Shuttle®

Stock Code 2405

2023 Annual General Shareholders' Meeting

Shuttle Inc.

Meeting Handbook

Meeting Date : June 21, 2023

Location : The Conference Room of Shuttle Head Office (Physical Shareholders' Meeting)
No.30, Lane 76, Rui Guang Rd., Nei-Hu Dist., Taipei City

【 In case of any discrepancy between the Chinese and English version, the Chinese version shall prevail. 】

Table of Contents

Shuttle Inc.

Procedure for the 2023 Auunual Meeting of Shareholders

I. Call the Meeting to Order

II. Chairperson Remarks

III. Management Presentations

IV. Matters to be Ratified

V. Matters to be Discussed

VI. Election

VII. Other Matters

VIII. Questions and Motions

IX. Adjournment

Shuttle Inc.

Year 2023 Agenda of Annual Meeting of Shareholders

Time：09:00 a.m on Wednesday, June 21th, 2023

Place：The Conference Room of Shuttle Head Office (No.30, Ln.76., Rui-Guang Rd., Nei-Hu Dist., Taipei City)

Held by means of：physical shareholders meeting

Agenda：

I. Management Presentations
   1.2022 Business Report .
   2.Audit Committee's Review Report on the 2022 Financial Statements .
   3.The Status of Year 2022 Employee Compensation distribution.
   4.Report on the 2022 states of cash dividend distribution.

II. Matters to be Ratified
   1.Adoption of the 2022 Financial Statements .
   2.Adoption of the Proposal for Distribution of 2022 Profits .

III. Matters for Discussion
   1.To draft the resolution regarding the plan for releasing shares of the Subsidiary,Carilex Inc., before its application for stock trading on the TWSE/TPEx centralized securities exchange market and to request resolution.

IV. Election matters
   1.Election of an additional independent director .

V. Other Matters
   1.Proposal for Release the Prohibition on Directors from Participation in Competitive Business .

VI. Questions and Motions

VII. Adjournment

I. Management Presentations

1. 2022 Business Report

Thanks to all shareholders for your support to Shuttle.

Hereby report on the summary of Shuttle's business conditions as of 2022 and business plans for 2023

1. Operating Performance in 2022

(1) Consolidated Financial Results 2022

Analysis of Financial Income and Expenditure and Profitability

The consolidated revenue for the whole year 2022 was NT$1.735 billion; The consolidated net profit before tax was NT$65.909 million, net profit after tax was NT$56.029 million, equivalent to the consolidated net profit after tax per share of NT$0.16; The consolidated gross profit margin of the whole year approximated to 40%.

(2) Research and Development Status

Under the developing trends of AI, 5G, and IoT, Shuttle will continue to invest in the development of hardware and software designs for digital signage, self-control, IP-video surveillance, and smart medical and healthcare technology. This includes XPC, embedded Box PCs, Industrial/Medical Panel PCs, and KIOSKs.

Commercial/ Industrial Computer

- 12th Gen Intel Core AI/IoT Edge mini-PCs with multiple displays
- New generation fanless slim PCs
- ARM-based Digital Signage Media Player PCs
- 15.6-inch 10-point touch All-in-One PCs
- 21.5-inch Medical-grade Touch Panel PCs
- Intel ATOM-based motherboard for embedded Box PC and Panel PC
- Intel Core-based motherboard for embedded Box PC and Panel PC

Kiosk Solution

- Custom Integration and Design Service

Software Service

- Custom software integration/ ODM service-EMS system
- Digital Signage Software

Ⅱ. Business Plan for 2023

(1) Business Strategy

Looking forward to the year 2023, our company will continue to optimize our product portfolio, adhering to the core research of product technology for commercial regulations and industrial applications. We will develop hardware terminal products for automated applications and AI edge computing, with an estimated sales volume of approximately 150,000 product sets. We will also leverage the expertise and experience of our subsidiary's medical materials division, collaborating to achieve integrated effectiveness in product development, distribution, technology, and service.

- We will continue to invest in research on 5G, AIoT, and big data technologies. We will develop computer products that meet market application specifications and provide customers with diverse and integrated technology development services.
- We will continue to manage customer and market sales, by strengthening our presence in North America, Europe, and Japan, and proactively expanding into the emerging markets of Asia and Africa.
- We will continue to invest in software research and development (R&D) energy, providing customers with customized project services that meet practical field applications.
- We will continue to obtain regulatory certifications for our medical products, ensuring their applicability, safety, and extendibility in the healthcare market. This includes our medical-grade computer products and subsidiary medical materials.

(2) Policy and Market Opportunity

In the post-pandemic era, labor shortages and increasing labor costs have driven the ongoing development of technologies such as edge computing, artificial intelligence, and automation. With the advent of artificial intelligence, the Internet of Things, electric vehicles, the 5G era, and mini-computers with high-speed computing, high stability, and easy integration are valued by the market.

According to market research and analysis, there is significant demand for mini-computer products in various fields, such as medical, retail, finance, industrial, IoT, and security monitoring, due to their versatile applications. The compound annual growth rate (CAGR) is estimated to reach 5.04% by 2026. In terms of Industrial PCs, the corporate sector also predicts that the market CAGR for industrial computers will reach 5.6% by 2027.

Our company has been focusing on the development of small-sized computer products, with unique performance in terms of efficiency, stability, and expandability.

Our products have been integrated into customers' AIoT, imaging, edge computing, commercial, and medical VR application solutions for a long time. We will continue to develop mini computers and industrial computers, strive for diverse application customers, and combine the group's resources in the medical field to optimize operational performance and market value.

(3) The Impact of the External Competitive Environment, Regulatory, and Macroeconomic Conditions

In the post-pandemic era, trends such as remote work, IoT applications, and industrial digitization are creating opportunities in the mini-computer and industrial computer markets. Various computer brands are launching different types of mini-computers to capture a share of the market. However, geopolitical disputes, inflation, exchange rates, and other economic factors continue to create uncertainties for businesses, supply chains, and end markets. Our company will continuously monitor market trends, adopt flexible marketing strategies, and actively improve customer service to gather product feedback and continuously optimize our products and services. In recent years, several countries have revised and updated their regulations on environmental sustainability, certifications for electronic products, and import and export regulations. Our company also strictly requires our own team and supply chain partners to fully understand the information and comply with various regulations. We maintain a high level of vigilance to actively respond to any issues that may arise.

Ⅲ. Future Outlook

Looking ahead to the future, the company aims to enhance its technological capabilities, continuously create high-yield product segments, improve management efficiency, and actively expand into the technology and medical industries. These efforts will create better investment returns and growth value for all stakeholders, including employees, shareholders, and customers.

Chairman: Li-Na Yu
Gerneral Manager: Wei-Hsun Cheng
Chief of Accounting Officer: Mei-Na Liu

2. **Supervisor's (Audit Committee's) Review Report on the 2022 Financial Staements**

Shuttle Inc

Audit Committee's Review Report

To the General Shareholders' Meeting for the Year 2023, Shuttle Inc.

The company's board of directors has released the financial statements for the year 2022, which includes the consolidated financial statements. The financial statements have been audited and certified by independent certified public accountants Kuan-Hao Lee and I-Chi Chien. of Deloitte & Touche Taiwan. The report mentioned above has been reviewed and considered in accordance with the provisions of Article 14-4 of the Securities and Exchange Law and Article 29 of the Company Law and has been submitted for inspection.

The Audit Committee Convener: Kuo-Shih Huang

Date: March 14th, 2023

Shuttle Inc

Audit Committee's Review Report

To the General Shareholders' Meeting for the Year 2023, Shuttle Inc.

The Company's Board of Directors formulated a proposal for the distribution of earnings for the year 2022. The audit committee found no inconsistency and submitted it for inspection in accordance with the provisions of Article 14-4 of the Securities and Exchange Act and Article 29 of the Company Act.

The Audit Committee Convener: Kuo-Shih Huang

Date: April 12th, 2023

3. The Status of Year 2022 Employee Compensation Distribution

Explanation:

1. In accordance with Article 18 of the Company's articles of Incorporation.
2. The Company's employee compensation of 2022 is distributed in cash, the total value is NTD1,187,067.
3. The 2022 Employee Compesation Report is attached as Appendix 5 of this hand book.

4. The Status of 2022 Profit/Earning Distribution

Explanation：

According to the Company Act and the Company's Articles of Association, the distribution of profits shall be made at the end of each semi-annual accounting year, and the distribution of profits shall be made in cash, and authorized by the Board of Directors.

The distribution of profits for the year 2022 of the Company shall be made as follows:

Unit: NTD

2022	Date of Board Resolution	Date of Distribution	Cash Dividend Per Share	Total Amount of Cash Dividend
First Half Year	2022/08/09	N/A	0	0
Second Half Year	2023/04/12	To be determined	0.2	68,685,461
Total			0.2	

II. Ratification Items

Proposal 1 (Propose by the Board)
Adoption of the 2022 Bsuiness Report and Financial Statements
Explanation:

1. Shuttle company's Financial Statements were audited by independent certified public accountants, Kuan-Hao Lee and I-Chi Chien. of Deloitte & Touche Taiwan. Also, Business Report and Financial Statements have been approved by the 6th meeting of the 11th Board of Directors and examined by the Audit Committee.
2. The 2022 Business Report refer to page 5-7 of this handbook, and independent certified accountants audit report and the ove-mentioned Financial Statements are attached refer to Attachement 1 of this handbook.

Resolution：

Proposal 2 (Propose by the Board)
Adoption of the Proposal for Distribution of 2022 Profit/Earning
Explanation:

The Proposal for Distribution of 2022 Profit/Earnings reviewed by the Audit Committee, and has been approved by the Board of Directors. Please refer to Attachement 2 of this handbook for the 2022 Profit/Earning Distritution Table.

