ACER CYBER SECURITY INCORPORATED
MINUTES OF 2022 ANNUAL SHAREHOLDERS' MEETING

(Translation)
The translation is intended for reference only and nothing else. The Chinese text of the Minutes of 2022 Annual Shareholders' Meeting shall govern any and all matters related to the interpretation of the subject matter stated herein.

Time and Date: 9:00 a.m., Friday, May 27, 2022

Venue: Globaltown Business Center-Xinyi District City Hall Center
(8F, No. 560, Section 4, Zhongxiao East Road, 110 Taipei City)

Type: Physical Meeting

Total outstanding shares of ACER CYBER SECURITY INCORPORATED: 17,240,720 shares

Total shares represented by shareholders present in person or proxy: 11,156,143 shares

Percentage of shares held by shareholders present in person or proxy: 64.70%

Directors present: Acer Inc. Legal Representative: Maverick Shih, Ming-To Yu

Chairman: Maverick Shih, the Chairman of the Board of Directors

Recorder: Dick Tan

The aggregate shareholding of the shareholders present in person or proxy constituted a quorum. The Chairman called the meeting to order.

1. Report Items

(1) Business Report for the Year 2021

Explanatory Notes: Please refer to Attachment 1.

(2) Audit Committee's Review Report

Explanatory Notes: Please refer to Attachment 2.

(3) To Report on the Distribution of Cash Dividend and the Execution of Employees' Profit Sharing Bonus and Board Directors' Compensation for the Year 2021

Explanatory Notes:

a. Distribution of Cash Dividend:

i. Pursuant to Article 24 of the Article of Incorporation, the distributable dividends and bonuses in whole or in part will be paid in cash by this Company after a resolution has been adopted by a majority vote at a meeting of the Board of Directors attended by two-thirds of the total number of directors; and in addition thereto a report of such distribution shall be submitted to the Shareholders' Meeting.

ii. Cash dividend distribution for 2021 has been approved by the Board of Directors on February 25, 2022, according to which the Company will distribute the cash dividend of NT$63,786,964 to the Shareholders whose names and respective shares are in these

Shareholders' register on the ex-dividend record date, at a preliminary ratio of NT$3.7 per share. Rounded down to NT$1 and the residue will be calculated and booked as the Company's other income.

iii. Prior to the ex-dividend date for the distribution, should the cash distribution ratio require any adjustment due to amendment of laws or regulations, request by competent authorities, or any change of the numbers of the issued and outstanding shares, it is to authorize the Chairman with full power to adjust the distribution ratio.

iv. The record date for ex-dividend is temporarily set on June 4, 2022, and the distribution date is set on July 1, 2022. Should the dates above be adjusted due to the amendment of laws or regulations, or request by competent authorities, the Chairman is authorized with full power to adjust accordingly.

b. Execution of Employees' Profit Sharing Bonus and Board Directors' Compensation:

i. The Board of Directors approved the proposal of employees' 2021 profit sharing bonus and Board Directors' compensation on February 25, 2022.

The employees' profit sharing bonus and Board Directors' compensation are to be distributed in cash.

ii. The total amount of employees' 2021 profit sharing bonus is NT$10,500,000.

iii. The total amount of Board Directors' 2021 compensation is NT$0.

2. Election Item

Proposal: To Elect Seven Directors (Including Four Independent Directors) of the Company.
(Proposed by the Board of Directors)

Explanatory Notes:

(1) Since the tenure of all current directors of the Company (including independent directors) had expired in December 2021, it is to re-elect all directors (including three ordinary directors and four independent directors) at the General Shareholders' Meeting this year in accordance with the Company's Articles of Incorporation. The tenure of directors to be elected shall commence on May 27, 2022 for three-year term (estimated to expire on the date of 2025 Shareholders' general meeting for re-election) and are eligible for re-election. The Audit Committee will be constituted by all the independent directors, and the Remuneration Committee will be constituted by three or more independent directors.

(2) The candidate nomination system is adopted in accordance with the Articles of Incorporation of the Company. For the list of candidates for directors (including independent directors) nominated by the Board of Directors, please refer to Attachment 3.

Voting Result:

Elected	Name	Votes
Director	Acer Inc. Legal Representative: Maverick Shih	16,848,802
Director	Acer Inc. Legal Representative: Tiffany Huang	10,020,616
Director	Acer Inc. Legal Representative: Meggy Chen	10,020,616
Independent Director	Chie-Shiang Tong (aka: Sophia Tong)	10,022,253
Independent Director	Grace Lung	10,077,794
Independent Director	Dung-Chun Tsai	10,016,772
Independent Director	Jih-Chu Lee	10,078,799

3. Proposed Items for Ratification and Discussion

Item 1

Proposal: Ratification Proposal of the Financial Statements and Business Report for the Year 2021. (Proposed by the Board of Directors)

Explanatory Notes:

(1) The Company's Financial Statements for the year 2021, including Balance Sheets, Statements of Comprehensive Income, Statements of Changes in Equity and Statements of Cash Flow, have been audited by CPA Ching-Wen Kao and CPA Wei- Ming Shih of KPMG.

(2) The Business Report for the year 2021 and the aforementioned Financial Statements are attached hereto as Attachment 1 and Attachment 4, which have been approved by the Audit Committee and by the Board of Directors via resolution.

(3) Please discuss.

Resolution:

Shares present at the time of voting: 11,156,143 (votes casted electronically: 11,116,420)

Voting Results*		% of the total represented share present
Votes in favor:	11,095,574 votes (11,095,574 votes)	99.45%
Vote against:	4,096 votes (4,096 votes)	0.03%

Votes invalid or abstained:	56,473 votes (16,750 votes)	0.50%

*including votes casted electronically (number in brackets)

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

Item 2

Proposal: Ratification Proposal of Profit Appropriation for the Year 2021. (Proposed by the Board of Directors)

Explanatory Notes:

(1) The statements of profit appropriation have been reviewed and approved by the Audit Committee and resolved by the Board of Directors.
(2) Please refer to Attachment 5, the Profit Appropriation Statement for 2021.
(3) Please ratify.

Resolution:

Shares present at the time of voting: 11,156,143 (votes casted electronically: 11,116,420)

Voting Results*		% of the total represented share present
Votes in favor:	11,094,174 votes (11,094,174 votes)	99.44%
Vote against:	5,496 votes (5,496 votes)	0.04%
Votes invalid or abstained:	56,473 votes (16,750 votes)	0.50%

*including votes casted electronically (number in brackets)

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

Item 3

Proposal: Discussion of the Amendments to the Articles of Incorporation of the Company. (Proposed by the Board of Directors)

Explanatory Notes:

(1) In accordance with the Company Act and make holding Shareholder's Meeting more flexible, it is proposed to amend some provisions of the Articles of Incorporation of the Company. Please refer to Attachment 6, the comparison table of the amended Articles of Incorporation of the Company.
(2) Please discuss.

Resolution:

Shares present at the time of voting: 11,156,143 (votes casted electronically: 11,116,420)

Voting Results*	% of the total represented share present

Votes in favor:	11,091,174 votes (11,091,174 votes)	99.41%
Vote against:	8,496 votes (8,496 votes)	0.07%
Votes invalid or abstained:	56,473 votes (16,750 votes)	0.50%

*including votes casted electronically (number in brackets)

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

Item 4

Proposal: Discussion of the Amendments to the Company's Procedures for Acquiring or Disposing of Assets (Proposed by the Board of Directors)

Explanatory Notes:

(1) In accordance with the Financial Supervisory Commission order, Chin-Kuan-Cheng-Fa-Tzu-No. 1110380465, dated January 28, 2022, which amended the "Regulations Governing Procedure for Acquiring or Disposing of Assets of Public Companies", it is proposed to amend the Company's Procedures for Acquiring or Disposing of Assets. Please refer to Attachment 7, the comparison table of the amended provisions.

