fully disclosed according to relevant laws.</p> <p>The qualifications of the aforesaid lawyer should meet the requirements under Article 3 of the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies regarding the establishment of independent directors and issues of compliance for public companies and no relation or interest with the M&A counterparty that may affect independence.</p> <p>The Company should pay attention to conflicts of interest and recusal of the personnel handling M&A or open tenders.</p>	

Article No.	Article Before Amendment	Article After Amendment	Explanation
Article 58	These Guidelines were formulated on June 20, 2019. First amendment on June 3, 2020 Second amendment on March 8, 2022	These Guidelines were formulated on June 20, 2019. First amendment on June 3, 2020 Second amendment on March 8, 2022 Third amendment on December 23, 2022	Added the date for this amendment

Attachment 4:

Independent Auditors' Report

To Brightek Optoelectronic Co., LTD.

Opinion

We have audited the accompanying parent company only balance sheets of Brightek Optoelectronic Co., LTD. (the "Company") as of December 31, 2022 and 2021, and the related parent company only statements of comprehensive income, changes in equity and cash flows for the years ended December 31, 2022 and 2021, and notes to parent company only financial statements, including the summary of significant accounting policies (together "the parent company only financial statements").

In our opinion, based on our audits, the parent company only financial statements referred to above present fairly, in all material respects, the financial position of the Company as of December 31, 2022 and 2021, and its financial performance and cash flows for the years ended December 31, 2022 and 2021, in conformity with the requirements of 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 the 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 of the Republic of China (the "Norm"), and we have fulfilled our other ethical responsibilities in accordance with the Norm. 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 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, and we do not provide a separate opinion on these matters.

Impairment of Accounts Receivable

As of December 31, 2022, the Company's accounts receivable less loss allowance amounted to NT\$103,269 thousand; the net amount accounted for 6% of total assets, which was significant to the parent company only financial statements. Since the amount of loss allowance for accounts receivable is measured by the lifetime expected credit loss, the measurement process must appropriately group the account receivables and determine the use of relevant assumptions in the analytical and measurement procedures, including the appropriate account aging schedule and the loss rate of each account aging interval, and the consideration of forward-looking information. The measurement of expected credit losses involved judgment, analysis and estimation, while the measurement results would affect the net amount of accounts receivable, we therefore considered this a key audit matter.

Our audit procedures included, but not limited to, understanding the procedure of accounts receivable loss allowance assessment and internal control, confirming the appropriate grouping of customers according to their different types of significant loss; testing the provision matrix including evaluating the reasonableness of aging intervals of receivables and the accuracy of the basic data by reviewing the original certificates, testing the related statistical information of loss rate based on the roll rate, considering the reasonableness of the forward looking information incorporating the loss rate, evaluating if the forward looking information has affected the loss rate. Additionally, reviewing the analytical procedure to assess if there is significant anomaly for account receivable turnover movements between the current and past periods. Review the collections of trade receivables during the subsequent period for customers with material trade receivable balances at the end of the period to evaluate the collectability of receivables.

In addition, we evaluated the adequacy of disclosures of accounts receivable. Please refer to Note 5 and Note 6.(3) to the Company's parent company only financial statements.

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 ability to continue as a going concern of the Company, 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 financial reporting process of the Company.

Auditor's Responsibilities for the Audit of the Parent Company Only Financial Statements

Our objectives are to obtain reasonable assurance about whether the parent company only financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's 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 these parent company only financial statements.

As part of an audit in accordance with auditing standards generally accepted in the Republic of China, we exercise professional judgment and 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 internal control of the Company.
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 ability to continue as a going concern of the Company. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the parent company only financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the parent company only financial statements, including the accompanying notes, 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 and its subsidiaries to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

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

Chang, Zheng-Dao

Hsieh, Sheng-An

Ernst & Young, Taiwan

March 7, 2023

Notice to Readers

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

Accordingly, the accompanying parent company only financial statements and report of independent auditors 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.

