

# momo.com Inc.

## Minutes of 2022 Shareholders' Meeting

(Translation)

*(This document is prepared in accordance with the Chinese version and is for reference only. In the event of any inconsistency between the English version and the Chinese version, the Chinese version shall prevail.)*

**Date:** May 20, 2022 (Friday) at 9:00 a.m.

**Venue:** Lily Conference, No. 327, Section 1, Tiding Blvd., Neihu District, Taipei City

### **Shares represented at the meeting:**

169,965,156 shares were represented by the shareholders and proxies present (including 150,358,786 shares represented by shareholders executing voting rights through e-voting), which amounted to 93.34% of the Company's 182,076,050 issued and outstanding shares.

**Chairman:** Chi-Feng Lin / **Recorder:** Tsai-Chieh Wang

**Directors present:** Chi-Feng Lin, Chairman of the Board of Directors

Jeff Ku, Director

Hong-So Chen, Independent Director

Yi-Hong, Hsieh\*, Independent Director

Chieh-Wang, Independent Director

(\*Attended virtually)

Announcement of Commencement of the meeting:

The Aggregate shareholding of the shareholders present constituted a quorum. The Chairman called the meeting to order.

### **1. Chairman's Remarks: omitted**

### **2. Matters to Report**

(1) 2021 Business Report. (refer to Attachment I)

**(Each shareholder is hereby informed of the said report)**

(2) Audit Committee's Report.

#### **Explanation:**

a. The Examination Report of the Audit Committee on the Business Report, the Financial Statements and Proposal for 2021 Earnings Distribution (refer to Attachment II)

b. 2021 Audit Committee's Operating Report (refer to Attachment III)

**(Each shareholder is hereby informed of the said report)**

(3) The Company's Corporate Governance Implementation Status Report. (refer to Attachment IV)

**(Each shareholder is hereby informed of the said report)**

(4) Distribution of remuneration to employees and directors for 2021.

**Explanation:**

- a. As stated in Article 31 of the Company's Articles of Incorporation, if the Company has any profits for the year, it shall allocate 0.1% to 1% of those profits as employee remuneration and a maximum of 0.3% of those profits as director remuneration.
- b. The remuneration to employees and directors was determined on February 16, 2022 by the Board of Directors. A total remuneration of NT \$4,081,366 shall be distributed to employees and a total remuneration of NT \$6,122,049 shall be distributed to directors. All remunerations shall be distributed in cash.

**(Each shareholder is hereby informed of the said report)**

(5) Amendments to the Company's "Corporate Social Responsibility Best Practice Principles" including its name changing Report.

**Explanation:**

- a. In coordination with amendments to the Corporate Social Responsibility Best Practice Principles for TWSE/TPEX Listed Companies by TWSE and actual operational needs, the amendments to the Company's "Corporate Social Responsibility Best Practice Principles" and its name changes to "Sustainable Development Best Practice Principles" were determined on July 28, 2021 and February 16, 2022 by Board of Directors. The Company's "Sustainable Development Best Practice Principles" is amended as follows:
  - (a) To expand the idea of corporate social responsibility that should be considered important to companies to sustainable development, the related articles of corporate are amended and the principle is renamed to "Sustainable Development Best Practice Principles". The "Corporate Social Responsibility Report" is also renamed as the "Sustainability Report".
  - (b) Added the requirement that the Company needs to develop response measures for the implementation of the three aspects of corporate social responsibility-environmental, social and corporate governance, the relevant risk management.
  - (c) Added that the company is advised to assess the impact and influence of climate change issues and to adopt response measures. In addition, to reduce GHG emissions, the GHG unit has been amended in accordance with the Company's organizational responsibilities; also, the Company is advised to improve its energy efficiency and disclose all data on input electricity and other indirect GHG emissions.
  - (d) Added the requirement that the Company is advised to establish supplier management policies and request suppliers to comply with rules governing issues such as environmental protection, occupational safety and health or labor rights.
- b. Please refer to Attachment V for the amendment comparison chart of "Sustainable Development Best Practice Principles".

**(Each shareholder is hereby informed of the said report)**

### 3. Matters to Ratify and Discuss

#### Ratification 1

(Proposed by Board of Directors)

2021 Business Report and Financial Statement.

**Explanation:**

- (1) 2021 Financial Statement was audited by Pei-de Chen and Li-Wen Kuo of Deloitte.
- (2) Please refer to Attachment I and Attachment VI for the Business Report, Financial Statement, and consolidated financial statement.
- (3) Ratification is respectfully requested.

**Resolution:** the above proposal was accepted as submitted.

**Voting Results:** Shares represented at the time of voting: 169,965,156

Votes in Favor		Votes against		Votes invalid		Votes abstained	
Shares	%	Shares	%	Shares	%	Shares	%
164,271,238	96.64	47,706	0.02	0	0.00	5,646,212	3.32

#### Ratification 2

(Proposed by Board of Directors)

Distribution of Earnings for 2021.

**Explanation:**

- (1) The company's net profit for 2021 totaled NT\$3,280,300,166. The earnings distribution table is hereby formulated for distribution, please refer to Attachment VII.
- (2) The Company plans to distribute cash dividends of NT\$13 per share and distribute stock dividends of NT\$1 per share totaling NT\$2,549,064,700 (stock dividends of 100 shares for every thousand shares) from the distributable earnings. After receiving approval from the annual general shareholders meeting, the board is authorized to set the ex-dividend, ex-rights and capital increase record date, and calculate the amount of dividends to be distributed according to the actual number of outstanding shares. Cash dividends shall be rounded down to the nearest integer. When insufficient to add up to an integer, the total fractional amount of distribution will be recognized as other income of the Company.
- (3) Thereafter, if the number of outstanding shares is affected by the requirements of the competent authorities, or by subjective and objective factors causing necessary adjustments to shareholders' percentage of distribution and dividend rates, the general shareholders meeting shall give the board full authority to make necessary adjustments, and the same shall apply for matters not covered herein.
- (4) Ratification is respectfully requested.

**Resolution:** the above proposal was accepted as submitted.

**Voting Results:** Shares represented at the time of voting: 169,965,156

Votes in Favor		Votes against		Votes invalid		Votes abstained	
Shares	%	Shares	%	Shares	%	Shares	%
164,182,088	96.59	154,147	0.09	0	0.00	5,628,921	3.31

### Discussion 3

(Proposed by Board of Directors)

New common share issuance through the increase of capital by capitalization of earnings and capital surplus.

**Explanation:**

- (1) The Company plans to allocate NT\$182,076,050 from the distributable earnings of 2021 and allocate NT\$182,076,050 from the capital surplus (stock premium), totaling NT\$364,152,100 to issue new stocks totaling 36,415,210 shares with a par value of NT\$10 per share.
- (2) The issuance of new shares in the capital increase shall be based on the number of shares held by shareholders specified on the shareholders' roster on ex-rights and capital increase record date. For every 1,000 shares, 200 shares shall be distributed (including 100 shares from earnings and 100 shares from capital surplus). Shareholding of less than one share may be grouped by shareholders within 5 days after the book closure date at the Company's shareholder service agency. Fractions of a share that cannot be grouped into full shares shall be paid in cash and calculated to the amount of one whole NTD in accordance with Article 240 of the Company Act (rounded down to the nearest integer). The Chairman is authorized to designate specific persons to purchase the fractional shares at the par value.
- (3) The new shares issued from capital increase adopt non-physical issuance. The shareholder rights and obligations of the new shares are the same as those of existing shares. After the capital increase, the number of outstanding common shares shall be increased from 182,076,050 shares to 218,491,260 shares.
- (4) After the proposal has been passed at the annual general shareholders' meeting, the annual general shareholders' meeting shall authorize the board to set ex-rights and capital increase record date after submitted to the competent authority for approval.
- (5) Thereafter, if the number of outstanding shares is affected by the requirements of the competent authorities, or by subjective and objective factors causing necessary adjustments to shareholders' dividend rates, the annual general shareholders meeting shall authorize the board to make such adjustment. The same shall apply for matters not covered herein.
- (6) Approval is respectfully requested.

**Resolution:** the above proposal was accepted as submitted.

**Voting Results:** Shares represented at the time of voting: 169,965,156

Votes in Favor		Votes against		Votes invalid		Votes abstained	
Shares	%	Shares	%	Shares	%	Shares	%
164,038,524	96.51	161,684	0.09	0	0.00	5,764,948	3.39

### Discussion 4

(Proposed by Board of Directors)

Amendments to the Company's "Articles of Incorporation".

**Explanation:**

- (1) In coordination with adjustments to business strategy and the provisions on video conferencing in shareholders' meetings became applicable to public companies by the Company Act, it is amended for the Company's "Articles of Incorporation", the following business were deleted : "G902011 Type II Telecommunications Enterprise" and specify that

shareholders' meeting may be convened via video call or a method announced by the central competent authority.

(2) Please refer to Attachment VIII for the amendment comparison chart of the “Articles of Incorporation”.

(3) Approval is respectfully requested.

**Resolution:** the above proposal was accepted as submitted.

**Voting Results:** Shares represented at the time of voting: 169,965,156

Votes in Favor		Votes against		Votes invalid		Votes abstained	
Shares	%	Shares	%	Shares	%	Shares	%
163,355,235	96.11	769,715	0.45	0	0.00	5,840,206	3.43

## Discussion 5

(Proposed by Board of Directors)

Amendments to the Company’s “Regulations and Procedures of Shareholders' Meeting”.

### **Explanation:**

- (1) To improve corporate governance and protect shareholders' rights, and in response to the amendments to the "Regulations Governing the Administration of Shareholder Services of Public Companies" by the Financial Supervisory Commission and the amendments to the "Sample Template for XXX Co., Ltd. Rules of Procedure for Shareholders Meetings" by the TWSE in accordance with the "Company Act" that public companies can hold shareholders' meetings by means of visual communication networks, the Company's "Regulations and Procedures of Shareholders' Meeting" is amended as follows:
  - a. Added the requirement that when the chairman calls the meeting to order, and shall also announce the number of shares without voting rights and number of shares in attendance. If the election of directors will be held, except for the names of those elected as directors and the numbers of votes with which they were elected, the list of candidates who were not elected and number of votes they received shall also be disclosed on-site immediately.
  - b. To specify that the changes to the method for convening the shareholders' meeting must be passed by a resolution of the Board of Directors, and must be effected before the shareholders' meeting notice is sent.
  - c. To specify the related procedure for the company convening and shareholders' participation in the video conference of the shareholders' meeting, matters required to be specified in the shareholders' meeting notice and the meeting minutes, the use of video conferencing platforms and the preservation of meeting materials.
  - d. To specify that the company shall provide the suitable alternatives for shareholders who have difficulty attending the shareholders' meeting via video call, and the handling procedures and principles as well as other operations for whether shareholders' meetings shall be postponed or continued in the case where video conferencing has been disconnected due to a force majeure event have been entered into regulations.
- (2) Please refer to Attachment IX for the amendment comparison chart of the “Regulations and Procedures of Shareholders' Meeting”.
- (3) Approval is respectfully requested.

**Resolution:** the above proposal was accepted as submitted.

**Voting Results:** Shares represented at the time of voting: 169,965,156

Votes in Favor		Votes against		Votes invalid		Votes abstained	
Shares	%	Shares	%	Shares	%	Shares	%
163,360,100	96.11	764,583	0.44	0	0.00	5,840,473	3.43

## Discussion 6

(Proposed by Board of Directors)

Amendments to the Company's "Procedures for Acquisition or Disposal of Assets".

### Explanation:

- (1) In accordance with the Financial Supervisory Commission's letter interpretation No.1110380465 related to the "Regulations Governing the Acquisition and Disposal of Assets" and actual operational needs, the Company's "Procedures for Acquisition or Disposal of Assets" is amended as follows:
  - a. For a single transaction within the amount of NT\$300 million, the board chairman may be delegated to decide such matter first and have the decision subsequently submitted to and ratified by the board of directors.
  - b. To amend the limit of the total amount of securities investment and individual securities by the Company and subsidiaries.
  - c. Added the requirement that it is necessary to report the Company's acquisition or disposal of assets from or to a related party to the shareholders' meeting.
- (2) Please refer to Attachment X for the amendment comparison chart of the "Procedures for Acquisition or Disposal of Assets".
- (3) Approval is respectfully requested.

**Resolution:** the above proposal was accepted as submitted.

**Voting Results:** Shares represented at the time of voting: 169,965,156

Votes in Favor		Votes against		Votes invalid		Votes abstained	
Shares	%	Shares	%	Shares	%	Shares	%
145,519,764	85.61	16,931,843	9.96	0	0.00	7,513,549	4.42

## Discussion 7

(Proposed by Board of Directors)

To release the Board of Directors from non-competition restrictions.

### Explanation:

- (1) According to Article 209 of the Company Act, a director who acts for himself or on behalf of another person that is within the scope of the Company's business, shall clarify the essential content of his act to the meeting of shareholders and secure annual shareholders meeting's approval.
- (2) After the election of the Company's 7th Board of Directors on May 15, 2020 by the annual general shareholders meeting, it filed a motion to secure the approval of the current annual

general shareholders meeting to release the Board of Directors from the non-competition restrictions. The Company shall review the Directors' new investments or operations of companies with the same or similar business operations of the Company each year, and request the annual general shareholders meeting to approve the release of non-competition restrictions for individual Directors up to the 7th Board of Directors for approval by the annual shareholders meeting. More information is provided on the contents of the release of Board of Directors from the non-competition restrictions this year. Please refer to list below:

Name	Company where concurrent position is held	Position
Jeff Ku	Prosperous Living Co., Ltd.	Chairman
Jamie Lin	TWM Film Co., Ltd.	Chairman
Mao-Hsiung, Huang	Century Biotech Development Corporation	Chairman

(3) According to Article 178 of the Company Act, a shareholder who has a personal interest in the matter under discussion at a meeting, which may impair the interest of the company, shall not vote nor exercise the voting right on behalf of another shareholder.

(4) Approval is respectfully requested.

**Resolution:** the above proposal was accepted as submitted.

**Voting Results:** (According to Article 180 of the Company Act, number of shares represented at the time of voting excluded the shares with no voting rights due to a conflict of interest stipulated in Article 178 of the Company Act):

Name	Shares represented at the time of voting	Votes in Favor		Votes against		Votes invalid		Votes abstained	
		Shares	%	Shares	%	Shares	%	Shares	%
Jeff Ku	88,003,790	82,210,830	93.41	25,782	0.02	0	0.00	5,767,178	6.55
Jamie Lin	87,965,890	79,955,618	90.89	2,243,228	2.55	0	0.00	5,767,044	6.55
Mao-Hsiung, Huang	150,791,156	142,779,680	94.68	2,244,338	1.48	0	0.00	5,767,138	3.82

**4. Extemporaneous Motions :** None.

**5. Meeting Adjourned :** 09:36 a.m.

## **Attachment I**

### **momo.com Inc. 2021 Business Report**

The comeback of COVID-19 pandemic in 2021 reshaped consumption habits, and the retail industry seemed to be facing an emergency pop quiz, testing enterprise's risk management and adaptability under the pandemic. momo.com Inc. (8454-TW) is a leading brand of virtual channels in Taiwan. In response to the impact of the pandemic, we adhered to the values and beliefs of "integrity, friendliness, professionalism and innovation", and were committed to implementing the mission of "providing high-quality and inexpensive products and decent services to improve people's lives". We actively went beyond customers' imagination of on-line virtual channel services, and provided high-quality products and services that met the needs of all matters in life; coupled with a forward-looking operational layout, we were able to have a leading position in the industry and achieved an annual revenue of approximately 884 hundred million NTD, an annual increase of 31.5%, and the operation had reached a new peak.

momo's steady growth on the track comes from implementing corporate governance, adhering to professionalism, innovation and fulfillment of social responsibilities, and being committed to improving customer satisfaction and creating shareholder interests, working together, we move toward the vision of making momo the preferred virtual shopping platform for consumers and suppliers.

The key actions of the Company in 2021 are summarized as follows:

#### **1. Shopping services that meet the needs of consumers of all ages**

The pandemic has accelerated the shift of consumer behavior to online. In order to meet the needs of consumers of all ages and deepen the adhesion with consumers, momo's efforts made in products and services are fully committed to expanding toward "everything in life, everything in momo". So far, more than 3.4 million products have been assembled on the site, and the number of brands collaborating with us has exceeded 20,000. The category continues to develop towards a balanced development strategy, and categories such as 3C household electric appliance, home and lifestyle, fashion boutiques, beauty and health care, and health and leisure all maintain high-growth sales performance.

In the face of the pandemic, the home eating business opportunities surge. Momo actively expands fresh food services, strengthens the development of the three indicators of "the most brands, the most items, and the best quality", and at the same time, momo launches the foodies' tasty mark to control the quality for consumers. In order to provide consumers with anti-pandemic protection solutions during the pandemic, Fuli Life Insurance Agent Co., Ltd. / Fuli Property Insurance Agent Co., Ltd., subsidiaries of momo, have launched pandemic insurance and vaccine insurance. Through "zero-contact" online insuring, we help consumers to upgrade their backup energy for pandemic prevention and control.



## **2. Building a new generation of logistics network across Taiwan**

The operational energy of warehousing and logistics is the key gear driving the growth of the online retail industry. In 2021, the number of orders surged in an instant when the pandemic worsened, diluting the carrying capacity of logistics and distribution, and testing how e-commerce companies can obtain the flexibility to mitigate logistics congestion in the shortest possible time. The planning of short-chain logistics has been momo's long-term key development strategy. In recent years, we have been actively invested in the construction of warehousing infrastructure throughout Taiwan to improve the overall logistics efficiency. Under the pandemic, momo used its own warehousing in Taiwan along with the injection of the logistics capacity of Fu Sheng Logistics Co., Ltd. to achieve the diversion of goods, accelerate the elimination of congestion, and quickly restore the level of distribution.

This year, momo has continued to invest in the construction of its logistics network throughout Taiwan. So far, the number of logistics centers, main warehouses and satellite warehouses in operation has reached 42. In order to strengthen the logistics network in southern Taiwan, following the opening of the Yongkang Logistics Center in Tainan as an outpost, the "Southern District Warehousing, Distribution, Transportation and Logistics Center" also officially broke ground; the "Central District Logistics Center" has also found suitable objects and is now in intensive planning. It is expected that after the addition of service lineup in the warehousing infrastructure in various locations, it will provide assistance to the momo e-commerce logistics domain and lead the entire e-commerce industry in Taiwan to a new milestone.

## **3. Cross-field exchange of mo coins, focusing on the segment of optimizing member service**

The digital wave is booming. In order to provide members with a variety of mo coin exchange option, momo actively develops usage scenarios. momo coins can not only be redeemed in momoshop, used in cross-industry marketing activities, and accumulated by momo co-branded credit cards, etc.; in Q3, momo initiated a brand new service for members to enjoy the "myVideo rental/purchase discount"; and later on, extended its reach to the service of "online discount on telecom bills", and successfully branched out into the two major redemption service fields of telecommunications and audio-video.

momo highly values the shopping experience of consumers, and constantly focuses on optimizing every subtle service link. In order to allow consumers to have a smoother and more convenient checkout service, momo has launched an "advanced function of checkout service", which not only allows consumers to freely select the items in the shopping cart for checkout, but also provides select-all checkout service. In response to the Ministry of Finance's promotion of cloud invoices, momo launched the "winning invoices printing in convenience stores"; through automatic winning notification, convenience store invoice printing and other services, making it more convenient and real-time for consumers to redeem prizes.

#### **4. Shifting resources into the international market with core specialties**

The global retail market has been affected by the pandemic, and momo has expanded its overseas layout with its professional core capabilities, including investing in "Thailand TV Direct Public Company Limited". In response to the trend of consumers shifting from brick-and-mortar shopping to online shopping as a result of lockdowns, momo assisted it in strengthening its mobile shopping App functions, providing its e-commerce business and technical development support to deepen the layout of virtual channels in Southeast Asia. In the Chinese market, the subsidiary "Fubon Gehua (Beijing) Enterprise Ltd." and its affiliated company "Beijing Global Guoguang Media Technology Co.", in addition to the stable operation of the original TV shopping, the layout of social commerce has also been launched this year.

#### **5. Dedication to sustainable development of ESG enterprise**

While expanding the core competitiveness of the enterprise, momo spares no effort to promote the sustainable development of the enterprise. In line with the Sustainable Development Goals (SDGs) of the United Nations, momo has drawn up the "momo blueprint for sustainable living", and together with all employees, the five key strategies of "mutually beneficial partnership for a better life", "a new lifestyle of sustainable consumption", "sustainable green life", "healthy and equal life", and "mutually beneficial society for a happy life" were implemented; working on ESG and other issues through concrete actions.

momo's all-round sustainable management and efforts have been deeply recognized, including standing ahead of other industry players by ranking in the top 5% of TWSE's Corporate Governance Evaluation for 5 consecutive years. We also ranked top 10% in the evaluation results of the Non-Finance, Non-Electronics TWSE/TPEX-Listed Companies with a Market Value of over 10 Billion. Awarded the "BSI Sustainability Resistance Leading Award" for two consecutive years; and the "TCSA Taiwan Corporate Sustainability Awards" awarded by the Taiwan Institute for Sustainable Energy. This year, it also won the "Top 50 Taiwanese Corporate Sustainability Award", the "Gold Award (for Wholesale and Retail Industry) under Taiwan Corporate Sustainability Report", the "Sustainable Individual Performance Category - Gender Equality Leadership Award" and "Creative Communication Leadership Award" at one fell swoop. Moreover, momo won the Excellence in Corporate Social Responsibility Award presented by the Commonwealth Magazine once again. momo shoulders corporate social responsibility and spares no effort, and can be described as an industry benchmarking enterprise.

In 2022, momo will continue to cultivate the Company's core competitiveness and expand its services as an online retail leader to create a better ecosystem in order to establish the Company's long-term investment value and start new industry trends.

## **Attachment II**

### **momo.com Inc.**

## **Examination Report of the Audit Committee**

**February 16, 2022**

The Board of Directors of momo.com Inc. has submitted the Company's 2021 business report and financial statements to the Audit Committee. The CPA firm, Deloitte & Touche, was retained by the Board to audit momo's financial statements and has issued an audit report relating to the financial statements. The business report and financial statements have been reviewed and determined to be correct and accurate by the Audit Committee of momo. According to Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act, we hereby submit this report.

Sincerely,

The 2022 General Shareholders Meeting of momo.com Inc.

momo.com Inc.

Audit committee convener: Hong-So Chen

## **momo.com Inc.**

### **Examination Report of the Audit Committee**

**March 31, 2022**

The Board of Directors of momo.com Inc. has submitted the Company's proposal for distribution of the 2021 earnings to the Audit Committee. The proposal has been reviewed and determined to be correct and accurate by the Audit Committee of momo. According to Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act, we hereby submit this report.

Sincerely,

The 2022 General Shareholders Meeting of momo.com Inc.

momo.com Inc.

Audit committee convener: Hong-So Chen

## **Attachment III**

### **2021 Audit Committee's Operating Report**

#### **1. Appointment, performance and independence evaluation of the certified public accountants (CPAs)**

With respect to the appointment proposal of 2021 CPAs, the audit committee has reviewed and approved the appointment of CPAs after evaluating their performance, independence and professional quality to be meeting expectations.

#### **2. Effectiveness of the internal control system**

The audit committee has evaluated the effectiveness of the Company's overall internal control system based on the compiled results of internal control self-assessment. It believes that the design and implementation of the Company's internal control system (including the supervision and management of subsidiaries), including the understanding of operational effects and achievement of efficiency goals, the reliability, timeliness, and transparency of the report, and the compliance with relevant laws, regulations and rules, have all been effective, and a "Statement of Internal Control" indicating that the design and implementation of the internal control system are effective has been reviewed, approved, and issued.

#### **3. Communication situation among the audit committee and the internal audit officers and the accountants**

(1) Scheduled: During the quarterly audit committee meetings, the auditing officers and accountants report to the independent directors, respectively and separately, on the implementation status of the audit business, financial statements, and internal control audits. Thorough communication has been made with respect to the implementation situation, effectiveness and recommendations.

##### **(2) Unscheduled:**

a. During the audit committee meetings, if any independent director raises matters that require further understanding or handling, such matters will be followed up and reported back by the accountants or auditing officers.

b. The auditing officers and accountants may directly contact the independent directors whenever necessary, and the communication situation has been good.

#### **4. Risk supervision**

The audit committee, from time to time, listens to the risk management report compiled by the auditing unit in accordance with the "Measures for Risk Management", which includes the risk categories, scope of impact and corresponding measures, to effectively supervise the management's grasp on and response to various risks of the Company.

## **Attachment IV**

### **Corporate Governance Implementation Status Report**

The Company has established related systems and regulations to implement corporate governance. The Company has also reported the status of corporate governance in the 17th meeting of the 7th-term Board of Directors on March 31, 2022 to protect shareholders' equity and improve information transparency. These items will also be reported in the annual general shareholders' meeting this year (2022).

#### **1. Corporate governance structure:**

##### **(1) Board of Directors and functional committees**

- a. The Company held the elections of all directors in the 7th-term Board of Directors of the Company on May 15, 2020. They are composed of 9 directors including 4 non-executive directors, 3 independent directors, and 2 executive directors. The average age of directors is 59 and the Company also attained the goal of increasing the number of female director by one. The members consist of elite finance, industry, and academic professionals with diverse professional competencies encompassing finance, commerce, information technology, business management, e-commerce, marketing, and law.
- b. The Company established the Remuneration Committee and Audit Committee under the jurisdiction of the Board of Directors in accordance with laws on February 14, 2014. The Committee members include all independent directors. The Board of Directors approved the establishment of the "Information Security Management Committee" on October 29, 2020 to enhance management and oversee information security risks. The Committee will be used to perform supervisory duties and enhance the functions of the Board of Directors.

