

Stock Code: 2347

# Synnex Technology International Corp.

## 2023 Annual Shareholders' Meeting Handbook



The original of this handbook is written in Chinese language. If there is any discrepancy between the Chinese version and this English translation, the Chinese version shall prevail.

**May 30, 2023**

**Convening Method: Physical shareholders' meeting**

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# **Synnex Technology International Corp.**

## **2023 Annual Shareholders' Meeting Agenda**

- I. Time: May 30, 2023 (Tuesday) 9:00 am**
- II. Location: 1F, No. 209, Section 1, Nangang Road, Taipei City**
- III. Meeting called to order**
- IV. Chairman's speech**
- V. Reports**
  - (I) Report on operating status in 2022**
  - (II) Report on the Audit Committee's review of 2022 financial statements**
  - (III) Report on the 2022 distribution of remuneration to employees and directors**
  - (IV) Report on the 2022 distribution of cash dividends from earnings**
- VI. Ratifications**
  - (I) Ratification of the 2022 financial statements**
  - (II) Ratification of the 2022 earnings distribution**
- VII. Discussions:**
  - (I) Discussion for amending certain provisions of the Rules of Procedure for Shareholders' Meetings**
- VIII. Extraordinary Motions**
- IX. Meeting adjourned**

## **Reports**

### **Proposal 1**

**Agenda:** The Company's 2022 business report is hereby submitted for inspection.

**Description:** Please refer to Attachment 1 of this Handbook. (See pages 8 to 10 for details)

### **Proposal 2**

**Agenda:** The Audit Committee's review of the Company's 2022 financial statements is hereby submitted for inspection.

**Description:** Please refer to Attachments 2 and 3 of this Handbook. (See pages 11 to 38 for details)

### **Proposal 3**

**Agenda:** The report on the Company's 2022 distribution of remuneration to employees and directors is hereby submitted for inspection.

**Description:** (I) According to Article 38 of the Company's Articles of Incorporation, the Company's profit before tax of the year before deducting remuneration to employees and directors and after making up for losses should be applied towards distributing remuneration to employees for 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 hereby proposed that for the year 2022 NT\$2 million (approximately 0.01%) in employee remuneration and NT\$8.168 million (approximately 0.04%) in directors' remuneration should be distributed, both of which will be paid in cash.

### **Proposal 4**

**Agenda:** The report on the 2022 distribution of cash dividends from earnings is hereby submitted for inspection.

**Description:** (I) This proposal is based on Article 38-1 of the Articles of Incorporation which authorizes the Board of Directors to resolve to distribute all or part of the dividends and bonus in cash, and report to the shareholders' meeting.

(II) A cash dividend of NT\$5,837,814,388 is distributed to shareholders at NT\$3.5 per share. The cash dividend will be

**paid up to NT\$1, and the amounts below NT\$1 will be rounded off. The total amount of dividends distributed to fractional shares less than NT\$1 will be included in the Company's other income.**

- (III) This proposal has been approved by the Board of Directors and the Chairman of the Board is authorized to set the ex-dividend base date, distribution date and other related matters; thereafter, if the number of common shares in circulation of the Company changes, resulting in a change in the payout ratio, the Chairman of the Board is also fully authorized to make adjustments.**

## **Ratifications**

**Proposal 1** (Proposed by the Board of Directors)

**Agenda:** The Company's 2022 financial statements are hereby submitted for ratification.

**Description:** (I) The Company's 2022 business report and financial report have been approved by the Board of Directors and sent to the Audit Committee which has completed the review procedures. For relevant information, please refer to Attachments 1 and 3 of this Handbook. (See pages 8 to 10 for Attachment 1 and pages 12 to 38 for Attachment 3)  
(II) Please ratify.

**Resolution:**

**Proposal 2** (Proposed by the Board of Directors)

**Agenda:** The Company's 2022 earnings distribution is hereby submitted for ratification.

**Description:** (I) The Company's 2022 earnings distribution has been approved by the Board of Directors and sent to the Audit Committee which has completed the review procedures. Please refer to Attachment 4 of this Handbook. (See page 39 for details)  
(II) Please ratify.

**Resolution:**

## **Discussions**

**Proposal 1** **(Proposed by Board of Directors)**

**Agenda:** Proposed amendment to certain clauses of the Rules of Procedure for Shareholders' Meetings are submitted for approval.

**Description:** (I) Proposed amendment to certain clauses of the Rules of Procedure for Shareholders' Meetings are prepared in accordance with legislations and the actual requirements of the Company. For Comparison Table of Amended Clauses, please refer to Attachment 5 to this Handbook (see pages 40 to 58 for details).

(II) Please resolve.

**Resolution:**

## **Extraordinary Motions**

**Meeting adjourned**

### Business Report

A series of extreme events occurred over the past three years. The spread of COVID-19 across the world caused billions of people to suddenly put their lives on hold. Extreme weather led to frequent wildfires and showed the urgency of sustainability. Geopolitical storms continue to frequently occur, and a war rages on in the real world. Energy and food prices rapidly increased and supply chains were in total chaos. Inflation, interest rates raised violently, and high volatility in financial markets. This series of extreme events occurring within the span of three years is once in a lifetime event! Despite the turmoil in the international situation and industry environment, SYNEX's revenue grew 4% to NT\$426.6 billion in 2022, reaching a record high in the fifth consecutive year. For this we would like to thank our shareholders for their support!

SYNEX gained a steady foothold despite the head winds and achieved stable growth, thanks to the preparations that started five years ago. We implemented the "Agility and Leap Forward Project" to drive transformation and development of business models and mechanisms, and formally implemented the Management Service Platform (MSP) strategic transformation in 2021.

MSP is SYNEX's next big thing. Over the past two years since it was implemented, we have become paperless, wireless, mobile, cloud-based, use apps for communication, achieved agile office management, significantly reduced the resources put into inefficient operations, and significantly improved the performance of functions. We significantly increased the percentage of employees' knowledge-based work through the application of digital system tools. Externally, we comprehensively carried out digital integration with our supply chain partners and developed a customized VIP app, provided a variety of business analysis data, and developed innovative business models and customer service models. Besides improving customer satisfaction and trust, we further reduced resource consumption and carbon emissions from supply chain operations, achieving co-existence, mutual prosperity, and mutual benefit of the industry ecosystem!

Digitalization has swept the world, and even though it is still in the initial stage, we believe that digital technology will change the face of the world over the next decade. Digital transformation implies changes in work patterns, changes in management methods, and also changes in business models – countless business opportunities have appeared and many business have disappeared. As the wheels of digitalization rapidly roll towards the future, how will companies stand out? Or will the bubble pop? All it takes is the blink of an eye. In the trend of digitalization, SYNEX set the theme for 2023 as "Rolling, Transforming, Leaping," and required all members of SYNEX to make active preparations, implement with discipline, think outside the box, and establish new concepts and new habits to maintain business mechanisms and organizational vitality, showing the value of supply chain services.

Below are the key operational highlights of 2022:

1. Revenue and profit

Synnex's 2022 consolidated revenue was NT\$424.6 billion, representing 4% growth from the NT\$408.8 billion in 2021. The net profit after tax was NT\$15.75 billion, which is a decrease of 9% from the NT\$17.27 billion in 2021. The EPS after tax was NT\$9.44, which is a decrease of 9% from NT\$10.35 in 2021.

2. Concrete business results

- (1) After major business units generated record high revenues in 2021, and despite the global economic recession in 2022, the Semiconductor Business Unit, Taiwan IT Business Unit, Indonesia Business Unit, and Synnex FPT (Vietnam) all reached new record highs with double digit growth. Synnex (Thailand) also grew by 5% and the group's overall revenue continued to reach a record high for the fifth consecutive year.
- (2) We expanded services of the Logistic Service Provider (LSP) business, and subsidiary Synergy Intelligent Logistics Corp. provides services to nearly 1.3 million households, gaining recognition in the market for its excellent services.
- (3) We actively promoted the MSP and saw preliminary results. We established digital platforms for different business models, and provided over 200 vendors and customers with customized business analysis information through the SYNEX VIP app, receiving good reviews from customers for value-added services.
- (4) As customer services become digital and mobile, we provide product information, purchase order progress information, incentives information, and account information through the dealer app, which is routinely used by 2,000 customers.
- (5) We established the environmental sustainability policy of "Sustainable SYNEX, Cherish the Earth," setting clear implementation guidelines, actively promoting various low-carbon operating measures, and achieving internal paperless operation. In addition, through digital information linkage mechanisms, daily business operations such as contract signing, phone number application, reconciliation, invoice issuance, and delivery confirmation are comprehensively digitized and paperless, fulfilling corporate social responsibility in mitigating climate change.

The important business strategy for 2023 are respectively described as follows:

1. We will dedicate our full effort to developing the MSP, develop digital platforms for different business models, including the semiconductor business, commercial business, retail business, and cloud services business, expanding the participation of vendors, customers, third party partner, and cross-field partners to win the trust of customers through our services.
2. We will expand the use of AI tools to assist in making business decisions, adjust resource allocation, optimize the business structure, and improve overall business performance.
3. As we enter the post-pandemic era, we will expand the introduction of software and hardware products in certain application fields, including those for video conferencing, smart mobile offices, remote learning, and smart homes.

4. Our logistics service unit will expand and promote warehouse service deployed in cloud platform, home electronics installation and maintenance service, and technical services business, and continue to popularize the smartification of services and operations.

The international situation is unpredictable and challenges will only become more severe in the future. After 35 years of operations, SYNEX will continue to uphold "stable, continuous, and growth," and constantly enhance our capabilities, stay up-to-date, and steadily move forward. We hope that our shareholders will continue to push us and support us!

Wishing you good health,

Chairman: Miao, Matthew Feng Chiang

President: Tu Shu-Wu

Senior Director of Finance: Lin Tai-Yang

**Synnex Technology International Corp.  
Audit Committee's report**

The board of directors has prepared and submitted the 2022 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 Scott Liang 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. 2023 General Shareholders' Meeting

Synnex Technology International Corp.

Chairman of the Audit Committee:  
Yeh Kuang-Shih

March 8, 2023

## Attachment 3

### INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

PWCR22004573

To the Board of Directors and Shareholders of Synnex Technology International Corporation.

#### ***Opinion***

We have audited the accompanying consolidated balance sheets of Synnex Technology International Corporation and its subsidiaries (the "Group") as at December 31, 2022 and 2021, 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 audits and the reports of other auditors (see information disclosed in the *Other Matter* 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, 2022 and 2021, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations that came into effect as endorsed by the Financial Supervisory Commission.

#### ***Basis for opinion***

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and Standards on Auditing of the Republic of China. 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 Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### ***Key audit matters***

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

#### ***Assessment of allowance for uncollectible accounts***

##### Description

Please refer to Notes 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 semiconductor products. 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, 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

We performed the following audit procedures in relation to the key audit matter:

1. Obtained an understanding of 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.

### ***Assessment of allowance for valuation of inventory***

#### Description

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.

The Group is primarily engaged in the sale of communication products, consumer electronic products, electronic products and semiconductor products. For the purpose of meeting diverse customer needs, the Group applied multi-brand and multi-product strategy. However, due to rapid changes in technology, the short life cycle of electronic products, and the price 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. The net realisable value of inventory was identified on an item-by-item basis. The Group then applied the lower of cost or net realisable value method for recognizing loss on decline in market value.

As management's judgement on determining net realisable value of inventory is relatively subjective and the valuation amount is material to the financial statements, therefore, we indicated that the assessment of allowance for valuation of inventory as one of the key audit matters.

### How our audit addressed the matter

We performed the following audit procedures in relation to the key audit matter:

1. Obtained the 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 realisable value method for valuation and examined whether reasonable allowance was recognised.
3. Compared current and previous years' rate of allowance for valuation of inventory. Reviewed each period's days sales of inventory in order to assess the adequacy and reasonableness of allowance recognised.

### ***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 is primarily engaged in the sale of communication products, consumer electronic products, electronic products and semiconductor products. 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 add to the complexity of assessing purchasing rebate. Thus, we indicated that the assessment of purchase rebate as one of the key audit matters.

#### How our audit addressed the matter

We performed the following audit procedures in relation to the key audit matter:

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 of rebate amount has been approved by the proper authority.
2. Selected samples of details of purchase rebate estimation, reviewed the inventory items and obtained the supporting documents in order to recalculate the rebate amount and assess the reasonableness of estimation.
3. Sampled details of purchase rebate estimation without notice from suppliers that has been recognised as of the balance sheet date and obtained debit notes or other supporting documents that were received from suppliers after the balance sheet date to evaluate the reasonableness of estimation. In addition, after balance sheet date, examined whether there were significant new rebates that should be recognised as of the balance sheet date.
4. Selected samples of significant outstanding rebate receivable accounts and obtained the original vouchers or supporting documents or tested subsequent collections after the balance sheet date.