English Translation of Financial Statements Originally Issued in Chinese

BRIGHTTEK OPTOELECTRONIC CO., LTD.
PARENT COMPANY ONLY BALANCE SHEETS
December 31, 2022 and 2021
(Expressed in Thousands of New Taiwan Dollars)

Assets		December 31, 2022		December 31, 2021	
Account	Notes	Amount	%	Amount	%
Current assets					
Cash and cash equivalents	4 , 6.(1)	\$639,979	36	\$416,291	27
Contract assets, current	4 , 6.(10)	8,612	1	22,142	2
Notes receivable, net	4 , 6.(2)	3,958	-	2,146	-
Accounts receivable, net	4 , 6.(3)	29,742	2	41,680	3
Accounts receivable - related parties	4 , 6.(3) , 7	73,527	4	165,574	11
Other receivables	4	556	-	-	-
Other receivables - related parties	4 , 7	2,023	-	5,643	-
Current tax assets	4 , 6.(15)	7,301	1	-	-
Inventories	4 , 6.(4)	526	-	871	-
Prepayments		2,203	-	972	-
Other current assets		109	-	31	-
Total current assets		<u>768,536</u>	<u>44</u>	<u>655,350</u>	<u>43</u>
Non current assets					
Investments accounted for using the equity method	4 , 6.(5)	900,675	51	777,324	51
Property, plant and equipment	4 , 6.(6) , 8	87,507	5	79,224	5
Intangible assets	4 , 6.(7)	3,631	-	2,307	-
Deferred tax assets	4 , 6.(15)	819	-	2,144	-
Other non-current assets		3,804	-	6,509	1
Total non-current assets		<u>996,436</u>	<u>56</u>	<u>867,508</u>	<u>57</u>
Total assets		<u>\$1,764,972</u>	<u>100</u>	<u>\$1,522,858</u>	<u>100</u>

English Translation of Financial Statements Originally Issued in Chinese
BRIGHTEK OPTOELECTRONIC CO., LTD.
PARENT COMPANY ONLY BALANCE SHEETS (Continued)
December 31, 2022 and 2021
(Expressed in Thousands of New Taiwan Dollars)

Liabilities and Equity		December 31, 2022		December 31, 2021	
Account	Notes	Amount	%	Amount	%
Current liabilities					
Short-term loans	4 , 6.(10)	\$370	-	\$-	-
Accounts payable - related parties	7	109,780	6	151,722	10
Other payables	7	36,870	2	67,208	5
Current tax liabilities	4 , 6.(15)	-	-	33,985	2
Other current liabilities		566	-	1,820	-
Total current liabilities		<u>147,586</u>	<u>8</u>	<u>254,735</u>	<u>17</u>
Non-current Liabilities					
Deferred tax liabilities	4 , 6.(15)	569	-	292	-
Other non-current liabilities		2,994	-	2,994	-
Total non-current liabilities		<u>3,563</u>	<u>-</u>	<u>3,286</u>	<u>-</u>
Total liabilities		<u>151,149</u>	<u>8</u>	<u>258,021</u>	<u>17</u>
Equity					
Capital stock					
Common stock	6.(9)	679,441	39	603,941	40
Capital surplus	6.(9)	386,988	22	99,390	6
Retained earnings	6.(9)				
Legal reserves		119,700	7	89,226	6
Special reserve		79,304	5	72,896	5
Unappropriated earnings		412,458	23	478,687	31
Other equity		(64,068)	(4)	(79,303)	(5)
Total equity		<u>1,613,823</u>	<u>92</u>	<u>1,264,837</u>	<u>83</u>
Total liabilities and equity		<u>\$1,764,972</u>	<u>100</u>	<u>\$1,522,858</u>	<u>100</u>

BRIGHTTEK OPTOELECTRONIC CO., LTD.**PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME****For the Years Ended December 31, 2022 and 2021****(Expressed in Thousands of New Taiwan Dollars)**

