

momo.com Inc.

Minutes of 2024 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: June 19, 2024 (Wednesday) at 9:00 a.m.

Address: 6F, No. 88, Yanchang Rd., Xinyi Dist., Taipei City (Taipei New Horizon Building)

Shares represented at the meeting:

199,676,452 shares were represented by the shareholders and proxies present (including 196,487,613 shares represented by shareholders executing voting rights through e-voting, and 9,341 shares represented by shareholders executing voting rights through e-meeting), which amounted to 83.08% of the Company's 240,340,386 issued and outstanding shares.

Chairman: Daniel M. Tsai / **Recorder:** Tsai-Chieh Wang

Directors present: Daniel M. Tsai, Chairman of the Board of Directors

Jeff Ku, Director

Jamie Lin, Director

Douglas Tsai, Director

George Chang, Director

Chieh-Wang, Independent Director

Mike Jiang, Independent Director

Attendees: Che-Hung Chen, Attorney, Chen and Lin Attorneys-at-Law

Pei-De Chen, CPA, Deloitte & Touche

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) 2023 Business Report. (Please 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 2023 Earnings Distribution (Please refer to Attachment II)
- b. 2023 Audit Committee's Operating Report (Please refer to Attachment III)

(Each shareholder is hereby informed of the said report)

(3) Related-party Transactions Report for 2023. (Please refer to Attachment IV)

(Each shareholder is hereby informed of the said report)

(4) Distribution of remuneration to employees and directors for 2023.

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 2023 employees' and directors' compensations are NT\$4,420,342 and NT\$6,630,512 respectively, which were approved by the Board and the total amounts were distributed in cash.

(Each shareholder is hereby informed of the said report)

3. Matters to Ratify and Discuss

Ratification 1

(Proposed by Board of Directors)

2023 Business Report and Financial Statement.

Explanation:

- (1) 2023 Financial Statement was audited by Pei-de Chen and Jeff Chen of Deloitte & Touche.
- (2) Please refer to Attachment I and Attachment V 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: 199,676,452

Vote to ratify/ Votes in favor		Votes against		Votes invalid		Votes abstained/ Not Voted	
Shares	%	Shares	%	Shares	%	Shares	%
194,846,440	97.58	74,764	0.03	0	0	4,755,248	2.38

Ratification 2**(Proposed by Board of Directors)**

Distribution of Earnings for 2023.

Explanation:

- (1) The Company's net profit for 2023 totaled NT\$3,628,069,440. The earnings distribution table is hereby formulated for distribution, please refer to Attachment VI.
- (2) The Company plans to distribute cash dividends of NT\$14.8 per share totaling NT\$3,557,037,713 from the distributable earnings. After receiving approval from the Annual General Shareholders' Meeting, the chairman is authorized to set the ex-dividend 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, the Annual General Shareholders' Meeting shall give the chairman 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: 199,676,452

Vote to ratify/ Votes in favor		Votes against		Votes invalid		Votes abstained/ Not Voted	
Shares	%	Shares	%	Shares	%	Shares	%
194,840,293	97.57	81,046	0.04	0	0	4,755,113	2.38

Discussion 3**(Proposed by Board of Directors)**

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

Explanation:

- (1) The Company plans to allocate NT\$120,170,190 from the capital surplus (stock premium), to issue new stocks totaling 12,017,019 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, 50 shares shall be distributed. 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 240,340,386 shares to 252,357,405 shares.

- (4) After the proposal has been passed at the Annual General Shareholders' Meeting, the board is authorized 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 give the board full authority to make necessary adjustments, and 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: 199,676,452

Vote to ratify/ Votes in favor		Votes against		Votes invalid		Votes abstained/ Not Voted	
Shares	%	Shares	%	Shares	%	Shares	%
194,418,830	97.36	107,556	0.05	0	0	5,150,066	2.57

Discussion 4

(Proposed by Board of Directors)

Amendments to the Company's "Regulations and Procedures of Shareholders' Meeting".

Explanation:

- (1) In accordance with the amendments to the "Regulations Governing Content and Compliance Requirements for Shareholders' Meeting Agenda Handbooks of Public Companies" and the "Regulations Governing the Administration of Shareholder Services of Public Companies" by the Financial Supervisory Commission, and in order to protect the rights and interests of shareholders, the Company's "Regulations and Procedures of Shareholders' Meeting" is amended by referring to the amended "Sample Template for XXX Co., Ltd. Rules of Procedure for Shareholders Meetings" announced by the TWSE, the amendments are as follows :
 - a. To specify the conditions for convening a virtual-only shareholders' meeting and the threshold for board resolutions, and in compliance with regulations, TWSE or TPEX listed companies with paid-in capital exceeding NT\$2 billion shall disclose the shareholders' meeting agenda and supplementary meeting materials 30 days before the Annual General Shareholders' Meeting. The relevant information transmission period is revised. (Article 3)
 - b. To specify that when a company convenes a virtual-only shareholders' meeting, it shall provide, at minimum, meeting connection equipment and necessary assistance to shareholders who encounter difficulties participating via video conferencing. The notice of the shareholders' meeting shall also include the period during which shareholders can apply for video conferencing assistance from the company and the relevant instructions. However, this provision shall not apply in the event of natural disasters, unforeseen events, or other force majeure circumstances. (Article 6-1, Article 22)
- (2) Please refer to Attachment VII 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: 199,676,452

Vote to ratify/ Votes in favor		Votes against		Votes invalid		Votes abstained/ Not Voted	
Shares	%	Shares	%	Shares	%	Shares	%
194,314,355	97.31	199,176	0.09	0	0	5,162,921	2.58

Discussion 5

(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) Please refer to Attachment VIII for the Directors' investments or operations of companies with the same or similar business operations of the Company, and request the Annual General Shareholders' Meeting to approve the release of non-competition restrictions for individual Directors up to the 8th Board of Directors.
- (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/ Not Voted	
		Shares	%	Shares	%	Shares	%	Shares	%
Mao-Hsiung, Huang	174,366,772	167,252,373	95.91	136,063	0.07	0	0	6,978,336	4.00
Emily Hong	199,676,452	192,562,948	96.43	133,089	0.06	0	0	6,980,415	3.49
Jamie Lin	91,433,782	84,315,970	92.21	136,409	0.14	0	0	6,981,403	7.63
George Chang	91,487,450	84,375,154	92.22	134,071	0.14	0	0	6,978,225	7.62

5. Extemporary Motions : None.

6. Meeting Adjourned : 09:32 a.m.

(No inquiries were raised by shareholders at the Shareholders' Meeting)

Attachment I

momo.com Inc. 2023 Business Report

As the COVID-19 dividend receded and consumer lifestyles changed after the pandemic, being the leading virtual channel brand in Taiwan, momo.com Inc. (8454-TW) adjusted its operating direction in a timely manner and launched corresponding products and services in response to the lifestyle changes, demonstrating operational resilience while continuing to work on ESG, actively creating sustainable competitiveness of the enterprise. In 2023, thanks to the efforts of the management team and all colleagues, momo's operations reached a new peak, with an annual revenue reaching NT\$109.2 billion and a net income after tax of approximately NT\$3.6 billion. In the new retail showdown, momo regards itself to be Taiwan's green e-commerce leader, by connecting the core of e-commerce industry, digital empowerment and sustainable value chain, momo turns the green circular economy and develops a new sustainable look for the industry.

