



Stock Code: 3557

Jia Wei Lifestyle, Inc.

2023 Annual Meeting of Shareholders

Handbook

Time: 9:30 a.m., Monday, May 29, 2023

Venue: Cai-Feng Hall, 4F, SILKS PLACE Tainan, No. 1, Heyi Rd., West Central Dist.,
Tainan City

Method of holding: Physical shareholders' meeting

Jia Wei Lifestyle, Inc.
Handbook of 2023 Annual Meeting of Shareholders
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Jia Wei Lifestyle, Inc.

Procedures and Agenda for the 2023 Annual Meeting of Shareholders

Time: 9:30 a.m., Monday, May 29, 2023

Venue: Cai-Feng Hall, 4F, SILKS PLACE Tainan, No. 1, Heyi Rd., West Central Dist., Tainan City

Method of holding: Physical shareholders' meeting

I. Call the Meeting to Order

II. Chairperson Takes Chair

III. Chairperson Remarks

IV. Management Presentations

(I) 2022 Business Report

(II) Audit Committee's Review Report on the 2022 Financial Statements

(III) Report on Revision of "Rules of Procedure for the Board of Directors" and "The Code of Practice on Sustainable Development"

(IV) Other Management Presentations

V. Proposals

(I) Proposal for 2022 Business Report and Financial Statements

(II) Proposal for 2022 Earnings Distribution

VI. Discussion

(I) Revision of Some Provisions of the Articles of Incorporation

(II) Proposal for the Removal of the Non-Compete Clause for Current Directors and Their Proxies

VII. Questions and Motions

VIII. Adjournment

Management Presentations

- I. 2022 Business Report (Please refer to page 6 to 8, Attachment I of the Handbook).
- II. Submit the Audit Committee's Review Report on the 2022 Financial Statements for deliberation.
 - (1) The Company's 2022 Financial Statements have been reviewed by the Audit Committee and approved by the Board of Director. We hereby entrust independent auditors CPA Calvin Chen and CPA Fangwen Lee of EY Taiwan to audit and certify the report, and issue a written audit report in accordance with Company Act and Securities and Exchange Act.
 - (2) Audit Committee's Review Report (Please refer to page 28, Attachment III of the Handbook).
- III. Report on Revision of "Rules of Procedure for the Board of Directors" and "The Code of Practice on Sustainable Development"
 The Company amended the rules in accordance with related laws and regulations. The comparison table of amended articles are provided in the Attachments (Please refer to page 29 to 32, Attachment IV of the Handbook).
- IV. Other Management Presentations:
 - (1) On April 23, 2021, the Company passed a resolution at the regular shareholders' meeting to amend the Company's Articles of Incorporation, authorizing the Board of Directors to distribute cash dividends at the end of each half fiscal year. The amount and date of the cash dividends for each half fiscal year of 2022 resolved by the Board of Directors of the Company are as follows:

Unit: NT\$

2022	Board of Directors Meeting	Dividend Payout Date	Dividend per share	Total Amount
H1	11/11/2022	12/16/2022	3.00	240,901,245
H2	3/24/2023	7/14/2023	5.00	401,502,075
Total			8.00	642,403,320

- (2) Distribution of Remuneration for Employees and Directors of 2022:
 The distribution of remuneration of employees and Directors of the Company for 2022 was approved by the Remuneration Committee, Audit Committee and Board of Directors on March 24, 2023. According to Ernst & Young's audit, the profit before tax after the distribution of remuneration of employees and Directors was NT\$769,296,402. 4% was allocated for employees at NT\$30,771,856, and 4% was allocated for Directors at NT\$30,771,856 in cash (please refer to page 54 of Appendix V of the Handbook).
- (3) With the exception of proposals passed in the 6th meeting of the 8th term of Board of Directors on January 5, 2023 and the 7th meeting of the 8th term of Board of Directors on March 24, 2023, the Company did not receive any other proposals from shareholders from March 28 to April 6, 2023.

Proposals

Proposal 1

Proposed by the Board

Cause: Submit the Proposal for 2022 Business Report and Financial Statements for deliberation.

Note: I. The Company's 2022 Business Report and Financial Statements have been reviewed by the Audit Committee and approved by the Board, and the Parent Company Only Financial Statements and Consolidated Financial Statements audited by independent auditors, CPA Calvin Chen and CPA Fangwen Lee of EY Taiwan, accompanied by the audit report with unqualified opinions.

II. The aforementioned Business Report, Parent Company Only Financial Statement, Consolidated Financial Statement and Audit Committee's Review Report (Please refer to Attachments I to III on pages 6 to 28 of the Handbook).

III. Submitted for proposal.

Resolutions:

Proposal 2

Proposed by the Board

Cause: Ratification of the 2022 Earnings Distribution Proposal.

Note: I. The Company's 2022 Earnings Distribution Proposal was passed in resolutions of the Audit Committee and the meeting of the Board of Directors (Please refer to page 33, Attachment V of the Handbook).

II. Submitted for proposal.

Resolutions:

Discussion

Proposal 1

Proposed by the Board

Cause: Revision of Some Provisions of the Articles of Incorporation

Note: I. Due to business needs, the Company plans to amend some provisions of the "Articles of Association." The comparison table of the revised articles are hereby attached (Please refer to page 34 to 36, Attachment VI of the Handbook).

II. Submitted for discussion.

Resolutions:

Proposal 2

Proposed by the Board

Cause: Proposal for the Removal of the Non-Compete Clause for Current Directors and Their Proxies

Note: I. Handled pursuant to Article 209 of the Company Act, a Director who does anything for himself/herself or on behalf of another person that is within the scope of the company's business, shall explain to the meeting of shareholders the essential contents of such an act and secure its approval.

II. If the Company's Directors and their representatives also invest in and act as the Directors of other companies that have the same or similar business scope as the Company, they shall submit this matter to the Shareholders' Meeting for approval according to the law. The

prohibitions on Directors and their representatives from participating in competitive business shall be released upon their appointment as Directors or managers of other companies.

III. New Posts of Current Directors and Their Proxies (Please refer to page 37, Attachment VII of the Handbook).

IV. Submitted for discussion.

Resolutions:

Questions and Motions

Adjournment

Attachments

Jia Wei Lifestyle, Inc.

2022 Business Report

Business Results of the Previous Year

Business Plan Implementation Results and Budget Execution:

In 2022, in the United States, our main market, due to inflation and spiking interest rates, consumer spending was significantly slowed, This resulted in the negative impact of rapid cooling of housing markets and inventory-depletion of terminal retailers. Thanks to our hard work over the years, however, Jia Wei's revenue continued to grow, gross profit rebounded, and net profit before tax was significantly better than that of the previous year because the Company strove to increase the price of some products to optimize product combination, had flexible sales channels and strategies and benefitted from the drop of prices of raw materials. Despite the fact that tax rates were back to normal, the profit for the year remained at a certain level.

Financial Income and Expenditure:

Unit: NT\$ thousand

Year		2022	2021	Amount of increase/decrease	Percentage of change (%)
Item					
Financial revenue and expenditure	Net operating revenue	5,621,206	5,301,547	319,659	6.03
	Operating costs	3,604,763	3,428,520	176,243	5.14
	Net income (loss) before tax	725,630	603,849	121,781	20.17
	Net income (loss)	564,757	582,581	(17,824)	(3.06)
	Total comprehensive income for the period	602,287	569,546	32,741	5.75

Profitability:

Year		2022	2021
Item			
Profitability	Return on equity (%)	24.16	30.06
	Ratio of pretax income to paid-up capital (%)	90.36	75.19
	Net profit margin (%)	10.04	10.98
	Earnings per share (NT\$)	7.03	7.74

Financial revenue and expenditure analysis and explanation of reason for profitability changes:

In 2022, the Company strove to increase the price of some products to optimize product combination, had flexible sales channels and strategies and benefitted from the drop of prices of raw materials. Therefore, Jia Wei's revenue continued to grow, gross profit rebounded, and net profit before tax was significantly better than that of the previous year. However, our profits were impacted by the fact that tax rates were back to normal and our equities increased due to cash capital increase

premium issuance.

Research and Development:

Unit: NT\$ thousand

Item	2022	2021	In 2022, the Company continued to design trendy and aesthetically-pleasing houseware products by launching a variety of functional, fun and ingenious brand kitchenware, and by developing environmentally friendly raw materials and products that combine different materials to maintain its leading position as the pioneer in the industry.
Research and development expenses	106,327	112,586	
Turnover	5,621,206	5,301,547	
Ratio of R&D expenses to operating revenue (%)	1.89%	2.12%	

Summary of Business Plan of This Year

Business Strategy:

With the transformation of the global economy, the manufacture-centered economy is moving towards service economy, knowledge economy, creative economy, and eventually experience economy. The competitive edge of an industry does not depend solely on land, capital or labor, but the integration of knowledge, creativity, culture and character. Design is about more than design but something that connects life and culture, and the imagination about the relationship between design and life has also become more complex and diversified, contributing to changes in the "meaning of life and the value of consumption."

The houseware product industry is deeply intertwined with the population and economy, as well as a reflection of culture. We aim to enhance the quality of houseware products that bring positive experience in terms of sight and touch, while combining an elegant home environment with a refined taste that encourages a lifestyle centered on enjoyment.

Looking forward to 2023, Jia Wei has key advantages such as mastering cutting-edge design capabilities and providing customers with our one-stop service workflow of design, production, distribution and localization. Aside from our tableware products, Jia Wei continues to expand various new household products and is better known in the kitchen ware market. In response to the global trend of ESG net zero, Jia Wei has increased our products that conform to such environmental trends. To sum up, Jia Wei will keep bringing business growth to its customers and itself, and practicing sustainable operation.

Expected Sales Volume and Basis:

The sales volume is based on the market demand and the orders the Company receives.

Significant production and sales policies:

The Company shall integrate operations, production and sales information and systems to meet the requirements for global multi-site business operations in the future, optimize the operation foundation, and consolidate strength for medium and long-term development.

The Future Development Strategies of the Company and the Impact of the External

Competitive Environment, Regulatory Environment, and Macroeconomic Conditions

The Company shall collect and pay attention to relevant information on changes in the external competitive environment, regulatory environment and overall operating environment at all times, and quickly develop necessary response measures to meet the Company's operational development needs.

In the future, all employees of the Company will continue to be diligent and conscientious while striving to enhance the Company's competitiveness.

We aim to become an enterprise with sustainable operations and reward our shareholders with more profits.

Thank you again for your continuous support for the Company throughout the year!

Person in Charge: Vincent Chen

Manager: David Wu

Chief Accountant: Kelly Ko

Independent Auditors' Report

To Jia Wei Lifestyle, Inc.

Opinion

We have audited the accompanying consolidated balance sheets of Jia Wei Lifestyle, Inc. (the "Company") and its subsidiaries as of 31 December 2022 and 2021, and the related consolidated statements of comprehensive income, changes in equity and cash flows for the years ended 31 December 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 31 December 2022 and 2021, and their consolidated financial performance and cash flows for the years ended 31 December 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 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. Based on our audits and the reports of other auditors, 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 most significant 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.