Accounts	Notes	2022		2021	
		Amount	%	Amount	%
Operating revenues	4 , 6.(10) , 7	\$448,346	100	\$709,941	100
Operating costs	6.(4) , 7	(285,739)	(64)	(365,572)	(51)
Gross profit		162,607	36	344,369	49
Operating expenses					
Selling expenses	6.(8) , 6.(12) , 7	(19,341)	(4)	(17,184)	(2)
Administrative expenses		(51,131)	(11)	(67,258)	(10)
Research and development expenses		(24,641)	(6)	(11,820)	(2)
Expected credit impairment (losses) gains	6.(11)	(33)	-	425	-
Total operating expenses		(95,146)	(21)	(95,837)	(14)
Operating income		67,461	15	248,532	35
Non-operating income and expenses					
Interest income	6.(13)	2,773	1	411	-
Other income	6.(13)	1,518	1	5,083	1
Other gains and losses	6.(13)	14,609	3	(2,636)	-
Share of profit of subsidiaries, associates, and joint ventures accounted for using the equity method		108,116	24	107,226	15
Total non-operating income and expenses		127,016	28	110,084	16
Income before income tax		194,477	43	358,616	51
Income tax expense	4 , 6.(15)	(19,992)	(4)	(53,879)	(8)
Net income		174,485	39	304,737	43
Other comprehensive income	6.(14)				
Items that may be reclassified subsequently to profit or loss					
Share of other comprehensive income (loss) of associates and joint ventures accounted for using the equity method, which may be reclassified subsequently to profit or loss	4	15,235	3	(6,407)	(1)
Total other comprehensive income (loss), net of tax		15,235	3	(6,407)	(1)
Total comprehensive income		\$189,720	42	\$298,330	42
Earnings per share (NTD)	6.(16)				
Earnings per share-basic		\$2.58		\$5.05	
Earnings per share-diluted		\$2.57		\$4.99	

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

English Translation of Financial Statements Originally Issued in Chinese
BRIGHTTEK OPTOELECTRONIC CO., LTD.
PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
For the Years Ended December 31, 2022 and 2021
(Expressed in Thousands of New Taiwan Dollars)

Item	Equity attributable to the parent company						Total equity
	Common stock	Capital surplus	Retained earnings			Other components of equity	
			Legal reserve	Special reserve	Unappropriated earnings	Exchange differences resulting from translating the financial statements of foreign operations	
Balance as of January 1, 2021	\$603,941	\$99,390	\$68,528	\$81,462	\$306,870	\$(72,896)	\$1,087,295
Appropriation and distribution of 2020 earnings:							
Legal reserve	-	-	20,698	-	(20,698)	-	-
Reversal of Special reserve	-	-	-	(8,566)	8,566	-	-
Cash dividends	-	-	-	-	(120,788)	-	(120,788)
Net income for the year ended December 31, 2021	-	-	-	-	304,737	-	304,737
Other comprehensive income for the year ended December 31, 2021	-	-	-	-	-	(6,407)	(6,407)
Total comprehensive income	-	-	-	-	304,737	(6,407)	298,330
Balance as of December 31, 2021	\$603,941	\$99,390	\$89,226	\$72,896	\$478,687	\$(79,303)	\$1,264,837
Balance as of January 1, 2022	\$603,941	\$99,390	\$89,226	\$72,896	\$478,687	\$(79,303)	\$1,264,837
Appropriation and distribution of 2022 earnings:							
Legal reserve	-	-	30,474	-	(30,474)	-	-
Special reserve	-	-	-	6,408	(6,408)	-	-
Cash dividends	-	-	-	-	(203,832)	-	(203,832)
Stock dividends	-	-	-	-	-	-	-
Cancellation of employee restricted stock	-	-	-	-	-	-	-
Share-based payment transactions—Restriction of employee rights for non-vested shares	-	-	-	-	-	-	-
Other additional paid-in capital reserves :							
Change in ownership interest in a subsidiary	-	-	-	-	-	-	-
Issuance of shares	75,500	287,598	-	-	-	-	363,098
Net income for the year ended December 31, 2022	-	-	-	-	174,485	-	174,485
Other comprehensive income for the year ended December 31, 2022	-	-	-	-	-	15,235	15,235
Total comprehensive income	-	-	-	-	174,485	15,235	189,720
Balance as of December 31, 2022	\$679,441	\$386,988	\$119,700	\$79,304	\$412,458	\$(64,068)	\$1,613,823