The key actions of the Company in 2023 were as follows:

1. Enhance service competitiveness by being “more, faster, better and cheaper”

Faced with the challenging environment of rapid changes in the retail market, momo has adopted the concept of “more, faster, better, and cheaper” for its channel to enhance the product and service capabilities of the platform. momo continues to expand the breadth and depth of its products and services while actively gathers green products. So far, there are millions of products available for purchase on the website to meet the diverse needs of consumers. At the same time, momo strictly controls the quality of products and services, so that consumers can buy and use with confidence. We also speed up the logistics, distribution, and return and exchange processes to provide consumers with a fast and convenient shopping experience. All along, momo adheres to the principle of “affordable quality products”, offering consumers the best service while shopping. Only in this way can we win the trust and support of consumers in the fierce market competition.

2. Accelerate the expansion of multiple scene services with the “mo coins ecosystem”

mo coins actively expands its application in multiple scenarios and accelerates the economic scale-up of the “mo coins ecosystem”. In 2023, the issuance volume had exceeded NT\$10 billion. Starting from the redemption of e-commerce, mo coins connects group resources to expand its usage scenarios. This year, in the Taipei Fubon Bank momo co-branded credit card consumption service, momo integrated 2,500 major brand marketing resources and launched various mo coin purchase reward campaigns. In terms of TWM services, in addition to telecom bill discount and redemption of TWM-owned audio-visual entertainment services, mo coins entered the physical channel and can be used for discounts and purchases in direct stores of TWM. Meanwhile, discount and redemption service can also be applied to Kbro cable TV and Taiwan Fixed Network bills. mo coins continues to expand its circulation plan, including collaboration in marketing campaigns with life insurance,

property insurance, securities, etc. under Fubon Financial Holdings; at the same time, it also steps into cross-industry joint marketing, corporate welfare committees, corporate year-end raffle gifting, and other business expansions, being committed to increasing the economic influence of mo coins.

3. Low-carbon transition through green e-commerce, having sustainable logistics is the key to success in new retail

AI intelligent short-chain layout accelerates the rapid delivery of goods across Taiwan; sustainable green logistics is the key to the success of the new generation of e-commerce. Net-zero carbon emissions are a global consensus. momo is committed to moving towards “low-carbon transition” in line with the international standards, actively deploying short-chain logistics, and striving to complete the last mile of carbon emission reduction. In 2023, momo sped up the completion of the entire short-chain logistics layout by having a total of 58 main satellite warehouses. The “southern logistics center” will join operations in 2024; and the “central logistics center” will start construction in the fourth quarter of this year and is expected to join the logistics service lineup in year 2027. momo is also leading the industry in building green fleet and introducing new commercial electric tricycles to reduce carbon emissions from parcel transportation. momo also continues to develop environmentally friendly packaging materials, and use big data to assist the packaging material reduction and the carton weight reduction project to ensure the safety of product distribution and the ability to improve environmental protection.

With the advent of the online shopping era, momo launched the “Green Living Membership” program in the third quarter to work with consumers to build a “packaging recycling ecosystem”, providing a new carbon-reducing logistics option with “centralized delivery” for fast-delivery goods and “no missed green living promotions”, hoping to make full use of the power of the platform to promote green consumption and environmental protection awareness, and start a brand new sustainable look for the online shopping journey side by side with consumers.

4. Live-streaming e-commerce transformation project

Live-streaming commerce is a prominent subject in the new generation of retail sales. momo has entered the field of online live-streaming since 2016, combining the advantages of TV shopping to create the first cross-channel live-streaming model in Taiwan. In recent years, the development trend of live streaming has been strong and momo continues to adjust its pace. This year, it has further expanded its scale and launched the “live-streaming e-commerce transformation project”. In addition to creating a new “momo-themed live stream room” operating model, it has planned a “synchronized” and “uninterrupted live-streaming” LIVE channel with diverse themes and actively participates in Taiwan’s new generation live-streaming talent cultivation plan; at the same time, cross-border exchanges and collaborations on the MCN influencer economy model also injects new momentum into the upgrade of momo's live-streaming e-commerce.

5. Inject innovative energy and develop new business models

momo keeps pace with the times and continuously accumulates innovation energy. In the digital era, consumers are good at searching for product information through digital channels, and brand suppliers are also actively investing in the online marketing environment. In view of the importance of digital media advertising in today's retail industry, momo officially launched the "retail media advertising" platform in the second half of the year to implement its core competency in monetizing data traffic.

6. ESG leader in Taiwan's e-commerce industry

In the face of a treacherous and ever-changing environment, momo adheres to the goal of "No. 1 green e-commerce company in Taiwan", improves corporate governance and green operation efficiency, practices ethical management, and establishes long-term trust with all stakeholders. momo's performance in sustainability speaks for itself. In 2023, it won a number of international and official certifications, including being awarded the "Asia Responsible Enterprise Awards (AREA)" for the first time, winning the "MSCI ESG Rating: AA" for the first time, being selected as a "constituent stock of FTSE4Good TIP Taiwan ESG Index" by Taiwan Index Plus Corporation and FTSE Russell for the fourth time, winning the highest honor of "being ranked top 5% in the TWSE corporate governance evaluation" for 7 consecutive years, and winning the "5th National Enterprise Environmental Protection Award". At the same time, it also won recognition from multiple awards, including the "Corporate Social Responsibility and ESG Award by Global Views Monthly", the "Excellence in Corporate Social Responsibility Award presented by the Commonwealth Magazine", the "TSAA Taiwan Sustainability Action Award", the "TCSA Taiwan Corporate Sustainability Awards", and the "2023 Business Weekly Carbon Competitiveness Top 100". momo leverages the influence of Taiwan's leading brand and continues to create sustainable value for society.

Looking forward to 2024, while taking into account risk management and stable operational development, momo will start from strengthening the core competitiveness of services, prepare capacity for innovative services, and continue to create the company's long-term investment value to improve customer satisfaction and safeguard shareholder interests, moving towards becoming the preferred shopping platform for consumers and suppliers.

Attachment II

momo.com Inc.

Examination Report of the Audit Committee

February 16, 2024

The Board of Directors of momo.com Inc. has submitted the Company's 2023 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 2024 General Shareholders Meeting of momo.com Inc.

momo.com Inc.

Audit committee convener: Chieh Wang

momo.com Inc.