#### ***Other matter – Reference to report of other independent auditors***

We did not audit the financial statements of certain subsidiaries which were included in the consolidated financial statements of the Group 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 amounts and the information disclosed in Note 13 included in these financial statements, is based solely on the reports of the other auditors. Those subsidiaries' statements reflect total assets of NT\$1,689,177 thousand and NT\$1,539,457 thousand, both constituting 1% of the consolidated total assets as of December 31, 2022 and 2021, respectively, and total operating revenues of both NT\$0 thousand, both constituting 0% of the consolidated total operating revenues for the years then ended. In addition, as stated in Note 6(9), the financial statements and the information disclosed in Note 13 of certain investments accounted for using equity method were audited by other auditors whose reports thereon have been furnished to us. Additionally, we did not audit the financial statements of certain investees for the year ended December 31, 2021 which were prepared under a different framework for financial reporting. We have performed necessary audit procedures for the adjustments of these reports in conformity 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 that came into effect as endorsed by the Financial Supervisory Commission. 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. For the years ended December 31, 2022 and 2021, the recognised net profit of investments accounted for using equity method was NT\$1,591,659 thousand and NT\$2,205,169 thousand, respectively, constituting 10% and 12% of the consolidated net profits, respectively; the recognised comprehensive income of investments accounted for using equity method was NT\$1,879,052 thousand and NT\$2,043,630 thousand, respectively, constituting 10% and 14% of the consolidated comprehensive income, respectively. As of December 31, 2022 and 2021, the balance of related investments was NT\$7,326,951 thousand and NT\$11,041,956 thousand, respectively, constituting 3% and 5% of the consolidated total assets, respectively.

### ***Other matter – Parent company only financial reports***

We have audited and expressed an unqualified opinion with other matter section on the parent company only financial statements of Synnex Technology International Corporation as of and for the years ended December 31, 2022 and 2021.

### ***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 that came into effect 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 the 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 the Standards on Auditing of the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with the Standards on Auditing of the Republic of China, we exercise professional judgment and 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.

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Yeh, Tsui-Miao

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Liang Yi Chang

For and on behalf of PricewaterhouseCoopers, Taiwan

March 8, 2023

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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 independent auditors' report 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 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, 2022 AND 2021  
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

	Assets	Notes	December 31, 2022		December 31, 2021	
			AMOUNT	%	AMOUNT	%
<b>Current assets</b>						
1100	Cash and cash equivalents	6(1)	\$ 14,482,285	7	\$ 7,052,958	4
1110	Current financial assets at fair value through profit or loss	6(2) and 12(3)	181,682	-	2,323,570	1
1120	Current financial assets at fair value through other comprehensive income	6(3) and 12(3)	25,768,699	12	12,240,488	6
1136	Current financial assets at amortised cost	6(4)	6,684	-	-	-
1150	Notes receivable, net	6(5)	6,842,112	3	6,380,332	3
1170	Accounts receivable, net	6(5), 8 and 12(2)	71,827,487	32	78,379,888	39
1180	Accounts receivable - related parties, net	6(5) and 7(2)	499,491	-	701,473	-
1200	Other receivables	6(7) and 7(2)	7,234,780	3	6,283,010	3
1220	Current income tax assets		111,526	-	47,909	-
130X	Inventories	6(8) and 8	57,299,453	26	47,713,272	24
1410	Prepayments		6,313,650	3	4,928,721	2
11XX	<b>Total current assets</b>		<u>190,567,849</u>	<u>86</u>	<u>166,051,621</u>	<u>82</u>
<b>Non-current assets</b>						
1517	Non-current financial assets at fair value through other comprehensive income	6(3) and 12(3)	5,683,237	3	6,613,070	3
1535	Non-current financial assets at amortised cost	6(4) and 8	866,178	-	1,439,507	1
1550	Investments accounted for under equity method	6(9)	8,964,673	4	12,662,828	6
1600	Property, plant and equipment	6(10)	9,757,191	4	9,568,187	5
1755	Right-of-use assets	6(11)	1,195,314	1	1,105,654	1
1760	Investment property, net	6(13)	987,460	-	1,004,071	1
1780	Intangible assets	6(14)	665,725	-	639,919	-
1840	Deferred income tax assets	6(33)	1,091,022	1	970,043	-
1900	Other non-current assets	6(5)(12)(15)	1,717,668	1	1,628,806	1
15XX	<b>Total non-current assets</b>		<u>30,928,468</u>	<u>14</u>	<u>35,632,085</u>	<u>18</u>
1XXX	<b>Total assets</b>		<u>\$ 221,496,317</u>	<u>100</u>	<u>\$ 201,683,706</u>	<u>100</u>

(Continued)

SYNNEX TECHNOLOGY INTERNATIONAL CORPORATION AND SUBSIDIARIES  
CONSOLIDATED BALANCE SHEETS  
DECEMBER 31, 2022 AND 2021  
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

Liabilities and Equity	Notes	December 31, 2022		December 31, 2021		
		AMOUNT	%	AMOUNT	%	
<b>Current liabilities</b>						
2100	Short-term borrowings	6(16)	\$ 73,314,084	33	\$ 53,326,707	26
2110	Short-term notes and bills payable	6(17)	4,860,000	2	12,490,000	6
2120	Current financial liabilities at fair value through profit or loss	6(2) and 12(3)	4,484	-	700	-
2150	Notes payable		1,239,838	1	1,046,556	1
2170	Accounts payable	7(2)	30,623,774	14	49,046,067	24
2200	Other payables	6(18) and 7(2)	7,607,914	3	7,204,272	4
2230	Current income tax liabilities		1,202,706	1	1,275,524	1
2280	Current lease liabilities		285,994	-	222,101	-
2300	Other current liabilities	6(19)	4,231,772	2	4,781,962	2
21XX	<b>Total current liabilities</b>		<u>123,370,566</u>	<u>56</u>	<u>129,393,889</u>	<u>64</u>
<b>Non-current liabilities</b>						
2540	Long-term borrowings	6(20)	15,900,000	7	1,500,000	1
2570	Deferred income tax liabilities	6(33)	6,612,570	3	4,110,062	2
2580	Non-current lease liabilities		268,227	-	223,920	-
2600	Other non-current liabilities	6(21)	413,920	-	564,758	-
25XX	<b>Total non-current liabilities</b>		<u>23,194,717</u>	<u>10</u>	<u>6,398,740</u>	<u>3</u>
2XXX	<b>Total liabilities</b>		<u>146,565,283</u>	<u>66</u>	<u>135,792,629</u>	<u>67</u>
<b>Equity attributable to owners of parent</b>						
Share capital						
3110	Share capital - ordinary share	6(22)	16,679,470	7	16,679,470	8
Capital surplus						
3200	Capital surplus	6(23)	13,505,904	6	14,199,960	7
Retained earnings						
3310	Legal reserve	6(24)	11,368,673	5	9,673,477	5
3320	Special reserve		8,247,113	4	6,336,545	3
3350	Unappropriated retained earnings		28,800,686	13	24,968,224	13
Other equity interest						
3400	Other equity interest	6(25)	( 6,038,409)	( 2)	( 8,247,112)	( 4)
31XX	<b>Total equity attributable to owners of parent</b>		<u>72,563,437</u>	<u>33</u>	<u>63,610,564</u>	<u>32</u>
36XX	Non-controlling interest		<u>2,367,597</u>	<u>1</u>	<u>2,280,513</u>	<u>1</u>
3XXX	<b>Total equity</b>		<u>74,931,034</u>	<u>34</u>	<u>65,891,077</u>	<u>33</u>
Significant contingent liabilities and unrecognized contract commitments						
Significant events after the balance sheet date						
3X2X	<b>Total liabilities and equity</b>		<u>\$ 221,496,317</u>	<u>100</u>	<u>\$ 201,683,706</u>	<u>100</u>

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, 2022 AND 2021  
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS, EXCEPT FOR EARNINGS PER SHARE AMOUNTS)

	Items	Notes	Year ended December 31			
			2022		2021	
			AMOUNT	%	AMOUNT	%
4000	Operating revenue	6(26) and 7(2)	\$ 424,550,420	100	\$ 408,811,612	100
5000	Operating costs	6(8) and 7(2)	( 406,707,201)	( 96)	( 391,212,144)	( 96)
5950	Net operating margin		17,843,219	4	17,599,468	4
	Operating expenses	6(31)				
6100	Selling expenses		( 6,926,926)	( 2)	( 6,543,389)	( 2)
6200	General and administrative expenses		( 1,529,338)	-	( 1,475,687)	-
6450	Impairment loss (impairment gain and reversal of impairment loss) determined in accordance with IFRS 9	12(2)	( 249,419)	-	( 247,430)	-
6000	Total operating expenses		( 8,705,683)	( 2)	( 8,266,506)	( 2)
6900	Operating profit		9,137,536	2	9,332,962	2
	Non-operating income and expenses					
7100	Interest income	6(27)	323,504	-	299,752	-
7010	Other income	6(28) and 7(2)	1,297,170	-	1,007,171	-
7020	Other gains and losses	6(29)	8,511,724	2	9,824,049	3
7050	Finance costs	6(30)	( 1,435,728)	-	( 490,128)	-
7060	Share of profit of associates and joint ventures accounted for using equity method	6(9)	2,440,589	1	3,258,136	1
7000	Total non-operating income and expenses		11,137,259	3	13,898,980	4
7900	<b>Profit before income tax</b>		20,274,795	5	23,231,942	6
7950	Income tax expense	6(33)	( 3,944,469)	( 1)	( 5,454,218)	( 1)
8200	<b>Profit for the year</b>		\$ 16,330,326	4	\$ 17,777,724	5

(Continued)

SYNNEX TECHNOLOGY INTERNATIONAL CORPORATION AND SUBSIDIARIES  
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME  
YEARS ENDED DECEMBER 31, 2022 AND 2021  
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS, EXCEPT FOR EARNINGS PER SHARE AMOUNTS)

Items	Notes	Year ended December 31			
		2022		2021	
		AMOUNT	%	AMOUNT	%
<b>Other comprehensive income</b>					
<b>Components of other comprehensive income that will not be reclassified to profit or loss</b>					
8311		\$ 37,098	-	\$ 3,642	-
8316	6(3)	( 2,951,537)	( 1)	14,496	-
8320	6(9)(25)	( 15,948)	-	28,689	-
8349	6(33)	( 7,419)	-	( 1,069)	-
8310		( 2,937,806)	( 1)	45,758	-
<b>Components of other comprehensive income that will be reclassified to profit or loss</b>					
8361	6(25)	4,739,093	1	( 2,614,824)	( 1)
8370	6(9)(25)	136,572	-	( 110,304)	-
8360		4,875,665	1	( 2,725,128)	( 1)
8300		<u>\$ 1,937,859</u>	<u>-</u>	<u>(\$ 2,679,370)</u>	<u>( 1)</u>
8500		<u>\$ 18,268,185</u>	<u>4</u>	<u>\$ 15,098,354</u>	<u>4</u>
Profit, attributable to:					
8610		\$ 15,748,824	4	\$ 17,271,560	5
8620		581,502	-	506,164	-
		<u>\$ 16,330,326</u>	<u>4</u>	<u>\$ 17,777,724</u>	<u>5</u>
Comprehensive income attributable to:					
8710		\$ 17,681,120	4	\$ 15,029,919	4
8720		587,065	-	68,435	-
		<u>\$ 18,268,185</u>	<u>4</u>	<u>\$ 15,098,354</u>	<u>4</u>
Earnings per share					
9750	6(34)	\$	9.44	\$	10.35
9850	6(34)	\$	9.44	\$	10.35

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, 2022 AND 2021  
(EXPRESSED IN THOUSANDS OF TAIWAN DOLLARS)