Resolution:

III. Discussion Items.

Proposal 1 (Propose by the Board)

To draft the resolution regarding the plan for releasing shares of the Subsidiary, Carilex Inc., before its application for stock trading on the TWSE/TPEx centralized securities exchange market and to request resolution.

Explanation:

1. In order to promote the operational development of the subsidiary Carilex Inc. (hereinafter referred to as "Carilex") of the group, attract talents in medical technology, and also consider the maintenance of the rights and interests of our shareholders and relevant legal regulations, a plan for releasing shares of Carilex before its application for stock trading for the TWSE/TPEx centralized securities exchange market is planned.
2. According to the legal regulations for applying for stock trading on the TWSE/TPEx centralized securities exchange market, the controlling company's shareholding in the subsidiary should be reduced to below 70% before the subsidiary applies for stock trading on the TWSE/TPEx centralized securities exchange market. Therefore, the controlling company proposed to reduce the subsidiary's Shareholding ratio by abandoning cash capital increase subscriptions and releasing shares while maintaining control over Carilex in the group. Furthermore, when Carilex is listed and traded on the TWSE/TPEx market, the group's direct or indirect comprehensive shareholding in the subsidiary shall be at least 50%.
3. In order to raise operating funds for Carilex or adjust its equity structure, the Company and its subsidiaries may release shares at once or in batches by the following methods:

   (1) Waiver of cash subscription for new shares in cash capital increase:

   1.The price of issuing new shares for Carilex's cash capital increase must not be lower than the net asset value per share of the financial statements audited or reviewed by the accountant in the latest period before the board meeting that approved the cash capital increase. If the company's shares are already traded on the emerging stock market, the price will be based on the prevailing market price. However, it cannot be lower than the net asset value per share.

   2. In order to promote the growth of Carilex's operations and attract talented individuals to improve operational performance, our company and its subsidiaries will waive the right to subscribe to Carilex's cash capital increase shares, except for the portion reserved by law for subscription by the company employees and

the portion allocated for public sale. We request that Carilex adopt the principle of negotiating with specific individuals for subscriptions, including our eligible shareholders, employees of our company and related enterprises, and investors who can contribute to the development of Carilex's operations within the range of waived subscription shares. Eligible shareholders of our are those recorded on the shareholder registry at the latest suspension of the share transfer date, who hold one thousand or more shares (inclusive) of the newly issued Carilex shares, calculated based on their proportion of shareholding. Shareholders of our company may aggregate their holdings in accordance with relevant regulations. However, the actual price for the cash capital increase issue, the specific individuals to negotiate with, and the operational schedule should be subject to the resolution of Carilex's board of directors.

(2) Disposition of shares：

1. The price of the disposition of Carilex shares by the Company and its subsidiary companies shall not be lower than the net asset value per share of the most recent financial statement audited or reviewed by an accountant before the Carilex board of directors meeting unless the stock has been traded on the emerging stock market, in which case the price shall be determined based on the then-current market price on the emerging stock market.
2. In consideration of Carilex's bu siness development and the goal of attracting talents to improve business performance, the Company and its subsidiary companies shall dispose of the Carilex shares held to employees of the subsidiary company, employees of the Company and related enterprises, and investors are beneficial to the development of Carilex future operation.
3. Regarding actual transaction prices, negotiation of transaction counterparties, and operation schedules, the company intends to request authorization from the shareholders' meeting to allow the board of directors to handle these matters by following the company's acquisition or disposal asset handling procedures and based on the market conditions and operational situation of at that time.
4. In the future, if Carilex applies for the registration of the emerging stock market or TWSE/TPEx centralized securities exchange market listing-related operations that require shares to be released, the company and its controlling or subsidiary companies shall make allocations of shares for subscription by

securities dealers and oversubscription procedures following the relevant laws and regulations on emerging stock markets or listings. The number of shares and price of allocation shall be jointly agreed upon by the underwriters by the related laws and regulations, market conditions at the time, and the business situation of the subsidiary company。

5. The above-mentioned matters related to the disposition of Xuan Da shares are submitted to authorize the board of directors to handle with full authority.

Resolution:

IV. Election Matters

Proposal 1 (Propose by the Board)

Proposal to elect one additional director, and submits the election

Explanation：

1.In order to comply with regulatory requirements and promote corporate governance 3.0, which emphasizes sustainable development, we propose appointing an additional independent director.

2.The direct election for this company follows a candidate nomination system, and the appointment is planned to be made from the list of independent director candidates at the 2023 annual shareholder meeting. The newly appointed independent director's term is one year, which is the third year of the current term of directors, from June 21, 2023, to July 4, 2024.

3.Please refer to Annex 5 of this hand book for the list of candidates for independent directors of the company.

Election Results:

V. Other Matters

Proposal 1 (Propose by the Board)

Proposal for release the prohibition on directors from participation in competitive business. Please resolution.

Explanation：

1. Conducted in accordance with Article 209 of the Company Act.
2. If any of the newly appointed directors of the Company have investments in or operate other companies that are similar or related to the business scope of the Company, and such investments or operations do not harm the interests of the Company, it is proposed to lift the restrictions on their competition, the details of which are as follows:

Name	The Name of the Company	Position
Cheng,Ying	CHENG YING LAW FIRM	Lawyer

VI. Questions and Motions

VII. Adjournment

Attachment 1

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
Shuttle Inc.

Opinion

We have audited the accompanying financial statements of Shuttle Inc. (the "Company"), which comprise the balance sheets as of December 31, 2022 and 2021, the statements of comprehensive income, changes in equity and cash flows for the years then ended and the notes to the financial statements, including a summary of significant accounting policies (collectively referred to as the "financial statements").

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

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and the Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, 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, 2022. 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 Company's financial statements for the year ended December 31, 2022 are stated as follows:

Revenue Recognition - Medical Devices Segment

The medical device segment of investments accounted for using the equity method, including Carilex Medical Inc. and its subsidiaries, is selling air mattresses and medical peripherals. The medical device segment is an important business of which the Group has focused on development and the sales market is mainly in overseas areas, causing long shipping time with terms of FOB and DDU agreed-upon sales contracts with customers. Hence, we identified revenue recognition as a key audit matter.

Our main audit procedures performed in respect of the above key audit matter are described here. We obtained an understanding of and tested the design and operating effectiveness of key internal controls relevant to the sales process of the medical devices business. For main customers, we reviewed these customers' basic information and credit limits and tested the process of sales transactions with these customers to identify exceptions. Also, we performed tests of details by selecting samples from sales sub-ledgers and inspecting sales orders, shipping documents, bills of custom clearances, and documents relevant to the samples audited and verified the transaction authenticity and completeness of revenue recognition.

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 the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance, including the audit committee, are responsible for overseeing the Company'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 Standards on Auditing of the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

1. Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

5. Evaluate the overall presentation, structure and content of the 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 the entities or business activities within the Company 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, 2022 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 Kuan-Hao Lee and I-Chi Chien.

Deloitte & Touche
Taipei, Taiwan
Republic of China

March 23, 2023

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 Republic of China and not those of any other jurisdictions. The standards, procedures and practices to audit such financial statements are those generally applied in the Republic of China.

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 Republic of China. 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.

SHUTTLE INC.

BALANCE SHEETS
DECEMBER 31, 2022 AND 2021
(In Thousands of New Taiwan Dollars)

	2022		2021	
ASSETS	**Amount**	**%**	**Amount**	**%**
CURRENT ASSETS				
Cash and cash equivalents (Notes 4 and 6)	$ 836,261	20	$ 959,013	23
Financial assets at fair value through profit or loss - current (Notes 4 and 7)	-	-	9,048	-
Financial assets at fair value through other comprehensive income - current (Notes 4 and 8)	11,421	-	14,506	-
Trade receivables from unrelated parties (Notes 4 and 9)	21,164	1	15,149	-
Trade receivables from related parties (Note 26)	434,942	11	120,982	3
Other receivables (Notes 4 and 9)	1,910	-	641	-
Current tax assets (Note 4)	46	-	246	-
Inventories (Notes 4 and 10)	377,804	9	386,419	9
Prepayments (Notes 11 and 26)	15,035	-	19,522	1
Other current assets (Notes 6 and 16)	36,304	1	172,650	4
Total current assets	1,734,887	42	1,698,176	40
NON-CURRENT ASSETS				
Financial assets at fair value through other comprehensive income - non-current (Notes 4 and 8)	122,195	3	125,256	3
Investments accounted for using the equity method (Notes 4 and 12)	1,028,199	25	1,139,002	27
Property, plant and equipment (Notes 4 and 13)	990,447	24	990,218	24
Right-of-use assets (Notes 4, 14 and 27)	92,249	2	104,127	2
Other intangible assets (Notes 4 and 15)	633	-	2,147	-
Deferred tax assets (Notes 4 and 22)	117,966	3	115,799	3
Other non-current assets (Notes 4, 6 and 16)	65,053	1	21,429	1
Total non-current assets	2,416,742	58	2,497,978	60
TOTAL	$ 4,151,629	100	$ 4,196,154	100
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Financial liabilities at fair value through profit or loss (Notes 4 and 7)	$ 19,609	1	$ 21	-
Contract liabilities (Note 21)	13,008	-	7,798	-
Trade payables to unrelated parties	117,406	3	240,876	6
Other payables (Note 17)	84,756	2	114,057	3
Current tax liabilities (Note 4)	5,222	-	-	-
Provisions (Notes 4 and 18)	45,811	1	32,891	1
Lease liabilities - current (Notes 4 and 14)	26,019	1	25,222	-
Other current liabilities	14,061	-	6,146	-
Total current liabilities	325,892	8	427,011	10
NON-CURRENT LIABILITIES				
Deferred tax liabilities (Notes 4 and 22)	4,970	-	2,143	-
Lease liabilities - non-current (Notes 4 and 14)	149,236	4	172,249	4
Total non-current liabilities	154,206	4	174,392	4
Total liabilities	480,098	12	601,403	14
EQUITY (Note 20)				
Ordinary shares	3,434,273	83	3,434,273	82
Capital surplus	25,088	-	25,088	1
Retained earnings				
Legal reserve	25,111	-	1,898	-
Special reserve	81,675	2	17,089	-
Unappropriated earnings	153,094	4	189,908	5
Total retained earnings	259,880	6	208,895	5
Other equity	(47,710)	(1)	(73,505)	(2)
Total equity	3,671,531	88	3,594,751	86
TOTAL	$ 4,151,629	100	$ 4,196,154	100

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

SHUTTLE INC.

STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021
(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2022		2021	
	Amount	**%**	**Amount**	**%**
OPERATING REVENUE (Notes 4, 21 and 26)				
Sales	$ 1,257,523	100	$ 878,797	98
Less: Sales returns and allowances	4,044	-	3,811	-
Net sales	1,253,479	100	874,986	98
Technical service revenue	5,400	-	19,369	2
Total operating revenue	1,258,879	100	894,355	100
OPERATING COSTS (Notes 4, 10 and 21)				
Cost of goods sold	830,058	66	635,203	71
GROSS PROFIT	428,821	34	259,152	29
(UNREALIZED) REALIZED GAIN ON TRANSACTIONS WITH SUBSIDIARIES	(130,832)	(11)	21,193	2
REALIZED GROSS PROFIT	297,989	23	280,345	31
OPERATING EXPENSES (Notes 4, 21 and 26)				
Selling and marketing expenses	56,592	4	56,154	6
General and administrative expenses	115,243	9	123,011	14
Research and development expenses	157,618	13	174,829	19
Total operating expenses	329,453	26	353,994	39
LOSS FROM OPERATIONS	(31,464)	(3)	(73,649)	(8)
NON-OPERATING INCOME AND EXPENSES				
Interest income	5,612	-	1,828	-
Other income (Notes 4, 21 and 26)	51,244	4	55,304	6
Other gains and losses (Notes 4, 14, 21 and 26)	12,430	1	275,586	31
Finance costs (Note 21)	(1,893)	-	(573)	-
Share of profit or loss of subsidiaries accounted for using the equity method (Note 4)	21,050	2	496	-
Total non-operating income and expenses	88,443	7	332,641	37
PROFIT BEFORE INCOME TAX	56,979	4	258,992	29
INCOME TAX EXPENSE (Notes 4 and 22)	(1,895)	-	(63,459)	(7)
NET PROFIT FOR THE YEAR	55,084	4	195,533	22

(Continued)

SHUTTLE INC.

STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021
(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2022		2021	
	Amount	%	Amount	%
OTHER COMPREHENSIVE INCOME (LOSS)				
Items that will not be reclassified subsequently to profit or loss:				
Unrealized loss on investments in equity instruments at fair value through other comprehensive income (Notes 4 and 20)	$ (6,147)	-	$ (2,638)	-
Share of other comprehensive income of subsidiaries accounted for using the equity method (Notes 4 and 20)	13,431	1	12,469	1
Items that may be reclassified subsequently to profit or loss:				
Exchange differences on translating foreign operations (Note 4)	23,186	2	(33,101)	(4)
Income tax relating to items that may be reclassified subsequently to profit or loss (Notes 4 and 22)	(4,637)	(1)	6,620	1
Other comprehensive income (loss) for the year, net of income tax	25,833	2	(16,650)	(2)
TOTAL COMPREHENSIVE INCOME (LOSS) FOR THE YEAR	$ 80,917	6	$ 178,883	20
EARNINGS PER SHARE (Note 23)				
Basic	$ 0.16		$ 0.58	
Diluted	$ 0.16		$ 0.57	

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

SHUTTLE INC.

STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021
(In Thousands of New Taiwan Dollars)

			Retained Earnings			Other Equity				
	Share Capital	Capital Surplus	Legal Reserve	Special Reserve	Unappropriated Earnings	Exchange Differences on Translating Foreign Operations	Unrealized Gain (Loss) on Financial Assets at Fair Value Through Other Comprehensive Income	Total Other Equity	Treasury Shares	Total Equity
BALANCE, JANUARY 1, 2021	$ 3,434,273	$ 11,865	$ 436	$ 3,924	$ 10,243	$ (13,424)	$ (41,213)	$ (54,637)	$ (33,403)	$ 3,372,701
Appropriation of earnings										
Legal reserve	-	-	1,462	-	(1,462)	-	-	-	-	-
Special reserve	-	-	-	13,165	(13,165)	-	-	-	-	-
Treasury shares transferred to employees	-	4,483	-	-	-	-	-	-	33,403	37,886
Share-based payment transactions	-	8,740	-	-	-	-	-	-	-	8,740
Changes in percentage of ownership interests in subsidiaries	-	-	-	-	(3,470)	-	-	-	-	(3,470)
Net profit for the year ended December 31, 2021	-	-	-	-	195,533	-	-	-	-	195,533
Other comprehensive income (loss) for the year ended December 31, 2021, net of income tax	-	-	-	-	-	(26,481)	9,831	(16,650)	-	(16,650)
Total comprehensive income (loss) for the year ended December 31, 2021	-	-	-	-	195,533	(26,481)	9,831	(16,650)	-	178,883
Disposals of investments in equity instruments designated as at fair value through other comprehensive income	-	-	-	-	2,229	-	(2,218)	(2,218)	-	11
BALANCE, DECEMBER 31, 2021	3,434,273	25,088	1,898	17,089	189,908	(39,905)	(33,600)	(73,505)	-	3,594,751
Appropriation of earnings										
Legal reserve	-	-	23,213	-	(23,213)	-	-	-	-	-
Special reserve	-	-	-	64,586	(64,586)	-	-	-	-	-
Changes in percentage of ownership interests in subsidiaries	-	-	-	-	(4,137)	-	-	-	-	(4,137)
Net profit for the year ended December 31, 2022	-	-	-	-	55,084	-	-	-	-	55,084
Other comprehensive income (loss) for the year ended December 31, 2022, net of income tax	-	-	-	-	-	18,549	7,284	25,833	-	25,833
Total comprehensive income (loss) for the year ended December 31, 2022	-	-	-	-	55,084	18,549	7,284	25,833	-	80,917
Disposals of investments in equity instruments designated as at fair value through other comprehensive income	-	-	-	-	38	-	(38)	(38)	-	-
BALANCE, DECEMBER 31, 2022	$ 3,434,273	$ 25,088	$ 25,111	$ 81,675	$ 153,094	$ (21,356)	$ (26,354)	$ (47,710)	$ -	$ 3,671,531

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

SHUTTLE INC.

STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021
(In Thousands of New Taiwan Dollars)

(Continued)

	2022	2021
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before income tax	$ 56,979	$ 258,992
Adjustments for:		
Depreciation expenses	17,279	8,135
Amortization expenses	5,623	7,617
Expected credit loss recognized (reversed) on trade receivables	6	(19)
Net loss (gain) on financial assets and liabilities at fair value through profit or loss	28,636	(12,101)
Finance costs	1,893	573
Interest income	(5,612)	(1,828)
Dividend income	(80)	(80)
Compensation cost of share-based payment	-	8,740
Share of profit or loss of subsidiaries accounted for using equity method	(21,050)	(496)
Gain on disposal of property, plant and equipment	(29)	-
Gain arising from sale and leaseback transaction	-	(275,344)
Write-downs of inventories	21,927	29,497
Unrealized (realized) gain on transactions with subsidiaries	130,832	(21,193)
Unrealized (gain) loss on foreign currency exchange	(20,022)	15,742
Recognition of provisions	14,323	7,646
Changes in operating assets and liabilities:		
Trade receivables	(6,021)	(1,513)
Trade receivable from related parties	(302,136)	69,219
Other receivables	(944)	42,153
Inventories	(13,312)	(213,543)
Prepayments	1,046	(14,439)
Other current assets	(6,987)	(1,883)
Contract liabilities	4,730	20
Trade payables	(121,412)	107,112
Trade payables to related parties	-	(406)
Other payables	(29,261)	51,663
Provisions	(1,403)	(2,341)
Other current liabilities	7,915	(2,711)
Cash (used in) generated from operations	(237,080)	59,212
Interest paid	(1,893)	(573)
Income tax paid	(450)	(55,425)
Net cash (used in) generated from operating activities	(239,423)	3,214
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from liquidation or capital reduction of financial assets at fair value through other comprehensive income	-	11
Purchase of financial assets at amortized cost	-	(143,333)
Proceeds from sale of financial assets at amortized cost	143,333	-

SHUTTLE INC.

STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021
(In Thousands of New Taiwan Dollars)

	2022	2021
Purchase of financial assets at fair value through profit or loss	$ -	$(480,000)
Proceeds from sale of financial assets at fair value through profit or loss	-	480,014
Proceeds from investees' capital reduction	-	308,630
Acquisition of investments accounted for using the equity method	-	(60,000)
Acquisition of property, plant and equipment	(1,771)	(988,423)
Proceeds from disposal of property, plant and equipment	29	785,447
Acquisition of intangible assets	(668)	(2,312)
Increase in other non-current assets	(43,624)	(14,112)
Interest received	5,287	1,854
Dividends received	33,580	53,380
Net cash generated from (used in) investing activities	136,166	(58,844)
CASH FLOWS FROM FINANCING ACTIVITIES		
Repayment of the principal portion of lease liabilities	(26,075)	(4,304)
Transfer of treasury shares to employees	-	37,886
Net cash (used in) generated from financing activities	(26,075)	33,582
EFFECT OF EXCHANGE RATE CHANGES ON THE BALANCE OF CASH AND CASH EQUIVALENTS HELD IN FOREIGN CURRENCIES	6,580	(16,952)
NET DECREASE IN CASH AND CASH EQUIVALENTS	(122,752)	(39,000)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	959,013	998,013
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	$ 836,261	$ 959,013

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

DECLARATION OF CONSOLIDATION OF FINANCIAL STATEMENTS OF AFFILIATES

The companies required to be included in the consolidated financial statements of affiliates in accordance with the "Criteria Governing Preparation of Affiliation Reports, Consolidated Business Reports and Consolidated Financial Statements of Affiliated Enterprises" for the year ended December 31, 2022 are all the same as the companies required to be included in the consolidated financial statements of parent and subsidiary companies as provided in International Accounting Standard 10 "Consolidated and Separate Financial Statements". Relevant information that should be disclosed in the consolidated financial statements of affiliates has all been disclosed in the consolidated financial statements of parent and subsidiary companies. Hence, we do not prepare a separate set of consolidated financial statements of affiliates.