##### **(2) Corporate governance unit operations and division of management duties**

- a. With the approval in the board meeting on October 29, 2018, the Company appointed Vice President Gina Lu, top management of Financial & Accounting Division, to hold a concurrent post as Chief Governance Officer. She has more than eight years of experience in financial, stock, meeting affairs and other management roles in public companies. The stock affairs section is set up under the financial and accounting division. It is responsible for corporate governance matters and assists in providing directors with the information they need to conduct business and meetings.
- b. The Company's Chairman does not serve concurrently as the managerial officer of the Company to ensure clear division of responsibilities and strengthen balancing mechanisms.

(3) Improve corporate governance procedures

The Company is committed to pursuing sustainability, ethical management, and fulfillment of social responsibility, and has established sound governance regulations. The Company has established important governance regulations such as the "Corporate Governance Best Practice Principles", "Ethical Corporate Management Best Practice Principles", "Procedures for Ethical Management and Guidelines for Conduct", "Code of Ethical Conduct", "Human Rights Policy", "Management and Operational Procedures for Insider Trading Prevention", "Code of Conduct for Reporting Illegal, Unethical or Dishonest Cases", and the "Regulations Governing Performance Evaluation of the Board of Directors and Functional Committees", and continues to amend internal regulations in accordance with domestic and foreign corporate governance regulations and practical operations.

2. Specific measures and implementation results:

(1) Establishment and amendment of company regulations

- a. Establishment: "Procedures for Ethical Management and Guidelines for Conduct", a total of 1 item.
- b. Amendment: "Articles of Incorporation", "Ethical Corporate Management Best Practice Principles", "Code of Conduct for Reporting Illegal, Unethical or Dishonest Cases", "Rules Governing Board of Directors and Functional Committees
- c. Performance Assessment ", and "Corporate Social Responsibility Best Practice Principles"(rename to "Sustainable Development Best Practice Principles"), a total of 5 items.

(2) Strengthening the functions of the Board of Directors

- a. The members of the Company's Board of Directors actively participate in the operation of the board of directors, and the attendance rate of all directors reached 100% in 2021.
- b. In order to better enable the directors to understand the Company's operation overview and strategy implementation process, the Company has provided relevant business performance reports to the directors for reference on a monthly basis since September 2018. In addition, a strategy meeting is held regularly every year, and board members (including independent directors) and the management team are invited to participate to discuss medium and long-term development strategies. The members of the Board of Directors interact closely and communicate well with the management team, giving full play to the role of the Board of Directors in guiding and supervising.
- c. To provide coverage for the risks undertaken by directors and managers in their business operations, the Company purchases the "Directors & Officers Liability Insurance" for directors and managerial officers each year and reviews the content of policies periodically to ensure that the insurance compensation amount and coverage meet requirements. The insurance policies are reported to the Board of Directors.

- d. The Company conducts performance evaluations in accordance with the "Regulations Governing Performance Evaluation of the Board of Directors and Functional Committees" each year. The results of performance evaluation of the Board of Directors and functional committees are submitted to the Remuneration Committee, which analyzes the results and provides the Board of Directors with assessment reports and specific improvement plans. In 2021, the Taiwan Corporate Governance Association was also appointed to complete the performance evaluation of external directors.
- e. In order to urge the functional committees to perform their duties, the Company has, since 2019, required the conveners to submit work results reports to the Board of Directors on a regular basis. To strengthen the supervisory functions of the Audit Committee on the Company's finances, the annual financial statements and the quarterly financial statements are all reviewed and approved by the Audit Committee, which is superior to regulatory requirements.

(3) Protect shareholders' equity and increase information transparency

The Company strengthens and maintains sound and sufficient communication with investors and shareholders to reduce the information asymmetry between company managers and stakeholders and create mutual trust.

- a. The Company has established an official website and assigns dedicated personnel to maintain the website and provide regular/immediate updates of information in Chinese and English including financial and non-financial information, corporate responsibilities, and the stakeholders' section. The Company also publishes a business report every quarter.
- b. The Company has set up the Institutional Investor Relations Department and assigned dedicated personnel to take charge of investor relations. The Company is invited to attend regular/irregular institutional investor conferences, institutional activities, and meetings each year. The Company attended 276 institutional activities in 2021 and communicated with investors 1,343 times.

(4) Improvement items

- a. In 2021, a total of 3 training courses for directors were held, and directors were encouraged to actively participate in order to continuously increase new knowledge and improve directors' professional capabilities. The course content included "How to Consider Intelligence Security Risks to Create a Triple Win Situation in Digital Transformation of Enterprises", "What Investors Are Thinking - A Talk About Corporate Sustainability Transformation From ESG Investment and Financing's Point of View" and "New Trend of Retail Power - From Digitalization to Zero Time Difference Consumption"; the total number of training hours for all directors reached 66 hours.



- b. In order to strengthen the maintenance and management of intellectual property rights, a subsidiary's intellectual property management system was established in 2021, and the maintenance procedures and scope have been expressly specified.
- c. In order to perform the ethical management operation and achieve the commitment to actively implement the ethical management policy, the Company has added the "Ethical Corporate Management Best Practice Principles" to require directors and senior management to issue a statement of compliance with the ethical management policy. In 2021, the Company's directors and senior management had all issued the "Statement of Compliance with the Ethical Management Policy".

### 3. Conclusion:

The Company has been recognized by the "Corporate Governance Assessment" as top 5% of the Listed Companies for five consecutive years; The Company has been selected as a constituent of the "TWSE Corporate Governance 100 Index" for five consecutive years, and was selected as a constituent of the "Taiwan Corporate Governance 50 Index" for the first time in 2021. Moreover, on December 27, 2021, it was awarded the CG6013 (2021) Corporate Governance System Assessment's highest level certification: "High Distinction" by the Taiwan Corporate Governance Association.

The Company will continue to review corporate governance mechanisms, improve related management systems, and implement the five major strategies for protecting shareholders' equity, equal treatment of shareholders, enhancing information transparency, strengthening the structure and operation of the Board of Directors, and promoting sustainable development to meet to stakeholders' expectations. We will continue to create value for stakeholders and become a benchmark for sustainable enterprises.

## Attachment V

### momo.com Inc.

#### Amendment comparison chart for the “Sustainable Development Best Practice Principles”

Amended articles	Existing articles	Description
momo.com Inc. <u>Sustainable Development Best Practice Principles</u> .	momo.com Inc. <u>Corporate Social Responsibility Best Practice Principles</u> .	The Company's "Corporate Social Responsibility Best Practice Principles" are renamed the "Sustainable Development Best Practice Principles" in order to achieve sustainability and increase support for sustainability campaigns in response to global trends. The name change also follows the change of the name of the principles from the Corporate Social Responsibility Best Practice Principles for TWSE/TPEX Listed Companies to the Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies.

Amended articles	Existing articles	Description
Article 1 momo.com Inc. (hereinafter referred to as the Company) has developed the practice principles to accomplish the objectives of sustainable management and <u>to promote sustainable development</u> .	Article 1 momo.com Inc. (hereinafter referred to as the Company) has developed the practice principles to accomplish the objectives of sustainable management and <u>fulfill its corporate social responsibility</u> .	This article is amended to expand the idea of corporate social responsibility, which should be important to companies, to sustainable development to reflect the change of the name of the principles.

Amended articles	Existing articles	Description
<p>Article 2</p> <p>The Principles applies to the Company, including the entire operations of the Company and its business groups.</p> <p>The Principles encourages the Company to actively fulfill its <u>sustainable development</u> in the course of its business operations so as to follow the international development trends and to contribute to the economic development of the country, to improve the quality of life of employees, the community and society by acting as a responsible corporate citizen, and to enhance competitive edges built on <u>sustainable development</u>.</p>	<p>Article 2</p> <p>The Principles applies to the Company, including the entire operations of the Company and its business groups.</p> <p>The Principles encourages the Company to actively fulfill its <u>corporate social responsibility</u> in the course of its business operations so as to follow the international development trends and to contribute to the economic development of the country, to improve the quality of life of employees, the community and society by acting as a responsible corporate citizen, and to enhance competitive edges built on <u>corporate social responsibility</u>.</p>	<p>This article is amended to expand the idea of corporate social responsibility, which should be important to companies, to sustainable development to reflect the change of the name of the principles.</p>
<p>Article 3</p> <p>In <u>promoting sustainable development</u>, the Company shall, in its corporate management guidelines and business operations, give due consideration to the rights and interests of stakeholders, also give due consideration to the environment, society and corporate governance, while pursuing sustainable operations and profits. <u>The Company shall, in accordance with the materiality principle, conduct risk assessments of environmental, social and corporate governance issues pertaining to company operations and establish the relevant risk management policy or strategy.</u></p>	<p>Article 3</p> <p>In <u>fulfilling corporate social responsibility initiatives</u>, the Company shall, in its corporate management guidelines and business operations, give due consideration to the rights and interests of stakeholders, also give due consideration to the environment, society and corporate governance, while pursuing sustainable operations and profits.</p>	<ol style="list-style-type: none"> <li>1. Paragraph 1 is amended to expand the idea of corporate social responsibility, which should be important to companies, to sustainable development to reflect the change of the name of the principles.</li> <li>2. Paragraph 2 is added as the amendment of Article 3 of the Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies requires companies to establish management/response measures for the risks in relation to implementing the three dimensions of sustainable development,</li> </ol>

Amended articles	Existing articles	Description
		which are environmental, social, and corporate governance.
<p>Article 4</p> <p>To implement <u>sustainable development</u> initiatives, the Company shall follow the principles below:</p> <ol style="list-style-type: none"> <li>1. Exercising corporate governance.</li> <li>2. Fostering a sustainable environment.</li> <li>3. Preserving social welfare.</li> <li>4. Enhancing disclosure of corporate <u>sustainable development</u> information.</li> </ol>	<p>Article 4</p> <p>To implement <u>corporate social responsibility</u> initiatives, the Company shall follow the principles below:</p> <ol style="list-style-type: none"> <li>1. Exercising corporate governance.</li> <li>2. Fostering a sustainable environment.</li> <li>3. Preserving social welfare.</li> <li>4. Enhancing disclosure of corporate <u>social responsibility</u> information.</li> </ol>	<p>This article is amended to expand the idea of corporate social responsibility, which should be important to companies, to sustainable development to reflect the change of the name of the principles.</p>
<p>Article 5</p> <p>The Company shall take consideration of the development trends in the domestic and foreign <u>sustainability practices</u> and the relevance of corporate core business, the effect of the Company and the overall operations of the group businesses in relation to the stakeholders when developing <u>sustainable development</u> policies, systems or relevant management guidelines, and concrete promotion plans, <u>which shall be reported to the board of directors.</u></p>	<p>Article 5</p> <p>The Company shall take consideration of the development trends in the domestic and foreign <u>corporate social responsibility</u> and the relevance of corporate core business, the effect of the company and the overall operations of the group businesses in relation to the stakeholders when developing the <u>corporate social responsibility</u> policy, systems or relevant management guidelines, and concrete promotion plans <u>for corporate social responsibility initiatives, as resolved by the board of directors.</u></p>	<p>This article is amended to expand the idea of corporate social responsibility, which should be important to companies, to sustainable development to reflect the change of the name of the principles.</p>
<p>Article 7</p> <p>The board of directors of the Company shall exercise the due care of good administrators to urge the Company to perform its <u>sustainable development</u> initiatives, review the results of the implementation thereof from time to time and continually make adjustments so as to ensure the thorough implementation of its</p>	<p>Article 7</p> <p>The board of directors of the Company shall exercise the due care of good administrators to urge the company to perform its <u>corporate social responsibility</u> initiatives, review the results of the implementation thereof from time to time and continually make adjustments so as to ensure the thorough</p>	<p>This article is amended to expand the idea of corporate social responsibility, which should be important to companies, to sustainable development to reflect the change of the name of the principles.</p>

Amended articles	Existing articles	Description
<p><u>sustainable development</u> policies.</p> <p>The board of directors of the Company is advised to fully consider the interests in of the involved parties, furthermore include the following matters in the Company's performance of <u>sustainable development</u> initiatives:</p> <ol style="list-style-type: none"> <li>1. Identifying the Company's <u>sustainable development</u> mission or vision, and declaring its <u>sustainable development</u> policy, systems or relevant management guidelines;</li> <li>2. Including <u>sustainable development</u> the guiding principle of the Company's operations and development, and ratifying concrete promotional plans for <u>sustainable development</u> initiatives;</li> <li>3. Enhancing the timeliness and accuracy of the disclosure of <u>sustainable development</u> information.</li> <li>4. Authorizing management team to handle the economic, environmental and social issues relating to the operations and report the handling status to the Board of the Directors.</li> </ol>	<p>implementation of its <u>corporate social responsibility</u> policies.</p> <p>The board of directors of the company is advised to fully consider the interests in of the involved parties, furthermore include the following matters in the company's performance of <u>corporate social responsibility</u> initiatives:</p> <ol style="list-style-type: none"> <li>1. Identifying the company's <u>corporate social responsibility</u> mission or vision, and declaring its <u>corporate social responsibility</u> policy, systems or relevant management guidelines;</li> <li>2. Including <u>corporate social responsibility</u> the guiding principle of the company's operations and development, and ratifying concrete promotional plans for <u>corporate social responsibility</u> initiatives;</li> <li>3. Enhancing the timeliness and accuracy of the disclosure of <u>corporate social responsibility</u> information.</li> <li>4. Authorizing management team to handle the economic, environmental and social issues relating to the operations and report the handling status to the Board of the Directors.</li> </ol>	
<p>Article 8</p> <p>The Company shall organize <u>promoting sustainable development</u> related education and training courses from time to time.</p>	<p>Article 8</p> <p>The Company shall organize <u>corporate social responsibility</u> related education and training courses from time to time.</p>	<p>This article is amended to expand the idea of corporate social responsibility, which should be important to companies, to sustainable development to reflect the change of the name of the principles.</p>

Amended articles	Existing articles	Description
<p>Article 9</p> <p>The Company is advised to establish a governance structure that promotes <u>sustainable development and an</u> exclusively (or concurrently) dedicated unit for managing <u>sustainable development</u> initiatives. The unit is to be in charge of proposing and enforcing policies, systems, or relevant management guidelines to promote <u>sustainable development</u> and report these to the board of directors on a periodic basis. The Company is advised to adopt reasonable remuneration policies in support of the strategic aims of the organization, and is in alignment with the interests of the stakeholders. It is advised that the employee performance evaluation incorporates the Company's <u>sustainable development</u> policies and is aligned with the Company's corporate performance evaluation guideline.</p>	<p>Article 9</p> <p>The Company is advised to establish an exclusively (or concurrently) dedicated unit for managing <u>corporate social responsibility</u> initiatives. The unit is to be in charge of proposing and enforcing policies, systems, or relevant management guidelines to promote <u>corporate social responsibility</u> and report on the same to the board of directors on a periodic basis. The Company is advised to adopt reasonable remuneration policies in support of the strategic aims of the organization, and is in alignment with the interests of the stakeholders.</p> <p>It is advised that the employee performance evaluation incorporates the Company's <u>corporate social responsibility</u> policies and is aligned with the Company's corporate performance evaluation guideline.</p>	<p>This article is amended to reflect the change of the name of the principles and to expand the idea of corporate social responsibility, which should be important to companies, to sustainable development and build a governance system to strengthen the drive toward sustainable development goals.</p>
<p>Article 10</p> <p>The Company shall, based on the respect for the rights and interests of stakeholders, identify stakeholders of the Company and establish a designated section for stakeholders on the Company website; understand the reasonable expectations and demands of stakeholders through proper communication with them, and adequately respond to the important <u>sustainable development</u> issues that are of concern.</p>	<p>Article 10</p> <p>The Company shall, based on the respect for the rights and interests of stakeholders, identify stakeholders of the company and establish a designated section for stakeholders on the company website; understand the reasonable expectations and demands of stakeholders through proper communication with them, and adequately respond to the important <u>corporate social responsibility</u> issues that are of concern.</p>	<p>This article is amended to expand the idea of corporate social responsibility, which should be important to companies, to sustainable development to reflect the change of the name of the principles.</p>
<p>Article 12</p> <p>The Company is advised to improve its <u>energy efficiency</u> effectiveness and to use renewable materials that</p>	<p>Article 12</p> <p>The Company is advised to <u>endeavor the utilization of all resources more efficiently</u> and use renewable</p>	<p>This article is amended in response to the amendment of Article 12 of the Sustainable</p>

Amended articles	Existing articles	Description
have a low impact on the environment to extend the useful lives of natural resources.	materials which have a low impact on the environment to extend the useful lives of natural resources.	Development Best Practice Principles for TWSE/TPEX Listed Companies and to focus on the Company's energy use management to slow down GHG emissions.
<p>Article 16</p> <p><u>The Company is advised to assess the current and future potential risks and opportunities that climate change may present to enterprises and to adopt climate related measures.</u></p> <p>The Company is advised to adopt standards or guidelines generally used in Taiwan and abroad to monitor and disclose corporate greenhouse gas emissions within the scope of which shall include the following:</p> <p>1. Direct greenhouse gas emission: Emissions from operations that are owned or controlled by the Company.</p> <p>2. Indirect greenhouse gas emission: Emissions resulting from the <u>generation of</u> acquired electricity, heating, or steam.</p> <p>3. <u>Other indirect emissions:</u> <u>Emissions resulting from the Company's operations excluding indirect emissions from energy usage, where emission sources are owned or controlled by other companies.</u></p> <p><u>The Company is advised to compile statistics on greenhouse gas emissions, volume of water consumption and total weight of waste and to establish policies for</u></p>	<p>Article 16</p> <p>The Company is advised to adopt standards or guidelines generally used in Taiwan and abroad to monitor and disclose corporate greenhouse gas emissions within the scope of which shall include the following:</p> <p>1. Direct greenhouse gas emission: Emissions from operations that are owned or controlled by the company.</p> <p>2. Indirect greenhouse gas emission: Emissions resulting from the <u>generation of externally purchased</u> or acquired electricity, heating, or steam.</p>	<p>1. To reflect the amendment of Article 17 of the Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies.</p> <p>2. Paragraph 1 and Paragraph 3 are added as companies should assess the impact and effects of climate issues and strengthen non-financial disclosures.</p> <p>3. Existing Paragraph 1 is moved to Paragraph 2 and Paragraph 2, Subparagraph 2 is amended to reflect the scope of indirect greenhouse gas emissions should include but not be limited to purchase electricity. Paragraph 2, Subparagraph 3 is added as companies should disclose Scope 3 other indirect greenhouse gas emissions in order to achieve the goal of reducing greenhouse gas emissions.</p>

Amended articles	Existing articles	Description
<p><u>energy conservation, carbon and greenhouse gas reduction, reduction of water consumption or management of other wastes. The Company's carbon reduction strategies should include obtaining carbon credits and be promoted accordingly to minimize the impact of their business operations on climate change.</u></p> <p>The <u>environmental management committee</u> shall develop the strategies and goals for reductions in greenhouse gas emissions with regular review on the effectiveness of the reduction.</p>	<p>The <u>business unit that is responsible on a full-time and/or concurrent basis for corporate social responsibility</u> shall develop the strategies and goals for reductions in greenhouse gas emissions with regular review on the effectiveness of the reduction.</p>	<p>4. Existing Paragraph 2 is moved to Paragraph 4, and the greenhouse gas management unit is amended according to the Company's organizational roles and responsibilities chart.</p>
<p>Article 20</p> <p>The Company is advised to create an environment conducive to the career development of the employees and establish effective training programs to foster necessary skill sets.</p> <p>The Company shall <u>establish and implement reasonable employee welfare measures and</u> appropriately reflect the corporate business performance or achievements in the employee remuneration policy, to ensure the recruitment, retention, and motivation of human resources, in order to best achieve the objective of corporate sustainability.</p>	<p>Article 20</p> <p>The Company is advised to create an environment conducive to the career development of the employees and establish effective training programs to foster necessary skill sets.</p> <p>The Company shall appropriately reflect the corporate business performance or achievements in the employee remuneration policy, to ensure the recruitment, retention, and motivation of human resources, in order to best achieve the objective of corporate sustainability.</p>	<p>To reflect the amendment of Chapter IV, Article 21 of the Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies. Paragraph 2 is amended as companies shall establish and implement reasonable employee welfare measures.</p>
<p>Article 23</p> <p>The Company shall ensure the quality of the products and services by following the laws and regulations of the government and relevant standards of the industries. The Company shall follow relevant laws, regulations and international standards in regard to <u>customer</u></p>	<p>Article 23</p> <p>The Company shall ensure the quality of the products and services by following the laws and regulations of the government and relevant standards of the industries.</p> <p>The Company shall follow relevant laws, regulations and international standards when marketing or labeling</p>	<p>To reflect the amendment of Chapter IV, Article 24 of the Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies. Paragraph 2 is amended as marketing and labeling of products need</p>



Amended articles	Existing articles	Description
<u>health and safety and customer privacy</u> involved in, and marketing and labeling of, the products and services and shall not deceive, mislead, commit fraud or engage in any other acts which would betray consumers' trust or damage consumers' rights and interests.	the products and services, and shall not deceive, mislead, commit fraud or engage in any other acts which would betray consumers' trust or damage consumers' rights and interests.	to be clear and customer privacy be protected.
<p>Article 25 The Company is advised to assess the impact of the procurement act has on the society and the environment of the community of the supply source, and shall cooperate with the suppliers to jointly implement the corporate social responsibility initiative.</p> <p><u>The Company is advised to establish supplier management policies and request suppliers to comply with rules governing issues such as environmental protection, occupational safety and health or labor rights.</u> Prior to engaging in commercial dealings, the Company is advised to assess whether there is any record of a supplier's impact on the environment and society, and avoid conducting transactions with those against corporate social responsibility policy. When the Company enters into a contract with any of their major suppliers, the content should include terms stipulating mutual compliance with corporate social responsibility policy, and that the contract may be terminated or rescinded any time if the supplier has violated such policy and has caused significant negative impact on the environment and society of the community of the supply source.</p>	<p>Article 25 The Company is advised to assess the impact of the procurement act has on the society and the environment of the community of the supply source, and shall cooperate with the suppliers to jointly implement the corporate social responsibility initiative.</p> <p>Prior to engaging in commercial dealings, the Company is advised to assess whether there is any record of a supplier's impact on the environment and society, and avoid conducting transactions with those against corporate social responsibility policy. When the Company enters into a contract with any of their major suppliers, the content should include terms stipulating mutual compliance with corporate social responsibility policy, and that the contract may be terminated or rescinded any time if the supplier has violated such policy and has caused significant negative impact on the environment and society of the community of the supply source.</p>	<p>To reflect the amendment of Chapter IV, Article 26 of the Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies. Paragraph 2 is amended as companies are advised to establish supplier management policies and request suppliers to comply with rules governing issues such as environmental protection, occupational safety and health or labor rights.</p>

Amended of the chapter name	Existing of the chapter name	Description
Chapter V Enhancing Disclosure of <u>Sustainable development</u> Information	Chapter V Enhancing Disclosure of <u>Corporate Social Responsibility</u> Information	The title of Chapter V is amended to reflect the amendment of Article 4, Subparagraph 4 of these principles.