Notes	Equity attributable to owners of the parent									
	Retained Earnings					Other equity interest				
	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	Total	Non-controlling interest	Total equity
<b>Year ended December 31, 2021</b>										
	\$ 16,679,470	\$ 14,709,395	\$ 8,855,413	\$ 7,295,010	\$ 13,380,084	(\$ 8,690,313 )	\$ 2,353,767	\$ 54,582,826	\$ 2,267,342	\$ 56,850,168
	-	-	-	-	17,271,560	-	-	17,271,560	506,164	17,777,724
Profit	-	-	-	-	474	( 2,282,714 )	40,599	( 2,241,641 )	( 437,729 )	( 2,679,370 )
Other comprehensive income (loss)	-	-	-	-	17,272,034	( 2,282,714 )	40,599	15,029,919	68,435	15,098,354
Total comprehensive income (loss)	-	-	-	-	-	-	-	-	-	-
<b>Appropriations of 2020 earnings</b>										
Legal reserve	-	-	818,064	-	( 818,064 )	-	-	-	-	-
Special reserve	-	-	-	( 958,465 )	958,465	-	-	-	-	-
Cash dividends	-	-	-	-	( 5,504,225 )	-	-	( 5,504,225 )	-	( 5,504,225 )
Changes in equity of associates and joint ventures accounted for using equity method	-	29,158	-	-	( 157,342 )	-	-	( 128,184 )	-	( 128,184 )
Difference between consideration and carrying amount of subsidiaries acquired	-	1,472	-	-	-	-	-	1,472	( 55,264 )	( 53,792 )
Capital surplus transferred from unclaimed dividends	-	480	-	-	-	-	-	480	-	480
Disposal of investments accounted for using equity method	-	( 540,545 )	-	-	( 162,728 )	331,549	-	( 371,724 )	-	( 371,724 )
Balance at December 31, 2021	<u>\$ 16,679,470</u>	<u>\$ 14,199,960</u>	<u>\$ 9,673,477</u>	<u>\$ 6,336,545</u>	<u>\$ 24,968,224</u>	<u>(\$ 10,641,478 )</u>	<u>\$ 2,394,366</u>	<u>\$ 63,610,564</u>	<u>\$ 2,280,513</u>	<u>\$ 65,891,077</u>
<b>Year ended December 31, 2022</b>										
	\$ 16,679,470	\$ 14,199,960	\$ 9,673,477	\$ 6,336,545	\$ 24,968,224	(\$ 10,641,478 )	\$ 2,394,366	\$ 63,610,564	\$ 2,280,513	\$ 65,891,077
Profit	-	-	-	-	15,748,824	-	-	15,748,824	581,502	16,330,326
Other comprehensive income (loss)	-	-	-	-	29,679	4,869,983	( 2,967,366 )	1,932,296	5,563	1,937,859
Total comprehensive income (loss)	-	-	-	-	15,778,503	4,869,983	( 2,967,366 )	17,681,120	587,065	18,268,185
<b>Appropriations of 2021 earnings</b>										
Legal reserve	-	-	1,695,196	-	( 1,695,196 )	-	-	-	-	-
Special reserve	-	-	-	1,910,568	( 1,910,568 )	-	-	-	-	-
Cash dividends	-	-	-	-	( 8,339,735 )	-	-	( 8,339,735 )	-	( 8,339,735 )
Changes in equity of associates and joint ventures accounted for using equity method	-	121,504	-	-	1,110	-	-	122,614	-	122,614
Difference between consideration and carrying amount of subsidiaries acquired	-	2,085	-	-	-	-	-	2,085	( 23,029 )	( 20,944 )
Capital surplus transferred from unclaimed dividends	-	594	-	-	-	-	-	594	-	594
Disposal of investments accounted for using equity method	-	( 5,350 )	-	-	-	304,434	-	299,084	-	299,084
Disposal of equity instruments at fair value through other comprehensive income	-	-	-	-	( 1,652 )	-	1,652	-	-	-
Effect of reorganisations	-	( 812,889 )	-	-	-	-	-	( 812,889 )	-	( 812,889 )
Cash dividends paid by subsidiaries to non-controlling interests	-	-	-	-	-	-	-	-	( 476,952 )	( 476,952 )
Balance at December 31, 2022	<u>\$ 16,679,470</u>	<u>\$ 13,505,904</u>	<u>\$ 11,368,673</u>	<u>\$ 8,247,113</u>	<u>\$ 28,800,686</u>	<u>(\$ 5,467,061 )</u>	<u>(\$ 571,348 )</u>	<u>\$ 72,563,437</u>	<u>\$ 2,367,597</u>	<u>\$ 74,931,034</u>

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

SYNNEX TECHNOLOGY INTERNATIONAL CORPORATION AND SUBSIDIARIES  
CONSOLIDATED STATEMENTS OF CASH FLOWS  
YEARS ENDED DECEMBER 31, 2022 AND 2021  
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

	Notes	Year ended December 31	
		2022	2021
<b><u>CASH FLOWS FROM OPERATING ACTIVITIES</u></b>			
Profit before tax		\$ 20,274,795	\$ 23,231,942
Adjustments			
Adjustments to reconcile profit (loss)			
Depreciation charges on property, plant and equipment	6(31)	299,072	309,985
Depreciation charges on right-of-use assets	6(31)	243,641	261,291
Depreciation charges on investment property	6(31)	35,019	44,536
Amortization charges on intangible assets	6(31)	43,038	39,396
Impairment loss (impairment gain and reversal of impairment loss) determined in accordance with IFRS 9	12(2)	249,419	247,430
Net gain on financial assets at fair value through profit or loss	6(29)	( 2,113 )	( 360,093 )
Loss on decline in (gain on reversal of) market value and obsolete and slow-moving inventories	6(8)	412,607	( 18,908 )
Interest expense	6(30)	1,435,728	490,128
Interest income	6(27)	( 323,504 )	( 299,752 )
Dividend income	6(28)	( 396,196 )	( 201,799 )
Share of profit of associates accounted for under equity method	6(9)	( 2,440,589 )	( 3,258,136 )
Gain on disposal of property, plant and equipment and investment property	6(29)	( 11,865 )	( 8,446 )
Gain on disposal of investments	6(29)	-	( 820,319 )
Gain on remeasurement of investments at fair value that were previously accounted for using equity method	6(29)	( 8,345,108 )	( 9,020,026 )
Gain on lease modification	6(11)	( 194 )	( 164 )
Changes in operating assets and liabilities			
Changes in operating assets			
Notes and accounts receivable		6,337,922	( 21,101,069 )
Other receivables		( 951,770 )	80,821
Inventories		( 9,998,788 )	( 16,807,699 )
Prepayments		( 1,384,929 )	( 430,743 )
Long-term notes and overdue receivables		( 227,130 )	( 516,794 )
Long-term lease receivables		25,914	47,706
Changes in operating liabilities			
Notes and accounts payable		( 18,229,011 )	16,503,377
Other payables		404,236	2,061,704
Other current liabilities		( 550,190 )	1,218,927
Other non-current liabilities		( 150,637 )	( 49,317 )
Cash outflow generated from operations		( 13,250,633 )	( 8,356,022 )
Dividends received from investments accounted for under equity method		1,231,421	914,559
Interest paid		( 1,435,728 )	( 490,128 )
Interest received		323,504	299,752
Dividends received		396,196	201,799
Income taxes paid		( 2,353,130 )	( 2,492,830 )
Net cash flows used in operating activities		( 15,088,370 )	( 9,922,870 )

(Continued)

SYNNEX TECHNOLOGY INTERNATIONAL CORPORATION AND SUBSIDIARIES  
CONSOLIDATED STATEMENTS OF CASH FLOWS  
YEARS ENDED DECEMBER 31, 2022 AND 2021  
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

	Notes	Year ended December 31	
		2022	2021
<u>CASH FLOWS FROM INVESTING ACTIVITIES</u>			
Decrease (increase) in financial assets at fair value through profit or loss		\$ 2,046,087	( \$ 2,046,087 )
Proceeds from disposal of non-current financial assets at fair value through other comprehensive income		205,134	-
Proceeds from disposal of investments accounted for under equity method		-	1,097,835
Acquisition of property, plant and equipment	6(10)	( 303,737 )	( 445,043 )
Proceeds from disposal of property, plant and equipment		26,732	27,365
Acquisition of investment property	6(13)	( 1,795 )	( 354 )
Acquisition of intangible assets	6(14)	( 20,362 )	( 16,001 )
Increase in time deposits maturing over three months		( 239,420 )	( 338,491 )
Decrease in time deposits maturing over three months		238,370	347,881
Increase in restricted time deposits		( 838,223 )	( 425,706 )
Decrease in restricted time deposits		1,405,918	241,337
Increase in refundable deposits		( 36,394 )	( 24,835 )
Decrease in refundable deposits		36,369	472,138
Increase in other non-current assets		( 27,049 )	( 48,887 )
Net cash flow on loss of control of subsidiary	6(37)	-	189,657
Net cash flows from (used in) investing activities		<u>2,491,630</u>	<u>( 969,191 )</u>
<u>CASH FLOWS FROM FINANCING ACTIVITIES</u>			
Increase in short-term borrowings	6(36)	19,987,377	10,359,503
Decrease in short-term notes and bills payable	6(36)	( 7,630,000 )	( 1,240,000 )
Increase in long-term borrowings	6(36)	14,400,000	1,500,000
Increase in guarantee deposits received	6(36)	697,267	93,211
Decrease in guarantee deposits received	6(36)	( 694,006 )	( 41,823 )
Payments of lease liabilities	6(36)	( 188,997 )	( 244,900 )
Acquisition of additional shares in subsidiary	6(35)	( 20,944 )	( 53,792 )
Cash dividends paid	6(36)	( 8,339,735 )	( 5,504,225 )
Cash dividends paid by subsidiaries to non-controlling interests		( 476,952 )	-
Net cash flows from financing activities		<u>17,734,010</u>	<u>4,867,974</u>
Effects of changes in foreign exchange rates		<u>2,292,057</u>	<u>( 2,152,728 )</u>
Net increase (decrease) in cash and cash equivalents		7,429,327	( 8,176,815 )
Cash and cash equivalents at beginning of year		<u>7,052,958</u>	<u>15,229,773</u>
Cash and cash equivalents at end of year		<u>\$ 14,482,285</u>	<u>\$ 7,052,958</u>

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

## INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

PWCR22000463

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

### ***Opinion***

We have audited the accompanying parent company only balance sheets of Synnex Technology International Corporation (the "Company") as of December 31, 2022 and 2021, 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 audits and the reports of other auditors (see information disclosed in the *Other Matter* 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 of December 31, 2022 and 2021, and its parent company only financial performance and its parent company only cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

### ***Basis for opinion***

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

### ***Key audit matters***

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the 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, 2022 are stated as follows:

### ***Assessment of allowance for uncollectible accounts***

#### Description

Please refer to Notes 4(9) and (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 semiconductor products. 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 judgment 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 judgment on historical uncollectibility records, current economic conditions and the forecastable information to assess the default possibility of uncollectible accounts.

As management's judgment 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

We performed the following audit procedures in relation to the key audit matter:

1. Obtained an understanding of 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 uncollectibility records and the management's forecastable 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.

### ***Assessment of allowance for valuation of inventory***

#### Description

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.

The Company is primarily engaged in the sale of communication products, consumer electronic products, electronic products and semiconductor products. For the purpose of meeting diverse customer needs, the Company applied a multi-brand and multi-product strategy. However, due to rapid changes in technology, the short life cycle of electronic products, and the price 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. The net realisable value of inventory was identified on an item-by-item basis. The Company then applied the lower of cost or net realisable value method for recognizing loss on decline in market value.

As management's judgment on determining net realisable value of inventory is relatively subjective and the valuation amount is material to the financial statements, therefore, we indicated that the assessment of allowance for valuation of inventory as one of the key audit matters.

### How our audit addressed the matter

We performed the following audit procedures in relation to the key audit matter:

1. Obtained the 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 realisable value method for valuation and examined whether reasonable allowance was recognised.
3. Compared current and previous years' rate of allowance for valuation of inventory. Reviewed each period's days sales of inventory in order to assess the adequacy and reasonableness of allowance recognised.

### ***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 is primarily engaged in the sale of communication products, consumer electronic products, electronic products and semiconductor products. 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 add to the complexity of assessing purchasing rebate. Thus, we indicated that the assessment of purchase rebate as one of the key audit matters.

### How our audit addressed the matter

We performed the following audit procedures in relation to the key audit matter:

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 of rebate amount has been approved by the proper authority.
2. Selected samples of details of purchase rebate estimation, reviewed the inventory items and obtained the supporting documents in order to recalculate the rebate amount and assess the reasonableness of estimation.
3. Sampled details of purchase rebate estimation without notice from suppliers that has been recognised as of the balance sheet date and obtained debit notes or other supporting documents that were received from suppliers after the balance sheet date to evaluate the reasonableness of estimation. In addition, after balance sheet date, examined whether there were significant new rebates that should be recognised as of the balance sheet date.
4. Selected samples of significant outstanding rebate receivable accounts and obtained the original vouchers or supporting documents or tested subsequent collections after the balance sheet date.