Very truly yours,

SHUTTLE INC.

By

Li-Na Yu
____

Chairman

March 14, 2023

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
Shuttle Inc.

Opinion

We have audited the accompanying consolidated financial statements of Shuttle Inc. and its subsidiaries (the "Group"), which comprise the consolidated balance sheets as of December 31, 2022 and 2021, the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended and the notes to the consolidated financial statements, including a summary of significant accounting policies (collectively referred to as the "consolidated financial statements").

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, 2022 and 2021 and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and 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 of the Republic of China.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended December 31, 2022. 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, 2022 are stated as follows:

Revenue Recognition - Medical Devices Segment

The medical device segment, including Carilex Medical Inc. and its subsidiaries, is selling air mattresses and medical peripherals. The medical device segment is an important business of which the Group has focused on development and the sales market is mainly in overseas areas, causing long shipping time with terms of FOB and DDU agreed-upon sales contracts with customers. Hence, we identified revenue recognition as a key audit matter.

Our main audit procedures performed in respect of the above key audit matter are described here. We obtained an understanding of and tested the design and operating effectiveness of key internal controls relevant to the sales process of the medical devices business. For main customers, we reviewed these customers' basic information and credit limits and tested the process of sales transactions with these customers to identify exceptions. Also, we performed tests of details by selecting samples from sales sub-ledgers and inspecting sales orders, shipping documents, bills of custom clearances, and documents relevant to the samples audited and verified the transaction authenticity and completeness of revenue recognition.

Other Matter

We have also audited the parent company only financial statements of Shuttle Inc. as of and for the years ended December 31, 2022 and 2021 on which we have issued unmodified opinions.

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

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

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

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

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.

5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

6. Obtain sufficient 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, 2022 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 Kuan-Hao Lee and I-Chi Chien.

Deloitte & Touche
Taipei, Taiwan
Republic of China

March 23, 2023

Notice to Readers

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

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 Republic of China. 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.

HUTTLE INC. AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2022 AND 2021
(In Thousands of New Taiwan Dollars)

	2022		2021	
ASSETS	**Amount**	**%**	**Amount**	**%**
CURRENT ASSETS				
Cash and cash equivalents (Notes 4 and 6)	$ 1,351,439	30	$ 1,446,227	32
Financial assets at fair value through profit or loss - current (Notes 4 and 7)	-	-	166,954	4
Financial assets at fair value through other comprehensive income - current (Notes 4 and 8)	99,422	2	101,954	2
Trade receivables from unrelated parties (Notes 4 and 9)	151,870	3	204,049	4
Other receivables (Notes 4, 9 and 28)	5,261	-	3,680	-
Current tax assets (Note 4)	657	-	342	-
Inventories (Notes 4, 5 and 10)	922,652	21	656,953	14
Prepayments (Note 11)	27,907	1	32,454	1
Other current assets (Notes 6 and 17)	74,283	2	183,072	4
Total current assets	2,633,491	59	2,795,685	61
NON-CURRENT ASSETS				
Financial assets at fair value through other comprehensive income - non-current (Notes 4 and 8)	171,365	4	161,941	3
Investments accounted for using the equity method (Notes 4 and 13)	37,088	1	36,131	1
Property, plant and equipment (Notes 4 and 14)	1,016,289	23	1,006,979	22
Right-of-use assets (Notes 4, 15 and 29)	155,902	3	188,491	4
Goodwill (Note 4)	54,565	1	54,565	1
Other intangible assets (Notes 4 and 16)	191,172	4	193,001	4
Deferred tax assets (Notes 4 and 24)	132,970	3	129,330	3
Other non-current assets (Notes 4, 6 and 17)	73,914	2	32,474	1
Total non-current assets	1,833,265	41	1,802,912	39
TOTAL	$ 4,466,756	100	$ 4,598,597	100
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Short-term borrowings (Notes 18 and 29)	$ 50,000	1	$ 50,000	1
Financial liabilities at fair value through profit or loss - current (Notes 4 and 7)	19,609	1	21	-
Contract liabilities (Note 32)	34,011	1	38,840	1
Trade payables to unrelated parties	134,276	3	281,041	6
Other payables (Notes 19 and 28)	159,832	4	220,993	5
Current tax liabilities - current (Note 4)	25,698	1	22,017	1
Provisions (Notes 4 and 20)	61,850	1	52,300	1
Lease liabilities - current (Notes 4, 15 and 28)	56,262	1	55,731	1
Other current liabilities	15,180	-	12,204	-
Total current liabilities	556,718	13	733,147	16
NON-CURRENT LIABILITIES				
Current tax liabilities - non-current (Note 4)	7,058	-	7,484	-
Deferred tax liabilities (Notes 4 and 24)	5,590	-	2,797	-
Lease liabilities - non-current (Notes 4, 15 and 28)	185,429	4	229,675	5
Total non-current liabilities	198,077	4	239,956	5
Total liabilities	754,795	17	973,103	21
EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY (Note 22)				
Ordinary shares	3,434,273	77	3,434,273	75
Capital surplus	25,088	-	25,088	1
Retained earnings				
Legal reserve	25,111	1	1,898	-
Special reserve	81,675	2	17,089	-
Unappropriated earnings	153,094	3	189,908	4
Total retained earnings	259,880	6	208,895	4
Other equity	(47,710)	(1)	(73,505)	(2)
Total equity attributable to owners of the Company	3,671,531	82	3,594,751	78
NON-CONTROLLING INTERESTS	40,430	1	30,743	1
Total equity	3,711,961	83	3,625,494	79
TOTAL	$ 4,466,756	100	$ 4,598,597	100

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

SHUTTLE INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021
(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2022		2021	
	Amount	%	Amount	%
OPERATING REVENUE (Notes 4 and 32)				
Sales	$ 1,764,225	102	$ 1,874,024	102
Less: Sales returns and allowances	29,375	2	31,822	2
Total operating revenue	1,734,850	100	1,842,202	100
OPERATING COSTS (Notes 4, 10 and 23)				
Cost of goods sold	1,036,258	59	1,123,556	61
GROSS PROFIT	698,592	41	718,646	39
OPERATING EXPENSES (Notes 4, 23 and 28)				
Selling and marketing expenses	346,396	20	338,261	18
General and administrative expenses	187,318	11	191,606	11
Research and development expenses	168,912	10	189,151	10
Excepted credit loss reversed on trade receivables	(11,198)	(1)	(2,512)	-
Total operating expenses	691,428	40	716,506	39
PROFIT FROM OPERATIONS	7,164	1	2,140	-
NON-OPERATING INCOME AND EXPENSES				
Interest income	10,125	-	2,351	-
Other income (Notes 4 and 23)	24,511	1	18,326	1
Other gains and losses (Notes 4, 15 and 23)	27,844	2	260,976	14
Finance costs (Notes 23 and 28)	(4,129)	-	(3,051)	-
Share of profit or loss of joint ventures (Notes 4 and 13)	394	-	(130)	-
Total non-operating income and expenses	58,745	3	278,472	15
PROFIT BEFORE INCOME TAX	65,909	4	280,612	15
INCOME TAX EXPENSE (Notes 4 and 24)	(9,880)	(1)	(84,518)	(4)
NET PROFIT FOR THE YEAR	56,029	3	196,094	11

(Continued)

SHUTTLE INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021
(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2022 Amount	2022 %	2021 Amount	2021 %
OTHER COMPREHENSIVE INCOME (LOSS)				
Items that will not be reclassified subsequently to profit or loss:				
Unrealized gain (loss) on investments in equity instruments at fair value through other comprehensive income (Notes 4 and 22)	$ 7,284	1	$ 9,831	-
Items that may be reclassified subsequently to profit or loss:				
Exchange differences on translating foreign operations (Note 4)	23,236	1	(33,232)	(2)
Income tax relating to items that may be reclassified subsequently to profit or loss (Notes 4 and 24)	(4,677)	-	6,726	1
Other comprehensive income (loss) for the year, net of income tax	25,843	2	(16,675)	(1)
TOTAL COMPREHENSIVE INCOME (LOSS) FOR THE YEAR	$ 81,872	5	$ 179,419	10
NET PROFIT ATTRIBUTABLE TO:				
Owners of the Company	$ 55,084	3	$ 195,533	11
Non-controlling interests	945	-	561	-
	$ 56,029	3	$ 196,094	11
TOTAL COMPREHENSIVE INCOME (LOSS) ATTRIBUTABLE TO:				
Owners of the Company	$ 80,917	5	$ 178,883	10
Non-controlling interests	955	-	536	-
	$ 81,872	5	$ 179,419	10
EARNINGS PER SHARE (Note 25)				
Basic	$ 0.16		$ 0.58	
Diluted	$ 0.16		$ 0.57	

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

SHUTTLE INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021
(In Thousands of New Taiwan Dollars)