(2) Please discuss.

Resolution:

Shares present at the time of voting: 11,156,143 (votes casted electronically: 11,116,420)

Voting Results*		% of the total represented share present
Votes in favor:	11,095,574 votes (11,095,574 votes)	99.45%
Vote against:	4,096 votes (4,096 votes)	0.03%
Votes invalid or abstained:	56,473 votes (16,750 votes)	0.50%

*including votes casted electronically (number in brackets)

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

Item 5

Proposal: Discussion of the Amendments to the Company's Regulations of the Conduct of Shareholders' Meeting (Proposed by the Board of Directors)

Explanatory Notes:

(1) To allow the Company's Shareholders' Meeting to be held by means of visual communication network, with reference to the "Reference Example of the Rules of Procedure of the Shareholders' Meeting" revised and announced by the Taiwan Stock Exchange, it is proposed to amend the Company's Regulations of the Conduct of

Shareholders' Meeting. Please refer to Attachment 8, the comparison table of amended provisions.

(2) Please discuss.

Resolution:
Shares present at the time of voting: 11,156,143 (votes casted electronically: 11,116,420)

Voting Results*		% of the total represented share present
Votes in favor:	11,094,174 votes (11,094,174 votes)	99.44%
Vote against:	5,496 votes (5,496 votes)	0.04%
Votes invalid or abstained:	56,473 votes (16,750 votes)	0.50%

*including votes casted electronically (number in brackets)

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

Item 6

Proposal: To Release Non-Compete Restrictions on the Newly-Elected Directors and their Legal Representatives (Proposed by the Board of Directors)

Explanatory Notes:

(1) Pursuant to Article 209 of the Company Act, a director engaging, either for himself or on behalf of another person, in activities that are within the scope of the Company's business, shall explain to the Shareholders' Meeting the essential contents of such activities and obtain its approval for conducting such activities.

(2) It is proposed to request the General Shareholders' Meeting to release the non-compete restrictions on newly-elected directors or their legal representatives, who if participate in the operations of another company that engages in the same or similar business scope as the Company.

(3) Please refer to Attachment 9, pages51 to 53, for the Concurrent Positions of Director and Independent Director Candidates.

(4) Please discuss.

Resolution:
Shares present at the time of voting: 11,156,143 (votes casted electronically: 11,116,420)

Voting Results*		% of the total represented share present
Votes in favor:	11,094,113 votes (11,094,113 votes)	99.44%
Vote against:	5,557 votes (5,557 votes)	0.04%
Votes invalid or abstained:	56,473 votes (16,750 votes)	0.50%

*including votes casted electronically (number in brackets)

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

4. Extemporary Motion: None

5. Meeting Adjourned: 9:28 am

Attachment 1

Business Report

Dear Shareholders,

Acer Cyber Security Inc. (hereinafter referred to as "ACSI") is the first cyber security service company in Taiwan listed on the over-the-counter (OTC) market on October 30, 2019, with the stock code of 6690. While the impact of the COVID-19 pandemic remained intense in 2021 and the Level 3 COVID-19 Alert was announced in May, 2021, cyber security incidents occurred frequently. Several companies were reported to have been hacked for ransom. The impact from both aspects made ACSI's deployment of service personnel doubly difficult. Although part of our service models were adjusted to be performed remotely or via video conference, we still managed to complete the acceptance of project services successfully under the premise of both completing tasks and protecting our colleagues. Our overall revenue and profit remained positive in 2021, and the consolidated revenue reached NT$852 million for the year, which increased by 6% compared to the revenue of the previous year, 2020.

In 2021, ACSI won the bids of the 2021-2024 Information Security Professional Service Project of the Taipei City Government and the Integrated Security Operation Center Establishment Project of the Fiscal Information Agency, Ministry of Finance, with the total contract amount of nearly NT$200 million. ACSI defeated the original operators for central and local tax services and acquired the equipment monitoring and information security services of a larger scale to achieve the consistency of monitoring and the effectiveness of incident response. The establishment of ACSI Cyber Security Academy, a subsidiary of ACSI was officially approved in August, 2021. ACSI has expanded its business to include the training of information security professionals, providing not only relevant professional information security technical courses, but also information security governance courses for senior executives. The most significant event was that ACSI's Board of Directors approved the proposed acquisition of 100% equity interest in Acer e-Enabling Data Center Inc. in November, 2021. Looking at the trend of building cloud infrastructure instead of conventional infrastructure, ACSI must consider the integrated services ranging from information security to cloud architecture planning. The acquisition of 100% equity interest will facilitate the growth of ACSI's overall revenue and the complement of both sides' technical staff, providing a more solid foundation for the sustainable development of its information security services. The equity acquisition had completed by January 2022 as expected for the following acquisition of management rights.

In terms of expanding the provision of services for different industries, the projects related to the financial industry had the largest revenue growth of 63%, which was in line with the specific goals of the action plan of the Financial Supervisory Commission (hereinafter referred to as the "FSC") to strengthen information security in the financial industry as previously estimated. In addition, from the existing Operation Technology (OT) projects owned by ACSI and related to the ISAC (Information Sharing and Analysis) of energy, transportation, and water conservancy industries, ACSI has made progress and further obtained a three-year service project that comprises compliance, testing and OT

monitoring in the fields of cogeneration and harbors of a privatized energy company. As predicted, critical infrastructures related to energy is the most concerned part when considering the information security layout of OT by the government. In addition to the aforesaid significant achievements in the market and industrial deployments made all in accordance with the business plans which were set in 2021, a service adopting the new technology of Breach & Attack Simulation (BAS) in blue team exercises has been introduced into the 2021-2024 Information Security Professional Service Project of the Taipei City Government regarding the technical advantages presented by ACSI in information security services. Meanwhile, ACSI continues to integrate the Intelligent SOC 2.0 with the MITRE ATT&CK for attack step analysis to establish a complete information security incident notification mechanism. Further, An AI multi-dimensional analysis platform, the SOAR (security orchestration, automation, and response) platform, and the fast-screening tool for information security incident investigation were also developed by ACSI to accelerate the convergence with international standards. In terms of PT advanced red team exercises, ACSI has also acquired several projects for the technological deepening of service implementation to achieve actual value enhancement, which can inspire our technical team to further advance in the development of technology and to continuously exceed other competitors in the domestic information security service industry.

Looking ahead to 2022, the FSC has required financial institutions which meet certain criteria to have a Chief Information Security Officer (CISO) by the first quarter of 2022 in September, 2021. The FSC also announced in November, 2021 that exchange-listed and OTC-listed companies with capital of over NT$10 billion must have a CISO, information security manager or information security personnel by the end of 2022. These regulations not only require enterprises to strengthen the monitoring of information security but also reveal the fact that there is a serious shortage of information security professionals. Therefore, financial enterprises, exchange-listed and OTC-listed companies must make good use of outside information security service providers to strengthen their information security defense, and their senior executives must strengthen their information security awareness and have correct concept of information security governance. The Colonial Pipeline ransomware attack occurred in the U.S. in May, 2021 also made governments face up to the urgency of critical infrastructures for people's daily lives, and the Department of Homeland Security has been establishing regulations for the critical infrastructures after the 911 attacks. The Taiwan government has been promoting the implementation and establishment of the ISAC information sharing platform since 2016 by listing 8 critical infrastructures, and it is also requesting private enterprises to effectively maintain the OT information security for their critical infrastructures currently. The expansion of market demand means that information security has become a necessary part of daily life for the government and enterprises to stabilize the country and people's livelihood. In 2022, ACSI also plans to extend the promotion of its information security services to a wider range of enterprises, so that business owners may have initial and advanced information security testing based on their

characteristics by industry and strengthen their internal information security defense abilities. Besides, we must establish a sales channel system to expand our business which is still based on 100% direct sales currently, so as to break the current relation in a geometric progression between linear investment and profit. With this new business scheme, ACSI may not only leverage its rich information security defense capability and management experience, but also increase the number of sales partners, expand the information security service ecosystem, and enhance the value of innovation in information security services. ACSI will become the most reliable partner for enterprises and move forward with the vision of being the best guardian of information security.