### ***Other matter – Reference to report of other auditors***

We did not audit the financial statements of certain investments accounted for using equity method 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, we did not audit the financial statements of certain investees for the year ended December 31, 2021 which were prepared under a different framework for financial reporting. We have performed necessary audit procedures for the adjustments of these reports in conformity with the 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 of December 31, 2022 and 2021, the balance of investments accounted for using equity method of certain subsidiaries was NT\$7,702,578 thousand and NT\$11,352,268 thousand, respectively, constituting 5% and 9% of the parent company only total assets, respectively. For the years ended December 31, 2022 and 2021, the recognised net profit of investments accounted for using equity method was NT\$1,645,136 thousand and NT\$2,254,173 thousand, respectively, constituting 10% and 13% of the parent company only net profits, respectively; for the years ended December 31, 2022 and 2021, the recognised comprehensive income of investments accounted for using equity method was NT\$1,932,529 thousand and NT\$2,092,634 thousand, respectively, constituting 11% and 14% of the parent company only 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.

### ***Auditors' responsibilities for the audit of the parent company only financial statements***

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

As part of an audit in accordance with the Standards on Auditing of the Republic of China, we exercise professional judgment and 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 auditors' report to the related disclosures in the parent company only financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause 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 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 auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Yeh, Tsui Miao

Liang, Yi Chang

For and on behalf of PricewaterhouseCoopers, Taiwan

March 8, 2023

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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 independent auditors' report 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 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, 2022 AND 2021  
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

	Assets	Notes	December 31, 2022		December 31, 2021	
			AMOUNT	%	AMOUNT	%
<b>Current assets</b>						
1100	Cash and cash equivalents	6(1)	\$ 711,178	1	\$ 760,454	1
1110	Current financial assets at fair value through profit or loss	6(2) and 12(3)	108,733	-	127,945	-
1136	Current financial assets at amortised cost	6(4)	1,050	-	-	-
1150	Notes receivable, net	6(5)	191,984	-	223,914	-
1170	Accounts receivable, net	6(5)(6) and 12(2)	8,761,226	6	5,212,184	4
1180	Accounts receivable - related parties, net	6(5) and 7(2)	264,348	-	305,612	-
1200	Other receivables		639,323	-	741,001	1
1210	Other receivables - related parties	7(2)	437,569	-	629,444	1
1220	Current income tax assets		-	-	5,217	-
130X	Inventories	6(7)	5,809,692	4	4,924,427	4
1410	Prepayments		125,085	-	91,923	-
11XX	<b>Total current assets</b>		<u>17,050,188</u>	<u>11</u>	<u>13,022,121</u>	<u>11</u>
<b>Non-current assets</b>						
1517	Non-current financial assets at fair value through other comprehensive income	6(3) and 12(3)	5,466,252	3	6,402,661	5
1535	Non-current financial assets at amortised cost	6(4) and 8	802,156	1	729,589	1
1550	Investments accounted for under equity method	6(8)	132,563,511	83	97,863,528	80
1600	Property, plant and equipment	6(9)	3,524,766	2	3,550,547	3
1755	Right-of-use assets	6(10)	48,872	-	99,515	-
1780	Intangible assets		71,515	-	81,894	-
1840	Deferred income tax assets	6(29)	77,537	-	84,695	-
1900	Other non-current assets	6(5)	28,212	-	29,117	-
15XX	<b>Total non-current assets</b>		<u>142,582,821</u>	<u>89</u>	<u>108,841,546</u>	<u>89</u>
1XXX	<b>Total assets</b>		<u>\$ 159,633,009</u>	<u>100</u>	<u>\$ 121,863,667</u>	<u>100</u>

(Continued)

SYNNEX TECHNOLOGY INTERNATIONAL CORPORATION  
PARENT COMPANY ONLY BALANCE SHEETS  
DECEMBER 31, 2022 AND 2021  
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

Liabilities and Equity		Notes	December 31, 2022		December 31, 2021	
			AMOUNT	%	AMOUNT	%
<b>Current liabilities</b>						
2100	Short-term borrowings	6(12)	\$ 40,280,000	25	\$ 33,770,000	28
2110	Short-term notes and bills payable	6(13)	4,030,000	3	11,580,000	9
2150	Notes payable		235,880	-	329,029	-
2170	Accounts payable		3,651,609	3	4,456,841	4
2180	Accounts payable - related parties	7(2)	80,865	-	74,211	-
2200	Other payables	6(14)	973,433	1	924,138	1
2220	Other payables - related parties	7(2)	14,626,177	9	625,136	1
2230	Current income tax liabilities	6(29)	396,650	-	302,134	-
2280	Current lease liabilities		49,199	-	50,581	-
2300	Other current liabilities	6(15)	385,744	-	443,104	-
21XX	<b>Total current liabilities</b>		<u>64,709,557</u>	<u>41</u>	<u>52,555,174</u>	<u>43</u>
<b>Non-current liabilities</b>						
2540	Long-term borrowings	6(16)	15,900,000	10	1,500,000	1
2570	Deferred income tax liabilities	6(29)	6,318,709	4	3,848,853	3
2580	Non-current lease liabilities		-	-	49,198	-
2600	Other non-current liabilities	6(17)	141,306	-	299,878	1
25XX	<b>Total non-current liabilities</b>		<u>22,360,015</u>	<u>14</u>	<u>5,697,929</u>	<u>5</u>
2XXX	<b>Total liabilities</b>		<u>87,069,572</u>	<u>55</u>	<u>58,253,103</u>	<u>48</u>
<b>Equity</b>						
Share capital						
3110	Share capital - ordinary share	6(18)	16,679,470	10	16,679,470	14
Capital surplus						
3200	Capital surplus	6(19)	13,505,904	8	14,199,960	12
Retained earnings						
3310	Legal reserve	6(20)	11,368,673	7	9,673,477	8
3320	Special reserve		8,247,113	5	6,336,545	5
3350	Unappropriated retained earnings		28,800,686	18	24,968,224	20
Other equity interest						
3400	Other equity interest	6(21)	( 6,038,409)	( 3)	( 8,247,112)	( 7)
3XXX	<b>Total equity</b>		<u>72,563,437</u>	<u>45</u>	<u>63,610,564</u>	<u>52</u>
Significant contingent liabilities and unrecognized contract commitments						
Significant events after the balance sheet date						
3X2X	<b>Total liabilities and equity</b>		<u>\$ 159,633,009</u>	<u>100</u>	<u>\$ 121,863,667</u>	<u>100</u>

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

**SYNNEX TECHNOLOGY INTERNATIONAL CORPORATION**  
**PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME**  
**YEARS ENDED DECEMBER 31, 2022 AND 2021**

(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS, EXCEPT FOR EARNINGS PER SHARE AMOUNTS)

Items	Notes	Year ended December 31				
		2022		2021		
		AMOUNT	%	AMOUNT	%	
4000	Operating revenue	6(22) and 7(2)	\$ 67,860,595	100	\$ 54,070,857	100
5000	Operating costs	6(7) and 7(2)	( 65,067,250)	( 96)	( 51,491,954)	( 95)
5950	Net operating margin		2,793,345	4	2,578,903	5
	Operating expenses	6(27)(28) and 7(2)				
6100	Selling expenses		( 1,125,893)	( 2)	( 1,024,371)	( 2)
6200	General and administrative expenses		( 986,613)	( 1)	( 1,123,107)	( 2)
6450	Impairment loss (Impairment gain and reversal of impairment loss) determined in accordance with IFRS 9	12(2)	( 16,092)	-	1,367	-
6000	Total operating expenses		( 2,128,598)	( 3)	( 2,146,111)	( 4)
6900	Operating profit		664,747	1	432,792	1
	Non-operating income and expenses					
7100	Interest income	6(23) and 7(2)	10,075	-	4,763	-
7010	Other income	6(24) and 7(2)	1,205,668	2	1,094,441	2
7020	Other gains and losses	6(25)	( 6,846)	-	8,583	-
7050	Finance costs	6(26)	( 643,928)	( 1)	( 338,755)	( 1)
7070	Share of profit of subsidiaries, associates, and joint ventures accounted for using equity method	6(8)	17,469,572	25	20,238,826	38
7000	Total non-operating income and expenses		18,034,541	26	21,007,858	39
7900	<b>Profit before income tax</b>		18,699,288	27	21,440,650	40
7950	Income tax expense	6(29)	( 2,950,464)	( 4)	( 4,169,090)	( 8)
8200	<b>Profit for the year</b>		\$ 15,748,824	23	\$ 17,271,560	32
	<b>Other comprehensive income</b>					
	<b>Components of other comprehensive income that will not be reclassified to profit or loss</b>					
8311	Gains on remeasurements of defined benefit plans	6(17)	\$ 29,861	-	\$ 7,360	-
8316	Unrealised gains from investments in equity instruments measured at fair value through other comprehensive income	6(3)	( 938,062)	( 1)	1,325,336	2
8330	Share of other comprehensive income of subsidiaries, associates, and joint ventures accounted for using equity method, components of other comprehensive income that will not be reclassified to profit or loss		( 2,023,514)	( 3)	( 1,290,151)	( 2)
8349	Income tax related to components of other comprehensive income that will not be reclassified to profit or loss	6(29)	( 5,972)	-	( 1,472)	-
8310	Components of other comprehensive income (loss) that will not be reclassified to profit or loss		( 2,937,687)	( 4)	41,073	-
	<b>Components of other comprehensive income that will be reclassified to profit or loss</b>					
8361	Financial statements translation differences of foreign operations	6(21)	4,733,411	7	( 2,172,410)	( 4)
8380	Share of other comprehensive income of subsidiaries, associates, and joint ventures accounted for using equity method, components of other comprehensive income that will be reclassified to profit or loss		136,572	-	( 110,304)	-
8360	Components of other comprehensive income (loss) that will be reclassified to profit or loss		4,869,983	7	( 2,282,714)	( 4)
8300	<b>Other comprehensive (loss) income</b>		\$ 1,932,296	3	( \$ 2,241,641)	( 4)
8500	<b>Total comprehensive income for the year</b>		\$ 17,681,120	26	\$ 15,029,919	28
	Earnings per share	6(30)				
9750	Basic earnings per share		\$ 9.44		\$ 10.35	
9850	Diluted earnings per share		\$ 9.44		\$ 10.35	

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

**SYNNEX TECHNOLOGY INTERNATIONAL CORPORATION**  
**PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY**  
**YEARS ENDED DECEMBER 31, 2022 AND 2021**  
**(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)**

Notes	Share capital - common stock	Retained Earnings				Other equity interest		Total equity
		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	
<b>Year ended December 31, 2021</b>								
Balance at January 1, 2021	\$ 16,679,470	\$ 14,709,395	\$ 8,855,413	\$ 7,295,010	\$ 13,380,084	(\$ 8,690,313 )	\$ 2,353,767	\$ 54,582,826
Profit	-	-	-	-	17,271,560	-	-	17,271,560
Other comprehensive income (loss)	-	-	-	-	474	( 2,282,714 )	40,599	( 2,241,641 )
Total comprehensive income (loss)	-	-	-	-	17,272,034	( 2,282,714 )	40,599	15,029,919
Appropriations of 2020 earnings	-	-	-	-	-	-	-	-
Legal reserve	-	-	818,064	-	( 818,064 )	-	-	-
Special reserve	-	-	-	( 958,465 )	958,465	-	-	-
Cash dividends	-	-	-	-	( 5,504,225 )	-	-	( 5,504,225 )
Changes in equity of associates and joint ventures accounted for using equity method	-	29,158	-	-	( 157,342 )	-	-	( 128,184 )
Difference between consideration and carrying amount of subsidiaries acquired	-	1,472	-	-	-	-	-	1,472
Capital surplus transferred from unclaimed dividends	-	480	-	-	-	-	-	480
Disposal of investments accounted for using equity method	-	( 540,545 )	-	-	( 162,728 )	331,549	-	( 371,724 )
Balance at December 31, 2021	\$ 16,679,470	\$ 14,199,960	\$ 9,673,477	\$ 6,336,545	\$ 24,968,224	(\$ 10,641,478 )	\$ 2,394,366	\$ 63,610,564
<b>Year ended December 31, 2022</b>								
Balance at January 1, 2022	\$ 16,679,470	\$ 14,199,960	\$ 9,673,477	\$ 6,336,545	\$ 24,968,224	(\$ 10,641,478 )	\$ 2,394,366	\$ 63,610,564
Profit	-	-	-	-	15,748,824	-	-	15,748,824
Other comprehensive income (loss)	-	-	-	-	29,679	4,869,983	( 2,967,366 )	1,932,296
Total comprehensive income (loss)	-	-	-	-	15,778,503	4,869,983	( 2,967,366 )	17,681,120
Appropriations of 2021 earnings	-	-	-	-	-	-	-	-
Legal reserve	-	-	1,695,196	-	( 1,695,196 )	-	-	-
Special reserve	-	-	-	1,910,568	( 1,910,568 )	-	-	-
Cash dividends	-	-	-	-	( 8,339,735 )	-	-	( 8,339,735 )
Changes in equity of associates and joint ventures accounted for using equity method	-	121,504	-	-	1,110	-	-	122,614
Difference between consideration and carrying amount of subsidiaries acquired	-	2,085	-	-	-	-	-	2,085
Capital surplus transferred from unclaimed dividends	-	594	-	-	-	-	-	594
Disposal of investments accounted for using equity method	-	( 5,350 )	-	-	-	304,434	-	299,084
Disposal of equity instruments at fair value through other comprehensive income	-	-	-	-	( 1,652 )	-	1,652	-
Effect of reorganisations	-	( 812,889 )	-	-	-	-	-	( 812,889 )
Balance at December 31, 2022	\$ 16,679,470	\$ 13,505,904	\$ 11,368,673	\$ 8,247,113	\$ 28,800,686	(\$ 5,467,061 )	(\$ 571,348 )	\$ 72,563,437