	Equity Attributable to Owners of the Company										
			Retained Earnings			Other Equity					
	Share Capital	Capital Surplus	Legal Reserve	Special Reserve	Unappropriated Earnings	Exchange Differences on Translating Foreign Operations	Unrealized Gain (Loss) on Financial Assets at Fair Value Through Other Comprehensive Income	Total Other Equity	Treasury Shares	Non-controlling Interests	Total Equity
BALANCE, JANUARY 1, 2021	$ 3,434,273	$ 11,865	$ 436	$ 3,924	$ 10,243	$ (13,424)	$ (41,213)	$ (54,637)	$ (33,403)	$ 25,351	$ 3,398,052
Appropriation of earnings											
Legal reserve	-	-	1,462	-	(1,462)	-	-	-	-	-	-
Special reserve	-	-	-	13,165	(13,165)	-	-	-	-	-	-
Cash dividends distributed by subsidiaries to non-controlling interests	-	-	-	-	-	-	-	-	-	(2,900)	(2,900)
Changes in percentage of ownership interests in subsidiaries	-	-	-	-	(3,470)	-	-	-	-	7,756	4,286
Treasury shares transferred to employees	-	4,483	-	-	-	-	-	-	33,403	-	37,886
Share-based payment transactions	-	8,740	-	-	-	-	-	-	-	-	8,740
Net profit for the year ended December 31, 2021	-	-	-	-	195,533	-	-	-	-	561	196,094
Other comprehensive income (loss) for the year ended December 31, 2021, net of income tax	-	-	-	-	-	(26,481)	9,831	(16,650)	-	(25)	(16,675)
Total comprehensive income (loss) for the year ended December 31, 2021	-	-	-	-	195,533	(26,481)	9,831	(16,650)	-	536	179,419
Disposals of investments in equity instruments designated as at fair value through other comprehensive income	-	-	-	-	2,229	-	(2,218)	(2,218)	-	-	11
BALANCE, DECEMBER 31, 2021	3,434,273	25,088	1,898	17,089	189,908	(39,905)	(33,600)	(73,505)	-	30,743	3,625,494
Appropriation of earnings											
Legal reserve	-	-	23,213	-	(23,213)	-	-	-	-	-	-
Special reserve	-	-	-	64,586	(64,586)	-	-	-	-	-	-
Changes in percentage of ownership interests in subsidiaries	-	-	-	-	(4,137)	-	-	-	-	8,732	4,595
Net profit for the year ended December 31, 2022	-	-	-	-	55,084	-	-	-	-	945	56,029
Other comprehensive income (loss) for the year ended December 31, 2022, net of income tax	-	-	-	-	-	18,549	7,284	25,833	-	10	25,843
Total comprehensive income (loss) for the year ended December 31, 2022	-	-	-	-	55,084	18,549	7,284	25,833	-	955	81,872
Disposals of investments in equity instruments designated as at fair value through other comprehensive income	-	-	-	-	38	-	(38)	(38)	-	-	-
BALANCE, DECEMBER 31, 2022	$ 3,434,273	$ 25,088	$ 25,111	$ 81,675	$ 153,094	$ (21,356)	$ (26,354)	$ (47,710)	$ -	$ 40,430	$ 3,711,961

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

SHUTTLE INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021
(In Thousands of New Taiwan Dollars)

	2022	2021
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before income tax	$ 65,909	$ 280,612
Adjustments for:		
Depreciation expenses	53,906	40,698
Amortization expenses	25,296	27,054
Expected credit loss reversed on trade receivables	(11,198)	(2,512)
Net loss (gain) on financial assets and liabilities at fair value through profit or loss	32,532	(21,611)
Finance costs	4,129	3,051
Interest income	(10,125)	(2,351)
Dividend income	(6,152)	(3,675)
Compensation cost of share-based payment	-	8,740
Share of profit or loss of joint ventures	(394)	130
Gain on disposal of property, plant and equipment	(157)	-
Gain arising from sale and leaseback transaction	-	(275,344)
Gain on liquidation of subsidiaries	(13,558)	-
Write-downs of inventories	39,713	46,490
Unrealized (gain) loss on foreign currency exchange	(14,831)	1,786
Recognition of provisions	10,276	3,197
Changes in operating assets and liabilities:		
Trade receivables	82,582	25,432
Other receivables	(660)	(2,650)
Inventories	(278,592)	(210,973)
Prepayments	226	(16,366)
Other current assets	(34,545)	(6,189)
Contract liabilities	(6,151)	14,875
Trade payables	(145,704)	120,984
Other payables	(61,118)	107,442
Provisions	(1,403)	(2,649)
Other current liabilities	2,976	(2,525)
Cash (used in) generated from operations	(267,043)	133,646
Interest paid	(4,091)	(3,049)
Income tax paid	(11,900)	(52,271)
Net cash (used in) generated from operating activities	(283,034)	78,326
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of financial assets at fair value through other comprehensive income	-	(36,702)
Proceeds from sale of financial assets at fair value through other comprehensive income	393	8,925
Proceeds from liquidation or capital reduction of financial assets at fair value through other comprehensive income	-	11
Purchase of financial assets at amortized cost	-	(143,333)

(Continued)

SHUTTLE INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021
(In Thousands of New Taiwan Dollars)

	2022	2021
Proceeds from sale of financial assets at amortized cost	$ 143,333	$ -
Purchase of financial assets at fair value through profit or loss	(3,204)	(480,000)
Proceeds from sale of financial assets at fair value through profit or loss	174,313	480,014
Acquisition of property, plant and equipment	(16,231)	(996,504)
Proceeds from disposal of property, plant and equipment	276	785,447
Increase in refundable deposits	(1,539)	(14,252)
Acquisition of intangible assets	(19,159)	(2,999)
(Increase) decrease in other non-current assets	(39,918)	14,300
Interest received	9,205	2,338
Cash dividends received	6,152	3,675
Net cash generated from (used in) investing activities	253,621	(379,080)
CASH FLOWS FROM FINANCING ACTIVITIES		
Increase in short-term borrowings	-	20,000
Decrease in guarantee deposits	-	(98)
Repayment of the principal portion of lease liabilities	(58,216)	(32,374)
Transfer of treasury shares to employees	-	37,886
Payment of cash dividends to non-controlling interests	-	(2,900)
Net cash (used in) generated from financing activities	(58,216)	22,514
EFFECT OF EXCHANGE RATE CHANGES ON THE BALANCE OF CASH AND CASH EQUIVALENTS HELD IN FOREIGN CURRENCIES	(7,159)	(6,554)
NET DECREASE IN CASH AND CASH EQUIVALENTS	(94,788)	(284,794)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	1,446,227	1,731,021
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	$ 1,351,439	$ 1,446,227

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

Attachment 2

Shuttle Inc.

Profit/ Earnings Distribution Table

2022

Unit: NTD$

Item	Amount
Beginning retained earning	114,501,471
Add: net profit after tax	55,083,989
Disposals of investment at the fair value through other comprehensive income, accumulated profit or loss transfer to retained earnings	38,361
Retained earnings adjustments under equity method	(4,137,802)
The net profit after tax of the current year plus the other items than net profit after tax included into the undistributed earnings for the year.	50,984,548
Less: 10% legal reserve	(5,098,455)
Less: Special reserve	25,795,413
Current Period Distributable Profit/Earnings	186,182,977
Distributable Item：	
Shareholder's dividends-NT$0.2 per share in cash	(68,685,461)
Undistribution earning at the end of year	**117,497,516**

Note: The basis for distributing cash dividends is the number of shares held by shareholders listed in the shareholder registry on the dividend distribution record date. For every 1,000 shares held, a cash dividend of NTD 200 will be distributed, calculated up to the nearest NTD. Any fractional amounts less than NTD 1 are transferred to other revenue. The Chairman is authorized to set a different dividend distribution record date, payment date, and other related matters.

Note: In the event that the outstanding number of shares of the Company changes due to factors such as the repurchase or cancellation of shares, causing a change in the dividend distribution ratio for shareholders, the Chairman is authorized to handle any necessary adjustments.

Chairman: Li-Na Yu　　Gerneral Manager: Wei-Hsun Cheng　　Chief of Accounting Officer: Mei-Na Liu

Attachement 3

Shuttle Inc.

List of Candidates for Independent Directors

Type	Name	Education	Experience	Present Position	Shareholdings (Unint: hares)
Independent Director	CHENG, YING	National Taiwan University Master of Law	Transnational Vision,Attorneys-at-law Partner Lawyer Supervisor and director of VTC ELECTRONICS CORP Member of the Suspension, Suspension, Non-Continuation, and Reopening Evaluation Committee of the Taipei City Education Bureau Lawyer at Huamei International Law Firm Attorney at Antai Law Firm Lecturer, School of Law, Shih Hsin University	CHENG YING LAW FIRM	0

Appendix 1

Shuttle Inc.
Articles of Incorporation

Chapter I General Provisions

Articles 1: The Company is organized in accordance with the Company Act and named Shuttle Inc. (hereafter referred to as "the Company".)

Article 2: The scope of business of the Company is as follows:

Item 1.CC01080 Electronics Components Manufacturing。
Item 2.CC01110 Computer and Peripheral Equipment Manufacturing。
Item 3.CE01010 General Instrument Manufacturing。
Item 4.CE01990 Other Photographic and Optical Instruments Manufacturing。
Item 5.F401010 International Trade。
Item 6.CC01060 Wired Communication Equipment and Apparatus Manufacturing。
Item 7.CC01070 Telecommunication Equipment and Apparatus Manufacturing。
Item 8.E701040 Simple Telecommunications Equipment Installation。
Item 9.E701030 Restrained Telecom Radio Frequency Equipments and Materials Construction。
Item 10.F113070 Wholesale of Telecom Instruments。
Item 11.F213060 Retail Sales of Telecommunication Apparatus。
Item 12.CC01100 Restrained Telecom Radio Frequency Equipments and Materials Manufacturing。
Item 13.I301010 Software Design Services。
Item 14.I199990 Other Consulting Service。
Item 15.I301020 Data Processing Services。
Item 16.I301030 Electronic Information Supply Services。
Item 17.F108031Wholesale of Drugs, Medical Goods
Item 18.F208031 Retail Sale of Medical Apparatus.
Item 19.ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.。

Article 3: The Company is headquartered in Taipei City. When necessary, may establish branches or representative offices at the proper location at home and abroad as resolved by the Board of Directors and approved by the competent authority.