President　　Manager　　Head of Accounting Department

Attachment 2

Audit Committee's Review Report

The Board of Directors has prepared the Company's 2021 Business Report, Financial Statements, and the Proposal for profit appropriation. The CPA Ching-Wen Kao and Wei-Ming Shih from KPMG were retained to audit ACSI's Financial Statements and have issued an audit report relating to the Financial Statements. The said Business Report, Financial Statements, and Proposal for profit appropriation have been reviewed and determined to be correct and accurate by the Audit Committee of ACSI in accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act, I hereby submit this Report.

Acer Cyber Security Incorporated

Convener of the Audit Committee: Ming-To Yu 喻銘鐸

Date: February 25, 2022

Attachment 3

List of Director and Independent Director Candidates

List of Director Candidates

Name	Experience	All Current Position	Shareholding (Note)
Acer Incorporated Legal representative Maverick Shih	1. Ph.D. in Electrical Engineering, University of Southern California 2. Special Assistant to the President of Cloud Technology Business	1. Acer Incorporated Director 2. MAVS LAB. INC. Chairman 3. Rong Hsin Management Incorporated Director 4. Dragon Investment Fund I Co., Ltd. Director 5. Kiwi Technology Inc. Director 6. Allxon Inc. Director	10,971,018
Acer Incorporated Legal representative Meggy Chen	1. MBA from the UCLA Anderson School of Management in the United States 2. The corporate treasury head at global levels of Acer Incorporated	Acer Incorporated CFO	10,971,018
Acer Incorporated Legal representative Tiffany Huang	1. Bachelor of Science degree in Law from Chung-Hsing University 2. AVP of Acer PCGO Supply Chain Operations 3. Acting Operation Analysis Officer of Corp. President Office	Acer Incorporated COO Acer Foundation Director	10,971,018

Note: Shareholdings as of March 29, 2022.

List of Independent Director Candidates

Name	Experience	All Current Position	Shareholding (Note)
Chie-Shiang Tong	1. Department of Foreign Languages and Literature, National Taiwan University 2. CEO of Testrite Group 3. General Manager of IBM Taiwan	1. Hongtai Enterprise Organization General Manager 2. Chan Teng Limited Company Chairman 3. Dotmore Media Corp. Director 4. Taiwan Woman on Boards Association Director	0
Grace Lung	1. NCCU Department of Business Administration 2. AVP of Acer Financial Information Division, Acer Global Financial Headquarters	1. Xiang Long Limited Company Chairman 2. Aserve Technology Corp. Chairman 3. AOPEN Inc. Independent Director 4. Prolight Opto Technology Corporation Independent Director 5. Darwin Precisions Corp. Independent Director	0
Dong-Chun Tsai	1. Ph.D., University of Illinois, Urban-Champaign 2. Professor of Department of Transportation and Communication Management Science 3. Executive Director of EMBA/AMBA, National Cheng Kung University 4. Head of the Department of Transportation Management Science, National Cheng Kung University 5. Director, Institute of International Enterprise, National Cheng Kung University	Acer Foundation Director	0
Jih-Chu Lee	1. National Taiwan University's first recommended direct entry to a Ph.D. in economics 2. Chairman of Taiwan Financial Holding Corporation and Bank of Taiwan 3. Chairman of the Bankers Association of the Republic of China 4. Mega Holdings Co., Ltd. Director 5. Resident Supervisor of Taiwan Cooperative Bank 6. Vice Chairman and General Manager of Shin Kong Financial Holdings Co., Ltd.	1. Shin Kong Bank Co.， Ltd Vice Chairman 2. The Bankers Association of the Republic of China Consultant 3. Taiwan Yushan Science and Technology Association Chairman 4. Ten Outstanding Young Persons Foundation Chairman 5. International Financial Forum (IFF) Director 6. Cross-Strait Entrepreneurs Summit Supervisor	0

Name	Experience	All Current Position	Shareholding (Note)
	7. Shin Kong Life Co., Ltd. Vice Chairman 8. Life Insurance Commercial Association of the Republic of China Vice Chairman 9. Vice Chairman of MasterLink Securities, a subsidiary of Shin Kong Financial Holdings 10. Financial Supervisory Commission R.O.C. Deputy Chairman 11. Chunghwa Post Co., Ltd Chairman 12. Taiwan Stock Exchange Corporation Director 13. Taiwan Futures Exchange Director 14. Legislative Councilor of the Republic of China 15. National Youth Commission, Executive Yuan Chairman 16. Full-time Professor, Department of Economics and Research Institute, National Chengchi University 17. Visiting Scholar, Department of Economics, Harvard University 18. Visiting Scholar, Department of Economics, Stanford University 19. Taiwan Yushan Science and Technology Association Chairman		

Note: Shareholdings as of March 29, 2022.

Attachment 4

Independent Auditors' Report

To the Board of Directors
Acer Cyber Security Inc.:

Opinion

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

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

Basis for Opinion

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

Key Audit Matters

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

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

1. Revenue recognition

   Please refer to Note 4(n) for the accounting policies on recognizing revenue.

Description of key audit matter:

The Group engaged primarily in providing integrated cybersecurity service to enterprises. The identification of performance obligation(s) and the timing of revenue recognition (performance obligations satisfied over time or at a point in time) is subject to management's judgment, which increases the complexity of revenue recognition. Therefore, revenue recognition has been identified as our key audit matter.

How the matter was addressed in our audit:

In relation to the key audit matter above, we have performed certain audit procedures including, among others, testing the design and operating effectiveness of the Company's internal control over the service revenue recognition; assessing whether the accounting policies with respect to the identification of performance obligation(s) and timing of revenue recognition are appropriate; reviewing the contact term and other supporting documents of the selected samples to verify whether the timing and amount of revenue recognition is in accordance with related accounting policies. We also consider the adequacy of the disclosure on revenue from contracts with customers in the Note 6(o) of the accompanying consolidated financial statements.

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

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

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

Those charged with governance (including members of the Audit Committee) are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

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

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

2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the 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 Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company 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 financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

6. Obtain sufficient appropriate audit evidence regarding the consolidated financial information of the investee companies accounted for using equity method to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.

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

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 auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audit resulting in this independent auditors' report are Ching-Wen Kao and Wei-Ming Shih.

KPMG

Taipei, Taiwan (Republic of China)
February 25, 2022

(English Translation of Parent-Company-Only Financial Statements Originally Issued in Chinese)

ACER CYBER SECURITY INC.