Examination Report of the Audit Committee

May 2, 2024

The Board of Directors of momo.com Inc. has submitted the Company's proposal for distribution of the 2023 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 2024 General Shareholders Meeting of momo.com Inc.

momo.com Inc.

Audit committee convener: Chieh Wang

Attachment III

2023 Audit Committee's Operating Report

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

With respect to the appointment proposal of 2023 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, 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

momo.com Inc. Related-party Transactions for 2023

The status of acquisition and disposal of real property or right-of-use assets by momo from related parties in 2023, please refer as below:

Board resolution date and session	2023/04/28 26th meeting of the Seventh session of Board of Directors	2023/07/28 2nd meeting of the eighth session of Board of Directors	2023/11/07 3rd meeting of the eighth session of Board of Directors
Nature of the transaction	Acquisition of the right-of-use assets of real property	Acquisition of the right-of-use assets of real property	Acquisition of the right-of-use assets of real property
Counterparty to the trade	Fubon Life Insurance Co., Ltd.	Fubon Life Insurance Co., Ltd.	Fubon Life Insurance Co., Ltd.
Relationship between momo and the trading counterparty	Other related party	Other related party	Other related party
Name of the underlying asset	No.90, No.90-1 and No.98-1, Zhouzi Street, Neihu District, Taipei City [1F to 3F]; No.92, No.96 and No.98, Zhouzi Street, Neihu District, Taipei City [1F to 9F] No.92, Zhouzi Street, Neihu District, Taipei City [Area E, 10F]	5F, No.4*0, Sec.7, Chengde Rd., Beitou Dist., Taipei City	Kaohsiung Aozihdi Development Project Buildings 1F and B3F (All lease partial areas)- Land serial No. 1 and 2 of Longnan Section, No. 26 of Longzhong Section, 40, 41, 41-1, 41-2, 42, 42-1, 42-2, 43, 44, 45-1, 45-3, 46, 46-1, 48-1, 48-3 of Longhua Section Fourth Subsection, Gushan District, Kaohsiung City, Totaled 18 land serial numbers.
Actual transaction circumstances	1. The right-of-use asset amount: NT\$704,593,995 2. Payment terms: Accordance with the contract	1. The right-of-use asset amount: NT\$6,482,435 2. Payment terms: Accordance with the contract	1. The right-of-use asset amount: NT\$217,413,363 2. Payment terms: Accordance with the contract
The purpose, necessity, and anticipated benefits of the acquisition or disposal of assets	Meet the needs of office space	In order to provide fast delivery service and maintain the overall logistics efficiency	In order to provide fast delivery service and enhance overall logistics efficiency
The reason for choosing the related party as a trading counterparty	Renew the original leased office and add new leased office space to meet the needs of the company	The location and structure design of the subject matter are in line with logistics and warehouse needs	The location and structure design of the subject matter are in line with logistics and warehouse needs

With respect to the acquisition of real property or right-of-use assets thereof from a related party, information regarding appraisal of the reasonableness of the preliminary transaction terms in accordance with Article 16 and Article 17	NA	NA	The CPA opinion issued by CPA Feng-Hui Li of KPMG in Taiwan, and the assessed price is NT\$227,345,369
The date and price at which the related party originally acquired the real property, the original transaction counterparty, and that transaction counterparty's relationship to the company and the related party	1. The originally-acquired date, unit amount and price: 2012/06/27; 35,518.9 square meters, equivalent to 10,744.5 pings; NT\$7,090,000,000 (Tax included) 2. Previous owner's relationship with the Company and its related party: Chong Hong Construction Co., Ltd.; Non related-party; Non related-party	1. The originally-acquired date, unit amount and price: 2011/11/23; 47,144.5 square meters, equivalent to 14,261.21 pings; NT\$ 7,005,411,734 (Tax included) 2. Previous owner's relationship with the Company and its related party: Shang-Chih Asset Development Co.; Non related-party; Non related-party	N/A (The leased building in this project is being planned and constructed by Fubon Life Insurance Co., Ltd.)
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	Yes. After evaluation, this transaction will not have a significant impact on the overall capital utilization of the Company.	Yes. After evaluation, this transaction will not have a significant impact on the overall capital utilization of the Company.	Yes. After evaluation, this transaction will not have a significant impact on the overall capital utilization of the Company.
Restrictive covenants and other important stipulations associated with the transaction	None	None	None
An appraisal report issued by a professional appraiser or a CPA opinion	The appraisal report issued by appraiser Li, Ching-Tang of Home Ban Appraisers Joint Firm, and the appraisal price is NT\$740,876,629	NA	NA

Attachment V



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INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
momo.com Inc.

Opinion

We have audited the accompanying parent company only financial statements of momo.com Inc. ("momo"), which comprise the parent company only balance sheets as of December 31, 2023 and 2022, and the parent company only statements of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the parent company only financial statements, including material accounting policy information.

In our opinion, the accompanying parent company only financial statements present fairly, in all material respects, the parent company only financial position of momo as of December 31, 2023 and 2022, and its parent company only financial performance and its parent company only 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 Financial Statement Audit and Attestation Engagements of Certified Public Accountants and the Standards on Auditing of the Republic of China (ROC). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Parent Company Only Financial Statements section of our report. We are independent of 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 parent company only financial statements for the year ended December 31, 2023. These matters were addressed in the context of our audit of the parent company only financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matters for the momo's financial statements for the year ended December 31, 2023 are stated as follows:

Risk of Revenue Recognition

momo's primary source of revenue is generated from virtual channels, including multimedia business, 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 Parent Company Only Financial Statements

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

In preparing the parent company only financial statements, management is responsible for assessing 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 Parent Company Only Financial Statements

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

As part of an audit in accordance with the Standards on Auditing of 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 parent company only financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of 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 parent company only financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause momo to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the parent company only financial statements, including the disclosures, and whether the parent company only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of entities or business activities within momo to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision, and performance of the audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance 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 parent company only financial statements for the year ended December 31, 2023, 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 Chun-Hung Chen.

Deloitte & Touche
Taipei, Taiwan
Republic of China

February 16, 2024

Notice to Readers

The accompanying parent company only 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 parent company only financial statements are those generally applied in the ROC.

