

Synnex Technology International Corp.

2020 General Shareholders' Meeting

Minute

Agenda for 2020 General Shareholders' Meeting of Synnex Technology International Corp.

- I. Time: 9:00am, June 12, 2020 (Friday)**
- II. Location: Auditorium, 3F, Central Pictures Ba-De Building, No. 260, Section 2, Ba-De Road, Taipei City**
- III. Total outstanding Synnex shares : 1,667,946,968shares**
- IV. Total shares represented by shareholders present in person or by proxy : 1,365,704,272shares Percentage of shares held by shareholders present in person or by proxy : 81.87%**
- V. Chairman : Miao Feng-Chiang, the Chairman of the Board of Directors**
- VI. Recorder : Lin Shu-Chen**
- VII. Directors present : Director Tu Shu-Wu, Mitac Inc. Representative Director Yang Hsiang-Yun, Mitac Inc. Representative Director Chou The-Chien.**
- VIII. Announcement to start meeting**
- IX. Chairman's Statements (omitted)**
- X. Reports**

No. 1

Subject: The Company's 2019 business report is submitted for review.
Description: Please refer to Attachment 1.

No. 2

Subject: The Audit Committee's report on the audit of the Company's 2019 closing statements is submitted for review.

Description: Please refer to Attachment 2 and 3.

No. 3

Subject: The Report on 2019 profit distributable as employee's compensation and director's compensation is submitted for review.

Description: (I) In accordance with Article 38 of the Articles of Incorporation, the Company's net income before tax before deducting compensation to employees and directors and after making up for losses in the current fiscal year should be applied to pay compensation to employees in an amount not exceeding 10% and not less than 0.01% of the balance, and to directors for an amount not more than 1% of the balance

(II) It is proposed to issue 0.01% employee's compensation totaling NT\$750,000 and 0.1% director's compensation totaling NT\$7,000,000 in 2019, all of which to be issued in cash.

No. 4

Subject: The Report on 2019 profit distribution in the form of cash dividends is submitted for review.

Description: (I) In accordance with Article 38-1 of the Articles of Incorporation, the board resolution was authorized to have the profit distributable as dividends and bonuses in whole or in part distributed in the form of cash and reported to the this shareholder's meeting.

(II) Paid shareholders' bonus NT\$4,336,662,117 in the form of cash dividends (NT\$2.6 per share), cash dividends will be distributed with the minimum unit of N\$1 (digits after the decimal point to be ignored). The total number of fractional amounts will be included as the Company's other income.

(III) This proposal has been approved by the board of directors and the chairman is authorized to make the record date for cash dividends distribution, the payment date and relevant matters. If the Company's number of outstanding shares of the ordinary stocks were affected, and if the shareholders dividends

distribution ratio were changed accordingly, the chairmain is authorized to make necessary adjustments.

No. 5

Subject: Amendment of The Ethical Corporate Management Best Practice Principles is submitted for review.

Description: Reference the regulations in The Financial Supervisory Commission letter Jing-Guang-Zheng-Fa-Zi No. 1080307434 dated May 16, 2019 and according to the requirements for practical operations, the Company has amended certain provisions of "Ethical Corporate Management Best Practice Principles", please refer to Attachment 4 hereto for the comparison table of amended provisions.

XI. Approvals

No. 1

(Proposed by Board of Directors)

Subject: The Company's 2019 closing statements are submitted for approval.

Description: (I) The Company's 2019 business report and financial statements have been approved by the board of directors and submitted to the Audit Committee for audit. Please refer to Attachments 1 and 3 hereto for relevant information.
(II) Please approve.

Resolution: Voting Results : Shares represented at the time of voting : 1,365,704,272

Voting Results (including votes casted electronically)	% of the total represented share present
Votes in favor : 1,181,677,852votes	86.52%
Votes against : 87,315votes	0.00%
Votes invalid : none	0.00%
Votes abstained : 183,939,105votes	13.46%

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

No. 2

(Proposed by Board of Directors)

Subject: The Company's 2019 profit distribution proposal is submitted for approval.

Description: (I) The profit distribution table of 2019 have been approved by the board of directors and submitted to the Audit Committee for audit. Please refer to Attachments 5.
(II) Please approve.

Resolution: Voting Results : Shares represented at the time of voting : 1,365,704,272

Voting Results (including votes casted electronically)	% of the total represented share present
Votes in favor : 1,185,482,061votes	86.80%
Votes against : 852,641votes	0.06%
Votes invalid : none	0.00%
Votes abstained : 179,369,570votes	13.13%

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

XII. Discussions

No. 1

(Proposed by Board of Directors)

Subject: The amendment to certain provisions of the Articles of Incorporation is submitted for discussion.

Description: (I) According to actual demand of the Company, it is planned to amend certain provisions of "Articles of Incorporation" of the Company, please refer to Attachment 6 hereto for the comparison table of amended provisions.

(II) Please approve.

Resolution: Voting Results : Shares represented at the time of voting : 1,365,704,272

Voting Results (including votes casted electronically)	% of the total represented share present
Votes in favor : 1,168,386,143votes	85.55%
Votes against : 823,620votes	0.06%
Votes invalid : none	0.00%
Votes abstained : 196,494,509votes	14.38%

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

No. 2

(Proposed by Board of Directors)

Subject: The amendment to certain provisions of the Procedures for Endorsements/Guarantees is submitted for discussion.

Description: (I) According to the Financial Supervisory Commission letter Jing-Guang-Zheng-Sheng-Zi No. 1080304826 dated March 7, 2019, it is planned to amend certain provisions of "Procedures for Endorsements/Guarantees" of the Company, please refer to Attachment 7 hereto for the comparison table of amended provisions.

(II) Please approve.

Resolution: Voting Results : Shares represented at the time of voting : 1,365,704,272

Voting Results (including votes casted electronically)	% of the total represented share present
Votes in favor : 1,169,029,346votes	85.59%
Votes against : 180,267votes	0.01%
Votes invalid : none	0.00%
Votes abstained : 196,494,659votes	14.38%

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

No. 3

(Proposed by Board of Directors)

Subject: The amendment to certain provisions of the Procedures for Extending Loans to Others is submitted for discussion.

Description: (I) According to the Financial Supervisory Commission letter Jing-Guang-Zheng-Sheng-Zi No. 1080304826 dated March 7, 2019, it is planned to amend certain provisions of "Procedures for Extending Loans to Others" of the Company, please refer to Attachment 8 hereto for the comparison table of amended provisions.

(II) Please approve.

Resolution: Voting Results : Shares represented at the time of voting : 1,365,704,272

Voting Results (including votes casted electronically)	% of the total represented share present
Votes in favor : 1,168,997,396votes	85.59%
Votes against : 212,317votes	0.01%
Votes invalid : none	0.00%
Votes abstained : 196,494,559votes	14.38%

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

No. 4

(Proposed by Board of Directors)

Subject: The amendment to certain provisions of the Rules of Procedure for Shareholders' Meetings is submitted for discussion.

Description: (I) According to the Financial Supervisory Commission letter Jing-Guang-Zheng-Fa-Zi No. 1080339900 dated December 31, 2019, it is planned to amend certain provisions of "Rules of Procedure for Shareholders' Meetings" of the Company, please refer to Attachment 9 hereto for the comparison table of amended provisions.

(II) Please approve.

Resolution: Voting Results : Shares represented at the time of voting : 1,365,704,272

Voting Results (including votes casted electronically)	% of the total represented share present
Votes in favor : 1,169,025,142votes	85.59%
Votes against : 190,747votes	0.01%
Votes invalid : none	0.00%
Votes abstained : 196,488,383votes	14.38%

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

XIII. Motions

XIV. Adjournment

Synnex Technology International Corp. 2019 Business Report

The performance of the global economy in 2019 is the weakest of the last ten years! Impacts from the US-China Trade War and trade disputes between other various countries, coupled with geographic social and political unrest and climate change, had profound effects on the global economy. According to the estimates of the IMF, the growth of the global economy in 2019 is merely 2.9%, the lowest since the financial crisis. At the beginning of this year, the IMF announced the prospects for 2020, estimating that the growth of global economy for this year may raise to 3.3%. However, the COVID-19 pandemic followed soon after, the impacts of which on the social aspects and economic aspects of the globe are still hard to determine. It may be seen that the environment in which businesses operate is filled with uncertainty and unforgiving challenges.

For Synnex group, 2019 is the year in which the initial results of the “Lean Project” are manifesting. Through cutting high risk, resource-demanding but low profit business items, we can allow the enterprise to focus on expansion and exploration of excellent business items. The consolidated revenue of the group fell 11% from 2018, while operating profit, on the contrary, significantly rose 13.8%. Apart from keeping the good and rejecting the bad in essential business items, Synnex is also successful in exploring new businesses, including the sale of gaming products, cloud services, logistic service provider (LSP), technical services business, AIoT business, and others. Having gained sufficient drive and growth, Synnex is gathering momentum for its future prospects.

Looking to 2020, Synnex will continue to implement the “Lean Project” on its organization and business items, to get rid of redundant and resource-demanding units or items. We will further implement the “Agility Project”, introducing AI concepts, relevant technology, and tools in operation management mechanisms, comprehensively upgrade the digital capability of all members of the organization, in order to agilely adapt to changes in the business environment, provide quick response to demands of upstream and downstream services, and accurately control operational cost and risks. We believe that pursuing leanness and agility of the organization with our utmost effort is the key to the continued momentum and success of Synnex in a business environment filled with harsh challenges. We sincerely appeal to our shareholders to continue to support our operational team and push us to further success. Thank you!

Below are the key operational highlights of 2019:

1. Revenue and profit

Synnex's 2019 consolidated revenue was NT\$340 billion, representing a 11.3% decrease from the NT\$383.2 billion in 2018. Operating profit was NT\$5.98 billion, representing a 10.5% growth

from the NT\$5.41 billion in 2018. The net profit after tax was NT\$6.82 billion, which is an increase of 3.2 % from the NT\$6.61 billion in 2018. The EPS after tax was NT\$4.09, which is up 3.3% from NT\$3.96 in 2018.

2. Concrete business results

- (1) Performance in new business items, such as gaming and cloud services, is excellent. The revenue for gaming products is steadily above \$10 billion, revenue for cloud services has significantly grown 55%, with the scale reaching nearly \$10 billion.
- (2) Home service businesses are growing steadily. Aggregated cases of installation, maintenance, and repair of intelligent home appliance have reached 660,000 cases in Taiwan. We have become the service provider that has obtained the authorized services of the most computer, communications, consumer brands in Taiwan.
- (3) We have actively expanded our technical services business and introduced an instant mobile work order management system, significantly improving management efficiency, allowing the technical services business in China to achieve rapid growth.
- (4) Implementation of the “Lean Project” achieved extraordinary results, cutting redundancies and reducing loss, and the productivity of the teams have significantly improved.
- (5) Introduction of AI digital tool applications have significantly increased the immediacy of the information communication and agile response, improving the efficiency and implementation of decision implementation.

The important production and marketing policies for 2020 are respectively described as follows:

1. Continue to increase business in the gaming market, intelligent home appliance market, IoT business, cloud service business, technical services business, smart operations business, services for computers, communications, and consumer products and sales of insurance to create new momentum for the growth of the Group's businesses.
2. Accelerated research, development, and introduction of AI and mobile digital tools, and expanded its application to the various aspects of the company's internal operations management.
3. Comprehensively promote leanness, agility, keeping the good and rejecting the bad, reduction of losses, efficiency and rapid response of operation management of the Group.
4. Continuously invest in the R&D and innovation of the operations mechanism and management technology, deeply plant the company's core ability

We thank our shareholders for their support and encouragement in the past and hope that in the new year, our shareholders will continue to give us guidance and support. With consistent business philosophy and innovation, the management team is committed to achieving excellent results and sharing them with everyone.

Wishing you good health,

Attachment 2

Synnex Technology International Corp. Audit Committee's report

The board of directors has prepared and submitted the 2019 business report, financial reports (including consolidated and individual financial reports), and earnings distribution proposal. The board of directors have appointed CPA Jenny Yeh and CPA Eric Wu of PricewaterhouseCoopers Taiwan to audit the financial statements, and they have submitted an audit report. The audit committee has reviewed the business report, the financial reports, and the earnings distribution proposal and did not find any instances of noncompliance. According to Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act, it is hereby submitted for review and perusal.

To

Synnex Technology International Corp. 2020 General Shareholders' Meeting

Synnex Technology International Corp.

Chairman of the Audit Committee:
Yungdu Wei

March 13, 2020

Attachment 3

**SYNNEX TECHNOLOGY INTERNATIONAL
CORPORATION AND SUBSIDIARIES
CONSOLIDATED FINANCIAL STATEMENTS AND
REPORT OF INDEPENDENT ACCOUNTANTS
DECEMBER 31, 2019 AND 2018**

For the convenience of readers and for information purpose only, the auditors' report and the acGrouping financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. In the event of any discrepancy between the English version and the original Chinese version or any differences in the interpretation of the two versions, the Chinese-language auditors' report and financial statements shall prevail.

SYNNEX TECHNOLOGY INTERNATIONAL
CORPORATION AND ITS SUBSIDIARIES

Declaration of Consolidated Financial Statements of Affiliated Enterprises

For the year ended December 31, 2019, pursuant to “Criteria Governing Preparation of Affiliation Reports, Consolidated Business Reports and Consolidated Financial Statements of Affiliated Enterprises,” the entity that is required to be included in the consolidated financial statements of affiliates, is the same as the entity required to be included in the consolidated financial statements of parent and subsidiary companies under International Financial Reporting Standard 10. Also, if 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, it shall not be required to prepare separate consolidated financial statements of affiliates.

Hereby declare,

Matthew Miao Feng Chiang

SYNNEX TECHNOLOGY INTERNATIONAL
CORPORATION AND ITS SUBSIDIARIES

March 13, 2020

Report of Independent Accountant Translated From Chinese

PWCR19000409

To the Board of Directors and Stockholders of Synnex Technology International Corporation

Opinion

We have audited the accompanying consolidated balance sheets of Synnex Technology International Corporation and subsidiaries (the “Group”) as at December 31, 2019 and 2018, and the related consolidated statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, based on our audit and the reports of other auditors (see information disclosed in the *Other Matter - Scope of the Audit* section of our report), the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2019 and 2018, 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 the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations as endorsed by the Financial Supervisory Commission.

Basis for opinion

We conducted our audit of the consolidated financial statements as of and for the year ended December 31, 2019 in accordance with the “Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants”, "Rule No. Financial-Supervisory-Securities-Auditing-1090360805 issued by the Financial Supervisory Commission on February 25, 2020” and generally accepted auditing standards in the Republic of China (ROC GAAS); and in accordance with the “Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants” and ROC GAAS for our audit of the consolidated financial statements as of and for the year ended December 31, 2018. Our responsibilities under those standards are further described in the Auditor’s Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Professional Ethics for Certified Public Accountants in the Republic of China (the “Code”), and we have fulfilled our other ethical responsibilities in accordance with the Code. 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 judgement, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole and, in forming our opinion thereon, we do not provide a separate opinion on these matters.

Key audit matters for the Group’s consolidated financial statements are stated as follows:

Key audit matter—Assessment of allowance for uncollectible accounts

Description

Please refer to Note 4(10) & (11) for accounting policies adopted for accounts receivable. Please refer to Note 5(2), for critical accounting estimates and key sources of assumption uncertainty of loss allowance for accounts receivable. Please refer to Note 6(5) for details of accounts receivable.

The Group is primarily engaged in the sale of communication products, consumer electronic products, electronic products and components. The Group manages the collection of accounts receivable from customers and bears the associated credit risk. The Group assesses impairment of accounts receivable in accordance with IFRS 9, 'Financial instruments'. The management categorized the accounts receivable assessment into individual provision and group provision. For individually assessed accounts receivable, loss allowance is recognised on a case by case basis. The assessment process is affected by management's judgement on various factors: customers' financial conditions, internal credit ratings, historical transaction records, current economic conditions, etc. For group assessed accounts receivable, assessment process is affected by management's judgement on historical uncollectible records, and current economic conditions and the forecastability information to assess the default possibility of uncollectible accounts. As management's judgement on determining allowance for uncollectible accounts is relatively subjective and the estimated amount is material to the financial statements, therefore, we indicated that the assessment of allowance for uncollectible accounts as one of the key audit matters.

How our audit addressed the matter

The scope of our audit responded to the risk as follows:

1. The credit quality of the Group's customers, assessed the reasonableness of classification of accounts receivable, the policies and the procedures applied in loss allowance provision.
2. For individually assessed accounts, selected and verified samples of managements' impairment evaluation. Discussed with management the assessment results and evaluated the adequacy of the provision.

3. For accounts assessed as a group, considered historical uncollectible records and the management's forecastability adjustment information to determine whether the provision ratio of allowance for uncollectible accounts is reasonable. For significant accounts, examined subsequent collections after balance sheet date.

Key audit matter – Assessment of allowance for valuation of inventory

Please refer to Note 4(14) for description of accounting policies on allowance for inventory valuation. Please refer to Note 5(2) for accounting estimates and assumption uncertainty. Please refer to Note 6(8) for details of inventory items.

For the purpose of meeting diverse customer needs, the Group applied multi-brand and multi-product strategy. Due to the short life cycle of electronic products and the price is highly affected by market fluctuation, there is a high risk of incurring inventory valuation losses. The Group's inventory policy on inventory valuation is based on the lower of cost or net realisable value. For inventory that was checked item by item for net realisable value, the Group then applied the lower of cost or net realisable value method for recognizing loss on decline in market value.

Considering that the Group's allowance for inventory valuation losses are mainly caused by loss on decline in market value, the valuation involves subjective judgement and since the amount is material to the financial statements, therefore, we indicated the estimates of the allowance for inventory valuation as one of the key audit matters for this fiscal year.

How our audit addressed the matter

The scope of our audit responded to the risk as follows:

1. Obtained the Group's policy applied to the assessment of allowance for valuation of inventory loss. Assessed whether the allowance recognition policy is applied in a manner consistent between comparative and current periods of the financial statements.