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

English Translation of Financial Statements Originally Issued in Chinese

BRIGHTTEK OPTOELECTRONIC CO., LTD.
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
For the Years Ended December 31, 2022 and 2021
(Expressed in Thousands of New Taiwan Dollars)

Item	2022	2021	Items	2022	2021
Cash flows from operating activities			Cash flows from investing activities:		
Income before income tax	\$194,477	\$358,616	Acquisition of property, plant and equipment	(5,980)	(6,286)
Adjustments for:			Acquisition of intangible assets	(2,030)	(2,346)
The profit or loss items:			(Increase) in other non-current assets	(2,866)	(5,393)
Depreciation	3,268	879	Net cash used in investing activities	<u>(10,876)</u>	<u>(14,025)</u>
Amortization	706	39			
Interest income	(2,773)	(411)	Cash flows from financing activities:		
Share of profit of subsidiaries, associates and joint venture accounted for using equity method	(108,116)	(107,226)	(Decrease) in short-term loans	-	(1,000)
Changes in operating assets and liabilities:			Issuance of shares	363,098	-
Decrease in contract assets	13,530	14,535	(Decrease) in other non-current liabilities	-	(15,411)
(Increase) decrease in notes receivable	(1,812)	1,538	Cash dividends paid	(203,832)	(120,788)
Decrease in accounts receivable	11,938	6,597	Net cash provided by (used in) financing activities	<u>159,266</u>	<u>(137,199)</u>
Decrease (increase) in accounts receivable - related parties	92,047	(9,846)			
(Increase) in other receivables	(2,785)	-			
Decrease (increase) in other receivables- related parties	3,620	(2,025)	Net increase in cash and cash equivalents	223,688	93,553
Decrease (increase) in inventories	345	(301)	Cash and cash equivalents at the beginning of the year	416,291	322,738
(Increase) decrease in prepayments	(1,231)	498	Cash and cash equivalents at the end of the year	<u>\$639,979</u>	<u>\$416,291</u>
(Increase) in other current assets	(78)	(23)			
Increase in contract liabilities	370	-			
(Decrease) increase in accounts payable - related parties	(41,942)	24,550			
(Decrease) increase in other payables	(30,338)	6,132			
(Decrease) increase in other current liabilities	(1,254)	691			
Cash generated from operating activities	<u>129,972</u>	<u>294,243</u>			
Interest received	5,002	411			
Income tax paid	(59,676)	(49,877)			
Net cash provided by operating activities	<u>75,298</u>	<u>244,777</u>			

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

Independent Auditors' Report

To Brightek Optoelectronic Co., Ltd.

Opinion

We have audited the accompanying consolidated balance sheets of Brightek Optoelectronic Co., Ltd. and its subsidiaries (the Company and its subsidiaries) as of December 31, 2022 and 2021, and the related consolidated statements of comprehensive income, changes in equity and cash flows for the years ended December 31, 2022 and 2021, and notes to the consolidated financial statements, including the summary of significant accounting policies (together “the consolidated financial statements”).

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of the Company and its subsidiaries as of December 31, 2022 and 2021, and their consolidated financial performance and cash flows for the years ended December 31, 2022 and 2021, in conformity with the requirements of the Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Financial Reporting Standards, International Accounting Standards, Interpretations developed by the International Financial Reporting Interpretations Committee or the former Standing Interpretations Committee as endorsed and became effective by Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and the 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 Company and its subsidiaries in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China (the “Norm”), and we have fulfilled our other ethical responsibilities in accordance with the Norm. 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 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, and we do not provide a separate opinion on these matters.

