

D-Link Corporation

2023 Annual General Shareholders' Meeting Agenda

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<https://company.dlink.com>

Date: May 31, 2023

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This is a translation of the agenda for the 2023 Annual General Shareholders' meeting ("The Agenda") of D-Link Corporation ("The Company"). This translation is intended for reference only and no other purpose. The company hereby disclaims any and all liabilities whatsoever for the translation. The Chinese text of the agenda shall govern any and all matters related to the interpretation of the subject matter stated herein.

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D-Link Corporation

Procedure for the 2023 Annual General Shareholders' Meeting

- I. Call the Meeting to Order
- II. Chairperson's Address
- III. Reported matters
- IV. Acknowledged matters
- V. Election matters
- VI. Matters for Discussion
- VII. Extemporaneous Motions
- VIII. Adjournment

D-Link Corporation

Agenda for the 2023 Annual General Shareholders' Meeting

Time: 09:00 a.m., May 31, 2023 (Wednesday)

Place: D-Link Corporation Building (No. 289, Xinhu 3rd Rd., Neihu Dist., Taipei City)

Convening Method: Physical Shareholders' Meeting

Attendants: All shareholders or their proxy holders

Chairperson: Victor Kuo, Chairperson of the Board of Directors

I. Call the Meeting to Order

II. Chairperson's Address

III. Reported matters

- (I). To report the business of 2022
- (II). 2022 Audit Committee's review report
- (III). To report 2022 compensation distribution to employees and directors
- (IV). To report 2022 directors' remuneration
- (V). To report the cash dividend from 2022 profits distribution

IV. Acknowledged matters

- (I). To adopt the 2022 business report and financial statements
- (II). To adopt the distribution of 2022 retained earnings

V. Election matters

- (I). Election of the 13th board of directors

VI. Matters for Discussion

- (I). To approve abolishment and re-establishment of the "Rules and Procedures of Shareholders' Meetings"
- (II). To approve amendments of the "Operational Procedures for Lending Funds to Others"
- (III). To approve amendments of the "Operational Procedures for Endorsements and Guarantees"
- (IV). To approve the release of non-competition restrictions for new directors

VII. Extemporary Motions

VIII. Adjournment

Reported matters

I. To report the business of 2022

Explanatory Notes: For the 2022 business report, please refer to Attachment 1 (page 9).

II. 2022 Audit Committee's review report

Explanatory Notes: For the 2022 Audit Committee's review report, please refer to Attachment 2 (page 14).

III. To report 2022 compensation distribution to employees and directors

Explanatory Notes:

- (I). The distribution is handled in accordance with Article 27 of the Company's Articles of Incorporation. If the Company had a profit for the year, the Company shall appropriate 1~15% of the profit as compensation to employees and no more than 1% of that as compensation to directors. However, profit must first be taken to offset cumulation losses, if any.
- (II). The Company's distribution of 2022 compensation to employees and directors has been resolved by the board of directors meetings on February 22, 2023, and respectively distributes NT\$7,371,623 (5% of the profit) and NT\$737,162 (0.5% of the profit) as compensation to employees and directors. The 2022 compensation to employees and directors is to be distributed in cash and the qualification requirements of employees, including the employees of subsidiaries of the Company meeting certain specific requirements.

IV. To report 2022 directors remuneration

Explanatory Notes: The remuneration of directors and independent directors is paid by the Company in accordance with the "Management Regulations on the Remuneration of Directors and Functional Committee Members", including base compensation, directors' compensation and allowances. Please refer to Attachment 3 (page 15) for the details of directors' remuneration for 2022. °

V. To report the cash dividend from 2022 profits distribution

Explanatory Notes:

- (I). In accordance with Article 27-1 of the Articles of Incorporation and a special resolution approved at the Board of Directors' meeting on February 22, 2023, the retained earnings available for distribution are NT\$134,717,224 and approximately NT\$0.2246 per share will be distributed.
- (II). The distribution of cash dividends is calculated and rounded down to the whole dollar amounts; the fractional amounts are aggregated and recognized in the Company's "Other income." The chairperson of the board of directors is authorized to handle all matters related to the base date, ex-dividend date, closure period, payment date of cash dividends, and other related matters if required by law, the competent authority, or if facts require modification.
- (III). The chairperson of the board of directors is authorized to handle all matters related to the distribution of cash dividends if there is a change in the dividend distribution rate due to a change in the number of outstanding shares of the Company.