2. Obtained net realisable value report for inventory items and verified that a consistent systematic logic was applied to the calculation. First, tested the assumptions such as: sources of sales or purchases data and relevant supporting estimation documents. Second, recalculated net realisable value item by item, then applied the lower of cost or net realizable value method for valuation and whether reasonable allowance was recognised.
3. Compared current and previous year's allowance for valuation of inventory loss. Reviewed each period's days sales of inventory in order to assess the adequacy and reasonableness of allowance recognised.

Key audit matter – Assessment of purchase rebate

Description

Please refer to Note 4(14) for accounting policies adopted for the recognition of purchase rebate. Please refer to Note 5(2) for critical accounting estimates and assumptions applied in the accounting policy for the recognition of purchase rebate.

The Group engages in various purchase contracts for different items with different suppliers. There are various types of rebate programs including incentives for certain purchase volume from vendors, purchase discounts and allowances, participations in special purchase promotions, and subsidies for marketing. The Group estimates rebates that shall be recognised in accordance with the percentage of achievement of the rebate contract terms. There are various types of rebate programs, complicated calculations and transactions with different suppliers as well as the manual process involved in the verification and calculation of rebates. All of these aforementioned factors adds to the complexity of assessing purchasing rebate. Thus, we indicated that the assessment of purchase rebate as one of the key audit matters for this fiscal year.

How our audit addressed the matter

The scope of our audit responded to the risk as follows:

1. Obtained an understanding and tested the effectiveness of internal control over the estimation of purchase rebate. Tested the appropriate controls over contractual terms regarding rebates. Checked whether the recognition and drawing of rebate amount has been approved by the proper authority.
2. Selected samples of details of purchase rebate estimation, reviewed the inventory items and checked its supporting documents in order to assess the reasonableness of estimation.
3. First, sampled details of purchase rebate estimation without notice from suppliers that has been recognised as of the balance sheet date. Second, after the balance sheet date, selected samples that have received debit notes or other supporting documents from suppliers to check whether actual rebate approximated the estimation. In addition, after balance sheet date, checked whether there were significant new rebates that should be recognised as of the balance sheet date.
4. For significant outstanding rebate receivable accounts, we sampled accounts and checked the existence of original vouchers or supporting documents or tested subsequent collections after the balance sheet date.

Other matters—Scope of the Audit

We did not audit the financial statements of certain consolidated subsidiaries. The financial statements of these subsidiaries were audited by other auditors whose reports thereon have been furnished to us, and our opinion expressed herein, in so far as it relates to the amounts and the information disclosed in Note 13 included in these financial statements, is based solely on the reports of the other auditors. The subsidiaries held assets of \$1,162,242 thousand and \$1,113,086 thousand, constituting 1% and 1% of the total consolidated assets as of December 31, 2019 and 2018, respectively, and generated net operating income of \$0, constituting 0% of the total consolidated net operating income for both the years then ended. Furthermore, information disclosed in Note 6(9) relative to investments accounted for under equity method and information on certain investees disclosed in Note 13 for the years ended December 31, 2019 and 2018 is based solely on the reports of the other

auditors. Additionally, for certain investees financial reports that were prepared under different accounting standards, we have performed required additional auditing procedures and adjusted these reports in conformity with “Regulations Governing the Preparation of Financial Reports by Securities Issuers” and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations as endorsed by the Financial Supervisory Commission. The related investment income before adjustments (including share of profit or loss of associates accounted for using equity method) was \$1,942,377 thousand and \$1,843,352 thousand for the years ended December 31, 2019 and 2018, respectively, constituting 27% and 27% of the consolidated total net operating income for the years then ended, respectively. The comprehensive income recognised for these investments accounted for using equity method was \$1,610,154 thousand and \$2,034,333 thousand, constituting 27% and 35% of consolidated total comprehensive income for the years ended December 31, 2019 and 2018, respectively. The balance of related long-term equity investments amounted to \$14,071,336 thousand and \$14,422,245 thousand, constituting 10% and 10% of the total consolidated assets as of December 31, 2019 and 2018, respectively.

Other matter – Parent company only financial reports

We have audited and expressed an unmodified opinion with other matter paragraphs on the parent company only financial statements of Synnex Technology International Corporation as at and for the years ended December 31, 2019 and 2018.

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 the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations as endorsed by the Financial Supervisory Commission, 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 audit committee, are responsible for overseeing the Group's financial reporting process.

Auditor's responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ROC GAAS 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 ROC GAAS, we exercise professional judgement 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 auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the 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 appropriate audit evidence regarding the financial information of the 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 of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Yeh, Tsui Miao

Wu, Yu-Lung

For and on behalf of PricewaterhouseCoopers, Taiwan

March 13, 2020

The accompanying consolidated financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying consolidated financial statements and report of independent accountants are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice. As the financial statements are the responsibility of the management, PricewaterhouseCoopers, Taiwan cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

SYNNEX TECHNOLOGY INTERNATIONAL CORPORATION AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2019 AND 2018
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

Assets		Notes	December 31, 2019		December 31, 2018	
			Amount	%	Amount	%
Current assets						
1100	Cash and cash equivalents	6(1)	\$ 6,342,158	4	\$ 5,674,663	4
1110	Financial assets at fair value through profit or loss - current	6(2) and 12(3)	9,157,264	6	738,004	-
1120	Current financial assets at fair value through other comprehensive income	6(3) and 12(3)	1,154,209	1	1,023,708	1
1136	Current financial assets at amortised cost	6(4) and 8	924,999	1	60,601	-
1150	Notes receivable, net	6(5)	6,169,904	4	8,764,666	6
1170	Accounts receivable, net	6(5), 8 and 12(2)	45,418,413	31	48,600,958	33
1180	Accounts receivable - related parties	6(5) and 7(2)	223,007	-	340,215	-
1200	Other receivables	6(7) and 7(2)	6,958,032	5	7,055,043	5
1220	Current income tax assets		164,899	-	5,159	-
130X	Inventories,net	6(8) and 8	31,691,921	21	40,799,936	28
1410	Prepayments		4,251,819	3	4,619,648	3
11XX	Current Assets		112,456,625	76	117,682,601	80
Non-current assets						
1517	Non-current financial assets at fair value through other comprehensive income	6(3) and 12(3)	3,026,306	2	1,561,538	1
1535	Non-current financial assets at amortised cost	6(4) and 8	1,323,943	1	1,275,640	1
1550	Investments accounted for under equity method	6(9)	15,560,836	11	14,489,928	10
1600	Property, plant and equipment	6(10)	6,349,364	4	6,919,339	4
1755	Right-of-use assets	6(11)	1,524,940	1	-	-
1760	Investment property - net	6(13)	1,370,864	1	1,172,414	1
1780	Intangible assets	6(14)	645,881	-	632,183	-
1840	Deferred income tax assets	6(31)	1,087,108	1	1,227,640	1
1900	Other non-current assets	6(5)(12)(15)	4,343,493	3	2,557,086	2
15XX	Non-current assets		35,232,735	24	29,835,768	20
1XXX	Total assets		\$ 147,689,360	100	\$ 147,518,369	100

(Continued)

SYNNEX TECHNOLOGY INTERNATIONAL CORPORATION AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2019 AND 2018
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

Liabilities and Equity		Notes	December 31, 2019		December 31, 2018	
			Amount	%	Amount	%
Current liabilities						
2100	Short-term borrowings	6(16)	\$ 41,839,694	28	\$ 40,776,119	28
2110	Short-term notes and bills payable	6(17)	6,280,000	4	7,690,000	5
2120	Financial liabilities at fair value through profit or loss - current	6(2) and 12(3)	3,031	-	2,417	-
2150	Notes payable	7(2)	2,254,481	2	1,758,453	1
2170	Accounts payable	7(2)	33,491,823	23	37,539,735	26
2200	Other payables	6(18) and 7(2)	4,680,868	3	5,814,898	4
2230	Current income tax liabilities		2,194,483	2	1,658,242	1
2280	Current lease liabilities		241,874	-	-	-
2300	Other current liabilities	6(19)	3,479,467	2	2,120,420	1
21XX	Current Liabilities		94,465,721	64	97,360,284	66
Non-current liabilities						
2570	Deferred income tax liabilities	6(31)	173,784	-	245,456	-
2580	Non-current lease liabilities		548,440	-	-	-
2600	Other non-current liabilities	6(20)	555,743	1	552,729	1
25XX	Non-current liabilities		1,277,967	1	798,185	1
2XXX	Total Liabilities		95,743,688	65	98,158,469	67
Equity attributable to owners of parent						
Share capital		6(21)				
3110	Share capital - common stock		16,679,470	11	16,679,470	11
Capital surplus		6(22)				
3200	Capital surplus		14,743,296	10	14,846,786	10
Retained earnings		6(23)				
3310	Legal reserve		8,175,300	6	7,514,560	5
3320	Special reserve		6,177,007	4	4,820,549	3
3350	Unappropriated retained earnings		11,334,225	8	9,886,188	7
Other equity interest		6(24)				
3400	Other equity interest		(7,295,011)	(5)	(6,177,007)	(4)
31XX	Equity attributable to owners of the parent		49,814,287	34	47,570,546	32
36XX	Non-controlling interest		2,131,385	1	1,789,354	1
3XXX	Total equity		51,945,672	35	49,359,900	33
Significant contingent liabilities and unrecognized contract commitments		9				
Significant events after the balance sheet date		11				
3X2X	Total liabilities and equity		\$ 147,689,360	100	\$ 147,518,369	100

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

SYNNEX TECHNOLOGY INTERNATIONAL CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2019 AND 2018
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS, EXCEPT FOR EARNINGS PER SHARE AMOUNTS)

	Items	Notes	Years ended December 31			
			2019		2018	
			Amount	%	Amount	%
4000	Sales revenue	6(25) and 7(2)	\$ 339,994,666	100	\$ 383,194,939	100
5000	Operating costs	6(8) and 7(2)	(325,273,754)	(96)	(368,696,835)	(96)
5950	Net operating margin		14,720,912	4	14,498,104	4
	Operating expenses	6(20)(29)(30)				
6100	Selling expenses		(6,149,259)	(2)	(6,006,997)	(2)
6200	General and administrative expenses		(2,059,434)	-	(2,236,980)	(1)
6450	Expected credit loss	12(2)	(533,102)	-	(841,879)	-
6000	Total operating expenses		(8,741,795)	(2)	(9,085,856)	(3)
6900	Operating profit		5,979,117	2	5,412,248	1
	Non-operating income and expenses					
7010	Other income	6(26) and 7(2)	1,362,030	-	1,274,586	-
7020	Other gains and losses	6(27)	78,551	-	147,296	-
7050	Finance costs	6(28)	(715,656)	-	(701,198)	-
7060	Share of profit of associates and joint ventures accounted for under equity method	6(9)	2,185,917	1	1,845,203	1
7000	Total non-operating income and expenses		2,910,842	1	2,565,887	1
7900	Profit before income tax		8,889,959	3	7,978,135	2
7950	Income tax expense	6(31)	(1,670,909)	(1)	(1,065,475)	-
8200	Profit for the year		\$ 7,219,050	2	\$ 6,912,660	2

(Continued)

SYNNEX TECHNOLOGY INTERNATIONAL CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2019 AND 2018
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS, EXCEPT FOR EARNINGS PER SHARE AMOUNTS)

		Years ended December 31			
		2019		2018	
Items	Notes	Amount	%	Amount	%
Other comprehensive income					
Components of other comprehensive income that will not be reclassified to profit or loss					
8311	Other comprehensive income, before tax, actuarial losses on defined benefit plans	(\$ 13,071)	-	(\$ 9,075)	-
8316	Unrealized gains (losses) on financial assets at fair value through comprehensive income	1,611,296	1	253,164	-
8320	Share of other comprehensive income of associates and joint ventures accounted for using equity method, components of other comprehensive income that will not be reclassified to profit or loss	(2,853)	-	(3,472)	-
8349	Income tax related to components of other comprehensive income that will not be reclassified to profit or loss	3,301	-	7,668	-
8310	Components of other comprehensive income (loss) that will not be reclassified to profit or loss	<u>1,598,673</u>	<u>1</u>	<u>(258,043)</u>	<u>-</u>
Components of other comprehensive income that will be reclassified to profit or loss					
8361	Financial statements translation differences of foreign operations	(2,446,898)	(1)	(953,956)	-
8370	Share of other comprehensive income of associates and joint ventures accounted for under equity method	(329,370)	-	194,453	-
8360	Components of other comprehensive loss that will be reclassified to profit or loss	<u>(2,776,268)</u>	<u>(1)</u>	<u>(759,503)</u>	<u>-</u>
8300	Total other comprehensive loss for the year	<u>(\$ 1,177,595)</u>	<u>-</u>	<u>(\$ 1,017,546)</u>	<u>-</u>
8500	Total comprehensive income for the year	<u>\$ 6,041,455</u>	<u>2</u>	<u>\$ 5,895,114</u>	<u>2</u>
Profit, attributable to:					
8610	Owners of the parent	\$ 6,815,243	2	\$ 6,607,404	2
8620	Non-controlling interest	403,807	-	305,256	-
	Profit	<u>\$ 7,219,050</u>	<u>2</u>	<u>\$ 6,912,660</u>	<u>2</u>
Comprehensive income attributable to:					
8710	Owners of the parent	\$ 5,692,657	2	\$ 5,689,430	2
8720	Non-controlling interest	348,798	-	205,684	-
	Total comprehensive income for the year	<u>\$ 6,041,455</u>	<u>2</u>	<u>\$ 5,895,114</u>	<u>2</u>
Earnings per share					
9750	Basic earnings per share	<u>\$ 4.09</u>		<u>\$ 3.96</u>	
9850	Diluted earnings per share	<u>\$ 4.09</u>		<u>\$ 3.96</u>	

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

SYNNEX TECHNOLOGY INTERNATIONAL CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
YEARS ENDED DECEMBER 31, 2019 AND 2018
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

		Retained earnings					Other equity interest					
								Unrealized gains (losses) from financial assets measured at fair value through other comprehensive income	Unrealized gain or loss on available-for-sale financial assets		Non-controlling interest	Total equity
	Notes	Share capital - common stock	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings	Cumulative translation differences of foreign operations			Total		
Year 2018												
Balance at January 1, 2018		\$ 16,679,470	\$ 14,364,858	\$ 6,903,070	\$ 2,837,318	\$ 9,207,169	(\$ 5,249,825)	\$ -	\$ 429,277	\$ 45,171,337	\$ 1,590,493	\$ 46,761,830
Effects of retrospective application and retrospective restatement		-	-	-	-	324,942	-	(15,626)	(429,277)	(119,961)	1,393	(118,568)
Balance at January 1 after adjustments		16,679,470	14,364,858	6,903,070	2,837,318	9,532,111	(5,249,825)	(15,626)	-	45,051,376	1,591,886	46,643,262
Net income for 2018		-	-	-	-	6,607,404	-	-	-	6,607,404	305,256	6,912,660
Other comprehensive loss for 2018	6(24)	-	-	-	-	(6,418)	(653,194)	(258,362)	-	(917,974)	(99,572)	(1,017,546)
Total comprehensive (loss) income		-	-	-	-	6,600,986	(653,194)	(258,362)	-	5,689,430	205,684	5,895,114
Appropriations of 2017 earnings	6(23)											
Provision for legal reserve		-	-	611,490	-	(611,490)	-	-	-	-	-	-
Provision for special reserve		-	-	-	1,983,231	(1,983,231)	-	-	-	-	-	-
Distribution of cash dividend		-	-	-	-	(3,669,483)	-	-	-	(3,669,483)	-	(3,669,483)
Change in net assets of the associate and joint ventures accounted for under the equity method	6(22)	-	480,615	-	-	17,295	-	-	-	497,910	-	497,910
Difference between consideration and carrying amount of subsidiaries disposed	6(23)	-	6	-	-	-	-	-	-	6	(8,216)	(8,210)
Capital surplus transferred from unclaimed dividends	6(22)	-	1,307	-	-	-	-	-	-	1,307	-	1,307
Balance at December 31, 2018		\$ 16,679,470	\$ 14,846,786	\$ 7,514,560	\$ 4,820,549	\$ 9,886,188	(\$ 5,903,019)	(\$ 273,988)	\$ -	\$ 47,570,546	\$ 1,789,354	\$ 49,359,900
Year 2019												
Balance at January 1, 2019		\$ 16,679,470	\$ 14,846,786	\$ 7,514,560	\$ 4,820,549	\$ 9,886,188	(\$ 5,903,019)	(\$ 273,988)	\$ -	\$ 47,570,546	\$ 1,789,354	\$ 49,359,900
Net income for 2019		-	-	-	-	6,815,243	-	-	-	6,815,243	403,807	7,219,050
Other comprehensive (loss) income for 2019	6(24)	-	-	-	-	(4,582)	(2,723,375)	1,605,371	-	(1,122,586)	(55,009)	(1,177,595)
Total comprehensive (loss) income		-	-	-	-	6,810,661	(2,723,375)	1,605,371	-	5,692,657	348,798	6,041,455
Appropriations of 2018 earnings	6(23)											
Provision for legal reserve		-	-	660,740	-	(660,740)	-	-	-	-	-	-
Provision for special reserve		-	-	-	1,356,458	(1,356,458)	-	-	-	-	-	-
Distribution of cash dividend		-	-	-	-	(3,335,894)	-	-	-	(3,335,894)	-	(3,335,894)
Change in net assets of the associate and joint ventures accounted for under the equity method	6(22)	-	(104,382)	-	-	(9,532)	-	-	-	(113,914)	-	(113,914)
Difference between consideration and carrying amount of subsidiaries disposed	6(23)	-	377	-	-	-	-	-	-	377	(6,767)	(6,390)
Capital surplus transferred from unclaimed dividends	6(22)	-	515	-	-	-	-	-	-	515	-	515
Balance at December 31, 2019		\$ 16,679,470	\$ 14,743,296	\$ 8,175,300	\$ 6,177,007	\$ 11,334,225	(\$ 8,626,394)	\$ 1,331,383	\$ -	\$ 49,814,287	\$ 2,131,385	\$ 51,945,672