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

SYNNEX TECHNOLOGY INTERNATIONAL CORPORATION  
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS  
YEARS ENDED DECEMBER 31, 2022 AND 2021  
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

	Notes	Year ended December 31	
		2022	2021
<b><u>CASH FLOWS FROM OPERATING ACTIVITIES</u></b>			
Profit before tax		\$ 18,699,288	\$ 21,440,650
Adjustments			
Adjustments to reconcile profit (loss)			
Depreciation charges on property, plant and equipment	6(27)	53,047	52,795
Depreciation charges on right-of-use assets	6(27)	50,643	51,234
Amortization charges on intangible assets	6(27)	27,944	24,598
Impairment loss (impairment gain and reversal of impairment loss) determined in accordance with IFRS 9	12(2)	16,092	( 1,367 )
Net loss on financial assets at fair value through profit or loss	6(25)	19,212	( 47,897 )
Loss on decline in (gain on reversal of) market value and obsolete and slow-moving inventories	6(7)	32,571	( 11,685 )
Interest expense	6(26)	643,928	338,755
Interest income	6(23)	( 10,075 )	( 4,763 )
Dividend income	6(24)	( 212,941 )	( 173,073 )
Share of profit of subsidiaries, associates and joint ventures accounted for using equity method	6(8)	( 17,469,572 )	( 20,238,826 )
Gain on disposal of property, plant and equipment	6(25)	( 1,397 )	( 6,274 )
Changes in operating assets and liabilities			
Changes in operating assets			
Accounts and notes receivable		( 3,492,573 )	( 174,166 )
Inventories		( 917,836 )	( 1,920,217 )
Other receivables		401,400	9,452
Prepayments		( 33,162 )	( 12,804 )
Long-term notes and overdue receivables		1,710	4,393
Changes in operating liabilities			
Accounts and notes payable		( 891,727 )	848,662
Other payables		3,535	235,383
Other current liabilities		( 57,360 )	108,426
Accrued pension liabilities		( 128,171 )	( 123 )
Cash (outflow) inflow generated from operations		( 3,265,444 )	523,153
Dividends received from investments accounted for under equity method		582,335	770,813
Interest paid		( 643,928 )	( 338,755 )
Interest received		10,075	4,763
Dividends received		212,941	173,073
Income tax paid		( 379,689 )	( 25,072 )
Net cash flows (used in) from operating activities		( 3,483,710 )	1,107,975

(Continued)

SYNNEX TECHNOLOGY INTERNATIONAL CORPORATION  
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS  
YEARS ENDED DECEMBER 31, 2022 AND 2021  
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

	Notes	Year ended December 31	
		2022	2021
<u>CASH FLOWS FROM INVESTING ACTIVITIES</u>			
Decrease in other receivables due from related parties	7(2)	( \$ 107,847 )	\$ 1,038,039
Increase in time deposits maturing over three months		( 1,050 )	-
Increase in restricted time deposits		( 72,567 )	( 9,537 )
Acquisition of investments accounted for using equity method	6(32)	( 3,393,392 )	( 53,792 )
Acquisition of property, plant and equipment	6(9)	( 30,913 )	( 27,391 )
Proceeds from disposal of property, plant and equipment		6,754	8,377
Acquisition of intangible assets		( 17,565 )	( 10,782 )
Decrease in refundable deposits		400	1,170
Increase in other non-current assets		( 2,282 )	( 49,972 )
Net cash flows (used in) from investing activities		( 3,618,462 )	896,112
<u>CASH FLOWS FROM FINANCING ACTIVITIES</u>			
Increase in short-term borrowings	6(33)	6,510,000	3,330,000
Decrease in short-term notes and bills payable	6(33)	( 7,550,000 )	( 1,570,000 )
Increase in long-term borrowings	6(33)	14,400,000	1,500,000
Decrease in guarantee deposits received	6(33)	( 540 )	-
Increase in other payables to related parties	7(2)	2,083,751	535,189
Repayments of principal portion of lease liabilities	6(33)	( 50,580 )	( 50,754 )
Payments of cash dividends	6(33)	( 8,339,735 )	( 5,504,225 )
Net cash flows from (used in) financing activities		7,052,896	( 1,759,790 )
Net (decrease) increase in cash and cash equivalents		( 49,276 )	244,297
Cash and cash equivalents at beginning of year		760,454	516,157
Cash and cash equivalents at end of year		\$ 711,178	\$ 760,454

The accompanying notes are an integral part of these parent company only financial statements

## Attachment 4

### Synnex Technology International Corp. 2022 Annual Surplus Distribution

Unit: NT\$

(I) Unappropriated retained earnings at the beginning of period	13,022,725,470
(II) Add: Net Income of 2022	15,748,824,243
Plus: Adjustment in 2022 retained earnings	29,136,723
Minus: Legal Reserve (10%)	( 1,577,796,097 )
Plus: Special reserve	2,208,703,896
Earnings in 2022 available for distribution	16,408,868,765
Retained earnings available for distribution as of December 31, 2022	29,431,594,235
(III) Distributable Items:	
Cash Dividends (NT\$3.5 per share)	( 5,837,841,388 )
Total Distributions	( 5,837,841,388 )
(IV) Unappropriated retained earnings at the end of the period	23,593,779,847

## Attachment 5

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

Amended provisions	Before amendment	Reasons for amendment
<p>Article 2(Convention and advising of shareholders' meetings)</p> <p>Unless otherwise specified by law or the Articles of Incorporation, shareholders' meetings of the Company are convened by the Board of Directors.</p> <p><b><u>Changes to how the Company convenes its shareholders' meeting shall be resolved by the Board of Directors, and shall be made no later than mailing of the shareholders' meeting notice.</u></b></p> <p>The Company shall prepare an electronic file that contains the meeting notice, a proxy form, a detailed description of various agenda items to be ratified 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. The Company shall prepare electronic versions of the shareholders' meeting agenda and supplemental meeting materials and upload them to the MOPS before 21 days before the date of the annual shareholders' meeting or before 15 days before the date of the extraordinary shareholders' meeting. <b><u>If, however, the Company has the paid-in capital of NT\$10 billion or more as of the last day of the most current fiscal year, or total shareholding of foreign shareholders and PRC shareholders reaches 30% or more as recorded in the register of shareholders of the shareholders' meeting held in the immediately preceding year, transmission</u></b></p>	<p>Article 2(Convention and advising of shareholders' meetings)</p> <p>Unless otherwise specified by law or the Articles of Incorporation, shareholders' meetings of the Company are convened by the Board of Directors.</p> <p>The Company shall prepare an electronic file that contains the meeting notice, a proxy form, a detailed description of various agenda items to be ratified 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. The Company shall prepare electronic versions of the shareholders' meeting agenda and supplemental meeting materials and upload them to the MOPS before 21 days before the date of the annual shareholders' meeting or before 15 days before the date of the extraordinary shareholders' meeting. 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 administration agency appointed by the Company, <b><u>and distributed on-site at the</u></b></p>	<ol style="list-style-type: none"> <li>1. Amendments made in line with the announcements made in the Taiwan Stock Exchange's letter Taiwan Stock Exchange Governance No. 1110004250 dated March 8, 2022.</li> <li>2. Partial wording and paragraph adjustments.</li> </ol>

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<p><b><u>of these electronic files shall be made by 30 days before the annual shareholders' meeting.</u></b> 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 administration agency appointed by the Company.</p> <p><b><u>The Company shall make the meeting agenda and supplemental meeting materials in the preceding paragraph available to shareholders for review in the following manner on the date of the shareholders' meeting:</u></b></p> <p><b><u>I. For physical shareholders' meetings, to be distributed on-site at the meeting.</u></b></p> <p><b><u>II. For hybrid shareholders' meetings, to be distributed on-site at the meeting and shared on the virtual meeting platform.</u></b></p> <p><b><u>III. For virtual-only shareholders' meetings, electronic files shall be shared on the virtual meeting platform.</u></b></p> <p>Agenda items must be explained in detail in the meeting notices and announcements. Subject to agreement by the receiving party, meeting notices may also be delivered electronically.</p> <p>Matters pertaining to the election or discharge of directors, alteration of the Articles of Incorporation, capital reduction, application for the approval of ceasing enterprise 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 of the Company Act, Articles 26-</p>	<p><b><u>shareholders' meeting.</u></b></p> <p>Agenda items must be explained in detail in the meeting notices and announcements. Subject to agreement by the receiving party, meeting notices may also be delivered electronically.</p> <p>Matters pertaining to the election or discharge of directors, alteration of the Articles of Incorporation, capital reduction, application for the approval of ceasing enterprise 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 of the Company Act, Articles 26-</p>	

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<p>1 and 43-6 of the Securities Exchange Act, and Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers 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.</p> <p>Where the reasons for convening a shareholders' meeting had specified a re-election of all directors and their terms of office, after the completion of the election at that meeting, the terms of office for the directors cannot be altered by extraordinary motions or any other means in the same meeting.</p> <p>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. Each shareholder, however, shall propose one agenda item only, and no proposal containing more than one item will be included in the meeting agenda.</p> <p>The Board of Directors may disregard shareholders' proposals if the proposed agenda item involves any of the circumstances listed in Article 172-1, Paragraph <b>IV</b> of the Company Act. Shareholders may submit proposals of recommendation to urge the company to promote public interest or fulfill its social responsibilities. Procedurally, each proposal shall be limited to one agenda item only in accordance with the relevant provisions of Article 172-1 of the Company Act. Any proposal with more than one item shall not be included in the meeting agenda.</p> <p>The Company shall announce, before the ex-dividend date, the acceptance methods in writing or by way of electronic transmission, and the conditions, places, and time in which</p>	<p>1 and 43-6 of the Securities Exchange Act, and Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers 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.</p> <p>Where the reasons for convening a shareholders' meeting had specified a re-election of all directors and their terms of office, after the completion of the election at that meeting, the terms of office for the directors cannot be altered by extraordinary motions or any other means in the same meeting.</p> <p>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. Each shareholder, however, shall propose one agenda item only, and no proposal containing more than one item will be included in the meeting agenda.</p> <p>The Board of Directors may disregard shareholders' proposals if the proposed agenda item involves any of the circumstances listed in Article 172-1, Paragraph <b>4</b> of the Company Act. Shareholders may submit proposals of recommendation to urge the company to promote public interest or fulfill its social responsibilities. Procedurally, each proposal shall be limited to one agenda item only in accordance with the relevant provisions of Article 172-1 of the Company Act. Any proposal with more than one item shall not be included in the meeting agenda.</p> <p>The Company shall announce, before the ex-dividend date, the acceptance methods in writing or by way of electronic transmission, and the conditions, places, and time in which</p>	