Consolidated balance sheets

For the years ended December 31, 2021 and 2020

(Expressed in Thousands of New Taiwan Dollars)

		December 31, 2021		December 31, 2020	
	Assets	**Amount**	**%**	**Amount**	**%**
	Current assets:				
1100	Cash and cash equivalents (note 6(a))	$ 265,980	26	$ 415,122	45
1140	Contract assets－current (notes 6(n) and 7)	186,488	19	136,534	15
1170	Notes and accounts receivable, net (notes 6(c) and (o))	165,058	16	135,406	15
1180	Accounts receivable from related parties (notes 6(c), (n) and 7)	23,001	2	13,928	1
1200	Other receivables (note 6(d))	1,469	-	2,686	-
1210	Other receivables from related parties (note 6(d) and 7)	61	-	209	-
1470	Prepay expenses and other current assets	3,728	1	2,191	-
	Total current assets	645,785	64	706,076	76
	Non-current assets:				
1517	Financial assets measured at fair value through other comprehensive income－non-current(note 6(b))	28,538	3	28,205	3
1600	Property, plant and equipment (note 6(f) and 7)	31,551	3	19,922	2
1755	Right-of use assets (notes 6(g) and 7)	16,621	1	16,373	2
1780	Intangible assets (note 6(h) and 7)	129,133	13	65,262	7
1840	Deferred income tax assets (note 6(k))	7,913	1	6,915	1
1967	Non-current assets recognized from costs to fulfil contracts with customers	55,629	5	14,541	2
1975	Other non-current assets(note 6(j))	547	-	1,733	-
1980	Other financial assets－non-current (note 6(h))	97,031	10	64,076	7
	Total non-current assets	366,963	36	217,027	24
	Total assets	**$ 1,012,748**	**100**	**843,703**	**100**

		December 31, 2021		December 31, 2020	
	Liabilities and Equity	**Amount**	**%**	**Amount**	**%**
	Current liabilities:				
2130	Contract liabilities－current (note 6(n) and 7)	33,848	3	52,144	6
2170	Accounts payable	158,646	16	91,095	10
2180	Accounts payable to related parties (note 7)	5,463	1	7,444	1
2219	Other payables	126,208	12	110,521	12
2220	Other payables to related parties (note 7)	5,336	1	8,361	1
2230	Current tax liabilities	11,542	1	11,808	1
2280	Lease liabilities-current (notes 6(i) and 7)	11,811	1	9,399	1
2300	Other current liabilities	9,899	1	10,353	1
	Total current liabilities	362,753	36	301,125	33
	Non-current liabilities:				
2580	Lease liabilities-non-current (notes 6(13) and (25) and 8)	5,384	-	7,533	1
2670	Other non-current liabilities	465	-	1,042	-
	Total non-current liabilities	5,849	-	8,575	1
	Total liabilities	368,602	36	309,700	34
	Equity (note 6(l)):				
3110	Common stock	169,997	17	166,664	18
3200	Capital surplus	323,900	32	323,900	35
	Retained earnings:				
3310	Legal reserve	39,963	4	31,748	3
3320	Unappropriated earnings (accumulated deficit)	14,002	1	11,634	1
3350	Unappropriated retained earnings (accumulated deficit)	111,397	11	93,459	10
3400	Other equity	(15,113)	(1)	(14,002)	(1)
	Total equity	644,146	64	613,403	66
	Total liabilities and equity	**$ 1,012,748**	**100**	**843,703**	**100**

(English Translation of Financial Statements Originally Issued in Chinese)

ACER CYBER SECURITY INC.

Consolidated Statements of Comprehensive Income (Loss)

For the years ended December 31, 2021 and 2020

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

		2021		2020	
		Amount	%	Amount	%
4000	**Net revenue (notes 6(n) & 7 and 14)**	$ 852,427	100	$ 803,373	100
5000	**Cost of revenue (note 6(e), (f), (g) , (h) , (j) & (o) and 7 and 12)**	(490,578)	(58)	(482,164)	(60)
	Gross profit	361,849	42	321,209	40
	Operating expenses(notes 6(f), (g) , (h) , (j) & (o) and 7 and 12):				
6100	Selling expenses	(43,364)	(5)	(45,921)	(6)
6200	General and administrative expenses	(92,244)	(11)	(72,919)	(9)
6300	Research and development expenses	(122,009)	(14)	(101,920)	(12)
	Total operating expenses	(257,617)	(30)	(220,760)	(27)
	Operating income (loss)	104,232	12	100,449	13
	Non-operating income and loss (notes 6(b) , (i)&(p) and 7):				
7100	Interest income	855	-	1,356	-
7010	Other income	3,600	1	-	-
7020	Other gains and losses － net	115	-	(142)	-
7050	Finance costs	(183)	-	(237)	-
	Total non-operating income and loss	4,387	1	977	-
7900	**Profit (loss) from continuing operations before tax**	108,619	13	101,426	13
7950	Less: Income tax expenses	(21,766)	(3)	(19,272)	3
	Profit (loss)	86,853	10	82,154	10
	Other comprehensive income:				
8310	**Items that will not be reclassified subsequently to profit or loss**				
8311	Remeasurements of defined benefit plans	(1,805)	-	(753)	-
8316	Unrealized gains (losses) from investments in equity instruments measured at fair value through other comprehensive income	333	-	(1,765)	-
8349	Income tax related to components of other comprehensive income that will not be reclassified to profit or loss	361	-	(151)	-
	Other comprehensive income	(1,111)	-	(2,367)	-
	Total comprehensive income (loss) for the year	**$ 85,742**	**10**	**$ 79,787**	**11**
	Earnings per share (in New Taiwan dollars) ((note 6(m)):				
9750	Basic earnings (loss) per share	**$ 5.11**		**4.83**	
9850	Diluted earnings (loss) per share	**$ 5.08**		**4.81**	

(English Translation of Financial Statements Originally Issued in Chinese)

ACER CYBER SECURITY INC.

Consolidated Statements of Changes in Equity

For the years ended December 31, 2021 and 2020

(Expressed in Thousands of New Taiwan Dollars)

			Retained earnings				Other equity			
	Common stock	Capital surplus	Legal reserve	Special reserve	Unappropriated earnings (accumulated deficit)	Total	Unrealized gain (loss) from financial assets measured at fair value through other comprehensive income	Remeasurements of defined benefit plans	Total	Total equity
Balance at January 1, 2020	$ 163,396	323,900	24,978	510	81,486	106,974	-	(11,635)	(11,635)	582,6355
Net loss for the year	-	-	-	-	82,154	82,154	-	-	-	82,154
Other comprehensive loss for the year	-	-	-	-	-	-	(1,765)	(602)	(2,367)	(2,367)
Total comprehensive loss for the year	-	-	-	-	82,154	82,154	(1,765)	(602)	(2,367)	79,787
Appropriation approved by the stockholders:										
Legal reserve	-	-	6,770	-	(6,770)	-	-	-	-	-
Special reserve appropriated	-	-	-	11,124	(11,124)	-	-	-	-	-
Cash dividends of ordinary share	-	-	-	-	(49,019)	(49,019)	-	-	-	(49,019)
Stock dividends of Common Stock	3,268	-	-	-	(3,268)	(3,268)	-	-	-	-
Balance at December 31, 2020	166,664	323,900	31,748	11,634	93,459	136,841	(1,765)	(12,237)	(14,002)	613,403
Net loss for the year	-	-	-	-	86,853	86,8/53	-	-	-	86,853
Other comprehensive loss for the year	-	-	-	-	-	-	333	(1,444)	(1,111)	(1,111)
Total comprehensive loss for the year	-	-	-	-	86,853	86,853	333	(1,444)	(1,111)	85,742
Appropriation and distribution of retained earnings:										
Legal reserve appropriated	-	-	8,215	-	(8,215)	-	-	-	-	-
Special reserve appropriated	-	-	-	2,368	(2,368)	-	-	-	-	-
Cash dividends of ordinary share	-	-	-	-	(54,999)	(54,999)	-	-	-	(54,999)
Stock dividends of Common Stock	3,333	-	-	-	(3,333)	(3,333)	-	-	-	-
Balance at December 31, 2021	**$ 169,997**	**323,900**	**39,963**	**14,002**	**111,397**	**165,362**	**(1,432)**	**(13,681)**	**(15,113)**	**644,146**

(English Translation of Financial Statements Originally Issued in Chinese)

ACER CYBER SECURITY INC.