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

SYNNEX TECHNOLOGY INTERNATIONAL AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2019 AND 2018
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

	Notes	2019	2018
<u>CASH FLOWS FROM OPERATING ACTIVITIES</u>			
Profit before tax for the year		\$ 8,889,959	\$ 7,978,135
Adjustments to reconcile profit before income tax to net cash provided by operating activities			
Income and expenses having no effect on cash flows			
Depreciation charges on property, plant and equipment	6(10)(29)	324,039	338,388
Depreciation charges on right-of-use asset	6(11)(29)	298,424	-
Depreciation charges on investment property	6(13)(29)	56,927	57,837
Amortization charges on intangible assets	6(14)(29)	49,281	63,310
Amortization of land use rights	6(15)	-	20,190
Expected credit loss	12(2)	533,102	841,879
Net gain (loss) on financial assets at fair value through profit or loss	6(2)(27)	(121,307)	100,290
Loss on decline in (gain from reversal of) market value and obsolete and slow-moving inventories	6(8)	(5,758)	187,698
Loss on scrapping inventory	6(8)	1,133	1,586
Interest expense	6(28)	715,656	701,198
Interest income	6(26)	(470,136)	(388,760)
Dividend income	6(26)	(136,142)	(200,275)
Share of profit of associates accounted for under the equity method	6(9)	(2,185,917)	(1,845,203)
Cash dividends on investments accounted for under the equity method		609,417	379,617
Loss (gain) on disposal of property, plant and equipment and investment property	6(27)	1,901	(3,147)
Gain on disposal of investments accounted for under the equity method	6(27)	-	(741,035)
Changes in assets/liabilities relating to operating activities			
Net changes in assets relating to operating activities			
Notes and accounts receivable		5,935,040	(1,403,463)
Other receivables		55,449	132,614
Inventories		9,112,640	(4,730,000)
Prepayments		367,829	(1,470,813)
Overdue receivables		(617,766)	(1,276,330)
Long-term lease and installment receivables		46,498	(29,384)
Net changes in liabilities relating to operating activities			
Notes and accounts payable		(3,551,884)	1,443,460
Other payables		(1,108,028)	432,107
Other current liabilities		1,359,047	(171,966)
Other non-current liabilities		9,342	20,718
Cash inflow (outflow) generated from operations		20,168,746	438,651
Interest paid		(741,143)	(619,844)
Interest received		470,136	388,760
Dividend received		136,142	244,635
Income tax paid		(1,222,202)	(936,150)
Net cash provided by (used in) operating activities		18,811,679	(483,948)

(Continued)

SYNNEX TECHNOLOGY INTERNATIONAL AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2019 AND 2018
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

	Notes	2019	2018
<u>CASH FLOWS FROM INVESTING ACTIVITIES</u>			
Proceeds from capital reduction of financial assets at fair value through profit or loss		\$ -	\$ 2,932
Acquisition of financial assets at fair value through profit or loss		(8,648,345)	(158,013)
Proceeds from capital reduction of financial assets at fair value through other comprehensive income		15,343	72,537
Financial assets at amortized cost		19,856	10,777
Proceeds from disposal of investments accounted for using equity method	6(9)	-	1,372,999
Net cash flow from acquisition of subsidiaries		-	(8,232)
Net cash flow from acquisition of subsidiaries' share	6(33)	(6,390)	(8,210)
Acquisition of property, plant and equipment	6(36)	(273,813)	(577,268)
Increase in investment property	6(13)	(1,019)	(2,435)
Proceeds from disposal of property, plant and equipment		15,510	17,384
Acquisition of intangible assets	6(14)	(69,500)	(57,639)
Decrease in refundable deposits		48,312	379,868
Increase in refundable deposits		(89,361)	(127,116)
Increase in restricted time deposits		(50,198)	(577,175)
Decrease in restricted time deposits		23,452	696,878
Decrease in other non-current asset		43,889	17,823
Decrease in time deposits maturing over three months		900,900	-
Increase in time deposits maturing over three months		(1,806,711)	-
Increase in prepayment for construction in progress		(2,506,982)	-
Net cash provided by (used in) investing activities		(12,385,057)	1,055,110
<u>CASH FLOWS FROM FINANCING ACTIVITIES</u>			
Increase in short-term loans	6(37)	1,175,824	4,500,306
Decrease in short-term notes and bills payable	6(37)	(1,410,000)	(890,000)
Increase in guarantee deposits received	6(37)	271,400	52,750
Decrease in guarantee deposits received	6(37)	(277,728)	(56,196)
Repayments of principal portion of lease liabilities	6(37)	(267,889)	-
Payment of cash dividends	6(23)(37)	(3,335,894)	(3,669,483)
Net cash used in financing activities		(3,844,287)	(62,623)
Effects of changes in foreign exchange rates		(1,914,840)	(548,836)
Increase (decrease) in cash and cash equivalents		667,495	(40,297)
Cash and cash equivalents at beginning of the year		5,674,663	5,714,960
Cash and cash equivalents at end of the year		\$ 6,342,158	\$ 5,674,663

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

**SYNNEX TECHNOLOGY INTERNATIONAL
CORPORATION**

**PARENT COMPANY ONLY FINANCIAL STATEMENTS
AND REPORT OF INDEPENDENT ACCOUNTANTS
DECEMBER 31, 2019 AND 2018**

For the convenience of readers and for information purpose only, the 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. In the event of any discrepancy between the English version and the original Chinese version or any differences in the interpretation of the two versions, the Chinese-language auditors' report and financial statements shall prevail.

Report of Independent Accountants Translated From Chinese

PWCR19000371

To the Board of Directors and Stockholders of Synnex Technology International Corporation

Opinion

We have audited the accompanying parent company only balance sheets of Synnex Technology International Corporation (the “Company”) as at December 31, 2019 and 2018, and the related parent company only statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the parent company only financial statements, including a summary of significant accounting policies.

In our opinion, based on our audit and the reports of other auditors (see information disclosed in the *Other Matter - Scope of the Audit* section of our report), the accompanying parent company only financial statements present fairly, in all material respects, the parent company only financial position of the Company as at December 31, 2019 and 2018, and its parent company only financial performance and its parent company only cash flows for the years then ended in accordance with the “Regulations Governing the Preparation of Financial Reports by Securities Issuers”.

Basis for opinion

We conducted our audit of the parent company only financial statements as of and for the year ended December 31, 2019 in accordance with the “Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants”, “Rule No. Financial-Supervisory-Securities-Auditing-1090360805 issued by the Financial Supervisory Commission on February 25, 2020” and generally accepted auditing standards in the Republic of China (ROC GAAS); and in accordance with the “Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants” and ROC GAAS for our audit of the parent company only financial statements as of and for the year ended December 31, 2018. Our responsibilities under those standards are further described in the *Auditor’s Responsibilities for the Audit of the Parent Company Only Financial Statements* section of our report. We are independent of

the Company in accordance with the Code of Professional Ethics for Certified Public Accountants in the Republic of China (the “Code”), and we have fulfilled our other ethical responsibilities in accordance with the Code. 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 judgement, were of most significance in our audit of the parent company only financial statements of the current period. These matters were addressed in the context of our audit of the parent company only financial statements as a whole and, in forming our opinion thereon, we do not provide a separate opinion on these matters.

Key audit matters in relation to the parent company only financial statements for the year ended December 31, 2019 are stated as follows:

Key audit matter – Assessment of allowance for uncollectible accounts

Description

Please refer to Note 4(9) & (10) for accounting policies adopted for accounts receivable. Please refer to Note 5(2), for critical accounting estimates and key sources of assumption uncertainty of loss allowance for accounts receivable. Please refer to Note 6(5) for details of accounts receivable.

The Company is primarily engaged in the sale of communication products, consumer electronic products, electronic products and components. The Company manages the collection of accounts receivable from customers and bears the associated credit risk. The Company assesses impairment of accounts receivable in accordance with IFRS 9, ‘Financial instruments’. The management categorized the accounts receivable assessment into individual provision and group provision. For individually assessed accounts receivable, allowance is recognised on a case by case basis. The assessment process is affected by management’s judgement on various factors: customers’ financial conditions, internal credit ratings, historical transaction records, and current economic conditions, etc. For group assessed accounts receivable, assessment process is affected by management’s judgement on historical uncollectible records, current economic conditions and the forecastability information to assess the default possibility of uncollectible accounts. As

management's judgement on determining allowance for uncollectible accounts is relatively subjective and the estimated amount is material to the financial statements, therefore, we indicated that the assessment of allowance for uncollectible accounts as one of the key audit matters.

How our audit addressed the matter

The scope of our audit responded to the risk as follows:

1. Understood the credit quality of the Company's customers, assessed the reasonableness of classification of accounts receivable, the policies and the procedures applied in loss allowance provision.
2. For individually assessed accounts, selected and verified samples of managements' impairment evaluation. Discussed with management the assessment results and evaluated the adequacy of the provision.
3. For accounts assessed as a group, considered historical uncollectible records and the management's forecastability adjustment information to determine whether the provision ratio of allowance for uncollectible accounts is reasonable. For significant accounts, examined subsequent collections after balance sheet date.

Key audit matter – Assessment of allowance for valuation of inventory

Please refer to Note 4(13) for description of accounting policies on allowance for inventory valuation. Please refer to Note 5(2) for accounting estimates and assumption uncertainty. Please refer to Note 6(7) for details of inventory items.

For the purpose of meeting diverse customer needs, the Company applied multi-brand and multi-product strategy. Due to the short life cycle of electronic products and the price is highly affected by market fluctuation, there is a high risk of incurring inventory valuation losses. The Company's inventory policy on inventory valuation is based on the lower of cost or net realisable value. For inventory that was checked item by item for net realisable value, the Company then applied the lower of cost or net realisable value method for recognizing loss on decline in market value.

How our audit addressed the matter

The scope of our audit responded to the risk as follows:

1. Obtained the Company's policy applied to the assessment of allowance for valuation of inventory loss. Assessed whether the allowance recognition policy is applied in a manner consistent between comparative and current periods of the financial statements.
2. Obtained net realisable value report for inventory items and verified that a consistent systematic logic was applied to the calculation. First, tested the assumptions such as: sources of sales or purchases data and relevant supporting estimation documents. Second, recalculated net realisable value item by item, then applied the lower of cost or net realizable value method for valuation and whether reasonable allowance was recognised.
3. Compared current and previous year's allowance for valuation of inventory loss. Reviewed each period's days sales of inventory in order to assess the adequacy and reasonableness of allowance recognised.

Key audit matter – Assessment of purchase rebate

Description

Please refer to Note 4(13) for accounting policies adopted for the recognition of purchase rebate. Please refer to Note 5(2) for critical accounting estimates and assumptions applied in the accounting policy for the recognition of purchase rebate.

The Company engages in various purchase contracts for different items with different suppliers. There are various types of rebate programs including incentives for certain purchase volume from vendors, purchase discounts and allowances, participations in special purchase promotions, and subsidies for marketing. The Company estimates rebates that shall be recognised in accordance with the percentage of achievement of the rebate contract terms. There are various types of rebate programs, complicated calculations and transactions with different suppliers as well as the manual process involved in the verification and calculation of rebates. All of these aforementioned factors adds to the complexity of assessing purchasing rebate. Thus, we indicated that the assessment of purchase rebate as one of the key audit matters for this fiscal year.

How our audit addressed the matter

The scope of our audit responded to the risk as follows:

1. Obtained an understanding and tested the effectiveness of internal control over the estimation of purchase rebate. Tested the appropriate controls over contractual terms regarding rebates. Checked whether the recognition and drawing of rebate amount has been approved by the proper authority.
2. Selected samples of details of purchase rebate estimation, reviewed the inventory items and checked its supporting documents in order to assess the reasonableness of estimation.
3. First, sampled details of purchase rebate estimation without notice from suppliers that has been recognised as of the balance sheet date. Second, after the balance sheet date, selected samples that have received debit notes or other supporting documents from suppliers to check whether actual rebate approximated the estimation. In addition, after balance sheet date, checked whether there were significant new rebates that should be recognised as of the balance sheet date.
4. For significant outstanding rebate receivable accounts, we sampled accounts and checked the existence of original vouchers or supporting documents or tested subsequent collections after the balance sheet date.

Other matters – Scope of the Audit

We did not audit the investments accounted for using equity method and financial statements of certain subsidiaries which were included in the parent company only financial statements of the Company and were audited by other auditors whose reports thereon have been furnished to us, and our opinion expressed herein, in so far as it relates to the investments accounted for using equity method and the amounts and the information disclosed in Note 13 included in these financial statements, is based solely on the reports of the other auditors. Additionally, for certain investees financial reports that were prepared under different accounting standards, we have performed required additional auditing procedures for the adjustments of these reports in conformity with “Regulations Governing the Preparation of Financial Reports by Securities Issuers”. Therefore, our opinion expressed regarding the amounts before adjustments in the aforementioned investees’ financial statements is based solely on the reports of the other auditors.

As at December 31, 2019 and 2018, the balance of investments accounted for using equity method of certain subsidiaries was NT\$14,293,936 thousand and NT\$14,598,752 thousand, respectively, constituting 15% and 16% of parent company only total assets respectively; for the years ended December 31, 2019 and 2018, the recognised net profit of investments accounted for using equity method was NT\$1,994,947 thousand and NT\$1,874,556 thousand, respectively, constituting 29% and 28% of parent company only net profits respectively; In addition, for the years ended December 31, 2019 and 2018, the recognised comprehensive income of investments accounted for using equity method was NT\$1,662,724 thousand and NT\$2,065,537 thousand, respectively, constituting 29% and 36% of the parent company comprehensive income, respectively.

Responsibilities of management and those charged with governance for the parent company only financial statements

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

In preparing the parent company only financial statements, management is responsible for assessing the 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.

Auditor’s responsibilities for the audit of the parent company only financial statements

Our objectives are to obtain reasonable assurance about whether the parent company only financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ROC GAAS will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate,

they could reasonably be expected to influence the economic decisions of users taken on the basis of these parent company only financial statements.

As part of an audit in accordance with ROC GAAS, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

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

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

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

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

Yeh, Tsui Miao

Wu, Yu-Lung

For and on behalf of PricewaterhouseCoopers, Taiwan

March 13, 2020

The accompanying parent company only financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying parent company only financial statements and report of independent accountants are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice. As the financial statements are the responsibility of the management, PricewaterhouseCoopers, Taiwan cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

SYNNEX TECHNOLOGY INTERNATIONAL CORPORATION
PARENT COMPANY ONLY BALANCE SHEETS
DECEMBER 31, 2019 AND 2018
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

Liabilities and Equity		Notes	December 31, 2019		December 31, 2018	
			Amount	%	Amount	%
Current liabilities						
2100	Short-term borrowings	6(13)	\$ 35,560,000	37	\$ 29,990,000	33
2110	Short-term notes and bills payable	6(14)	5,850,000	6	7,350,000	8
2150	Notes payable		74,746	-	350,324	1
2160	Notes payable - related parties	7(2)	-	-	20,223	-
2170	Accounts payable		3,359,100	4	3,516,492	4
2180	Accounts payable - related parties	7(2)	274,487	-	16,683	-
2200	Other payables	6(15)	809,055	1	836,360	1
2220	Other payables - related parties	7(2)	266,382	-	352,849	-
2230	Current income tax liabilities	6(28)	179,983	-	59,334	-
2280	Current lease liabilities	6(10)	49,939	-	-	-
2300	Other current liabilities	6(16)	416,834	-	275,261	-
21XX	Current Liabilities		46,840,526	48	42,767,526	47
Non-current liabilities						
2570	Deferred income tax liabilities	6(28)	-	-	32,119	-
2580	Non-current lease liabilities	6(10)	150,533	-	-	-
2600	Other non-current liabilities	6(17)	307,925	1	309,600	1
2XXX	Total Liabilities		47,298,984	49	43,109,245	48
Equity attributable to owners of parent						
Share capital		6(18)				
3110	Share capital - common stock		16,679,470	17	16,679,470	18
Capital surplus		6(19)				
3200	Capital surplus		14,743,296	15	14,846,786	17
Retained earnings		6(20)				
3310	Legal reserve		8,175,300	9	7,514,560	8
3320	Special reserve		6,177,007	6	4,820,549	5
3350	Unappropriated retained earnings		11,334,225	12	9,886,188	11
Other equity interest		6(21)				
3400	Other equity interest		(7,295,011)	(8)	(6,177,007)	(7)
3XXX	Total equity		49,814,287	51	47,570,546	52
Significant contingent liabilities and unrecognized contract commitments		9				
Significant events after the balance sheet date		11				
3X2X	Total liabilities and equity		\$ 97,113,271	100	\$ 90,679,791	100

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

SYNNEX TECHNOLOGY INTERNATIONAL CORPORATION
PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2019 AND 2018
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS, EXCEPT FOR EARNINGS PER SHARE)