Acknowledged matters

I. To adopt the 2022 business report and financial statements (Proposed by the Board of Directors)

Explanatory Notes:

- (I). The Company's 2022 financial statements were audited jointly by the CPAs Hsieh, Chiu-Hua, and Chou, Pao-Lien of KPMG. The financial statements together with the business report were sent to the Audit Committee. The Audit Committee has completed the review and issued an Audit Committee's review report.
- (II). For the financial statements and reports, please refer to Attachment 1, Attachment 4, and Attachment 5 (page9, page 16-32).
- (III). Hereby submitted for adoption.

Resolution:

II. To adopt the distribution of 2022 retained earnings (Proposed by the Board of Directors)

Explanatory Notes: For the distribution of 2022 retained earnings, please refer to the following table. Hereby submitted for adoption.

D-Link Corporation
Earnings Distribution Table
Year 2022

Items	Unit: NTD
Beginning unappropriated retained earnings	-
Add: Net profit after tax for the year 2022	109,232,311
Changes in equity of associates for using equity method	4,081,760
Remeasurement of defined benefit plans	20,106,004
Disposal of investments in equity instruments measured at fair value through other comprehensive income	16,265,729
Less: Legal reserve appropriated (10%)	(14,968,580)
Retained earnings available for distribution as of December 31, 2022	134,717,224
Less: Cash dividends (NT\$0.2246 / per share)	(134,717,224)
Ending unappropriated retained earnings	-

Chairperson: Victor Kuo

CEO : CJ Chang

Deputy Director: Claire Chou

Resolution:

Election matters

I. Election of the 13th board of directors (Proposed by the Board of Directors)

Explanatory Notes:

- (I). The term of office of the 12th term directors of the Company will expire on June 14, 2023. All directors agreed to terminate the term of office early. It is intended to conduct a general re-election at the 2023 annual general shareholders' meeting.
- (II). In accordance with Article 17 of the Articles of Incorporation, 9 directors (including 3 independent directors) will be re-elected for the 13th term directors. Please refer to Attachment 6 (page 33) for the list of candidates for the 13th term directors and independent directors, which has been reviewed and approved by the board of directors on April 12, 2023.
- (III). The election of directors is based on the candidate nomination system under Article 192-1 of the Company Act, and the annual general shareholders' meeting shall elect the directors from the list of director candidates. Independent directors and non-independent directors are elected together and the number of elected directors is calculated separately. Please refer to Appendix 3 (page 75) for the "Rules and Procedures of Shareholding's Meeting".
- (IV). The new directors shall take office immediately after the annual general shareholders' meeting at which they are elected and shall serve for a term of three years from May 31, 2023 to May 30, 2026.
- (V). Hereby submitted for election.

Election Results :

Matters for Discussion

I. To approve abolishment and re-establishment of the “Rules and Procedures of Shareholders’ Meetings” (Proposed by the Board of Directors)

Explanatory Notes:

- (I). The Company cooperates with the competent authority to carry out the video conference of the shareholders' meeting and makes reference to the example of the "Rules of Procedure of the Shareholders' Meeting of ○○ Co., Ltd". However, considering that the amendment is more extensive and differs significantly from the above example of the competent authority, the Company intends to abolish the original provisions and re-establish the "Rules of Procedure of the Shareholders' Meeting" of the Company. Please refer to Attachment 7 (page 38) for the revised provisions.
- (II). Please decide on this matter.

Resolution:

II. To approve amendments of the “Operational Procedures for Lending Funds to Others” (Proposed by the Board of Directors)

Explanatory Notes:

- (I). In order to meet the operational needs of the Company and in accordance with the FSC's "Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies", the Company intends to amend its "Operational Procedures for Lending Funds to Others". Please refer to Attachment 8 (page 48) for the comparison table of the amended provisions.
- (II). Please decide on this matter.

Resolution:

III. To approve amendments of the “Operational Procedures for Endorsements and Guarantees” (Proposed by the Board of Directors)

Explanatory Notes:

- (I). In order to meet the operational needs of the Company and in accordance with the FSC's "Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies", the Company intends to amend its "Operational Procedures for Endorsements and Guarantees". Please refer to Attachment 9 (page 54) for the comparison table of the amended provisions.
- (II). Please decide on this matter.

Resolution:

IV. To approve the release of non-competition restrictions for new directors (Proposed by the Board of Directors)

Explanatory Notes:

- (I). As stipulated in Article 209 of the Company Act, “a director who does anything for himself or

on behalf of another person that is within the scope of the company's business, shall explain to the meeting of shareholders the essential contents of such an act and secure its approval.”