Consolidated Statements of Cash Flows

For the years ended December 31, 2021 and 2020

(Expressed in Thousands of New Taiwan Dollars)

	2021	2020
Cash flows from operating activities:		
Income (loss) before income tax	$ 108,619	101,426
Adjustments for:		
Adjustments to reconcile profit (loss):		
Depreciation	22,898	18,706
Amortization	271,626	279,245
Interest expense	183	237
Interest income	(855)	(1,356)
Cash Dividend	(400)	-
Gain on disposal of property, plant and equipment	-	(20)
Total profit and loss	293,452	296,812
Changes in operating assets and liabilities:		
Net changes in operating assets:		
Increase in contract assets	(49,954)	(37,034)
Decrease (increase) in notes and accounts receivable	(29,652)	(55,450)
Decrease (increase) in accounts receivables from related parties	(9,073)	255
Increase in other receivables	1,116	2,042
Increase in other receivables from related parties	148	1,296
Increase in prepaid expenses and other current assets	(1,537)	(470)
Decrease (increase) in prepayments	(619)	(1,657)
Net changes in operating assets	(89,571)	(91,018)
Net changes in operating liabilities:		
Increase in contract liabilities	(18,296)	32,466
Increase in accounts payable	67,551	11,900
Increase in accounts payable to related parties	(1,981)	4,210
Increase (decrease) in other payables	15,687	13,828
Increase in other payables to related parties	(3,025)	(6,045)
Increase (decrease) in other current liabilities	(454)	3,147
Net changes in operating liabilities	59,482	59,506
Total changes in operating assets and liabilities	(30,089)	(31,512)
Total adjustments	263,363	265,300
Cash provided by operations	371,982	366,726
Interest received	956	1,352
Interest paid	(183)	(237)
Income taxes paid	(22,669)	(20,957)
Net cash from operating activities	350,086	346,884

(Continued)

(English Translation of Financial Statements Originally Issued in Chinese)

ACER CYBER SECURITY INC.

Consolidated Statements of Cash Flows (Continued)

For the years ended December 31, 2020 and 2019

(Expressed in Thousands of New Taiwan Dollars)

	2021	2020
Cash flows from investing activities:		
Purchase of financial assets at fair value through other comprehensive income	-	(29,970)
Additions to property, plant and equipment	(22,282)	(12,810)
Proceeds from disposal of property, plant and equipment	-	72
Additions to intangible assets	(232,741)	(141,304)
Proceeds from disposal of intangible assets	(143,844)	(90,306)
Net cash receipts from acquisitions of subsidiaries and other business units	(32,955)	5,772
Cash Dividend	400	-
Net cash flows used in investing activities	(431,422)	(268,546)
Cash flows from financing activities:		
Increase (decrease) Guarantee Deposit	(577)	-
Payment of lease liabilities	(12,230)	(11,708)
Cash dividends	(54,999)	(49,019)
Net cash flows from (used in) financing activities	(67,806)	(60,727)
Net decrease in cash and cash equivalents	(149,142)	17,611
Cash and cash equivalents at beginning of period	415,122	397,511
Cash and cash equivalents at end of period	**$ 265,980**	**415,122**

Attachment 5

Acer Cyber Security Incorporated
2021 Statement of Profit Appropriation

Unit：NT$

Beginning Balance of Un-appropriated Retained Earnings	24,544,030
Plus: 2021 Net Income after Tax	86,853,071
Deduct: Legal Reserve	(8,685,307)
Deduct: Special Reserve (Remeasurements of the Defined benefit plans)	(1,444,000)
Plus: Special Reserve (Unrealised gains (losses) from investments in equity instruments measured at fair value through other comprehensive income)	333,000
Appropriation Items	101,600,794
Cash Dividends to Shareholders(*)	(63,786,964)
Stock Dividends to Shareholders(**)	(0)
Ending Balance of Un-appropriated Retained Earnings	37,813,830

*

1. Cash dividend： NT$3.7 per share.
2. Stock dividend： NT$0 per share.

President Manager Head of Accounting Department

Attachment 6

Acer Cyber Security Incorporated
「Articles of Incorporation」
Comparison Table of Amended Articles

After Revision	Before Revision	Reason for Revision
Article 10： Shareholders' Meetings of this Company are classified into (1) regular meetings and (2) special meetings. The Board of Directors shall convene regular meetings within six (6) months after the close of each fiscal year. Special meetings shall be convened, whenever deemed necessary in accordance with the law. The Shareholders' Meeting can be held by means of visual communication network or other methods promulgated by the central competent authority, and the Company shall be subject to prescriptions provided for by the competent authority in charge of securities affairs, including the prerequisites, procedures, and other compliance matters. The notice of Shareholders' Meeting may, as an alternative, be given by means of electronic transmission, after obtaining a prior consent from the recipient(s) thereof. The notice of the Shareholders meeting to Shareholders who own less than 1,000 shares of nominal stocks may be given by the Company in the form of a public announcement.	Article 10 ： Shareholders' Meetings of this Company are classified into (1) regular meetings and (2) special meetings. The Board of Directors shall convene regular meetings within six (6) months after the close of each fiscal year. Special meetings shall be convened, whenever deemed necessary in accordance with the law. The notice of Shareholders' Meeting may, as an alternative, be given by means of electronic transmission, after obtaining a prior consent from the recipient(s) thereof. The notice of the Shareholders meeting to Shareholders who own less than 1,000 shares of nominal stocks may be given by the Company in the form of a public announcement. The notice and public announcement of Shareholders' Meeting shall be ascertained by referring to Article 172 of the Company Act.	To amend it in accordance with the amendments to the provisions of Article 172-2 of the Company Act

After Revision	Before Revision	Reason for Revision
The notice and public announcement of Shareholders' Meeting shall be ascertained by referring to Article 172 of the Company Act.		
Article 25： Considering that the industry life cycle is in growth stage, the Company's dividend policy is set based on capital budgeting needs for long-term financial planning, as well as Shareholders' interests and other factors. The Shareholders' dividends allocated shall not be lower than ~~2~~10% of the annual distributable surplus. The method for allocation of Shareholders' dividends could be done in cash or stock dividends, where the proportion of cash dividends should not be less than 10% unless the Board of Directors decided not to distribute and such decision was approved by the Shareholders meeting. When the Company has no surplus, no dividends and bonuses will be distributed; however, the legal reserve and capital reserve may be distributed in whole or in part according to laws and regulations or the competent authority based on the consideration of the Company's financial, business and operating aspects.	Article 25： Considering that the industry life cycle is in growth stage, the Company's dividend policy is set based on capital budgeting needs for long-term financial planning, as well as Shareholders' interests and other factors. The Shareholders' dividends allocated shall not be lower than 2% of the annual distributable surplus. The method for allocation of Shareholders' dividends could be done in cash or stock dividends, where the proportion of cash dividends should not be less than 10% unless the Board of Directors decided not to distribute and such decision was approved by the Shareholders meeting. When the Company has no surplus, no dividends and bonuses will be distributed; however, the legal reserve and capital reserve may be distributed in whole or in part according to laws and regulations or the competent authority based on the consideration of the Company's financial, business and operating aspects.	Adjust the dividend policy of the Company
Article 27： These Articles of Incorporation were approved on May 24, 2000 (omitted)	Article 27： These Articles of Incorporation were approved on May 24, 2000	Updated revision date

After Revision	Before Revision	Reason for Revision
The fourteenth amendment was approved on May 27, 2022 (provisional)	The first amendment was approved on August 1 , 2000 The second amendment was approved on December 7, 2000 The third amendment was approved on February 1, 2001 The fourth amendment was approved on February 26, 2001 The fifth Amendment was approved on November 2, 2002 The sixth amendment was approved on December 10, 2002 The seventh amendment was approved on March 31 , 2003 The eighth amendment was approved on April 17, 2006 The ninth amendment was approved on June 28, 2010 The tenth amendment was approved on December 1, 2015 The eleventh amendment was approved on February 9 , 2018 The twelfth amendment was approved on December 13, 2018 The thirteenth amendment was approved on June 21, 2019	