Impairment of Accounts Receivable

As of December 31, 2022, the Company and its subsidiaries' accounts receivable less loss allowance amounted to NT\$217,741 thousand; the net amount accounted for 12% of total assets, which was significant to the consolidated financial statements. Since the amount of loss allowance for accounts receivable is measured by the lifetime expected credit loss, the measurement process must appropriately group the account receivables and determine the use of relevant assumptions in the analytical and measurement procedures, including the appropriate account aging schedule and the loss rate of each account aging interval, and the consideration of forward-looking information. The measurement of expected credit losses involved judgment, analysis and estimation, while the measurement results would affect the net amount of accounts receivable, we therefore considered this a key audit matter.

Our audit procedures included, but not limited to, understanding the procedure of accounts receivable loss allowance assessment and internal control, confirming the appropriate grouping of customers according to their different types of significant loss; testing the provision matrix including evaluating the reasonableness of aging intervals of receivables and the accuracy of the basic data by reviewing the original certificates, testing the related statistical information of loss rate based on the roll rate, considering the reasonableness of the forward looking information incorporating the loss rate, evaluating if the forward looking information has affected the loss rate. Additionally, reviewing the analytical procedure to assess if there is significant anomaly for account receivable turnover movements between the current and past periods. Review the collections of trade receivables during the subsequent period for customers with material trade receivable balances at the end of the period to evaluate the collectability of receivables.

In addition, we evaluated the adequacy of disclosures of accounts receivable. Please refer to Note 5 and Note 6.(4) to the Company's consolidated financial statements.

Valuation for slow-moving inventories

As of December 31, 2022, the Company and its subsidiaries recognized net inventories in the amount of NT\$58,206 thousand, which accounted for 3% of total assets and was significant to the consolidated financial statements. Since the assessment of slow-moving inventories is affected by the changes in market demand, it may cause allowance for slow-moving inventories, and the estimation of loss of slow-moving inventories involves significant judgement of management. Therefore, we determined this as a key audit matter.

Our audit procedures included, but not limited to, understanding the internal control established by management for inventory evaluation, evaluating the appropriateness of allowance for slow-moving inventories, selecting the record of stock movement to test the accuracy of inventory aging; evaluating the rationality of the allowance for inventories based on inventory aging; evaluating the appropriateness of the net realizable value adopted by management for slow-moving inventories; implement analytical procedures for inventory balances and inventory turnover ratios.

We also evaluated the adequacy of disclosures of inventory. Please refer to Note 5 and Note 6.(5) to the Company's consolidated financial statements.

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 International Financial Reporting Standards, International Accounting Standards, Interpretations developed by the International Financial Reporting Interpretations Committee or the former Standing Interpretations Committee as endorsed by Financial Supervisory Commission of the Republic of China and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the ability to continue as a going concern of the Company and its subsidiaries, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company and its subsidiaries 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 financial reporting process of the Company and its subsidiaries.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with auditing standards generally accepted in the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on 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 internal control of the Company and its subsidiaries.
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 ability to continue as a going concern of the Company and its subsidiaries. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company and its subsidiaries to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the accompanying notes, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company and its subsidiaries to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Company and its subsidiaries audit. We remain solely responsible for our audit opinion.

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

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

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

Other

We have audited and expressed an unqualified opinion on the parent company only financial statements of the Company as of and for the years ended December 31, 2022 and 2021.

Chang, Zheng-Dao

Hsieh, Sheng-An

Ernst & Young, Taiwan

March 7, 2023

Notice to Readers

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

Accordingly, the accompanying consolidated financial statements and report of independent auditors 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.