- (II). In circumstances that the term of office of the 13th term new directors and the representatives thereof are involved in the investment or operation of other companies that are of the same or similar nature as the Company’s business scope, or act as the directors or managerial officers therein, it is proposed the annual general shareholders’ meeting to release them, in accordance with Article 209 of the Company Act, from non-competition restrictions starting from the date they take office in other companies under the premise that such concurrent positions pose no adverse effect on the Company’s interest, in order to facilitate the business development of the Company.
- (III). For “List of director candidates holding concurrent positions in other companies”, please refer to Attachment 10 (page 62).
- (IV). Please decide on this matter.

Resolution:

Extemporary Motions

Adjournment

Attachment

2022 Business Report

I. Operating Performance in 2022

(I). Implementation Results of the 2022 Business Plan

Looking back at the past year, global inflation continued to rise due to the war between Russia and Ukraine and the pandemic, which resulted in a weakening of global end-use demand. With the easing of material shortages, global enterprises are facing serious pressure regarding increased inventories. The Company achieved a 10.0% growth in revenue in 2022 due to strict inventory control, effective inventory level control, and concerted efforts of all employees. By region, sales in the Pan-Asia-Pacific achieved significant growth; by product, it was mainly benefited from increased sales of switch products. In 2022, the depreciation of the Taiwan dollar to the US dollar resulted in an increase in purchase costs, leading to a slight decline in gross profit. In the second half of 2022, D-Link had an official mass product for paring with a Metaverse main product (VR headset) in North America. Looking ahead to 2023, the Company will continue to enhance its core competitiveness and strengthen its management by launching new quality products, carrying out in-depth development of cloud platform services, and optimizing its product mix to increase gross profit. In addition, while increasing revenue, we will manage operating expenses in a prudent manner to improve the profitability of our main business and continue to pay attention to market changes in response to the impact of changes in the general environment..

(II). Budget Implementation

The Company did not disclose its financial forecast for 2023.

(III). Profitability Analysis

With a review of the financial performance in 2022, the global consolidated revenue was NT\$17.078 billion, an increase of 10.0% compared with 2021; the gross profit margin was 25.3%, a decrease of 1.7% from 27.0% in 2021; the net operating profit was NT\$553 million, which was an increase of NT\$383 million from the net operating profit of NT\$170 million in 2021; the net income after tax was NT\$109 million; the earnings per share after tax was NT\$0.18.

(IV). Research and Development Status

➤ Commercial Product Line

- (1) **Switch Products:** In response to the renewal of product generations, we updated the hardware solution of L3 managed switch DXS-3410/DGS-3630. In addition, with respect to Smart switch products, we have completed the 2.5G product series DMS-1100, added 10G Smart switch product DXS-1210, and added 100G/25G L3 core Switch product DQS-5000 to complete the product series of switches required by enterprises and SMEs. With the support of standard SNMP, D-View8 management platform is also available to assist customers in centrally managing their products.
- (2) **Enterprise Access Point and VPN Gateway Products:** In the promotion of VPN Gateway series, D-Link has cooperated with Japanese telecom customers to launch DBG-X2000 and DBG-X1000 products. The integration with the Nuclias Cloud management platform provides customers with an integrated management interface for their network development services, which can respond to the services under various local network architectures. In addition, the updated Wi-Fi 6 EAP

product series not only supports standalone usage, but also can be integrated with Nuclias Connect (DNH-100/DNC-100) to enable customers to easily have a centralized EAP management solution, while integrating the applications of VPN Gateway DSR-250 and Nuclias Connect, allowing customers to control not only the EAP but also the VPN Gateway when deploying local services so as to provide a more secure environment for the entire local network services.

➤ **Home Product Line**

- (1) **Home Wireless Routers:** During the development of the Wi-Fi 6 160Mhz product, in addition to inheriting the intelligent functions of EAGLE PRO AI, the Matter series products are planned and developed for the home IoT network series. The Wi-Fi 6 product series is expected to continue to promote the integrated applications of Wi-Fi Dongle and VR scenarios in addition to broadband routers.
- (2) **IP Camera and IoT:** The main development this year will focus on working with service application vendors for Cloud to Cloud service connection. In addition to serving users, the original cloud services can also be integrated for specific services to increase the scope of cloud services. The application of IOT is integrated with the services of cloud platform for industry cooperation.