Amended articles	Existing articles	Description
<p>Article 27</p> <p>The Company shall disclose information as required by relevant laws, regulations and the Corporate Governance Best Practice Principles for TWSE/GTSM listed Companies and shall fully disclose relevant and reliable information relating to their <u>sustainable development</u> initiatives to improve information transparency.</p> <p>Relevant information relating to <u>sustainable development</u> which the Company shall disclose includes the following:</p> <ol style="list-style-type: none"> <li>1. The policy, systems or relevant management guidelines, and concrete promotion plans for <u>sustainable development</u> initiatives, as resolved by the board of directors.</li> <li>2. The risks and the impact on the corporate operations and financial condition arising from exercising corporate governance, fostering a sustainable environment and preserving social public welfare.</li> <li>3. Goals and measures for realizing the <u>sustainable development</u> initiatives established by the companies, and performance in implementation.</li> <li>4. Major stakeholders and their concerns.</li> </ol>	<p>Article 27</p> <p>The Company shall disclose information as required by relevant laws, regulations and the Corporate Governance Best Practice Principles for TWSE/GTSM listed Companies and shall fully disclose relevant and reliable information relating to their <u>corporate social responsibility</u> initiatives to improve information transparency.</p> <p>Relevant information relating to <u>corporate social responsibility</u> which the Company shall disclose includes the following:</p> <ol style="list-style-type: none"> <li>1. The policy, systems or relevant management guidelines, and concrete promotion plans for <u>corporate social responsibility</u> initiatives, as resolved by the board of directors.</li> <li>2. The risks and the impact on the corporate operations and financial condition arising from exercising corporate governance, fostering a sustainable environment and preserving social public welfare.</li> <li>3. Goals and measures for realizing the <u>corporate social responsibility</u> initiatives established by the companies, and performance in implementation.</li> <li>4. Major stakeholders and their concerns.</li> </ol>	<p>This article is amended to expand the idea of corporate social responsibility, which should be important to companies, to sustainable development to reflect the change of the name of the principles.</p>

Amended articles	Existing articles	Description
<p>5. Information on major suppliers' management and performance with respect to significant environmental and social issues.</p> <p>6. Other information relating to <u>sustainable development</u> initiatives.</p>	<p>5. Information on major suppliers' management and performance with respect to significant environmental and social issues.</p> <p>6. Other information relating to <u>corporate social responsibility</u> initiatives.</p>	
<p>Article 28</p> <p>The Company shall prepare the <u>sustainability</u> report on a regular basis in accordance with the laws and regulations, adopt international standards or guidelines to properly disclosure the performance information of promoting <u>sustainable development</u>, and acquire independent third-party assurance or guarantee.</p>	<p>Article 28</p> <p>The Company shall prepare the <u>corporate social responsibility</u> report on a regular basis in accordance with the laws and regulations, adopt international standards or guidelines to properly disclosure the performance information of promoting <u>corporate social responsibility</u>, and acquire independent third-party assurance or guarantee.</p>	<p>The Corporate Social Responsibility Report published by the Company is renamed the "Sustainability Report" in compliance with TWSE regulations. The idea of corporate social responsibility, which should be important to companies, is also expanded to sustainable development to reflect the change of the name of the principles.</p>
<p>Article 30</p> <p><u>Sustainable development Best Practice Principles</u> were approved by the board of directors on January 27, 2016.</p> <p>First amendment on October 27, 2016.</p> <p>Second amendment on March 30, 2017.</p> <p><u>Third amendment on July 28, 2021.</u></p> <p><u>Fourth amendment on February 16, 2022.</u></p>	<p>Article 30</p> <p><u>Corporate Social Responsibility Best Practice Principles</u> were agreed to and signed on January 27, 2016.</p> <p>The first amendment was made on October 27, 2016.</p> <p>An amendment was made for a second time on March 30, 2017.</p>	<p>To include the dates of amendment, and adjust the description.</p>

## Attachment VI



**勤業眾信**

勤業眾信聯合會計師事務所  
11073 台北市信義區松仁路100號20樓

Deloitte & Touche  
20F, Taipei Nan Shan Plaza  
No. 100, Songren Rd.,  
Xinyi Dist., Taipei 11073, Taiwan

Tel :+886 (2) 2725-9988  
Fax:+886 (2) 4051-6888  
www.deloitte.com.tw

### INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders  
momo.com Inc.

#### Opinion

We have audited the accompanying financial statements of momo.com Inc. ("momo"), which comprise the balance sheets as of December 31, 2021 and 2020, and the statements of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of momo as of December 31, 2021 and 2020, and its financial performance and its cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

#### Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and auditing standards generally accepted in the Republic of China (ROC). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of momo in accordance with The Norm of Professional Ethics for Certified Public Accountant of the ROC, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the year ended December 31, 2021. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matters for the momo's financial statements for the year ended December 31, 2021 are stated as follows:

#### Risk of Revenue Recognition

momo's primary source of revenue is generated from virtual channels, including TV shopping channels, E-commerce portals and catalogues. Due to the nature of momo's core sales, momo offers a wide range of products and services to different customers; the trading quantity is rather high while each transaction is individually low in value and is highly automated through the website and related system. As a result of momo's business model being highly relying on IT infrastructure and the fact that momo processes, stores and transmits large amounts of data through digital and web-based environment, the risk derived from revenue recognition depends on whether the sales amount can be transferred into the IT system and recognized appropriately.

By conducting compliance tests, we obtained an understanding of the revenue recognition process and of the design and execution for relevant controls. The major audit procedures were as follows:

1. Verify the details of invoices in the system to check if the sales amount of each invoice is consistent with its shipping notice and sales order.
2. Confirm the completeness and consistency of transmission through IT system by testing the information transferred from front-end system to general ledger system, and further perform tests on whether the Daily Sales Report in the system is consistent with journal entries of revenue each day.

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

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

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

Those charged with governance (including the audit committee) are responsible for overseeing momo's financial reporting process.

#### **Auditors' Responsibilities for the Audit of the Financial Statements**

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

As part of an audit in accordance with the auditing standards generally accepted in the ROC, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the 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 momo's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on momo's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause momo to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of entities or business activities within momo to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements for the year ended December 31, 2021 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audits resulting in this independent auditors' report are Pei-De Chen and Li-Wen Kuo.

Deloitte & Touche  
Taipei, Taiwan  
Republic of China

February 16, 2022

Notice to Readers

*The accompanying financial statements are intended only to present the financial position, financial performance and cash flows in accordance with accounting principles and practices generally accepted in the ROC and not those of any other jurisdictions. The standards, procedures and practices to audit such financial statements are those generally applied in the ROC.*

*For the convenience of readers, the independent auditors' report and the accompanying financial statements have been translated into English from the original Chinese version prepared and used in the ROC. If there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language independent auditors' report and financial statements shall prevail.*

**momo.com Inc.**
**BALANCE SHEETS**  
**DECEMBER 31, 2021 AND 2020**  
**(In Thousands of New Taiwan Dollars)**

ASSETS	2021		2020	
	Amount	%	Amount	%
CURRENT ASSETS				
Cash and cash equivalents	\$ 8,084,518	35	\$ 4,598,947	26
Financial assets at fair value through other comprehensive income - current	15,179	-	8,533	-
Accounts receivable, net	115,456	1	146,893	1
Notes and accounts receivable from related parties	103,934	1	31,510	-
Other receivables, net	1,442,533	6	672,964	4
Other receivables from related parties	250,542	1	203,609	2
Inventories	3,684,463	16	3,356,854	19
Prepayments	55,037	-	38,732	-
Other financial assets - current	64,000	-	64,000	-
Other current assets	14,253	-	17,602	-
Right to recover products - current	162,519	1	135,337	1
Total current assets	13,992,434	61	9,274,981	53
NON-CURRENT ASSETS				
Financial assets at fair value through other comprehensive income - non-current	61,177	-	70,252	-
Investments accounted for using equity method	1,512,478	7	1,738,913	10
Property, plant and equipment	5,033,347	22	4,846,582	27
Right-of-use assets	1,505,291	7	1,282,411	7
Intangible assets	75,506	-	91,436	1
Deferred tax assets	55,872	-	35,416	-
Prepayments for equipment	270,265	1	6,290	-
Refundable deposits	138,786	1	120,457	1
Net defined benefit assets - non-current	803	-	-	-
Other financial assets - non-current	189,336	1	188,996	1
Total non-current assets	8,842,861	39	8,380,753	47
TOTAL	\$ 22,835,295	100	\$ 17,655,734	100
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Contract liabilities - current	\$ 85,916	-	\$ 35,452	-
Accounts payable	8,479,438	37	6,604,983	37
Accounts payable to related parties	614,388	3	485,192	3
Other payables	1,486,341	7	914,159	5
Other payables to related parties	71,621	-	23,363	-
Current tax liabilities	567,642	3	294,432	2
Lease liabilities - current	535,770	2	426,417	3
Refund liabilities - current	180,104	1	152,601	1
Other current liabilities	687,263	3	581,813	3
Total current liabilities	12,708,483	56	9,518,412	54
NON-CURRENT LIABILITIES				
Provisions - non-current	24,160	-	20,914	-
Deferred tax liabilities	15,055	-	7,548	-
Lease liabilities - non-current	998,402	4	877,867	5
Net defined benefit liabilities - non-current	-	-	279	-
Guarantee deposits received	330,204	2	296,721	2
Total non-current liabilities	1,367,821	6	1,203,329	7
Total liabilities	14,076,304	62	10,721,741	61
EQUITY				
Common stock	1,820,761	8	1,400,585	8
Capital surplus	2,446,415	11	2,624,386	15
Retained earnings				
Legal reserve	1,128,868	5	934,425	5
Special reserve	142,530	1	172,693	1
Unappropriated earnings	3,427,094	14	1,944,434	11
Total retained earnings	4,698,492	20	3,051,552	17
Other equity	(206,677)	(1)	(142,530)	(1)
Total equity	8,758,991	38	6,933,993	39
TOTAL	\$ 22,835,295	100	\$ 17,655,734	100



**momo.com Inc.**
**STATEMENTS OF COMPREHENSIVE INCOME  
FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020  
(In Thousands of New Taiwan Dollars, Except Earnings Per Share)**

	<b>2021</b>		<b>2020</b>	
	<b>Amount</b>	<b>%</b>	<b>Amount</b>	<b>%</b>
OPERATING REVENUE	\$ 88,360,085	100	\$ 67,160,246	100
OPERATING COSTS	<u>79,594,594</u>	<u>90</u>	<u>60,894,998</u>	<u>91</u>
GROSS PROFIT FROM OPERATIONS	<u>8,765,491</u>	<u>10</u>	<u>6,265,248</u>	<u>9</u>
OPERATING EXPENSES				
Marketing expenses	2,757,176	3	2,321,142	3
Administrative expenses	1,950,611	2	1,629,541	3
Research and development expenses	202,289	-	175,599	-
Expected credit loss	<u>3,005</u>	<u>-</u>	<u>5,378</u>	<u>-</u>
Total operating expenses	<u>4,913,081</u>	<u>5</u>	<u>4,131,660</u>	<u>6</u>
NET OTHER INCOME AND EXPENSES	<u>123,249</u>	<u>-</u>	<u>104,416</u>	<u>-</u>
OPERATING INCOME	<u>3,975,659</u>	<u>5</u>	<u>2,238,004</u>	<u>3</u>
NON-OPERATING INCOME AND EXPENSES				
Interest income	24,354	-	20,327	-
Other income	5,916	-	16,100	-
Other gains and losses, net	97,361	-	60,809	-
Finance costs	(12,669)	-	(9,729)	-
Share of profit or loss of subsidiaries and associates accounted for using equity method	<u>(19,459)</u>	<u>-</u>	<u>67,741</u>	<u>-</u>
Total non-operating income and expenses	<u>95,503</u>	<u>-</u>	<u>155,248</u>	<u>-</u>
PROFIT BEFORE INCOME TAX	4,071,162	5	2,393,252	3
INCOME TAX EXPENSE	<u>790,862</u>	<u>1</u>	<u>449,948</u>	<u>-</u>
NET PROFIT FOR THE YEAR	<u>3,280,300</u>	<u>4</u>	<u>1,943,304</u>	<u>3</u>
OTHER COMPREHENSIVE INCOME (LOSS)				
Items that will not be reclassified subsequently to profit or loss:				
Remeasurement of defined benefit plans	136	-	(466)	-

(Continued)

**momo.com Inc.**

**STATEMENTS OF COMPREHENSIVE INCOME  
FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020  
(In Thousands of New Taiwan Dollars, Except Earnings Per Share)**

	<b>2021</b>		<b>2020</b>	
	<b>Amount</b>	<b>%</b>	<b>Amount</b>	<b>%</b>
Unrealized (loss) gain on investments in equity instruments at fair value through other comprehensive income	\$ (2,429)	-	\$ 5,916	-
Share of remeasurement of defined benefit plans of associates accounted for using equity method	-	-	(1,077)	-
Share of unrealized gain on investments in equity instruments at fair value through other comprehensive income of associates accounted for using equity method	17,700	-	28,577	-
Income tax (expense) benefit related to items that will not be reclassified subsequently to profit or loss	(27)	-	93	-
Items that may be reclassified subsequently to profit or loss:				
Exchange differences on translation	(21,133)	-	(4,493)	-
Share of other comprehensive (loss) income of subsidiaries and associates accounted for using equity method	<u>(7,447)</u>	<u>-</u>	<u>5,454</u>	<u>-</u>
Other comprehensive income (loss), net of tax	<u>(13,200)</u>	<u>-</u>	<u>34,004</u>	<u>-</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>\$ 3,267,100</u>	<u>4</u>	<u>\$ 1,977,308</u>	<u>3</u>
EARNINGS PER SHARE				
Basic	<u>\$ 18.02</u>		<u>\$ 10.67</u>	
Diluted	<u>\$ 18.02</u>		<u>\$ 10.67</u>	

(Concluded)

**momo.com Inc.**
**STATEMENTS OF CHANGES IN EQUITY  
FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020  
(In Thousands of New Taiwan Dollars)**

	Common Stock	Capital Surplus	Retained Earnings			Other Equity		Total Equity
			Legal Reserve	Special Reserve	Unappropriated Earnings	Exchange Differences on Translation	Unrealized Gain (Loss) on Financial Assets at Fair Value Through Other Comprehensive Income	
BALANCE AT JANUARY 1, 2020	\$ 1,400,585	\$ 2,647,360	\$ 803,491	\$ 167,894	\$ 1,309,339	\$ (80,273)	\$ (92,420)	\$ 6,155,976
Distribution of 2019 earnings								
Legal reserve	-	-	130,934	-	(130,934)	-	-	-
Special reserve	-	-	-	4,799	(4,799)	-	-	-
Cash dividends	-	-	-	-	(1,173,606)	-	-	(1,173,606)
Changes in equity of associates accounted for using equity method	-	-	-	-	(2,711)	-	-	(2,711)
Issue of cash dividends from capital surplus	-	(16,891)	-	-	-	-	-	(16,891)
Net profit for the year ended December 31, 2020	-	-	-	-	1,943,304	-	-	1,943,304
Other comprehensive income (loss) for the year ended December 31, 2020	-	-	-	-	(1,450)	961	34,493	34,004
Total comprehensive income (loss) for the year ended December 31, 2020	-	-	-	-	1,941,854	961	34,493	1,977,308
Disposal of investments accounted for using equity method	-	(6,083)	-	-	4,879	-	(4,879)	(6,083)
Disposal of investments in equity instruments designated as at fair value through other comprehensive income	-	-	-	-	412	-	(412)	-
BALANCE AT DECEMBER 31, 2020	1,400,585	2,624,386	934,425	172,693	1,944,434	(79,312)	(63,218)	6,933,993
Distribution of 2020 earnings								
Legal reserve	-	-	194,443	-	(194,443)	-	-	-
Cash dividends	-	-	-	-	(1,400,585)	-	-	(1,400,585)
Stock dividends	280,117	-	-	-	(280,117)	-	-	-
Reversal of special reserve	-	-	-	(30,163)	30,163	-	-	-
Changes in equity of associates accounted for using equity method	-	4,940	-	-	(3,605)	-	-	1,335
Issue of stock dividends from capital surplus	140,059	(140,059)	-	-	-	-	-	-
Net profit for the year ended December 31, 2021	-	-	-	-	3,280,300	-	-	3,280,300
Other comprehensive income (loss) for the year ended December 31, 2021	-	-	-	-	109	(28,580)	15,271	(13,200)
Total comprehensive income (loss) for the year ended December 31, 2021	-	-	-	-	3,280,409	(28,580)	15,271	3,267,100
Disposal of investments accounted for using equity method	-	(42,852)	-	-	50,838	-	(50,838)	(42,852)
BALANCE AT DECEMBER 31, 2021	<u>\$ 1,820,761</u>	<u>\$ 2,446,415</u>	<u>\$ 1,128,868</u>	<u>\$ 142,530</u>	<u>\$ 3,427,094</u>	<u>\$ (107,892)</u>	<u>\$ (98,785)</u>	<u>\$ 8,758,991</u>

# momo.com Inc.

## STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020 (In Thousands of New Taiwan Dollars)

	2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before income tax	\$ 4,071,162	\$ 2,393,252
Adjustments for:		
Depreciation expenses	877,418	740,399
Amortization expenses	60,487	64,605
Expected credit loss	3,005	5,378
Finance costs	12,669	9,729
Interest income	(24,354)	(20,327)
Share of loss (profit) of subsidiaries and associates accounted for using equity method	19,459	(67,741)
Loss on disposal of property, plant and equipment	124	95
Gain on disposal of investments accounted for using equity method	(97,762)	(73,859)
Impairment loss on non-financial assets	-	13,332
Others	145	(5,227)
Changes in operating assets and liabilities		
Accounts receivable	30,894	(62,917)
Notes and accounts receivable from related parties	(51,830)	16,522
Other receivables	(771,581)	52,914
Other receivables from related parties	(75,599)	(57,888)
Inventories	(327,609)	(963,757)
Prepayments	(16,305)	14,454
Other current assets	3,349	(5,560)
Right to recover products	(27,182)	(10,643)
Contract liabilities	50,464	(7,187)
Accounts payable	1,874,455	1,563,604
Accounts payable to related parties	129,196	202,142
Other payables	333,237	227,927
Other payables to related parties	48,258	(2,307)
Refund liabilities	27,503	9,039
Other current liabilities	105,450	230,954
Net defined benefit plans	(946)	(1,394)
Cash generated from operations	6,254,107	4,265,539
Interest received	46	52
Income tax paid	(530,628)	(373,447)
Net cash generated from operating activities	<u>5,723,525</u>	<u>3,892,144</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition of financial assets at fair value through other comprehensive income	-	(23,709)
Acquisition of investments accounted for using equity method	(220,850)	(543,964)
Disposal of investments accounted for using equity method	466,547	219,742
Repayment of capital reduction from associates	-	33,298
Acquisition of property, plant and equipment	(289,145)	(613,765)
Proceeds from disposal of property, plant and equipment	-	4,445
		(Continued)

**momo.com Inc.****STATEMENTS OF CASH FLOWS  
FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020  
(In Thousands of New Taiwan Dollars)**

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	2021	2020
Increase in refundable deposits	\$ (46,545)	\$ (36,859)
Decrease in refundable deposits	28,029	4,693
Acquisition of intangible assets	(37,917)	(27,116)
Increase in other financial assets	(5,577)	(40,235)
Decrease in other financial assets	5,237	5,181
Increase in prepayments for equipment	(282,076)	(154,809)
Interest received	22,885	19,024
Dividends received	<u>14,558</u>	<u>28,969</u>
Net cash used in investing activities	<u>(344,854)</u>	<u>(1,125,105)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Increase in guarantee deposits received	68,529	60,050
Decrease in guarantee deposits received	(35,046)	(36,371)
Repayment of the principal portion of lease liabilities	(513,544)	(394,608)
Cash dividends paid	(1,400,585)	(1,190,497)
Interest paid	<u>(12,454)</u>	<u>(9,178)</u>
Net cash used in financing activities	<u>(1,893,100)</u>	<u>(1,570,604)</u>
NET INCREASE IN CASH AND CASH EQUIVALENTS	3,485,571	1,196,435
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	<u>4,598,947</u>	<u>3,402,512</u>
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	<u>\$ 8,084,518</u>	<u>\$ 4,598,947</u>

(Concluded)

### INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders  
momo.com Inc.

#### Opinion

We have audited the accompanying consolidated financial statements of momo.com Inc. and its subsidiaries (the "Group"), which comprise the consolidated balance sheets as of December 31, 2021 and 2020, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2021 and 2020, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission (FSC) of the Republic of China (ROC).

#### Basis for Opinion

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

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended December 31, 2021. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.



Key audit matters for the Group's consolidated financial statements for the year ended December 31, 2021 are stated as follows:

#### Risk of Revenue Recognition

The Group's primary source of revenue is generated from virtual channels, including TV shopping channels, E-commerce portals and catalogues. Due to the nature of the Group's core sales, the Group offers a wide range of products and services to different customers; the trading quantity is rather high while each transaction is individually low in value and is highly automated through the website and related system. As a result of the Group's business model being highly relying on IT infrastructure and the fact that the Group processes, stores and transmits large amounts of data through digital and web-based environment, the risk derived from revenue recognition depends on whether the sales amount can be transferred into the IT system and recognized appropriately.

By conducting compliance tests, we obtained an understanding of the revenue recognition process and of the design and execution for relevant controls. The major audit procedures were as follows:

1. Verify the details of invoices in the system to check if the sales amount of each invoice is consistent with its shipping notice and sales order.
2. Confirm the completeness and consistency of transmission through IT system by testing the information transferred from front-end system to general ledger system, and further perform tests on whether the Daily Sales Report in the system is consistent with journal entries of revenue each day.

#### **Other Matter**

We have also audited the parent company only financial statements of momo.com Inc. as of and for the years ended December 31, 2021 and 2020 on which we have issued an unmodified report.

#### **Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements**

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and IFRS, IAS, IFRIC, and SIC endorsed and issued into effect by the FSC of the ROC, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

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

#### **Auditors' Responsibilities for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the auditing standards generally accepted in the ROC will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with the auditing standards generally accepted in the ROC, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the year ended December 31, 2021 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.



The engagement partners on the audits resulting in this independent auditors' report are Pei-De Chen and Li-Wen Kuo.

Deloitte & Touche  
Taipei, Taiwan  
Republic of China

February 16, 2022

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

**momo.com Inc. AND SUBSIDIARIES**
**CONSOLIDATED BALANCE SHEETS**  
**DECEMBER 31, 2021 AND 2020**  
**(In Thousands of New Taiwan Dollars)**

ASSETS	2021		2020	
	Amount	%	Amount	%
<b>CURRENT ASSETS</b>				
Cash and cash equivalents	\$ 8,804,124	38	\$ 5,054,973	29
Financial assets at fair value through other comprehensive income - current	15,179	-	8,533	-
Notes and accounts receivable, net	116,728	1	149,191	1
Notes and accounts receivable from related parties	104,783	1	31,547	-
Other receivables, net	1,443,069	6	673,771	4
Other receivables from related parties	246,496	1	199,619	1
Inventories	3,728,410	16	3,390,012	19
Prepayments	69,244	-	53,995	-
Other financial assets - current	217,047	1	214,999	1
Other current assets	15,955	-	20,703	-
Right to recover products - current	162,519	1	135,337	1
Total current assets	14,923,554	65	9,932,680	56
<b>NON-CURRENT ASSETS</b>				
Financial assets at fair value through other comprehensive income - non-current	61,177	-	70,252	-
Investments accounted for using equity method	691,559	3	1,184,893	7
Property, plant and equipment	5,079,849	22	4,873,389	27
Right-of-use assets	1,505,291	7	1,282,411	7
Intangible assets	77,801	-	94,071	1
Deferred tax assets	57,298	-	36,322	-
Prepayments for equipment	270,265	1	6,290	-
Refundable deposits	142,913	1	124,531	1
Net defined benefit assets - non-current	803	-	-	-
Other financial assets - non-current	204,536	1	204,195	1
Total non-current assets	8,091,492	35	7,876,354	44
<b>TOTAL</b>	<b>\$ 23,015,046</b>	<b>100</b>	<b>\$ 17,809,034</b>	<b>100</b>
<b>LIABILITIES AND EQUITY</b>				
<b>CURRENT LIABILITIES</b>				
Contract liabilities - current	\$ 85,916	-	\$ 35,452	-
Accounts payable	8,537,131	37	6,619,620	37
Accounts payable to related parties	447,295	2	437,630	3
Other payables	1,551,731	7	955,170	5
Other payables to related parties	71,686	-	30,341	-
Current tax liabilities	585,583	3	294,890	2
Lease liabilities - current	535,770	2	426,417	2
Refund liabilities - current	180,104	1	152,601	1
Other current liabilities	798,388	4	699,354	4
Total current liabilities	12,793,604	56	9,651,475	54
<b>NON-CURRENT LIABILITIES</b>				
Provisions - non-current	24,160	-	20,914	-
Deferred tax liabilities	15,064	-	7,548	-
Lease liabilities - non-current	998,402	4	877,867	5
Net defined benefit liabilities - non-current	-	-	279	-
Guarantee deposits received	334,803	2	300,971	2
Total non-current liabilities	1,372,429	6	1,207,579	7
Total liabilities	14,166,033	62	10,859,054	61
<b>EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY</b>				
Common stock	1,820,761	8	1,400,585	8
Capital surplus	2,446,415	11	2,624,386	15
Retained earnings				
Legal reserve	1,128,868	5	934,425	5
Special reserve	142,530	1	172,693	1
Unappropriated earnings	3,427,094	14	1,944,434	11
Total retained earnings	4,698,492	20	3,051,552	17
Other equity	(206,677)	(1)	(142,530)	(1)
Total equity attributable to owners of the Company	8,758,991	38	6,933,993	39
<b>NON-CONTROLLING INTERESTS</b>	90,022	-	15,987	-
Total equity	8,849,013	38	6,949,980	39
<b>TOTAL</b>	<b>\$ 23,015,046</b>	<b>100</b>	<b>\$ 17,809,034</b>	<b>100</b>

# momo.com Inc. AND SUBSIDIARIES

## CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2021		2020	
	Amount	%	Amount	%
OPERATING REVENUE	\$ 88,396,696	100	\$ 67,198,104	100
OPERATING COSTS	<u>79,451,893</u>	<u>90</u>	<u>60,883,619</u>	<u>90</u>
GROSS PROFIT FROM OPERATIONS	<u>8,944,803</u>	<u>10</u>	<u>6,314,485</u>	<u>10</u>
OPERATING EXPENSES				
Marketing expenses	2,857,970	3	2,374,531	4
Administrative expenses	1,963,051	2	1,643,659	2
Research and development expenses	202,289	-	175,599	-
Expected credit loss	<u>2,983</u>	<u>-</u>	<u>5,317</u>	<u>-</u>
Total operating expenses	<u>5,026,293</u>	<u>5</u>	<u>4,199,106</u>	<u>6</u>
NET OTHER INCOME AND EXPENSES	<u>123,562</u>	<u>-</u>	<u>103,711</u>	<u>-</u>
OPERATING INCOME	<u>4,042,072</u>	<u>5</u>	<u>2,219,090</u>	<u>4</u>
NON-OPERATING INCOME AND EXPENSES				
Interest income	26,834	-	22,882	-
Other income	4,317	-	14,721	-
Other gains and losses, net	96,577	-	60,978	-
Finance costs	(12,669)	-	(9,754)	-
Share of profit or loss of associates accounted for using equity method	<u>(72,418)</u>	<u>-</u>	<u>82,876</u>	<u>-</u>
Total non-operating income and expenses	<u>42,641</u>	<u>-</u>	<u>171,703</u>	<u>-</u>
PROFIT BEFORE INCOME TAX	4,084,713	5	2,390,793	4
INCOME TAX EXPENSE	<u>809,447</u>	<u>1</u>	<u>451,855</u>	<u>1</u>
NET PROFIT FOR THE YEAR	<u>3,275,266</u>	<u>4</u>	<u>1,938,938</u>	<u>3</u>
OTHER COMPREHENSIVE INCOME (LOSS)				
Items that will not be reclassified subsequently to profit or loss:				
Remeasurement of defined benefit plans	136	-	(466)	-