For the convenience of readers, the independent auditors' report and the accompanying parent company only 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 parent company only financial statements shall prevail.

momo.com Inc.
BALANCE SHEETS
DECEMBER 31, 2023 AND 2022
(In Thousands of New Taiwan Dollars)

ASSETS	2023		2022	
	Amount	%	Amount	%
CURRENT ASSETS				
Cash and cash equivalents	\$ 5,469,353	20	\$ 7,128,301	27
Financial assets at fair value through other comprehensive income - current	623	-	4,217	-
Accounts receivable, net	197,758	1	177,218	1
Accounts receivable from related parties	390,562	1	286,267	1
Other receivables, net	2,714,047	10	2,265,399	9
Inventories	4,588,519	16	4,447,225	17
Prepayments	56,985	-	58,149	-
Other financial assets - current	63,300	-	67,550	-
Other current assets	11,261	-	13,033	-
Right to recover products - current	168,496	1	175,124	1
Total current assets	13,660,904	49	14,622,483	56
NON-CURRENT ASSETS				
Financial assets at fair value through profit or loss - non-current	287,500	1	237,546	1
Financial assets at fair value through other comprehensive income - non-current	405,306	1	403,487	2
Investments accounted for using equity method	1,268,190	5	1,365,182	5
Property, plant and equipment	8,101,233	29	7,262,200	28
Right-of-use assets	3,603,750	13	1,588,102	6
Intangible assets	38,043	-	55,043	-
Deferred tax assets	119,980	-	25,192	-
Prepayments for equipment	133,464	-	91,235	-
Refundable deposits	224,612	1	235,635	1
Net defined benefit assets - non-current	3,973	-	3,952	-
Other financial assets - non-current	257,795	1	218,129	1
Total non-current assets	14,443,846	51	11,485,703	44
TOTAL	\$ 28,104,750	100	\$ 26,108,186	100
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Contract liabilities - current	\$ 131,911	-	\$ 203,414	1
Accounts payable	9,987,484	36	10,511,531	40
Accounts payable to related parties	594,372	2	622,376	2
Other payables	1,520,824	5	1,499,452	6
Current tax liabilities	467,076	2	402,758	2
Lease liabilities - current	796,384	3	628,254	2
Refund liabilities - current	179,947	1	191,002	1
Other current liabilities	1,075,513	4	827,152	3
Total current liabilities	14,753,511	53	14,885,939	57
NON-CURRENT LIABILITIES				
Provisions - non-current	31,252	-	26,709	-
Deferred tax liabilities	20,250	-	28,298	-
Lease liabilities - non-current	2,826,367	10	997,045	4
Guarantee deposits received	379,788	1	354,820	1
Total non-current liabilities	3,257,657	11	1,406,872	5
Total liabilities	18,011,168	64	16,292,811	62
EQUITY				
Common stock	2,403,404	8	2,184,913	8
Capital surplus	1,969,928	7	2,259,399	9
Retained earnings				
Legal reserve	1,804,834	6	1,461,632	6
Special reserve	210,385	1	206,677	1
Unappropriated earnings	3,831,533	14	3,913,139	15
Total retained earnings	5,846,752	21	5,581,448	22
Other equity	(126,502)	-	(210,385)	(1)
Total equity	10,093,582	36	9,815,375	38
TOTAL	\$ 28,104,750	100	\$ 26,108,186	100

momo.com Inc.
**STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022
(In Thousands of New Taiwan Dollars, Except Earnings Per Share)**

	2023		2022	
	Amount	%	Amount	%
OPERATING REVENUE	\$ 109,205,957	100	\$ 103,403,362	100
OPERATING COSTS	<u>98,871,222</u>	<u>90</u>	<u>93,341,963</u>	<u>90</u>
GROSS PROFIT FROM OPERATIONS	<u>10,334,735</u>	<u>10</u>	<u>10,061,399</u>	<u>10</u>
OPERATING EXPENSES				
Marketing expenses	3,167,840	3	3,313,679	3
Administrative expenses	2,786,107	3	2,587,429	3
Research and development expenses	283,288	-	227,377	-
Expected credit loss	<u>2,080</u>	<u>-</u>	<u>1,193</u>	<u>-</u>
Total operating expenses	<u>6,239,315</u>	<u>6</u>	<u>6,129,678</u>	<u>6</u>
NET OTHER INCOME AND EXPENSES	<u>149,803</u>	<u>-</u>	<u>211,515</u>	<u>-</u>
OPERATING INCOME	<u>4,245,223</u>	<u>4</u>	<u>4,143,236</u>	<u>4</u>
NON-OPERATING INCOME AND EXPENSES				
Interest income	97,354	-	50,522	-
Other income	4,665	-	6,031	-
Other gains and losses, net	48,996	-	119,592	-
Finance costs	(19,878)	-	(13,026)	-
Share of profit (loss) of subsidiaries and associates accounted for using equity method	<u>32,931</u>	<u>-</u>	<u>(25,938)</u>	<u>-</u>
Total non-operating income and expenses	<u>164,068</u>	<u>-</u>	<u>137,181</u>	<u>-</u>
PROFIT BEFORE INCOME TAX	4,409,291	4	4,280,417	4
INCOME TAX EXPENSE	<u>781,222</u>	<u>1</u>	<u>845,791</u>	<u>1</u>
NET PROFIT FOR THE YEAR	<u>3,628,069</u>	<u>3</u>	<u>3,434,626</u>	<u>3</u>
OTHER COMPREHENSIVE INCOME (LOSS)				
Items that will not be reclassified subsequently to profit or loss:				
Remeasurement of defined benefit plans	(38)	-	3,145	-

(Continued)

momo.com Inc.

**STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022
(In Thousands of New Taiwan Dollars, Except Earnings Per Share)**

	2023		2022	
	Amount	%	Amount	%
Unrealized gain (loss) on investments in equity instruments at fair value through other comprehensive income	\$ 17,364	-	\$ (41,514)	-
Share of remeasurement of defined benefit plans of associates accounted for using equity method	-	-	367	-
Income tax benefit (expense) related to items that will not be reclassified subsequently to profit or loss	8	-	(629)	-
Items that may be reclassified subsequently to profit or loss:				
Exchange differences on translation	-	-	22,053	-
Share of other comprehensive (loss) income of subsidiaries and associates accounted for using equity method	(12,341)	-	16,263	-
Other comprehensive income (loss), net of tax	4,993	-	(315)	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	\$ 3,633,062	3	\$ 3,434,311	3
EARNINGS PER SHARE				
Basic	<u>\$ 15.10</u>		<u>\$ 14.29</u>	
Diluted	<u>\$ 15.10</u>		<u>\$ 14.29</u>	

(Concluded)

momo.com Inc.
**STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022
(In Thousands of New Taiwan Dollars)**