➤ **Telecom Product Line**

- (1) **Broadband Network Products:** We continue to develop XGPON product lines, mainly XGPON modems. The Company will promote 2 box home network solutions integrated with Wi-Fi Mesh products. In addition to the demand of telecom providers, we have also started to plan and develop related products with third-party partners.
- (2) **Mobile Broadband Products:** The 5G mobile communication broadband sharing, with the release of 5G-NR 3GPP R16 specification products, is integrated with Wi-Fi 6 for the development of 5G CPE and 5G ODU. Together with the AX1500 LTE Cat4/Cat6 CPE product series that integrates wireless Mesh function, it is expected that the Company is able to meet the needs of telecom providers at different levels.
- (3) **M2M Industry Application:** The Company launches the industrial applications integrated with the Internet devices. The main feature of the product is that it can be used in various special environment. The product series mainly supports LTE/5G networks, as well as Ethernet and Wi-Fi. The Company promotes the Internet access of devices in various industries, the collection and monitoring of data and status, and the integration of D-ECS platform functions to provide the entire industry with an Internet access solution. At present, there are some applications in the public transportation in Europe and Southeast Asia.

II. Business Plan for 2022

(I). 2022 Business objectives

The Company adheres to the following operating guidelines to achieve the established strategic targets.

1. Keep abreast of the trends in the networking market through global bases, formulate innovative product development plans, enhance the partnership with key technology strategic partners, launch high-quality leading products, and continue to develop value-added AI-powered smart functions.
2. Stick with discipline in research and development (R&D) and production, continue to improve processes, optimize the global supply chains, and capitalize on the Group's synergy.
3. Global teamwork: Closely communicate the Company's strategies and policies, build

consensus across different cultures and regions, and share local successful experiences.

4. Sustainable operation: Committed to environmental protection, fulfill social responsibilities, and continuously improve corporate governance.

(II). Sales Forecast and Basis

According to the latest data released by IBISWorld in August 2022, the total monthly Internet traffic in 2022 was approximately 335.3 EB (1 EB = 103 PB = 106 TB = 109 GB), an increase of approximately 21% compared to 278.1 EB per month in 2021. Although the growth of Internet traffic has slowed down compared to the past growth of several times to tens of times, the annual traffic, including video streaming, Internet browsing, various online games, gaming platforms and social networks, has continued to grow due to the change of user habits. The growth in traffic is complemented by the demand for network infrastructure and equipment, which includes the switches of telecom suppliers and cloud centers, transmission equipment to enterprise-level switches, wireless base stations to home wireless routers, broadband and mobile routers, and other networking equipment.

1. Commercial Product Line

- (1) Switch Products: The switch retail market is expected to continue to decline or remain flat this year due to inflation and currency tightening; however, demand of enterprises and telecom markets is expected to remain flat and rise slowly due to traffic growth. This year, in addition to the continued promotion of enterprise cloud solutions, the various replacement solutions in response to last year's chip shortage are gradually ready to be launched, which will be conducive to securing the market share of 1Gbps class switches. In addition, a series of new 10G/25G/100G switches will be launched to increase the market share of high-end switches.
- (2) Wireless Access Point and VPN Gateway Products: In the new year, we will continue to focus on in-wall AP, based on successful cases in Japan, and expand to other parts of the world, targeting the Internet needs of apartments, hotels, and apartment complexes. In addition, with Wi-Fi 6 VPN Gateway and intelligent management platform, we aim to assist SMEs in building a smoother, more convenient, stable, and secure remote office environment.

2. Home Product Line

- (1) Home Wireless Routers: In recent years, the pandemic has led to changes in living habits. In particular, with the prevalence of distant learning, work from home, online shopping and delivery platforms, the demand for wireless routers and extenders at home has increased against the trend due to the impact of the pandemic. Although the sales in the networking retail market were limited due to inflation and purchase of essential goods in the second half of 2022, looking ahead to 2023, the new technologies (Wi-Fi 6E, Wi-Fi 7) will also bring another wave of replacement as they mature. The Company will launch an upgraded AQUILA PRO AI series of EAGLE PRO AI in the first half of 2023, and introduce the Matter technology, coupled with a series of IoT devices, to build a smart home solution that provides services in a hope to increase sustainable revenue and stabilize profitability.
- (2) IP Camera and IoT: Among all AIoT devices, digital camera is the only device that can receive images and can be considered as the hub of smart home network. According to market research, the annual compound growth rate of demand for camera surveillance equipment from 2021 to 2030 was approximately 8%. However, the price has been falling due to intense competition, resulting in a decline in the Company's market share. This year, the Company will continue to work closely with its ODM partners, to strengthen AI integration in products and expand the

application of affordable cloud added-value services based on high-level network security standards. The Company is expecting an increase in brand awareness in the competition and proportion of service fee income by a series of Matter-based smart networking devices in the future.