1. Revenue Recognition

The main source of revenue for the Company and its subsidiaries is the sale of household goods. The Company recognized by the Company amounted to \$5,621,206 thousand. Since the products are mainly for overseas companies and shipped by sea, the revenue is recognized when the ownership and control of the promised goods are transferred to the customer and the performance obligation is fulfilled., and Therefore, we determined this a key audit matter.

Our audit procedures included (but were not limited to), understanding and testing the effectiveness of internal control in the sales cycle at the time of revenue recognition, selecting samples (including the newly added top ten customers in this period) to perform test of control , selecting samples to perform test of details, such as check sales orders, finished product delivery orders, sales invoices, export declarations and subsequent payments, etc., including checking whether the sales was appropriately recognized and the recipient of the payment is the same company, performing cut-off tests before and after the balance sheet date, performing analytical procedures on monthly sales revenue and gross profit margin. We also considered the appropriateness of disclosures of operating revenue in Notes 4.(18) and 6.(14) to the consolidated financial statements.

2. Loss allowance for accounts receivable

As of 31 December 2022, the Company and its subsidiaries' accounts receivable and loss allowance amounted to \$1,087,399 thousand and \$75,822 thousand, respectively. The net account receivable accounted for 22% of the total assets. Since the amount of allowance for receivables 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 accounting aging schedule and the loss rate of each accounting aging interval. 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) analyzing the appropriateness of the grouping method of accounts receivable; understanding the appropriateness of the management's provision of allowances for bad debts; testing the provision matrix the Company and its subsidiaries adopted, including assessing whether the aging interval is reasonably determined; testing the statistical information related to the average loss rate based on the monthly roll rate, and assessing its reasonableness; selecting samples to perform test the correctness of the aging; selecting samples to check the collection situation after the period of accounts receivable and assessing the recoverability. We also considered the appropriateness of the disclosure of the expected credit impairment loss of accounts receivable in Notes 4. (8), 5. (3) and 6. (15) of the consolidated financial statements.

3. Impairment Loss for Intangible Assets (Including Goodwill)

The Company and its subsidiaries' goodwill amounted to \$845,283 thousand as of 31 December 2022, as a result of goodwill arising from the acquisition. The goodwill accounted for 18% of the total assets, and the impairment assessment is based on management's assessment and involves assumptions such as accounting estimates. Therefore, we considered this a key audit matter.

Our audit procedures included (but not limited to), evaluating the management's assessment approaches and assumptions of value in use; involving internal expert to assist us in evaluating the reasonableness of key assumptions used by management such as discount rates, involving internal expert to assist us in evaluating the reasonableness of key components of discount rates such as cost of equity, company-specific risk premium and market risk premium by comparing them to other companies of similar size with the cash-generating units; interviewing management and assessing the reasonableness of assumptions used in their model such as gross margin, growth rates, and the expected future market and economic conditions; comparing the actual financials to date with previously forecast financials and analyzing the Company's historical data and performance to assess the reasonableness of the cash flow forecast. We also considered the appropriateness of the impairment assessment of goodwill in Notes 4. (16), 5. (4) and 6. (23) of the 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 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 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 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 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 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 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 31 December 2022 and 2021.

Chen,Cheng-Chu

Lee,Fang-Wen

Ernst & Young, Taiwan

24 March 2023

Notice to Readers

The accompanying consolidated financial statements are intended only to present the consolidated 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 audit such consolidated financial statements are those generally accepted and applied in the Republic of China.

Accordingly, the accompanying financial statements and report of independent accountants 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, Ernst & Young 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.

English translation of Consolidated Financial Statements Originally issued in Chinese

JIA WEI LIFESTYLE, INC. AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS

31 December 2022 and 2021

(Amounts in thousands of New Taiwan Dollars)

Assets	Notes	31 December 2022		31 December 2021		Liabilities and Equity	Notes	31 December 2022		31 December 2021	
		Amount	%	Amount	%			Amount	%	Amount	%
Current assets						Current liabilities					
Cash and cash equivalents	4,6(1),12	\$391,499	8	\$193,740	4	Short-term loans	6(7),12	\$1,332,313	28	\$1,369,554	27
Accounts receivable, net	4,6(2)(15),12	1,011,577	22	986,688	20	Short-term notes payable	6(8),12	\$44,991	1	-	-
Other receivables	4,12	39,283	1	5,580	0	Contract liabilities, current	4,6(14)	12,648	0	17,732	0
Current tax assets	4	-	-	8,456	0	Accounts payable	4,12	121,610	3	212,796	4
Inventories	4,6(3)	1,098,502	23	1,276,181	25	Other payables	4,6(10),12	347,138	7	390,592	8
Prepayments	6(4)	69,301	1	109,762	2	Current tax liabilities	4,6(20)	131,145	3	18,363	0
Other financial assets, current	8,12	131,801	3	370,290	7	Provisions	4	47,577	1	22,520	0
Other current assets, current		353	0	-	-	Lease liabilities-Current	4,6(16)	19,808	0	10,268	0
Total current assets		2,742,316	58	2,950,697	58	Current portion of long-term loans	6(9)	60,000	1	269,845	5
						Other current liabilities		13,580	0	4,983	1
Non-current assets						Total current liabilities		2,130,810	44	2,316,653	45
Property, plant and equipment	4,6(5),8	827,574	17	860,459	17						
Right-of-use assets	4,6(16)	94,334	2	89,671	2	Non-current liabilities					
Intangible assets	4,6(6)(23)	1,029,176	21	1,046,816	21	Long-term loans	6(9)	230,390	5	447,000	9
Deferred tax assets	4,6(20)	90,367	2	109,617	2	Deferred tax liabilities	4,6(20)	6,730	0	-	-
Refundable deposits	12	7,417	0	8,343	0	Lease liabilities-Non current	4,6(16)	26,256	1	28,512	1
Other non-current assets		236	0	3,312	0	Total non-current liabilities		263,376	6	475,512	10
Total non-current assets		2,049,104	42	2,118,218	42	Total liabilities		2,394,186	50	2,792,165	55
						Equity attributable to the parent company	6(12)				
						Capital					
						Common stock		803,004	17	803,004	16
						Additional paid-in capital		682,138	14	682,138	14
						Retained earnings					
						Legal reserve		179,454	4	124,150	2
						Special reserve		-	-	37,984	1
						Undistributed earnings		723,175	15	657,541	13
						Total retained earnings		902,629	19	819,675	16
						Other equity		9,463	0	(28,067)	(1)
						Total equity		2,397,234	50	2,276,750	45
Total assets		\$4,791,420	100	\$5,068,915	100	Total liabilities and equity		\$4,791,420	100	\$5,068,915	100

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

JIA WEI LIFESTYLE, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

For the years ended 31 December 2022 and 2021

(Amounts in thousands of New Taiwan Dollars, except for earnings per share)

Items	Notes	2022		2021	
		Amount	%	Amount	%
Operating Revenue	4,6(14)	\$5,621,206	100	\$5,301,547	100
Operating costs	4,6(3)	(3,604,763)	(64)	(3,428,520)	(65)
Gross profit		2,016,443	36	1,873,027	35
Operating expenses					
Sales and marketing expenses	6(17)	(835,925)	(15)	(745,052)	(14)
General and administrative expenses	6(17)	(410,270)	(7)	(363,762)	(7)
Research and development expenses	6(17)	(106,327)	(2)	(112,586)	(2)
Expected credit impairment gain (loss)	4,6(15)	5,249	0	(23,505)	(0)
Subtotal		(1,347,273)	(24)	(1,244,905)	(23)
Operating income		669,170	12	628,122	12
Non-operating income and expenses	6(18)				
Interest income		2,165	0	653	0
Other income		28,024	0	40,766	1
Other gains and (losses)		71,582	1	(14,974)	(0)
Finance costs		(45,311)	0	(50,718)	(1)
Subtotal		56,460	1	(24,273)	(0)
Income from continuing operations before income tax		725,630	13	603,849	12
Income tax (expense)	4,6(20)	(160,873)	(3)	(21,268)	(1)
Profit from continuing operations		564,757	10	582,581	11
Net income		564,757	10	582,581	11
Other comprehensive income					
Items that may be reclassified subsequently to profit or loss:					
Exchange differences on translation of foreign operations	4,6(19)	46,912	1	(14,305)	(0)
Income tax related to items that may be reclassified subsequently	4,6(19)	(9,382)	0	1,270	0
Subtotal		37,530	1	(13,035)	(0)
Total comprehensive income		\$602,287	11	\$569,546	11
Net income attributable to:					
Stockholders of the parent		564,757	10	582,581	11
Non-controlling interests		-	-	-	-
		\$564,757	10	\$582,581	11
Comprehensive income attributable to:					
Stockholders of the parent		602,287	11	569,546	11
Non-controlling interests		-	-	-	-
		\$602,287	11	\$569,546	11
Earnings per share (NTD)	4,6(21)				
Earnings per share-basic		\$7.03		\$7.74	
Earnings per share-diluted		\$6.98		\$7.71	

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

English translation of Consolidated Financial Statements originally issued in Chinese

JIA WEI LIFESTYLE, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

For the years ended 31 December 2022 and 2021

(Amounts in thousands of New Taiwan Dollars)

Items	Equity Attributable to the Parent Company							Total Equity
	Common Stock	Additional Paid-in Capital	Retained Earnings			Other Equity	Total	
			Legal Reserve	Special Reserve	Undistributed Earnings	Exchange Differences on Translation of Foreign Operations		
Balance as of 1 January 2021	\$723,004	\$149,027	\$18,791	-	\$723,100	(\$15,032)	\$1,598,890	\$1,598,890
Appropriation and distribution of 2021 retained earnings:								
Legal reserve	-	-	105,359	-	(105,359)	-	-	-
Special reserve	-	-	-	\$37,984	(37,984)	-	-	-
Cash dividends	-	-	-	-	(504,797)	-	(504,797)	(504,797)
Share-based payment transaction	-	5,111	-	-	-	-	5,111	5,111
Net income for the year ended 31 December 2021	-	-	-	-	582,581	-	582,581	582,581
Other comprehensive income, net of tax for the year ended 31 December 2021	-	-	-	-	-	(13,035)	(13,035)	(13,035)
Total comprehensive income	-	-	-	-	582,581	(13,035)	569,546	569,546
Issuance of common stock for cash	80,000	528,000	-	-	-	-	608,000	608,000
Balance as of 31 December 2021	\$803,004	\$682,138	\$124,150	\$37,984	\$657,541	(\$28,067)	\$2,276,750	\$2,276,750
Balance as of 1 January 2022	\$803,004	\$682,138	\$124,150	\$37,984	\$657,541	(\$28,067)	\$2,276,750	\$2,276,750
Appropriation and distribution of 2022 retained earnings:								
Legal reserve	-	-	55,304	-	(55,304)	-	-	-
Cash dividends	-	-	-	-	(481,803)	-	(481,803)	(481,803)
Reversal of special reserve	-	-	-	(37,984)	37,984	-	-	-
Net income for the year ended 31 December 2022	-	-	-	-	564,757	-	564,757	564,757
Other comprehensive income, net of tax for the year ended 31 December 2022	-	-	-	-	-	37,530	37,530	37,530
Total comprehensive income	-	-	-	-	564,757	37,530	602,287	602,287
Balance as of 31 December 2022	\$803,004	\$682,138	\$179,454	-	\$723,175	\$9,463	\$2,397,234	\$2,397,234