	Items	Notes	Years ended December 31,			
			2019		2018	
			Amount	%	Amount	%
4000	Sales revenue	6(22) and 7(2)	\$ 42,587,573	100	\$ 43,218,857	100
5000	Operating costs	6(7) and 7(2)	(40,545,716)	(95)	(41,063,307)	(95)
5950	Net operating margin		<u>2,041,857</u>	<u>5</u>	<u>2,155,550</u>	<u>5</u>
	Operating expenses	6(17)(26)(27)				
6100	Selling expenses		(989,805)	(3)	(1,031,494)	(2)
6200	General & administrative expenses		(886,915)	(2)	(1,057,823)	(3)
6450	Expected credit loss	12(2)	(10,098)	-	(1,213)	-
6000	Total operating expenses		<u>(1,886,818)</u>	<u>(5)</u>	<u>(2,090,530)</u>	<u>(5)</u>
6900	Operating profit		<u>155,039</u>	<u>-</u>	<u>65,020</u>	<u>-</u>
	Non-operating income and expenses					
7010	Other income	6(23)	776,258	2	885,324	2
7020	Other gains and losses	6(24)	(138,717)	-	(115,988)	-
7050	Finance costs	6(25)	(385,271)	(1)	(361,761)	(1)
7070	Share of profit of subsidiaries, associates and joint ventures accounted for using equity method	6(8)	<u>6,556,569</u>	<u>15</u>	<u>5,998,305</u>	<u>14</u>
7000	Total non-operating revenue and expenses		<u>6,808,839</u>	<u>16</u>	<u>6,637,856</u>	<u>15</u>
7900	Profit before income tax		<u>6,963,878</u>	<u>16</u>	<u>6,702,876</u>	<u>15</u>
7950	Income tax expense	6(28)	(148,635)	-	(95,472)	-
8200	Profit for the year		<u>\$ 6,815,243</u>	<u>16</u>	<u>\$ 6,607,404</u>	<u>15</u>
	Other comprehensive income					
	Components of other comprehensive income that will not be reclassified to profit or loss					
8311	Actuarial gain (loss) on defined benefit plan	6(17)	\$ 1,554	-	(\$ 20,152)	-
8316	Unrealised gains (losses) from investments in equity instruments measured at fair value through other comprehensive income		<u>1,555,189</u>	<u>4</u>	<u>(284,546)</u>	<u>(1)</u>
8330	Share of other comprehensive income of associates and joint ventures accounted for using equity method, components of other comprehensive income that will not be reclassified to profit or loss		<u>44,357</u>	<u>-</u>	<u>30,009</u>	<u>-</u>
8349	Income tax related to components of other comprehensive income that will not be reclassified to profit or loss	6(28)	<u>(311)</u>	<u>-</u>	<u>9,909</u>	<u>-</u>
8310	Components of other comprehensive income that will not be reclassified to profit or loss		<u>1,600,789</u>	<u>4</u>	<u>(264,780)</u>	<u>(1)</u>
	Components of other comprehensive income that will be reclassified to profit or loss					
8361	Financial statements translation differences of foreign operations	6(21)	(2,394,005)	(6)	(847,646)	(2)
8380	Share of other comprehensive income of associates and joint ventures accounted for using equity method, components of other comprehensive income that will be reclassified to profit or loss		<u>(329,370)</u>	<u>(1)</u>	<u>194,452</u>	<u>1</u>
8360	Components of other comprehensive income that will be reclassified to profit or loss		<u>(2,723,375)</u>	<u>(7)</u>	<u>(653,194)</u>	<u>(1)</u>
8300	Total other comprehensive income for the year		<u>(\$ 1,122,586)</u>	<u>(3)</u>	<u>(\$ 917,974)</u>	<u>(2)</u>
8500	Total comprehensive income for the year		<u>\$ 5,692,657</u>	<u>13</u>	<u>\$ 5,689,430</u>	<u>13</u>
	Earnings per share	6(29)				
9750	Basic earnings per share		<u>\$ 4.09</u>		<u>\$ 3.96</u>	
9850	Diluted earnings per share		<u>\$ 4.09</u>		<u>\$ 3.96</u>	

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

SYNNEX TECHNOLOGY INTERNATIONAL CORPORATION
PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
YEARS ENDED DECEMBER 31, 2019 AND 2018
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS, EXCEPT AS OTHERWISE INDICATED)

	Notes	Retained Earnings					Other equity interest			Total
		Share capital - common stock	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings	Financial statements translation differences of foreign operations	Unrealised gains (losses) from financial assets measured at fair value through other comprehensive income	Unrealized gain or loss on available-for- sale financial assets	
<u>2018</u>										
Balance at January 1, 2018		\$ 16,679,470	\$ 14,364,858	\$ 6,903,070	\$ 2,837,318	\$ 9,207,169	(\$ 5,249,825)	\$ -	\$ 429,277	\$ 45,171,337
Effects of retrospective application and retrospective restatement		-	-	-	-	324,942	-	(15,626)	(429,277)	(119,961)
Balance at January 1 after adjustments		<u>16,679,470</u>	<u>14,364,858</u>	<u>6,903,070</u>	<u>2,837,318</u>	<u>9,532,111</u>	<u>(5,249,825)</u>	<u>(15,626)</u>	-	<u>45,051,376</u>
Net income for 2018		-	-	-	-	6,607,404	-	-	-	6,607,404
Other comprehensive (lose) income for 2018	6(21)	-	-	-	-	(6,418)	(653,194)	(258,362)	-	(917,974)
Total comprehensive income		-	-	-	-	6,600,986	(653,194)	(258,362)	-	5,689,430
Appropriations of 2017 earnings	6(20)									
Provision for legal reserve		-	-	611,490	-	(611,490)	-	-	-	-
Provision for special reserve		-	-	-	1,983,231	(1,983,231)	-	-	-	-
Distribution of cash dividend		-	-	-	-	(3,669,483)	-	-	-	(3,669,483)
Change in net assets of the associate and joint ventures accounted for under the equity method		-	480,615	-	-	17,295	-	-	-	497,910
Difference between consideration and carrying amount of subsidiaries disposed	6(30)	-	6	-	-	-	-	-	-	6
Capital surplus transferred from unclaimed dividends		-	1,307	-	-	-	-	-	-	1,307
Balance at December 31, 2018		<u>\$ 16,679,470</u>	<u>\$ 14,846,786</u>	<u>\$ 7,514,560</u>	<u>\$ 4,820,549</u>	<u>\$ 9,886,188</u>	<u>(\$ 5,903,019)</u>	<u>(\$ 273,988)</u>	<u>\$ -</u>	<u>\$ 47,570,546</u>
<u>2019</u>										
Balance at January 1, 2019		\$ 16,679,470	\$ 14,846,786	\$ 7,514,560	\$ 4,820,549	\$ 9,886,188	(\$ 5,903,019)	(\$ 273,988)	\$ -	\$ 47,570,546
Net income for 2019		-	-	-	-	6,815,243	-	-	-	6,815,243
Other comprehensive (lose) income for 2019	6(21)	-	-	-	-	(4,582)	(2,723,375)	1,605,371	-	(1,122,586)
Total comprehensive income		-	-	-	-	6,810,661	(2,723,375)	1,605,371	-	5,692,657
Appropriations of 2018 earnings	6(20)									
Provision for legal reserve		-	-	660,740	-	(660,740)	-	-	-	-
Provision for special reserve		-	-	-	1,356,458	(1,356,458)	-	-	-	-
Distribution of cash dividend		-	-	-	-	(3,335,894)	-	-	-	(3,335,894)
Change in net assets of the associate and joint ventures accounted for under the equity method		-	(104,382)	-	-	(9,532)	-	-	-	(113,914)
Difference between consideration and carrying amount of subsidiaries disposed	6(30)	-	377	-	-	-	-	-	-	377
Capital surplus transferred from unclaimed dividends		-	515	-	-	-	-	-	-	515
Balance at December 31, 2019		<u>\$ 16,679,470</u>	<u>\$ 14,743,296</u>	<u>\$ 8,175,300</u>	<u>\$ 6,177,007</u>	<u>\$ 11,334,225</u>	<u>(\$ 8,626,394)</u>	<u>\$ 1,331,383</u>	<u>\$ -</u>	<u>\$ 49,814,287</u>

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

SYNNEX TECHNOLOGY INTERNATIONAL CORPORATION
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2019 AND 2018
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

		Years ended December 31,	
	Notes	2019	2018
<u>CASH FLOWS FROM OPERATING ACTIVITIES</u>			
Profit before income tax for the year		\$ 6,963,878	\$ 6,702,876
Adjustments to reconcile profit before income tax to net cash provided by operating activities			
Income and expenses having no effect on cash flows			
Depreciation charges on property, plant and equipment	6(9)(26)	67,904	82,368
Depreciation charges on right-of-use asset	6(10)(26)	51,806	-
Amortisation charges	6(26)	29,707	42,308
Expected credit loss	12(2)	10,098	1,213
Net (gain) loss on financial assets at fair value through profit or loss	6(2)(24)	(14,113)	5,589
Loss on decline in market value and obsolete and slow-moving inventories	6(7)	2,832	10,642
Loss on obsolescence	6(7)	1,133	1,586
Interest expense	6(25)	385,271	361,761
Interest income	6(23)	(94,952)	(81,037)
Dividend income	6(23)	(88,373)	(152,968)
Share of profit of subsidiaries, associates and joint ventures accounted for using equity method	6(8)	(6,556,569)	(5,998,305)
Cash dividends on investments accounted for under the equity method		352,294	334,067
(Loss) gain on disposal of property, plant and equipment	6(24)	1,710	(5,010)
Changes in assets/liabilities relating to operating activities			
Net changes in assets relating to operating activities			
Accounts and notes receivable		579,174	207,616
Inventories		743,153	(230,549)
Other receivables		13,517	398,289
Prepayments		9,098	37,419
Overdue receivables		(11,078)	3,668
Net changes in liabilities relating to operating activities			
Accounts and notes payable		(195,389)	(455,537)
Other payables		38,355	41,271
Other current liabilities		141,573	(18,079)
Accrued pension liabilities		(121)	(77)
Cash inflow generated from operations		2,430,908	1,289,111
Interest paid		(400,918)	(353,462)
Interest received		94,952	81,037
Dividend received		88,373	152,968
Income tax paid		(85,007)	(54,196)
Net cash provided by operating activities		<u>2,128,308</u>	<u>1,115,458</u>

(Continued)

SYNNEX TECHNOLOGY INTERNATIONAL CORPORATION
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2019 and 2018
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

	Notes	Years ended December 31,	
		2019	2018
<u>CASH FLOWS FROM INVESTING ACTIVITIES</u>			
Proceeds from capital reduction of financial assets at fair value through other comprehensive income		\$ 15,343	\$ 72,537
Increase in other receivable due from related parties	7(2)	(60,571)	(606,805)
Acquisition of investments accounted for using equity method	6(8)	(6,390)	(8,210)
Acquisition of property, plant and equipment	6(9)	(6,113)	(55,463)
Proceeds from disposal of property, plant and equipment		-	6,913
Acquisition of intangible assets		(65,259)	(33,509)
Decrease in other non-current assets		1,653	28,568
Decrease (increase) in refundable deposits		944	(517)
Increase in prepayment for construction in progress		(2,508,948)	-
Decrease (increase) in restricted time deposits		1,863	(1,134)
Net cash flows used in investing activities		(2,627,478)	(597,620)
<u>CASH FLOWS FROM FINANCING ACTIVITIES</u>			
Increase in short-term loans	6(32)	5,570,000	3,789,000
Decrease in short-term notes and bills payable	6(32)	(1,500,000)	(940,000)
(Decrease) increase in other payable to related parties	7(2)	(135,965)	286,115
Payments of lease liabilities	6(32)	(53,888)	-
Increase in guarantee deposits received	6(32)	-	93
Payment of cash dividends	6(20)	(3,335,894)	(3,669,483)
Net cash provided by (used in) financing activities		544,253	(534,275)
Increase (decrease) in cash and cash equivalents		45,083	(16,437)
Cash and cash equivalents at beginning of year		565,688	582,125
Cash and cash equivalents at end of year		\$ 610,771	\$ 565,688

The accompanying notes are an integral part of these consolidated financial statements

Synnex Technology International Corp. Comparison of Amended Provisions to the Ethical Corporate Management Best Practice Principles

Article	Amended Provisions	Before Amendment	Reasons for amendment
Article 2	<p>(Prohibition of unethical conduct)</p> <p>When engaging in commercial activities, directors, managers, employees, and mandataries of the Company or persons having substantial control over the Company (hereinafter "Substantial Controllers") shall not directly or indirectly offer, promise to offer, request or accept any improper benefits, nor commit unethical acts including ethics breaches, illegal acts, or breaches of fiduciary duty for purposes of acquiring or maintaining benefits (hereinafter "unethical conduct").</p> <p>Parties referred to in the preceding paragraph include civil servants, political candidates, political parties or members of political parties, state-run or private-owned businesses or institutions, and their directors, supervisors, managers, employees, mandataries or Substantial Controllers or other stakeholders.</p>	<p>(Prohibition of unethical conduct)</p> <p>When engaging in commercial activities, directors, <u>supervisors</u> managers, employees, and mandataries of the Company or persons having substantial control over the Company (hereinafter "Substantial Controllers") shall not directly or indirectly offer, promise to offer, request or accept any improper benefits, nor commit unethical acts including ethics breaches, illegal acts, or breaches of fiduciary duty for purposes of acquiring or maintaining benefits (hereinafter "unethical conduct").</p> <p>Parties referred to in the preceding paragraph include civil servants, political candidates, political parties or members of political parties, state-run or private-owned businesses or institutions, and their directors, supervisors, managers, employees, mandataries or Substantial Controllers or other stakeholders.</p>	Establishment of the audit committee, text deletion.
Article 7	<p>(Scope of prevention programs)</p> <p>The Company <u>shall establish a risk assessment mechanism against unethical conduct</u>, analyze and <u>assess</u> on an irregular basis business activities within their business scope which are at a higher risk of being involved in unethical conduct, and <u>establish</u> prevention programs <u>accordingly</u> and review their <u>adequacy and effectiveness</u> on an irregular basis.</p>	<p>(Scope of prevention programs)</p> <p>When the Company <u>establishes a prevention program</u>, the Company <u>shall</u> analyze the business activities within their business scope which are at a higher risk of being involved in unethical conduct, and <u>strengthen</u> <u>relevant preventive measures</u>.</p> <p>The Company shall establish prevention programs, which shall include preventive measures against</p>	Reference the regulations in Taiwan Stock Exchange Corporation letter Tai-Zheng-Zhi-Li-Zi No. 1080008378 dated May 23, 2019.

	<p>The Company shall <u>refer to prevailing domestic and foreign standards or guidelines</u> in establishing the prevention programs, which shall <u>at least</u> include preventive measures against the following:</p> <ol style="list-style-type: none"> I. Offering and acceptance of bribes. II. Illegal political donations. III. Improper charitable donations or sponsorships. IV. Provide or accept unreasonable gifts, services, hospitality, or other improper benefits. V. Misappropriation of trade secrets and infringement of trademark rights, patent rights, copyrights, and other intellectual property rights. VI. Engaging in unfair competitive practices. VII. Damage directly or indirectly caused to the rights or interests, health, or safety of consumers or other stakeholders in the course of research and development, procurement, manufacture, provision, or sale of products and services. 	<p>the following:</p> <ol style="list-style-type: none"> I. Offering and acceptance of bribes. II. Illegal political donations. III. Improper charitable donations or sponsorships. IV. Provide or accept unreasonable gifts, services, hospitality, or other improper benefits. V. Misappropriation of trade secrets and infringement of trademark rights, patent rights, copyrights, and other intellectual property rights. VI. Engaging in unfair competitive practices. VII. Damage directly or indirectly caused to the rights or interests, health, or safety of consumers or other stakeholders in the course of research and development, procurement, manufacture, provision, or sale of products and services. 	
Article 8	<p>(Commitment and implementation)</p> <p><u>The Company shall request that the directors and senior management issue a statement of compliance with the ethical management policy and require in the terms of employment that employees comply with such policy.</u></p> <p>The Company and our respective business group <u>shall</u> clearly specify in <u>its</u> rules and external documents <u>and on the company website</u> the ethical corporate management policies and the commitment by the board of directors and <u>senior</u> management on</p>	<p>(Commitment and implementation)</p> <p>The Company and our respective business group shall clearly specify in the rules and external documents the ethical corporate management policies and the board of directors and management shall commit to the rigorous and thorough</p>	<p>Reference the regulations in Taiwan Stock Exchange Corporation letter Tai-Zheng-Zhi-Li-Zi No. 1080008378 dated May 23, 2019.</p>

	<p>rigorous and thorough implementation of such policies, and shall carry out the policies in internal management and in commercial activities.</p> <p><u>The Company shall compile documented information on the ethical management policy, statement, commitment and implementation mentioned in the Paragraphs 1 and 2 and retain said information properly.</u></p>	<p>implementation of such policies, and shall carry out the policies in internal management and in commercial activities.</p>	
Article 10	<p>(Prohibition of offering and acceptance of bribes)</p> <p>When conducting business, the Company and the directors, managers, employees, mandataries, and Substantial Controllers, may not directly or indirectly offer, promise to offer, request, or accept any improper benefits in whatever form to or from clients, agents, contractors, suppliers, public servants, or other stakeholders.</p>	<p>(Prohibition of offering and acceptance of bribes)</p> <p>When conducting business, the Company and the directors, <u>supervisors</u>, managers, employees, mandataries, and Substantial Controllers, may not directly or indirectly offer, promise to offer, request, or accept any improper benefits in whatever form to or from clients, agents, contractors, suppliers, public servants, or other stakeholders.</p>	<p>Establishment of the audit committee, text deletion.</p>
Article 11	<p>(Prohibition of illegal political donations)</p> <p>When directly or indirectly offering a donation to political parties or organizations or individuals participating in political activities, the Company and the directors, managers, employees, mandataries, and Substantial Controllers, shall comply with the Political Donations Act, and shall not make such donations in exchange for commercial gains or business advantages.</p>	<p>(Prohibition of illegal political donations)</p> <p>When directly or indirectly offering a donation to political parties or organizations or individuals participating in political activities, the Company and the directors, <u>supervisors</u>, managers, employees, mandataries, and Substantial Controllers, shall comply with the Political Donations Act, and shall not make such donations in exchange for commercial gains or business advantages.</p>	<p>Establishment of the audit committee, text deletion.</p>
Article 12	<p>(Prohibition of improper charitable donations or sponsorship)</p> <p>When making or offering donations and sponsorship, the Company and the directors, managers, employees, mandataries, and substantial</p>	<p>(Prohibition of improper charitable donations or sponsorship)</p> <p>When making or offering donations and sponsorship, the Company and the directors, <u>supervisors</u>, managers, employees, mandataries, and</p>	<p>Establishment of the audit committee, text deletion.</p>

	controllers shall comply with relevant laws and regulations, and shall not surreptitiously engage in bribery.	substantial controllers shall comply with relevant laws and regulations, and shall not surreptitiously engage in bribery.	
Article 13	<p>(Prohibition to provide or accept unreasonable gifts, services, hospitality, or other improper benefits)</p> <p>The Company and the directors, managers, employees, mandataries, and Substantial Controllers shall not directly or indirectly offer or accept any unreasonable presents, hospitality, or other improper benefits to establish business relationship or influence commercial transactions.</p>	<p>(Prohibition to provide or accept unreasonable gifts, services, hospitality, or other improper benefits)</p> <p>The Company and the directors, <u>supervisors</u>, managers, employees, mandataries, and Substantial Controllers shall not directly or indirectly offer or accept any unreasonable presents, hospitality, or other improper benefits to establish business relationship or influence commercial transactions.</p>	Establishment of the audit committee, text deletion.
Article 14	<p>(Prohibition of infringement of intellectual property rights)</p> <p>The Company and the directors, managers, employees, mandataries, and Substantial Controllers shall observe applicable laws and regulations, the Company's internal operational procedures, and contractual provisions concerning intellectual property, and may not use, disclose, dispose, or damage intellectual property or otherwise infringe intellectual property rights without the prior consent of the intellectual property rights holder.</p>	<p>(Prohibition of infringement of intellectual property rights)</p> <p>The Company and the directors, <u>supervisors</u>, managers, employees, mandataries, and Substantial Controllers shall observe applicable laws and regulations, the Company's internal operational procedures, and contractual provisions concerning intellectual property, and may not use, disclose, dispose, or damage intellectual property or otherwise infringe intellectual property rights without the prior consent of the intellectual property rights holder.</p>	Establishment of the audit committee, text deletion.
Article 16	<p>(Prevention of damage caused to the stakeholders by products and services)</p> <p>In the course of research and development, procurement, manufacture, provision, or sale of products and services, the Company and the directors, managers, employees, mandataries, and Substantial Controllers shall observe applicable laws and regulations and international standards to ensure the transparency of information about,</p>	<p>(Prevention of damage caused to the stakeholders by products and services)</p> <p>In the course of research and development, procurement, manufacture, provision, or sale of products and services, the Company and the directors, <u>supervisors</u>, managers, employees, mandataries, and Substantial Controllers shall observe applicable laws and regulations and international</p>	Establishment of the audit committee, text deletion.