3. Telecom Product Line

- (1) **Broadband Network Products:** Although the demand for copper wire is gradually being replaced by optical fiber, there is still some demand in developing countries. The Company continues to invest some resources to serve the existing customers in order to secure the market share and customers. There is insufficient demand in the previous fiber optic network of GPON (2.5Gbps). The major network companies are making every effort to gain a foothold in the 10G PON market. With the maturity of the technology, 10G PON is expected to gradually replace GPON in the next few years, the mainstream specifications of which include XG-PON, XGS-PON and NG-PON2. The market share of XGS-PON (10Gbps for both uploading and downloading) is expected to increase rapidly in recent years in response to the emergence of KOLs and the huge traffic demand of Tik Tok for uploading videos. Following the ongoing telecom project in 2022, XGS-PON products will be expanded in 2023 together with a series of Mesh Router to provide users with better home networking experience.
- (2) **Mobile Broadband Products:** With the gradual increase of 5G coverage, 5G FWA (Fixed Wireless Access) has become a broadband access solution in low population density areas due to advantages such as shorter deployment time and lower labor and equipment costs, which can increase broadband network coverage while significantly reducing operators' fiber deployment costs. In addition, 5G that integrated with AI and cloud computing technologies can develop various applications and services, such as IoV, smart monitoring, remote industrial control, etc. It is also one of the most important infrastructures in the AIoT. The Company has successively launched Sub-6 5G indoor router and 5G mobile router, and has gained market share. This year, we will strive to promote a series of IoT devices to create AIoT application service solutions for the AI industry.

(III). Important Production and Sales Policies this Year

Due to the COVID-19 pandemic, inflation, and monetary tightening in major countries around the world, the change in demand in the networking market has significantly intensified. On the other hand, although the production capacity of the master chips for networking devices has eased due to inflation, the demand for consumer electronics products has also declined accordingly. Based on the above factors, the general principles of the Company's sales strategy in 2023 are still "selection" and "concentration", that is, we will adopt the optimized product mix and work with the optimal team of ODM partners and suppliers and adjust our sales strategies flexibly in different regions through our three business divisions in America, Europe, and APAC & Others regions and overseas branches on the front line, to increase our market shares in the home, commercial, and industrial markets, while strengthening our long-term partnership with mobile network operators.

III. Future Development Strategy

(I). Short-term Development Strategy

1. Cooperate with high-quality ODMs to establish a controllable supply chain system with close relationships.
2. Reshape D-Link's brand image and enhance brand value from three aspects: specifications and prices, functional performance, and corporate identity.
3. In addition, the Company has been able to provide the specifications and functions

required by each industry and expand its market share to reduce the competition of products with general specifications.

(II). Mid- and Long-term Development Strategy

1. Achieve the extreme simplification of the supply and management of networking products with cloud computing as the main pillar.
2. Create stable and advanced networking products with excellent radio frequency and high-speed signal technology.
3. Strengthening cooperation with Tier 2 and Tier 3 telecom operators to secure long-term contracts with localized services.

IV. The Impact of the External Competitive Environment, Regulatory Environment, and Macroeconomic Conditions

Competition in the networking market is fierce. Not only are new brands entering the market one after another, but also ODMs are often directly involved in telecom bidding projects. However, the Chinese manufacturers who are competing for market share at low prices continue to emerge, squeezing the gross profit of the networking companies. The Company will continue to optimize its supply chain, reform its organization, and carry out stringent inventory management to reduce costs and expenses, as well as replace single product competition with solutions so as to increase sustainable revenue and stabilize profitability. In addition, in response to rising security awareness in various countries, the Company has been well-prepared for "local manufacturing". The Company has established ESG Committee to create a sustainable business environment from three aspects, namely environment, society, and corporate governance, in addition to striving to make profits in the core business. In terms of the overall business environment, with the easing of the pandemic, continuous inflation, monetary tightening and geopolitical tensions, the retail market will definitely be significantly affected. Moreover, the sharp drop in demand will result in an acute rise in inventory levels of customers. Furthermore, the exchange rate fluctuations due to interest rate hikes will also affect the stability of profitability during the year. Therefore, in addition to planning, developing and promoting various solutions as usual, the main focus of this year is to work closely with our subsidiaries, pay attention to local situations, understand local needs and inventories, keep an eye on central bank policies of each country, and seek expert advice to implement exchange rate risk management.