(Continued)

# **momo.com Inc. AND SUBSIDIARIES**

## **CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)**

	<b>2021</b>		<b>2020</b>	
	<b>Amount</b>	<b>%</b>	<b>Amount</b>	<b>%</b>
Unrealized (loss) gain on investments in equity instruments at fair value through other comprehensive income	\$ (2,429)	-	\$ 5,916	-
Share of remeasurement of defined benefit plans of associates accounted for using equity method	-	-	(1,077)	-
Share of unrealized gain on investments in equity instruments at fair value through other comprehensive income of associates accounted for using equity method	17,700	-	28,577	-
Income tax (expense) benefit related to items that will not be reclassified subsequently to profit or loss	(27)	-	93	-
Items that may be reclassified subsequently to profit or loss:				
Exchange differences on translation	(26,147)	-	6,422	-
Share of other comprehensive loss of associates accounted for using equity method	<u>(2,514)</u>	<u>-</u>	<u>(5,365)</u>	<u>-</u>
Other comprehensive income (loss), net of tax	<u>(13,281)</u>	<u>-</u>	<u>34,100</u>	<u>-</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>\$ 3,261,985</u>	<u>4</u>	<u>\$ 1,973,038</u>	<u>3</u>
NET PROFIT (LOSS) ATTRIBUTABLE TO:				
Owners of the Company	\$ 3,280,300	4	\$ 1,943,304	3
Non-controlling interests	<u>(5,034)</u>	<u>-</u>	<u>(4,366)</u>	<u>-</u>
	<u>\$ 3,275,266</u>	<u>4</u>	<u>\$ 1,938,938</u>	<u>3</u>
TOTAL COMPREHENSIVE INCOME (LOSS) ATTRIBUTABLE TO:				
Owners of the Company	\$ 3,267,100	4	\$ 1,977,308	3
Non-controlling interests	<u>(5,115)</u>	<u>-</u>	<u>(4,270)</u>	<u>-</u>
	<u>\$ 3,261,985</u>	<u>4</u>	<u>\$ 1,973,038</u>	<u>3</u>
EARNINGS PER SHARE				
Basic	<u>\$ 18.02</u>		<u>\$ 10.67</u>	
Diluted	<u>\$ 18.02</u>		<u>\$ 10.67</u>	

(Concluded)

**momo.com Inc. AND SUBSIDIARIES**
**CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY  
FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020  
(In Thousands of New Taiwan Dollars)**

	Equity Attributable to Owners of the Company						Other Equity		Non-controlling Interests	Total Equity
	Common Stock	Capital Surplus	Retained Earnings			Exchange Differences on Translation	Unrealized Valuation Gain (Loss) on Financial Assets at Fair Value Through Other Comprehensive Income	Total		
			Legal Reserve	Special Reserve	Unappropriated Earnings					
BALANCE AT JANUARY 1, 2020	\$ 1,400,585	\$ 2,647,360	\$ 803,491	\$ 167,894	\$ 1,309,339	\$ (80,273)	\$ (92,420)	\$ 6,155,976	\$ 20,257	\$ 6,176,233
Distribution of 2019 earnings										
Legal reserve	-	-	130,934	-	(130,934)	-	-	-	-	-
Special reserve	-	-	-	4,799	(4,799)	-	-	-	-	-
Cash dividends	-	-	-	-	(1,173,606)	-	-	(1,173,606)	-	(1,173,606)
Changes in equity of associates accounted for using equity method	-	-	-	-	(2,711)	-	-	(2,711)	-	(2,711)
Issue of cash dividends from capital surplus	-	(16,891)	-	-	-	-	-	(16,891)	-	(16,891)
Net profit (loss) for the year ended December 31, 2020	-	-	-	-	1,943,304	-	-	1,943,304	(4,366)	1,938,938
Other comprehensive income (loss) for the year ended December 31, 2020	-	-	-	-	(1,450)	961	34,493	34,004	96	34,100
Total comprehensive income (loss) for the year ended December 31, 2020	-	-	-	-	1,941,854	961	34,493	1,977,308	(4,270)	1,973,038
Disposal of investments accounted for using equity method	-	(6,083)	-	-	4,879	-	(4,879)	(6,083)	-	(6,083)
Disposal of investments in equity instruments designated as at fair value through other comprehensive income	-	-	-	-	412	-	(412)	-	-	-
BALANCE AT DECEMBER 31, 2020	1,400,585	2,624,386	934,425	172,693	1,944,434	(79,312)	(63,218)	6,933,993	15,987	6,949,980
Distribution of 2020 earnings										
Legal reserve	-	-	194,443	-	(194,443)	-	-	-	-	-
Cash dividends	-	-	-	-	(1,400,585)	-	-	(1,400,585)	-	(1,400,585)
Stock dividends	280,117	-	-	-	(280,117)	-	-	-	-	-
Reversal of special reserve	-	-	-	(30,163)	30,163	-	-	-	-	-
Changes in equity of associates accounted for using equity method	-	4,940	-	-	(3,605)	-	-	1,335	-	1,335
Issue of stock dividends from capital surplus	140,059	(140,059)	-	-	-	-	-	-	-	-
Net profit (loss) for the year ended December 31, 2021	-	-	-	-	3,280,300	-	-	3,280,300	(5,034)	3,275,266
Other comprehensive income (loss) for the year ended December 31, 2021	-	-	-	-	109	(28,580)	15,271	(13,200)	(81)	(13,281)
Total comprehensive income (loss) for the year ended December 31, 2021	-	-	-	-	3,280,409	(28,580)	15,271	3,267,100	(5,115)	3,261,985
Disposal of investments accounted for using equity method	-	(42,852)	-	-	50,838	-	(50,838)	(42,852)	-	(42,852)
Increase in non-controlling interests	-	-	-	-	-	-	-	-	79,150	79,150
BALANCE AT DECEMBER 31, 2021	\$ 1,820,761	\$ 2,446,415	\$ 1,128,868	\$ 142,530	\$ 3,427,094	\$ (107,892)	\$ (98,785)	\$ 8,758,991	\$ 90,022	\$ 8,849,013

# **momo.com Inc. AND SUBSIDIARIES**

## **CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020 (In Thousands of New Taiwan Dollars)**

	2021	2020
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit before income tax	\$ 4,084,713	\$ 2,390,793
Adjustments for:		
Depreciation expenses	887,563	748,698
Amortization expenses	62,232	66,413
Expected credit loss	2,983	5,317
Finance costs	12,669	9,754
Interest income	(26,834)	(22,882)
Share of loss (profit) of associates accounted for using equity method	72,418	(82,876)
Loss on disposal of property, plant and equipment	124	95
Gain on disposal of investments accounted for using equity method	(97,762)	(73,859)
Impairment loss on non-financial assets	-	13,332
Others	564	(5,792)
Changes in operating assets and liabilities		
Notes and accounts receivable	31,942	(54,910)
Notes and accounts receivable from related parties	(52,642)	12,299
Other receivables	(771,311)	52,672
Other receivables from related parties	(75,545)	(65,942)
Inventories	(338,398)	(984,078)
Prepayments	(15,249)	8,488
Other current assets	4,963	(4,222)
Right to recover products	(27,182)	(10,643)
Contract liabilities	50,464	(7,210)
Accounts payable	1,917,511	1,565,714
Accounts payable to related parties	9,665	157,238
Other payables	353,433	246,617
Other payables to related parties	41,345	3,201
Refund liabilities	27,503	9,039
Other current liabilities	99,034	128,314
Net defined benefit plans	(946)	(1,394)
Cash generated from operations	6,253,257	4,104,176
Interest received	46	52
Income tax paid	(532,456)	(378,546)
Net cash generated from operating activities	<u>5,720,847</u>	<u>3,725,682</u>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Acquisition of financial assets at fair value through other comprehensive income	-	(23,709)
Acquisition of investments accounted for using equity method	-	(193,964)
Disposal of investments accounted for using equity method	466,547	219,742
Repayment of capital reduction from associates	-	33,298
Acquisition of property, plant and equipment	(291,966)	(626,208)
Increase in refundable deposits	(46,616)	(37,595)

(Continued)

# **momo.com Inc. AND SUBSIDIARIES**

## **CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020 (In Thousands of New Taiwan Dollars)**

	2021	2020
Decrease in refundable deposits	\$ 28,029	\$ 6,063
Acquisition of intangible assets	(37,917)	(28,464)
Increase in other financial assets	(54,424)	(195,149)
Decrease in other financial assets	51,616	56,360
Increase in prepayments for equipment	(306,552)	(163,784)
Interest received	25,368	21,632
Dividends received	<u>7,914</u>	<u>20,164</u>
Net cash used in investing activities	<u>(158,001)</u>	<u>(911,614)</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Increase in guarantee deposits received	69,729	61,000
Decrease in guarantee deposits received	(35,746)	(37,571)
Repayment of the principal portion of lease liabilities	(513,544)	(394,999)
Cash dividends paid	(1,400,585)	(1,190,497)
Interest paid	(12,454)	(9,183)
Changes in non-controlling interests	<u>79,150</u>	<u>-</u>
Net cash used in financing activities	<u>(1,813,450)</u>	<u>(1,571,250)</u>
<b>EFFECTS OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS</b>		
	<u>(245)</u>	<u>313</u>
<b>NET INCREASE IN CASH AND CASH EQUIVALENTS</b>	3,749,151	1,243,131
<b>CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR</b>	<u>5,054,973</u>	<u>3,811,842</u>
<b>CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR</b>	<u>\$ 8,804,124</u>	<u>\$ 5,054,973</u>

(Concluded)

## Attachment VII

### momo.com Inc.

#### Proposal for 2021 Earnings Distribution

Unit : NT\$	
Items	Amount
<b>Unappropriated retained earnings as of December 31,2020</b>	\$ 99,451,264
Add: Disposal of investments accounted for using equity method	50,838,151
Less: Changes in equity of associates accounted for using equity method	(3,605,067)
Add: Remeasurement of defined benefit obligation	108,754
Add: Net income of 2021	3,280,300,166
Less: Legal reserve appropriation (10%)	(332,764,200)
Less: Special reserve appropriation	<u>(64,147,069)</u>
<b>Retained earnings available for distribution as of December 31,2021</b>	\$ 3,030,181,999
<b>Distribution item :</b>	
Cash dividends to common shareholders (NT\$13 per share)	(2,366,988,650)
Stock dividends to common shareholders (NT\$1 per share)	<u>(182,076,050)</u>
<b>Unappropriated retained earnings balance</b>	<u><u>\$ 481,117,299</u></u>



## Attachment VIII

### momo.com Inc.

#### Amendment Comparison Chart for the “Articles of Incorporation”

Amended articles	Existing articles	Description
<p>Article 2</p> <p>The Company shall be engaged in the following business:</p> <p>1. J503020 Television Production</p> <p>2. J503010 Broadcasting Production</p> <p>3. J503030 Broadcasting and Television Program Distribution</p> <p>4. J503040 Broadcasting and Television Commercial</p> <p>5. J503050 Video Program Distribution</p> <p>6. F108031 Wholesale of Drugs, Medical Goods</p> <p>7. F208031 Retail Sale of Medical Equipment</p> <p>8. F208021 Retail Sale of Drugs and Medicine</p> <p>9. F208011 Retail Sale of Chinese Medicine</p> <p>10. F108021 Wholesale of Drugs and Medicine</p> <p>11. F108011 Wholesale of Chinese Medicine</p> <p>12. F401161 Tobacco Products Import</p> <p>13. F401171 Alcohol Drink Import</p> <p>14. J506021 Satellite Broadcasting Television Program Supplier</p> <p>15. F203020 Retail Sale of Tobacco and Alcoholic Beverages</p> <p>16. I301040 The third party payment</p>	<p>Article 2</p> <p>The Company shall be engaged in the following business:</p> <p>1. J503020 Television Production</p> <p>2. J503010 Broadcasting Production</p> <p>3. J503030 Broadcasting and Television Program Distribution</p> <p>4. J503040 Broadcasting and Television Commercial</p> <p>5. J503050 Video Program Distribution</p> <p>6. F108031 Wholesale of Drugs, Medical Goods</p> <p>7. F208031 Retail Sale of Medical Equipment</p> <p>8. F208021 Retail Sale of Drugs and Medicine</p> <p>9. F208011 Retail Sale of Chinese Medicine</p> <p>10. F108021 Wholesale of Drugs and Medicine</p> <p>11. F108011 Wholesale of Chinese Medicine</p> <p>12. F401161 Tobacco Products Import</p> <p>13. F401171 Alcohol Drink Import</p> <p>14. J506021 Satellite Broadcasting Television Program Supplier</p> <p>15. F203020 Retail Sale of Tobacco and Alcoholic Beverages</p> <p>16. I301040 The third party payment</p> <p><u>17. G902011 Type II Telecommunications Enterprise</u></p>	<p>Deleted business items “G902011 Type II Telecommunications Enterprise “and adjusted the item number in coordination with adjustments to business strategy.</p>

Amended articles	Existing articles	Description
<u>17.</u> G801010 Warehousing and Storage <u>18.</u> F107080 Wholesale of Environment Medicines <u>19.</u> F207080 Retail Sale of Environment Medicine <u>20.</u> F401181 Metrological Instruments Importing <u>21.</u> IZ06010 Tally Packaging <u>22.</u> F399040 Retail Sale No Storefront <u>23.</u> ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval	<u>18.</u> G801010 Warehousing and Storage <u>19.</u> F107080 Wholesale of Environment Medicines <u>20.</u> F207080 Retail Sale of Environment Medicine <u>21.</u> F401181 Metrological Instruments Importing <u>22.</u> IZ06010 Tally Packaging <u>23.</u> F399040 Retail Sale No Storefront <u>24.</u> ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval	
Article 12-1 A shareholders' meeting can be held by means of videoconferencing or other methods announced by the Ministry of Economic Affairs.		<u>1. New article.</u> 2. Provisions on video conferencing in shareholders' meetings became applicable to public companies after the amendment to Article 172-2 of the Company Act. According to Paragraph 1 of the article, the Articles of Incorporation may specify that shareholders' meeting may be convened via video call or a method announced by the central competent authority, i.e., the Ministry of Economic Affairs, and this article was thus added.

Amended articles	Existing articles	Description
<p>Article 37</p> <p>These Articles of Incorporation were approved by all members of the founders meeting on 19 August, 2004.</p> <p>First amendment on 10 March, 2005 .....</p> <p>Seventeenth amendment on 15 May, 2020</p> <p>Eighteenth amendment on 18 May, 2021</p> <p><u>Nineteenth amendment on 20 May, 2022</u></p>	<p>Article 37</p> <p>These Articles of Incorporation were approved by all members of the founders meeting on 19 August, 2004.</p> <p>First amendment on 10 March, 2005 .....</p> <p>Seventeenth amendment on 15 May, 2020</p> <p>Eighteenth amendment on 18 May, 2021</p>	<p>To include the dates of amendment.</p>

## Attachment IX

### momo.com Inc.

#### Amendment Comparison Chart for the “Regulations and Procedures of Shareholders’ Meeting”

Amended articles	Existing articles	Description
<p>Article 3</p> <p>The Company’s shareholders’ meetings shall be convened by the board of directors unless otherwise specified in laws and regulations.</p> <p><u>Changes to the method for convening the shareholders' meeting must be passed by a resolution of the Board of Directors, and must be effected before the shareholders' meeting notice is sent.</u></p> <p>The Company shall prepare an electronic file that contains the meeting notice, proxy form, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors, and upload them to the Market Observation Post System (MOPS) 30 days before the date of an annual general shareholders' meeting or 15 days before the date of a special shareholders' meeting.</p> <p>An electronic copy of the shareholders' meeting agenda and supplementary information shall be uploaded to the Market Observation Post System (MOPS) 21 days before the date of the annual general shareholders' meeting or 15 days before the date of a special shareholders' meeting. <u>However, the electronic copy must be uploaded 30 days before the annual general shareholders' meeting if the Company's paid-in capital reaches NT\$10 billion and above at the end of the most recent</u></p>	<p>Article 3</p> <p>The Company’s shareholders’ meetings shall be convened by the board of directors unless otherwise specified in laws and regulations.</p> <p>The Company shall prepare an electronic file that contains the meeting notice, proxy form, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors, and upload them to the Market Observation Post System (MOPS) 30 days before the date of an annual general shareholders' meeting or 15 days before the date of a special shareholders' meeting.</p> <p>An electronic copy of the shareholders' meeting agenda and supplementary information shall be uploaded to the Market Observation Post System (MOPS) 21 days before the date of the annual general shareholders' meeting or 15 days before the date of a special shareholders' meeting. Physical copies of the shareholders’ meeting agenda and supplementary materials shall also be prepared 15 days before the date of the shareholders’ meeting and made available for review by shareholders at</p>	<p>1. Changes to the method for convening the shareholders' meeting must be passed by a resolution of the Board of Directors, and must be effected before the shareholders' meeting notice is sent. Paragraph 2 of this article was thus added to inform shareholders of a change in how the shareholders' meeting will be held.</p> <p>2. In coordination with the amendment to Article 6 of the Regulations Governing Content and Compliance Requirements for Shareholders' Meeting Agenda Handbooks of Public Companies, added the requirement to upload electronic copies of the meeting agenda and supplementary information to the MOPS 30 days before the annual general shareholders' meeting if the Company's paid-in capital reaches NT\$10 billion and above at the end of the most recent fiscal year, or if foreign and Chinese</p>

Amended articles	Existing articles	Description
<p><u>fiscal year, or if foreign and Chinese shareholders on the shareholders' roster for the annual general shareholders' meeting in the most recent year collectively accounts for 30% or more of all shares.</u> Physical copies of the shareholders' meeting agenda and supplementary materials shall also be prepared 15 days before the date of the shareholders' meeting and made available for review by shareholders at any time. These documents shall be placed within the Company's premises and professional shareholder services agent commissioned thereby.</p> <p><u>The Company shall provide the meeting agenda and supplementary information in the preceding paragraph to shareholders on the day of the shareholders' meeting via one of the following methods:</u></p> <p><u>1. Distributed at the venue of the shareholders' meeting if a physical shareholders' meeting is held.</u></p> <p><u>2. Distributed at the venue of the shareholders' meeting and electronic copies uploaded to the video conferencing platform if a physical shareholders' meeting is held with video calls.</u></p> <p><u>3. Electronic copies must be uploaded to the video conferencing platform if a virtual shareholders' meeting is held.</u></p> <p>The reasons for convening a shareholders meeting shall be specified in the meeting notice and public announcement. With the consent of the addressee, the meeting notice may be given in electronic form.</p> <p>Election or dismissal of directors, amendment to the Articles of</p>	<p>any time. These documents shall be placed within the Company's premises and professional shareholder services agent commissioned thereby, <u>as well as distributed on-site at the shareholders' meeting place.</u></p> <p>The reasons for convening a shareholders meeting shall be specified in the meeting notice and public announcement. With the consent of the addressee, the meeting notice may be given in electronic form.</p> <p>Election or dismissal of directors, amendment to the Articles of</p>	<p>shareholders on the shareholders' roster for the annual general shareholders' meeting in the most recent year collectively accounts for 30% or more of all shares.</p> <p>3. In coordination with the amendment to Article 6 of the Regulations Governing Content and Compliance Requirements for Shareholders' Meeting Agenda Handbooks of Public Companies, added Paragraph 4 of this article to specify how the meeting agenda and supplementary information must be provided for physical and virtual shareholders' meetings.</p> <p>4. In coordination with Article 43-6 of the Securities and Exchange Act and Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers, the current article does not specify that the reasons for convening the shareholders' meeting and explanation of main contents may be provided on a website designated by the competent</p>

Amended articles	Existing articles	Description
<p>Incorporation, capital reduction, application for delisting of shares, competition approval for directors, capitalization of earnings, capitalization of reserves, the dissolution, merger, spin-off or demerger of the Company, or any matters set forth in Paragraph 1, Article 185 of the Company Act; Articles 26-1 and 43-6 of the Securities and Exchange Act; and Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be set out and their essential contents shall be explained in the notice of the reasons for convening the shareholders' meeting. None of the above matters may be raised by an extraordinary motion.</p> <p>(The following is omitted)</p>	<p>Incorporation, capital reduction, application for delisting of shares, competition approval for directors, capitalization of earnings, capitalization of reserves, the dissolution, merger, spin-off or demerger of the Company, or any matters set forth in Paragraph 1, Article 185 of the Company Act; Articles 26-1 and 43-6 of the Securities and Exchange Act; and Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be set out and their essential contents shall be explained in the notice of the reasons for convening the shareholders' meeting. None of the above matters may be raised by an extraordinary motion; <u>the essential contents may be uploaded to the website designated by the competent authority in charge of securities affairs or the Company, and such website shall be indicated in the notice.</u></p> <p>(The following is omitted)</p>	<p>authority of securities or the Company, and the announcement method was thus adjusted.</p>
<p>Article 4 Paragraph 1~2 (omitted) After the Company receives the proxy form, a shareholder intending to attend the shareholders' meeting in person or exercise his/her/its voting rights in writing or by way of electronic transmission shall file a proxy rescission notice at least two days before the shareholders' meeting is convened. Otherwise, the voting right exercised by the authorized proxy at the meeting shall prevail. <u>Once the proxy has been delivered to the Company and the shareholder wishes to attend the meeting via video</u></p>	<p>Article 4 Paragraph 1~2 (omitted) After the Company receives the proxy form, a shareholder intending to attend the shareholders' meeting in person or exercise his/her/its voting rights in writing or by way of electronic transmission shall file a proxy rescission notice at least two days before the shareholders' meeting is convened. Otherwise, the voting right exercised by the authorized proxy at the meeting shall prevail.</p>	<p>In coordination with the addition of Article 44-12 of the Regulations Governing the Administration of Shareholder Services of Public Companies, Paragraph 4 of this article was added to specify the method for shareholders to rescind their proxy and attend via video call.</p>

Amended articles	Existing articles	Description
<u>call, the concerned shareholder should notify the Company in writing two days prior to the shareholders' meeting to rescind the notice for proxy. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.</u>		
<p>Article 5</p> <p>Shareholders' meetings shall be held at the premises of the Company or locations that are convenient for shareholders to attend and appropriate for shareholders' meetings. Meetings shall not begin earlier than 9:00 a.m. or later than 3:00 p.m. Opinions of independent directors regarding the location and time of shareholders' meetings shall be given full consideration.</p> <p><u>The restrictions on venue in the preceding paragraph do not apply if the Company convenes a virtual shareholders' meeting.</u></p>	<p>Article 5</p> <p>Shareholders' meetings shall be held at the premises of the Company or locations that are convenient for shareholders to attend and appropriate for shareholders' meetings. Meetings shall not begin earlier than 9:00 a.m. or later than 3:00 p.m. Opinions of independent directors regarding the location and time of shareholders' meetings shall be given full consideration.</p>	<p>In coordination with the addition of Article 44-9 of the Regulations Governing the Administration of Shareholder Services of Public Companies, Paragraph 2 of this article was added because virtual shareholders' meetings are convened via video calls and not limited by venue</p>
<p>Article 6</p> <p>The Company shall specify in shareholders' meeting notices the time and location for the registration of <u>shareholders, solicitors, and proxies (hereinafter collectively referred to as "Shareholders")</u> and other matters of attention.</p> <p>The registration of shareholders shall begin at least 30 minutes before the meeting commences. The registration counter shall be clearly indicated. A sufficient number of competent personnel shall be assigned to process registration. <u>The registration of shareholders for virtual shareholders' meetings shall begin 30 minutes before the meeting commences. Shareholders</u></p>	<p>Article 6</p> <p>The Company shall specify in shareholders' meeting notices the time and location for the registration of <u>shareholders</u> and other matters of attention.</p> <p>The registration of shareholders shall begin at least 30 minutes before the meeting commences. The registration counter shall be clearly indicated. A sufficient number of competent personnel shall be assigned to process registration.</p>	<ol style="list-style-type: none"> <li>1. The scope of shareholders is specified in Paragraph 1 of this article, and Paragraph 3 of this article was amended accordingly.</li> <li>2. In coordination with the addition of Article 44-16 of the Regulations Governing the Administration of Shareholder Services of Public Companies, Paragraph 2 of this article was amended to specify the time and procedures for registration of shareholders attending via video call.</li> </ol>