	Common Stock	Capital Surplus	Retained Earnings			Exchange Differences on Translation	Other Equity	Total Equity
			Legal Reserve	Special Reserve	Unappropriated Earnings		Unrealized Valuation Gain (Loss) on Financial Assets at Fair Value Through Other Comprehensive Income	
BALANCE AT JANUARY 1, 2022	\$ 1,820,761	\$ 2,446,415	\$ 1,128,868	\$ 142,530	\$ 3,427,094	\$ (107,892)	\$ (98,785)	\$ 8,758,991
Distribution of 2021 earnings								
Legal reserve	-	-	332,764	-	(332,764)	-	-	-
Special reserve	-	-	-	64,147	(64,147)	-	-	-
Cash dividends	-	-	-	-	(2,366,989)	-	-	(2,366,989)
Stock dividends	182,076	-	-	-	(182,076)	-	-	-
Changes in equity of associates accounted for using equity method	-	-	-	-	(1,244)	-	-	(1,244)
Issue of stock dividends from capital surplus	182,076	(182,076)	-	-	-	-	-	-
Net profit for the year ended December 31, 2022	-	-	-	-	3,434,626	-	-	3,434,626
Other comprehensive income (loss) for the year ended December 31, 2022	-	-	-	-	2,883	38,316	(41,514)	(315)
Total comprehensive income (loss) for the year ended December 31, 2022	-	-	-	-	3,437,509	38,316	(41,514)	3,434,311
Difference between consideration and carrying amount of subsidiaries acquired	-	-	-	-	(4,754)	-	-	(4,754)
Disposal of investments in equity instruments designated as at fair value through other comprehensive income	-	-	-	-	510	-	(510)	-
Changes in equity of non-current assets held for sale	-	(4,940)	-	-	-	-	-	(4,940)
BALANCE AT DECEMBER 31, 2022	2,184,913	2,259,399	1,461,632	206,677	3,913,139	(69,576)	(140,809)	9,815,375
Distribution of 2022 earnings								
Legal reserve	-	-	343,202	-	(343,202)	-	-	-
Special reserve	-	-	-	3,708	(3,708)	-	-	-
Cash dividends	-	-	-	-	(3,277,369)	-	-	(3,277,369)
Issue of stock dividends from capital surplus	218,491	(218,491)	-	-	-	-	-	-
Net profit for the year ended December 31, 2023	-	-	-	-	3,628,069	-	-	3,628,069
Other comprehensive income (loss) for the year ended December 31, 2023	-	-	-	-	(30)	(12,341)	17,364	4,993
Total comprehensive income (loss) for the year ended December 31, 2023	-	-	-	-	3,628,039	(12,341)	17,364	3,633,062
Reorganization	-	(70,980)	-	-	-	-	-	(70,980)
Difference between consideration and carrying amount of subsidiaries acquired	-	-	-	-	(6,506)	-	-	(6,506)
Disposal of investments in equity instruments designated as at fair value through other comprehensive income	-	-	-	-	(78,860)	-	78,860	-
BALANCE AT DECEMBER 31, 2023	<u>\$ 2,403,404</u>	<u>\$ 1,969,928</u>	<u>\$ 1,804,834</u>	<u>\$ 210,385</u>	<u>\$ 3,831,533</u>	<u>\$ (81,917)</u>	<u>\$ (44,585)</u>	<u>\$ 10,093,582</u>

momo.com Inc.

STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022 (In Thousands of New Taiwan Dollars)

	2023	2022
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before income tax	\$ 4,409,291	\$ 4,280,417
Adjustments for:		
Depreciation expenses	1,146,488	1,034,829
Amortization expenses	38,756	58,682
Expected credit loss	2,080	1,193
Gain on financial assets at fair value through profit or loss	(49,954)	(7,546)
Finance costs	19,878	13,026
Interest income	(97,354)	(50,522)
Share of (profit) loss of subsidiaries and associates accounted for using equity method	(32,931)	25,938
Loss on disposal of property, plant and equipment	956	135
Gain on disposal of non-current assets held for sale	-	(109,805)
Others	(186)	1,430
Changes in operating assets and liabilities		
Accounts receivable	(20,337)	(62,442)
Accounts receivable from related parties	(104,295)	(182,333)
Other receivables	(449,781)	(571,337)
Inventories	(141,294)	(762,762)
Prepayments	1,164	(3,112)
Other current assets	1,772	1,220
Right to recover products	6,628	(12,605)
Contract liabilities	(71,503)	117,498
Accounts payable	(524,047)	2,032,093
Accounts payable to related parties	(28,004)	7,988
Other payables	18,870	136,320
Provisions	(519)	(140)
Other current liabilities	248,361	139,889
Net defined benefit plans	(59)	(4)
Refund liabilities	(11,055)	10,898
Cash generated from operations	4,362,925	6,098,948
Interest received	132	61
Income tax paid	(804,678)	(967,381)
Net cash generated from operating activities	<u>3,558,379</u>	<u>5,131,628</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition of financial assets at fair value through other comprehensive income	-	(375,000)
Disposal of financial assets at fair value through other comprehensive income	4,028	2,138
Acquisition of financial assets at fair value through profit or loss	-	(230,000)
Acquisition of investments accounted for using equity method	(8,085)	(5,880)
Disposal of subsidiary accounted for using equity method	1,634	-
Disposal of non-current assets held for sale	-	200,156

(Continued)

momo.com Inc.
STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022
(In Thousands of New Taiwan Dollars)

	2023	2022
Acquisition of property, plant and equipment	\$ (1,198,409)	\$ (2,396,014)
Disposal of property, plant and equipment	750	161
Increase in refundable deposits	(82,490)	(102,829)
Decrease in refundable deposits	85,180	5,818
Acquisition of intangible assets	(9,420)	(34,782)
Increase in other financial assets	(45,419)	(189,035)
Decrease in other financial assets	10,003	156,692
Increase in prepayments for equipment	(79,444)	(228,985)
Interest received	94,439	47,794
Dividends received	117,527	63,199
Net cash outflow on acquisition of e-book business	<u>(43,000)</u>	<u>-</u>
Net cash used in investing activities	<u>(1,152,706)</u>	<u>(3,086,567)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Increase in guarantee deposits received	65,884	67,440
Decrease in guarantee deposits received	(40,916)	(42,824)
Repayment of the principal portion of lease liabilities	(793,028)	(646,220)
Cash dividends paid	(3,277,369)	(2,366,989)
Interest paid	<u>(19,192)</u>	<u>(12,685)</u>
Net cash used in financing activities	<u>(4,064,621)</u>	<u>(3,001,278)</u>
NET DECREASE IN CASH AND CASH EQUIVALENTS	(1,658,948)	(956,217)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	<u>7,128,301</u>	<u>8,084,518</u>
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	<u>\$ 5,469,353</u>	<u>\$ 7,128,301</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, 2023 and 2022, 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 material accounting policy information.

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, 2023 and 2022, 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 Financial Statement Audit and Attestation Engagements of Certified Public Accountants and the Standards on Auditing of 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, 2023. 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, 2023 are stated as follows:

Risk of Revenue Recognition

The Group's primary source of revenue is generated from virtual channels, including multimedia business, 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, 2023 and 2022 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 Standards on Auditing of 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 Standards on Auditing of 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, 2023, 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 Chun-Hung Chen.