English Translation of Consolidated Financial Statements Originally Issued in Chinese
BRIGHTEK OPTOELECTRONIC CO., LTD. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
December 31, 2022 and 2021
(Expressed in Thousands of New Taiwan Dollars)

Assets		December 31, 2022		December 31, 2021	
Account	Notes	Amount	%	Amount	%
Current assets					
Cash and cash equivalents	4 , 6(1)	\$868,424	45	\$582,567	34
Financial assets measured at amortized cost, current	4 , 6(2) , 8	20,086	1	57,299	4
Contract assets, current	4 , 6(12)	39,833	2	71,757	4
Notes receivable, net	4 , 6(3)	102,607	5	75,733	4
Accounts receivable, net	4 , 6(4)	217,741	12	302,555	18
Other receivables		739	-	268	-
Current tax assets	4 , 6(18)	7,301	-	-	-
Inventories, net	4 , 6(5)	58,206	3	70,691	4
Prepayments		29,539	2	30,653	2
Other current assets		169	-	40	-
Total current assets		<u>1,344,645</u>	<u>70</u>	<u>1,191,563</u>	<u>70</u>
Non-current assets					
Property, plant and equipment	4 , 6(6) , 8	434,936	23	410,534	24
Right-of-use assets	4 , 6(14)	97,650	5	64,557	4
Investment property, net	4 , 6(7)	4,090	-	4,889	-
Intangible assets	4 , 6(8)	5,022	-	3,220	-
Deferred tax assets	4 , 6(18)	819	-	2,144	-
Other non-current assets	6(9)	27,944	2	36,557	2
Total non-current assets		<u>570,461</u>	<u>30</u>	<u>521,901</u>	<u>30</u>
Total assets					
		<u>\$1,915,106</u>	<u>100</u>	<u>\$1,713,464</u>	<u>100</u>

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

English Translation of Consolidated Financial Statements Originally Issued in Chinese
BRIGHTEK OPTOELECTRONIC CO., LTD. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS (Continued)
December 31, 2022 and 2021
(Expressed in Thousands of New Taiwan Dollars)

Liabilities and Equity		December 31, 2022		December 31, 2021	
Account	Notes	Amount	%	Amount	%
Current liabilities					
Contract liabilities, current	4 , 6(12)	\$2,002	-	\$1,782	-
Notes payable		16,341	1	53,187	3
Accounts payable		135,667	8	131,623	8
Other payables		97,192	5	209,940	12
Current tax liabilities	4 , 6(18)	1,196	-	36,937	2
Lease liabilities, current	4 , 6(14)	16,803	1	7,877	1
Other current liabilities		2,824	-	1,868	-
Total current liabilities		<u>272,025</u>	<u>15</u>	<u>443,214</u>	<u>26</u>
Non-current liabilities					
Deferred tax liabilities	4 , 6(18)	569	-	292	-
Lease liabilities, non-current	4 , 6(14)	25,364	1	357	-
Other non-current liabilities		3,325	-	4,764	-
Total non-current liabilities		<u>29,258</u>	<u>1</u>	<u>5,413</u>	<u>-</u>
Total liabilities		<u>301,283</u>	<u>16</u>	<u>448,627</u>	<u>26</u>
Equity attributable to owners of the parent					
Capital stock					
Common stock	6(11)	679,441	35	603,941	35
Capital surplus	6(11)	386,988	20	99,390	6
Retained earnings					
Legal reserves		119,700	6	89,226	5
Special reserve		79,304	4	72,896	5
Unappropriated earnings		412,458	22	478,687	28
Other equity		(64,068)	(3)	(79,303)	(5)
Total equity		<u>1,613,823</u>	<u>84</u>	<u>1,264,837</u>	<u>74</u>
Total liabilities and equity		<u>\$1,915,106</u>	<u>100</u>	<u>\$1,713,464</u>	<u>100</u>