	<p>and safety of, their products and services. They shall also adopt and publish a policy on the protection of the rights and interests of consumers or other stakeholders, and carry out the policy in the operations, with a view to preventing their products and services from directly or indirectly damaging the rights and interests, health, and safety of consumers or other stakeholders. Where there are sufficient facts to determine that the Company's products or services are likely to pose any hazard to the safety and health of consumers or other stakeholders, the Company shall, in principle, recall those products or suspend the services immediately.</p>	<p>standards to ensure the transparency of information about, and safety of, their products and services. They shall also adopt and publish a policy on the protection of the rights and interests of consumers or other stakeholders, and carry out the policy in the operations, with a view to preventing their products and services from directly or indirectly damaging the rights and interests, health, and safety of consumers or other stakeholders. Where there are sufficient facts to determine that the Company's products or services are likely to pose any hazard to the safety and health of consumers or other stakeholders, the Company shall, in principle, recall those products or suspend the services immediately.</p>	
Article 17	<p>(Organization and responsibility) The directors, managers, employees, mandataries, and substantial controllers of the Company shall exercise the due care of good administrators to urge the Company to prevent unethical conduct, always review the results of the preventive measures and continually make adjustments so as to ensure thorough implementation of its ethical corporate management policies.</p> <p>To achieve sound ethical corporate management, the Company shall <u>avail itself of adequate resources and staff itself with competent personnel, the Human Resources Development Center shall be responsible for establishing the ethical corporate management policies and prevention programs. The internal audit unit of the Company shall be responsible for</u></p>	<p>(Organization and responsibility) The directors, <u>supervisors</u>, managers, employees, mandataries, and substantial controllers of the Company shall exercise the due care of good administrators to urge the Company to prevent unethical conduct, always review the results of the preventive measures and continually make adjustments so as to ensure thorough implementation of its ethical corporate management policies.</p> <p>To achieve sound ethical corporate management, the Company <u>shall establish a dedicated unit responsible for establishing and supervising the implementation of the ethical corporate management policies and prevention programs and shall report to the board of directors on an irregular basis.</u></p>	<p>1.Reference the regulations in Taiwan Stock Exchange Corporation letter Tai-Zheng-Zhi-Li-Zi No. 1080008378 dated May 23, 2019.</p> <p>2.Establishment of the audit committee, text deletion.</p>

	<p><u>supervision, implementation, and the following matters, and shall inspect compliance status and produce audit reports to report to the board of directors on an irregular basis:</u></p> <p>I. <u>Assisting in incorporating ethics and moral values into the Company's business strategy and adopting appropriate prevention measures against corruption and malfeasance to ensure ethical management in compliance with the requirements of laws and regulations.</u></p> <p>II. <u>Analyzing and assessing on an irregular basis the risk of involvement in unethical conduct within the business scope, adopting accordingly programs to prevent unethical conduct, and setting out in each program the standard operating procedures and conduct guidelines with respect to the Company's operations and business.</u></p> <p>III. <u>Planning the internal organization, structure, and allocation of responsibilities and setting up check-and-balance mechanisms for mutual supervision of the business activities within the business scope which are possibly at a higher risk for unethical conduct.</u></p> <p>IV. <u>Promoting and coordinating awareness and educational activities with respect to ethics policy.</u></p>		
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	<p>V. <u>Developing a whistle-blowing system and ensuring its operating effectiveness.</u></p> <p>VI. <u>Assisting the board of directors and management in auditing and assessing whether the prevention measures taken for the purpose of implementing ethical management are effectively operating, and preparing reports on the irregular assessment of compliance with ethical management in operating procedures.</u></p>		
Article 18	<p>(Compliance of the laws and regulations when conducting business)</p> <p>The directors, managers, employees, mandataries, and Substantial Controllers of the Company shall comply with laws and regulations and the prevention programs when conducting business of the Company.</p>	<p>(Compliance of the laws and regulations when conducting business)</p> <p>The directors, <u>supervisors</u>, managers, employees, mandataries, and Substantial Controllers of the Company shall comply with laws and regulations and the prevention programs when conducting business of the Company.</p>	Establishment of the audit committee, text deletion.
Article 19	<p>(Avoidance of conflict of interest)</p> <p>The Company shall adopt policies for preventing conflicts of interest to identify, monitor, and manage risks of unethical conduct possibly resulting from such conflicts, and shall also offer appropriate means for directors, managers, and other stakeholders attending or present at board meetings to voluntarily explain whether their interests would potentially conflict with those of the company.</p> <p>When a proposal at a given board of directors meeting concerns the personal interest of, or the interest of the juristic person represented by, any of the directors, managers, and other</p>	<p>(Avoidance of conflict of interest)</p> <p>The Company shall adopt policies for preventing conflicts of interest to identify, monitor, and manage risks of unethical conduct possibly resulting from such conflicts, and shall also offer appropriate means for directors, <u>supervisors</u>, managers, and other stakeholders attending or present at board meetings to voluntarily explain whether their interests would potentially conflict with those of the company.</p> <p>When a proposal at a given board of directors meeting concerns the personal interest of, or the interest of the juristic person represented by, any of the directors, <u>supervisors</u>,</p>	Establishment of the audit committee, text deletion.

	<p>stakeholders attending or present at board meetings of the Company, the concerned person shall state the important aspects of the relationship of interest at the given board meeting. When the relationship is likely to prejudice the interest of the Company, that the concerned person may not participate in discussion or voting on that agenda item and shall recuse himself or herself from the discussion or the voting on the item, and may not exercise voting rights as proxy for another director. The directors shall exercise self-discipline and must not support one another in improper dealings.</p> <p>The Company's directors, managers, employees, mandataries, and Substantial Controllers shall not take advantage of their positions or influence in the companies to obtain improper benefits for themselves, their spouses, parents, children or any other person.</p>	<p>managers, and other stakeholders attending or present at board meetings of the Company, the concerned person shall state the important aspects of the relationship of interest at the given board meeting. When the relationship is likely to prejudice the interest of the Company, that the concerned person may not participate in discussion or voting on that agenda item and shall recuse himself or herself from the discussion or the voting on the item, and may not exercise voting rights as proxy for another director. The directors shall exercise self-discipline and must not support one another in improper dealings.</p> <p>The Company's directors, <u>supervisors</u>, managers, employees, mandataries, and Substantial Controllers shall not take advantage of their positions or influence in the companies to obtain improper benefits for themselves, their spouses, parents, children or any other person.</p>	
Article 20	<p>(Accounting and internal control)</p> <p>The Company shall establish and follow effective accounting systems and internal control systems for business activities possibly at a higher risk of being involved in unethical conduct, not have under-the-table accounts or keep secret accounts, and conduct reviews regularly so as to ensure that the design and enforcement of the systems continue to be effective.</p> <p>The internal audit unit of the Company shall, <u>based on the results of assessment of the risk of involvement in unethical conduct</u>, devise relevant audit plans, and examine accordingly the status of compliance with the</p>	<p>(Accounting and internal control)</p> <p>The Company shall establish and follow effective accounting systems and internal control systems for business activities possibly at a higher risk of being involved in unethical conduct, not have under-the-table accounts or keep secret accounts, and conduct reviews regularly so as to ensure that the design and enforcement of the systems continue to be effective.</p> <p>The Company's internal audit unit shall <u>irregularly review the status of the Company's compliance with the foregoing provisions and prepare audit reports for submission to the board of directors</u>. The internal audit</p>	<p>Reference the regulations in Taiwan Stock Exchange Corporation letter Tai-Zheng-Zhi-Li-Zi No. 1080008378 dated May 23, 2019.</p>

	<p><u>prevention programs.</u> The internal audit unit may engage a certified public accountant to carry out the audit, and may engage professionals to assist if necessary.</p> <p><u>The results of examination in the preceding paragraph shall be reported to senior management and the ethical management dedicated unit and put down in writing in the form of an audit report to be submitted to the board of directors.</u></p>	<p>unit may <u>engage a certified public accountant to carry out the audit</u>, and may engage professionals to assist <u>if necessary.</u></p>	
Article 21	<p>(Procedure and guideline of conduct)</p> <p>The Company shall establish operational procedures and guidelines in accordance with Article 6 hereof to guide directors, managers, employees, mandataries, and substantial controllers on how to conduct business. The procedures and guidelines should at least contain the following matters:</p> <ol style="list-style-type: none"> I. Standards for determining whether improper benefits have been offered or accepted. II. Rules for avoiding work-related conflicts of interests and how they should be reported and handled. III. Rules for keeping confidential trade secrets and sensitive business information obtained in the ordinary course of business. IV. Regulations and procedures for dealing with suppliers, clients, and business transaction counterparties involved in unethical conduct. V. Handling procedures for violations of these Principles. II. Disciplinary measures on offenders. 	<p>(Procedure and guideline of conduct)</p> <p>The Company shall establish operational procedures and guidelines in accordance with Article 6 hereof to guide directors, <u>supervisors</u>, managers, employees, mandataries, and substantial controllers on how to conduct business. The procedures and guidelines should at least contain the following matters:</p> <ol style="list-style-type: none"> I. Standards for determining whether improper benefits have been offered or accepted. II. Rules for avoiding work-related conflicts of interests and how they should be reported and handled. III. Rules for keeping confidential trade secrets and sensitive business information obtained in the ordinary course of business. IV. Regulations and procedures for dealing with suppliers, clients, and business transaction counterparties involved in unethical conduct. V. Handling procedures for violations of these Principles. VI. Disciplinary measures on offenders. 	<p>Establishment of the audit committee, text deletion.</p>

Article 23	<p>(Whistle-blowing system)</p> <p>The Company <u>shall adopt a concrete whistle-blowing system and scrupulously operate the system. The whistle-blowing system shall include at least the following:</u></p> <ol style="list-style-type: none"> I. <u>An independent mailbox or hotline, either internally established and publicly announced or provided by an independent external institution, to allow internal and external personnel of the Company to submit reports.</u> II. <u>Dedicated personnel or unit appointed to handle the whistle-blowing system.</u> III. <u>Follow-up measures to be adopted depending on the severity of the circumstances after investigations of cases reported are completed. Where necessary, a case shall be reported to the competent authority or referred to the judicial authority.</u> IV. <u>Documentation of case acceptance, investigation processes, investigation results, and relevant documents.</u> V. <u>Confidentiality of the identity of whistle-blowers and the content of reported cases.</u> VI. <u>Measures for protecting whistle-blowers from inappropriate disciplinary actions due to their whistle-blowing.</u> VII. <u>Whistle-blowing incentive measures.</u> <p>When material misconduct or likelihood of material impairment to the Company comes to its awareness</p>	<p>(Whistle-blowing and punishments)</p> <p>The Company <u>shall provide proper whistle-blowing channels and keep the reporter's identity and contents of the report confidential.</u></p> <p><u>The Company shall specify a well-defined disciplinary and appeal system for handling violations of the ethical corporate management rules, and shall make immediate disclosure in the Company of the title and name of the violator, the date and details of the violation, and the actions taken in response.</u></p> <p>When material misconduct or likelihood of material impairment to the Company comes to its awareness upon investigation, the dedicated personnel or unit handling the whistle-blowing system shall immediately prepare a report and notify the independent directors <u>or supervisors</u> in written form.</p>	<ol style="list-style-type: none"> 1. Reference the regulations in Taiwan Stock Exchange Corporation letter Tai-Zheng-Zhi-Li-Zi No. 1080008378 dated May 23, 2019. 2. Establishment of the audit committee, text deletion.
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	upon investigation, the dedicated personnel or unit handling the whistle-blowing system shall immediately prepare a report and notify the independent directors in written form.		
Article 24	<p><u>(Disciplinary actions and complaint systems)</u></p> <p><u>The Company shall specify and publish a well-defined disciplinary and appeal system for handling violations of the ethical corporate management rules, and shall make disclosure on the Company's internal website of the items being violated.</u></p>	Add	Reference the regulations in Taiwan Stock Exchange Corporation letter Tai-Zheng-Zhi-Li-Zi No. 1080008378 dated May 23, 2019.
Article 25	<p>(Disclosure)</p> <p>The Company shall disclose the <u>measures taken</u> for implementing its ethical corporate management, the <u>status of implementation</u> on the Company websites, annual reports, and prospectuses, and shall <u>disclose its Ethical Corporate Management Best Practice Principles on the Market Observation Post System.</u></p>	<p>(Disclosure)</p> <p>The Company shall disclose the implementation status of <u>the Company's Ethical Corporate Management Best Practice Principles</u> on the Company websites, annual reports, and prospectuses.</p>	Reference the regulations in Taiwan Stock Exchange Corporation letter Tai-Zheng-Zhi-Li-Zi No. 1080008378 dated May 23, 2019.
Article 26	<p>(Review and amendment of ethical corporate management policies and measures)</p> <p>The Company shall at all times monitor the development of relevant local and international regulations concerning ethical corporate management and encourage directors, managers, and employees to make suggestions, based on which the adopted ethical corporate management policies and measures taken will be reviewed and improved with a view to achieving better implementation of ethical management.</p>	<p>(Review and amendment of ethical corporate management policies and measures)</p> <p>The Company shall at all times monitor the development of relevant local and international regulations concerning ethical corporate management and encourage directors, <u>supervisors</u>, managers, and employees to make suggestions, based on which the adopted ethical corporate management policies and measures taken will be reviewed and improved with a view to achieving better implementation of ethical management.</p>	Establishment of the audit committee, text deletion.
Article 27	<p>(Implementation)</p> <p>The Ethical Corporate Management Best Practice Principles shall be implemented after the approval of the</p>	<p>(Implementation)</p> <p>The Ethical Corporate Management Best Practice Principles shall be implemented after the approval of the</p>	1. Reference the regulations in Taiwan Stock Exchange

	<p>board of directors. The same applies to all subsequent amendments.</p> <p>When <u>the Company</u> proposes Ethical Corporate Management Best Practice Principles for discussion by the board of directors in accordance with the preceding paragraph, independent directors' opinions must also be fully taken into consideration. Any objections or qualified opinions made by independent directors must be detailed in board meeting minutes. If an independent director is unable to express objections or qualified opinions personally at the board meeting, the opinion shall be raised in writing in advance unless there is justifiable reason not to do so. Such opinions shall also be recorded in board meeting minutes.</p>	<p>board of directors, <u>and shall be sent to the supervisors and reported at a shareholders' meeting.</u> The same applies to all subsequent amendments.</p> <p>When the Ethical Corporate Management Best Practice Principles is proposed for discussion by the board of directors in accordance with the preceding paragraph, independent directors' opinions must also be fully taken into consideration. Any objections or qualified opinions made by independent directors must be detailed in board meeting minutes. If an independent director is unable to express objections or qualified opinions personally at the board meeting, the opinion shall be raised in writing in advance unless there is justifiable reason not to do so. Such opinions shall also be recorded in board meeting minutes.</p> <p><u>If the Company that has established an audit committee, the provisions regarding supervisors in these Principles shall apply mutatis mutandis to the audit committee.</u></p>	<p>Corporation letter Tai-Zheng-Zhi-Li-Zi No. 1080008378 dated May 23, 2019.</p> <p>2. Establishment of the audit committee, text deletion.</p>
Article <u>28</u>	<p>(Date of establishment and amendment)</p> <p>This principle was <u>established</u> on March 17, 2011. The 1st amendment was made on March 16, 2015. <u>The 2nd amendment was made on June 12, 2020.</u></p>	<p>(Date of establishment and amendment)</p> <p>This principle was <u>established</u> on March 17, 2011. The 1st amendment was made on March 16, 2015.</p>	<p>Amended the number of amendments and amendment dates.</p>

Attachment 5

2019 Profit Distribution Table

Unit: NT\$

(I) Carry-forward of undistributed profit from previous period	\$ 4,533,095,568
Minus: Adjustment for 2019 reserved earnings	(14,113,698)
Undistributed profit after adjustment	4,518,981,870
(II) Plus: Net profit after tax in current period	6,815,243,294
Minus: Provision of legal reserve	(680,112,960)
Minus: Special reserve	(1,118,003,065)
Balance distributable for current year	5,017,127,269
Distributable profit in this period	9,536,109,139
(III) Distribution in this period	
Shareholder dividend in cash (\$2.6 per share)	(4,336,662,117)
Total amount of distribution	(4,336,662,117)
(IV) Undistributed profit carried over to following year	\$ 5,199,447,022

Attachment 6

Synnex Technology International Corp. Comparison of Amended Provisions to the Articles of Incorporation

Article	Amended Provisions	Before Amendment	Reasons
Article 5	The Company has a total capital of NT\$24 billion, divided into 2.4 billion shares (50 million of which are designated for employee stock option certificates), with a par value of NT\$10 per share. The board of directors may issue the unissued shares in installments as needed, <u>part of which may be preferred stocks</u> . The Taiwan Depository & Clearing Corporation may request that the Bank substitute a share certificate in larger denominations for the share certificates of par value.	The Company has a total capital of NT\$22 billion, divided into 2.2 billion shares (50 million of which are designated for employee stock option certificates), with a par value of NT\$10 per share. The Board of Directors may issue the unissued shares in installments as needed. The Taiwan Depository & Clearing Corporation may request that the Bank substitute a share certificate in larger denominations for the share certificates of par value.	Amended according to actual needs.
Article 5-1	<u>The rights and obligations and other important terms of issuance associated with preferred stocks of the Company are as follows:</u> I. <u>The annual dividend rate of preferred stocks is limited to 8%. The dividends shall be calculated based on issue price per share and may be distributed in the form of cash once annually. After the ratification of the financial statements by the annual shareholders' meetings, the board of directors will determine the base date to pay the dividends for the preceding fiscal year. For dividends distributable for the year of issuance and recovery, the dividend shall be calculated based on the actual</u>		Added according to actual needs.