Deloitte & Touche
Taipei, Taiwan
Republic of China

February 16, 2024

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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, 2023 AND 2022
(In Thousands of New Taiwan Dollars)

ASSETS	2023		2022	
	Amount	%	Amount	%
CURRENT ASSETS				
Cash and cash equivalents	\$ 6,277,880	22	\$ 8,044,437	30
Financial assets at fair value through other comprehensive income - current	623	-	4,217	-
Accounts receivable, net	199,630	1	178,680	1
Accounts receivable from related parties	391,306	1	286,633	1
Other receivables, net	2,710,831	10	2,259,749	9
Inventories	4,621,814	16	4,479,408	17
Prepayments	68,856	-	69,661	-
Other financial assets - current	199,851	1	134,752	-
Other current assets	13,652	-	16,505	-
Right to recover products - current	168,496	1	175,124	1
Total current assets	14,652,939	52	15,649,166	59
NON-CURRENT ASSETS				
Financial assets at fair value through profit or loss - non-current	287,500	1	237,546	1
Financial assets at fair value through other comprehensive income - non-current	405,306	1	403,487	2
Investments accounted for using equity method	391,900	1	486,008	2
Property, plant and equipment	8,181,371	29	7,322,583	28
Right-of-use assets	3,603,750	13	1,588,102	6
Intangible assets	39,331	-	57,354	-
Deferred tax assets	121,505	-	27,716	-
Prepayments for equipment	134,655	1	91,692	-
Refundable deposits	226,334	1	239,774	1
Net defined benefit assets - non-current	3,973	-	3,952	-
Other financial assets - non-current	272,995	1	233,329	1
Total non-current assets	13,668,620	48	10,691,543	41
TOTAL	\$ 28,321,559	100	\$ 26,340,709	100
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Contract liabilities - current	\$ 131,911	1	\$ 203,414	1
Accounts payable	10,133,305	36	10,659,957	40
Accounts payable to related parties	286,726	1	344,214	1
Other payables	1,626,233	5	1,580,298	6
Current tax liabilities	479,497	2	427,759	2
Lease liabilities - current	796,384	3	628,254	2
Refund liabilities - current	179,947	1	191,002	1
Other current liabilities	1,244,530	4	990,389	4
Total current liabilities	14,878,533	53	15,025,287	57
NON-CURRENT LIABILITIES				
Provisions - non-current	31,252	-	26,709	-
Deferred tax liabilities	20,250	-	28,302	-
Lease liabilities - non-current	2,826,367	10	997,045	4
Guarantee deposits received	385,188	1	359,770	1
Total non-current liabilities	3,263,057	11	1,411,826	5
Total liabilities	18,141,590	64	16,437,113	62
EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY				
Common stock	2,403,404	8	2,184,913	8
Capital surplus	1,969,928	7	2,259,399	9
Retained earnings				
Legal reserve	1,804,834	6	1,461,632	6
Special reserve	210,385	1	206,677	1
Unappropriated earnings	3,831,533	14	3,913,139	15
Total retained earnings	5,846,752	21	5,581,448	22
Other equity	(126,502)	-	(210,385)	(1)
Total equity attributable to owners of the Company	10,093,582	36	9,815,375	38
NON-CONTROLLING INTERESTS	86,387	-	88,221	-
Total equity	10,179,969	36	9,903,596	38
TOTAL	\$ 28,321,559	100	\$ 26,340,709	100

momo.com Inc. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2023		2022	
	Amount	%	Amount	%
OPERATING REVENUE	\$ 109,242,918	100	\$ 103,436,435	100
OPERATING COSTS	<u>98,700,012</u>	<u>90</u>	<u>93,164,417</u>	<u>90</u>
GROSS PROFIT FROM OPERATIONS	<u>10,542,906</u>	<u>10</u>	<u>10,272,018</u>	<u>10</u>
OPERATING EXPENSES				
Marketing expenses	3,248,404	3	3,379,974	3
Administrative expenses	2,787,206	3	2,590,355	3
Research and development expenses	283,288	-	227,377	-
Expected credit loss	<u>2,080</u>	<u>-</u>	<u>1,228</u>	<u>-</u>
Total operating expenses	<u>6,320,978</u>	<u>6</u>	<u>6,198,934</u>	<u>6</u>
NET OTHER INCOME AND EXPENSES	<u>162,734</u>	<u>-</u>	<u>211,735</u>	<u>-</u>
OPERATING INCOME	<u>4,384,662</u>	<u>4</u>	<u>4,284,819</u>	<u>4</u>
NON-OPERATING INCOME AND EXPENSES				
Interest income	107,548	-	55,669	-
Other income	2,489	-	8,609	-
Other gains and losses, net	(35,932)	-	39,591	-
Finance costs	(19,878)	-	(13,026)	-
Share of profit (loss) of associates accounted for using equity method	<u>1,340</u>	<u>-</u>	<u>(63,871)</u>	<u>-</u>
Total non-operating income and expenses	<u>55,567</u>	<u>-</u>	<u>26,972</u>	<u>-</u>
PROFIT BEFORE INCOME TAX	4,440,229	4	4,311,791	4
INCOME TAX EXPENSE	<u>811,437</u>	<u>1</u>	<u>877,889</u>	<u>1</u>
NET PROFIT FOR THE YEAR	<u>3,628,792</u>	<u>3</u>	<u>3,433,902</u>	<u>3</u>
OTHER COMPREHENSIVE INCOME (LOSS)				
Items that will not be reclassified subsequently to profit or loss:				
Remeasurement of defined benefit plans	(38)	-	3,145	-

(Continued)

momo.com Inc. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2023		2022	
	Amount	%	Amount	%
Unrealized gain (loss) on investments in equity instruments at fair value through other comprehensive income	\$ 17,364	-	\$ (41,514)	-
Share of remeasurement of defined benefit plans of associates accounted for using equity method	-	-	367	-
Income tax benefit (expense) related to items that will not be reclassified subsequently to profit or loss	8	-	(629)	-
Items that may be reclassified subsequently to profit or loss:				
Exchange differences on translation	(10,752)	-	30,407	-
Share of other comprehensive (loss) income of associates accounted for using equity method	<u>(1,605)</u>	<u>-</u>	<u>7,958</u>	<u>-</u>
Other comprehensive income (loss), net of tax	<u>4,977</u>	<u>-</u>	<u>(266)</u>	<u>-</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>\$ 3,633,769</u>	<u>3</u>	<u>\$ 3,433,636</u>	<u>3</u>
NET PROFIT (LOSS) ATTRIBUTABLE TO:				
Owners of the Company	\$ 3,628,069	3	\$ 3,434,626	3
Non-controlling interests	<u>723</u>	<u>-</u>	<u>(724)</u>	<u>-</u>
	<u>\$ 3,628,792</u>	<u>3</u>	<u>\$ 3,433,902</u>	<u>3</u>
TOTAL COMPREHENSIVE INCOME (LOSS) ATTRIBUTABLE TO:				
Owners of the Company	\$ 3,633,062	3	\$ 3,434,311	3
Non-controlling interests	<u>707</u>	<u>-</u>	<u>(675)</u>	<u>-</u>
	<u>\$ 3,633,769</u>	<u>3</u>	<u>\$ 3,433,636</u>	<u>3</u>
EARNINGS PER SHARE				
Basic	<u>\$ 15.10</u>		<u>\$ 14.29</u>	
Diluted	<u>\$ 15.10</u>		<u>\$ 14.29</u>	