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<p>shareholders' proposals are accepted. The period of acceptance shall be no shorter than ten days.</p> <p>Shareholders shall limit their proposed agenda items to 300 words; proposals that exceed 300 words shall be excluded from the agenda. Shareholders who have successfully proposed agenda items shall attend the annual shareholders' meeting in person or through proxy attendance and participate in the discussion.</p> <p>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. During the shareholders' meeting, the Board of Directors shall explain the reasons why certain proposed agenda items are excluded from discussion.</p>	<p>shareholders' proposals are accepted. The period of acceptance shall be no shorter than ten days.</p> <p>Shareholders shall limit their proposed agenda items to 300 words; proposals that exceed 300 words shall be excluded from the agenda. Shareholders who have successfully proposed agenda items shall attend the annual shareholders' meeting in person or through proxy attendance and participate in the discussion.</p> <p>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. During the shareholders' meeting, the Board of Directors shall explain the reasons why certain proposed agenda items are excluded from discussion.</p>	
<p>Article 3</p> <p>Shareholders may appoint proxies to attend shareholders' meetings by completing the Company's proxy form and specifying the scope of delegated authority.</p> <p>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.</p> <p>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</p>	<p>Article 3</p> <p>Shareholders may appoint proxies to attend shareholders' meetings by completing the Company's proxy form and specifying the scope of delegated authority.</p> <p>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.</p> <p>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</p>	<p>Amendments made in line with the announcements made in the Taiwan Stock Exchange's letter Taiwan Stock Exchange Governance No. 1110004250 dated March 8, 2022.</p>

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<p>the proxy arrangement. If the withdrawal is made after the prescribed period, then the voting decision exercised by the proxy shall prevail.</p> <p><b><u>If, after a proxy form is delivered to the Company, a shareholder wishes to attend the shareholders' meeting online, a written notice of proxy cancellation shall be submitted to the Company two days before the meeting date. If the withdrawal is made after the prescribed period, then the voting decision exercised by the proxy shall prevail.</u></b></p>	<p>the proxy arrangement. If the withdrawal is made after the prescribed period, then the voting decision exercised by the proxy shall prevail.</p>	
<p>Article 4</p> <p>The venue for a shareholders' meeting shall be the premises of the Company, or a place easily accessible to shareholders and suitable for a shareholders' meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m.</p> <p><b><u>The restrictions on the place of the meeting shall not apply when the Company convenes a virtual-only shareholders' meeting.</u></b></p>	<p>Article 4</p> <p>The venue for a shareholders' meeting shall be the premises of the Company, or a place easily accessible to shareholders and suitable for a shareholders' meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m.</p>	<p>Amendments made in line with the announcements made in the Taiwan Stock Exchange's letter Taiwan Stock Exchange Governance No. 1110004250 dated March 8, 2022.</p>
<p>Article 5(Preparation of attendance logs and documents)</p> <p>The Company shall specify in its shareholders' meeting notices the time during which attendance registrations for shareholders, <b><u>solicitors and proxies (collectively "shareholders")</u></b> will be accepted, the place to register for attendance, and other matters for attention.</p> <p>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</p>	<p>Article 5(Preparation of attendance logs and documents)</p> <p>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.</p> <p>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</p>	<p>Amendments made in line with the announcements made in the Taiwan Stock Exchange's letter Taiwan Stock Exchange Governance No. 1110004250 dated March 8, 2022.</p>

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<p><b><u>registrations; for virtual shareholders' meetings, shareholders may begin to register on the virtual meeting platform 30 minutes before the meeting starts. Shareholders completing registration will be deemed as attend the shareholders meeting in person.</u></b></p> <p>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. Shareholders who wish to acquire a proxy form must present proof of identity on-site for verification.</p> <p>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.</p> <p>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.</p> <p>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.</p> <p><b><u>In the event of a virtual shareholders' meeting, shareholders wishing to attend the meeting online shall register with the Company two days before the meeting date.</u></b></p> <p><b><u>In the event of a virtual shareholders' meeting, the Company shall upload the</u></b></p>	<p>registrations.</p> <p>Shareholders <b><u>and their proxies (hereinafter referred to as "Shareholders")</u></b> 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. Shareholders who wish to acquire a proxy form must present proof of identity on-site for verification.</p> <p>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.</p> <p>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.</p> <p>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.</p>	

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<p><u>meeting agenda book, annual report and other meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.</u></p>		
<p><u>Article 5-1(Convening virtual shareholders' meetings and particulars to be included in shareholders' meeting notice)</u>  <u>To convene a virtual shareholders' meeting, the Company shall include the follow particulars in the shareholders' meeting notice:</u></p> <p><u>I. How shareholders attend the virtual meeting and exercise their rights.</u></p> <p><u>II. Actions to be taken if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events, at least covering the following particulars:</u></p> <p><u>(I) To what time the meeting is postponed or from what time the meeting will resume if the above obstruction continues and cannot be removed, and the date to which the meeting is postponed or on which the meeting will resume.</u></p> <p><u>(II) Shareholders not having registered to attend the affected virtual shareholders' meeting shall not attend the postponed or resumed session.</u></p> <p><u>(III) In case of a hybrid shareholders' meeting, when the virtual meeting cannot be continued, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the</u></p>	(Added)	Article added in line with the announcements made in the Taiwan Stock Exchange's letter Taiwan Stock Exchange Governance No. 1110004250 dated March 8, 2022.

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<p><u>virtual shareholders' meeting online, meets the minimum legal requirement for a shareholders' meeting, then the shareholders' meeting shall continue. The shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, and the shareholders attending the virtual meeting online shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders' meeting.</u></p> <p><u>(IV) Actions to be taken if the outcome of all proposals have been announced and extraordinary motion has not been carried out.</u></p> <p><u>III. To convene a virtual-only shareholders' meeting, appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders' meeting online shall be specified.</u></p>		
<p>Article 7(Video and audio recording in shareholders' meetings)</p> <p>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.</p> <p>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 ballots shall be retained until the conclusion of the litigation.</p> <p><u>Where a shareholders' meeting is held</u></p>	<p>Article 7(Video and audio recording in shareholders' meetings)</p> <p>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.</p> <p>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 ballots shall be retained until the conclusion of the litigation.</p>	<p>Amendments made in line with the announcements made in the Taiwan Stock Exchange's letter Taiwan Stock Exchange Governance No. 1110004250 dated March 8, 2022.</p>

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<p><b><u>online, the Company shall keep records of shareholder registration, sign-in, check-in, questions raised, votes cast and results of votes counted by the Company, and continuously audio and video record, without interruption, the proceedings of the virtual meeting from beginning to end. The information and audio and video recording in the preceding paragraph shall be properly kept by the Company during the entirety of its existence, and copies of the audio and video recording shall be provided to and kept by the party appointed to handle matters of the virtual meeting.</u></b></p> <p><b><u>In case of a virtual shareholders' meeting, the Company is advised to audio and video record the back-end operation interface of the virtual meeting platform.</u></b></p>		
<p>Article 8</p> <p>Shareholders' presence is determined by the number of shares represented during the meeting. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in, <b><u>and the shares checked in on the virtual meeting platform</u></b>, plus the number of shares whose voting rights are exercised by correspondence or electronically.</p> <p>At the meeting's appointed time of commencement, the chair shall immediately call the meeting to order and announce relevant information such as the number of non-voting rights and the number of shares present. 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 and the attending shareholders</p>	<p>Article 8</p> <p>Shareholders' presence is determined by the number of shares represented during the meeting. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in plus the number of shares whose voting rights are exercised by correspondence or electronically.</p> <p>At the meeting's appointed time of commencement, the chair shall immediately call the meeting to order and announce relevant information such as the number of non-voting rights and the number of shares present. 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 and the attending shareholders</p>	<p>Amendments made in line with the announcements made in the Taiwan Stock Exchange's letter Taiwan Stock Exchange Governance No. 1110004250 dated March 8, 2022 and regulatory amendments.</p>

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<p>still represent less than one third of the total number of issued shares, the chair shall declare the meeting adjourned. <b><u>In the event of a virtual shareholders meeting, the Company shall also declare the meeting adjourned at the virtual meeting platform.</u></b></p> <p>If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within one month. <b><u>In the event of a virtual shareholders meeting, shareholders intending to attend the meeting online shall re-register to the Company in accordance with Article 5.</u></b></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>still represent less than one third of the total number of issued shares, the chair shall declare the meeting adjourned.</p> <p>If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within one month.</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>Article 10(Shareholders' opinions)</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' comments shall be determined by the chair.</p> <p>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>Each shareholder shall speak no more than twice, for five minutes each, on the same agenda item unless otherwise agreed by the</p>	<p>Article 10(Shareholders' opinions)</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' comments shall be determined by the chair.</p> <p>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>Each shareholder shall speak no more than twice, for five minutes each, on the same agenda item unless otherwise agreed by the</p>	<p>Amendments made in line with the announcements made in the Taiwan Stock Exchange's letter Taiwan Stock Exchange Governance No. 1110004250 dated March 8, 2022.</p>

Amended provisions	Before amendment	Reasons for amendment
<p>chair. The chair may stop Shareholders from speaking if they violate the rules or speak outside the agenda item under discussion.</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>Where a corporate shareholder has appointed two or more representatives to attend the shareholders' meeting, only one representative may speak per agenda item.</p> <p>After the Shareholder has finished speaking, the chair may answer the Shareholder's queries personally or appoint any relevant personnel to do so.</p> <p><b><u>Where a virtual shareholders' meeting is convened, shareholders attending the virtual meeting online may raise questions in writing at the virtual meeting platform from the chair declaring the meeting open until the chair declaring the meeting adjourned. No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words. The regulations in paragraphs 1 to 5 do not apply.</u></b></p> <p><b><u>As long as questions so raised in accordance with the preceding paragraph are not in violation of the regulations or beyond the scope of a proposal, it is advisable the questions be disclosed to the public at the virtual meeting platform.</u></b></p>	<p>chair. The chair may stop Shareholders from speaking if they violate the rules or speak outside the agenda item under discussion.</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>Where a corporate shareholder has appointed two or more representatives to attend the shareholders' meeting, only one representative may speak per agenda item.</p> <p>After the Shareholder has finished speaking, the chair may answer the Shareholder's queries personally or appoint any relevant personnel to do so.</p>	
<p>Article 12</p> <p>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.</p> <p>Voting rights shall be exercised electronically or in writing during a shareholders' meeting; The shareholders' meeting notice must explain the methods through which</p>	<p>Article 12</p> <p>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.</p> <p>Voting rights shall be exercised electronically or in writing during a shareholders' meeting; The shareholders' meeting notice must explain the methods through which</p>	<p>Amendments made in line with the announcements made in the Taiwan Stock Exchange's letter Taiwan Stock Exchange Governance No. 1110004250 dated March 8, 2022.</p>

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<p>shareholders may exercise voting rights in writing or in electronic form. Shareholders who have voted in writing or using the electronic method are considered to have attended shareholders' meeting in person.</p> <p>However, the Shareholder will be 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.</p> <p>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.</p> <p>After a shareholder has exercised voting rights by correspondence or electronic means, in the event the shareholder intends to attend the shareholders' meeting in person <b>or online</b>, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to the Company, by the same means by which the voting rights were exercised, before two days before the date of 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.</p> <p>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</p>	<p>shareholders may exercise voting rights in writing or in electronic form. Shareholders who have voted in writing or using the electronic method are considered to have attended shareholders' meeting in person.</p> <p>However, the Shareholder will be 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.</p> <p>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.</p> <p>After a shareholder has exercised voting rights by correspondence or electronic means, in the event the shareholder intends to attend the shareholders meeting in person, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to this Corporation, by the same means by which the voting rights were exercised, before two days before the date of 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.</p> <p>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</p>	

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<p>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.</p> <p>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 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 shareholders meeting proposals or elections shall be conducted in public at the place of the shareholders meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on-site at the meeting, and a record made of the vote.</p> <p><b><u>When the Company convenes a virtual shareholders' meeting, after the chair declares the meeting open, shareholders attending the meeting online shall cast votes on proposals and elections on the virtual meeting platform before the chair announces the voting session ends or will be deemed abstained from voting.</u></b></p> <p><b><u>In the event of a virtual shareholders' meeting, votes shall be counted at once after the chair announces the voting session ends, and results of votes and elections shall be announced immediately.</u></b></p> <p><b><u>When the Company convenes a hybrid shareholders' meeting, if shareholders who</u></b></p>	<p>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.</p> <p>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 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 shareholders meeting proposals or elections shall be conducted in public at the place of the shareholders meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on-site at the meeting, and a record made of the vote.</p>	