Article 4: The Company shall make public announcements in accordance with Article 28 of the Company Act.

Chapter II Shares

Article 5: The authorized capital of the Company is NT$5 billion consisting of 500 million shares. The par value of each share is NT$10, and such shares can be issued in separate installments. Among these shares, 50 million shars are reserved for the holders of employee stock warrants.

Article 5-1 The Company's following type of "transfer of stock equity," including employees of subordinate companies of meeting certain conditions.

1. Transfer the stock buyback to employees in accordance with Company Act。

2. Issuance of Employee stock warrants。
3. New Share Subcription Employees。
4. Issuance of New Restricted Employee Shares。

Article 6: The share certificates of the Company shall, without exception, be in registered form, signed by, or affixed with seals of directors, and authenticated by the competent authority before issuance.
The Stock Affairs of the Company handled per the "Regulations Governing the Administration of Stock Affairs of Public Companies" announced by the Competent Authority.

Article 6-1: The Company may transfer the repurchased Treasury shares to any employees of the Company by the Company at a price below the average repurchase price paid by the Company for Repurchased Treasury Shares shall require the approval of a resolution passed by two-third or of the members present at the next general shareholders' meeting and shall not be brought up as an ad hoc motion.

Article 7: The transfer of shares shall cease from 60 days before a regular shareholders' meeting, 30 days before an emergency shareholders' meeting, or five days before the reference date for the company's distribution of share dividends, bonuses, or other benefits.

Chapter III Shareholders' Meeting

Article 8: Shareholders' meetings of the Company are of two kinds: regular meetings of shareholders and special meetings of shareholders. The regular meetings of shareholders are convened once per year within six months from the close of the fiscal year. Special meetings of shareholders may be convened per applicable laws and regulations whenever necessary.

Article 9: A shareholder unable to attend the shareholders' meeting in person may appoint a proxy to participate in the meeting by using the proxy form issued by the Company and specifying the scope of the proxy, which shall be signed and chopped by the shareholder.

Article 10: A shareholder shall be entitled to one vote for each share held, except when the shares are restricted shares or are deemed non-voting shares under Article 179 of the Company Act.

Article 10-1: The Company's shareholders may exercise their voting rights in writing or by way of electronic transmission in a shareholders' meeting shall describe in the shareholders' meeting notice the method of exercising their voting rights.
A shareholder who exercises his/her voting right at the Company's shareholders meeting in writing or by way of electronic transmission shall be deemed to have attended the said shareholders' meeting in person. However, his/her voting right shall be deemed to be waived in respect of any extemporary motion(s) and/or the amendment(s) to the contents of the original proposal(s) at the said shareholders' meeting.

Article 11: Unless otherwise provided for in Company Act, resolutions at the Company's shareholders' meeting shall be adopted by a majority vote of the shareholders present, representing more than one-half of the total number of voting shares.

Chapter IV Directors and the Audit Committee

Aritcle 12: The Company shall have seven to nine directors to be elected at a shareholders' meeting by following the Candidates nomination system. Each director shall hold office for a term of three years and is eligible for re-election. The number of independent directors shall be no less than three.
Any shareholder holding 1% or more of the total number of outstanding shares issued by

the Company may submit to the Company in writing a roster of director candidates. Matters regarding professional qualification, restrictions on shareholdings, concurrent positions held, determination of independence, method of nomination and election, and other matters for compliance with respect to independent directors shall be subject to the rules prescribed by the securities governing authorities.

Article 13: The Board shall be formed by the directors. The chairperson and the vice-chairperson of the Board shall be elected from among the directors by a majority vote of the directors present at a meeting attended by at least two-thirds of all directors. The chairperson of the Board represents the Company.

Article 13-1:The Company has established an audit committee responsible for implementing the supervisory powers stipulated in the Company Act, Securities and Exchange Act, and other Acts.

The audit committee shall be composed of the entire number of independent directors. It shall not be less than three persons in number, one of whom shall be convener, and at least one of whom shall have accounting or financial expertise.

A resolution of the audit committee shall have the concurrence of one-half or more of all members.

Article 14: Suppose the chairperson of the board of directors is on leave or absent or can not exercise his power and authority for any cause. In that case, the chairperson shall appoint the other director to act instead per Article 208 of the Company Act.

A notice specifying the reason for convening a Board meeting shall be sent to all Directors seven days before the scheduled meeting day, provided. However, the Company may convene a Board meeting on short notice in the event of an emergency. The notice of convening in the preceding paragraph may be sent in writing, fax, electronically, and so on.

Article 15: The Company may purchase liability insurance for its directors.

Article 15-1:The Board of Directors determines the remuneration for the Chairperson and Directors, taking into account the extent and value of the services provided for the management of the Corporation and the industry standards.

Chapter V Managerial Officers

Article 16: The Company may have one or more managerial officers. The appointment, discharge, and remuneration of the managerial officers shall comply with Article 29 of the Company Act.

Charpter VI Accounting

Article 17: After the close of each fiscal year, a report on the operation, financial statements, and proposals concerning the appropriation of net profits or making up losses shall be prepared by the Board of Directors. It shall be submitted to the regular meeting of shareholders for acceptance.

Article 17-1：The proposal of surplus earning distribution or loss off-setting for the After the end of each half-year fiscal year, together with the business report and financial statements, shall be forwarded to Audit Committee for their auditing , and afterwards be submitted to the board of directors for approval.

The Company shall, after its losses have been covered and all taxes and dues have been paid and at the time of allocating surplus profits, first set aside 10% of such profits as a legal reserve. However when the legal reserve amount has reached the one of the paid-in capital of the Company, this shall not apply. The balance shall be accounted or reversed to special reserve based on legal regulations, and accumulated to undistributed earnings (if any further balance exists after the accounting or reversal). The Board of Directors shall draft the proposal for surplus distribution.

A company may, by a resolution adopted by a majority of the shareholders present who represent two-thirds or more of the total number of its outstanding shares of the company, have the surplus profit distributable as dividends and bonuses in whole or in part distributed in the form of new shares to be issued by the company for such purpose.

Article 17-2: The distribution dividends, bonuses, capital surplus, or legal reserve in whole or in part may be paid in cash after a majority vote at the meeting of the board directors attended by two-thirds of the total number of directors. Such distribution shall be reported to the shareholders' meeting.

Article 17-3: Where the Company incurs no loss, per Article 17-1, it may distribute its legal reserve and the following capital reserve, in whole or in part, by issuing new shares which shall be distributable as dividend shares to its original shareholders in proportion to the number of shares being held by each of them or by cash:

1. the income derived from the issuance of new shares at a premium;
2. the income from endowments received by the Company.

The distribution in the preceding paragraph shall be cash and comply with the preceding article.

Where legal reserve is distributed by issuing new shares or by cash, only the portion of legal reserve which exceeds 25 percent of the paid-in capital may become distributable.

Article 18: The Company records a profit in a year, and It shall appropriate no less than 2%-10% of the profit for employee's compensation, which shall be distributed in stock or cash by the resolution of the board of directors. The employees under Article 18 may include employees of subordinate companies meeting certain conditions. The Company shall set aside no more than 3% of its annual profits as a bonus to directors, provided however that the Company shall first offset its losses in previous years that have not been previously offset. The distribution of compensation to employees and directors shall get approval by a majority of the directors at a meeting attended by two-thirds or more of the total number of the directors, and the decision of the directors shall report to the shareholders' meeting.

Article 18-1: The Company's dividend policy consider key elements such as the Company's investment capital needs, financial structure and profits. The proposal of appointment of profits shall comply with Article 17-1, 17-2 and 17-3.

Based on the Balanced Dividends Policy, the Company's future dividends will be paid in stock dividends or cash dividends depending on the investment capital requirements and the degree of dilution of the earnings per share. Among which, the cash dividends ratio shall be no less than 10% of the total dividends. The distribution ratio of the cash dividends would be adjusted per the capital status of the year.

Chapter VII Supplemental Provisions

Article 19: The Company may provide endorsement and guarantee and act as a guarantor accoding to the governmental regulations.

Aritcle 20: The total amount of the Company's investments is not subject to the limits set forth in

Article 13 of the Company Act.

Article 21: Matters not addressed by these Articles of Incorporation shall be governed by the Company Act.

Article 21-1: (deleted)

Article 22: These Articles of Incorporation were adopted on May 30th, 1983

The 1st amendement was made on August 26th, 1984
The 2nd amendement was made on October 26th, 1985
The 3rd amendement was made on August 26th, 1986
The 4th amendement was made on December 9th, 1987
The 5th amendement was made on November 23rd, 1990
The 6th amendement was made on August 5th, 1991
The 7 th amendement was made on October 13th, 1993
The 8th amendement was made on October 15th, 1984
The 9th amendement was made on January 10th, 1985
The 10th amendement was made on July 14th, 1986
The 11th amendement was made on November 14th, 1986
The 12th amendement was made on Feburary 15th, 1987
The 13th amendement was made on April 8th, 1987
The 14th amendement was made on May 27th, 1988
The 15th amendement was made on June 28th, 1989
The 16th amendement was made on May 22nd, 2000
The 17th amendement was made on June 27th, 2001
The 18th amendement was made on May 31st, 2002
The 19th amendement was made on June 12th, 2003
The 20th amendement was made on June 9th, 2004
The 21st amendement was made on June 14th, 2005
The 22nd amendement was made on June 15th, 2006
The 23rd amendement was made on June 15th, 2007
The 24th amendement was made on June 19th, 2008
The 25th amendement was made on June 26th, 2009
The 26th amendement was made on June 15th, 2011
The 27th amendement was made on June 15th, 2012
The 28th amendement was made on June 22nd, 2015
The 29th amendement was made on June 15th, 2016
The 30th amendement was made on June 14th, 2017
The 31st amendement was made on June 27th, 2019
The 32nd amendement was made on June 24th, 2020
The 33rd amendement was made on July 5th, 2021
The 34th amendement was made on June 8th 2022

Appendix 2

Shuttle Inc.