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

English translation of Consolidated Financial Statements originally issued in Chinese
JIA WEI LIFESTYLE, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
For the years ended 31 December 2022 and 2021
(Amounts in thousands of New Taiwan Dollars)

Items	2022	2021
Cash flows from operating activities:		
Net income before tax	\$725,630	\$603,849
Adjustments to reconcile net income before tax to net cash provided by operating activities:		
Income and expense adjustments :		
Depreciation	87,017	67,209
Amortization	39,391	47,393
Expected credit impairment (gain) loss	(5,249)	23,505
Interest expense	45,311	50,718
Interest income	(2,165)	(653)
Share-based payment	-	5,111
Loss on disposal of property, plant and equipment	2,030	38
Inventory valuation and obsolescence loss (reversal gain)	36,477	(8,858)
Other expenses transferred from Intangible assets	-	304
Changes in operating assets and liabilities:		
Accounts receivables	(25,636)	(115,020)
Other receivables	(33,622)	5,598
Inventories	138,927	(390,653)
Prepayments	40,461	(41,397)
Other current assets	(353)	-
Contract liabilities	(5,084)	7,180
Accounts payables	(91,186)	76,511
Other payables	(24,288)	38,757
Provisions	25,057	6,044
Advance receipts	-	(7,267)
Other current liabilities	8,597	2,075
Cash generated from operations	961,315	370,444
Interest received	2,084	632
Income tax paid	(23,037)	(36,751)
Net cash provided by operating activities	940,362	334,325
Cash flows from investing activities:		
Acquisition of subsidiaries (deduct cash obtained)	-	(398,720)
Acquisition of property, plant and equipment	(16,836)	(51,956)
Disposal of property, plant and equipment	70	1,170
Decrease (Increase) in refundable deposits	926	(5,010)
Acquisition of intangible assets	(2,199)	(1,885)
Decrease (Increase) in Other financial assets	238,489	(243,526)
Decrease (Increase) in Other non-current assets	3,076	(274)
Net cash provided by (used in) investing activities	223,526	(700,201)
Cash flows from financing activities:		
(Decrease) Increase in short-term loans	(37,241)	589,153
Increase in short-term notes and bills payable	256,991	-
Decrease in short-term notes and bills payable	(212,000)	-
Increase in long-term loans	-	1,022,390
Repayments of long-term loans	(426,455)	(1,311,545)
Cash payments for the principal portion of the lease liability	(22,433)	(7,441)
Cash dividends	(481,803)	(674,703)
Issuance of common stock for cash	-	608,000
Interest paid	(64,477)	(30,282)
Net cash (used in) provided by financing activities	(987,418)	195,572
Effect of exchange rate changes on cash and cash equivalents	21,289	(5,567)
Net (Decrease) in cash and cash equivalents	197,759	(175,871)
Cash and cash equivalents at beginning of year	193,740	369,611
Cash and cash equivalents at end of year	\$391,499	\$193,740

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

Independent Auditors' Report

To Jia Wei Lifestyle, Inc.

Opinion

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

In our opinion, the parent company only financial statements referred to above present fairly, in all material respects, the parent company only financial position of the Company as of 31 December 2022 and 2021, and their parent company only financial performance and cash flows for the years ended 31 December 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 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. Based on our audits and the reports of other auditors, 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 most significant 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.

1. Revenue Recognition

The main source of revenue for the Company is the sale of household goods and recognized by the Company amounted to \$5,457,600 thousand. Since the products are mainly for overseas companies and shipped by sea, the revenue is recognized when the ownership and control of the promised goods are transferred to the customer and the performance obligation is fulfilled, we therefore considered this a key audit matter.

Our audit procedures included (but were not limited to), understanding and testing the effectiveness of internal control in the sales cycle at the time of revenue recognition, selecting samples (including the newly added top ten customers in this period) to perform test of control, selecting samples to perform test of details, such as check sales orders, finished product delivery orders, sales invoices, export declarations and subsequent payments, etc., including checking whether the sales was appropriately recognized and the recipient of the payment is the same company, performing cut-off tests before and after the balance sheet date, performing analytical procedures on sales products, regions, monthly sales revenue and gross profit margin. We also considered the appropriateness of disclosures of operating revenue in Notes 4.(17) and 6.(15) to the parent company only financial statements.

2. Loss allowance for accounts receivable

As of 31 December 2022, the Company's accounts receivable and loss allowance amounted to \$1,048,786 thousand and \$19,155 thousand, respectively. The net accounts receivable accounted for 21% of the total assets. Since the loss allowance for receivables 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 accounting aging schedule and the loss rate of each aging interval. 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) analyzing the appropriateness of the grouping method of accounts receivable; understanding the appropriateness of the management's provision of allowances for bad debts; testing the provision matrix the Company and its subsidiaries adopted, including assessing whether the aging interval is reasonably determined; testing the statistical information related to the average loss rate based on the monthly roll rate, and assessing its reasonableness; selecting samples to perform test the correctness of the aging; selecting samples to check the collection situation after the period of accounts receivable and assessing the recoverability. We also considered the appropriateness of the disclosures regarding the expected credit impairment loss of accounts receivable in Notes 4.(7), 5.(2) and 6.(16) of the parent company only financial statements.

3. Impairment assessment of investments accounted for using equity method

As of 31 December 2022, the reinvestment amount was material and goodwill was generated with the reinvestment. While the amount was material using the equity method, impairment assessment was based on the assessment of management, which also involved accounting assumptions, we therefore considered this a key Audit matter.

Our audit procedures included (but not limited to), understanding and evaluating the rationality of the management 's basis and procedures for assessing the impairment of the asset, including analyzing the sales model and regions involved; evaluating the management's assessment approaches and assumptions of value in use; involving internal expert to assist us in evaluating the reasonableness of key assumptions used by management such as discount rates , involving internal expert to assist us in evaluating the reasonableness of key components of discount rates such as cost of equity, company -specific risk premium and market risk premium by comparing them to other companies of similar size with the cash-generating units; interviewing management and assessing the reasonableness of assumptions used in their model such as gross margin, growth rates, and the expected future market and economic conditions; comparing the actual financials to date with previously forecast financials and analyzing the Company's historical data and performance to assess the reasonableness of the cash flow forecast. We also considered the appropriateness of disclosures of investments accounted for using equity method in Notes 4.(11), 5.(3) and 6.(5) to the 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 requirements of 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 the basis of these parent company only financial statements.

As part of an audit in accordance with the Standards on Auditing of 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 to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of 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.

Chen,Cheng-Chu

Lee,Fang-Wen

Ernst & Young, Taiwan

24 March 2023

Notice to Readers

The accompanying parent company only financial statements are intended only to present the parent company only 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 parent company only financial statements are those generally accepted and applied in the Republic of China.

Accordingly, the accompanying financial statements and report of independent accountants 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, Ernst & Young 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.

English Translation of the parent company only Financial Statements originally issued in Chinese

JIA WEI LIFESTYLE INC.

PARENT COMPANY ONLY BALANCE SHEETS

31 December 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

Assets	Notes	31 December 2022		31 December 2021	
		Amount	%	Amount	%
Current assets					
Cash and cash equivalents	4,6(1),12	\$313,028	6	\$127,256	3
Accounts receivable, net	4,6(2),12	914,111	19	922,217	18
Accounts receivable-related parties, net	4,6(2),7	115,520	2	315,700	6
Other receivables	4,12	35,757	1	27	0
Other receivables-related parties	7,12	663,361	14	556,590	11
Current tax assets	4	-	-	8,456	0
Inventories	4,6(3)	709	0	-	-
Prepayments	4,6(4),7	137,069	3	186,150	4
Other financial assets, current	8,12	131,801	3	370,290	8
Other current assets, current		297	0	-	-
Total current assets		2,311,653	48	2,486,686	50
Non-current assets					
Investments accounted for under the equity method	4,6(5)	2,528,864	51	2,417,873	48
Property, plant and equipment	4,6(6)	7,820	0	9,882	0
Right-of-use assets	4,6(17)	4,872	0	9,677	0
Deferred tax assets	4,6(21)	55,789	1	78,297	2
Refundable deposits	12	2,675	0	3,186	0
Other non - current assets		222	0	-	-
Total non - current assets		2,600,242	52	2,518,915	50
Total Assets		\$4,911,895	100	\$5,005,601	100

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

English Translation of the parent company only Financial Statements originally issued in Chinese

JIA WEI LIFESTYLE INC.

PARENT COMPANY ONLY BALANCE SHEETS

31 December 2022 and 2021

(Amounts in thousands of New Taiwan Dollars)

Liabilities and Equity	Notes	31 December 2022		31 December 2021	
		Amount	%	Amount	%
Current liabilities					
Short-term loans	6(8),8	\$1,332,313	27	\$1,369,554	27
Short-term notes payable	6(9)	44,991	1	-	-
Contract liabilities- current	4,6(15)	12,648	0	17,732	1
Accounts payable	12	7,169	0	12,926	1
Accounts payable-related parties	7,12	424,612	9	317,896	6
Other payables	4,6(11),7,12	253,255	5	272,330	5
Provisions	4,6(21)	123,120	3	6,680	0
Current portion of long-term loans	6(10)	60,000	1	269,845	5
Lease liabilities-Current	4,6(17)	4,745	0	5,088	0
Other current liabilities		14,389	0	4,982	0
Total current liabilities		2,277,242	46	2,277,033	45
Non-current liabilities					
Long-term loans	6(10)	230,390	5	447,000	9
Deferred tax liabilities	4,6(21)	6,730	0	-	-
Lease liabilities-Non current	4,6(17)	299	0	4,818	0
Total non-current liabilities		237,419	5	451,818	9
Total liabilities		2,514,661	51	2,728,851	54
Equity attributable to the parent company	6(13)				
Capital					
Common stock		803,004	16	803,004	16
Additional paid-in capital		682,138	14	682,138	14
Retained earnings					
Legal reserve		179,454	4	124,150	2
Special reserve		-	-	37,984	1
Undistributed earnings		723,175	15	657,541	14
Total retained earnings		902,629	19	819,675	17
Other equity		9,463	0	(28,067)	(1)
Total equity		2,397,234	49	2,276,750	46
Total liabilities and equity		\$4,911,895	100	\$5,005,601	100

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

English Translation of the parent company only Financial Statements originally issued in Chinese

JIA WEI LIFESTYLE INC.

PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME

For the years ended 31 December 2022 and 2021

(Amounts in thousands of New Taiwan Dollars)

Item	Notes	2022		2021	
		Amount	%	Amount	%
Net revenue	4,6(15),7	\$5,457,600	100	\$5,332,663	100
Cost of good sold	4,6(3),7	(3,956,815)	(73)	(3,989,168)	(75)
Unrealized gross profit (loss)		15,830	0	(24,213)	(0)
Gross profit		1,516,615	27	1,319,282	25
Operating expenses	4,6(18)				
Sales and marketing expenses	7	(539,256)	(10)	(364,079)	(7)
General and administrative expenses		(179,911)	(3)	(146,420)	(3)
Research and development expenses		(33,258)	(1)	(26,496)	(0)
Expected credit impairment gains (losses)	4,6(16)	566	0	(2,339)	(0)
Subtotal		(751,859)	(14)	(539,334)	(10)
Operating income		764,756	13	779,948	15
Non-operating income and expense	4,6(19)				
Interest income		4,172	0	240	0
Other income	7	24,232	0	2,732	0
Other gains and losses		117,774	2	1,112	0
Finance costs		(42,847)	(1)	(49,357)	(1)
Share of profit or loss of associates	4,6(5)	(160,299)	(3)	(133,658)	(3)
Subtotal		(56,968)	(2)	(178,931)	(4)
Income from continuing operations before income tax		707,788	11	601,017	11
Income tax (expense)	4,6(21)	(143,031)	(3)	(18,436)	(0)
Profit from continuing operations		564,757	8	582,581	11
Other comprehensive income					
Items that may be reclassified subsequently to profit or loss:					
Exchange differences on translation of foreign operations	4,6(5),6(20)	46,912	1	(14,305)	(0)
Income tax related to items that may be reclassified subsequently		(9,382)	(0)	1,270	0
Subtotal		37,530	1	(13,035)	(0)
Total comprehensive income		\$602,287	9	\$569,546	11
Earnings per share (NTD)	6(22)				
Earnings per share-basic		\$7.03		\$7.74	
Earnings per share-diluted		\$6.98		\$7.71	

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

English translation of the parent company only Financial Statements originally issued in Chinese

JIA WEI LIFESTYLE INC.

PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY

For the years ended 31 December 2022 and 2021

(Amounts in thousands of New Taiwan Dollars)

Items	Common Stock	Additional Paid-in Capital	Retained Earnings			Other Equity	Total	Total Equity
			Legal reserve	Special Reserve	Unappropriated Earnings	Exchange Differences on Translation of Foreign Operations		
Balance as of 1 January 2021	\$723,004	\$149,027	\$18,791	-	\$723,100	(\$15,032)	\$1,598,890	\$1,598,890
Legal reserve	-	-	105,359	-	(105,359)	-	-	-
Special reserve	-	-	-	\$37,984	(37,984)	-	-	-
Cash dividends	-	-	-	-	(504,797)	-	(504,797)	(504,797)
Share-based payment transaction	-	5,111	-	-	-	-	5,111	5,111
Net income for the year ended 31 December 2021	-	-	-	-	582,581	-	582,581	582,581
Other comprehensive income, net of tax for the year ended 31 December 2021	-	-	-	-	-	(13,035)	(13,035)	(13,035)
Total comprehensive income	-	-	-	-	582,581	(13,035)	569,546	1,139,092
Issuance of common stock for cash	80,000	528,000	-	-	-	-	608,000	608,000
Balance as of 31 December 2021	\$803,004	\$682,138	\$124,150	\$37,984	\$657,541	(\$28,067)	\$2,276,750	\$2,846,296
Balance as of 1 January 2022	\$803,004	\$682,138	\$124,150	37,984	\$657,541	(\$28,067)	\$2,276,750	\$2,276,750
Legal reserve	-	-	55,304	-	(55,304)	-	-	-
Cash dividends	-	-	-	-	(481,803)	-	(481,803)	(481,803)
Reversal of special reserve	-	-	-	(37,984)	37,984	-	-	-
Net income for the year ended 31 December 2022	-	-	-	-	564,757	-	564,757	564,757
Other comprehensive income, net of tax for the year ended 31 December 2022	-	-	-	-	-	37,530	37,530	37,530
Total comprehensive income	-	-	-	-	564,757	37,530	602,287	602,287
Balance as of 31 December 2022	\$803,004	\$682,138	\$179,454	-	\$723,175	\$9,463	\$2,397,234	\$2,397,234

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

English translation of the parent company only Financial Statements originally issued in Chinese

JIA WEI LIFESTYLE INC.

PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS

For the years ended 31 December 2022 and 2021

(Amounts in thousands of New Taiwan Dollars)

Items	2022	2021	Items	2022	2021
Cash flows from operating activities:			Cash flows from investing activities:		
Net income before tax	\$707,788	\$601,017	Acquisition of investments accounted for equity method	(208,548)	(468,731)
Adjustments to reconcile net income before tax to net cash provided by operating activities:			Disposal of investments using the equity method	-	15,360
Income and expense adjustments:			Acquisition of property, plant and equipment	(3,854)	(1,762)
Depreciation	10,988	8,179	Disposal of property, plant and equipment	-	6
Expected credit impairment (gains) losses	(566)	2,339	Decrease (Increase) in refundable deposits	511	(2,444)
Interest expense	42,847	49,357	Decrease (Increase) in other financial assets - others	238,489	(243,375)
Interest income	(4,172)	(240)	(Increase) in non-current assets	(222)	-
Share-based payment	-	5,111	Net cash provided by (used in) investing activities	26,376	(700,946)
Share of loss of associates accounted for using equity	160,299	133,658			
Loss on disposal of property, plant and equipment	-	992	Cash flows from financing activities:		
Unrealized gross (profit) loss	(15,830)	24,213	(Decrease) Increase in short-term loans	(37,241)	589,153
Changes in operating assets and liabilities:			Increase in short-term notes payable	256,991	-
Accounts receivable	8,672	(75,583)	Decrease in short-term notes payable	(212,000)	-
Accounts receivable-related parties	200,180	(173,144)	Increase in long-term loans	-	1,022,390
Other receivables	(35,649)	649	Repayments of long-term loans	(426,455)	(1,311,545)
Other receivables-related parties	(106,771)	(70,443)	Cash payments for the principal portion of the lease liability	(5,129)	(3,948)
Inventories	(709)	-	Issuance of common stock for cash	-	608,000
Prepayments	49,081	(135,352)	Cash dividends	(481,803)	(674,703)
Other current assets	(297)	-	Interest paid	(62,013)	(28,921)
Contract liabilities	(5,084)	8,524	Net cash (used in) provided by financing activities	(967,650)	200,426
Accounts payable	(5,757)	1,495			
Accounts payable-related parties	106,716	(27,681)			
Other payables	91	16,375			
Other payables-related parties	-	-	Net increase (decrease) in cash and cash equivalents	185,772	(154,217)
Other current liabilities	9,407	(15,929)	Cash and cash equivalents at beginning of year	127,256	281,473
Cash generated from operations	1,121,234	353,537	Cash and cash equivalents at end of year	\$313,028	\$127,256
Interest received	4,091	290			
Income tax refund (paid)	1,721	(7,524)			
Net cash provided by operating activities	1,127,046	346,303			

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

Jia Wei Lifestyle, Inc.
Audit Committee's Review Report

The Audit Committee has reviewed the consolidated financial report and individual financial report for 2022, together with the business report and earnings distribution statement prepared by the Board of Directors of Jia Wei and found no inconsistency in these materials in accordance with Article 14-4 of the Securities Exchange Act and Article 219 of the Company Act. Please verify.

Jia Wei Lifestyle, Inc.

Convener of the Audit Committee: Shou-Te Hsu

March 24, 2023

Jia Wei Lifestyle, Inc.
Comparison Table on Revision of Rules of Procedure
for the Board of Directors (1)

Revised Content	Current Content	Note
<p>Article 3 : The board of directors shall meet at least quarterly. A notice of the reasons for convening a board meeting shall be given to each director before 7 days before the meeting is convened. In emergency circumstances, however, a board meeting may be called on shorter notice. All matters set forth under Article 12, paragraph 1 of these Rules shall be specified in the notice of the reasons for convening a board meeting. None of those matters may be raised by an extraordinary motion. The notice to be given under the preceding paragraph may be effected by means of written notice, E-mail and Fax.</p>	<p>Article 3 : The board of directors shall meet at least quarterly. A notice of the reasons for convening a board meeting shall be given to each director before 7 days before the meeting is convened. In emergency circumstances, however, a board meeting may be called on shorter notice. All matters set forth under Article 12, paragraph 1 of these Rules, <u>except in cases of emergency or justifiable cause</u>, shall be specified in the notice of the reasons for convening a board meeting. None of those matters may be raised by an extraordinary motion. The notice to be given under the preceding paragraph may be effected by means of written notice, E-mail and Fax.</p>	Amendments in line with laws
<p>Article 12 : The matters listed below as they relate to this Corporation shall be raised for discussion at a board meeting :</p> <ol style="list-style-type: none"> 1. The Corporation's business plan. 2. Annual financial reports and second quarter financial reports that must be audited and attested by a CPA. 3. Adoption or amendment of an internal control system pursuant to Article 14-1 of the Securities and Exchange Act and assessment of the effectiveness of the internal control system. 4. Adoption or amendment, pursuant to Article 36-1 of the Securities and Exchange Act, of any handling procedures for material financial or business transactions, such as the acquisition or disposal of assets, derivatives trading, loans of funds to others, and endorsements or guarantees for others. 5. The offering, issuance, or private placement of equity-type securities. 	<p>Article 12 : The matters listed below as they relate to this Corporation shall be raised for discussion at a board meeting :</p> <ol style="list-style-type: none"> 1. The Corporation's business plan. 2. Annual financial reports and second quarter financial reports that must be audited and attested by a CPA. 3. Adoption or amendment of an internal control system pursuant to Article 14-1 of the Securities and Exchange Act and assessment of the effectiveness of the internal control system. 4. Adoption or amendment, pursuant to Article 36-1 of the Securities and Exchange Act, of any handling procedures for material financial or business transactions, such as the acquisition or disposal of assets, derivatives trading, loans of funds to others, and endorsements or guarantees for others. 5. The offering, issuance, or private placement of equity-type securities. 	Amendments in line with laws

Jia Wei Lifestyle, Inc.
Comparison Table on Revision of Rules of Procedure
for the Board of Directors (2)