Amended provisions	Before amendment	Reasons for amendment
<p><b><u>have registered to attend the meeting online in accordance with Article 5 decide to attend the physical shareholders' meeting in person, they shall revoke their registration two days before the shareholders' meeting in the same manner as they registered. If their registration is not revoked within the time limit, they may only attend the shareholders' meeting online.</u></b></p> <p><b><u>When shareholders exercise voting rights by correspondence or electronic means, unless they have withdrawn the declaration of intent and attended the shareholders' meeting online, except for extraordinary motions, they will not exercise voting rights on the original proposals or make any amendments to the original proposals or exercise voting rights on amendments to the original proposal.</u></b></p>		
<p>Article 14(Meeting minutes.) 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.</p> <p>The Company may distribute meeting minutes by posting details onto MOPS.</p> <p>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 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.</p> <p><b><u>Where a virtual shareholders' meeting is</u></b></p>	<p>Article 14(Meeting minutes.) 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.</p> <p>The Company may distribute meeting minutes by posting details onto MOPS.</p> <p>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 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.</p>	<p>Amendments made in line with the announcements made in the Taiwan Stock Exchange's letter Taiwan Stock Exchange Governance No. 1110004250 dated March 8, 2022.</p>

Amended provisions	Before amendment	Reasons for amendment
<p><u>convened, in addition to the particulars to be included in the meeting minutes as described in the preceding paragraph, the start time and end time of the shareholders' meeting, how the meeting is convened, the chair's and secretary's name, and actions to be taken in the event of disruption to the virtual meeting platform or participation in the meeting online due to natural disasters, accidents or other force majeure events, and how issues are dealt with shall also be included in the minutes.</u></p> <p><u>When convening a virtual-only shareholders' meeting, other than compliance with the requirements in the preceding paragraph, the Company shall specify in the meeting minutes alternative measures available to shareholders with difficulties in attending a virtual-only shareholders' meeting online.</u></p>		
<p>Article 15(Public announcements)</p> <p>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, the number of shares represented by proxies <u>and the number of shares represented by shareholders attending the meeting by correspondence or electronic means</u>, and shall make an express disclosure of the same at the place of the shareholders' meeting. <u>In the event a virtual shareholders' meeting, the Company shall upload the above meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.</u></p> <p><u>During the Company's virtual shareholders' meeting, when the meeting is called to order, the total number of shares represented at the meeting shall be</u></p>	<p>Article 15(Public announcements)</p> <p>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.</p>	<p>Amendments made in line with the announcements made in the Taiwan Stock Exchange's letter Taiwan Stock Exchange Governance No. 1110004250 dated March 8, 2022.</p>

Amended provisions	Before amendment	Reasons for amendment
<p><b><u>disclosed on the virtual meeting platform. The same shall apply whenever the total number of shares represented at the meeting and a new tally of votes is released during the meeting.</u></b></p> <p>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.</p>	<p>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.</p>	
<p><b><u>Article 18(Disclosure of information at virtual meetings)</u></b></p> <p><b><u>In the event of a virtual shareholders' meeting, the Company shall disclose real-time results of votes and election immediately after the end of the voting session on the virtual meeting platform according to the regulations, and this disclosure shall continue at least 15 minutes after the chair has announced the meeting adjourned.</u></b></p>	<p>(Added)</p>	<p>Article added in line with the announcements made in the Taiwan Stock Exchange's letter Taiwan Stock Exchange Governance No. 1110004250 dated March 8, 2022.</p>
<p><b><u>Article 19(Location of the chair and secretary of virtual-only shareholders' meeting)</u></b></p> <p><b><u>When the Company convenes a virtual-only shareholders' meeting, both the chair and secretary shall be in the same location, and the chair shall declare the address of their location when the meeting is called to order.</u></b></p>	<p>(Added)</p>	<p>Article added in line with the announcements made in the Taiwan Stock Exchange's letter Taiwan Stock Exchange Governance No. 1110004250 dated March 8, 2022.</p>
<p><b><u>Article 20(Handling of disconnection)</u></b></p> <p><b><u>In the event of a virtual shareholders' meeting, the Company may offer a simple connection test to shareholders prior to the meeting, and provide relevant real-time services before and during the meeting to help resolve communication technical issues.</u></b></p> <p><b><u>In the event of a virtual shareholders' meeting, when declaring the meeting open,</u></b></p>	<p>(Added)</p>	<p>Article added in line with the announcements made in the Taiwan Stock Exchange's letter Taiwan Stock Exchange Governance No. 1110004250 dated March 8, 2022.</p>

Amended provisions	Before amendment	Reasons for amendment
<p><u>the chair shall also declare, unless under a circumstance where a meeting is not required to be postponed to or resumed at another time under Article 44-20, paragraph 4 of the Regulations Governing the Administration of Shareholder Services of Public Companies, if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events before the chair has announced the meeting adjourned, and the obstruction continues for more than 30 minutes, the meeting shall be postponed to or resumed on another date within five days, in which case Article 182 of the Company Act shall not apply.</u></p> <p><u>For a meeting to be postponed or resumed as described in the preceding paragraph, shareholders who have not registered to participate in the affected shareholders' meeting online shall not attend the postponed or resumed session.</u></p> <p><u>For a meeting to be postponed or resumed under the second paragraph, the number of shares represented by, and voting rights and election rights exercised by the shareholders who have registered to participate in the affected shareholders' meeting and have successfully signed in the meeting, but do not attend the postpone or resumed session, at the affected shareholders' meeting, shall be counted towards the total number of shares, number of voting rights and number of election rights represented at the postponed or resumed session.</u></p> <p><u>During a postponed or resumed session of a shareholders' meeting held under the second paragraph, no further discussion or resolution is required for proposals for which votes have been cast and counted and results have been announced, or list of</u></p>		

Amended provisions	Before amendment	Reasons for amendment
<p><u>elected directors.</u></p> <p><u>When the Company convenes a hybrid shareholders' meeting, and the virtual meeting cannot continue as described in second paragraph, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders' meeting online, still meets the minimum legal requirement for a shareholders' meeting, then the shareholders meeting shall continue, and not postponement or resumption thereof under the second paragraph is required.</u></p> <p><u>Under the circumstances where a meeting should continue as in the preceding paragraph, the shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, provided these shareholders shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders' meeting.</u></p> <p><u>When postponing or resuming a meeting according to the second paragraph, the Company shall handle the preparatory work based on the date of the original shareholders' meeting in accordance with the requirements listed under Article 44-20, paragraph 7 of the Regulations Governing the Administration of Shareholder Services of Public Companies.</u></p> <p><u>For dates or period set forth under Article 12, second half, and Article 13, paragraph 3 of Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, and Article 44-5, paragraph 2, Article 44-15, and Article 44-17, paragraph 1 of the Regulations Governing the Administration</u></p>		

Amended provisions	Before amendment	Reasons for amendment
<u>of Shareholder Services of Public Companies, the Company shall handle the matter based on the date of the shareholders' meeting that is postponed or resumed under the second paragraph.</u>		
<u>Article 21(Handling of digital divide)</u> <u>When convening a virtual-only shareholders' meeting, the Company shall provide appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders' meeting online.</u>	(Added)	Article added in line with the announcements made in the Taiwan Stock Exchange's letter Taiwan Stock Exchange Governance No. 1110004250 dated March 8, 2022.
Article <u>22</u> (Date of establishment and amendment) These Rules, and any amendments hereto, shall be implemented after adoption by shareholders' meetings. The 1st amendment was made on May 13, 1998. The 2nd amendment was made on May 21, 2002. The 3rd amendment was made on June 12, 2015. The 4th amendment was made on June 12, 2020. The 5th amendment was made on July 20, 2021. <u>The 6th amendment was on May 30, 2023.</u>	Article <u>18</u> (Date of establishment and amendment) These Rules, and any amendments hereto, shall be implemented after adoption by shareholders' meetings. The 1st amendment was made on May 13, 1998. The 2nd amendment was made on May 21, 2002. The 3rd amendment was made on June 12, 2015. The 4th amendment was made on June 12, 2020. The 5th amendment was made on July 20, 2021.	1. Numbering of the articles was adjusted to accommodate for the additional article. 2. Added date of amendment.

## Appendix 1

# Synnex Technology International Corp. Articles of Incorporation

### Section 1 General Principles

Article 1 The Company has been incorporated in accordance with the provisions of the Company Act of the Republic of China. The Chinese name of the Company is "Lian Qiang International Corporation." The English name of the Company is "Synnex Technology International Corporation."

Article 2 The Company's scope of business is as follows:

- I. F113050 Wholesale of Computing and Business Machinery Equipment.
- II. F118010 Wholesale of Computer Software.
- III. F113070 Wholesale of Telecom Instruments.
- IV. F119010 Wholesale of Electronic Materials.
- V. F113110 Wholesale of Batteries.
- VI. F116010 Wholesale of Photographic Equipment.
- VII. IE01010 Telecommunications Number Agencies.
- VIII. CC01110 Computers and Peripheral Equipment Manufacturing.
- IX. JA02010 Electric Appliance and Audiovisual Electric Products Repair Shops.
- X. F401021 Import of Controlled Telecommunications Radio-Frequency Devices and Materials.
- XI. G801010 Warehousing and Storage.
- XII. F401010 International Trade.
- XIII. I301010 Software Design Services.
- XIV. ZZ99999 Apart from the approved business items, the Company is also allowed to operate other business not prohibited or restricted by law.
- XV. F108031 Wholesale of Medical Equipment.
- XVI. F208031 Retail sale of Medical Equipment.

Article 2-1 The total amount of Company's investment is not limited to 40% of paid-in capital as provided in Article 13 of the Company Act.

Article 3 The Company's primary place of business is in Taipei City, Republic of China, and may set up branches within or outside the territories of the Republic of China where the Company deems necessary or appropriate for conducting business.

Article 4 The Company may provide guarantees as required for its business activities.

### Section 2 Capital

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, part of which may be preferred stocks. The Taiwan Depository & Clearing Corporation may request that the Bank substitute a share certificate in larger denominations for the share certificates of par value.

Article 5-1 The rights and obligations and other important terms of issuance associated with preferred stocks of the Company are as follows:

- I. 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 number of days issued during the year.
- II. 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.
- III. 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.
- IV. 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 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.
- 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.
- VI. Preferred stocks may not be converted to ordinary stocks.
- 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 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.

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.

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.

- Article 6 The Company's stocks shall be signed, sealed, and numbered by the director who is authorized to represent the Company. The stocks shall be issued after proper certification by the competent authority or their authorized agent for stock issuance and registration. 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. 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.
- Article 7 The shares of the Company shall all be issued as registered shares and the real name of the shareholder shall be specified on the certificate, where the name registered is the name of a legal person, the real name and address of its shareholders (or) representative shall be recorded in the Company's shareholders' roster. Where the legal person is jointly owned by two or more shareholders, one of them shall be deemed its representative.
- Article 8 Any matters relating to the loss or damage of the shares shall be governed by relevant laws and regulations and the Regulations Governing the Administration of Shareholder Services of Public Companies prescribed by the competent authority.
- Article 9 The Company may collect sufficient printing fees and cost of stamp tax set fees in the event of issuance of a new share certificate due to transfer of ownership or loss or damage of share certificate.
- Article 10 The Company's shareholders shall submit specimens of their seals to the Company for registration. The specimens shall be used by the Company for purposes of verification when the shareholder wishes to collect dividends or exercise shareholders' rights.
- Article 11 In the case where the shareholders of the Company apply for affairs related to the shares of the Company such as to reassign or create a pledge of rights, report of loss, inheritance or gifting of shares, report loss or change of seal, change to the residential address, or other exercise of rights, unless otherwise stipulated by the laws and regulations, the matter shall be handled in accordance with the Regulations Governing the Administration of Shareholder Services of Public Companies.
- Article 12 Transfers of shares shall not be made in the shareholder register within 60 days before an annual shareholders' meeting, 30 days before an extraordinary shareholders' meeting, or 5 days before the ex-dividend date or the date set for the distribution of bonuses or other

benefits.

Article 12-1 Where the Company buys its stocks in accordance with the Company Act, the assignment subjects may include employees of controlled or affiliated companies that meet the criteria. The employee subscription right of the Company may be granted to employees of controlled or affiliated companies that meet the criteria.

Where the Company issues new shares, the employee purchasing the shares may include employees of controlled or affiliated companies that meet the criteria.

Where the Company issues restricted stock for employees, the qualification requirements of employees may include employees of controlled or affiliated companies that meet the criteria.

For employees of controlled or affiliated companies that meet the criteria as referred to in this provision, the chairman of the board is authorized to set such criteria.

### Section 3 Shareholders' Meetings

Article 13 The Company holds two types of shareholders' meeting, listed in the following:

- I. Annual shareholders' meeting;
- II. Extraordinary shareholders meeting.