	<p><u>number of days issued during the year.</u></p> <p>II. <u>The Company has the right to decide dividend distribution on preferred stocks, if any, at its sole discretion. If there are no surplus earnings, the surplus earnings are not enough for distributing dividends of the preferred stocks in whole or in part after the final account, or due to any other consideration, the Company may, by the approval of the shareholders' meeting, decide not to distribute dividends for preferred stocks, which shall not constitute a breach of contract. Should the preferred stocks be non-cumulative preferred stock, the undistributed or insufficiently distributed dividends shall not be accumulated for solvency in the future.</u></p> <p>III. <u>Except for receiving dividends as specified in Subparagraph 1 of this Paragraph, shareholders of preferred stocks are not eligible for the dividend entitlements of ordinary stocks, including earnings distribution and capital reserves distributed in cash or being reallocated as capital.</u></p> <p>IV. <u>In terms of priority for the allocation of the Company's remaining assets, the shareholders of preferred stocks shall have a higher priority than those of ordinary shares and the</u></p>		
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	<p><u>same priority with those of the other various preferred stocks issued by this Company and those of preferred stocks all shall be lower than the general creditors, however, the allocation to the shareholders of preferred stocks shall not exceed the value of the currently outstanding preferred stocks at issuance price.</u></p> <p><u>V. Shareholders of preferred stocks are not entitled to any voting rights or election rights during shareholders' meetings, however they are entitled to voting rights during shareholders' meetings for preferred stock shareholders and those involving the rights and obligations of preferred stock shareholders during shareholder's meetings.</u></p> <p><u>VI. Preferred stocks may not be converted to ordinary stocks.</u></p> <p><u>VII. Where the preferred stock does not have a maturity date, the shareholders of the preferred stocks may not request that the Company recall the preferred stocks they hold. However the Company may recall all or a portion of the outstanding preferred stocks at any time at the issuance price after five years from issuance. For preferred stocks that have not been recalled, the rights and obligations prescribed in the terms of issuance in the above subparagraphs shall persist. Should</u></p>	
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	<p><u>the Company resolve to issue dividends, the dividend up until the recovery date shall be calculated based on the actual number of days issued during the year.</u></p> <p><u>VIII. The additional paid-in capital from the issuance of preferred stocks shall not be reallocated as capital during the issuance period of such preferred stocks, unless it is for the purpose of making up losses.</u></p> <p><u>The board of directors is authorized to determine the name, date, and terms of issuance depending on the condition of the capital market and the purchasing intentions of the investors at the time of actual issuance, in compliance with the Company's Articles of Incorporation and relevant laws and regulations.</u></p>		
Article 6	<p>The Company's stocks shall be signed, sealed, and numbered by <u>the</u> director <u>who is authorized to represent</u> the Company. The stocks shall be issued after proper certification by the competent authority or their authorized agent for stock issuance and registration.</p> <p>When issuing new shares, the Company may print a single certificate to collectively represent all shares in the new issue, but shall then contact the centralized securities depository corporation for safekeeping of the share certificates.</p> <p>When issuing the stocks, the Company may opt not to print any share certificates. The Company should, however, contact a centralized securities depository institute to</p>	<p>The Company's stocks shall be signed, sealed, and numbered by at least <u>three</u> directors of <u>the</u> Company. The stocks shall be issued after proper certification by the competent authority or their authorized agent for stock issuance and registration.</p> <p>When issuing new shares, the Company may print a single certificate to collectively represent all shares in the new issue, but shall then contact the centralized securities depository corporation for safekeeping of the share certificates.</p> <p>When issuing the stocks, the Company may opt not to print any share certificates. The Company should, however, contact a centralized securities depository institute to register the shares.</p>	Amended according to actual needs and legislation.

	register the shares.		
Article 13	<p>The Company holds two types of shareholders' meetings, which are described at the left below:</p> <p>I. Annual shareholders' meeting;</p> <p>II. Extraordinary shareholders' meeting.</p> <p>The annual shareholders' meeting is to be held once every year and convened within six months after the close of each fiscal year.</p> <p>An extraordinary shareholders' meeting shall be convened when necessary and shall, unless otherwise provided for in the Company Act, be convened by the board of directors.</p> <p><u>Extraordinary shareholders' meetings may be held whenever necessary, and are subject to compliance with relevant laws.</u></p>	<p>The Company holds two types of shareholders' meetings, which are described at the left below:</p> <p>III. Annual shareholders' meeting;</p> <p>IV. Extraordinary shareholders' meeting.</p> <p>The annual shareholders' meeting is to be held once every year and convened within six months after the close of each fiscal year.</p> <p>An extraordinary shareholders' meeting shall be convened when necessary and shall, unless otherwise provided for in the Company Act, be convened by the board of directors.</p>	Amended according to actual needs.
Article 17	<p>Shareholders of the Company are entitled to one vote for every share held. However, <u>preferred stocks without voting rights issued by the Company or</u> the Company holding its own shares in accordance with the laws is not entitled to voting rights.</p>	<p>Shareholders of the Company are entitled to one vote for every share held. However, the Company holding its own shares in accordance with the laws is not entitled to voting rights.</p>	Amended according to actual needs.
Article 38-1	<p>The Company's annual earnings at the end of the accounting year shall be first subject to taxation, reimbursement of previous losses, followed by a 10% provision for statutory earnings reserve and provision or reversal for special reserve by law. If there is profit remaining, <u>may be distributed as dividends of the preferred stocks for the current year and then</u> the board of directors shall prepare a proposal to distribute the balance amount, together with accumulated non-distributed profit. Where</p>	<p>The Company's annual earnings at the end of the accounting year shall be first subject to taxation, reimbursement of previous losses, followed by a 10% provision for statutory earnings reserve and provision or reversal for special reserve by law. If there is profit remaining, the board of directors shall prepare a proposal to distribute the balance amount, together with accumulated non-distributed profit. Where dividends are distributed in the form of stocks, the distribution shall be subject to the approval of the shareholders' meeting.</p>	Amended according to actual needs.

	<p>dividends are distributed in the form of stocks, the distribution shall be subject to the approval of the shareholders' meeting.</p> <p>Where dividends are distributed in the form of cash, the board of directors is authorized to make such distribution by approval of more than half of directors present at a meeting where more than two-thirds of the directors are in attendance, and shall also be reported at the shareholders' meeting.</p> <p>The Board of Directors shall determine the shareholders' cash dividend ratio with the consideration of the financial structure of the Company, future earnings situation, and business development; however, the cash dividend ratio may not be less than 15% of the total current dividend distributed to shareholders.</p>	<p>Where dividends are distributed in the form of cash, the board of directors is authorized to make such distribution by approval of more than half of directors present at a meeting where more than two-thirds of the directors are in attendance, and shall also be reported at the shareholders' meeting.</p> <p>The Board of Directors shall determine the shareholders' cash dividend ratio with the consideration of the financial structure of the Company, future earnings situation, and business development; however, the cash dividend ratio may not be less than 15% of the total current dividend distributed to shareholders.</p>	
Article 41	<p>The Articles of Incorporation were drafted and agreed upon by all founders on September 1, 1988. It officially takes effect after the approval of the competent authority; the same applies to any amendments. The 1st amendment was made on September 27, 1990. The 2nd amendment was made on June 18, 1991. The 3rd amendment was made on April 6, 1992. The 4th amendment was made on March 18, 1993. The 5th amendment was made on October 22, 1993. The 6th amendment was made on May 11, 1994. The 7th amendment was made on May 20, 1995. The 8th amendment was made on March 28, 1996. The 9th amendment was made on April 18, 1997. The 10th</p>	<p>The Articles of Incorporation were drafted and agreed upon by all founders on September 1, 1988. It officially takes effect after the approval of the competent authority; the same applies to any amendments. The 1st amendment was made on September 27, 1990. The 2nd amendment was made on June 18, 1991. The 3rd amendment was made on April 6, 1992. The 4th amendment was made on March 18, 1993. The 5th amendment was made on October 22, 1993. The 6th amendment was made on May 11, 1994. The 7th amendment was made on May 20, 1995. The 8th amendment was made on March 28, 1996. The 9th amendment was made on April 18, 1997. The 10th amendment was made on April 18, 1997. The 11th amendment was</p>	<p>Amended this number of amendments to include this amendment and its date.</p>

	<p>amendment was made on April 18, 1997. The 11th amendment was made on May 13, 1998. The 12th amendment was made on May 7, 1999. The 13th amendment was made on May 2, 2000. The 14th amendment was made on May 11, 2001. The 15th amendment was made on May 21, 2002. The 16th amendment was made on May 28, 2003. The 17th amendment was made on June 10, 2005. The 18th amendment was made on June 13, 2007. The 19th amendment was made on June 11, 2008. The 20th amendment was made on June 17, 2010. The 21st amendment was made on June 10, 2011. The 22nd amendment was made on June 13, 2012. The 23rd amendment was made on June 11, 2014. The 24th amendment was made on June 12, 2015. The 25th amendment was made on June 8, 2016. The 26th amendment was made on June 7, 2017. The 27th amendment was made on June 12, 2018. The 28th amendment was made on June 6, 2019. <u>The 29th amendment was made on June 12, 2020.</u></p>	<p>made on May 13, 1998. The 12th amendment was made on May 7, 1999. The 13th amendment was made on May 2, 2000. The 14th amendment was made on May 11, 2001. The 15th amendment was made on May 21, 2002. The 16th amendment was made on May 28, 2003. The 17th amendment was made on June 10, 2005. The 18th amendment was made on June 13, 2007. The 19th amendment was made on June 11, 2008. The 20th amendment was made on June 17, 2010. The 21st amendment was made on June 10, 2011. The 22nd amendment was made on June 13, 2012. The 23rd amendment was made on June 11, 2014. The 24th amendment was made on June 12, 2015. The 25th amendment was made on June 8, 2016. The 26th amendment was made on June 7, 2017. The 27th amendment was made on June 12, 2018. The 28th amendment was made on June 6, 2019.</p>	
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Synnex Technology International Corp. Comparison of Amended Terms to the Procedures for Endorsements/Guarantees

Article	Amended Provisions	Existing articles	Reasons for amendment
Article 1	<p>(Description)</p> <p>The Procedures are amended in accordance with the laws and regulations of the competent authority and the needs of operation management. <u>Endorsements and guarantees shall be handled in accordance with the established procedure.</u></p>	<p>(Description)</p> <p>The Procedures are amended in accordance with the laws and regulations of the competent authority and the needs of operation management.</p>	Amended in accordance with the laws and regulations.
Article 9	<p>(Period and content of announcement and report)</p> <p>The Company shall enter the following data to the information reporting website designated by the competent authority according to the specified specifications and content.</p> <p>The term “date of occurrence” as referred to in the Procedures means the earliest of, the <u>signing date</u>, payment date, the board of directors' resolution date, or any other dates when <u>the counterparty and monetary amount of the endorsement/guarantee</u> can be verified with certainty.</p> <p>I. The Company shall announce and report the previous month's endorsements/guarantees balances of the Company and its subsidiaries by the 10th day of each month in accordance to the regulations of the competent authority.</p>	<p>(Period and content of announcement and report)</p> <p>The Company shall enter the following data to the information reporting website designated by the competent authority according to the specified specifications and content.</p> <p>The term “date of occurrence” as referred to in the Procedures means the earliest of, the <u>signing date of the transaction</u>, payment date, the board of directors' resolution date, or any other dates when <u>the transaction counterparty and the transaction amount</u> can be verified with certainty.</p> <p>I. The Company shall announce and report the previous month's endorsements/guarantees balances of the Company and its subsidiaries by the 10th day of each month in accordance to the regulations of the competent authority.</p>	Amended in accordance with the laws and regulations.

	<p>II. Where the Company's balance of endorsements/guarantees reach one of the following levels, the Company shall announce and report the event in accordance with the regulations of the competent authority within two days commencing immediately from the date of occurrence:</p> <p>(I) The aggregate balance of endorsements/guarantees by the Company and <u>its subsidiaries</u> reaches 50 percent or more of the Company's net worth as stated in its latest financial statement.</p> <p>(II) The aggregate balance of endorsements/guarantees by the Company and <u>its subsidiaries</u> for a single enterprise reaches 20 percent or more of the Company's net worth as stated in its latest financial statement.</p> <p>(III) The balance of endorsements/guarantees by the Company and <u>its subsidiaries</u> for a single enterprise reaches NT\$10 million or more and the aggregate amount of all endorsements/guarantees for, <u>carrying value of equity method investment and long-term investment in</u>, and balance of loans to such enterprise reaches 30 percent or more of the company's net</p>	<p>II. Where the Company's balance of endorsements/guarantees reach one of the following levels, the Company shall announce and report the event in accordance with the regulations of the competent authority within two days commencing immediately from the date of occurrence:</p> <p>(I) The aggregate balance of endorsements/guarantees by the Company and <u>the subsidiaries</u> reaches 50 percent or more of the Company's net worth as stated in its latest financial statement.</p> <p>(II) The aggregate balance of endorsements/guarantees by the Company and <u>the subsidiaries</u> for a single enterprise reaches 20 percent or more of the Company's net worth as stated in its latest financial statement.</p> <p>(III) The balance of endorsements/guarantees by the Company and <u>the subsidiaries</u> for a single enterprise reaches NT\$10 million or more and the aggregate amount of all endorsements/guarantees for, <u>long-term investment in</u>, and balance of loans to such enterprise reaches 30 percent or more of the company's net worth as stated in its</p>	
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	<p>worth as stated in its latest financial statement.</p> <p>(IV) The amount of new endorsements/guarantees made by the Company or <u>its subsidiaries</u> reaches NT\$30 million or more, and reaches 5 percent or more of the company's net worth as stated in its latest financial statement.</p> <p>This Company shall announce and report on behalf of any subsidiary thereof that is not a public company of the Republic of China any matters that such subsidiary is required to announce and report pursuant to Subparagraph 4 of the preceding paragraph.</p> <p>"Subsidiary" as referred to in the Procedures shall be as determined under the Regulations Governing the Preparation of Financial Reports by Securities Issuers.</p> <p>"Net worth" as referred to in the Procedures means the balance sheet equity attributable to the owners of the parent company under the Regulations Governing the Preparation of Financial Reports by Securities Issuers.</p>	<p>latest financial statement.</p> <p>(IV) The amount of new endorsements/guarantees made by the Company or <u>the subsidiaries</u> reaches NT\$30 million or more, and reaches 5 percent or more of the company's net worth as stated in its latest financial statement.</p> <p>This Company shall announce and report on behalf of any subsidiary thereof that is not a public company of the Republic of China any matters that such subsidiary is required to announce and report pursuant to Subparagraph 4 of the preceding paragraph.</p> <p>"Subsidiary" as referred to in the Procedures shall be as determined under the Regulations Governing the Preparation of Financial Reports by Securities Issuers.</p> <p>"Net worth" as referred to in the Procedures means the balance sheet equity attributable to the owners of the parent company under the Regulations Governing the Preparation of Financial Reports by Securities Issuers.</p>	
Article 13	<p>(Enforcement and amendment)</p> <p>The Procedures shall be approved <u>by more than half of all Audit Committee Members and then be submitted to the Board of Directors meeting for resolution; after it is passed by the Board of Directors,</u> it would be sent to the Shareholders' meeting for final approval <u>before enforcement, and where any director expresses dissent and it is contained in the</u></p>	<p>(Enforcement and amendment)</p> <p>The Procedures shall require the approval of <u>the audit committee</u>, and shall be submitted for the approval of the shareholders' meeting <u>after the adoption of a resolution by the board of directors.</u></p> <p>The same shall apply to any amendments to the Procedures.</p>	Amended in accordance with the laws and regulations.