Revised Content	Current Content	Note
<p><u>6. If there is no managing director on the board of directors, the appointment and dismissal of the chairperson.</u></p> <p>7. The appointment or discharge of a financial, accounting, or internal audit officer.</p> <p>8. A donation to a related party or a major donation to a non-related party, provided that a public-interest donation of disaster relief that is made for a major natural disaster may be submitted to the following board of directors meeting for retroactive recognition.</p> <p>9. Any matter that, under Article 14-3 of the Securities and Exchange Act or any other law, regulation, or bylaw, must be approved by resolution at a shareholders meeting or board meeting, or any material matter as may be prescribed by the competent authority.</p> <p>The term "related party" in subparagraph 8 of the preceding paragraph means a related party as defined in the Regulations Governing the Preparation of Financial Reports by Securities Issuers. The term "major donation to a non-related party" means an individual donation, or cumulative donations within a 1-year period to a single recipient, at an amount of NTD 100 million or more, or at an amount equal to or greater than 1 percent of net operating revenue or 5 percent of paid-in capital as stated in the CPA-attested financial report for the most recent year.</p> <p>The term "within a 1-year period" in the preceding paragraph means a period of 1 year calculated retroactively from the date on which the current board of directors meeting is convened. Amounts already submitted to and passed by a resolution of the board are exempted from inclusion in the calculation.</p>	<p><u>New addition</u></p> <p>6. The appointment or discharge of a financial, accounting, or internal audit officer.</p> <p>7. A donation to a related party or a major donation to a non-related party, provided that a public-interest donation of disaster relief that is made for a major natural disaster may be submitted to the following board of directors meeting for retroactive recognition.</p> <p>8. Any matter that, under Article 14-3 of the Securities and Exchange Act or any other law, regulation, or bylaw, must be approved by resolution at a shareholders meeting or board meeting, or any material matter as may be prescribed by the competent authority.</p> <p>The term "related party" in subparagraph 7 of the preceding paragraph means a related party as defined in the Regulations Governing the Preparation of Financial Reports by Securities Issuers. The term "major donation to a non-related party" means an individual donation, or cumulative donations within a 1-year period to a single recipient, at an amount of NTD 100 million or more, or at an amount equal to or greater than 1 percent of net operating revenue or 5 percent of paid-in capital as stated in the CPA-attested financial report for the most recent year.</p> <p>The term "within a 1-year period" in the preceding paragraph means a period of 1 year calculated retroactively from the date on which the current board of directors meeting is convened. Amounts already submitted to and passed by a resolution of the board are exempted from inclusion in the calculation.</p>	<p>Amendments in line with laws</p>

Jia Wei Lifestyle, Inc.
Comparison Table on Revision of Rules of Procedure
for the Board of Directors (3)

Revised Content	Current Content	Note
<p>In the case of a foreign issuer whose shares have no par value or a par value other than NT\$ 10, 2.5 percent of shareholders' equity shall be substituted for the calculation of the amount equal to 5 percent of paid-in capital required under the second paragraph.</p> <p>At least one independent director of this Corporation shall attend the meeting in person. With respect to the matters which must be approved by resolutions at a board meeting as provided in the first paragraph, any and all independent directors shall attend the meeting. Where an independent director is unable to attend the meeting, that independent director shall appoint another independent director to attend the meeting as proxy. If an independent director objects to or expresses reservations about such a matter, it shall be recorded in the board meeting minutes; if an independent director intends to express an objection or reservation but is unable to attend the meeting in person, then unless there is a legitimate reason to do otherwise, that director shall issue a written opinion in advance, which shall be recorded in the board meeting minutes.</p>	<p>In the case of a foreign issuer whose shares have no par value or a par value other than NT\$ 10, 2.5 percent of shareholders' equity shall be substituted for the calculation of the amount equal to 5 percent of paid-in capital required under the second paragraph.</p> <p>At least one independent director of this Corporation shall attend the meeting in person. With respect to the matters which must be approved by resolutions at a board meeting as provided in the first paragraph, any and all independent directors shall attend the meeting. Where an independent director is unable to attend the meeting, that independent director shall appoint another independent director to attend the meeting as proxy. If an independent director objects to or expresses reservations about such a matter, it shall be recorded in the board meeting minutes; if an independent director intends to express an objection or reservation but is unable to attend the meeting in person, then unless there is a legitimate reason to do otherwise, that director shall issue a written opinion in advance, which shall be recorded in the board meeting minutes.</p>	Amendments in line with laws
<p>Article 18 : The provisions of Articles 2 to 6, Articles 8 to 11, and Articles 13 to 16 apply, mutatis mutandis, to this Corporation's meetings of the board of managing directors. <u>The provisions of Articles 3, paragraph 1 shall apply mutatis mutandis to the appointment and dismissal of the chairperson.</u></p>	<p>Article 18 : The provisions of Articles 2 to 6, Articles 8 to 11, and Articles 13 to 16 apply, mutatis mutandis, to this Corporation's meetings of the board of managing directors. <u>New addition.</u></p>	Amendments in line with laws

Jia Wei Lifestyle, Inc.
Comparison Table on Revision of the Code of Practice on Sustainable
Development

Revised Content	Current Content	Note
<u>Article 27-1:</u> <u>The Company shall continue to help support</u> <u>cultural activities or the cultural and creative</u> <u>industry to promote cultural development by</u> <u>donating, sponsoring, investing, purchasing,</u> <u>strategic partnership, voluntary corporate</u> <u>technical services, or other support modes.</u>	<u>New addition</u>	Amendments in line with laws

Jia Wei Lifestyle, Inc.
Statement of Earnings Distribution
2022

Unit: NT\$

Beginning undistributed earnings	403,980,548
Plus: Net income after tax	564,756,375
Less: Provision for statutory surplus reserves (10%) (Note 1)	(56,475,638)
Provision for special surplus reserves-Other equity deductions (Note 2)	28,066,435
Surplus available for distribution	940,327,720
Distribution Items	
Shareholder dividends: Cash	
Allocation for the 1st half of 2022 (Board meeting on Nov. 11, 2022) (Note 3)	(240,901,245)
Allocation for the 2nd half of 2022 (Board meeting on March 24, 2023) (Note 4)	(401,502,075)
Shareholder dividends: Stocks	0
Undistributed earnings at the end of the period	297,924,400

Note 1: (Net after-tax profit of the current period is NT\$ 564,756,375, plus items other than net after-tax profit of the current period are included in the undistributed surplus of the current year of NT\$ 0)*10%=NT\$ 56,475,638

Note 2: Net other equity was NT\$ 9,462,964 , therefore there is no need to withdraw special surplus reserve and reverse the already withdrawn special surplus reserve NT\$ 28,066,435 for the period.

Note 3: The allocated surplus for 2021 was NT\$ 240,901,245, which can be translated into the cash dividend of NT\$ 3 per share (NT\$ 3,000 per thousand shares).

Note 4: The allocated surplus for 2022 was NT\$ 401,502,075, which can be translated into the cash dividend of NT\$ 5 per share (NT\$ 5,000 per thousand shares).

Person in Charge: Vincent Chen

Manager: David Wu

Chief Accountant: Kelly Ko

Jia Wei Lifestyle, Inc.

Comparison Table on Revision of the Articles of Incorporation (1)

Revised Content	Current Content	Note
8. The shareholders' meeting of the Company is categorized as annual meeting and extraordinary meeting, the former of which shall be <u>convened</u> within six months after the end of each fiscal year by the board of directors according to law, and the latter convened according to law when necessary.	8. The shareholders' meeting of the Company is categorized as annual meeting and extraordinary meeting, the former of which shall be <u>held</u> within six months after the end of each fiscal year, and the latter convened according to law when necessary.	Amendments in wording in accordance with laws
<u>10-1 When this Corporation holds a shareholder meeting, it shall adopt exercise of voting rights by electronic means and may adopt exercise of voting rights by correspondence. When voting rights are exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders meeting notice. A shareholder exercising voting rights by correspondence or electronic means will be deemed to have attended the meeting in person. Voting shall be conducted in accordance with the relevant laws and regulations.</u>		New addition
22. <u>Deleted</u> If <u>the Company has</u> any profit in the year (i.e. profit before tax before deduction of remuneration allocated to employees and directors), Jia Wei shall allocate no less than 3% of the profit as employee's remuneration, which shall be distributed by shares or cash by the resolution of the Board of directors, including employees of subsidiaries meeting the requirements of laws and regulations. In addition, Jia Wei shall allocate no more than 5% of the profit as director's remuneration.	22. <u>The Company's profits distribution or appropriation for making up for losses may be performed after the end of each quarter. The profits shall be distributed in cash and shall be processed based on a resolution of the Board of Directors in accordance with Article 228-1 and Article 240, Paragraph 5 of the Company Act. The proposal shall also be reported to the shareholder's meeting but the submission shall not be required.</u> If there is any profit in the year (i.e. profit before tax before deduction of remuneration allocated to employees and directors), Jia Wei shall allocate no less than 3% of the profit as employee's remuneration, which shall be distributed by shares or cash by the resolution of the Board of directors, including employees of subsidiaries meeting the requirements of laws and regulations. In addition, Jia Wei shall allocate no more than 5% of the profit as director's remuneration.	Amended due to business needs

Jia Wei Lifestyle, Inc.

Comparison Table on Revision of the Articles of Incorporation (2)

Revised Content	Current Content	Note
<p>However, if there are still accumulated losses, Jia Wei shall reserve the amount to be covered in advance, and then allocate employees' and Directors' compensation in proportion as stipulated in the preceding paragraph. The allocation of employees' and Directors' compensation shall be reported to the shareholders' meeting.</p> <p><u>Deleted</u></p> <p>If <u>the Company has</u> any surplus in the annual general report, Jia Wei shall first pay taxes and make up for the accumulated losses, and then withdraw 10% of the surplus for the statutory surplus reserve, except when the statutory surplus reserve has reached the paid-in capital of Jia Wei. If necessary, the special surplus reserve shall be withdrawn or reversed in accordance with the law. The surplus if any plus the accumulated undistributed surplus of the previous quarter shall be deemed as surplus available for distribution. The Board of Directors shall prepare a surplus distribution plan. <u>In accordance with Article 240, paragraph 5 of the Company Law, Jia Wei authorizes the shareholder dividends may be paid in cash after a resolution has been adopted by a majority vote at a meeting of the board of directors attended by two-thirds of the total number of directors; and in addition thereto a report of such distribution shall be submitted to the shareholders' meeting.</u></p>	<p>However, if there are still accumulated losses, Jia Wei shall reserve the amount to be covered in advance, and then allocate employees' and Directors' compensation in proportion as stipulated in the preceding paragraph. The allocation of employees' and Directors' compensation shall be reported to the shareholders' meeting.</p> <p><u>If there are earnings distribution half fiscal year, the payable tax shall be estimated and retained and deficits shall be made up in accordance with laws. Then, 10% of the earnings shall be allocated as the statutory capital reserve. However, when the statutory capital reserve has reached the Company's paid-in capital, the aforementioned ratio does not apply. The special capital reserve shall be withdrawn or revolved when necessary, and any earnings plus the accumulated undistributed earnings in the previous quarter shall be added as shareholders' bonus. The Board of Directors shall prepare the distribution proposal after reserving earnings as operation needs, and submit to the shareholders' meeting for resolution of distribution of shareholder dividends.</u></p> <p>If there is any surplus in the annual general report, Jia Wei shall first pay taxes and make up for the accumulated losses, and then withdraw 10% of the surplus for the statutory surplus reserve, except when the statutory surplus reserve has reached the paid-in capital of Jia Wei. If necessary, the special surplus reserve shall be withdrawn or reversed in accordance with the law. The surplus if any plus the accumulated undistributed surplus of the previous quarter shall be deemed as surplus available for distribution. The Board of Directors shall prepare a surplus distribution plan. When the surplus is to be distributed in cash, the proposal <u>shall be</u> approved by the Board of Directors.</p>	<p>Amended due to business needs</p>

Jia Wei Lifestyle, Inc.