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

BRIGHTEK OPTOELECTRONIC CO., LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
For the Years Ended December 31, 2022 and 2021
(Expressed in Thousands of New Taiwan Dollars)

Accounts	Notes	2022		2021	
		Amount	%	Amount	%
Operating revenues	4 , 6(12)	\$920,064	100	\$1,242,371	100
Operating costs	6(5)	(513,758)	(56)	(652,241)	(53)
Gross profit		406,306	44	590,130	47
Operating expenses	6(14) , 6(15)				
Selling expenses		(62,904)	(7)	(76,056)	(6)
Administrative expenses		(107,838)	(12)	(134,417)	(11)
Research and development expenses		(59,518)	(6)	(52,045)	(4)
Expected credit impairment gains	6(13)	242	-	9,661	1
Total operating expenses		(230,018)	(25)	(252,857)	(20)
Operating income		176,288	19	337,273	27
Non-operating income and expenses					
Interest income	6(16)	5,927	1	5,198	-
Other income	6(16)	14,275	1	32,046	3
Other gains and losses	6(16)	9,110	1	(1,664)	-
Finance cost	6(16)	(1,429)	-	(844)	-
Total non-operating income and expenses		27,883	3	34,736	3
Income before income tax		204,171	22	372,009	30
Income tax expense	4 , 6(18)	(29,686)	(3)	(67,272)	(5)
Net income		174,485	19	304,737	25
Other comprehensive income					
Items that may be reclassified subsequently to profit or loss					
Exchange differences resulting from translating the financial statements of foreign operations	4 , 6(17)	15,235	1	(6,407)	(1)
Total other comprehensive income (loss), net of tax		15,235	1	(6,407)	(1)
Total comprehensive income		\$189,720	20	\$298,330	24
Net income for the years attributable to :					
Owners of the parent		\$174,485		\$304,737	
Non-controlling interests		-		-	
		\$174,485		\$304,737	
Total comprehensive income for the years attributable to :					
Owners of the parent		\$189,720		\$298,330	
Non-controlling interests		-		-	
		\$189,720		\$298,330	
Earning per share(in New Taiwan Dollars)	6(19)				
Earnings per share-basic					
Net income		\$2.58		\$5.05	
Earnings per share-diluted					
Net income		\$2.57		\$4.99	

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

English Translation of Consolidated Financial Statements Originally Issued in Chinese

BRIGHTTEK OPTOELECTRONIC CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

For the Years Ended December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

Item	Common stock	Capital surplus	Retained Earnings			Other equity	Total equity
			Legal reserve	Special reserve	Undistributed earnings	Exchange differences resulting from translating the financial statements of foreign operations	
Balance as of January 1, 2021	\$603,941	\$99,390	\$68,528	\$81,462	\$306,870	\$(72,896)	\$1,087,295
Appropriation and distribution of 2020 earnings:							
Legal reserve	-	-	20,698	-	(20,698)	-	-
Reversal of Special reserve	-	-	-	(8,566)	8,566	-	-
Cash dividends	-	-	-	-	(120,788)	-	(120,788)
Net income for the year ended December 31, 2021	-	-	-	-	304,737	-	304,737
Other comprehensive income for the year ended December 31, 2021	-	-	-	-	-	(6,407)	(6,407)
Total comprehensive income	-	-	-	-	304,737	(6,407)	298,330
Balance as of December 31, 2021	\$603,941	\$99,390	\$89,226	\$72,896	\$478,687	\$(79,303)	\$1,264,837
Balance as of January 1, 2022	\$603,941	\$99,390	\$89,226	\$72,896	\$478,687	\$(79,303)	\$1,264,837
Appropriation and distribution of 2021 earnings:							
Legal reserve	-	-	30,474	-	(30,474)	-	-
Special reserve	-	-	-	6,408	(6,408)	-	-
Cash dividends	-	-	-	-	(203,832)	-	(203,832)
Issuance of shares	75,500	287,598	-	-	-	-	363,098
Net income for the year ended December 31, 2022	-	-	-	-	174,485	-	174,485
Other comprehensive income for the year ended December 31, 2022	-	-	-	-	-	15,235	15,235
Total comprehensive income	-	-	-	-	174,485	15,235	189,720
Balance as of December 31, 2022	\$679,441	\$386,988	\$119,700	\$79,304	\$412,458	\$(64,068)	\$1,613,823