	<p><u>minutes or a written statement, the Company shall submit the dissenting opinion for discussion by the shareholders' meeting.</u> The same shall apply to any amendments to the Procedures.</p> <p>When the Procedures for Endorsements and Guarantees is proposed for discussion by the board of directors in accordance with the preceding paragraph, independent directors' opinions must also be fully taken into consideration. <u>Any objections or qualified opinions made by independent directors must be detailed in board meeting minutes.</u></p>	<p>When the Procedures for Endorsements and Guarantees is proposed for discussion by the board of directors in accordance with the preceding paragraph, independent directors' opinions must also be fully taken into consideration. <u>Their clear opinion of agreement or objections and reasons for objections shall be recorded in the board meeting minutes.</u></p>	
Article 14	<p>(Date of amendment)</p> <p>The Procedures were amended on <u>June 12, 2020.</u></p>	<p>(Date of amendment)</p> <p>The Procedures were amended on <u>June 12, 2015.</u></p>	<p>Expressly stated the date of amendment.</p>

Attachment 8

Synnex Technology International Corp. Procedures for Extending Loans to Others - Comparison of Amended Terms

Article	Amended Provisions	Existing articles	Reasons for amendment
Article 1	<p>(Description)</p> <p>These Procedures is amended in accordance with the laws and regulations of the competent authority and the needs of operation management. <u>Extending loans to others shall be handled in accordance with the established procedure.</u></p>	<p>(Description)</p> <p>These Procedures were amended in accordance with the laws and regulations of the competent authority and the needs of operation management.</p>	Amended in accordance with laws and regulations.
Article 2	<p>(Loan receiver)</p> <p>The subject which the Company extends loans to (hereinafter referred to as "Borrower") are those for which the following circumstances apply:</p> <p>I. The companies or firms that have business relations with the Company.</p> <p>II. Companies or firms with short-term capital requirements. The term "short-term" means a period of one year, or one operating cycle (whichever is longer).</p> <p>The restriction in Paragraph 1, Subparagraph 2 shall not apply to inter-company loans of funds between overseas companies in which the Company holds, directly or indirectly, 100% of the voting shares, <u>nor to loans of funds to the Company by any overseas company in which the Company holds, directly or indirectly,</u></p>	<p>(Loan receiver)</p> <p>The subject which the Company extends loans to (hereinafter referred to as "Borrower") are those for which the following circumstances apply:</p> <p>I. The companies or firms that have business relations with the Company.</p> <p>II. Companies or firms with short-term capital requirements. The term "short-term" means a period of one year, or one operating cycle (whichever is longer).</p> <p>The restriction in Paragraph 1, Subparagraph 2 shall not apply to inter-company loans of funds between overseas companies in which the Company holds, directly or indirectly, 100% of the voting shares.</p>	Amended in accordance with laws and regulations.

	<p><u>100% of the voting shares. However, the limits on the aggregate amount of such loans and on the amount of such loans permitted to a single borrower shall be prescribed, and shall specify limits on the durations of such loans.</u></p> <p><u>When the responsible person of the Company violates the regulations of Paragraph 1, the responsible person shall bear joint and several liability with the borrower for repayment; if the Company suffers damages, the responsible person also shall be liable for compensation of damages.</u></p>		
Article 3	<p>(Evaluation standards for fund loans to others)</p> <p>Inter-company loans between the Company and other companies for reasons of business dealings shall comply with Paragraph 2 of Article 4. Loans for reasons of short-term capital requirements shall be limited to the following circumstances:</p> <ol style="list-style-type: none"> I. Loans to a subsidiary of the Company for reasons of capital turnover needs. II. Loans to an investee evaluated by the equity method which is not a subsidiary of the Company for reasons of capital turnover needs. <p><u>Funds of a long-term investment nature provided to the subsidiary by the Company</u> are long-term investments in nature and not included within the scope of loans.</p> <p>"Subsidiary" as referred to in these Procedures shall be as determined under the Regulations Governing the</p>	<p>(Evaluation standards for fund loans to others)</p> <p>Inter-company loans between the Company and other companies for reasons of business dealings shall comply with Paragraph 2 of Article 4. Loans for reasons of short-term capital requirements shall be limited to the following circumstances:</p> <ol style="list-style-type: none"> I. Loans to a subsidiary of the Company for reasons of capital turnover needs. II. Loans to an investee evaluated by the equity method which is not a subsidiary of the Company for reasons of capital turnover needs. <p><u>Advances of a long-term investment nature</u> provided to the subsidiary by the Company are long-term investments in nature and not included within the scope of loans.</p> <p>"Subsidiary" as referred to in these Procedures shall be as determined under the Regulations Governing the Preparation of Financial Reports by</p>	Text modified where appropriate in consideration of laws and regulations

	<p>Preparation of Financial Reports by Securities Issuers.</p> <p>"Net worth" as referred to in these Procedures means the equity on the balance sheet attributable to the owners of the parent company under the Regulations Governing the Preparation of Financial Reports by Securities Issuers.</p>	<p>Securities Issuers.</p> <p>"Net worth" as referred to in these Procedures means the equity on the balance sheet attributable to the owners of the parent company under the Regulations Governing the Preparation of Financial Reports by Securities Issuers.</p>	
Article 4	<p>(Limits on the aggregate amount of loans and the amount of loans permitted to a single borrower)</p> <p>I. Those with short-term capital requirements:</p> <p>(I) The loan receiver is a subsidiary for which the parent company owns 80% or higher of the equity interest:</p> <p>The aggregate balance of loans shall not exceed 40 percent of the Company's net worth as stated in its latest financial statement audited by a CPA; the amount of each loan shall not exceed 40 percent of the above stated net worth.</p> <p>(II) The loan receiver is a subsidiary for which the parent company owns less than 80% of the equity interest:</p> <p>The aggregate balance of loans shall not exceed 20 percent of the Company's net worth as stated in its latest financial statement audited by a CPA; the</p>	<p>(Limits on the aggregate amount of loans and the amount of loans permitted to a single borrower)</p> <p>I. Those with short-term capital requirements:</p> <p>(I) The loan receiver is a subsidiary for which the parent company owns 80% or higher of the equity interest:</p> <p>The aggregate balance of loans shall not exceed 40 percent of the Company's net worth as stated in its latest financial statement audited by a CPA; the amount of each loan shall not exceed 40 percent of the above stated net worth.</p> <p>(II) The loan receiver is a subsidiary for which the parent company owns less than 80% of the equity interest:</p> <p>The aggregate balance of loans shall not exceed 20 percent of the Company's net worth as stated in its latest financial statement audited by a CPA; the</p>	<p>Amended in accordance with laws and regulations.</p>

	<p>amount of each loan shall not exceed 5 percent of the above stated net worth.</p> <p>II. The companies or firms that have business relations with the Company:</p> <p>The aggregate balance of loans shall not exceed 20 percent of the Company's net worth as stated in its latest financial statement audited by a CPA; the amount of each loan shall not exceed the total amount of trading between the parties or 5 percent of the above stated net worth, whichever is lower. The term "amount of trading" means purchase of goods or sale of goods between the parties, whichever is higher.</p> <p>III. The aggregate balance of loans shall not exceed 40 percent of the Company's net worth as stated in its latest financial statement audited by a CPA.</p> <p>IV. The aggregate balance of inter-company loans of funds between overseas companies in which the Company holds, directly or indirectly, 100% of the voting shares, <u>and loans of funds to the Company by any overseas company in which the Company holds, directly or indirectly, 100% of the voting shares</u> shall not exceed 200 percent of the Company's net worth; the aggregate balance of a single party shall not exceed 70 percent</p>	<p>amount of each loan shall not exceed 5 percent of the above stated net worth.</p> <p>II. The companies or firms that have business relations with the Company:</p> <p>The aggregate balance of loans shall not exceed 20 percent of the Company's net worth as stated in its latest financial statement audited by a CPA; the amount of each loan shall not exceed the total amount of trading between the parties or 5 percent of the above stated net worth, whichever is lower. The term "amount of trading" means purchase of goods or sale of goods between the parties, whichever is higher.</p> <p>III. The aggregate balance of loans shall not exceed 40 percent of the Company's net worth as stated in its latest financial statement audited by a CPA.</p> <p>IV. The aggregate balance of inter-company loans of funds between overseas companies in which the Company holds, directly or indirectly, 100% of the voting shares shall not exceed 200 percent of the Company's net worth; the aggregate balance of a single party shall not exceed 70 percent of the Company's net worth.</p>	
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	of the Company's net worth.		
Article 9	<p>(Period and content of announcement and report)</p> <p>The Company shall enter the following data to the information reporting website designated by the competent authority according to the specified specifications and content.</p> <p>The term “date of occurrence” as referred to in these Procedures means the earliest of the <u>signing date</u>, payment date, the board of directors' resolution date or any other dates when <u>the loan receiver and the amount</u> can be verified with certainty.</p> <p>I. The Company shall announce and report the previous month's loan balances of its head office and subsidiaries by the 10th day of each month in accordance with the regulations of the competent authority.</p> <p>II. Where the balance of Company's loans of funds reach one of the following levels, the Company shall announce and report such event in accordance with the regulations of the competent authority within two days commencing immediately from the date of occurrence:</p> <p>(I) The aggregate balance of loans to others by the Company and <u>its subsidiaries</u> reaches 20</p>	<p>(Period and content of announcement and report)</p> <p>The Company shall enter the following data to the information reporting website designated by the competent authority according to the specified specifications and content.</p> <p>The term “date of occurrence” as referred to in these Procedures means the earliest of the <u>signing date of the transaction</u>, payment date, the board of directors' resolution date or any other dates when <u>the transaction counterparty and the transaction amount</u> can be verified with certainty.</p> <p>I. The Company shall announce and report the previous month's loan balances of its head office and subsidiaries by the 10th day of each month in accordance with the regulations of the competent authority.</p> <p>II. Where the balance of Company's loans of funds reach one of the following levels, the Company shall announce and report such event in accordance with the regulations of the competent authority within two days commencing immediately from the date of occurrence:</p> <p>(I) The aggregate balance of loans to others by the Company and <u>the</u></p>	Amended in accordance with laws and regulations.

	<p>percent or more of the Company's net worth as stated in its latest financial statement.</p> <p>(II) The balance of loans by the Company and <u>its subsidiaries</u> to a single enterprise reaches 10 percent or more of the Company's net worth as stated in its latest financial statement.</p> <p>(III) The amount of new loans of funds by the Company <u>or its subsidiaries</u> reaches NT\$10 million or more, and reaches 2 percent or more of the Company's net worth as stated in its latest financial statement.</p> <p>III. The Company shall announce and report on behalf of any subsidiary thereof that is not a public company of the Republic of China any matters that such subsidiary is required to announce and report pursuant to Subparagraph 3 of the preceding paragraph.</p>	<p><u>subsidiaries</u> reaches 20 percent or more of the Company's net worth as stated in its latest financial statement.</p> <p>(II) The balance of loans by the Company and <u>the subsidiaries</u> to a single enterprise reaches 10 percent or more of the Company's net worth as stated in its latest financial statement.</p> <p>(III) The amount of new loans of funds by the Company or <u>the subsidiaries</u> reaches NT\$10 million or more, and reaches 2 percent or more of the Company's net worth as stated in its latest financial statement.</p> <p>III. The Company shall announce and report on behalf of any subsidiary thereof that is not a public company of the Republic of China any matters that such subsidiary is required to announce and report pursuant to Subparagraph 3 of the preceding paragraph.</p>	
Article 13	<p>(Enforcement and amendment)</p> <p>When the Company adopts these Procedures, the Company shall require the approval <u>of at least one-half of all audit committee members</u>, and furthermore shall be submitted for a resolution by the board of directors and a resolution by the shareholders' meeting before enforcement, and where any director expresses dissent</p>	<p>(Enforcement and amendment)</p> <p>When the Company adopts these Procedures, the Company shall require the approval of the <u>audit committee members</u>, and furthermore shall be submitted for a resolution by the board of directors and a resolution by the shareholders' meeting before enforcement, and where any director expresses dissent and it is contained in</p>	Amended in accordance with laws and regulations.

	<p>and it is contained in the minutes or a written statement, the Company shall submit the dissenting opinion for discussion in the shareholders' meeting. The same shall apply to any amendments to the procedures.</p> <p>When the Procedures for Extending Loans to Others is proposed for discussion by the board of directors in accordance with the preceding paragraph, independent directors' opinions must also be fully taken into consideration. <u>Any objections or qualified opinions made by independent directors must be detailed in board meeting minutes.</u></p>	<p>the minutes or a written statement, the Company shall <u>submit</u> the dissenting opinion for discussion by <u>the audit committee and the shareholders'</u> meeting. The same shall apply to any amendments to these Procedures.</p> <p>When the Procedures for Extending Loans to Others is proposed for discussion by the board of directors in accordance with the preceding paragraph, independent directors' opinions must also be fully taken into consideration. <u>Their clear opinion of agreement or objections and reasons thereof shall be recorded in the board meeting minutes.</u></p>	
Article 14	<p>(Date of amendment)</p> <p>These Procedures were amended on <u>June 12, 2020.</u></p>	<p>(Date of amendment)</p> <p>These Procedures were amended on <u>June 12, 2015.</u></p>	Expressly state the date of amendment

Synnex Technology International Corp. Rules of Procedure for Shareholders' Meetings Comparison of Amended Provisions

Article	Amended Provisions	Before Amendment	Reasons for amendment
Article 1	Unless otherwise specified by law <u>or Articles of Incorporation</u> , the Company shall <u>proceed</u> with its shareholders' meetings according to the <u>terms of</u> the Rules.	Unless otherwise specified by law, the shareholders' meeting shall <u>proceed according</u> to the Rules.	Amendment to the wording.
Article 2	<p><u>(Convention and advising of shareholders' meetings)</u></p> <p><u>Unless otherwise specified by law, shareholders' meetings are convened by the board of directors.</u></p> <p><u>The Company shall prepare an electronic file that contains the meeting notice, a proxy form, a detailed description of various agenda items to be acknowledged or discussed during the meeting, and notes on re-election or dismissal of directors and post it to the Market Observation Post System (MOPS) at least 30 days before an annual shareholders' meeting, or 15 days before an extraordinary shareholders' meeting. At least 21 days before an annual shareholders' meeting, or 15 days before an extraordinary shareholders' meeting, an electronic copy of the shareholders' meeting procedures manual and supplementary information shall be posted to the MOPS. Physical copies of the shareholders' meeting procedures manual and supplementary information shall also be prepared at least 15 days before the meeting and made accessible to shareholders at any time. These documents must be placed within the Company's premises and at the share</u></p>	<p><u>The Company shall furnish the attending shareholders with an attendance log to sign, or attending shareholders may hand in a sign-in cards in lieu of signing in. The number of shares represented during the meeting is calculated based on the total amount registered in the attendance log or the sign-in cards collected, plus the amount of shares where voting rights are exercised in writing or through electronic means.</u></p>	<ol style="list-style-type: none"> 1. Revised Article number. 2. This article is amended in consideration of the laws and regulations and the requirements for practical operations.