Attachment 7

Acer Cyber Security Incorporated
「Procedures Governing Acquiring or Disposing of Assets」
Comparison Table of Amended Articles

After Revision	Before Revision	Reason for Revision
Article 4 Procedures of Evaluation and Operation for the Acquisition or Disposal of Assets 1.~3 (Omitted) 4. The appraisal reports to the Company or any Subsidiaries which shall comply with these Procedures, written opinions provided by a certified public accountant, attorney, or securities underwriter, the qualifications of said professional appraisers and their personnel, certified public accounts, attorneys, and securities underwriters, and the process when issuing an appraisal report or opinion, shall comply with the Regulations Governing the Acquisition and Disposal of Assets by Public Companies, ~~and~~ related regulations and self-discipline enacted by such person's industry association. 5. (Omitted)	Article 4 Procedures of Evaluation and Operation for the Acquisition or Disposal of Assets 1.~3 (Omitted) 4. The appraisal reports to the Company or any Subsidiaries which shall comply with these Procedures, written opinions provided by a certified public accountant, attorney, or securities underwriter, the qualifications of said professional appraisers and their personnel, certified public accounts, attorneys, and securities underwriters, and the process when issuing an appraisal report or opinion, shall comply with the Regulations Governing the Acquisition and Disposal of Assets by Public Companies and related regulations. 5. (Omitted)	To amend it in accordance with "Regulations Governing the Acquisition and Disposal of Assets by Public Companies" amended pursuant to ruling issued by the Financial Supervisory Commission, R.O.C. (Ref. no.: Jin Guan Zheng Fa Zi 1110380465) on January 28, 2022.
Article 6 The Standards for Public Announcement 1.For acquisition or disposal of the Company's assets as provided below, the Company shall announce the same at the website designated by the Competent Authority in a form	Article 6 The Standards for Public Announcement 1.For acquisition or disposal of the Company's assets as provided below, the Company shall announce the same at the website designated by the Competent Authority in a form	Same as above.

After Revision	Before Revision	Reason for Revision
stipulated by the Competent Authority based on its nature, within two days commencing immediately from the date of occurrence of said matter: (1)~(5) (Omitted) (6)asset transactions other than those provided in the preceding items (1) to (5), a disposal of receivables by a financial institution, or investment in Mainland China, the transaction amount reaches 20% of Company's paid-in capital or NT$300 million or more; provided, however, that the following situations are not applied: (a) purchase and sale of domestic government bond, or foreign bond with a credit rating not lower than the sovereign rating of the ROC. (b) trading of bonds under repurchase/resale agreements, or subscription or buyback/redemption of money market funds issued by domestic securities investment trust enterprises. 2. The transaction amount in the preceding paragraph is calculated in accordance with the methods provided below: (Omitted)	stipulated by the Competent Authority based on its nature, within two days commencing immediately from the date of occurrence of said matter: (1)~(5) (Omitted) (6)asset transactions other than those provided in the preceding items (1) to (5), a disposal of receivables by a financial institution, or investment in Mainland China, the transaction amount reaches 20% of Company's paid-in capital or NT$300 million or more; provided, however, that the following situations are not applied: (a) purchase and sale of domestic government bond. (b) trading of bonds under repurchase/resale agreements, or subscription or buyback/redemption of money market funds issued by domestic securities investment trust enterprises. 2. The transaction amount in the preceding paragraph is calculated in accordance with the methods provided below: (Omitted)	
Article 11 Certified Public Accountant's Opinions 1. The Company acquiring or disposing of securities shall,	Article 11 Certified Public Accountant's Opinions 1. The Company acquiring or disposing of securities shall,	Same as above.

After Revision	Before Revision	Reason for Revision
prior to the date of occurrence of the event, obtain financial statements of the issuing targeted company for the most recent period, certified or reviewed by a certified public accountant, for reference in appraising the transaction price, and if the transaction amount reaches 20% of the Company's paid-in capital or NT$300 million or more, a certified public accountant shall be retained prior to the date of occurrence of the event to provide an opinion regarding the reasonableness of the transaction price. ~~If the certified public accountant needs to use the report of an expert as evidence, the certified public accountant shall do so in accordance with the provisions of Statement of Auditing Standards No. 20 published by the ROC Accounting Research and Development Foundation~~. This requirement does not apply, however, to publicly quoted prices of securities that have an active market, or where otherwise provided by regulations of the Competent Authority. 2. In acquiring or disposing intangible assets, right-of-use of intangible assets, or membership certificate and the transaction amount reaches	prior to the date of occurrence of the event, obtain financial statements of the targeted company for the most recent period, certified or reviewed by a certified public accountant, for reference in appraising the transaction price, and if the transaction amount reaches 20% of the Company's paid-in capital or NT$300 million or more, a certified public accountant shall be retained prior to the date of occurrence of the event to provide an opinion regarding the reasonableness of the transaction price. If the certified public accountant needs to use the report of an expert as evidence, the certified public accountant shall do so in accordance with the provisions of Statement of Auditing Standards No. 20 published by the ROC Accounting Research and Development Foundation. This requirement does not apply, however, to publicly quoted prices of securities that have an active market, or where otherwise provided by regulations of the Competent Authority. 2. In acquiring or disposing intangible assets, right-of-use of intangible assets, or membership certificate and the	

After Revision	Before Revision	Reason for Revision
20% of the Company's paid-in capital or NT$300 million or more, the Company, unless transacted with a domestic government institution, shall engage a certified public accountant prior to the date of occurrence of the event to render an opinion on the reasonableness of the transaction price~~; the certified public accountant shall comply with the provisions of Statement of Auditing Standards No. 20 published by the ROC Accounting Research and Development Foundation.~~. 3. Where the Company acquiring or disposing of assets through court auction procedures, the evidentiary documentation issued by the court may be substituted for the appraisal report or CPA opinion.	transaction amount reaches 20% of the Company's paid-in capital or NT$300 million or more, the Company, unless transacted with a domestic government institution, shall engage a certified public accountant prior to the date of occurrence of the event to render an opinion on the reasonableness of the transaction price; the certified public accountant shall comply with the provisions of Statement of Auditing Standards No. 20 published by the ROC Accounting Research and Development Foundation.. 3. Where the Company acquiring or disposing of assets through court auction procedures, the evidentiary documentation issued by the court may be substituted for the appraisal report or CPA opinion.	
Article 12 Regarding the acquisition or disposal of real estate or right-of-use assets of real estate with the Related Parties, or the acquisition or disposal of other assets other than real estate or right-of-use assets of real estate with the Related Parties where the transaction amount reaches 20% of the Company's paid-in capital, 10% of the Company's total assets or NT$300 million or more; provided, unless it's about trading	Article 12 Regarding the acquisition or disposal of real estate or right-of-use assets of real estate with the Related Parties, or the acquisition or disposal of other assets other than real estate or right-of-use assets of real estate with the Related Parties where the transaction amount reaches 20% of the Company's paid-in capital, 10% of the Company's total assets or NT$300 million or more; provided, unless it's about trading	Same as above.