Amended articles	Existing articles	Description
<p><u>that complete registration shall be deemed as personally attending the shareholders' meeting.</u></p> <p>Attending <u>shareholders</u> must present their attendance card, sign-in card, or other certificates for admittance when attending a shareholders' meeting. The Company shall not arbitrarily require additional supporting documents other than the certificates for admittance when shareholders attend a meeting. Proxy solicitors shall also bring their identification certificates for verification.</p> <p>The Company shall furnish the attending shareholders with an attendance book to sign, or attending shareholders may hand in a sign-in card in lieu of signing in.</p> <p>The Company shall furnish attending shareholders with the meeting agenda, annual report, attendance card, speaker's slips, voting slips, and other meeting materials. Where there is an election of directors, pre-printed ballots shall also be furnished.</p> <p>A shareholder who is a government agency or a juristic person may send more than one representative to attend shareholders' meetings. However, a juristic person serving as a proxy to attend a shareholders' meeting may appoint only one representative to attend the meeting.</p> <p><u>If a virtual shareholders' meeting is convened and a shareholder wishes to attend the meeting via video call, the shareholder shall register the attendance method with the Company two days prior to the shareholders' meeting.</u></p>	<p>Attending <u>shareholders or their appointed proxies (hereinafter referred to as "shareholders")</u> must present their attendance card, sign-in card, or other certificates for admittance when attending a shareholders' meeting. The Company shall not arbitrarily require additional supporting documents other than the certificates for admittance when shareholders attend a meeting. Proxy solicitors shall also bring their identification certificates for verification.</p> <p>The Company shall furnish the attending shareholders with an attendance book to sign, or attending shareholders may hand in a sign-in card in lieu of signing in.</p> <p>The Company shall furnish attending shareholders with the meeting agenda, annual report, attendance card, speaker's slips, voting slips, and other meeting materials. Where there is an election of directors, pre-printed ballots shall also be furnished.</p> <p>A shareholder who is a government agency or a juristic person may send more than one representative to attend shareholders' meetings. However, a juristic person serving as a proxy to attend a shareholders' meeting may appoint only one representative to attend the meeting.</p>	<p>3. In coordination with the addition of Article 44-13 of the Regulations Governing the Administration of Shareholder Services of Public Companies, Paragraph 7 of this article was added to specify that shareholders who intend to attend a shareholders' meeting via video call must register it with the Company two days prior to the shareholders' meeting.</p> <p>4. Paragraph 8 of this article was added to stipulate that the Company shall upload the meeting agenda, annual report, and related materials to the shareholders' meeting video conferencing platform, so that it can be accessed by shareholders attending via video call.</p>



Amended articles	Existing articles	Description
<p><u>If a virtual shareholders' meeting is convened, the Company shall upload the meeting agenda, annual report, and related materials to the shareholders' meeting video conferencing platform at least 30 minutes before the meeting commences, and shall continue to disclose the materials until the meeting ends.</u></p>		
<p>Article 6-1 The Company shall specify the following matters in the shareholders' meeting notice before convening a virtual shareholders' meeting:</p> <ol style="list-style-type: none"> <li>1. How shareholders can attend the virtual shareholders' meeting and exercise their rights.</li> <li>2. How to handle malfunctions of the video conferencing platform or video call due to natural disasters, incidents, or other force majeure events, and must at least include the following matters:               <ol style="list-style-type: none"> <li>(1) <u>The time of the meeting that must be postponed or resumed at a later date due to an aforementioned malfunction, and the date that a postponed meeting will be resumed.</u></li> <li>(2) Shareholders that did not register to attend in the original shareholders' meeting via video call may not attend the postponed or resumed meeting.</li> <li>(3) If a physical shareholders' meeting that allowed attendance via video call cannot resume the video calls, the number of shares represented by shareholders attending via video call will be deducted, and the shareholders' meeting shall continue if the total</li> </ol> </li> </ol>		<ol style="list-style-type: none"> <li>1. <u>New article.</u></li> <li>2. In coordination with the addition of Article 44-21 of the Regulations Governing the Administration of Shareholder Services of Public Companies, matters required to be specified in the virtual shareholders' meeting notice were specified to inform shareholders of their rights and restrictions when attending the virtual shareholders' meeting.</li> </ol>

Amended articles	Existing articles	Description
<p>number of shares in attendance reaches the threshold for convening a shareholders' meeting. If the shareholders' meeting continues, the number of shares represented by shareholders who originally attended via video call shall be counted in the total number of shares in attendance, but counted as abstentions in all agenda items of the shareholders' meeting.</p> <p>(4) How to handle the meeting if the results of all agenda items were already announced but there were no extraordinary motions.</p> <p>3. If a virtual shareholders' meeting is convened, suitable alternatives for shareholders who have difficulty attending the shareholders' meeting via video call must be specified.</p>		
<p>Article 8</p> <p>The Company shall make uninterrupted audio and video recordings over the entire meeting process, including the shareholders' registration process, meeting proceedings, and election and vote-count in each shareholders' meeting. The recorded materials of the preceding paragraph shall be retained the audio and video recordings for at least one year. However, if any shareholder files a lawsuit in regard to a meeting in accordance with Article 189 of the Company Act, the audio and video recordings of the meeting shall be retained until the lawsuit is concluded.</p> <p><u>If a virtual shareholders' meeting is convened, the Company shall keep records of shareholder registration, sign-in, questions, voting, and vote</u></p>	<p>Article 8</p> <p>The Company shall make uninterrupted audio and video recordings over the entire meeting process, including the shareholders' registration process, meeting proceedings, and election and vote-count in each shareholders' meeting. The recorded materials of the preceding paragraph shall be retained the audio and video recordings for at least one year. However, if any shareholder files a lawsuit in regard to a meeting in accordance with Article 189 of the Company Act, the audio and video recordings of the meeting shall be retained until the lawsuit is concluded.</p>	<p>In coordination with the addition of Article 44-23 of the Regulations Governing the Administration of Shareholder Services of Public Companies, Paragraphs 3 to 5 of this article were added to specify the method for preserving materials of virtual shareholders' meetings.</p>

Amended articles	Existing articles	Description
<p><u>counting results, and the entire course of the virtual shareholders' meeting shall be recorded in audio and video without any interruptions.</u></p> <p><u>The Company shall properly preserve the materials and audio and video recordings in the preceding paragraph, and provide the audio/video recordings to the party commissioned to organize the virtual shareholders' meeting for retention.</u></p> <p><u>If a virtual shareholders' meeting is convened, the Company should record video and audio of the back-end interface of the video conferencing platform.</u></p>		
<p>Article 9</p> <p>The attendance of shareholder meetings shall be determined based on the number of outstanding shares. The number of shares of the attending shareholders shall be calculated based on the signatures on the attendance list, the submitted attendance cards, <u>the number of shares represented on the video conferencing platform</u>, and the shares from shareholders exercising their right to vote in writing or by way of electronic transmission.</p> <p>The chairman shall call a meeting to order according to the schedule, <u>and shall also announce the number of shares without voting rights and number of shares in attendance.</u></p> <p>However, if the number of outstanding shares represented by the attending shareholders is less than one half of the total outstanding shares, the chairman may postpone the meeting up to two times for no more than one hour in total. If the number of shares</p>	<p>Article 9</p> <p>The attendance of shareholder meetings shall be determined based on the number of outstanding shares. The number of shares of the attending shareholders shall be calculated based on the signatures on the attendance list, the submitted attendance cards, and the shares from shareholders exercising their right to vote in writing or by way of electronic transmission.</p> <p>The chairman shall call a meeting to order according to the schedule.</p> <p>However, if the number of outstanding shares represented by the attending shareholders is less than one half of the total outstanding shares, the chairman may postpone the meeting up to two times for no more than one hour in total. If the number of shares</p>	<p>1. In coordination with the addition of Article 44-16 of the Regulations Governing the Administration of Shareholder Services of Public Companies, Paragraph 1 of this article was amended to specify that the total number of shares in attendance during a virtual shareholders' meeting must include the number of shares represented by shareholders that complete registration via video call.</p> <p>2. Paragraph 2 of this article was amended to require the chairperson to announce the number of shares without voting rights and the total number of shares in</p>

Amended articles	Existing articles	Description
<p>represented by the attending shareholders is still less than one third of the total outstanding shares after two postponements, the chairman shall declare the meeting aborted. <u>If a virtual shareholders' meeting is convened, the Company shall also announce the meeting was aborted on the video conferencing platform.</u></p> <p>If the number of shares represented by the attending shareholders remains less than one half but more than one third of the total outstanding shares after two postponements, tentative resolutions may be passed according to Paragraph 1, Article 175 of the Company Act. Shareholders shall be notified of such tentative resolutions and that a shareholders' meeting is to be convened within one month. <u>If a virtual shareholders' meeting is convened and a shareholder wishes to attend the meeting via video call, the shareholder shall register with the Company again according to Article 6.</u></p> <p>(The following is omitted)</p>	<p>represented by the attending shareholders is still less than one third of the total outstanding shares after two postponements, the chairman shall declare the meeting aborted.</p> <p>If the number of shares represented by the attending shareholders remains less than one half but more than one third of the total outstanding shares after two postponements, tentative resolutions may be passed according to Paragraph 1, Article 175 of the Company Act. Shareholders shall be notified of such tentative resolutions and that a shareholders' meeting is to be convened within one month.</p> <p>(The following is omitted)</p>	<p>attendance when the chairperson calls the meeting to order, in order to improve corporate governance and protect shareholders' interests.</p> <p>3. Paragraph 3 of this article was amended to require the Company to make an announcement on the video conference platform once the chairperson declares a meeting aborted if shareholders attend the shareholders' meeting via video call.</p> <p>4. Paragraph 4 of this article was amended to require shareholders to register with the Company if they intend to attend a shareholders' meeting via video call if the Company makes a tentative resolution to convene a virtual shareholders' meeting at another time.</p>
<p>Article 11</p> <p>Paragraphs 1~3 (omitted)</p> <p>Shareholders shall not interrupt the speech of a speaking shareholder without the permission of the chairman and the speaking shareholder; otherwise the chairman shall stop such interruptions.</p> <p>When a shareholder, who's a juristic person, has two or more representatives attending a shareholders' meeting only one representative may speak about each proposal.</p> <p>The chairman or whose relevant</p>	<p>Article 11</p> <p>Paragraphs 1~3 (omitted)</p> <p>Shareholders shall not interrupt the speech of a speaking shareholder without the permission of the chairman and the speaking shareholder; otherwise the chairman shall stop such interruptions.</p> <p>When a shareholder, who's a juristic person, has two or more representatives attending a shareholders' meeting only one representative may speak about each proposal.</p> <p>The chairman or whose relevant</p>	<p>In coordination with the addition of Article 44-17 of the Regulations Governing the Administration of Shareholder Services of Public Companies, Paragraphs 7 and 8 of this article was added to specify how shareholders attending a shareholders' meeting via video call ask questions and response measures that should be taken by the Company.</p>

Amended articles	Existing articles	Description
<p>designated personnel may respond after an attending shareholder has finished speaking.</p> <p><u>If a virtual shareholders' meeting is convened, shareholders who participate via video call may ask questions on the video conferencing platform via text after the chairperson announces the commencement of the meeting until the chairperson announces the meeting is adjourned. Each shareholder may not ask more than two questions on each agenda item, and each question may not exceed 200 characters. Paragraphs 1 to 5 are not applicable.</u></p> <p><u>If a question in the preceding paragraph does not violate any regulations and does not exceed the scope of the agenda item, it should be disclosed on the shareholders' meeting video conferencing platform for all to see.</u></p>	<p>designated personnel may respond after an attending shareholder has finished speaking.</p>	
<p>Article 13</p> <p>Paragraphs 1~3 (omitted)</p> <p>A shareholder intending to attend the shareholders' meeting in person <u>or via video call</u> after expressing the decision to exercise his/her voting rights in writing or by way of electronic transmission shall revoke the decision by the same means previously used in exercising his/her voting rights at least two days before the meeting; otherwise, the voting right exercised in writing or by way of electronic transmission shall prevail. If a shareholder expresses the intention to exercise his/her voting rights in writing or by way of electronic transmission and at the same time appoints a proxy to attend the meeting, the voting rights shall be exercised by the proxy.</p>	<p>Article 13</p> <p>Paragraphs 1~3 (omitted)</p> <p>A shareholder intending to attend the shareholders' meeting in person after expressing the decision to exercise his/her voting rights in writing or by way of electronic transmission shall revoke the decision by the same means previously used in exercising his/her voting rights at least two days before the meeting; otherwise, the voting right exercised in writing or by way of electronic transmission shall prevail. If a shareholder expresses the intention to exercise his/her voting rights in writing or by way of electronic transmission and at the same time appoints a proxy to attend the meeting, the voting rights shall be exercised by the proxy.</p>	<p>1. In coordination with the addition of Article 44-14 of the Regulations Governing the Administration of Shareholder Services of Public Companies, Paragraph 4 of this article was amended to require shareholders, who intend to attend a shareholders' meeting via video call after they have already exercised their right to vote in writing or by way of electronic transmission, to retract their vote in the same way they exercised their right to vote.</p>

Amended articles	Existing articles	Description
<p>Except as otherwise provided in the Company Act and in the Company's Articles of Incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, for each proposal, the chairman or a person designated by the chairman shall first declare the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against, and the number of abstentions, shall be entered into the MOPS.</p> <p>When there is an amendment or an alternative to a proposal, the chairman shall present the amended or alternative proposal together with the original proposal and decide the order in which they will be put to a vote. When any one among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.</p> <p>Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chairman, provided that all monitoring personnel shall be shareholders of this Company.</p> <p>Vote counting for shareholders meeting proposals or elections shall be conducted in public at the place of the shareholders meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be disclosed on-site at the meeting, and a record made of the vote.</p>	<p>Except as otherwise provided in the Company Act and in the Company's Articles of Incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, for each proposal, the chairman or a person designated by the chairman shall first declare the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against, and the number of abstentions, shall be entered into the MOPS.</p> <p>When there is an amendment or an alternative to a proposal, the chairman shall present the amended or alternative proposal together with the original proposal and decide the order in which they will be put to a vote. When any one among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.</p> <p>Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chairman, provided that all monitoring personnel shall be shareholders of this Company.</p> <p>Vote counting for shareholders meeting proposals or elections shall be conducted in public at the place of the shareholders meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be disclosed on-site at the meeting, and a record made of the vote.</p>	<p>2. In coordination with the addition of Article 44-17 of the Regulations Governing the Administration of Shareholder Services of Public Companies, Paragraphs 9 and 10 of this article were added to specify how shareholders should vote when attending a virtual shareholders' meeting via video call, and requiring the Company to count votes in one session.</p> <p>3. In coordination with the addition of Article 44-13 of the Regulations Governing the Administration of Shareholder Services of Public Companies, Paragraph 11 of this article was added to specify how to handle shareholders who originally registered to attend a shareholders' meeting via video call and intend to attend the shareholders' meeting in person.</p> <p>4. In coordination with the addition of Article 44-16 of the Regulations Governing the Administration of Shareholder Services of Public Companies, Paragraph 12 of this article was amended to</p>

Amended articles	Existing articles	Description
<p><u>If the Company convenes a virtual shareholders' meeting, after the chairperson calls the meeting to order, shareholders attending via video call shall cast their vote for agenda items and elections on the video conferencing platform before the chairperson declares the voting has ended. Shareholders shall be deemed to have abstained from voting if they cast their vote after the voting has ended. If a virtual shareholders' meeting is held, votes shall be counted in a single session after the chairperson declares that voting has ended, and the results of voting and elections shall be announced.</u></p> <p><u>If the Company convenes a physical shareholders' meeting that allows attendance via video call, if a shareholder who has registered to attend via video call according to Article 6 intends to attend the physical shareholders' meeting in person, the shareholder shall use the same way to cancel the registration two days prior to the shareholders' meeting. If the shareholder fails to cancel the registration before the deadline, the shareholder may only attend the shareholders' meeting via video call. If a shareholder does not retract votes exercised in writing or by way of electronic transmission, and attends a shareholders' meeting via video call, except for extraordinary motions, the shareholder may not exercise the right to vote on original agenda items, propose a revision of original agenda items, or exercise the right to vote on revised agenda items.</u></p>		<p>specify that shareholders, who do not retract votes exercised in writing or by way of electronic transmission, may still register to attend a shareholders' meeting via video call, but except for extraordinary motions, the shareholder may not exercise the right to vote on original agenda items, propose a revision of original agenda items, or exercise the right to vote on revised agenda items.</p>

Amended articles	Existing articles	Description
<p>Article 14</p> <p>The election of directors at a shareholders' meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, and the voting results shall be disclosed on-site immediately, including the names of those elected as directors and the numbers of votes with which they were elected. <u>List of candidates who were not elected and number of votes they received.</u></p> <p>(The following is omitted)</p>	<p>Article 14</p> <p>The election of directors at a shareholders' meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, and the voting results shall be disclosed on-site immediately, including the names of those elected as directors and the numbers of votes with which they were elected.</p> <p>(The following is omitted)</p>	<p>When an election of directors is held at a shareholders' meeting, added the requirement to not only immediately disclose candidates elected as directors and the number of votes they received, but also candidates who were not elected and the number of votes they received, in order to improve corporate governance and protect shareholders' interests.</p>
<p>Article 15</p> <p>Resolutions established during a shareholders' meeting shall be recorded in the meeting minutes carrying the signature or personal seal of the chairman. The meeting minutes shall be distributed to shareholders within 20 days after the end of the meeting.</p> <p>Drafting and distribution of meeting minutes may be conducted electronically.</p> <p>The Company may distribute meeting minutes electronically by uploading them to the MOPS.</p> <p>The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chairman's full name, the methods by which resolutions were adopted, and a summary of the deliberations and voting results (including the numbers of votes counted) of each meeting shall be clearly indicated in the meeting minutes; when an election of directors takes place, the number of votes with which each candidate was elected shall be disclosed. These minutes shall be</p>	<p>Article 15</p> <p>Resolutions established during a shareholders' meeting shall be recorded in the meeting minutes carrying the signature or personal seal of the chairman. The meeting minutes shall be distributed to shareholders within 20 days after the end of the meeting.</p> <p>Drafting and distribution of meeting minutes may be conducted electronically.</p> <p>The Company may distribute meeting minutes electronically by uploading them to the MOPS.</p> <p>The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chairman's full name, the methods by which resolutions were adopted, and a summary of the deliberations and voting results (including the numbers of votes counted) of each meeting shall be clearly indicated in the meeting minutes; when an election of directors takes place, the number of votes with which each candidate was elected shall be disclosed. These minutes shall be</p>	<p>In coordination with the addition of Article 44-22 of the Regulations Governing the Administration of Shareholder Services of Public Companies, Paragraphs 4 and 5 of this article were added to specify matters that must be recorded in the meeting minutes of virtual shareholders' meetings.</p>



Amended articles	Existing articles	Description
<p>retained for the duration of the existence of the Company.</p> <p><u>If a virtual shareholders' meeting is convened, in addition to the matters required to be recorded in the meeting minutes in the preceding paragraph, the start and end time of the shareholders' meeting, how the meeting is convened, the name of the chairperson and minutes taker, and how malfunction of the video conferencing platform or video call due to natural disasters, incidents, or other force majeure events was handled and the current status.</u></p> <p><u>In addition to the preceding paragraph, if the Company convenes a virtual shareholders' meeting, the Company must specify suitable alternatives for shareholders who have difficulty attending the shareholders' meeting via video call in the meeting minutes.</u></p>	<p>retained for the duration of the existence of the Company.</p>	
<p>Article 16</p> <p>On the day of each shareholders' meeting, the Company shall compile in tables the numbers of shares obtained by solicitors and the numbers of shares represented by proxies, <u>and the number of shares from shareholders exercising their right to vote in writing or by way of electronic transmission</u> in the specified format. These tables shall be posted at noticeable locations inside the meeting venue. <u>If a virtual shareholders' meeting is convened, the Company shall upload the abovementioned materials to the shareholders' meeting video conferencing platform at least 30 minutes before the meeting commences, and shall continue to disclose the materials until the meeting ends.</u></p> <p><u>When the Company convenes a virtual</u></p>	<p>Article 16</p> <p>On the day of each shareholders' meeting, the Company shall compile in tables the numbers of shares obtained by solicitors and the numbers of shares represented by proxies in the specified format. These tables shall be posted at noticeable locations inside the meeting venue.</p>	<p>In coordination with the addition of Article 44-15 and Article 44-17 of the Regulations Governing the Administration of Shareholder Services of Public Companies, Paragraph 1 of this article was amended and Paragraph 2 was added to specify the method for disclosing the total number of shares in attendance during a virtual shareholders' meeting, so as to inform shareholders attending the virtual shareholders' meeting.</p>

Amended articles	Existing articles	Description
<p><u>shareholders' meeting and announces the commencement of the meeting, the total number of shares in attendance shall be disclosed on the video conferencing platform. The same shall apply if the total number of shares and votes in attendance is counted during the meeting.</u></p> <p>If any resolutions achieved during a shareholders' meeting are defined as critical information in relevant laws and regulations or the regulations of Taiwan Stock Exchange Corporation, the Company shall upload the contents of such resolutions to the MOPS within the specified period.</p>	<p>If any resolutions achieved during a shareholders' meeting are defined as critical information in relevant laws and regulations or the regulations of Taiwan Stock Exchange Corporation, the Company shall upload the contents of such resolutions to the MOPS within the specified period.</p>	
<p>Article 19</p> <p>If a virtual shareholders' meeting is convened, after a vote is concluded, the Company shall immediately disclose voting and election results on the shareholders' meeting video conferencing platform according to regulations, and shall continue to disclose the results for at least 15 minutes after the chairperson announces the meeting is adjourned.</p>		<p><u>1. New article.</u></p> <p>2. Sufficient information disclosure time is required for shareholders attending virtual shareholders' meetings to be immediately informed of voting results for agenda items and election results.</p>
<p>Article 20</p> <p>When the Company convenes a virtual shareholders' meeting, the chairperson and minutes taker must be in the same location in Taiwan, and the chairperson must announce the address of the location during the meeting.</p>		<p><u>1. New article.</u></p> <p>2. In coordination with the addition of Article 44-17 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the chairperson and minutes taker are required to be in the same location in Taiwan, and the chairperson must announce the address of the location during the</p>

Amended articles	Existing articles	Description
		meeting if the Company convenes a virtual shareholders' meeting without a physical venue.
<p>Article 21</p> <p>If a virtual shareholders' meeting is convened, the Company may provide shareholders with a simple connection test before the meeting, and provide services before and during the meeting to help handle technical issues with communication.</p> <p>If a virtual shareholders' meeting is convened, the chairperson shall announce situations where postponement or resumption of the meeting is not required according to Article 44-20, Paragraph 4 of the Regulations Governing the Administration of Shareholder Services of Public Companies when calling the meeting to order. Furthermore, if the video conferencing platform or video call malfunctions for 30 minutes or longer due to natural disasters, incidents, or other force majeure events before the chairperson announces the meeting is adjourned, and the meeting must be postponed or resumed within 5 days, Article 182 of the Company Act shall not be applicable.</p> <p>If a shareholders' meeting is postponed or resumed, shareholders that did not register to attend in the original shareholders' meeting via video call may not attend the postponed or resumed meeting.</p> <p>In the event that a meeting is postponed or resumed according to Paragraph 2, if shareholders who registered to attend the original shareholders' meeting via video call and signed-in during the</p>		<p>1. New article.</p> <p>2. To reduce communication issues during virtual shareholders' meeting and in coordination with Article 44-20 of the Regulations Governing the Administration of Shareholder Services of Public Companies, specified that the Company may provide shareholders with a simple connection test before the meeting; the period for postponement or resumption of shareholders' meeting that cannot be convened or continued if the video conferencing platform or video calls malfunction due to natural disasters, incidents, or other force majeure events; conditions for shareholders to attend the shareholders' meeting; how to calculate the number of shares in attendance, voting rights, and election rights; principles for determining whether or not to postpone or continue the shareholders' meeting, and how to handle</p>

Amended articles	Existing articles	Description
<p>original meeting but did not attend the postponed or resumed meeting, the number of shares they hold and voting and election rights already exercised during the original shareholders' meeting shall be counted in the total number of shares, voting rights, and election rights in the postponed or resumed meeting.</p> <p>When a shareholders' meeting is postponed or resumed according to Paragraph 2, there is no need to discuss and adopt a resolution on agenda items and elections that have already completed voting, vote counting, and announced the results or list of elected directors.</p> <p>If the Company convenes a physical shareholders' meeting that allows attendance via video call and cannot resume the video calls due to an event specified in Paragraph 2, if the total number of shares in attendance reaches the threshold for convening a shareholders' meeting after deducting the number of shares represented by shareholders attending via video call, then the shareholders' meeting shall continue and it is not necessary to postpone or resume the meeting according to Paragraph 2.</p> <p>If the shareholders' meeting should continue in the preceding paragraph, the number of shares held by shareholders' attending via video call shall be counted in the total number of shares in attendance, but shall be deemed as abstaining from voting on all agenda items of the shareholders' meeting.</p> <p>If the Company postpones or resumes a meeting according to Paragraph 2, the Company shall make preparations according to the date of the original</p>		<p>relevant matters.</p>

Amended articles	Existing articles	Description
<p>shareholders' meeting and relevant articles according to Article 44-20, Paragraph 7 of the Regulations Governing the Administration of Shareholder Services of Public Companies.</p> <p>The Company shall handle matters for postponed or resumed shareholders' meetings in Paragraph 2 according to the time periods set forth in the second half of Article 12 and Paragraph 3 of Article 13 of the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, and Paragraph 2 of Article 44-5, Article 44-15, and Paragraph 1 of Article 44-17 of the Regulations Governing the Administration of Shareholder Services of Public Companies.</p>		
<p>Article 22</p> <p>If the Company convenes a virtual shareholders' meeting, suitable alternatives must be provided for shareholders who have difficulty attending the shareholders' meeting via video call.</p>		<p><u>1. New article.</u></p> <p>2. In coordination with the addition of Article 44-21 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company is required to provide suitable alternatives for shareholders who have difficulty attending a virtual shareholders' meeting via video call due to digital divide.</p>
<p>Article <u>23</u></p> <p>The Regulations and Procedures shall take effect after approval by the shareholders' meeting and the same procedure shall apply when amendments are made.</p>	<p>Article <u>19</u></p> <p>The Regulations and Procedures shall take effect after approval by the shareholders' meeting and the same procedure shall apply when amendments are made.</p>	<p>Article number adjusted in coordination with the addition of this article.</p>