	<p><u>administration agency appointed by the Company, and distributed on-site at the shareholders' meeting.</u></p> <p><u>The meeting notices and announcements shall specify the reason for convening a Board meeting. Subject to agreement by the receiving party, meeting notices may also be delivered electronically.</u></p> <p><u>Matters pertaining to election or discharge of directors, alteration of the Articles of Incorporation, capital reduction, application for the approval of ceasing its status as a public company, approval of competition with the Company by directors, capitalization of profits, reserve distributed in the form of new shares, dissolution, merger, spin-off, or any matters as set forth in Article 185, Paragraph 1 hereof shall be itemized in the causes or subjects to be described and the essential contents shall be explained in the notice to convene a meeting of shareholders, and shall not be brought up as special motion; the essential contents may be posted on the website designated by the competent authority in charge of securities affairs or the Company, and such website shall be indicated in the notice.</u></p> <p><u>Where the causes or subjects for convening a shareholders' meeting had specified a re-election of all directors and their terms of office, after the completion of the election for that meeting, the terms of office for the directors cannot be altered by special motions or any other means in the same meeting.</u></p> <p><u>Shareholders who own more than 1% of the Company's current outstanding shares are entitled to propose agenda items for discussion in annual shareholders' meetings. Such proposals, however, are limited to one item only, and no proposal containing more</u></p>	
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	<p><u>than one item will be included in the meeting agenda. However, where an agenda item proposed by the shareholder promotes public interests or fulfills social responsibilities, the board of directors may include such an item in the meeting agenda. The board of directors may disregard shareholders' proposals if the proposed agenda item involve any of the circumstances listed in Article 172-1, Paragraph 4 of the Company Act.</u></p> <p><u>The Company shall announce, prior the Book Closure Period before a regular shareholders meeting is held, to accept shareholder's proposals, the acceptance methods in writing or by way of electronic transmission, the conditions, places and period. The period of acceptance shall be no shorter than ten days.</u></p> <p><u>Shareholders shall limit their proposed agenda items within 300 words; proposals that exceed 300 words shall be excluded from the agenda.</u></p> <p><u>Shareholders who have successfully proposed agenda items shall attend the annual shareholders' meeting in person or through proxy attendance and participate in the discussion.</u></p> <p><u>The Company shall notify the proposing shareholders of the outcome of the proposed agenda items before the date the meeting notice is sent. Meanwhile, agenda items that satisfy the conditions listed in this Article shall be included as part of the meeting notice.</u></p> <p><u>During the shareholders' meeting, the board of directors shall explain the reasons why certain proposed agenda items are excluded from discussion.</u></p>		
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Article 3	<p><u>Shareholders may appoint proxies to attend shareholders' meetings by completing the Company's proxy form and specifying the scope of delegated authority.</u></p> <p><u>Each shareholder may issue one proxy form and delegate one proxy only. All proxy forms must arrive at the Company at least five days before the shareholders' meeting. In the event that multiple proxy forms are issued, the proxy form that arrives first shall prevail. However, exception shall be granted if the shareholder issues a declaration to withdraw the previous proxy arrangement.</u></p> <p><u>Should the shareholder decide to attend a shareholders' meeting personally or exercise voting rights in writing or through electronic means after a proxy form has been delivered to the Company, a written notice should be sent to the Company no later than two days before the meeting commences to withdraw the proxy arrangement. If the withdrawal is made after the prescribed period, then the voting decision exercised by the proxy shall prevail.</u></p>	<p><u>Votes and attendance in a shareholders' meeting are determined by the number of shares represented during the meeting.</u></p>	<ol style="list-style-type: none"> 1. Revised Article number. 2. This article is amended in consideration of the laws and regulations and the requirements for practical operations.
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<p>Article <u>5</u></p>	<p><u>(Preparation of attendance logs and documents)</u></p> <p><u>This 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.</u></p> <p><u>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 time the meeting commences. The place at which attendance registrations are accepted shall be clearly marked and a sufficient number of suitable personnel shall be assigned to handle the registrations.</u></p> <p><u>Shareholders and their proxies (hereinafter referred to as "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.</u></p> <p><u>The Company shall furnish the attending Shareholders with an attendance log to sign, or attending Shareholders may hand in a sign-in card in lieu of signing in.</u></p> <p><u>Shareholders who attend the meeting shall be given a copy of the procedures manual, annual report, attendance pass, speech notes, agenda ballots and any information relevant to the meeting. Shareholders shall also be given election ballots where election of directors is to take place.</u></p> <p><u>Where the Shareholders is a government agency or corporate entity, more than one representative may attend the shareholders' meetings on their behalf. Legal person that have been designated as proxy attendants shall only appoint one representative to attend the shareholders' meeting.</u></p>		<ol style="list-style-type: none"> 1. This is a new article. 2. In consideration of the laws and regulations and requirements for practical operations.
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<p>Article <u>6</u></p>	<p><u>(Meeting chair and participants)</u></p> <p>If a shareholders' meetings is convened by the board of directors, the meeting shall be chaired by the Chairman. When the Chairman is on leave or for any reason unable to exercise the powers of the Chairman, the Vice Chairman shall act in place of the Chairman; If there is no Vice Chairman or the Vice Chairman also is on leave or for any reason unable to exercise the powers of the Vice Chairman, the Chairman may appoint one of the directors to act on the Chairman's behalf. If the Chairman does not appoint an agent, one shall be elected among the directors to act on the Chairman's behalf.</p> <p><u>When a director serves as chair, as referred to in the preceding paragraph, the director shall be one who has held that directorship for six months or more and who understands the financial and business conditions of the Company. The same shall be true for a representative of a legal person director that serves as chair.</u></p> <p><u>It is advisable that shareholders' meetings convened by the board of directors be chaired by the Chairman of the board in person and attended by a majority of the directors (including at least one independent director), chairman of the audit committee, and at least one member of each functional committee on behalf of the committee. The attendance shall be recorded in the meeting minutes.</u></p> <p>For shareholders' meetings convened by any authorized party other than the board of directors, the convener will act as the meeting chair. <u>If there are two or more conveners at the same time, one shall be appointed from among them to chair the meeting.</u></p> <p>The Company <u>may summon</u> its lawyers, certified public accountants, and any relevant personnel to be present at the shareholders' meeting.</p>	<p>Article <u>5</u></p> <p>If a shareholders' meeting is convened by the board of directors, the meeting shall be chaired by the Chairman. When the Chairman is on leave or for any reason unable to exercise the powers of the Chairman, the Vice Chairman shall act in place of the Chairman; if there is no Vice Chairman or the Vice Chairman also is on leave or for any reason unable to exercise the powers of the Vice Chairman, the Chairman shall appoint one of the <u>managing directors to act as chair, or, if there are no managing directors, one of the directors shall be appointed to act as chair.</u> Where the Chairman does not make such a designation, the <u>managing directors or the directors</u> shall select from among themselves one person to serve as chair.</p> <p>For shareholders' meetings convened by any authorized party other than the board of directors, <u>the convener will</u> act as the meeting chair.</p> <p>Article <u>6</u></p> <p><u>The Company may summon its lawyers, certified public</u></p>	<ol style="list-style-type: none"> 1. Revised Article number. 2. Amendment to the wording. 3. In consideration of the laws and regulations and requirements for practical operations.
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		<u>accountants, and any relevant personnel to be present at the shareholders' meeting. Organizers of the shareholders' meeting must wear proper identification or arm badges.</u>	
Article <u>7</u>	<p>(Video and audio recording in shareholders' meetings)</p> <p><u>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.</u></p> <p><u>The recorded materials of the preceding paragraph shall be retained for at least 1 year. If, however, a Shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.</u></p>	<p>The Company's shareholder meetings must be video or audio recorded and kept for at least one year.</p>	<ol style="list-style-type: none"> 1. Amendment to the wording. 2. In consideration of the laws and regulations and requirements for practical operations.
Article <u>8</u>	Attendance at Shareholders Meetings shall be	The chair shall announce the	<ol style="list-style-type: none"> 1. Amendment to the

	<p>calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the <u>attendance book</u> or sign-in cards handed in plus the number of shares whose voting rights are exercised by correspondence or electronically.</p> <p>The chair shall announce the commencement of the meeting as soon as the appointed time arrives. However, if those in attendance represent less than half of the Company's current outstanding shares, the chair may announce to postpone the meeting up to two times, for a period totaling no more than one hour. The chair shall dismiss the meeting if shareholders in attendance represent less than one-third of current outstanding shares after two postponements.</p> <p><u>If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of current outstanding shares, a tentative resolution may be adopted pursuant to Article 175, Paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within 1 month.</u></p> <p>When, prior to conclusion of the meeting, the attending Shareholders represent a majority of the total number of current outstanding shares, the chair may resubmit the tentative resolution for a vote by the shareholders' meeting pursuant to Article 174 of the Company Act.</p>	<p>commencement of the meeting as soon as the appointed time arrives. However, if those in attendance represent less than half of the Company's current outstanding shares, the chair may announce to postpone the meeting up to two times, for a period totaling no more than one hour. If the quorum is not met after two postponements, but the attending shareholders represent one third or more of the total number of current outstanding shares, a tentative resolution may be adopted pursuant to Article 175 of the Company Act.</p> <p>When, prior to conclusion of the meeting, the attending Shareholders represent a majority of the total number of current outstanding shares, the chair may resubmit the tentative resolution for a vote by the shareholders' meeting pursuant to Article 174 of the Company Act.</p>	<p>wording.</p> <p>2. In consideration of the laws and regulations and requirements for practical operations.</p>
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<p>Article 9</p>	<p><u>(Discussion of proposals)</u></p> <p>If a shareholders' meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. <u>Relevant agenda items (including special motions and amendments to the original agenda) shall be voted on respectively.</u> The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders meeting.</p> <p>The preceding paragraph applies mutatis mutandis where the shareholders' meeting is convened by any authorized party other than the board of directors.</p> <p>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. <u>If the chair violates the rules of procedure by dismissing the meeting when it is not allowed to do so, other members of the board shall immediately assist the attending Shareholders to elect another chair with the support of more than half of the voting rights represented and continue the meeting.</u></p> <p>The chair shall allow ample <u>opportunity during the meeting for explanation and discussion of proposals and of amendments or special motions put forward by the Shareholders;</u> 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, <u>and arrange ample voting time.</u></p>	<p>If a shareholders' meeting is convened by the board of directors, 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.</p> <p>The preceding paragraph applies mutatis mutandis where the shareholders' meeting is convened by any authorized party other than the board of directors.</p> <p>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.</p> <p><u>After the meeting is adjourned, Shareholders may not separately elect a chair and resume the meeting at the original or another venue. However, if the chair violates the rules of procedure by dismissing the meeting when it is not allowed to do so, the attending Shareholders may elect another chair with the support of more than half of voting rights represented and continue the meeting.</u></p>	<p>3. Amendment to the wording.</p> <p>4. In consideration of the laws and regulations and requirements for practical operations.</p>
<p>Article 10</p>	<p><u>(Shareholders' opinions)</u></p> <p>Shareholders who wish to speak during the meeting must produce a speech note detailing the topics and the Shareholder's account number (or the attendance card serial number). The order of Shareholders'</p>	<p>Shareholders who wish to speak during the meeting must produce a speech note detailing the topics and the Shareholder's account number</p>	<p>1. In consideration of the laws and regulations</p>

	<p>comments shall be determined by the chair. Shareholders who submit a speech note without actually speaking are considered to have remained silent. If the Shareholder's actual comments differ from those stated on the speech note, only the actual comments expressed shall be recorded.</p> <p><u>Each shareholder shall speak no more than twice, for five minutes each, on the same agenda item unless otherwise agreed by the chair. The chair may stop Shareholders from speaking if they violate the rules or speak outside the agenda item under discussion.</u></p> <p>While a Shareholder is speaking, other Shareholders shall not speak simultaneously or interfere in any way unless allowed by the chair and the person speaking. Any violators shall be restrained by the chair.</p> <p><u>Where a corporate shareholder has appointed two or more representatives to attend the shareholders' meeting, only one representative may speak per agenda item.</u></p> <p><u>After the Shareholder has finished speaking, the chair may answer the Shareholder's queries personally or appoint any relevant personnel to do so.</u></p>	<p>(or the attendance card serial number). The order of Shareholders' comments shall be determined by the chair. Shareholders who submit a speech note without actually speaking are considered to have remained silent. If the Shareholder's actual comments differ from those stated on the speech note, only the actual comments expressed shall be recorded.</p> <p>While a Shareholder is speaking, other Shareholders shall not speak simultaneously or interfere in any way unless allowed by the chair and the person speaking. Any violators shall be restrained by the chair.</p>	<p>ns and requirements for practical operations.</p>
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Article <u>11</u>	<p><u>(Calculation of voting shares and recusals)</u></p> <p><u>Voting at a shareholders meeting shall be calculated based the number of shares.</u></p> <p><u>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.</u></p> <p><u>When a shareholder is an interested party in relation to an agenda item, and there is the likelihood that such a relationship would prejudice the interests of the Company, that shareholder may not vote on that item, and may not exercise voting rights as proxy for any other shareholder.</u></p> <p><u>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.</u></p> <p><u>With the exception of a trust enterprise or a shareholder services agent approved by the Taiwan competent securities authority, when one person is concurrently appointed as proxy by two or more shareholders, the voting rights represented by that proxy may not exceed 3 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.</u></p>	<p><u>Each Shareholder shall speak no more than twice, for five minutes each, on the same agenda item unless otherwise allowed by the chair.</u></p> <p><u>The chair may stop Shareholders from speaking if they violate the rules or speak outside the agenda item under discussion.</u></p>	<ol style="list-style-type: none"> 1. Revised Article number 2. This article is amended in consideration of the laws and regulations and the requirements for practical operations.
Article <u>12</u>	<p><u>Each share is entitled to one voting right, except for shares where voting rights are restricted as described in Article 179, Paragraph 2 of the Company Act.</u></p> <p><u>Voting rights shall be exercised electronically and may be exercised in writing during a shareholders' meeting; the shareholders' meeting notice must explain the methods through which shareholders may exercise voting rights in writing or in electronic form.</u></p> <p><u>Shareholders who have voted in writing or using the electronic method are considered to have attended shareholders' meeting in person. However, the Shareholder will be</u></p>	<p><u>Article 12</u></p> <p><u>For legal persons that have been designated as proxy attendants, such legal persons shall only appoint one representative to attend the shareholders' meeting.</u></p> <p><u>Where a corporate shareholder has appointed two or more representatives to attend the shareholders' meeting, only one representative may speak per agenda item.</u></p> <p><u>Article 13</u></p>	<ol style="list-style-type: none"> 1. Revised Article number. 2. Amendment to the wording. 3. In consideration of the laws and regulations and requirements for

	<p><u>deemed to have waived his/her rights with respect to the special motions and amendments to original proposals of that meeting; it is therefore advisable that the Company avoids the submission of special motions and amendments to original proposals.</u></p> <p><u>Instructions to exercise written and electronic votes must be delivered to the Company at least two days before the shareholders' meeting. In the event where there are duplicate submissions, the earliest submission shall be taken into record. However, exception shall be granted if the Shareholder issues a proper declaration to withdraw the previous vote.</u></p> <p><u>If the Shareholder decides to attend the shareholders' meeting in person after submitting a written or electronic vote, a proper declaration of withdrawal must be issued in the same method as the original vote no later than two days before the shareholders' meeting. If the withdrawal is not received in time, then the written or electronic vote shall be taken into record. If the Shareholder has exercised written or electronic votes, and at the same time delegated a proxy to attend the shareholders meeting, then the voting decision exercised by the proxy shall prevail.</u></p> <p><u>Unless otherwise regulated by the Company Act or the Articles of Incorporation of the Company, an agenda item is passed when supported by shareholders who represent more than half of the total voting rights in the meeting. At the time of a vote, the Shareholders shall vote on each item separately. 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.</u></p> <p><u>When there are any amendments or alternative solutions for the same proposal, the chair shall combine these amendments/alternative solutions with the original proposal and decide their priority for</u></p>	<p><u>After the Shareholder has finished speaking, the chair may answer the Shareholder's queries personally or appoint any relevant personnel to do so.</u></p> <p><u>Article 17</u></p> <p><u>When the Company holds a shareholders' meeting, the Shareholders may exercise voting rights by correspondence or electronic means. When voting rights are exercised by correspondence or electronic means, the method of exercise shall be in accordance with the provisions of the Company Act and other relevant laws and regulations. Unless otherwise regulated by the Company Act or the Articles of Incorporation, an agenda item is passed when supported by Shareholders who represent more than half of the total voting rights in the meeting. When a proposal comes to a vote, the matter is deemed approved if the chair puts the matter before all at the meeting and none voices an objection. The effect of which shall be the same as a vote.</u></p> <p><u>Article 18</u></p> <p><u>When there are any amendments or alternative solutions for the same proposal, the chair shall combine these amendments/alternative solutions with the original proposal and decide their priority for voting. If any resolution is passed, all other proposals shall be deemed rejected and no further voting</u></p>	<p>practical operatio ns.</p>
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	<p>voting. If any resolution is passed, all other proposals shall be deemed rejected and no further voting is necessary.</p> <p>The chair will appoint a ballot scrutineer and a ballot counter; the ballot scrutineer must be a Shareholder.</p> <p>Vote counting for <u>shareholders meeting proposals or elections shall be conducted in public at the place of the shareholders meeting.</u> Immediately <u>after</u> vote counting has been completed, <u>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.</u></p>	<u>is necessary.</u>	
Article <u>13</u>	<p><u>(Election)</u></p> <p><u>Where the shareholders' meeting involves re-election of directors, the election must proceed according to the Company's Election Policy, with outcomes announced immediately on-site, including the names of those elected as directors and the numbers of votes with which they were elected.</u></p> <p><u>The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the ballot scrutineer and kept in proper custody for at least one year. If, however, a Shareholder files a lawsuit pursuant to Article 189 of the Company Act, the ballots shall be retained until the conclusion of the litigation.</u></p>		<ol style="list-style-type: none"> 1. This is a new article. 2. In consideration of the laws and regulations and requirements for practical operations.
Article <u>14</u>	<p><u>(Meeting minutes.)</u></p> <p><u>Shareholders' meeting resolutions shall be compiled into detailed minutes, and signed or sealed by the chair then disseminated to each Shareholder no later than 20 days after the meeting. Preparation and distribution of meeting minutes can be made in electronic form.</u></p> <p><u>The Company may distribute meeting minutes by posting details onto MOPS. 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 (including the statistical tallies of the numbers of votes). Where there is an election of the directors, the</u></p>		<ol style="list-style-type: none"> 1. This is a new article. 2. In consideration of the laws and regulations and requirements for practical operations.

	<u>number of votes received by each candidate shall be disclosed. The meeting minutes shall be retained for the duration of the existence of the Company.</u>		
Article <u>15</u>	<p><u>(Public announcements)</u> 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. The Company must disclose on MOPS any shareholders' meeting resolutions that constitute material information as defined by law or the rules of the Taiwan Stock Exchange Corporation within the prescribed time period.</p>		<ol style="list-style-type: none"> 1. This is a new article. 2. In consideration of the laws and regulations and requirements for practical operations.
Article <u>16</u>	<p><u>(Order in the meeting)</u> Organizers of the shareholders' meeting must wear proper identification or arm bands. The chair may instruct marshals or security staff to help maintain order in the meeting. While maintaining order in the meeting, all marshals or security staff must wear arm bands or identification which identify their roles as "Marshall." The chair may stop anyone who attempts to speak using speaker equipment not provided by the Company. The chair may instruct marshals or security staff to escort Shareholders who continue to violate the meeting rules despite being warned by the chair from the meeting.</p>	<p>Article <u>14</u> <u>When the chair at a Board meeting 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 a vote.</u></p> <p>Article <u>15</u> <u>The chair will appoint a ballot scrutineer and a ballot counter; the ballot scrutineer must be a Shareholder. The result of a vote shall be made known immediately and recorded in writing.</u></p> <p>Article <u>19</u> <u>The chair may instruct marshals or security staff to help maintain order in the meeting. While maintaining order in the meeting, all marshals or security staff must wear arm bands or identification which identify their roles as "Marshall."</u></p>	<ol style="list-style-type: none"> 1. Revised Article number. 2. Amendment to the wording. 3. In consideration of the laws and regulations and requirements for practical operations.
Article <u>17</u>	<u>(Recess and resumption of meeting)</u>	Article <u>16</u>	1. Revised

	<p><u>The chair may put the meeting in recess at appropriate times. In the occurrence of force majeure events, the chair may suspend the meeting temporarily and resume at another time.</u></p> <p><u>If the shareholders' meeting is unable to conclude all scheduled agenda items (including special motions) before the venue is due to be returned, participants may resolve to continue the meeting at an alternative location.</u></p> <p><u>A resolution may be adopted at a shareholders' meeting to defer or resume the meeting within 5 days in accordance with Article 182 of the Company Act.</u></p>	<p><u>The chair may put the meeting in recess at appropriate times.</u></p>	<p>Article number.</p> <p>2. Amendment to the wording.</p> <p>3. In consideration of the laws and regulations and requirements for practical operations.</p>
Article <u>18</u>	<p><u>(Date of establishment and amendment)</u></p> <p>These Rules, and any amendments hereto, shall be implemented after adoption by shareholders' meetings. The third amendment is approved by the annual shareholders' meeting. approved on June 12, 2015. <u>The 4th amendment was on June 12, 2020.</u></p>	<p>Article <u>20</u></p> <p>These Rules, and any amendments hereto, shall be implemented after adoption by shareholders' meetings. The third amendment is approved by the annual shareholders' meeting. approved on June 12, 2015.</p>	<p>Amended the present number of amendments to include this amendment and its date.</p>