Rulesof Procedure for Shareholders

June 24th, 2020

Article 1:
To establish a strong governance system and sound supervisory capabilities for this Company's shareholders meetings, and to strengthen management capabilities, these Rules are adopted pursuant to Article 5 of the "Company Governance Best-Practice Principles for TWSE/ Taipei Exchange Listed Companies".

Article 2:
The rules of procedures for the Company's shareholders meetings, except as otherwise provided by Taiwan law, regulation, or the Memorandum and Articles of Association, shall be as provided in these rules.

Article 3: Convening Shareholder Meeting and Shareholder Meeting notice
Unless otherwise provided by Taiwan law or regulation, the Company's Shareholders Meetings shall be convened by the Board of Directors.
The Company shall prepare electronic versions of the shareholders meeting notice and proxy forms, and the origins of the 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) before 30 days before the date of a regular shareholders meeting or 15 days before the date of a special shareholders meeting. The Company shall prepare electronic versions of the shareholders meeting agenda handbook and supplemental meeting materials and upload them to the MOPS 21 days before the regular shareholder's meeting or 15 days before the date of the special shareholders' meeting. In addition, 15 days before the date of the shareholders meeting, the Company shall also have prepared the shareholders' meeting agenda handbook and supplemental meeting materials and made them available for review by shareholders at any time. The shareholders meeting agenda handbook and supplemental materials shall also be displayed at the Company and the professional shareholder services agent designated thereby as well as being distributed on-site at the 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 the electronic form.
Election or dismissal of Directors, amendments to the Memorandum and Articles of Association, the dissolution, merger, or demerger of the corporation, or any matter under Article 185, paragraph 1 of the Taiwan Company Act shall be set out in the notice of the reasons for convening the shareholders meeting. None of the above matters may be raised by an extraordinary motion.

The proposal of the Board Directors' Election shall be stated on the notice for the Shareholders' meeting with the information of the date of assumption of duty and term of office. After the resolution of the proposal, the date of assumption of duty shall not be changed by provisional motion or other means.

A shareholder holding 1 percent or more of the total number of issued shares may submit to the Company a written proposal for discussion at a regular shareholders' meeting. Such proposals, however, are limited to one item only, and no proposal containing more than one item will be included in the meeting agenda. In addition, when the circumstances of any subparagraph of Article 172-1, paragraph 4 of the Taiwan 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 a regular shareholders meeting is held, the Company shall publicly announce that it will receive shareholder proposals and the location and period for their submission; the period for submission of shareholder proposals may not be less than ten days.
The shareholder proposing shall be present in person or by proxy at the regular shareholders' meeting and participate in the 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 excluding any shareholder proposal not included in the agenda.

Article 4
For each Shareholders Meeting, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by the Company and stating the scope of the proxy's authorization.
A shareholder may issue only one proxy form, appoint only one proxy for any given shareholders meeting, and shall deliver the proxy form to the Company five days before the shareholders' meeting date. When duplicate proxy forms are delivered, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment.
After a proxy form has been delivered to the Company, if the shareholder intends to attend the meeting in person or exercise voting rights by correspondence or electronically, a written notice of proxy cancellation shall be submitted to the Company two business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

Article 5 (Principles determining the time and place of a Shareholder Meeting)
The venue for a Shareholders Meeting shall be the Company's premises, or a place easily accessible to shareholders and suitable for a shareholders meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m. Full consideration shall be given to the opinions of the Independent Directors with respect to the place and time of the meeting.

Article 6 (Preparation of documents such as the attendance book)
The Company shall specify in its shareholders' meeting notices the time during which shareholder attendance registrations will be accepted, the place to register for attendance, and other matters for attention.

The time during which shareholder attendance registrations will be accepted, as stated in the preceding paragraph, shall be at least 30 minutes prior to the meeting commences. The place at which attendance registrations are accepted shall be clearly marked, and a sufficient number of suitable personnel assigned to handle the registrations.
Shareholders and their proxies (collectively, "shareholders") shall attend Shareholders Meetings based on attendance cards, sign-in cards, or other certificates of attendance. The Company may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents 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 instead of signing in.
The Company shall furnish attending shareholders with the meeting agenda book, 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.
When the government or a juristic person is a shareholder, it may be represented by more than one representative at a Shareholders Meeting. When a juristic person is appointed to attend as a proxy, it may designate only one person to represent it in the meeting.

Article 7: (The chair and non-voting participants of a Shareholder Meeting)
If the Board of Directors convenes a Shareholders Meeting, the meeting shall be chaired by the Chairperson of the Board. When the Chairperson of the Board is on leave or for any reason unable to exercise the powers of the Chairperson, the Vice-Chairperson shall act in place of the Chairperson; if there is no vice Chairperson or the Vice-Chairperson also is on leave or for any reason unable to exercise the powers of the Vice-Chairperson, the Chairperson shall appoint one of the Managing Directors to act as chair, or, if there are no Managing Directors, one of the Directors shall be appointed to act as chair by following Article 208 of Company Act. Where the Chairperson does not make such a designation, the Managing Directors or the Directors shall select from among themselves one person to serve as chair.

When a Managing Director or a Director serves as chair, as referred to in the preceding paragraph, the Managing Director or Director shall have held that position for six months or more and understands the company's operation and financial statement. The same shall be true for a representative of a juristic person director that serves as chair.
If a party convenes a Shareholders Meeting with the power to convene, the convening party shall chair the meeting other than the Board of Directors. When there are two or more such convening parties, they shall mutually select a chair from among themselves.
The Company may appoint its attorneys, certified public accountants, or related persons retained by it to attend a Shareholders Meeting in a non-voting capacity.

Article 8: (Documentation of a Shareholder Meeting by audio or video recording)
The Company, beginning from the time it accepts shareholder attendance registrations, shall make an uninterrupted audio and video recording of the registration procedure, the proceedings of the shareholders' meeting, and the voting and vote-counting procedures.
The recorded materials of the preceding paragraph shall be retained for at least 1 year. If, however, a shareholder files a lawsuit under Article 189 of the Taiwan Company Act, the recording shall be retained until the conclusion of the litigation.

Article 9:
Attendance at Shareholders Meetings shall be calculated based on the numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in, plus the number of shares whose voting rights are exercised by correspondence or electronically.
The chair shall call the meeting to order at the appointed meeting time. However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined total of no more than 1 hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one-third of the total number of issued shares, the chair shall declare the meeting adjourned.
If the quorum is not met after two postponements as referred to in the preceding paragraph. Still, the attending shareholders represent one third or more of the total number of issued shares, and a

tentative resolution may be adopted under Article 175, paragraph 1 of the Taiwan Company Act; all shareholders shall be notified of the tentative resolution, and another shareholders meeting shall be convened within 1 month.
When, before the meeting's conclusion, the attending shareholders represent a majority of the total number of issued shares, the chair may resubmit the tentative resolution for a vote by the shareholders meeting according to Article 174 of the Taiwan Company Act.

Article 10 (Discussion of proposals)
If the Board of Directors convenes a shareholders meeting, the meeting agenda shall be set by the Board of Directors. The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders' meeting.
The provisions of the preceding paragraph apply mutatis mutandis to a shareholders meeting convened by a party with the power to convene that is not the Board of Directors.
The chair may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs (including extraordinary motions), except by a resolution of the shareholders' meeting. If the chair declares the meeting adjourned in violation of the rules of procedure, the other members of the Board of Directors shall promptly assist the attending shareholders in electing a new chair in accordance with statutory procedures, by agreement of a majority of the votes represented by the attending shareholders, and then continue the meeting.
The chair 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 chair is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the chair may announce the discussion closed and call for a vote.

Article 11 (Shareholder Speech)
Before speaking, an attending shareholder must specify a speaker's slip the subject of the speech, his/her shareholder account number (or attendance card number), and account name. The chair will set the order in which shareholders speak.
A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail.
Except with the consent of the chair, a shareholder may not speak more than twice on the same proposal, and a single speech may not exceed 5 minutes. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chair may terminate the speech.
When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chair and the shareholder that has the floor; the chair shall stop any violation.
When a juristic person shareholder appoints two or more representatives to attend a shareholders meeting, only one of the representatives appointed may speak on the same proposal.
After an attending shareholder has spoken, the chair may respond in person or direct relevant personnel to respond.

Article 12 (Calculationof voting shares and recusal system)
Voting at a shareholders' meeting shall be calculated based on the number of shares.
With respect to resolutions of Shareholders Meetings, the number of shares held by a shareholder with no voting rights shall not be calculated as part of the total number of issued shares.
When a shareholder is an interested party about an agenda item, and there is the likelihood that such a relationship would prejudice the Company's interests, that shareholder may not vote on that item and may not exercise voting rights as a proxy for any other shareholder.

The number of shares for which voting rights may not be exercised under the preceding paragraph shall not be calculated as part of the voting rights represented by attending shareholders.
Except for a trust enterprise or a shareholder services agent approved by the Taiwan competent securities authority, when one person is concurrently appointed as a proxy by two or more shareholders, the voting rights represented by that proxy may not exceed 3 percent of the voting rights represented by the total number of issued shares. If that percentage is exceeded, the voting rights in excess of that percentage shall not be included in the calculation.