Amended articles	Existing articles	Description
<p>Article <u>24</u>  Paragraphs 1~3 (omitted)  Regulations and Procedures of Shareholders' Meeting were approved by shareholders' meetings on May 17, 2007.  First amendment on November 19, 2013  Second amendment on May 17, 2017  Third amendment on 15 May, 2020  Fourth amendment on 20 May, 2022</p>	<p>Article <u>20</u>  Paragraphs 1~3 (omitted)  Regulations and Procedures of Shareholders' Meeting were approved by shareholders' meetings on May 17, 2007.  First amendment on November 19, 2013  Second amendment on May 17, 2017  Third amendment on 15 May, 2020</p>	<p>1. Article number adjusted in coordination with the addition of this article.  2. To include the dates of amendment, and adjust the description.</p>

## Attachment X

### momo.com Inc.

#### Amendment Comparison Chart for the “Procedures for Acquisition or Disposal of Assets”

Amended articles	Existing articles	Description
<p><b>Article 5</b> Professional appraisers and their officers, certified public accountants, attorneys and securities underwriters that provide the Company with appraisal reports, opinions of certified public accountants, attorney’s opinions or underwriter’s opinions shall meet the following criteria:</p> <ol style="list-style-type: none"> <li>1. The individual has not been found in violation of <u>Securities and Exchange act</u>, the Company Act, the Banking Act, the Insurance Act, the Financial Holding Company Act, The Business Entity Accounting Act, or has committed fraud, breach of trust, encroachment, forgery of documents or other business-related crimes, and has not been sentenced to at least one year imprisonment. Individuals that have completed their sentences put on probation or were pardoned three or more years ago are not included in this.</li> <li>2. The individual shall not be a party related to the person in charge of the transaction.</li> <li>3. Where the Company is required to obtain assessment reports from two or more professional appraisers, said appraisers and their officers shall not be parties related to the Company.</li> </ol> <p>Where the above described individuals are submitting appraisal reports or opinions, they shall comply with <u>the self-regulatory rules of the trade associations to which it belongs and the following:</u></p>	<p><b>Article 5</b> Professional appraisers and their officers, certified public accountants, attorneys and securities underwriters that provide the Company with appraisal reports, opinions of certified public accountants, attorney’s opinions or underwriter’s opinions shall meet the following criteria:</p> <ol style="list-style-type: none"> <li>1. The individual has not been found in violation of the Company Act, the Banking Act, the Insurance Act, the Financial Holding Company Act, The Business Entity Accounting Act, or has committed fraud, breach of trust, encroachment, forgery of documents or other business-related crimes, and has not been sentenced to at least one year imprisonment. Individuals that have completed their sentences put on probation or were pardoned three or more years ago are not included in this.</li> <li>2. The individual shall not be a party related to the person in charge of the transaction.</li> <li>3. Where the Company is required to obtain assessment reports from two or more professional appraisers, said appraisers and their officers shall not be parties related to the Company.</li> </ol> <p>Where the above described individuals are submitting appraisal reports or opinions, they shall comply with the following:</p>	<ol style="list-style-type: none"> <li>1. In accordance with Article 5 of Regulations Governing the Acquisition and Disposal of Assets by Public Companies is amended, the external professionals or opinions and declarations shall comply with the self-regulatory rules of the trade associations to which it belongs.</li> <li>2. The wordings are amended.</li> </ol>

Amended articles	Existing articles	Description
<p>1. Prior to acceptance of cases, the individual shall carefully consider and assess if their professional abilities, practical experience and independence is of the standard required.</p> <p>2. When <u>working on</u> cases, the planning and execution of the appropriate operational procedures shall be applied to formulate conclusions and evidences for reports or opinions. The procedures carried out, data collection and conclusion shall be described in full at the end of the work report for the case.</p> <p>3. The completeness, <u>appropriateness</u> and reasonableness of the source of information, data, parameters used shall be assessed individually and shall act as the basis for the appraisal report or opinion.</p> <p>4. Declarations and statements shall include the professional expertise of the individual engaged in the case, their independence, the <u>suitability and correctness</u> of the information appraised, compliance to related laws and regulations, and other relevant matters.</p>	<p>1. Prior to acceptance of cases, the individual shall carefully consider and assess if their professional abilities, practical experience and independence is of the standard required.</p> <p>2. When <u>reviewing</u> cases, the planning and execution of the appropriate operational procedures shall be applied to formulate conclusions and evidences for reports or opinions. The procedures carried out, data collection and conclusion shall be described in full at the end of the work report for the case.</p> <p>3. The completeness, <u>accuracy</u> and reasonableness of the source of information, data, parameters used shall be assessed individually and shall act as the basis for the appraisal report or opinion.</p> <p>4. Declarations and statements shall include the professional expertise of the individual engaged in the case, their independence, the correctness <u>and accuracy</u> of the information appraised, compliance to related laws and regulations, and other relevant matters.</p>	
<p><b>Article 7</b> The Company shall specify the following items in the Procedures:</p> <p>1. The scope of assets: Refer to Article 3 of the Procedures.</p> <p>2. Appraisal procedures: (1) Acquisition or disposal of negotiable securities i. Appraisal: The Accounting and Financing Department shall take professional consideration of the net asset value, profitability, and_</p>	<p><b>Article 7</b> The Company shall specify the following items in the Procedures:</p> <p>1. The scope of assets: Refer to Article 3 of the Procedures.</p> <p>2. Appraisal procedures: (1) Acquisition or disposal of negotiable securities i. Appraisal: The Accounting and Financing Department shall take professional consideration of the net asset value, profitability, and future</p>	<p>1. The wordings are amended.</p> <p>2. Added the Right-of-use assets</p> <p>3. To clearly define degree of authority and levels to which authority is delegated</p> <p>4. Loosen the restrictions of the total amount of securities investment purchased and the purchase limit of individual securities</p>



Amended articles	Existing articles	Description
<p><u>potentially</u> future development and market prospects to evaluate the reasonableness.</p> <p>ii. Pricing methodologies:</p> <p>(a) Acquire or dispose negotiable securities trading at a centralized trading market or the security brokers according to the quoted price or market price at the time of trading.</p> <p>(b) Acquire or dispose negotiable securities NOT trading at a centralized trading market or the security brokers according to the latest Company's financial reports attested or reviewed by CPA in compliance with the regulations.</p> <p>(c) Acquire or dispose corporate bonds NOT trading at a centralized trading market or the security brokers according to the market interest rate, coupon rate and credit rating of the debtor at the time of trading.</p> <p>(2) Acquisition and Disposal of Real Estate, <u>equipment, or right-of-use assets</u></p> <p>i. Appraisal: The applying staff/department shall submit to the relevant department for evaluation on the necessity or reasonableness.</p> <p>ii. Pricing methodology:</p> <p>(a) Acquire or dispose real estate <u>or right-of-use</u> with</p>	<p>development and market prospects to evaluate the reasonableness.</p> <p>ii. Pricing methodologies:</p> <p>(a) Acquire or dispose negotiable securities trading at a centralized trading market or the security brokers according to the quoted price or market price at the time of trading.</p> <p>(b) Acquire or dispose negotiable securities NOT trading at a centralized trading market or the security brokers according to the latest Company's financial reports attested or reviewed by CPA in compliance with the regulations.</p> <p>(c) Acquire or dispose corporate bonds NOT trading at a centralized trading market or the security brokers according to the market interest rate, coupon rate and credit rating of the debtor at the time of trading.</p> <p>(2) Acquisition and Disposal of Real Estate <u>and Other Fixed Assets</u></p> <p>i. Appraisal: The applying staff/department shall submit to the relevant department for evaluation on the necessity or reasonableness.</p> <p>ii. Pricing methodology:</p> <p>(a) Acquire or dispose real estate with reference on</p>	<p>investment for the Company and a 100% held subsidiary of the Company.</p>

Amended articles	Existing articles	Description
<p>reference on the appraisal reports on the latest government's assessed value, appraised value, recent transaction values of neighboring real estate <u>or right-of-use</u>, and/or appraisal reports presented by professional appraisal institution.</p> <p>(b) Acquire or dispose <u>equipment or right-of-use assets</u> should choose, but not limited to, one of the following methods: Choosing price comparison, price negotiation or bidding.</p> <p>(3) Acquisition or Disposal of Membership and Intangible Assets <u>or right-of-use assets</u></p> <p>i. Appraisal: The applying department staff shall attest and submit to relevant departments to evaluate the necessity or reasonableness.</p> <p>ii. Pricing methodology: The Company shall take consideration of the current market trend and the depreciation value of the future net earnings of the asset itself.</p> <p>(4) Related Party Transactions: Refer to Section III of the Procedures.</p> <p>(5) Derivatives Trading: Refer to Section IV of the Procedures.</p> <p>(6) Corporate Mergers and Consolidations, Splits, Acquisitions and Assignment of Shares: Refer to Section V of the Procedures.</p>	<p>the appraisal reports on the latest government's assessed value, appraised value, recent transaction values of neighboring real estate, and/or appraisal reports presented by professional appraisal institution.</p> <p>(b) Acquire or dispose <u>other fixed assets</u> should choose, but not limited to, one of the following methods: Choosing price comparison, price negotiation or bidding.</p> <p>(3) Acquisition or Disposal of Membership and Intangible Assets</p> <p>i. Appraisal: The applying department staff shall attest and submit to relevant departments to evaluate the necessity or reasonableness.</p> <p>ii. Pricing methodology: The Company shall take consideration of the current market trend and the depreciation value of the future net earnings of the asset itself.</p> <p>(4) Related Party Transactions: Refer to Section III of the Procedures.</p> <p>(5) Derivatives Trading: Refer to Section IV of the Procedures.</p> <p>(6) Corporate Mergers and Consolidations, Splits, Acquisitions and Assignment of Shares: Refer to Section V of the Procedures.</p>	

Amended articles	Existing articles	Description
<p>3. Operating procedures:</p> <p>(1) Degree of authority and levels to which authority is delegated: The Company acquiring or disposing assets, with the exception of the following circumstances, shall <u>be submitted for approval</u> by the board of directors:</p> <p>i. <u>For a single transaction within the amount of NT\$300 million, the board chairman may be delegated to decide such matter first and have the decision subsequently submitted to and ratified by the board of directors.</u></p> <p>ii. The chairperson shall be authorized to approve the short-term fund allocation (including buy/sell short-term securities, bonds under repurchase and resale agreements, bond-based funds, and monetary funds issued by domestic securities investment trust enterprises) with the purpose of acquiring or disposing assets.</p> <p>iii. The formulation of the degree of authority and levels to which authority is delegated when engaging in derivative trading shall be authorized by the board of directors prior to entering into effect.</p> <p>(2) Executing Dept:</p> <p>i. Long-term/short-term securities investment: Financing and Accounting Dept.</p> <p>ii. Real estate, <u>equipment</u>,</p>	<p>3. Operating procedures:</p> <p>(1) Degree of authority and levels to which authority is delegated: The Company acquiring or disposing assets, with the exception of the following circumstances, shall <u>comply with the announced reporting standard matters with the resolution</u> by the board of directors:</p> <p>i. <u>The Company shall give internal authorization for approval of single transactions where the amount has not met the lowest threshold for public announcement, followed by proposing to the board of directors for recognition.</u></p> <p>ii. The chairperson shall be authorized to approve the short-term fund allocation (including buy/sell short-term securities, bonds under repurchase and resale agreements, bond-based funds, and monetary funds issued by domestic securities investment trust enterprises) with the purpose of acquiring or disposing assets.</p> <p>iii. The formulation of the degree of authority and levels to which authority is delegated when engaging in derivative trading shall be authorized by the board of directors prior to entering into effect.</p> <p>(2) Executing Dept:</p> <p>i. Long-term/short-term securities investment: Financing and Accounting Dept.</p> <p>ii. Real estate, <u>other fixed assets</u>,</p>	

Amended articles	Existing articles	Description
<p>intangible assets <u>or right-of-use asset and</u> membership: Department in use and administrative unit.</p> <p>iii. Engaging in derivative: Financing and Accounting Dept.</p> <p>iv. Assets acquired or disposed through legal merger, split, acquisition or shares transfer: Project team.</p> <p>4. Announcement reporting procedures: Refer to Chapter III of the Procedures.</p> <p>5. The Company and subsidiaries acquiring non-business-use real estate, right-of-use asset, or lines of credit for securities:</p> <p>(1) <u>The Company and subsidiaries purchasing non-business real estate and right-of-use asset, with the exception for investment based purchase, may not exceed 30% of the total assets of the companies at the time of purchase.</u></p> <p>(2) <u>The total amount of securities investment purchased by the Company shall not exceed five times the total assets at the time of purchase; The purchase limit of individual securities shall not exceed three times the total assets at the time of purchase.</u></p> <p>(3) <u>The purchase limit of securities for each subsidiary:</u></p> <p>i. <u>Subsidiaries that are not domestic listed companies and are directly or indirectly held by the Company with 100% of the issued shares or total capital, except for those that are investment professionals, the total amount of investment</u></p>	<p>right-of-use asset, membership <u>and intangible assets:</u> Department in use and administrative unit.</p> <p>iii. Engaging in derivative: Financing and Accounting Dept.</p> <p>iv. Assets acquired or disposed through legal merger, split, acquisition or shares transfer: Project team.</p> <p>4. Announcement reporting procedures: Refer to Chapter III of the Procedures.</p> <p>5. The Company and subsidiaries acquiring non-business-use real estate, right-of-use asset, or lines of credit for securities:</p> <p>(1) <u>Companies purchasing non-business real estate and right-of-use asset, with the exception for investment based purchase, may not exceed 30% of the total assets of the companies at the time of purchase.</u></p> <p>(2) <u>Companies purchasing investment in negotiable securities, with the exception for investment based purchase, may not exceed the total amount assets of the companies at the time of purchase.</u></p> <p>(3) <u>The ceiling for companies purchasing individual security, with the exception for investment based purchase, may not exceed the shareholder's equity of the companies at the time of purchase.</u></p>	

Amended articles	Existing articles	Description
<p><u>in securities purchased shall not exceed two times of the total assets at the time of purchase, and the purchase limit of individual securities shall not exceed the net equity value at the time of purchase.</u></p> <p>ii. <u>Subsidiaries that are not domestic listed companies and are not directly or indirectly held by the Company with 100% of the issued shares or total capital, except for those that are investment professionals, the total purchase amount of securities shall not exceed the total assets at the time of purchase, and the purchase limit of individual securities shall not exceed the net equity value at the time of purchase.</u></p> <p>6. The Company shall supervise the acquisition or disposal of assets by its subsidiaries with the control and supervision in compliance with the company regulations and the subsidiaries' provisions on "Procedures for Acquisition or Disposal of Assets."</p> <p>7. The Company's internal regulations shall apply to relevant personnel in violation of the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies" or the Procedures. The Company's subsidiaries should adopt and implement the same procedures for acquisition or disposal of assets in compliance with the Procedures.</p>	<p>6. The Company shall supervise the acquisition or disposal of assets by its subsidiaries with the control and supervision in compliance with the company regulations and the subsidiaries' provisions on "Procedures for Acquisition or Disposal of Assets."</p> <p>7. The Company's internal regulations shall apply to relevant personnel in violation of the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies" or the Procedures. The Company's subsidiaries should adopt and implement the same procedures for acquisition or disposal of assets in compliance with the Procedures.</p>	

Amended articles	Existing articles	Description
<p><b>Article 9</b> In acquiring or disposing of real estate, equipment, or right-of-use asset where the transaction amount reaches 20 percent of the company's paid-in capital or NT\$300 million or more, the company, unless transacting with a domestic government agency, engaging others to build on its own land, engaging others to build on rented land, or acquiring or disposing of equipment or right-of-use asset for business use, shall obtain an appraisal report prior to the date of occurrence of the event from a professional appraiser and shall further comply with the following provisions:</p> <ol style="list-style-type: none"> <li>1. Where due to special circumstance it is necessary to give a price limit, an exact price, or a special price as a reference basis for the transaction price, and any subsequent changes to terms and conditions of the transaction hereto, the transaction shall be submitted for approval in advance by the board of directors.</li> <li>2. Two or more professional appraisers shall be obtained if the transaction value is NT\$ 1 billion or more.</li> <li>3. If one of the following circumstances applies with respect to the professional appraiser's appraisal results - unless all the appraisal results for the assets to be acquired are higher than the transaction amount, or all the appraisal results for the assets to be disposed of are lower than the transaction amount - and render a specific opinion regarding the reason for the discrepancy and the appropriateness of the transaction price:</li> </ol>	<p><b>Article 9</b> In acquiring or disposing of real estate, equipment, or right-of-use asset where the transaction amount reaches 20 percent of the company's paid-in capital or NT\$300 million or more, the company, unless transacting with a domestic government agency, engaging others to build on its own land, engaging others to build on rented land, or acquiring or disposing of equipment or right-of-use asset for business use, shall obtain an appraisal report prior to the date of occurrence of the event from a professional appraiser and shall further comply with the following provisions:</p> <ol style="list-style-type: none"> <li>1. Where due to special circumstance it is necessary to give a price limit, an exact price, or a special price as a reference basis for the transaction price, and any subsequent changes to terms and conditions of the transaction hereto, the transaction shall be submitted for approval in advance by the board of directors.</li> <li>2. Two or more professional appraisers shall be obtained if the transaction value is NT\$ 1 billion or more.</li> <li>3. If one of the following circumstances applies with respect to the professional appraiser's appraisal results - unless all the appraisal results for the assets to be acquired are higher than the transaction amount, or all the appraisal results for the assets to be disposed of are lower than the transaction amount - <u>a certified public accountant shall be engaged to appraise the value of the underlying asset in accordance with the provisions of Statement of</u></li> </ol>	<p>In accordance with Article 9 of Regulations Governing the Acquisition and Disposal of Assets by Public Companies is amended.</p> <p>In view of Article 5 the external professionals or opinions and declarations shall comply with the self-regulatory rules of the trade associations to which it belongs, involving CPA's opinion, the wording is removed.</p>

Amended articles	Existing articles	Description
<p>(1) The difference between the appraised value and the transaction value is exceeds 20 percent.</p> <p>(2) The discrepancy between the appraisal results of two or more professional appraisers is 10 percent or more of the transaction value.</p> <p>4. No more than 3 months may elapse between the date of the appraisal report issued by a professional appraiser and the contract execution date; provided, where the publicly announced current value for the same period is used and not more than 6 months have elapsed, than the original professional appraiser may still issue an appraisal opinion report.</p>	<p><u>Auditing Standards No. 20 published by the ROC Accounting Research and Development Foundation (hereinafter referred to as ARDF)</u> and render a specific opinion regarding the reason for the discrepancy and the appropriateness of the transaction price:</p> <p>(1) The difference between the appraised value and the transaction value is exceeds 20 percent.</p> <p>(2) The discrepancy between the appraisal results of two or more professional appraisers is 10 percent or more of the transaction value.</p> <p>4. No more than 3 months may elapse between the date of the appraisal report issued by a professional appraiser and the contract execution date; provided, where the publicly announced current value for the same period is used and not more than 6 months have elapsed, than the original professional appraiser may still issue an appraisal opinion report.</p>	
<p><b>Article 10</b></p> <p>The Company acquiring or disposing of securities shall, prior to the date of occurrence of the event, obtain the latest available financial statements of the target company that is audited, or reviewed by a certified public accountant, for reference in appraising the transaction price. If the dollar amount of the transaction is 20 percent of the Company's paid-in capital or NT\$ 300 million or more, the Company shall additionally engage a certified public accountant (CPA) prior to the date of occurrence of the event to provide an opinion regarding the</p>	<p><b>Article 10</b></p> <p>The Company acquiring or disposing of securities shall, prior to the date of occurrence of the event, obtain the latest available financial statements of the target company that is audited, or reviewed by a certified public accountant, for reference in appraising the transaction price. If the dollar amount of the transaction is 20 percent of the Company's paid-in capital or NT\$ 300 million or more, the Company shall additionally engage a certified public accountant (CPA) prior to the date of occurrence of the event to provide an opinion regarding the</p>	<p>In accordance with Article 10 of Regulations Governing the Acquisition and Disposal of Assets by Public Companies is amended.</p> <p>In view of Article 5 the external professionals or opinions and declarations shall comply with the self-regulatory rules of the trade associations to which it belongs, involving CPA's opinion, the wording is removed.</p>

Amended articles	Existing articles	Description
reasonableness of the transaction price. This requirement does not apply for transactions to target companies with publicly quoted prices of securities that have an active market, or where otherwise regulated of the Financial Supervisory Commission.	reasonableness of the transaction price. <u>If the CPA needs to use the report of an expert as evidence, the CPA shall do so in accordance with the provisions of Statement of Auditing Standards No. 20 published by the ARDF.</u> This requirement does not apply for transactions to target companies with publicly quoted prices of securities that have an active market, or where otherwise regulated of the Financial Supervisory Commission.	
<b>Article 11</b> Where the Company acquires or disposes of intangible assets, right-of-use asset, or memberships and the transaction amount reaches 20 percent or more of paid-in capital or NT\$ 300 million or more, except in transactions with a domestic government agency, the company shall engage a certified public accountant prior to the date of occurrence of the event to render an opinion on the reasonableness of the transaction price.	<b>Article 11</b> Where the Company acquires or disposes of intangible assets, right-of-use asset, or memberships and the transaction amount reaches 20 percent or more of paid-in capital or NT\$ 300 million or more, except in transactions with a domestic government agency, the company shall engage a certified public accountant prior to the date of occurrence of the event to render an opinion on the reasonableness of the transaction price.; <u>the CPA shall comply with the provisions of Statement of Auditing Standards No. 20 published by the ARDF.</u>	In accordance with Article 11 of Regulations Governing the Acquisition and Disposal of Assets by Public Companies is amended. In view of Article 5 the external professionals or opinions and declarations shall comply with the self-regulatory rules of the trade associations to which it belongs, involving CPA's opinion, the wording is removed.
<b>Article 12</b> The calculation of the transaction amounts referred to in the preceding three articles shall be done in accordance with Article 31, paragraph 2 herein, and "within the preceding year" as used herein refers to the year preceding the date of occurrence of the current transaction. Items for which an appraisal report from a professional appraiser or a CPA's opinion has been obtained can be excluded.	<b>Article 12</b> The calculation of the transaction amounts referred to in the preceding three articles shall be done in accordance with Article 31, paragraph 2 herein, and "within the preceding year" as used herein refers to the year preceding the date of occurrence of the current transaction. Items for which an appraisal report from a professional appraiser or a CPA's opinion has been obtained can be excluded.	The changes in the Chinese text are for minor syntax changes only, removing conjunctions from various part of the paragraph. As a result, no material changes in meanings for the new text.