Comparison Table on Revision of the Articles of Incorporation (3)

Revised Content	Current Content	Note
<p>When surplus is to be distributed by issuing new shares, the proposal shall be submitted to the shareholders' meeting for resolution before distribution.</p> <p>The Company may, with due consideration to financial, business, or operation factors, appropriate all or a part of the <u>statutory surplus reserve or Additional Paid-In Capital</u> to issue new shares or distribute cash to shareholders in accordance with the laws or the regulations of the competent authority. <u>Jia Wei authorizes the profits may be paid in cash after a resolution has been adopted by a majority vote at a meeting of the board of directors attended by two-thirds of the total number of directors.</u> The proposal shall also be reported to the shareholder's meeting.</p> <p>Dividend policies</p> <p>Jia Wei is in an industry with constantly changing environment. When allocating surplus, Jia Wei shall examine Jia Wei's financial structure and the needs of its expected future expenditures, and distribute surplus according to laws and the Articles of Association. The amount of surplus distribution shall account for more than 20% of the surplus available for distribution, of which the cash dividends distributed shall not be less than 10% of the total dividend distribution.</p>	<p>When surplus is to be distributed by issuing new shares, the proposal shall be submitted to the shareholders' meeting for resolution before distribution.</p> <p>The Company may, with due consideration to financial, business, or operation factors, appropriate all or a part of the reserve to issue new shares or distribute cash to shareholders in accordance with the laws or the regulations of the competent authority. <u>Where profits are distributed in cash, it may be processed based on a resolution of the Board of Directors in accordance with Article 241 of the Company Act.</u> The proposal shall also be reported to the shareholder's meeting <u>but the ratification of the shareholder's meeting shall not be required.</u></p> <p>Dividend policies</p> <p>Jia Wei is in an industry with constantly changing environment. When allocating surplus, Jia Wei shall examine Jia Wei's financial structure and the needs of its expected future expenditures, and distribute surplus according to laws and the Articles of Association. The amount of surplus distribution shall account for more than 20% of the surplus available for distribution, of which the cash dividends distributed shall not be less than 10% of the total dividend distribution.</p>	Amended due to business needs
<p>25. The Articles of Incorporation were established on April 15, 2005.</p> <p>The 17th amendment was made on April 23, 2021.</p> <p><u>The 18th amendment was made on May 29, 2023.</u></p>	<p>25. The Articles of Incorporation were established on April 15, 2005.</p> <p>The 17th amendment was made on April 23, 2021.</p>	Amendment date and times added

Jia Wei Lifestyle, Inc.
New Posts of the Current Directors and Their Proxies

Title	Name	Currently Holding Concurrent Posts in Other Companies	Main Business of the Company
Chairman of the Board	Representative of HSIN-FU INVESTMENTS LIMITED: Vincent Chen	Chairman of the Board of BAI-SHI-FU Investment Limited	Investment Industry
Director	Representative of SMART INVESTMENTS LIMITED: David Wu	Director and Secretary of Treasure Plus Global Inc.	Investment Industry
Director	Representative of HSIN-FU INVESTMENTS LIMITED: Li- Hua Wu	Representative of DA-FA Universal Investment Limited	Investment Industry
Director	Representative of SMART INVESTMENTS LIMITED: Ray Hou	Independent Director of MOSPEC SEMICONDUCTOR CORP.	Electronic Component Manufacturing, Computer and Peripheral Equipment Manufacturing, International Trade

Appendices

Jia Wei Lifestyle, Inc.
Rules of Procedure for Shareholders' Meeting

Article 1: In order to establish a good governance system of shareholder meetings, improve supervision functions and strengthen management functions of the Company, these rules are made in accordance with the provisions of Article 5 of Corporate Governance Best Practice Principles for TWSE/TPEx Listed Companies.

Article 2: The rules for procedure of the shareholders' meetings of the Company shall be subject to these Rules, unless otherwise specified by laws or regulations.

Article 3: The shareholders' meeting of the Company shall be convened by the Board of Directors unless otherwise specified by laws.

The Company shall upload the electronic version of the meeting notice for the shareholders' meeting, paper for the power of attorney, the proposals, discussions, election or dismissal of Directors to the Market Observation Post System 30 days before the annual meeting of shareholders, or 15 days before the extraordinary shareholders' meeting. Meanwhile, the Company shall upload the electronic version of the handbook for shareholders' meeting and supplementary information to the Market Observation Post System 21 days before the annual shareholders' meeting or 15 days before the extraordinary shareholders' meeting. The Company shall prepare the handbook for shareholders' meeting and supplementary information for shareholders' reference 15 days before the convention of a shareholders' meeting; keep one copy of the handbook in the Company and another in the professional stock agencies entrusted by the Company so that it is accessible to shareholders, and issue them at the shareholders' meeting.

The meeting notice and public announcements shall state the reasons for convening the meeting, and the information may be announced in electronic means.

Election or dismissal of directors or supervisors, amendments to the articles of incorporation, reduction of capital, application for the approval of ceasing its status as a public company, approval of competing with the company by directors, surplus profit distributed in the form of new shares, reserve distributed in the form of new shares, the dissolution, merger, or demerger of the corporation, or any matter under "Article 185, paragraph 1 of the Articles of Incorporation," "Article 26, paragraph 1 and Article 43, paragraph 6 of the Securities and Exchange Act," or "Article 56, paragraph 1 and Article 60, paragraph 2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers," shall be set out and the essential contents explained in the notice of the reasons for convening the shareholders meeting. None of the above matters may be raised by an extraordinary motion. Where the notice of the reasons for convening the shareholders meeting already specifies the election of all Directors and the date elected Directors take office, once the election is completed in the shareholders' meeting, the date the elected

Directors take office may not be changed by motions or other methods in the same meeting.

Shareholders holding 1% or more of the total number of outstanding shares of the Company may submit a written proposal to the Company for discussion at a regular shareholders' meeting. However, only one matter shall be allowed in each single proposal. If a proposal contains more than one matter, such proposal shall not be included in the agenda. In addition, when the circumstances of any subparagraph of "Article 172-1, Paragraph 4 of the Company Act" apply to a proposal put forward by a shareholder, the Board of Directors may exclude it from the agenda. Shareholders may submit proposed proposals to urge the Company to promote the public interest or fulfill its social responsibilities. The procedures shall be limited to one item in accordance with the "Article 172-1 of the Company Act". Any proposal in excess shall be excluded from the agenda.

Prior to the book closure date before the convention of a regular shareholders' meeting, the Company shall give a public notice announcing the place and the period for shareholders to submit proposals to be discussed at the meeting and the method for submitting the proposals in writing or in electronic format; the period for accepting such proposals shall not be less than 10 days.

The number of words of a proposal to be submitted by a shareholder shall be limited to not more than 300 words, and any proposal containing more than 300 words shall not be included in the agenda of the shareholders' meeting. The shareholder who has submitted a proposal shall attend, in person or by a proxy, the annual shareholders' meeting and shall take part in the discussion of such proposal.

The Company shall inform the shareholder who advances the proposal of the results before the date of convening the shareholders' meeting, and shall list the proposals which are in accordance with this Article in the meeting notice. With regard to the proposals submitted by shareholders but not included in the agenda of the meeting, the cause of exclusion of such proposals and explanation shall be made by the Board of Directors at the shareholders' meeting.

Article 4: Shareholders may provide the power of attorney issued by the Company, specify the scope of authorization at each shareholder meeting, and entrust a proxy to attend the shareholders' meeting.

A shareholder shall issue a power of attorney and entrust one proxy only, and shall deliver the power of attorney to the Company five days before the shareholders' meeting; if more than one powers of attorney are delivered, the earliest one received by the Company shall prevail. However, a statement to revoke an earlier power of attorney is not subject to the aforementioned rule.

After the power of attorney is delivered to the Company, the shareholder who wants to attend the shareholder meeting in person or exercise the voting rights in writing or electronic means shall cancel the advice of proxy to the Company in writing two

days before the shareholders' meeting. If the shareholder revokes the advice exceeding the time limit, the power of attorney which designates a proxy to attend the meeting and exercise the voting rights shall prevail.

Article 5: The shareholder meeting shall be convened in the place where the Company is located or the place which is convenient for shareholders to be present or appropriate to convene the shareholder meeting. The meeting shall not start earlier than 9:00 a.m. or later than 3:00 p.m., and the place and time of the meeting shall be determined with full consideration of Independent Director's opinions.

Article 6: The shareholders' meeting notice shall include the sign-in time and location as well as other relevant matters.

The time period for accepting attendance registration of shareholders shall be at least 30 minutes prior to the commencement of the meeting. There shall be clear signs at the attendance register and appropriate personnel shall be designated for the registration procedure.

The Company shall prepare an attendance register for the attending shareholders or their proxies (hereinafter referred to as the shareholders) to sign in, or the attending shareholders may hand in the sign-in card instead of signing in.

The Company shall deliver the handbooks, annual reports, attendance cards, speaker's slip, votes and other meeting materials to the shareholders attending the shareholder meeting; if there are Directors to be elected, the ballots shall also be provided.

Shareholders shall attend the shareholders' meeting with the attendance card, sign-in card, or other attendance certificates; the Company shall not arbitrarily require any other certificates to attend the meeting; the solicitor of the powers of attorney shall bring the identity documents for verification.

When a government or legal entity is a shareholder, there may be more than one representative attending the shareholders' meeting. When a legal entity is entrusted to attend the shareholders' meeting, only one representative can be present.

Article 7: If the shareholders' meeting is convened by the Board of Directors, its chairperson shall be the Chairman of the Board. If the Chairman asks for leave or fails to exercise his/her powers for any reason, he/she shall designate a Director as a proxy. If the Chairman does not designate a proxy, the Directors shall elect one from among themselves.

Shareholders' meetings convened by the Board of Directors should be attended by more than half of the board (including at least one Independent Director) and at least one Audit Committee Member in person, and attended by at least one representative member of each functional committee. In addition, a record of attendance shall be made in the minutes of the shareholders' meeting.

If the shareholders' meeting is convened by other conveners other than the Board of Directors, the chairperson shall be the convener, and if there are more than two

conveners, they shall elect one chairperson from among themselves.

The Company may designate the entrusted lawyers, certified public accountants or related personnel to attend the shareholders' meeting.

Article 8: The Company shall record audio or video commencing from the shareholder attendance registrations to the shareholders' meeting, and the voting and ballot counting processes uninterruptedly and retain the recording for at least one year. However, if a shareholder files a lawsuit according to "Article 189 of the Company Act", it shall be kept until the conclusion of the litigation.