The annual shareholders' meeting is to be held once every year which shall be convened within six months after the close of each fiscal year.

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. Extraordinary shareholders' meetings may be held whenever necessary, and are subject to compliance with relevant laws.

A shareholders' meeting can be held by means of visual communication network or other methods promulgated by the central competent authority.

Article 14 The convention of a shareholders' meeting must be communicated to shareholders at least 30 days before an annual shareholders' meeting and 15 days before an extraordinary shareholders' meeting. Date, venue, and agenda items must be explained in detail in the meeting notices and announcements.

Article 15 Resolutions at a shareholders' meeting shall, unless otherwise provided for in the Company Act, be adopted by a majority vote of the shareholders present, who represent more than one-half of the total voting rights.

Article 16 (Deletion)

Article 17 Shareholders of the Company are entitled to one vote for every share held. However, preferred stocks without voting rights issued by the Company or the Company holding its own shares in accordance with the laws is not entitled to voting rights.

Article 18 If a shareholder is unable to attend the shareholders' meeting in person, a proxy can be appointed by completing the Company's proxy form and by specifying the scope of delegated authority. Representation by proxy, unless otherwise provided for in the

Company Act, shall be governed by the provisions of the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies prescribed by the competent authority.

Article 19 Shareholders' meeting shall be chaired by the Company's chairman of the board, Where the chairman of the board is absent, one of the directors shall act as chair on his/her behalf in accordance with Article 208 of the Company Act. For a shareholders' meeting convened by any other person having the convening right, he/she shall act as the chairman of that meeting provided, however, that if there are two or more persons convening the shareholders' meeting, the chairman of the meeting shall be elected from among themselves.

Article 20 Shareholders' meeting resolutions shall be compiled into detailed minutes, and signed or sealed by the Chairman then disseminated to each shareholder no later than 20 days after the meeting.

The minutes of shareholders' meeting shall record the date and place of the meeting, the name of the chairman, the method of adopting resolutions, and a summary of the essential points of the proceedings and the results of the meeting. The minutes shall be kept permanently throughout the life of the Company.

The distribution of minutes of shareholders' meeting as referred to in Paragraph 1 shall be governed by the Company Act.

The attendance log bearing the signatures of shareholders present at the meeting and the powers of attorney of the proxies shall be kept for at least a year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, these documents shall be retained until the conclusion of the litigation.

#### Section 4 Director

Article 21 The board of directors of the Company consists of seven to ten directors. The number of independent directors shall not be fewer than three.

Any directors' election of the Company shall be adopt to the system for nomination of candidates in accordance with the provisions of the Company Act, and the shareholders shall elect from among the list of director candidates.

The election of directors shall be in compliance with Article 198 of the Company Act. Independent and non-independent directors shall be elected at the same time, but the numbers of independent or non-independent directors to be elected shall be calculated separately. A candidate to whom the ballots cast represent a prevailing number of votes shall be deemed an independent or non-independent director elect.

Article 21-1 The Company will establish an audit committee in accordance with Article 14-4 of the Securities and Exchange Act. The audit committee shall consist of all the independent directors. The audit committee or the members of the audit committee shall be responsible for executing the authority of the supervisors according to the Company Act, Securities and Exchange Act and other relevant regulations.

Article 22 Each director's term shall be three years, and directors may be re-elected.

Article 23 The directors of the Company shall be elected by the shareholders' meeting from among the persons with disposing capacity. The board of directors may resolve to purchase liability insurance for directors of the Company. The remuneration of the directors shall be determined by the board of directors and based on the general standards of the industry. The total number of registered shares of the Company held by all directors shall be set in accordance with the standard stipulated in the Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies promulgated by the competent authority.

Article 24 The directors shall appoint one among them to be chairman of the board.

Article 25 The chairman of the board shall represent the Company externally.

Article 26 Apart from the first meeting of each newly elected board of directors, which shall be convened by the director receiving the most votes, the board of directors' meeting shall be convened and chaired by the chairman of the board and the convener shall communicate the date and the agenda items to the directors at least 7 days before the meeting. However, meetings can be held at any time in case of emergency, without the aforementioned method of communication. The meeting notices prescribed in the preceding paragraph may be distributed by written document, e-mail, or fax. Board meetings may be held inside or outside of the Republic of China.

Article 27 Board meetings shall be chaired by the chairman of the board. Where the chairman of the board is absent, one of the directors shall act as chair on his/her behalf in accordance with Article 208 of the Company Act.

Article 28 Unless otherwise regulated by the law, each director shall have a vote; the quorum for board of directors' meeting requires the presence of more than half of the total board members; and any resolution shall be passed with more than half of attending directors voting in favor. Where those voting in favor are the same as those voting against a certain item in a board of directors' meeting, the chairman of the board does not enjoy an extra deciding vote; the same shall apply for shareholders' meeting.

Article 29 A director may designate other directors as proxy to attend the board of directors' meetings by written authorization, such proxy may then exercise voting rights on all agenda items of the meeting. One director can represent the presence of only one other director.

Article 30 The directors shall adopt resolutions in the board of directors' meeting and exercise their duties.

Article 31 When a meeting of the Board of Directors is conducted in the form of a video conference meeting, the directors taking part via video conferencing shall be deemed to have attended the meeting in person.

## Article 32 (Deletion)

Article 33 The board of directors shall have one secretary, governing the important documents, contracts, and shares of the board of directors and the Company.

## Section 5 Human resource

Article 34 The Company may appoint managers, the title of which shall be established according to the needs of the Company. The appointment and discharge of managers shall be by a majority resolution of the board of directors where over half of the directors is in attendance.

Article 35 The managers appointed by the Company shall carry out the duties designated by the board of directors; where the board of directors has not made such designation, the manager shall carry out duties designated by the chairman of the board.

Article 36 The board of directors may appoint other management and designate their duties when necessary.

## Section 6 Financial reports

Article 37 The fiscal year of the Company begins on January 1 every year and ends on December 30 of that year; the board of directors shall prepare the following reports at the end of each fiscal year and submits such reports to the annual shareholders' meeting for acknowledgment:

- I. Business report.
- II. Financial statements.
- III. Proposals for the distribution of surplus earnings or offsetting of losses.

Article 38 In order to provide incentive to employees and the management team, the Company's net income before tax before deducting remuneration to employees and Directors and after making up for losses in the current fiscal year should be applied to pay remuneration 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. Employee remuneration may be distributed in stock or cash and director remuneration may be distributed in cash subject to a resolution adopted by a majority vote at a meeting of the board of directors attended by two-thirds of the total number of directors.

Employee remuneration may be distributed in stock; remuneration may also be distributed for employees of controlled or affiliated companies that meet the criteria. The chairman of the board is authorized to set such criteria.

Article 38-1 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, may be distributed as dividends of the preferred stocks for the current year and then 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. 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.

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.

Article 38-2 Where the Company incurred no loss, the board of directors may draft distribution proposals to distribute part or all of the legal reserve and capital surplus specified in Article 241 of the Company Act to shareholders. Where dividends are distributed in the form of stocks, the distribution shall be subject to the approval of the shareholders' meeting. Where dividends are distributed in the form of cash, the board of directors is authorized make such distribution by approval of more than half of the directors present at the meeting, where more than two-thirds of the directors are present, and shall also be reported at the shareholders' meeting.

## Section 7 Supplementary Provisions

Article 39 The internal organization and business operation shall be governed by the resolution of the board of directors.

Article 40 Any issues not covered under the Articles of Incorporation shall be handled in accordance with the stipulations of the Company Act of the Republic of China.

Article 41 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 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. The 29th amendment was made on June 12, 2020. The 30th amendment was made on May 30, 2022.

## Appendix 2

### Synnex Technology International Corporation Rules of Procedure for Shareholders Meetings

1. Unless otherwise specified by law or Articles of Incorporation, the Company shall proceed with its shareholders' meetings according to the terms of the Rules.

2. (Convention and advising of shareholders' meetings)

Unless otherwise specified by law, shareholders' meetings are convened by the board of directors. 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 administration agency appointed by the Company, and distributed on-site at the shareholders' meeting.

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. 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.

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.

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 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.

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.

Shareholders shall limit their proposed agenda items within 300 words; proposals that exceed 300 words shall be excluded from the agenda. Shareholders who have successfully proposed agenda items shall attend the annual shareholders' meeting in person or through proxy attendance and participate in the discussion.

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. During the shareholders' meeting, the board of directors shall explain the reasons why certain proposed agenda items are excluded from discussion.

3. Shareholders may appoint proxies to attend shareholders' meetings by completing the Company's proxy form and specifying the scope of delegated authority.

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.

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.

4. The location for shareholders meetings of the Company shall be the place where the Company is located or locations that are convenient for shareholders' attendance and suitable for holding a shareholders meeting. The start time of the meeting shall be no earlier than 9 am or later than 3pm.

5. (Preparation of attendance logs and documents)

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.

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.

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.

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.

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.

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.

6. (Meeting chair and participants)

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.

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.

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.

For shareholders' meetings convened by any authorized party other than the board of directors, the convener will act as the meeting chair. If there are two or more conveners at the same time, one shall be appointed from among them to chair the meeting.

The Company may summon its lawyers, certified public accountants, and any relevant personnel to be present at the shareholders' meeting.

7. (Video and audio recording in shareholders' meetings)

The Company, beginning from the time it accepts Shareholder attendance registrations, shall make an uninterrupted audio and video recording of the registration procedure, the proceedings of the shareholders meeting, and the voting and vote counting procedures.

The recorded materials of the preceding paragraph shall be retained for at least 1 year. If, however, a Shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.

8. Attendance at Shareholders Meetings shall be calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book or sign-in cards handed in plus the number of shares whose voting rights are exercised by correspondence or electronically.

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.

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.

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.

9. (Discussion of proposals)

If a shareholders' meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. Relevant agenda items (including special motions and amendments to the original agenda) shall be voted on respectively. The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders meeting.

The preceding paragraph applies mutatis mutandis where the shareholders' meeting is convened by any authorized party other than the board of directors.

The chair may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs (including extraordinary motions), except by a resolution of the shareholders meeting. If the chair 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.

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

10. (Shareholders' opinions)

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' 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.

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.

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.

Where a corporate shareholder has appointed two or more representatives to attend the shareholders' meeting, only one representative may speak per agenda item.

After the Shareholder has finished speaking, the chair may answer the Shareholder's queries personally or appoint any relevant personnel to do so.

11. (Calculation of voting shares and recusals)

Voting at a shareholders meeting shall be calculated based the number of shares.

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

When a shareholder is an interested party 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.

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

With the exception of a trust enterprise or a shareholder services agent approved by the 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.

12. 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.

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. 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 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.

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.

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.

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.

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 is necessary.

The chair will appoint a ballot scrutineer and a ballot counter; the ballot scrutineer must be a Shareholder.

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

13. (Election)

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.

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.

14. (Meeting minutes.)

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.

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 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.

15. (Public announcements)

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.

16. (Order in the meeting)

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.

17. (Recess and resumption of meeting)

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.

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.

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.

18. (Date of establishment and amendment)

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. The 4th amendment was on June 12, 2020.

## Appendix 3

### Total directors' shareholdings

Record Date: 1 April 2023

Title	Name		No. of shares held on start of share transfer blackout period			Remarks
			Type	No. of Shares	% of total outstanding shares	
Chairman	Miau, Matthew Feng Chiang	Representative of Mei-Feng Investment Corporation	Ordinary Shares	3,283,000	0.20%	
Director	Chou Teh-Chien	Representative of MITAC Inc.		260,521,054	15.62%	
Director	Yang Hsiang-Yun					
Director	Tu Shu-Wu			36,156,381	2.17%	
Director	Tu Shu-Chyuan	Representative of Hong Ding Investments Corp.		17,690,053	1.06%	
Director	Miau, Scott-Matthew	Representative of Lien Hwa Industrial Holdings Corporation		59,526,125	3.57%	
Independent Director	Yeh Kuang-Shih			0	0.00%	
Independent Director	Hsuan Chien-Shen			0	0.00%	
Independent Director	Shen Ling-Long			0	0.00%	
<b>Total</b>				<b>377,176,613</b>		

Total number of outstanding shares on 1 April 2023: 1,667,946,968 shares

Note 1: Statutory minimum number of shares to be held by all directors: 40,030,727 shares. 377,176,613 shares held as of 1 April 2023.

Note 2: The Company has an audit committee. Thus minimum number of shares held by supervisors is not applicable.

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