(Concluded)

momo.com Inc. AND SUBSIDIARIES
**CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022
(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, 2022	\$ 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
Distribution of 2021 earnings										
Legal reserve	-	-	332,764	-	(332,764)	-	-	-	-	-
Special reserve	-	-	-	64,147	(64,147)	-	-	-	-	-
Cash dividends	-	-	-	-	(2,366,989)	-	-	(2,366,989)	-	(2,366,989)
Stock dividends	182,076	-	-	-	(182,076)	-	-	-	-	-
Changes in equity of associates accounted for using equity method	-	-	-	-	(1,244)	-	-	(1,244)	-	(1,244)
Issue of stock dividends from capital surplus	182,076	(182,076)	-	-	-	-	-	-	-	-
Net profit (loss) for the year ended December 31, 2022	-	-	-	-	3,434,626	-	-	3,434,626	(724)	3,433,902
Other comprehensive income (loss) for the year ended December 31, 2022	-	-	-	-	2,883	38,316	(41,514)	(315)	49	(266)
Total comprehensive income (loss) for the year ended December 31, 2022	-	-	-	-	3,437,509	38,316	(41,514)	3,434,311	(675)	3,433,636
Difference between consideration and carrying amount of subsidiaries acquired	-	-	-	-	(4,754)	-	-	(4,754)	(1,126)	(5,880)
Disposal of investments in equity instruments designated as at fair value through other comprehensive income	-	-	-	-	510	-	(510)	-	-	-
Changes in equity of non-current assets held for sale	-	(4,940)	-	-	-	-	-	(4,940)	-	(4,940)
BALANCE AT DECEMBER 31, 2022	2,184,913	2,259,399	1,461,632	206,677	3,913,139	(69,576)	(140,809)	9,815,375	88,221	9,903,596
Distribution of 2022 earnings										
Legal reserve	-	-	343,202	-	(343,202)	-	-	-	-	-
Special reserve	-	-	-	3,708	(3,708)	-	-	-	-	-
Cash dividends	-	-	-	-	(3,277,369)	-	-	(3,277,369)	-	(3,277,369)
Issue of stock dividends from capital surplus	218,491	(218,491)	-	-	-	-	-	-	-	-
Net profit for the year ended December 31, 2023	-	-	-	-	3,628,069	-	-	3,628,069	723	3,628,792
Other comprehensive income (loss) for the year ended December 31, 2023	-	-	-	-	(30)	(12,341)	17,364	4,993	(16)	4,977
Total comprehensive income (loss) for the year ended December 31, 2023	-	-	-	-	3,628,039	(12,341)	17,364	3,633,062	707	3,633,769
Reorganization	-	(70,980)	-	-	-	-	-	(70,980)	-	(70,980)
Difference between consideration and carrying amount of subsidiaries acquired	-	-	-	-	(6,506)	-	-	(6,506)	(1,579)	(8,085)
Cash dividends for non-controlling interests of subsidiaries	-	-	-	-	-	-	-	-	(962)	(962)
Disposal of investments in equity instruments designated as at fair value through other comprehensive income	-	-	-	-	(78,860)	-	78,860	-	-	-
BALANCE AT DECEMBER 31, 2023	\$ 2,403,404	\$ 1,969,928	\$ 1,804,834	\$ 210,385	\$ 3,831,533	\$ (81,917)	\$ (44,585)	\$ 10,093,582	\$ 86,387	\$ 10,179,966

momo.com Inc. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022 (In Thousands of New Taiwan Dollars)

	2023	2022
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before income tax	\$ 4,440,229	\$ 4,311,791
Adjustments for:		
Depreciation expenses	1,168,317	1,048,464
Amortization expenses	39,778	60,005
Expected credit loss	2,080	1,228
Gain on financial assets at fair value through profit or loss	(49,954)	(7,546)
Finance costs	19,878	13,026
Interest income	(107,548)	(55,669)
Share of (profit) loss of associates accounted for using equity method	(1,340)	63,871
Loss on disposal of property, plant and equipment	978	135
Gain on disposal of non-current assets held for sale	-	(109,805)
Impairment loss on non-financial assets	83,158	82,231
Others	936	391
Changes in operating assets and liabilities		
Accounts receivable	(20,747)	(62,667)
Accounts receivable from related parties	(104,673)	(181,850)
Other receivables	(452,158)	(568,832)
Inventories	(142,406)	(750,998)
Prepayments	805	(417)
Other current assets	2,982	71
Right to recover products	6,628	(12,605)
Contract liabilities	(71,503)	117,498
Accounts payable	(526,652)	2,122,826
Accounts payable to related parties	(57,488)	(103,081)
Other payables	35,948	155,294
Provisions	(519)	(140)
Other current liabilities	254,141	192,001
Net defined benefit plans	(59)	(4)
Refund liabilities	(11,055)	10,898
Cash generated from operations	4,509,756	6,326,116
Interest received	132	61
Income tax paid	(846,607)	(994,143)
Net cash generated from operating activities	<u>3,663,281</u>	<u>5,332,034</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition of financial assets at fair value through other comprehensive income	-	(375,000)
Disposal of financial assets at fair value through other comprehensive income	4,028	2,138
Acquisition of financial assets at fair value through profit or loss	-	(230,000)
Disposal of non-current assets held for sale	-	200,156
Acquisition of property, plant and equipment	(1,215,008)	(2,404,718)

(Continued)

momo.com Inc. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022 (In Thousands of New Taiwan Dollars)

	2023	2022
Disposal of property, plant and equipment	\$ 750	\$ 733
Increase in refundable deposits	(82,507)	(103,246)
Decrease in refundable deposits	87,254	6,259
Acquisition of intangible assets	(9,420)	(36,144)
Increase in other financial assets	(199,966)	(355,006)
Decrease in other financial assets	94,382	409,547
Increase in prepayments for equipment	(97,700)	(252,228)
Interest received	104,590	52,576
Net cash outflow on acquisition of e-book business	<u>(43,000)</u>	<u>-</u>
Net cash used in investing activities	<u>(1,356,597)</u>	<u>(3,084,933)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Increase in guarantee deposits received	66,784	68,240
Decrease in guarantee deposits received	(41,366)	(43,424)
Repayment of the principal portion of lease liabilities	(793,028)	(646,220)
Cash dividends paid (including paid to non-controlling interests)	(3,278,331)	(2,366,989)
Acquisition of additional interests in subsidiary	(8,085)	(5,880)
Interest paid	<u>(19,192)</u>	<u>(12,685)</u>
Net cash used in financing activities	<u>(4,073,218)</u>	<u>(3,006,958)</u>
EFFECTS OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS		
	<u>(23)</u>	<u>170</u>
NET DECREASE IN CASH AND CASH EQUIVALENTS	(1,766,557)	(759,687)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	<u>8,044,437</u>	<u>8,804,124</u>
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	<u>\$ 6,277,880</u>	<u>\$ 8,044,437</u>

(Concluded)

Attachment VI

momo.com Inc.