After Revision	Before Revision	Reason for Revision
of domestic government bonds or bonds under repurchase and resale agreements or subscription or buyback/redemption of money market funds issued by domestic securities investment trust enterprises, the Company shall submit information provided below to the audit committee for approval of audit committee members and then submit the same to the Board of Directors for further approval before signing the contracts and payments: 1. the purpose, necessity and the anticipated benefit of the acquisition or disposal of assets. 2. reasons for choosing the Related Party as a trading counterparty. 3. with respect to the acquisition of real property or right-of-use assets of real property from a Related Party, information regarding appraisal of the reasonableness of the preliminary transaction terms in accordance with Articles 13 and 14. 4. the date and price at which the Related Party originally acquired the real property, the original trading counterparty, and such trading counterparty's relationship to the Company and the Related Party. 5. monthly cash flow forecasts for the year commencing from the anticipated month of signing of	of domestic government bonds or bonds under repurchase and resale agreements or subscription or buyback/redemption of money market funds issued by domestic securities investment trust enterprises, the Company shall submit information provided below to the audit committee for approval of audit committee members and then submit the same to the Board of Directors for further approval before signing the contracts and payments: 1. the purpose, necessity and the anticipated benefit of the acquisition or disposal of assets. 2. reasons for choosing the Related Party as a trading counterparty. 3. with respect to the acquisition of real property or right-of-use assets of real property from a Related Party, information regarding appraisal of the reasonableness of the preliminary transaction terms in accordance with Articles 13 and 14. 4. the date and price at which the Related Party originally acquired the real property, the original trading counterparty, and such trading counterparty's relationship to the Company and the Related Party. 5. monthly cash flow forecasts for the year commencing from the anticipated month of signing of	

After Revision	Before Revision	Reason for Revision
the contract, and evaluation of the necessity of the transaction, and reasonableness of the funds utilization. 6. An appraisal report from a professional appraiser or a certified public accountant's opinion obtained in accordance with these Procedures. 7. Restrictive covenants and other important stipulations associated with the transaction. Provided that this Company or the Company's Subsidiary that isn't a public company has the transaction as stated in Paragraph 1 and the transaction amount in Paragraph 1 reaches 10% of the Company's total assets, the Company shall submit all information set forth in Paragraph 1 before signing the transaction agreement or making the payment but this requirement does not apply to the transaction between this Company and its Subsidiary or between the Company's subsidiaries. The transaction amount in Paragraph 1 and the preceding paragraph is calculated in accordance with Paragraph 2 of Article 6 where "within one year" iss used in these Procedures refers to the year preceding the date of occurrence of the current transaction, and items previously approved by the audit committee	the contract, and evaluation of the necessity of the transaction, and reasonableness of the funds utilization. 6. An appraisal report from a professional appraiser or a certified public accountant's opinion obtained in accordance with these Procedures. 7. Restrictive covenants and other important stipulations associated with the transaction. The transaction amount in the preceding paragraph is calculated in accordance with Paragraph 2 of Article 6 where "within one year" iss used in these Procedures refers to the year preceding the date of occurrence of the current transaction, and items previously approved by the audit committee members and submit to the Board of Directors for further approval in accordance with these Procedures need not be counted toward the transaction amount. Regarding the acquisition or disposal of equipment for business use among the Company, its parent companies or subsidiaries, the Company's Board of Directors may delegate the board chairman to decide such matters when the transaction is within a certain amount and have the decisions subsequently submitted to and ratified by the next Board of Directors meeting.	

After Revision	Before Revision	Reason for Revision
members and submit to Shareholder's Meeting and the Board of Directors for further approval in accordance with these Procedures need not be counted toward the transaction amount. Regarding the acquisition or disposal of equipment for business use among the Company, its parent companies or subsidiaries, the Company's Board of Directors may delegate the board chairman to decide such matters when the transaction is within a certain amount and have the decisions subsequently submitted to and ratified by the next Board of Directors meeting.		
Article 29 The Procedures were enacted on November 27, 2017. (omitted) The fifth amendment was approved on May 27, 2022 (provisional)	Article 29 The Procedures were enacted on November 27, 2017. The first amendment was made on June 1, 2018. The second amendment was made on December 13, 2018 The third amendment was made on June 21, 2019. The fourth amendment was made on December 23, 2021.	Updated revision date

Attachment 8

Acer Cyber Security Incorporated
「Regulations of the Conduct of Shareholders' Meeting」
Comparison Table of Amended Articles

After Revision	Before Revision	Reason for Revision
2. Each Shareholders or his/her/its proxy attending the Shareholders' Meeting shall sign the attendance card for their attendance. The number of shares in attendance of the Shareholders' Meeting shall be calculated based upon the number of shares signed in according to the attendance cards so submitted. The time during which Shareholder attendance registrations will be accepted 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 assigned to handle the 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. In the event of a virtual Shareholders Meeting, Shareholders wishing to attend the meeting online shall register	2. Each Shareholders or his/her/its proxy attending the Shareholders' Meeting shall sign the attendance card for their attendance. The number of shares in attendance of the Shareholders' Meeting shall be calculated based upon the number of shares signed in according to the attendance cards so submitted.	To amend it in accordance with the amendment of the "Sample Template for XXX Co., Ltd. Rules of Procedure for Shareholders Meetings" announced by the TWSE on February, 2022.

After Revision	Before Revision	Reason for Revision
with the Company two days before the meeting date. In the event of a virtual Shareholders Meeting, the Company shall upload the 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.		
3. The attendance and votes at the Shareholders' Meeting shall be based upon the number of shares in attendance. The shares in attendance shall be calculated according to the shares indicated by the attendance book and attendance card handed in, and the shares checked in on the virtual meeting platform, plus the shares exercising voting right by correspondence or by the way of electronic transmission. 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	3. The attendance and votes at the Shareholders' Meeting shall be based upon the number of shares in attendance. The shares in attendance shall be calculated in accordance with the attendance book or the attendance cards submitted, plus the shares exercising voting right by the way of electronic transmission.	Same as above.

After Revision	Before Revision	Reason for Revision
rights on amendments to the original proposal. 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 and the number of shares represented by Shareholders attending the meeting by correspondence or electronic means, and shall make an express disclosure of the same at the place of the Shareholders Meeting. 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. 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 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.		

After Revision	Before Revision	Reason for Revision
4. The Shareholders' Meeting shall be held at the location of the Company, or a place which is convenient for the Shareholders to attend and proper for holding such meeting. The Shareholders' Meeting shall be held no earlier than 9 a.m. and no later than 3 p.m. on the designated meeting date. Full consideration shall be given to the opinions of the independent directors with respect to the place and time of the meeting. The restrictions on the place of the meeting shall not apply when the Company convenes a virtual-only Shareholders Meeting. When the Company convenes a virtual-only Shareholders Meeting, both the chair and secretary shall be in the same location domestically, and the chair shall declare the address of their location when the meeting is called to order.	4. The Shareholders' Meeting shall be held at the location of the Company, or a place which is convenient for the Shareholders to attend and proper for holding such meeting. The Shareholders' Meeting shall be held no earlier than 9 a.m. and no later than 3 p.m. on the designated meeting date.	Same as above.
7. ~~The Shareholders' Meeting shall be recorded in their entirety by video or audio recording equipment, and such records shall be kept on file for one year following each such meeting.~~ The Company, beginning from the time it accepts Shareholder attendance registrations, shall make an uninterrupted audio and video recording of the registration procedure, the	7. The Shareholders' Meeting shall be recorded in their entirety by video or audio recording equipment, and such records shall be kept on file for one year following each such meeting.	Same as above.

After Revision	Before Revision	Reason for Revision
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 one 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. Where a Shareholders Meeting is held 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.		
10.A Shareholder in attendance who wishes to make an oral statement at the Shareholders' Meeting shall first submit an oral statement form, stating the gist of his/her statement, his/her name and Shareholder's	10.A Shareholder in attendance who wishes to make an oral statement at the Shareholders' Meeting shall first submit an oral statement form, stating the gist of his/her statement, his/her name and Shareholder's	Same as above

After Revision	Before Revision	Reason for Revision
account number. The person presiding over the meeting shall determine the order to make such oral statements. Shareholder in attendance who submits an oral statement form but fail to make an oral statement shall be deemed to have not made any statement. In the event of any conflict between the contents of the oral statement form and the actual oral statement, the actual oral statement shall prevail. No Shareholders shall interfere with the Shareholder who is making oral statement in any way unless the chairman of the meeting and the speaking Shareholder gives his/her consent. The person presiding over the meeting shall stop any such interference. 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 the preceding paragraph do not apply.	account number. The person presiding over the meeting shall determine the order to make such oral statements. Shareholder in attendance who submits an oral statement form but fail to make an oral statement shall be deemed to have not made any statement. In the event of any conflict between the contents of the oral statement form and the actual oral statement, the actual oral statement shall prevail. No Shareholders shall interfere with the Shareholder who is making oral statement in any way unless the chairman of the meeting and the speaking Shareholder gives his/her consent. The person presiding over the meeting shall stop any such interference.	