Amended articles	Existing articles	Description
<p><b>Article 15</b></p> <p>When the Company intends to acquire or dispose of real estate or right-of-use asset from or to a related party, or when it intends to acquire or dispose of assets other than real property or right-of-use asset from or to a related party and the transaction amount reaches 20 percent or more of paid-in capital, 10 percent or more of the company's total assets, or NT\$300 million or more, except in trading of government bonds or bonds under repurchase and resale agreements, or subscription or repurchase of money market funds issued by domestic securities investment trust enterprises, the Company shall acquire the consent from the majority of all Audit Committee Members and may not proceed to enter into a transaction contract or make a payment until the following matters have been approved by the board of directors for resolutions, and subject to mutatis mutandis application of Article 6, paragraphs 2, 3 and 4:</p> <ol style="list-style-type: none"> <li>1. The purpose, necessity and anticipated benefit of the acquisition or disposal of assets.</li> <li>2. The reason for choosing the related party as a trading counterparty.</li> <li>3. With respect to the acquisition of real property from a related party, information regarding appraisal of the reasonableness of the preliminary transaction terms in accordance with Article 16 and Article 17.</li> <li>4. The date and price at which the related party originally acquired the</li> </ol>	<p><b>Article 15</b></p> <p>When the Company intends to acquire or dispose of real estate or right-of-use asset from or to a related party, or when it intends to acquire or dispose of assets other than real property or right-of-use asset from or to a related party and the transaction amount reaches 20 percent or more of paid-in capital, 10 percent or more of the company's total assets, or NT\$300 million or more, except in trading of government bonds or bonds under repurchase and resale agreements, or subscription or repurchase of money market funds issued by domestic securities investment trust enterprises, the Company shall acquire the consent from the majority of all Audit Committee Members and may not proceed to enter into a transaction contract or make a payment until the following matters have been approved by the board of directors for resolutions, and subject to mutatis mutandis application of Article 6, paragraphs 2, 3 and 4:</p> <ol style="list-style-type: none"> <li>1. The purpose, necessity and anticipated benefit of the acquisition or disposal of assets.</li> <li>2. The reason for choosing the related party as a trading counterparty.</li> <li>3. With respect to the acquisition of real property from a related party, information regarding appraisal of the reasonableness of the preliminary transaction terms in accordance with Article 16 and Article 17.</li> <li>4. The date and price at which the related party originally acquired the</li> </ol>	<ol style="list-style-type: none"> <li>1. In accordance with Article 15 of Regulations Governing the Acquisition and Disposal of Assets by Public Companies is amended. In order to strengthen the management of related party transactions. Add Items shall be approved by of the shareholders meeting 、 the authority of the board of directors and the Audit Committee.</li> <li>2. The current Article, Paragraph 2 is amended, it has also been moved to Paragraph 6. The calculation of the transaction amounts have been approved by the shareholders meeting. Paragraph 5 was thus added.</li> </ol>

Amended articles	Existing articles	Description
<p>real property, the original trading counterparty and that trading counterparty's relationship to the company and the related party.</p> <p>5. Monthly cash flow forecasts for the year commencing from the anticipated month of signing of the contract, and evaluation of the necessity of the transaction, and reasonableness of the funds utilization.</p> <p>6. An appraisal report from a professional appraiser or a CPA's opinion obtained in compliance with the preceding article.</p> <p>7. Restrictive covenants and other important stipulations associated with the transaction</p> <p>With respect to the acquisition or dispersal of right-of-use for business real property between the Company from its parent company, subsidiaries, or a subsidiary in which it directly or indirectly holds 100 percent of the issued shares or authorized capital, the Company's board of directors may, pursuant to subparagraph 3, paragraph 1 of Article 7, <u>the board chairman to decide such matters when the</u></p>	<p>real property, the original trading counterparty and that trading counterparty's relationship to the company and the related party.</p> <p>5. Monthly cash flow forecasts for the year commencing from the anticipated month of signing of the contract, and evaluation of the necessity of the transaction, and reasonableness of the funds utilization.</p> <p>6. An appraisal report from a professional appraiser or a CPA's opinion obtained in compliance with the preceding article.</p> <p>7. Restrictive covenants and other important stipulations associated with the transaction.</p> <p>The calculation of the transaction amounts referred to in the preceding paragraph shall be made in accordance with paragraph 2, Article 31, herein and "within the preceding year" as used herein refers to the year preceding the date of occurrence of the current transaction. Items that have been approved by the board of directors and recognized by the Audit Committee need not be counted toward the transaction amount.</p> <p>With respect to the acquisition or dispersal of right-of-use for business real property between the Company from its parent company, subsidiaries, or a subsidiary in which it directly or indirectly holds 100 percent of the issued shares or authorized capital, <u>and the transaction has not reached the threshold required for public announcement</u>, the Company's board of directors may, pursuant to</p>	

Amended articles	Existing articles	Description
<p><u>transaction is within NT\$300 million and have the decisions subsequently submitted to and ratified at the soonest board of directors meeting:</u></p> <ol style="list-style-type: none"> <li>1. Acquisition or dispersal of right-of-use for business equipment</li> <li>2. Acquisition or dispersal of right-of-use for business real property.</li> </ol> <p><u>Where the position of independent director has been created by the Company in accordance with the provisions of the Securities and Exchange Act, when a matter is submitted for discussion by the board of directors pursuant to paragraph 1, the board of directors shall take into full consideration each independent director's opinions. If an independent director objects to or expresses reservations about any matter, it shall be recorded in the minutes of the board of directors meeting.</u></p> <p><u>Matters provided in paragraph 1 shall first be approved by one-half or more of all audit committee members and then be submitted to the board of directors for a resolution, and to which Article 6, paragraphs 3 and 4 shall apply mutatis mutandis.</u></p> <p><u>If the transaction mentioned in paragraph 1 occurs in the Company or a subsidiary that is not a domestic listed company, and the transaction amount is more than 10% of the Company's total assets, the Company shall submit the information listed in the subparagraphs under paragraph 1 to the shareholders' meeting for approval before signing the</u></p>	<p>subparagraph 3, paragraph 1 of Article 7, delegate the chairman of the board to decide on the following matters, and the decision shall be submitted and ratified at the soonest board of directors meeting:</p> <ol style="list-style-type: none"> <li>1. Acquisition or dispersal of right-of-use for business equipment</li> <li>2. Acquisition or dispersal of right-of-use for business real property.</li> </ol>	

Amended articles	Existing articles	Description
<p><u>transaction contract and making payment. However, this provision does not apply if the transaction is between the Company and the parent company, subsidiaries or in between subsidiaries.</u></p> <p>The calculation of the transaction amounts referred to in the <u>paragraph 1</u> and the preceding paragraph shall be made in accordance with paragraph 2, Article 31, herein and "within the preceding year" as used herein refers to the year preceding the date of occurrence of the current transaction. Items that have been approved by <u>the shareholders meeting</u>, the board of directors and recognized by the Audit Committee need not be counted toward the transaction amount.</p>		
<p><b>Article 19</b></p> <p>The Company engaging in derivatives trading shall pay strict attention to control of the following important risk management and auditing matters, and incorporate them into its Procedures:</p> <p>1. Trading principles and strategies:</p> <p>(1) Types of Derivative Transactions: The Company shall handle all derivatives defined in Article 4, Paragraph 1 of the Procedures.</p> <p>(2) Management or Hedge Strategies: The trading of the so-called derivatives in the Procedures can be divided into hedge (non-trading) and trading purposed according to the holding or issuing purpose. The Company shall apply hedge principles when engaged in derivative trading and shall deal with financial institutions who engaged in business dealing with the Company to avoid credit risk.</p>	<p><b>Article 19</b></p> <p>The Company engaging in derivatives trading shall pay strict attention to control of the following important risk management and auditing matters, and incorporate them into its Procedures:</p> <p>1. Trading principles and strategies:</p> <p>(1) Types of Derivative Transactions: The Company shall handle all derivatives defined in Article 4, Paragraph 1 of the Procedures.</p> <p>(2) Management or Hedge Strategies: The trading of the so-called derivatives in the Procedures can be divided into hedge (non-trading) and trading purposed according to the holding or issuing purpose. The Company shall apply hedge principles when engaged in derivative trading and shall deal with financial institutions who engaged in business dealing with the Company to avoid credit risk.</p>	<p>To clearly define the the division of above work. The wordings are amended.</p>

Amended articles	Existing articles	Description
<p>(3) Division of Responsibility:</p> <p>i. Accounting Dept: The department is responsible for creating accounting, provide validation of position report and trading, and record receipts into vouchers to complete relevant accounting report.</p> <p>ii. Financial Dept:</p> <p>(a) Obtain updated market information at all times, determine trend and risk, familiarize with derivatives, regulations and laws and provide sufficient and real-time information for reference to relevant departments.</p> <p>(b) Estimate the overall foreign exchange and other hedge position requirement of the Company, lock in proceeds and costs. Control the derivative position trading and evaluate unrealized loss/profits according to the market.</p> <p>(c) Cooperate with the use of bank credit line to meticulously calculate cash flow and process the post-delivery work of financial personnel.</p> <p>(d) Be responsible for drafting and correcting derivative trading related processing procedures and summarizing the trade records routinely reported by the Company and the subsidiaries so to</p>	<p>(3) Division of Responsibility:</p> <p>i. Accounting Dept: The department is responsible for creating accounting, provide validation of position report and trading, and record receipts into vouchers to complete relevant accounting report.</p> <p>ii. Financial Dept.:</p> <p>(a) Obtain updated market information at all times, determine trend and risk, familiarize with derivatives, regulations and laws and provide sufficient and real-time information for reference to relevant departments.</p> <p>(b) Estimate the overall foreign exchange and other hedge position requirement of the Company, lock in proceeds and costs. Control the derivative position trading and evaluate unrealized loss/profits according to the market.</p> <p>(c) Cooperate with the use of bank credit line to meticulously calculate cash flow and process the post-delivery work of financial personnel.</p> <p>(d) Be responsible for drafting and correcting derivative trading related processing procedures and summarizing the trade records routinely reported by the Company and the subsidiaries so to</p>	

Amended articles	Existing articles	Description
<p>comprehensively manage the monthly trading announcement.</p> <p>iii. Auditing Dept: Conduct routine and non-routine audit in accordance with the internal audit system. (The following is omitted)</p>	<p>comprehensively manage the monthly trading announcement.</p> <p><u>(e) The division of above work shall comply with Article 19, Paragraph 2.</u></p> <p>iii. Auditing Dept: Conduct routine and non-routine audit in accordance with the internal audit system. (The following is omitted)</p>	
<p><b>Article 21</b> Where the Company engaging in derivatives trading, its board of directors shall faithfully supervise and manage such trading in accordance with the following principles:</p> <ol style="list-style-type: none"> <li>1. Designate senior management personnel to pay continuous attention to monitoring and controlling derivatives trading risk.</li> <li>2. Periodically evaluate whether derivatives trading performance is consistent with established operational strategy and whether the risk undertaken is within the company's permitted scope of tolerance.</li> </ol> <p>Senior management personnel authorized by the board of directors shall manage derivatives trading in accordance with the following principles:</p> <ol style="list-style-type: none"> <li>1. Periodically evaluate the risk management measures currently employed are appropriate and are faithfully conducted in accordance with the “Regulations Governing the Acquisition or Disposal of Assets for Public Companies” and the Procedures for engaging in derivatives trading formulated by the Company.</li> </ol>	<p><b>Article 21</b> Where the Company engaging in derivatives trading, its board of directors shall faithfully supervise and manage such trading in accordance with the following principles:</p> <ol style="list-style-type: none"> <li>1. Designate senior management personnel to pay continuous attention to monitoring and controlling derivatives trading risk.</li> <li>2. Periodically evaluate whether derivatives trading performance is consistent with established operational strategy and whether the risk undertaken is within the company's permitted scope of tolerance.</li> </ol> <p>Senior management personnel authorized by the board of directors shall manage derivatives trading in accordance with the following principles:</p> <ol style="list-style-type: none"> <li>1. Periodically evaluate the risk management measures currently employed are appropriate and are faithfully conducted in accordance with the “Regulations Governing the Acquisition or Disposal of Assets for Public Companies” and the Procedures for engaging in derivatives trading formulated by the Company.</li> </ol>	<p>The wordings are amended.</p>

Amended articles	Existing articles	Description
<p>2. When irregular circumstances are found in the course of supervising trading activities and profit-loss statements, appropriate measures shall be adopted and immediately report to the board of directors <u>and</u> an independent director shall be present at the meeting and express an opinion.</p> <p>The Company shall report to the soonest meeting of the board of directors after it authorized the relevant personnel to handle derivative trading in accordance with these procedures.</p>	<p>2. When irregular circumstances are found in the course of supervising trading activities and profit-loss statements, appropriate measures shall be adopted and immediately report to the board of directors; <u>where a company has independent directors, an independent director shall be present at the meeting and express an opinion.</u></p> <p>The Company shall report to the soonest meeting of the board of directors after it authorized the relevant personnel to handle derivative trading in accordance with these procedures.</p>	
<p><b>Article 24</b></p> <p>The Company participating in a merger, demerger, acquisition, or transfer of shares shall prepare a public report to shareholders detailing important contractual content and matters relevant to the merger, demerger, or acquisition prior to the shareholders meeting and include it along with the expert opinion referred to in paragraph 1 of the preceding Article when sending shareholders notification of the shareholders meeting as reference for deciding whether to approve the merger, demerger, or acquisition. Provided, where a provision of another act exempts the company from convening shareholders meeting to approve the merger, demerger or acquisition, this restriction shall not apply. Where the shareholders meeting of any one of the companies participating in a merger, demerger, or acquisition fails to convene or pass a resolution due to lack of a quorum, insufficient votes, or other legal restriction, or the proposal is rejected by the shareholders meeting,</p>	<p><b>Article 24</b></p> <p>The Company participating in a merger, demerger, acquisition, or transfer of shares shall prepare a public report to shareholders detailing important contractual content and matters relevant to the merger, demerger, or acquisition prior to the shareholders meeting and include it along with the expert opinion referred to in paragraph 1 of the preceding Article when sending shareholders notification of the shareholders meeting as reference for deciding whether to approve the merger, demerger, or acquisition. Provided, where a provision of another act exempts the company from convening shareholders meeting to approve the merger, demerger or acquisition, this restriction shall not apply. Where the shareholders meeting of any one of the companies participating in a merger, demerger, or acquisition fails to convene or pass a resolution due to lack of a quorum, insufficient votes, or other legal restriction, or the proposal is rejected by the shareholders meeting,</p>	<p>The changes in the Chinese text are for minor syntax changes only, removing conjunctions from various part of the paragraph. As a result, no material changes in meanings for the new text.</p>

Amended articles	Existing articles	Description
the companies participating in the merger, demerger or acquisition shall immediately publicly explain the reason, the follow-up measures, and the preliminary date of the next shareholders meeting.	the companies participating in the merger, demerger or acquisition shall immediately publicly explain the reason, the follow-up measures, and the preliminary date of the next shareholders meeting.	
<p><b>Article 31</b> Under any of the following circumstances, the Company acquiring or disposing of assets shall publicly announce and report the relevant information on the FSC's designated website in the appropriate format as prescribed by regulations within 2 days counting inclusively from the date of occurrence of the event:</p> <ol style="list-style-type: none"> <li>1. Acquisition or disposal of real property or right-of-use asset from or to a related party, or acquisition or disposal of assets other than real property or right-of-use asset from or to a related party where the transaction amount reaches 20 percent or more of paid-in capital, 10 percent or more of the company's total assets, or NT\$ 300 million or more; provided, this shall not apply to trading of domestic government bonds or bonds under repurchase and resale agreements, or subscription or repurchase of money market funds issued by domestic securities investment trust enterprises.</li> <li>2. Merger, demerger, acquisition or transfer of shares.</li> <li>3. Loss from derivatives trading reaching the defined limits on aggregate losses or losses on individual contracts as set out in the Procedures adopted by the Company.</li> </ol>	<p><b>Article 31</b> Under any of the following circumstances, the Company acquiring or disposing of assets shall publicly announce and report the relevant information on the FSC's designated website in the appropriate format as prescribed by regulations within 2 days counting inclusively from the date of occurrence of the event:</p> <ol style="list-style-type: none"> <li>1. Acquisition or disposal of real property or right-of-use asset from or to a related party, or acquisition or disposal of assets other than real property or right-of-use asset from or to a related party where the transaction amount reaches 20 percent or more of paid-in capital, 10 percent or more of the company's total assets, or NT\$ 300 million or more; provided, this shall not apply to trading of domestic government bonds or bonds under repurchase and resale agreements, or subscription or repurchase of money market funds issued by domestic securities investment trust enterprises.</li> <li>2. Merger, demerger, acquisition or transfer of shares.</li> <li>3. Loss from derivatives trading reaching the defined limits on aggregate losses or losses on individual contracts as set out in the Procedures adopted by the Company.</li> </ol>	<p>In accordance with Article 31 of Regulations Governing the Acquisition and Disposal of Assets by Public Companies is amended.</p> <p>To loosen the information of disclosure about a part of the transactions.</p>



Amended articles	Existing articles	Description
<p>4. Where the type of asset acquired or disposed is equipment/machinery or right-of-use asset for business use, the trading counterparty is not a related party, and the transaction amount meets any of the following criteria:</p> <p>(1) For a public company whose paid-in capital is less than NT\$ 10 billion, the transaction amount reaches NT\$ 500 million or more.</p> <p>(2) For a public company whose paid-in capital is NT\$ 10 billion or more, the transaction amount reaches NT\$ 1 billion or more.</p> <p>5. Where land is acquired under an arrangement on engaging others to build on the company's own land, engaging others to build on rented land, joint construction and allocation of housing units, joint construction and allocation of ownership percentages, or joint construction and separate sale, and the amount the company expects to invest in the transaction, where the trading counterparty is not a related party, is more than NT\$500 million.</p> <p>6. Where an asset transaction other than any of those referred to in the preceding five subparagraphs, a disposal of receivables by a financial institution or an investment in the mainland China area reaches 20 percent or more of paid-in capital or NT\$ 300 million; provided, this shall not apply to the following circumstances:</p> <p>(1) Trading of domestic government bonds <u>or foreign government bonds with a credit rating not</u></p>	<p>4. Where the type of asset acquired or disposed is equipment/machinery or right-of-use asset for business use, the trading counterparty is not a related party, and the transaction amount meets any of the following criteria:</p> <p>(1) For a public company whose paid-in capital is less than NT\$ 10 billion, the transaction amount reaches NT\$ 500 million or more.</p> <p>(2) For a public company whose paid-in capital is NT\$ 10 billion or more, the transaction amount reaches NT\$ 1 billion or more.</p> <p>5. Where land is acquired under an arrangement on engaging others to build on the company's own land, engaging others to build on rented land, joint construction and allocation of housing units, joint construction and allocation of ownership percentages, or joint construction and separate sale, and the amount the company expects to invest in the transaction, where the trading counterparty is not a related party, is more than NT\$500 million.</p> <p>6. Where an asset transaction other than any of those referred to in the preceding five subparagraphs, a disposal of receivables by a financial institution or an investment in the mainland China area reaches 20 percent or more of paid-in capital or NT\$ 300 million; provided, this shall not apply to the following circumstances:</p> <p>(1) Trading of domestic government bonds.</p>	

Amended articles	Existing articles	Description
<p><u>lower than sovereign rating of Taiwan.</u></p> <p>(2) Securities trading by investment professionals on securities exchanges or over-the-counter markets, or subscription by investment professionals of <u>foreign government bonds, of ordinary corporate bonds or of general bank debentures without equity characteristics that are offered and issued in the domestic primary market (does not include subordinate debts), or purchase or buyback of securities investment trust funds or futures trust funds, or purchase or sellback of index investment securities,</u> or subscription by a securities firm of securities as necessitated by its undertaking business or as an advisory recommending securities firm for an emerging stock company, in accordance with the rules of the Taipei Exchange.</p> <p>(3) Trading of bonds under repurchase/resale agreements, or repurchase of money market funds issued by domestic securities investment trust enterprises.</p> <p>(The following is omitted)</p>	<p>(2) Securities trading by investment professionals on securities exchanges or over-the-counter markets, or subscription by investment professionals of ordinary corporate bonds or of general bank debentures without equity characteristics that are offered and issued in the domestic primary market (does not include subordinate debts), or purchase or buyback of securities investment trust funds or futures trust funds, or subscription by a securities firm of securities as necessitated by its undertaking business or as an advisory recommending securities firm for an emerging stock company, in accordance with the rules of the Taipei Exchange.</p> <p>(3) Trading of bonds under repurchase/resale agreements, or repurchase of money market funds issued by domestic securities investment trust enterprises.</p> <p>(The following is omitted)</p>	

## Appendix

### Directors' Shareholdings

March 22, 2022

Title	Name	Shareholding on final day for stock transfer	Percentage of total issued share capital (%) (Note 3)
Chairman	Wealth Media Technology Co., Ltd. Representative: C. F. Lin	81,961,366	45.01%
Director	Wealth Media Technology Co., Ltd. Representative: Jeff Ku	81,961,366	45.01%
Director	Wealth Media Technology Co., Ltd. Representative: Jamie Lin	81,961,366	45.01%
Director	Wealth Media Technology Co., Ltd. Representative: Rosie Yu	81,961,366	45.01%
Director	Wealth Media Technology Co., Ltd. Representative: Chris Tsai	81,961,366	45.01%
Director	Tong-An Investment Co., Ltd. Representative: Mao-Hsiung, Huang	19,174,000	10.53%
Independent Director	Hong-So, Chen	0	0%
Independent Director	Yi-Hong, Hsieh	0	0%
Independent Director	Chieh, Wang	0	0%
Directors' Total Shareholding: 101,135,366 shares, which accounts for 55.54% of the total issued share capital.			

Notes: 1. According to Article 26 of the Securities and Exchange Act, the sum of registered shares owned by this company's board of directors cannot be less than 6% of the company's total number of shares issued (10,924,563 shares).

2. As an audit committee has been set up in the company, there is no application of minimum number of shares to be held by supervisors.

3. As a percentage of total issued share capital = shares held ÷ total number of shares

**This shareholders meeting is proposed to discuss the effects of stock dividends on the company's operating performance, earning per share, and return on shareholder's equity.**

The company does not provide any financial forecasts, the relevant information is not required to be disclosed.

**momo.com Inc.**  
**Articles of Incorporation**  
**(prior to the proposed revision)**

**CHAPTER 1. GENERAL PROVISIONS**

Article 1. Fubon Multimedia Technology. Co., Ltd, trading under “momo.com Inc.” (hereinafter referred to as “the Company”), is incorporated in accordance with the Company Act.

Article 2. The Company shall be engaged in the following business::

1. J503020 Television Production
2. J503010 Broadcast Production
3. J503030 Broadcasting and Television Program Distribution
4. J503040 Broadcasting and Television Commercial
5. J503050 Video Program Distribution
6. F108031 Wholesale of Drugs, Medical Goods
7. F208031 Retail Sale of Medical Equipment
8. F208021 Retail Sale of Drugs and Medicine
9. F208011 Retail Sale of Chinese Medicine
10. F108021 Wholesale of Drugs and Medicine
11. F108011 Wholesale of Chinese Medicine
12. F401161 Tobacco Products Import
13. F401171 Alcohol Drink Import
14. J506021 Satellite Broadcasting Television Program Supplier
15. F203020 Retail Sale of Tobacco and Alcoholic Beverages
16. I301040 Type II Telecommunications Enterprise
17. G902011 The third party payment
18. G801010 Warehousing and Storage
19. F107080 Wholesale of Environment Medicines
20. F207080 Retail Sale of Environment Medicine
21. F401181 Metrological Instruments Importing
22. IZ06010 Tally Packaging
23. F399040 Retail Sale No Storefront
24. ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval

Article 3. The company’s headquarter is located in Taipei, Taiwan, and may establish domestic and/or overseas branch offices at appropriate locations when necessary. The establishment and closure of offices shall be decided by the board of directors.

Article 4. Public notices of the Company are handled in accordance with Article 28 of the Company Act and other relevant laws and regulations.

## CHAPTER 2. SHARES

- Article 5. The authorized capital of the Company is NT\$3 billion, divided into 300 million common shares at a par value of NT\$10 per share. The board of directors is authorized to issue the unissued shares in installments. Within the aforementioned capital, NT\$50 million are reserved as 5 million shares at a par value of NT\$10 per share, to be used in the issuance of employee stock warrants in installments pursuant to resolution by the board of directors.
- Article 6. The Company is not restricted by Article 13 of the Company Act, which stipulates that the total of its investments in subsidiaries shall not exceed forty percent of the amount of its own paid-up capital.
- Article 7. All shares of the Company are registered shares and shall be issued in accordance with the provisions of the Company Act and related laws and regulations.
- For the shares to be issued to the public by the Company, the Company may be exempted from printing any physical share certificates. However, the Company shall engage a centralized securities depository institution to register the shares.
- Article 8. The entries in the shareholders' roster shall not be altered within 60 days prior to the meeting date of the annual general shareholders' meeting; within 30 days prior to the meeting date of the special shareholders' meeting; or within 5 days prior to the record date fixed by the Company for distribution of dividend, bonus, or other benefits.
- Article 9. All of the Company's shares shall be handled in accordance with the provisions of the Regulations Governing the Administration of Shareholder Services of Public Companies.
- Article 10. The exercise price for employee stock warrants that are issued by the Company may be lower than the closing price of the Company's common shares as of the issuing date. However, the issuance of the aforementioned employee stock warrants must obtain the consent of at least two-thirds of the voting rights represented at a shareholders' meeting attended by shareholders representing a majority of the total issued shares.
- Article 11. Repurchased treasury shares may be transferred to company employees at a transfer price lower than the average repurchase price pursuant to relevant regulations and the resolution by the most recent shareholders' meeting.
- Article 11-1
1. The treasury shares purchased by the Company in accordance with the Company Act may be transferred to, including but not limited to, employees of parents or subsidiaries of the Company meeting certain specific requirements set by the Board of Directors or its authorized persons.
  2. The share subscription warrants of the Company may be issued to, including but not limited to, employees of parents or subsidiaries of the Company meeting certain specific requirements set by the Board of Directors or its authorized persons.

3. When the Company issues new shares, the employees entitled to subscribe for new shares may include employees of parents or subsidiaries of the Company meeting certain specific requirements set by the Board of Directors or its authorized persons.
4. The restricted stock for employees issued by the Company may be transferred to, including but not limited to, employees of parents or subsidiaries of the Company meeting certain specific requirements set by the Board of Directors or its authorized persons.

### **CHAPTER 3. SHAREHOLDERS' MEETING**

Article 12. The Company holds two types of shareholders' meetings: annual general shareholders' meetings and special shareholders' meetings. Annual general shareholder's meeting shall be convened within six months after close of each fiscal year; special shareholders' meetings may be convened in accordance with the laws when necessary.

A notice to convene a general/special shareholders' meeting referred to in the preceding Paragraph shall be given to the shareholders thirty/fifteen days in advance. The notice shall indicate the meeting date, meeting place, and the reason for convening the meeting. Shareholders holding less than 1,000 registered shares shall be notified of the shareholders' meeting by way of public notice

The notice may be given by means of electronic transmission after obtaining prior consent from the recipients thereof.

Article 13. A shareholders' meeting shall, unless otherwise provided for in the Company Act or other relevant laws and regulation, be convened by the board of directors. For a shareholders' meeting convened by the board of directors, the chairman of the board shall assume the chairman of the meeting. If the chairman of the board is absent or unable to exercise authority, the Chairman should appoint an elected representative of the Board to assume the responsibility of chairing the meeting. If no representative of the board is appointed, members of the board shall nominate a representative among themselves to chair the meeting. For a shareholders' meeting convened by any other person having convening rights, he/she shall act as the chairman of that meeting provided. However, if there are two or more persons with convening rights, the chairman of the meeting shall be elected from among themselves. Shareholder meetings will be held as stipulated by the Company's Regulations and Procedures of Shareholders' Meeting.