Article 9: The attendance of the shareholders' meeting shall be counted based on the number of shares. The number of shares in attendance is calculated based on the attendance register or the sign-in cards handed in plus the number of shares through which the voting rights are exercised in writing or electronic means.

The chairperson shall call the meeting to order at the time scheduled for the meeting, as well as announcing information such as the number of shares with no voting right and shares present. In the event that the meeting is attended by shareholders representing less than half of the total issued shares, the chairperson may announce a postponement of the meeting. However, there may not be more than two postponements in total and the total time accumulated in the postponement(s) shall not exceed one hour. If the quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chair shall declare the meeting adjourned. If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, Paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders' meeting shall be convened within one month.

Before the end of the meeting, if the number of shares representing the shareholders has reached more than half of the total number of issued shares, the chairperson shall re-submit the tentative resolution for a vote by the shareholders' meeting pursuant to Article 174 of the Company Act.

Article 10: In the event that the shareholder meeting is convened by the Board of Directors, the agenda shall be formulated by the Board of Directors. All proposals (including extempore motions and amendments to original proposals) shall be voted on in sequence. The meeting shall be conducted according to the arranged agenda, and shall 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 chairperson may not declare the meeting adjourned prior to completion of

deliberation on the meeting agenda of the preceding two paragraphs (including questions and motions), except by a resolution of the shareholders' meeting. If the chairperson declares the meeting adjourned in violation of the rules of procedure, other members of the Board of Directors shall promptly assist the attending shareholders in electing a new chairperson according to statutory procedures, by agreement of a majority of the votes represented by the attending shareholders, and then continue the meeting.

The chairperson shall provide opportunities for full explanation and discussion of the proposals and the amendments or questions and motions proposed by the shareholders. If the chairperson believes that the proposal can be decided by voting, he/she shall announce the discussion closed and call for a vote. The chairperson shall also arrange adequate time for voting.

Article 11: An attending shareholder shall issue and submit a floor note before speaking at the shareholder meeting. The floor note shall expressly describe the subject of his or her opinions and his or her shareholder account number (or the code of the participation certificate) so that the chairperson may fix the order of speaking. The present shareholders only hand in the speaker's slip but fail to make a speech are deemed to have not made a speech. If the content of the speech is inconsistent with that on the speaker's slip, the content of the speech shall prevail.

Except with the consent of the chairperson, 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 chairperson may terminate the speech.

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

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

After an attending shareholder has spoken, the chairperson may respond in person or designate a directly relevant member of personnel to respond.

Article 12: Voting at a shareholders' meeting shall be calculated based the number of shares.

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

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

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

by attending shareholders.

With the exception of a trust enterprise or a shareholder services agent approved by the competent securities authority, when one person is concurrently appointed as proxy by two or more shareholders, the voting rights represented by that proxy may not exceed 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.

Article 13: A shareholder shall have one vote in respect of each share; however, this limit is not applicable to those who are restricted, or who do not have the right to vote under Paragraph 2, Article 179 of the Company Act.

When the Company convenes a shareholder meeting, the shareholder shall exercise its voting rights via electronic means and the shareholder may also exercise such rights in writing. When exercising its voting rights in writing or electronic means, he/she shall list the method of exercise in the advice of convening shareholder meeting. Shareholders who exercise their voting rights in writing or electronic means are deemed to attend the shareholders' meeting in person. However, the questions and motions of the shareholders' meeting and the amendment to the original proposal are deemed to be a waiver.

A shareholder intending to exercise voting rights by correspondence or electronic transmission under the preceding paragraph shall deliver a written declaration of intent to the Company two days before the date of the shareholders' meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail. However, when a declaration is made to cancel an earlier declaration of intent is not subject to the limits.

After the shareholders exercise their voting rights in writing or electronic means, if they want to attend the shareholders' meeting in person, they shall cancel the intent of exercising voting rights in the preceding paragraph in the same manner as exercising the voting rights two days before the shareholders' meeting; if it is canceled after the time limit, voting rights exercised in writing or via electronic means shall prevail. If the voting rights are exercised in writing or via electronic means and a proxy is entrusted to attend the shareholders' meeting by a power of attorney, the voting rights exercised by the attending entrusted proxy shall prevail. The voting of proposal shall be passed upon the majority of the voting rights of the present shareholders, unless otherwise specified by the Company Act and the Articles of Incorporation. At the time of voting, the total number of voting rights of the present shareholders shall be announced by the chairperson or the personnel who he designates case by case. The shareholders shall vote on each proposal and the results of shareholders' agreement, objection, and abstention shall be entered in the Market Observation Post System.

When there is an amendment or an alternative to the same proposal, the

chairperson shall decide its order of voting with the original proposal. If one of the proposals has been passed, the other proposals are deemed to be vetoed and no further voting is required.

The scrutineer and the counter for the voting of the proposal shall be designated by the chairperson, but the scrutineer shall be a shareholder.

Vote counting in relation to resolutions and elections in shareholder meetings shall be processed publicly in shareholder meetings and the results including statistical weights shall be reported on the spot and shall be recorded in the minutes of the meeting.

Article 14: The election of Directors at the shareholder meeting, if any, shall be handled according to the relevant regulations on election made by the Company, and the voting results shall be announced on the spot including the list of elected Directors and the numbers of votes, as well as the list of unelected Directors and the respective number of votes received.

The ballots for elections referred to in the preceding paragraph shall be sealed and signed by the scrutineer and kept safely for at least one year. However, if a shareholder files a lawsuit according to "Article 189 of the Company Act", it shall be kept until the conclusion of the litigation.

Article 15: The resolutions at the shareholder meeting shall be made into a minute book, signed or sealed by the chairperson, and issued to the shareholders within 20 days after the meeting. The minute book shall be made and issued in electronic means.

The minute book in the preceding paragraph shall be uploaded to the Market Observation Post System in form of announcement.

The minute book shall include the meeting date (mm/dd/yy), place, chairperson's name, resolution method, main points, and voting results (including the tallied number of votes). Where there is an election of Directors, the number of votes of each candidate shall be disclosed. The records shall be kept permanently during the existence of the Company.

Article 16: The Company shall clearly disclose the number of shares solicited by the solicitor and the number of shares of the entrusted agent at the shareholder meeting on the date of the meeting according to the statistical table prepared in the prescribed form.

If the resolutions of the shareholder meeting are of material information stipulated by laws and regulations or Taiwan Stock Exchange Corporation (Taiwan Exchange), the Company shall upload the contents to the Market Observation Post System within the specified time.

Article 17: The conference personnel for the shareholder meeting shall wear an identification card.

The chairperson shall command the proctors or security personnel to maintain the order of the meeting place. The proctors or security personnel shall wear armbands with "Proctor" or identification cards when maintaining the order of the meeting

place.

There is amplification equipment at the meeting place, if the shareholder makes a speech with amplification equipment not provided by the Company, the chairperson shall stop it.

If the shareholders violate the rules of procedure and do not obey the chairperson's rectification, or obstruct the meeting regardless of prevention, the chairperson shall command the proctors or security personnel to take them away from the meeting place.

Article 18: During the meeting, the chairperson shall take a rest according to the time. In case of a force majeure situation occurs, the chairperson shall suspend the meeting temporarily and announce the time to resume the meeting as appropriate.

If the meeting place is unavailable before the completion of proposals (including questions and motions) under the agenda scheduled by the shareholders' meeting, the shareholders' meeting shall resolve to find another site to continue the meeting. The shareholder meeting shall resolve to be postponed or resumed within five days according to Article 182 of the Company Act.

Article 19: These rules are implemented upon the approval of the shareholders' meeting, and the same to the amendments.

History of the "Rules of Procedure for Shareholders' Meeting of Jia Wei Lifestyle, Inc."

1. These rules are made on July 1, 2006.
2. The 1st revision was made on February 1, 2007.
3. The 2nd revision was made on June 17, 2011.
4. The 3rd revision was made on June 19, 2012.
5. The 4th revision was made on June 29, 2015.
6. The 5th revision was made on May 26, 2020.
7. The 6th revision was made on April 23, 2021.

Jia Wei Lifestyle, Inc.

Articles of Incorporation

Chapter I General

Article 1: The Company was organized in accordance with the provisions of the Company Act and was named "Jia Wei Lifestyle, Inc."

Article 2: The Company's businesses are listed as left:

- (I) C601030 Paper Containers Manufacturing.
- (II) C601990 Other Paper Products Manufacturing.
- (III) C805030 Plastic Made Grocery Manufacturing.
- (IV) C805990 Other Plastic Products Manufacturing.
- (V) CA02990 Other Fabricated Metal Products Manufacturing Not Elsewhere Classified.
- (VI) CH01030 Stationery Articles Manufacturing.
- (VII) CH01040 Toys Manufacturing.
- (VIII) F106010 Wholesale of Ironware.
- (IX) F106020 Wholesale of Articles for Daily Use.
- (X) F107200 Wholesale of Chemistry Raw Material.
- (XI) F109070 Wholesale of Stationery Articles, Musical Instruments and Educational Entertainment Articles.
- (XII) F113010 Wholesale of Machinery.
- (XIII) F199990 Other Wholesale Trade.
- (XIV) F206010 Retail Sale of Ironware.
- (XV) F207200 Retail sale of Chemistry Raw Material.
- (XVI) F209060 Retail sale of Stationery Articles, Musical Instruments and Educational Entertainment Articles
- (XVII) F213080 Retail Sale of Machinery and Equipment.
- (XVIII) F299990 Retail Sale of Other Retail Trade Not Elsewhere Classified.
- (XIX) F105050 Wholesale of Furniture, Bedclothes Kitchen Equipment and Fixtures.
- (XX) F205040 Retail sale of Furniture, Bedclothes, Kitchen Equipment and Fixtures.
- (XXI) F206020 Retail Sale of Articles for Daily Use.
- (XXII) F401010 International Trade.
- (XXIII) ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.

Article 3: The Company, due to business needs, can guarantee and transfer the investment in other businesses with a total investment amount transferred more than 40% of the Company's paid-in capital stock.

Article 4: The Company is headquartered in Taipei City and may establish branch organizations in other appropriate locations as necessary, the establishment and dissolution of which are determined by the Board of Directors.

Chapter II Shares

Article 5: The Company's capitalization is NT\$ 2.05 billion, divided into 205 million shares, and the amount of each share is NT\$ 10, which shall be issued by the Board of Directors in installments upon authorization. NT\$ 100 million shall be divided into 10 million shares with a value of NT\$ 10 each. They are retained as employee subscription warrants.

Article 6: The Company's stocks are registered and signed or sealed by the representative directors. Issuance will be carried out after legal verification. Share certificates issued by the Company are exempted from printing; however, they shall be registered in the central securities depository.

Article 6-1: The Company's treasury shares purchased in accordance with the Company Act shall be transferred to recipients that include employees of controlling or subordinate companies that meet the criteria.

The Company's employee share option certificates are issued to recipients that include employees of controlling or subordinate companies that meet the criteria.