After Revision	Before Revision	Reason for Revision
15. The person presiding over the meeting shall appoint persons among the Shareholders in attendance to supervise the voting process. The person presiding over the meeting shall also appoint persons to count the votes. The result of the voting shall be announced immediately, and a record of the same shall be made accordingly. 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.	15. The person presiding over the meeting shall appoint persons among the Shareholders in attendance to supervise the voting process. The person presiding over the meeting shall also appoint persons to count the votes. The result of the voting shall be announced immediately, and a record of the same shall be made accordingly.	Same as above
16. Unless otherwise provided for in the Company Act or the Company's Articles of Incorporation, a proposal may be adopted as a resolution by a majority of the shares in attendance voting in favor thereof. A resolution shall be deemed adopted if no opposition is raised when the person presiding over the meeting makes an oral inquiry to the Shareholders concerning the acceptance of the same, and such resolution shall have the	16. Unless otherwise provided for in the Company Act or the Company's Articles of Incorporation, a proposal may be adopted as a resolution by a majority of the shares in attendance voting in favor thereof. A resolution shall be deemed adopted if no opposition is raised when the person presiding over the meeting makes an oral inquiry to the Shareholders concerning the acceptance of the same, and such resolution shall have the	Same as above

After Revision	Before Revision	Reason for Revision
same effect as a voting by ballot. 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.	same effect as a voting by ballot.	
19. In the event of force majeure during the meeting, the person presiding over the meeting may suspend a meeting and may announce at a later time when the meeting shall be resumed as he/she deems appropriate; or the Shareholders shall make a resolution at the meeting to resume the meeting within 5 days without the need to make any further written notices or published announcements to Shareholders. In the event of a virtual Shareholders Meeting, when declaring the meeting open, 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 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 force majeure events before the	19. In the event of force majeure during the meeting, the person presiding over the meeting may suspend a meeting and may announce at a later time when the meeting shall be resumed as he/she deems appropriate; or the Shareholders shall make a resolution at the meeting to resume the meeting within 5 days without the need to make any further written notices or published announcements to Shareholders.	Same as above

After Revision	Before Revision	Reason for Revision
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, in which case Article 182 of the Company Act shall not apply. During a postponed or resumed session of a Shareholders Meeting held under the preceding 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 elected directors and supervisors. When the Company convenes a hybrid Shareholders Meeting, and the virtual meeting cannot continue as described in the second paragraph above, 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 Shareholder Meeting, then the Shareholders Meeting shall continue, and not postponement or resumption thereof under the second paragraph is required.		
20. The applicable provisions of the Company Act, the relevant regulations and the Company's	20. The applicable provisions of the Company Act and the Company's Articles of	Same as above

After Revision	Before Revision	Reason for Revision
Articles of Incorporation shall govern any matter not provided herein.	Incorporation shall govern any matter not provided herein.	
22. Approved by the General Shareholders' Meeting held on Nov. 27, 2017. The first amendment approved on May 27, 2022.	22. Approved by the General Shareholders' Meeting held on Nov. 27, 2017.	Updated revision date

Attachment 9

Concurrent Positions of Director and Independent Director Candidates

Name	All Current Position
Maverick Shih	1. Acer Cloud Technology (US), Inc. Director 2. Acer Cloud Technology Inc. Director 3. Acer Synergy Tech America Corporation Director 4. Shanghai AST Technology Service Ltd. Director 5. Acer Cloud Technology (Chongqing) Ltd. Chairman 6. Acer Incorporated Director 7. Acer Being Communication Inc. Director 8. Acer ITS Inc. Director 9. Acer Being Signage Inc. Chairman 10. Acer e-Enabling Data Center Incorporated Chairman 11. Acer Cloud Technology (Taiwan) Inc. Chairman 12. Acer e-Enabling Service Business Inc. Director 13. ISU Service Corp. Director 14. Kiwi Technology Inc. Director 15. AOPEN INC. Director 16. Consumer Insights Research (Chongqing) Inc. Director 17. Taurus Interstellar Inc. Chairman 18. MAVS LAB. INC. Chairman 19. Acer Synergy Tech Corp. Chairman 20. Allxon Inc. Director 21. Rong Hsin Management Incorporated Director
Meggy Chen	1. Acer American Holdings Corp. Director 2. Acer Cloud Technology Inc. Director 3. Acer Computer (Far East) Limited Director 4. Acer European Holdings SA Director 5. Acer Holdings International, Incorporated Director 6. Acer Japan Corp. Director 7. Acer Service Corporation Director 8. Acer SoftCapital Incorporated Director 9. AGP Insurance (Guernsey) Limited Director 10. Boardwalk Capital Holdings Limited Director 11. DropZone (Hong Kong) Limited Director 12. DropZone Holding Limited Director 13. Gateway, Inc. Director 14. PT. Acer Indonesia Director 15. PT. Acer Manufacturing Indonesia Director 16. StarVR Europe SA Director 17. Shanghai AST Technology Service Ltd. Director 18. Xplova (Shanghai) Ltd. Director 19. Beijing Altos Computing Ltd. Director 20. Wellife Inc. Director 21. Acer Cyber Security Incorporated Director 22. Altos Computing Inc. Director 23. StarVR CORPORATION Director 24. Acer Cloud Technology (Chongqing) Ltd. Director

Name	All Current Position
	25. Acer Aeroblade Inc. Director 26. Acer Market Services Limited Chairman 27. Acer ITS Inc. Director 28. Acer Being Signage Inc. Director 29. Acer AI Cloud Inc.(Pawbo Inc.) Director 30. Acer BeingWare Holding Inc. Director 31. Acer e-Enabling Data Center Incorporated Director 32. Acer Cloud Technology (Taiwan) Inc. Director 33. Acer e-Enabling Service Business Inc. Director 34. Acer Gaming Inc. Director 35. ISU Service Corp. Director 36. Acer China Venture Corp Supervisor 37. Acer Gadget Inc. Director 38. Weblink International Inc. Director 39. Highpoint Service Network Corporation Director 40. Acer Synergy Tech Corp. Director 41. Aspire Service & Development Inc. Director 42. XPLOVA INC. Director 43. Acer Digital Service Co., Director 44. Cross Century Investment Limited Director 45. Acer Property Development Inc. Director 46. MPS Energy Inc. Director 47. Acer Incorporated CFO
Tiffany Huang	Acer Incorporated COO
Grace Lung,	1. Xiang Long Investment Limited Company Chairman 2. Aserve Technology Corp. Chairman 3. AOPEN Inc. Independent Director and Audit Committee Convener/Chairman 4. Darwin Precisions Corp. Independent Director 5. Prolight Opto Technology Corporation Independent Director
Chie-Shiang Tong,	1. Hongtai Enterprise Organization General Manager 2. Chan Teng Limited Company Chairman 3. Dotmore Media Corp. Director 4. Taiwan Woman on Boards Association Director
Dung-Chun Tsai	Acer Foundation Director
Jih-Chu Lee	1. Taiwan Shin Kong Commercial Bank Vice Chairman 2. The Bakers Association of The Republic of China Consultant 3. Monte Jode Science & Technology Association of Taiwan Chairman 4. Ten Outstanding Young Persons Foundation Chairman 5. Chinese Industry Academy Development Association Chairman 6. International Finance Forum(IFF) Director 7. Cross-Strait CEO Summit Supervisor