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

BRIGHTTEK OPTOELECTRONIC CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS

For the Years Ended December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

Item	2022	2021	Item	2022	2021
	Amount	Amount		Amount	Amount
Cash flows from operating activities			Cash flows from investing activities:		
Net income before tax	\$204,171	\$372,009	Acquisition of financial assets at fair value through profit or loss	-	(43,413)
Adjustments for :			Proceeds from disposal of financial assets at fair value through profit or loss	-	86,826
The profit or loss items:			Acquisition of property, plant and equipment	(55,565)	(242,311)
Depreciation	69,328	63,249	Proceeds from disposal of property, plant and equipment	-	1,440
Amortization	3,873	645	Acquisition of intangible assets	(3,709)	(3,702)
Interest expenses	1,429	844	Acquisition of right-of-use assets	-	(57,434)
Interest income	(5,927)	(5,198)	(Increase) in other non-current assets	(5,339)	(20,723)
Gains on disposal of property, plan and equipment	-	(1,022)	Net cash used in investing activities	(64,613)	(279,317)
Gain from lease modification	(6)	(11)			
Changes in operating assets and liabilities:			Cash flows from financing activities:		
Decrease in financial assets measured at amortized cost, current	37,213	17,527	(Decrease) in short-term loans	-	(1,000)
Decrease in contract assets	31,924	14,067	(Decrease) in other non-current liabilities	(1,470)	(14,110)
(Increase) in notes receivable	(26,874)	(21,194)	Cash dividends paid	(203,832)	(120,788)
Decrease (Increase) in accounts receivable	84,814	(20,693)	Cash payments for the principal portion of the lease liability	(17,075)	(17,390)
(Increase) Decrease in other receivables	(113)	1,808	Issuance of shares	363,098	-
Decrease (Increase) in inventories	12,485	(1,418)	Interest paid	(1,429)	(844)
(Increase) in prepayments	(579)	(18,566)	Net cash (used in) provided by financing activities	139,292	(154,132)
(Increase) in other current assets	(129)	(32)			
Increase in contract liabilities	220	1,782	Effect of exchange rate changes on cash and cash equivalents	9,500	(5,188)
(Decrease) in notes payable	(36,846)	(19,235)	Net increase (decrease) in cash and cash equivalents	285,857	(2,011)
Increase in accounts payable	4,044	6,189	Cash and cash equivalents at the beginning of the year	582,567	584,578
(Decrease) increase in other payables	(112,748)	102,916	Cash and cash equivalents at the end of the year	\$868,424	\$582,567
Increase in other current liabilities	956	633			
Cash generated from operations	267,235	494,300			
Interest received	5,569	5,198			
Income tax paid	(71,126)	(62,872)			
Net cash provided by operating activities	201,678	436,626			

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

Attachment 5:

**Brightek Optoelectronic Co., Ltd.
Earnings Distribution Table**



Unit: NT\$

Item	Amount	Remarks
Net profit after tax for 2022	174,484,611	
Less: Legal reserve set aside	17,448,461	
Distributable earnings for 2022	157,036,150	
Add: Undistributed earnings in the beginning of the period	237,973,225	
Add: Special reserve reversed	15,235,790	
Accumulated distributable earnings as of December 31, 2022	410,245,165	
Distributable items		
Cash dividends to shareholders	101,916,120	NT\$1.5 per share
Unappropriated retained earnings	308,329,045	

Chairman: Huang Chien-Chung



Manager: Huang Chien-Chung



Chief Accounting Officer: Lin Li-Hua