Proposal for 2023 Earnings Distribution

		Unit : NT\$
Items		Amount
Unappropriated retained earnings as of December 31,2022	\$	288,858,605
Less : Disposal of investments in equity instruments designated as at fair value through other comprehensive income		(78,860,305)
Less : Remeasurement of defined benefit obligation		(30,209)
Less : Difference between consideration and carrying amount of subsidiaries acquired		(6,505,503)
Add : Net income of 2023		3,628,069,440
Less : Legal reserve appropriation (10%)		(354,267,342)
Add : Reversal of special reserve		83,882,905
Retained earnings available for distribution as of December 31, 2023	\$	3,561,147,591
Distribution item :		
Cash dividends to common shareholders (NT\$14.8 per share)		(3,557,037,713)
Unappropriated retained earnings balance	\$	<u>4,109,878</u>

Note : Priority to distribute 2023 available earnings.

Attachment VII

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>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.</p> <p><u>Unless otherwise provided in Regulations Governing the Administration of Shareholder Services of Public Companies, the Company convening a shareholders' meeting with video conferencing shall expressly provide for such meetings in its Articles of Incorporation and obtain a resolution of its board of directors. Furthermore, convening of a virtual-only shareholders' meeting shall require a resolution adopted by a majority vote at a meeting of the board of directors attended by at least two-thirds of the total number of directors.</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, <u>shareholders’ meeting agenda and supplementary meeting materials</u> and upload them to the Market Observation Post System (MOPS) 30 days before</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>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.</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</p>	<p>1. In coordination with the amendment to Article 3 of the Sample Template for “XXX Co., Ltd. Rules of Procedure for Shareholders Meetings”, Since the company holds virtual-only shareholders' meetings, shareholders cannot participate in the physical meeting and can only participate in the shareholders' meeting by means of video conference, resulting in more restrictions on shareholders’ rights and interests. In order to protect the rights and interests of shareholders, Paragraph 2 of this Article is added to stipulate conditions that the company must meet to hold a virtual-only shareholders' meeting and the required board approval.</p> <p>2. In coordination with</p>

Amended articles	Existing articles	Description
<p>the date of an 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.</p> <p>(The following is omitted)</p>	<p>days before the date of a special shareholders' meeting. <u>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. However, the electronic copy must uploaded 30 days before the annual general shareholders' meeting if the Company's paid-in capital reaches NT\$10 billion and above before the end of the most recent 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% 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>(The following is omitted)</p>	<p>the amendment to Article 6 of the Regulations Governing Content and Compliance Requirements for Shareholders' Meeting Agenda Handbooks of Public Companies, TWSE or TPEx listed companies with a paid-in capital of more than NT\$2 billion shall disclose the shareholders' meeting agenda handbook and meeting supplementary information 30 days prior to the annual general shareholders' meeting; therefore, relevant information transmission period is revised and editorial amendment has been made as appropriate.</p>
<p>Article 6-1</p> <p>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"> 1. How shareholders can attend the virtual shareholders' meeting and exercise their rights. 2. How to handle malfunctions of the video conferencing platform or video 	<p>Article 6-1</p> <p>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"> 1. How shareholders can attend the virtual shareholders' meeting and exercise their rights. 2. How to handle malfunctions of the video conferencing platform or video 	<p>1. In coordination with the amendment to Article 6-1 of the Sample Template for "XXX Co., Ltd. Rules of Procedure for Shareholders Meetings", It is clearly stipulated that when a company</p>

Amended articles	Existing articles	Description
<p>call due to natural disasters, incidents, or other force majeure events, and must at least include the following matters:</p> <p>(1) The duration of the malfunction resulting in a postponement or resumption of the meeting, and the date that a postponed meeting will be resumed.</p> <p>(2) 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>(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 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</p>	<p>call due to natural disasters, incidents, or other force majeure events, and must at least include the following matters:</p> <p>(1) The duration of the malfunction resulting in a postponement or resumption of the meeting, and the date that a postponed meeting will be resumed.</p> <p>(2) 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>(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 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</p>	<p>convenes a virtual-only shareholders' meeting, it shall at least provide shareholders who have difficulty participating via video conferencing with meeting connection equipment, venue, and designated personnel to provide necessary assistance on the spot. The period during which shareholders can apply for video conferencing assistance to the company and the matters to note shall also be stated in the notice of the shareholders' meeting. Therefore, the latter part of Subparagraph 3 of this Article is added.</p> <p>2. In coordination with the amendment to Article 44-9 of the Regulations Governing the Administration of Shareholder Services of Public Companies, in the event of a natural disaster, unforeseen event, or other force majeure event, the company may provide relevant necessary supporting</p>

Amended articles	Existing articles	Description
<p>via video call must be specified. <u>Except in the circumstances set out in Article 44-9, paragraph 6 of the Regulations Governing the Administration of Shareholder Services of Public Companies, it shall at least provide the shareholders with connection facilities and necessary assistance, and specify the period during which shareholders may apply to the company and other related matters requiring attention.</u></p>	<p>via video call must be specified.</p>	<p>measures depending on the situation at that time, and it is expressly stipulated that the provisions in the latter part of Subparagraph 3 on providing shareholders with connection equipment and necessary assistance shall not be applicable.</p>
<p>Article 22 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. <u>Except in the circumstances set out in Article 44-9, paragraph 6 of the Regulations Governing the Administration of Shareholder Services of Public Companies, it shall at least provide the shareholders with connection facilities and necessary assistance, and specify the period during which shareholders may apply to the company and other related matters requiring attention.</u></p>	<p>Article 22 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>The reason for the amendment is the same as that of Article 6-1.</p>
<p>Article 24 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 <u>Fifth amendment on 19 June, 2024</u></p>	<p>Article 24 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>To include the dates of amendment, and adjust the description.</p>

Attachment VIII

List of Directors' Competitive Behavior to be released

Name	Name of Other Company	Concurrent Position Held
Mao-Hsiung, Huang	Foremost International Food & Beverage Co., Ltd.	Chairman
	Blue Pacific International Co., Ltd.	Director
Emily Hong	Wiwynn Corporation	Chairman and CSO
Jamie Lin	Yeong Jia Leh Cable TV Co., Ltd.	Chairman
	FullSynergy New Retail Co., Ltd.	Chairman
	Phoenix Cable TV Co., Ltd.	Chairman
	Union Cable TV Co., Ltd.	Chairman
	Globalview CATV Co., Ltd.	Chairman
George Chang	WT Microelectronics Co., Ltd.	Independent Director
	Yeong Jia Leh Cable TV Co., Ltd.	Director
	Phoenix Cable TV Co., Ltd.	Director
	Union Cable TV Co., Ltd.	Director
	Mistake Entertainment Co., Ltd.	Director
	Globalview CATV Co., Ltd.	Director