Article 13
A shareholder shall be entitled to one vote for each share held, except when the shares are restricted shares or are deemed non-voting shares under Article 179, paragraph 2 of the Taiwan Company Act.
When the Company holds a shareholders meeting, it may allow the shareholders to exercise voting rights by correspondence or electronic means (in accordance with the proviso of Article 177-1 of the Company Act regarding companies that shall adopt electronic voting: When the Company holds a Shareholder Meeting, it shall adopt exercise of voting rights by electronic means and may adopt exercise of voting rights by correspondence). When voting rights are exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders' meeting notice. A shareholder exercising voting rights by correspondence or electronic means will be deemed to have attended the meeting in person, 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 extraordinary motions and amendments to the original proposal.
A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph shall deliver a written declaration of intent to the Company 2 days before the shareholders' meeting date. When duplicate declarations of intent are delivered, the one received earliest shall prevail, except when a declaration is made to cancel the earlier declaration of intent.
After a shareholder has exercised voting rights by correspondence or electronic means, in the event the shareholder intends to attend the shareholders meeting in person, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to the Company, by the same means by which the voting rights were exercised, before 2 business days before the date of the shareholders meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by correspondence or electronic means shall prevail. When a shareholder has exercised voting rights both by correspondence or electronic means and by appointing a proxy to attend a shareholders' meeting, the voting rights exercised by the proxy in the meeting shall prevail.
Except as otherwise provided in the Taiwan Company Act and in the Company's Memorandum and Articles of Association, 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 chair or a person designated by the chair shall first announce 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 chair shall present the amended or alternative proposal together with the original proposal and decide the order in which they will be put to the vote. When anyone 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 chair, provided that all monitoring personnel shall be shareholders of the Company.
Vote counting for shareholders meeting proposals or elections shall be conducted in public at the

place of the shareholders' meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on-site at the meeting, and a record made of the vote.

Article 14 (Election of Directors)

If the election of directors is conducted at a shareholders' meeting, such an election shall be performed per the Procedures for the Election of Directors, and the results must be disclosed at the meeting, which includes the names of those elected as directors and the numbers of votes with which they were elected.

The ballots cast in the election in the foregoing paragraph must be sealed up with signature by the voting inspector, given proper safekeeping, and kept for at least one year. If a shareholder initiates a lawsuit by Article 189 of the Company Act, ballots shall be kept until the end of the lawsuit.

Article 15

Matters relating to the resolutions of a shareholders' meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the meeting's conclusion. The meeting minutes may be produced and distributed in electronic form.

The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their results, and shall be retained for the duration of the existence of the Company.

Article 16 (Public disclosure)\

On the day of a shareholders meeting, the Company shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation and the number of shares represented by proxies and shall make an express disclosure of the same at the place of the shareholders meeting.

If matters put to a resolution at a shareholders meeting constitute material information under applicable Taiwan Act or regulations or Taiwan Stock Exchange Corporation (or Taipei Exchange) regulations, the Company shall upload the content of such resolution to the MOPS within the prescribed time period.

Article 17 (Maintaining order at the meeting place)

Staff handling administrative affairs of a shareholders meeting shall wear identification cards or armbands.

The chair may direct the proctors or security personnel to help maintain order at the meeting place. When proctors or security personnel help maintain order at the meeting place, they shall wear an identification card or armband bearing the word "Proctor."

At the place of a shareholders' meeting, if a shareholder attempts to speak through any device other than the company's public address equipment, the chair may prevent the shareholder from doing.

When a shareholder violates the rules of procedure and defies the chair's correction, obstructing the proceedings and refusing to heed calls to stop, the chair may direct the proctors or security personnel to escort the shareholder from the meeting.

Article 18 (Recess and resumption of Shareholders Meeting)

When a meeting is in progress, the chair may announce a break based on time considerations. If a force majeure event occurs, the chair may rule the meeting temporarily suspended and announce a

time when, in view of the circumstances, the meeting will be resumed.
If the meeting venue is no longer available for continued use and not all of the items (including extraordinary motions) on the meeting agenda have been addressed, the shareholders meeting may adopt a resolution to resume the meeting at another venue.
A resolution may be adopted at a shareholders' meeting to defer or resume the meeting within 5 days per Article 182 of the Taiwan Company Act.

Article 19
These Rules, and any amendments hereto, shall be implemented after adoption by Shareholders Meetings

Appendix 3

Shuttle Inc.

Rules for Director Elections

July 5th, 2021

Article 1: The election of the Company's directors shall be conducted following these procedures.

Article 2: In selecting the directors of the company, the scale of the company's business development and overall allocation should be considered to determine appropriate director seats. The qualifications and appointment of independent directors of the company should comply with the provisions of the " Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies" and be handled in accordance with Article 24 of the "Corporate Governance Best Practice Principles for TWSE/TPEx Listed Companies".

Article 3: The election of the Company's directors uses the cumulative voting method. Each share will have voting rights in number equal to the directors to be elected and cast for a single candidate or split among multiple candidates.

The Company's election of directors shall be conducted per the candidate nomination system.

When the number of directors falls below five due to the dismissal of a director for any reason, this Corporation shall hold a by-election to fill the vacancy at the nearest shareholder meeting. When the number of directors falls short by one-third of the total number prescribed in this Corporation's articles of incorporation, this Corporation shall call a special shareholder meeting within 60 days from the date of occurrence to hold a by-election to fill the vacancies.

The number of directors will be specified in the Company's articles of incorporation, with voting rights separately calculated for independent and non-independent director positions.

Those receiving ballots representing the highest numbers of voting rights will be elected sequentially according to their respective numbers of votes. When two or more persons receive the same number of votes, thus exceeding the specified number of positions, they shall draw lots to determine the winner, and the chair shall draw lost on behalf of those who are not in attendance.

Article 4: Before the election begins, the chair shall appoint a certain number of persons with shareholder status to perform the respective duties of vote monitoring and counting personnel. The ballot boxes shall be prepared by the board of directors and publicly checked by the vote monitoring personnel before voting commences.

Article 5：The Board of Directors shall prepare separate ballots for directors in the number corresponding to the number of directors or supervisors to be elected. The number of votes attached to each ballot shall be indicated on the ballots. The ballots shall then be distributed to the shareholders present at the meeting. The numbers of the attendance cards, which are printed on the ballot papers, may be used instead of the names of the shareholders with voting rights.

Article 6: A voter must enter the candidate's name and shareholder account number or ID number in the "candidate" column of the ballot. If a candidate is a shareholder, then must enter the juridical person's name, sharehoder account number and name in the "candidate" column, the name of its representative may also be filled in.

Article 7: A ballot is invalid under any of the following circumstances:

1. The ballot was not prepared by the person with the right to convene.
2. A blank ballot is placed in the ballot box.
3. The writing is unclear and indecipherable or has been altered.
4. The candidate whose name is entered on the ballot does not conform to the director candidate list.
5. Other words or marks are entered in addition to the number of voting rights allotted.

Article 8 : Ballots shall be counted upon completion of the voting procedures and the result of the bollot counting, including the list of persons elected as directors and the total number of votes for the elected directors, shall be announced by the chairman immediately. The ballots shall be kept for at least one year after sealed and signed by the ballot examiners, provided that in the case that that shareholders file lawsuits in accordance with the Article 189 of the Company Act, the ballots shall be kept unteil the conclusion of the lawsuit.

Article 9: Matters not addressed by these Procedures shall be governed by the Company Act and releated Act.

Article 10: These Procedures, and any amendments hereto, shall implemented after approval by a shareholders' meeting.

Appendix 4

Shuttle Inc.
Shareholding of Directors

1.The Company's paid-in capital is NT$ 3,434,273,030, and the number of issued share is 343,427,303 shares.

2.According to Article 26 of the Securities and Exchange Act, the minimum required combined shareholding of all directors is 13,737,092 shares.

3.The combined shareholding of all directors on the book closure date:

Book closure date:Apr 24th, 2023

Unit: Shares

Prosition	Name	Elected Date	Term of office (Year)	Director	
				Shares	Share holding(%)
Chaireman	YU, LI-NA	July 5th,2021	3	13,796,322	4.02%
Director	CHENG WEI-HSUN	July 5th,2021	3	3,641,333	1.06%
Director	TONG XIN INVESTMENT CO., LTD. LI, YI-TA	July 5th,2021	3	9,106,613	2.65%
Director	TONG XIN INVESTMENT CO., LTD. LIU, YI-CHEN	July 5th,2021	3	9,106,613	2.65%
Independent Director	HUANG, KUO-SHIH	July 5th,2021	3	0	0%
Independent Director	WANG,YU-SHENG	July 5th,2021	3	0	0%
Independent Director	LI,CHIN-JU	July 5th,2021	3	0	0%
Shareholding of all Directors				26,394,268	7.73%

Appendix 5

Information on Employee Compensation and Director Compensation

1.The Company's Board of Directors passed the proposal of 2022 Compensation to Employees and Directors on March 14th, 2023, and the distribution of compensation to employees and directors is as follows,

Unit: NTD

	2022 Amount Assessed	Amount approved by the Board	Differences	Description	Status
1.Employees' Compensation (Stock)	0	0	-	-	-
2.Employees' Compensation (Cash)	1,187,067	1,187,067			
3.Director's Compensation	1,187,067	1,187,067	-	-	-

2.The relevant information about the employee' compensation and directors' compensation for 2021 is as follows, ：

Unit: NTD

	2021 Amount Assessed	Amount approved by the Board	Differences	Description	Status
1.Employees' Compensation (Stock)	0	0	-	-	-
2.Employees' Compensation (Cash)	13,776,224	13,776,224			
3.Director's Compensation	2,755,245	2,755,245	-	-	-

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