Article 14. Shareholders that are unable to attend shareholders' meetings for any reason shall state the scope of power authorized to the proxy on the proxy form printed by the Company, affixed with their signature or seal, and appoint a proxy to attend the meeting on their behalf in accordance with the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies stipulated by the competent authority, unless otherwise stipulated by Article 177, Article 177-1, and Article 177-2 of the Company Act and Article 25-1 of the Securities and Exchange Act.

Article 15. Unless set forth in Article 179 of the Company Act stating the restriction or no voting right on the exercise of voting power, a shareholder shall have one voting power in respect of each share in his/her/its possession

Article 15-1 Shareholders may exercise their voting power at a shareholders' meeting held by the Company in writing or by way of electronic transmission.

Article 16. Resolutions at a shareholders' meeting shall, unless otherwise provided for in relevant laws and regulations, be adopted by a majority vote of the shareholders or their proxies present, who represent more than one-half of the total number of voting shares.

Article 17. Resolutions adopted at a shareholders' meeting shall be recorded in the minutes of the meeting, which shall be affixed with the signature or seal of the chairman of the meeting and shall be distributed to all shareholders of the company within twenty days after the close of the meeting.

The preparation and distribution of the minutes of shareholders' meeting as required in the preceding Paragraph may be completed by means of electronic transmission. Once the Company's shares are issued to the public, the minutes of shareholders' meeting may be disclosed to the shareholders via a public notice.

Article 18. The Company may, in pursuance of the resolution adopted by its board of directors, apply to the competent authority in charge for an approval of the public issuance of its shares. The Company may apply for an approval of ceasing its status as a public company by a resolution adopted, at a shareholders' meeting, by a majority of the shareholders present who represent two-thirds or more of the total number of its outstanding shares. Article 18 shall remain unchanged during the Company's listing in emerging, OTC, and stock exchange markets.

In the event the total number of shares represented by the shareholders present at the shareholders' meeting whose shares have been issued to the public is less than the percentage of the total shareholdings required in the preceding Paragraph, the resolution may be adopted by two-third of the voting rights exercised by the shareholders present at the shareholders' meeting who represent a majority of the outstanding shares of the company.

#### **CHAPTER 4. BOARD OF DIRECTORS, OF THE AUDIT COMMITTEE, AND MANAGERIAL OFFICERS**

Article 19. The Company shall have nine to eleven directors on the board of directors, with a term of office of three years. Directors shall be elected by the shareholders during the shareholders' meeting and may be eligible for re-election. In case no election of new directors is effected after the expiration of the term of office of existing directors, the term of office shall be extended until a time when new directors are elected and assume their roles as directors. However, the competent authority may, ex officio, order the Company to elect new directors within a given time limit; if no re-election is effected after the expiry of the given time limit, the incumbent directors shall be discharged ipso facto from such expiration date.

In order to fulfill corporate governance, the Company shall appoint independent directors, no less than three in number and not less than one-fifth of the board of directors, in accordance with Article 14-2 of the Securities and Exchange Act. Professional qualifications, restrictions on shareholding and concurrent positions held, assessment of independence, method of nomination, and other matters for compliance with respect to independent directors shall all be subject to the relevant regulations of the competent authority in charge of securities affairs.

A candidate nomination system shall be adopted for election of directors. Directors shall be elected from among the nominees in a list of director candidates during a shareholders' meeting. Independent directors and non-independent directors shall be elected at the same time, but there shall be separate number of seats for independent and non-independent directors. The candidate with the highest number of votes shall be deemed independent/non-independent director-elect.

Total registered shares held by the Company's entire board of directors shall not be less than certain percentage of the outstanding shares specified by the competent authority.

The Company may purchase liability insurance for its directors.

Article 20. In Accordance with Article 14-4 of the Securities and Exchange Act, the Company shall establish an audit committee composed by all independent directors. The exercise of authority of the audit committee and other compliance matters shall be handled in accordance with the provisions in the Company Act, Securities and Exchange Act, other related laws and regulations, and the Company's Articles of Incorporation.

Article 21. The Company adopts a cumulative voting method when electing directors. Each share shall have voting rights in number equal to the directors to be elected, and may be cast for a single candidate or split among multiple candidates. Candidates with the highest number of votes shall be elected as the directors.

Article 22. The board shall be comprised of the board of directors. The powers and duties of the board of directors are as follows:

1. Draft business plans;
2. Propose earnings distribution or loss make-up proposals;
3. Propose plans for capital increase and/or reduction;
4. Establish key articles of incorporation and organizational structure;
5. Appoint or discharge managers of the Company;
6. Establish or terminate branch units of the Company;
7. Propose annual budgets and closures of accounts; and
8. Other duties and power authorized by the Company Act and the resolution by the board meeting.

Article 23. The board of directors shall elect a chairman of the board from among the directors by a majority vote at a meeting attended by over two-thirds of the directors. The chairman represents the Company externally.



Article 24. Unless otherwise stipulated in the Company Act, meetings of the board of directors shall be convened by the chairman of the board. Unless otherwise stipulated in the Company Act, resolutions of the board of directors shall be adopted by a majority of the directors at a meeting attended by a majority of the directors.

Article 25. The Chairman of the board shall assume the role of the chairman at the board meetings. If the chairman of the board is absent or unable to exercise his/or authority, the Chairman shall appoint a director to assume responsibility as Chairman. If no director is appointed, the directors shall elect an acting chairman amongst themselves. The directors shall attend the board meeting in person. Directors who are unable to attend shall appoint another director to attend on their behalf. A director may accept the appointment to act as the proxy of only one other director referred to in the preceding Paragraph.

Meeting of the board of directors could proceed via a visual communication network. The directors taking part in such a visual communication meeting shall be deemed to have attended the meeting in person.

In calling a meeting of the board of directors, a notice in the form of a fax or electronic mail setting forth therein the subject(s) to be discussed at the meeting shall be given to each director and no later than seven days prior to the scheduled meeting date. However, in the case of emergency, the meeting may be convened at any time.

Article 26. The remuneration of the directors of the Company (including independent directors) is authorized to be resolved by the board of directors after considering their degree of participation in and contribution to the Company's operations, and based on the normal remuneration standard of the industry. A certain amount of reimbursement for travel expenses or other allowances may also be provided. In the event that the Company generates profit, bonuses shall be allocated to the board of directors in accordance with Article 31.

Different but reasonable remuneration from that of other directors may be set forth for the independent directors.

Shareholders or directors of the Company assuming the roles of managers or employees shall be deemed members of the general staff and be paid the salary of a manager or employee separately based on their duties. The salary amount shall be stipulated in accordance with relevant laws or per the contract.

Article 27. The Company may appoint managers. The appointment, discharge, and remuneration of the managers shall be handled in accordance with Article 29 of the Company Act.

The President shall oversee the execution of the Company's business within the scope authorized by the Company's internal regulations.

## **CHAPTER 5. ACCOUNTING**

Article 28. The Company adopts the period from 1 January each calendar year through 31 December of the same calendar year for the fiscal year. Closing for the year shall be made after each fiscal year end.

Article 29. In accordance with Article 228 of the Company Act, the board of directors shall prepare the following statements and records at the close of the fiscal year and shall present the said statements for approval at the annual general meeting of shareholders:

1. The business report;
2. The financial statements;
3. The earning surplus distribution or loss off-setting proposals.

Article 30. Distribution of the dividends and bonuses shall be based on the proportion of the number of shares held by each shareholder accordingly. In the instance of no earnings surplus, the Company shall not distribute dividends or bonuses.

Article 31. If the Company has any profit upon closing of accounts, a percentage of the profits shall be distributed as director and employee remuneration, as follows:

1. a maximum of 0.3% as director remuneration
2. 0.1% to 1% as employee remuneration

However, if the Company is operating at a loss, profits shall be retained to make up the losses of preceding years.

Employees' compensation may be distributed to, including but not limited to, employees of parents or subsidiaries of the Company meeting certain specific requirements set by the Board of Directors or its authorized persons.

Article 31-1 If the Company has any profit upon closing of accounts, the Company shall first settle outstanding taxes and offset accumulated losses of the preceding years, and then set aside 10% of such profits as a legal surplus. However, when the legal surplus amounts to the authorized capital, this shall not apply. An additional sum of the special surplus may be retained in accordance with relevant rules and regulations or business requirements. The remaining surplus, if any, along with unallocated earnings of previous years, shall be eligible to be distributed pursuant to the decision by the board meeting. At least 10% of the earnings surplus each year shall be set aside, and an earnings distribution plan shall be provided to be resolved by the shareholders' meeting for distribution.

Article 32. Only shareholders of record five days prior to the distribution date of dividend and earnings distribution are eligible for distribution.

Article 33. In consideration of the current status and development stage of the Company, the Company intends to adopt a dividend policy that seeks to best balance the operating requirements and shareholder interests. A suitable dividend distribution plan shall be drafted upon the board meeting based on the future capital budget plan of the Company to assess future fund requirement, profitability, financial structure, and earnings dilution impact. The dividend distribution plan shall be submitted to be resolved by the shareholders' meeting.

Dividends are distributed in the form of stock dividends or cash dividends, of which, cash dividends shall amount to at least 10%, in order to sustain company operations and growth while balancing the need for dividend distribution and shareholders rights.

#### **CHAPTER 6. SUPPLEMENTARY PROVISIONS**

Article 34. The Company shall make external guarantees in accordance with business operations.

Article 35. The Company shall alternatively establish organizational structure and protocols of procedure.

Article 36. Matters not provided in these Articles of Incorporation shall be conducted pursuant to the Company Act.

Article 37. These Articles of Incorporation were approved by all members of the founders meeting on 19 August, 2004.

First amendment on 10 March, 2005

Second amendment on 30 June, 2006

Third amendment on 17 May, 2007

Fourth amendment on 5 October, 2007

Fifth amendment on 30 January, 2008

Sixth amendment on 17 January, 2009

Seventh amendment on 19 August, 2010

Eighth amendment on 5 June, 2012

Tenth amendment on 14 February, 2014

Eleventh amendment on 14 May, 2014

Twelfth amendment on 6 May, 2015

Thirteenth amendment on 20 April, 2016

Fourteenth amendment on 17 May, 2017

Fifteenth amendment on 7 September, 2018

Sixteenth amendment on 16 May, 2019

Seventeenth amendment on 15 May, 2020

Eighteenth amendment on 18 May, 2021

**momo.com Inc.**  
**Regulations and Procedures of Shareholders' Meeting**  
**(prior to the proposed revision)**

- Article 1 The present regulations and procedures are established in accordance with Article 5 of the Corporate Governance Best Practice Principles for TWSE/GTSM Listed Companies to set guidelines for the governance, supervision, and management of the shareholders' meeting of Fubon Multimedia Technology Co., Ltd., trading under "momo.com Inc." (hereinafter referred to as the Company).
- Article 2. The Company's shareholders' meetings shall be held pursuant to the present regulations and procedures unless otherwise specified in laws and regulations.
- Article 3 The Company's shareholders' meetings shall be convened by the board of directors unless otherwise specified in laws and regulations.

The Company shall prepare an electronic file that contains the meeting notice, proxy form, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors, and upload them to the Market Observation Post System (MOPS) 30 days before the date of an annual general shareholders' meeting or 15 days before the date of a special shareholders' meeting. An electronic copy of the shareholders' meeting agenda and supplementary information shall be uploaded to the Market Observation Post System (MOPS) 21 days before the date of the annual general shareholders' meeting or 15 days before the date of a special shareholders' meeting. Physical copies of the shareholders' meeting agenda and supplementary materials shall also be prepared 15 days before the date of the shareholders' meeting and made available for review by shareholders at any time. These documents shall be placed within the Company's premises and professional shareholder services agent commissioned thereby, as well as distributed on-site at the shareholders' meeting place.

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

Election or dismissal of directors, amendment to the Articles of Incorporation, capital reduction, application for delisting of shares, competition approval for directors, capitalization of earnings, capitalization of reserves, the dissolution, merger, spin-off or demerger of the Company, or any matters set forth in Paragraph 1, Article 185 of the Company Act; Articles 26-1 and 43-6 of the Securities and Exchange Act; and Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be set out and their essential contents shall be explained in the notice of the reasons for convening the shareholders' meeting. None of the above matters may be raised by an extraordinary motion; the essential contents may be uploaded to the website designated by the competent authority in charge of securities affairs or the Company, and such website shall be indicated in the notice.

If a full re-election of the directors and their date of appointment has been stated in the notice of the reasons for convening the shareholders' meeting, after the re-election has been completed in such shareholders' meeting, the appointment date may not be changed by extemporary motions or other means in the same meeting.

A shareholder holding 1 percent or more of the total shares may submit to this Company a proposal for discussion at the annual general shareholders meeting. Such proposals, however, are limited to one item only. No proposal containing more than one item will be included in the meeting agenda. Proposals put forward by shareholders urging the Company to promote public interests or fulfill its social responsibilities may still be included in the meeting agenda by the board of directors. In addition, when the circumstances of any subparagraph of Paragraph 4, Article 172-1 of the Company Act apply to a proposal put forward by a shareholder, the board of directors may exclude it from the agenda.

Prior to the book closure date before an annual general shareholders' meeting is held, the Company shall publicly announce that it will receive shareholder proposals, means of acceptance (in writing or by way of electronic transmission), and the location and time period for their submission; the period for submission of shareholder proposals may not be less than 10 days.

Shareholder-submitted proposals are limited to 300 words. A proposal containing more than 300 words will not be included in the meeting agenda. The shareholder making the proposal shall be present in person or by proxy at the annual general shareholders' meeting and take part in discussion of the proposal.

Prior to the date for issuance of notice of a shareholders' meeting, the Company shall inform the shareholders who submitted proposals of the proposal screening results, and shall list in the meeting notice the proposals that conform to the provisions of this article. At the shareholders' meeting, the board of directors shall explain the reasons for exclusion of any shareholder proposals not included in the agenda.

Article 4 A shareholder may issue the Company's proxy form with the scope of authorization indicated to appoint a proxy to attend a shareholders' meeting.

Each shareholder may issue one proxy form and appoint one proxy only. The proxy form shall be delivered to the Company at least five days before the shareholders' meeting in concern is convened. In a case where more than one proxy form is received, the first one received by the Company shall prevail unless an explicit statement to revoke the previous written proxy is made in the proxy which comes later.

After the Company receives the proxy form, a shareholder intending to attend the shareholders' meeting in person or exercise his/her/its voting rights in writing or by way of electronic transmission shall file a proxy rescission notice at least two days before the shareholders' meeting is convened. Otherwise, the voting right exercised by the authorized proxy at the meeting shall prevail.

Article 5 Shareholders' meetings shall be held at the premises of the Company or locations that are convenient for shareholders to attend and appropriate for shareholders' meetings. Meetings shall not begin earlier than 9:00 a.m. or later than 3:00 p.m. Opinions of independent directors regarding the location and time of shareholders' meetings shall be given full consideration.

Article 6 The Company shall specify in shareholders' meeting notices the time and location for the registration of shareholders and other matters of attention.

The registration of shareholders shall begin at least 30 minutes before the meeting commences. The registration counter shall be clearly indicated. A sufficient number of competent personnel shall be assigned to process registration.

Attending shareholders or their appointed proxies (hereinafter referred to as "shareholders") must present their attendance card, sign-in card, or other certificates for admittance when attending a shareholders' meeting. The Company shall not arbitrarily require additional supporting documents other than the certificates for admittance when shareholders attend a meeting. Proxy solicitors shall also bring their identification certificates for verification.

The Company shall furnish the attending shareholders with an attendance book to sign, or attending shareholders may hand in a sign-in card in lieu of signing in.

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

A shareholder who is a government agency or a juristic person may send more than one representative to attend shareholders' meetings. However, a juristic person serving as a proxy to attend a shareholders' meeting may appoint only one representative to attend the meeting.

Article 7 If a shareholders' meeting is convened by the board of directors, the chairman shall preside over the meeting. If the chairman is on leave or is unable to perform his/her duties, the vice chairman shall preside over the meeting. If the Company does not have a vice chairman or the vice chairman is also on leave or unable to perform his/her duties, the chairman shall appoint an executive director to preside over the meeting. If there is no executive director, the chairman shall appoint a director to act on his/her behalf. If the chairman has not appointed an agent, the directors shall elect among themselves one director to act on behalf of the chairman.

To serve as an agent for the chairman to preside over a shareholders' meeting, a director must have been on the board for at least six months and is familiar with the financial and business operations of the Company. The same requirement shall apply when a representative of the director of a juristic person is to chair a shareholders' meeting.

It is advisable for the chairman of the board to personally preside any shareholders' meetings convened by the board of directors. It is also preferable that at least one-half of the directors (including at least one independent director) and the audit

committee's convener attend in person, and at least one member representing other functional committees is present. Attendance shall be recorded in the shareholders' meeting minutes.

When a shareholders' meeting is convened by a party entitled to do so, the said party shall chair the meeting. If there are two such parties, one shall be elected to chair the meeting.

The Company may appoint its legal counsels, accountants, or relevant personnel to attend shareholders' meetings.

- Article 8 The Company shall make uninterrupted audio and video recordings over the entire meeting process, including the shareholders' registration process, meeting proceedings, and election and vote-count in each shareholders' meeting.

The recorded materials of the preceding paragraph shall be retained the audio and video recordings for at least one year. However, if any shareholder files a lawsuit in regard to a meeting in accordance with Article 189 of the Company Act, the audio and video recordings of the meeting shall be retained until the lawsuit is concluded.

- Article 9 The attendance of shareholder meetings shall be determined based on the number of outstanding shares. The number of shares of the attending shareholders shall be calculated based on the signatures on the attendance list, the submitted attendance cards, and the shares from shareholders exercising their right to vote in writing or by way of electronic transmission.

The chairman shall call a meeting to order according to the schedule.

However, if the number of outstanding shares represented by the attending shareholders is less than one half of the total outstanding shares, the chairman may postpone the meeting up to two times for no more than one hour in total. If the number of shares represented by the attending shareholders is still less than one third of the total outstanding shares after two postponements, the chairman shall declare the meeting aborted.

If the number of shares represented by the attending shareholders remains less than one half but more than one third of the total outstanding shares after two postponements, tentative resolutions may be passed according to Paragraph 1, Article 175 of the Company Act. Shareholders shall be notified of such tentative resolutions and that a shareholders' meeting is to be convened within one month.

If the number of shares represented by the attending shareholders totals more than one half of the total outstanding shares before the end of the meeting, the chairman may act pursuant to Article 174 of the Company Act and request the attending shareholders to vote on the tentative resolutions.

- Article 10 If a shareholders meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. Relevant proposals shall all be discussed first and then voted on by poll. The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders' meeting.

The preceding paragraph shall apply mutatis mutandis to meetings convened by other parties entitled to convene shareholders' meetings.

The chairman may not adjourn a meeting before the agenda established as specified in the two preceding paragraphs (including extemporaneous motions) is concluded, unless it is otherwise resolved during the meeting. If the chairman adjourns the meeting in violation of the Regulations and Procedures of Shareholders' Meeting, the other members of the board of directors shall immediately assist the attending shareholders to elect a new chairman, by majority vote, pursuant to legal procedures to continue the meeting.

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

Article 11 A shareholder who wishes to speak during a shareholders' meeting is required to fill out containing the summary of the speech and the shareholder account number (or attendance card number) and account name in advance a speech note. The chairman shall decide the speaking order of the shareholders.

Any attending shareholder who submits a speech note but does not speak shall be considered unspoken. If a shareholder's speech is inconsistent with his/her/its speech note, the content of the actual speech shall prevail.

Each shareholder shall not speak about the same proposal more than twice without the permission of the chairman and exceed five minutes in each speech session. The chairman shall stop a speech of any shareholder whose speech is in violation of relevant regulations or concerns issues beyond the subject.

Shareholders shall not interrupt the speech of a speaking shareholder without the permission of the chairman and the speaking shareholder; otherwise the chairman shall stop such interruptions.

When a shareholder, who's a juristic person, has two or more representatives attending a shareholders' meeting only one representative may speak about each proposal.

The chairman or whose relevant designated personnel may respond after an attending shareholder has finished speaking.

Article 12 Votes at a shareholders' meeting shall be counted based on the number of shares.

The shares held by shareholders without voting rights shall not be included in the total number of outstanding shares.

If there is any concern that the interest of a shareholder regarding an issue discussed during a shareholders' meeting may jeopardize the Company's interests, the shareholder may not participate in voting or serve as a proxy to exercise the voting rights of any other shareholder.



The number of shares held by a shareholder who is prohibited from exercising his/her voting rights as described in the preceding paragraph shall not be included in the total number of shares in voting.

Besides the shareholder service agents ratified by the trust enterprise or securities authority, the voting rights of an individual serving as the proxy for two or more shareholders shall not exceed 3% of the total number of outstanding shares. The excess shares shall not be calculated.

Article 13 Each shareholder is entitled to one vote for each share in his/her possession. This does not apply to shareholders who has restricted or no voting rights according to Paragraph 2, Article 179 of the Company Act.

When the Company holds a shareholders meeting, shareholders shall exercise voting rights by electronic means, and they may also choose to do so 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 shall be deemed to have attended the shareholders' meeting in person, but to have waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting; it is therefore advisable that the Company avoid the submission of extemporary motions and amendments to original proposals.

A shareholder who chooses to exercise his/her voting rights in writing or by way of electronic transmission shall have the decision delivered to the Company at least two days before the meeting. If two or more decisions are delivered to the Company, the first one received shall prevail unless a notice of revocation of the foregoing decisions is issued.

A shareholder intending to attend the shareholders' meeting in person after expressing the decision to exercise his/her voting rights in writing or by way of electronic transmission shall revoke the decision by the same means previously used in exercising his/her voting rights at least two days before the meeting; otherwise, the voting right exercised in writing or by way of electronic transmission shall prevail. If a shareholder expresses the intention to exercise his/her voting rights in writing or by way of electronic transmission and at the same time appoints a proxy to attend the meeting, the voting rights shall be exercised by the proxy.

Except as otherwise provided in the Company Act and in the Company's Articles of Incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, for each proposal, the chairman or a person designated by the chairman shall first declare the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against, and the number of abstentions, shall be entered into the MOPS.

When there is an amendment or an alternative to a proposal, the chairman shall present the amended or alternative proposal together with the original proposal and decide the order in which they will be put to a vote. When any one among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.

Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chairman, provided that all monitoring personnel shall be shareholders of this Company.

Vote counting for shareholders meeting proposals or elections shall be conducted in public at the place of the shareholders meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be disclosed on-site at the meeting, and a record made of the vote.

- Article 14 The election of directors at a shareholders' meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, and the voting results shall be disclosed on-site immediately, including the names of those elected as directors and the numbers of votes with which they were elected.

The ballots casted in the elections stated in the preceding paragraph shall be sealed with the signatures of the scrutineers and properly kept for at least one year. If a shareholder files a lawsuit over election results in accordance with Article 189 of the Company Act, the ballots shall be kept until the lawsuit is concluded.

- Article 15 Resolutions established during a shareholders' meeting shall be recorded in the meeting minutes carrying the signature or personal seal of the chairman. The meeting minutes shall be distributed to shareholders within 20 days after the end of the meeting. Drafting and distribution of meeting minutes may be conducted electronically.

The Company may distribute meeting minutes electronically by uploading them to the MOPS.

The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chairman's full name, the methods by which resolutions were adopted, and a summary of the deliberations and voting results (including the numbers of votes counted) of each meeting shall be clearly indicated in the meeting minutes; when an election of directors takes place, the number of votes with which each candidate was elected shall be disclosed. These minutes shall be retained for the duration of the existence of the Company.

- Article 16 On the day of each shareholders' meeting, the Company shall compile in tables the numbers of shares obtained by solicitors and the numbers of shares represented by proxies in the specified format. These tables shall be posted at noticeable locations inside the meeting venue.

If any resolutions achieved during a shareholders' meeting are defined as critical information in relevant laws and regulations or the regulations of Taiwan Stock

Exchange Corporation, the Company shall upload the contents of such resolutions to the MOPS within the specified period.

Article 17 The personnel handling the affairs of shareholders' meetings shall wear identification passes or armbands.

The chairman may command disciplinary personnel or security guards to maintain order in the meeting venue. Such disciplinary personnel or security guards shall wear armbands or identification passes carrying the wording of "Disciplinary Personnel" when on duty.

If the meeting venue is equipped with audio equipment by the company, the chairman may stop shareholders from using other equipment while speaking.

If any shareholders violate the meeting regulations and procedures, disobey the chairman's correction, disrupt meeting proceedings, and refuse to cooperate when ordered to discontinue their misbehaviors, the chairman may instruct disciplinary personnel or security guards to escort them to leave the meeting venue.

Article 18 When a meeting is in session, the chairman may set time for breaks. In force majeure situations, the chairman may decide to temporarily suspend the meeting and announce when to resume the meeting depending on the circumstances.

If a meeting cannot be continued at the meeting venue before the agenda, (including extemporary motions) of the meeting is concluded, the shareholders' meeting may be adjourned to another location by vote to continue the meeting.

The shareholders' meeting may resolve to postpone or resume a meeting within five days in accordance with Article 182 of the Company Act.

Article 19 The Regulations and Procedures shall take effect after approval by the shareholders' meeting and the same procedure shall apply when amendments are made.

Article 20 Regulations and Procedures of Shareholders' Meeting were approved by shareholders' meetings on 17 May, 2007

First amendment on 19 November, 2013

Second amendment on 17 May, 2017

Third amendment on 15 May, 2020