When the Company issues new shares, the employees eligible for share subscription shall include employees of controlling or subordinate companies that meet the criteria.

The recipients of restricted employee shares issued by the Company include employees of controlling or subordinate companies that meet the criteria.

Chapter III Shareholders' Meeting

Article 7: All changes made to the list of shareholders shall be halted sixty days prior to an upcoming Annual Shareholders' Meeting, thirty days prior to an Extraordinary Shareholders' Meeting, or five days prior to the baseline date before the Company issues dividends, bonuses, or other interests.

Article 8: The shareholders' meeting of the Company is categorized as annual meeting and extraordinary meeting, the former of which shall be convened within six months after the end of each fiscal year, and the latter convened according to law when necessary.

Article 9: Except that when there is no voting right on the shares as stated in Article 179, Paragraph 2 of the Company Act, or the pledge specified by the Director according to shares is more than half of the number of shares of the Company he owned at the time of election, the voting rights do not apply to the exceeding shares, as each share of the shareholders of the Company corresponds to one voting right.

Article 10: When the shareholders fail to attend the shareholders' meeting for any reason, they shall provide the power of attorney issued by the Company, specify the scope of authorization, and entrust a proxy to attend the shareholders' meeting.

Article 11: The Chairperson of the Shareholders' Meeting is the Chairman of the Board. If the Chairman is absent, he/she shall designate one Director as the proxy. If the Chairman does not designate a proxy, the Directors shall elect one from among themselves.

Article 12: The shareholders' meeting shall be attended by shareholders who have held more than half of the total number of issued shares, and the resolution shall be passed upon majority of the voting rights of the shareholders, unless otherwise stipulated by the Company Act.

Article 12-1: If the Company wants to revoke the public issuance, it shall submit it to the shareholders' meeting for a resolution, and this provision shall not be amended during the emerging stock period and the listing period.

Chapter IV Board of Directors

Article 13: The Company shall select five to nine Directors with disposing capacity from the shareholders' meeting to organize the Board of Directors with a term of three years. Directors may be re-elected. The Company shall purchase liability insurance for the compensation of the Directors within their scope of business during their term in accordance with the law. As stipulated in Article 183 of the Securities and Exchange Act, there shall be no less than two Independent Directors in the aforementioned quota of Directors, and the number of Independent Directors shall not be less than one-fifth of the total Directors. The specialty qualifications, shareholdings, restrictions on concurrent posts, nomination and election methods and other compliance of the Independent Directors shall be subject to the relevant provisions of the competent authority of securities.

The Directors of the Company shall be elected from the nomination list prepared by the Company. The Directors referred to in the Articles of Incorporation include Independent Directors.

Article 13-1: All Independent Directors of the Company constitute the Audit Committee in accordance with Article 14-4 of the Securities and Exchange Act. The exercise of the functional authorities and related matters of the Audit Committee and its members shall be handled in accordance with the relevant provision of the Securities and Exchange Act.

Article 14: The Board of Directors shall be organized by the Directors. More than two-thirds of the Directors shall attend the meeting and one Chairman is recommended from them upon consent of the majority of the present Directors, and the chairman shall act on behalf of the Company.

Article 15: The Board meeting shall be convened by the Chairman as the Chairperson, unless otherwise stipulated by the Company Act. If the Chairman asks for leave or fails to exercise his/her functional authorities for any reason, he/she shall designate a Director as a proxy. If the Chairman does not designate a proxy, the Directors shall elect one from among themselves.

The convening of the Board meeting shall be advised in the manner of a written notice, or via e-mail or fax, etc.

Article 16: More than half of the Directors shall attend the Board meeting, and the resolution shall be passed upon consent of the majority of the Directors present, unless otherwise stipulated by the Company Act.

Article 17: If a Director cannot attend the board meeting for any reason, he/she shall entrust other Directors to attend the meeting. However, a Director can only be entrusted by one person to attend the Board meeting.

If a Board meeting is convened in the form of videoconferencing, the Directors attending the meeting via videoconferencing are deemed to be present in person.

Article 18: The Company shall pay remuneration to the Directors provided they have performed their duties, regardless of the Company's profit and loss, and their remuneration shall be determined depending on their participation in the Company's operation and their distribution values, and shall not be higher than the highest salary standard of the same industry.

Chapter V Manager

Article 19: The Company shall set up managers whose appointment, dismissal and remuneration are determined upon consent of the majority of the present Directors at the Board meeting that more than half of the Directors attend.

Chapter VI Accounting

Article 20: The fiscal year of the Company is from January 1 to December 31.

Article 21: After the annual accounts of the Company, the Board of Directors shall submit the following forms and reports to the shareholders' meeting for approval:

I. Business report.

II. Financial statements.

III. Proposal of profits distribution or deficit compensation.

Article 22: The Company's profits distribution or appropriation for making up for losses may be performed after the end of each quarter. The profits shall be distributed in cash and shall be processed based on a resolution of the Board of Directors in accordance with Article 228-1 and Article 240, Paragraph 5 of the Company Act. The proposal shall also be reported to the shareholder's meeting but the submission shall not be required. If there is any profit in the year (i.e. profit before tax before deduction of remuneration allocated to employees and directors), Jia Wei shall allocate no less than 3% of the profit as employee's remuneration, which shall be distributed by shares or cash by the resolution of the Board of directors, including employees of subsidiaries meeting the requirements of laws and regulations. In addition, Jia Wei shall allocate no more than 5% of the profit as director's remuneration. However, if there are still accumulated losses, Jia Wei shall reserve the amount to be covered in advance, and then allocate employees' and Directors' compensation in proportion as stipulated in the preceding paragraph. The allocation of employees' and Directors' compensation shall be reported to the

shareholders' meeting.

If there are earnings distribution half fiscal year, the payable tax shall be estimated and retained and deficits shall be made up in accordance with laws. Then, 10% of the earnings shall be allocated as the statutory capital reserve. However, when the statutory capital reserve has reached the Company's paid-in capital, the aforementioned ratio does not apply. The special capital reserve shall be withdrawn or revolved when necessary, and any earnings plus the accumulated undistributed earnings in the previous quarter shall be added as shareholders' bonus. The Board of Directors shall prepare the distribution proposal after reserving earnings as operation needs, and submit to the shareholders' meeting for resolution of distribution of shareholder dividends.

If there is any surplus in the annual general report, Jia Wei shall first pay taxes and make up for the accumulated losses, and then withdraw 10% of the surplus for the statutory surplus reserve, except when the statutory surplus reserve has reached the paid-in capital of Jia Wei. If necessary, the special surplus reserve shall be withdrawn or reversed in accordance with the law. The surplus if any plus the accumulated undistributed surplus of the previous quarter shall be deemed as surplus available for distribution. The Board of Directors shall prepare a surplus distribution plan. When the surplus is to be distributed in cash, the proposal shall be approved by the Board of Directors. When surplus is to be distributed by issuing new shares, the proposal shall be submitted to the shareholders' meeting for resolution before distribution.

The Company may, with due consideration to financial, business, or operation factors, appropriate all or a part of the reserve to issue new shares or distribute cash to shareholders in accordance with the laws or the regulations of the competent authority. Where profits are distributed in cash, it may be processed based on a resolution of the Board of Directors in accordance with Article 241 of the Company Act. The proposal shall also be reported to the shareholder's meeting but the ratification of the shareholder's meeting shall not be required.

Dividend policies

Jia Wei is in an industry with constantly changing environment. When allocating surplus, Jia Wei shall examine Jia Wei's financial structure and the needs of its expected future expenditures, and distribute surplus according to laws and the Articles of Association. The amount of surplus distribution shall account for more than 20% of the surplus available for distribution, of which the cash dividends distributed shall not be less than 10% of the total dividend distribution.

Chapter VII Supplementary Terms

Article 23: The Company's organization procedures and rules of procedure are prescribed separately.

Article 24: The matters not specified in the Articles of Incorporation shall be subject to the

Company Act.

Article 25: The Articles of Incorporation were established on April 15, 2005.

The 1st amendment was made on May 10, 2005.

The 2nd amendment was made on December 8, 2005.

The 3rd amendment was made on June 30, 2006.

The 4th amendment was made on February 1, 2007.

The 5th amendment was made on August 24, 2007.

The 6th amendment was made on March 14, 2008.

The 7th amendment was made on June 16, 2009.

The 8th amendment was made on June 17, 2010.

The 9th amendment was made on June 17, 2011.

The 10th amendment was made on June 19, 2012.

The 11th amendment was made on June 23, 2016.

The 12th amendment was made on October 19, 2016.

The 13th amendment was made on May 29, 2018.

The 14th amendment was made on May 28, 2019.

The 15th amendment was made on October 15, 2019

The 16th amendment was made on May 26, 2020.

The 17th amendment was made on April 23, 2021.

Jia Wei Lifestyle, Inc. Shareholding of Directors

- I. As of March 31, 2023, the book closure date upon this annual shareholders' meeting, the Company's paid-in capital was NT\$ 803,004,150, totaling 80,300,415 shares.
- II. According to Article 26 of the Securities and Exchange Act, all Directors shall own at least 6,424,034 shares, and all Supervisors shall own at least 642,404 shares. However, as the Company has set up an Audit Committee according to law, the number of shares that the Supervisors is legally required to hold does not apply.
- III. Details of Shareholding of Directors:

Unit: Shares; March 31, 2023

Title	Name	Appointment Date	Tenure	Shareholdings at Election		Shareholdings Stated in Roster of Shareholders as of the Book Closure Date	
				Number of shares	Proportion of shareholdings (%)	Number of shares	Proportion of shareholdings (%)
Chairman	HSIN-FU INVESTMENTS LIMITED Representative: Vincent Chen	05/31/2022	3 years	1,100,000	1.37%	1,934,000	2.41%
Director	SMART INVESTMENTS LIMITED Representative: David Wu	05/31/2022	3 years	5,326,740	6.63%	5,326,740	6.63%
Director	HSIN-FU INVESTMENTS LIMITED Representative: Li-Hua Wu	05/31/2022	3 years	1,100,000	1.37%	1,934,000	2.41%
Director	SMART INVESTMENTS LIMITED Representative: Ray Hou	05/31/2022	3 years	5,326,740	6.63%	5,326,740	6.63%
Independent Directors	Shou-Te Hsu	05/31/2022	3 years	-	-	-	-
Independent Directors	Chin-Chou Hsu	05/31/2022	3 years	-	-	-	-
Independent Directors	Jacky Huang	05/31/2022	3 years	-	-	-	-
Total of all Directors				6,426,740	8.00%	7,260,740	9.04%

Jia Wei Lifestyle, Inc.
Information on Compensation to Employees and Directors

Item	Allocation amount by resolution of the Board of Directors (A)	Estimated Amount Recognized as Annual Expenses (B)	Difference (A-B)	Reasons for discrepancy and processing method
Employees' compensation (In cash)	30,771,856	30,757,656	14,200	Differences should be accounted for as changes in accounting estimates and listed as income or loss for 2023.
Remuneration of directors (In cash)	30,771,856	30,757,656	14,200	