Chairperson: Victor Kuo

CEO: CJ Chang

Deputy Director: Claire Chou

D-Link Corporation 2022 Audit Committee's Review Report

The 2022 parent company only financial statements and consolidated financial statements, which were agreed upon the Audit Committee and resolved by the board of directors, were audited by the CPAs Hsieh, Chiu-Hua and Chou, Pao-Lien of KPMG, and a review report was issued.

In addition, the board of directors has prepared the Company's 2022 Business Report and the earnings allocation proposal. These have been reviewed and determined by the Audit Committee in accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act, I hereby submit this Report.

Best regards,

2023 Annual General Shareholders' meeting, D-Link Corporation

Convener of the Auditing Committee: Chen, Chin-Ming
Feb 22, 2023

2022 Directors' Remuneration

2021.12.31; Unit: NT\$ Thousand

Title	Name	Remuneration				Relevant Remuneration Received by Directors Who are Also Employees				Total Remuneration (A+B+C+D+E+F+G) Ratio to Net Income After Tax	Remuneration From Ventures Other Than Subsidiaries or Parent Company					
		Base Compensation (A)		Severance Pay (B)		Directors Compensation (C)		Allowances (D)				Total Remuneration (A+B+C+D) and Ratio to Net Income After Tax		The Company	All Companies Consolidated Financial Statements	
		The Company	All Companies Consolidated Financial Statements	The Company	All Companies Consolidated Financial Statements	The Company	All Companies Consolidated Financial Statements	The Company	All Companies Consolidated Financial Statements			The Company	All Companies Consolidated Financial Statements			
Chairperson	Victor Kuo	1,100	1,100	0	0	0	42	42	1,142	1,142	372	0	372	6,659	6,659	15
Institutional Director	Young Syun Investment Co., Ltd. Representative: Joseph Wang	0	0	0	340	0	0	0	340	340	0	0	0	340	340	0
Director	John Lee	90	90	0	0	0	30	30	120	120	0	0	0	144	144	10
Director	Howard Kao	120	120	0	198	198	36	36	354	354	50	103	50	2,565	2,565	0
Institutional Director	Pu Ju Investment Co., Ltd. Representative: David Tai	0	0	0	198	198	0	0	198	198	0	0	0	198	198	0
Independent Director	Richard Chen	120	120	0	0	0	42	42	162	162	0	0	0	162	162	0
Independent Director	Richard Lee	840	840	0	0	0	42	42	882	882	0	0	0	882	882	0
Independent Director	Chun-Hsiung Chu	840	840	0	0	0	42	42	882	882	0	0	0	882	882	0
Independent Director	Richard Chen	840	840	0	0	0	42	42	882	882	0	0	0	882	882	0
Independent Director	Richard Lee	840	840	0	0	0	42	42	882	882	0	0	0	882	882	0
Independent Director	Chun-Hsiung Chu	840	840	0	0	0	42	42	882	882	0	0	0	882	882	0

1. and Factors, such as their Functions, Risks, and Time Commitment.

In accordance with the "Management Regulations on the Remuneration of Directors and Functional Committee Members", the Company pays the remuneration of directors and independent directors, which includes Base Compensation (A), Directors Compensation (C) and Allowances (D), the descriptions of which are as follows:

- (1) Base Compensation (A): Independent directors serve on functional committees such as audit, salary and compensation. Their responsibilities, risks and time commitment are greater and more important than those of ordinary directors. Therefore, the compensation of director varies depending on the nature.
- (2) Directors Compensation (C): The Company's Articles of Incorporation specify that directors' compensation shall not exceed 1% of the current year's profitability and shall be allocated on a point basis, considering the status of the board members, their duties, board attendance and other contributions. Independent directors shall not participate in the profit distribution.
- (3) Allowances (D): The attendance fees for directors (including independent directors) to attend the Board of Directors' meetings or shareholders' meetings in person.

2. Except as Disclosed in the Table above, Remuneration to Directors Received for the Service Provided (such as Serving as Non-employee Consultants) to all Companies Listed in the Consolidated Financial Statements in the Most Recent Year: None

Note2: Director, John Lee resigned on 2022.09.28.

Note3: The directors compensation (C) and employee compensation (G) of 2022 was approved by the board of directors on 2023.02.22.

Note3: Profit refers to the profit for the year in the 2022 parent company only financial statements of D-Link Corporation.

Representation Letter

The entities that are required to be included in the consolidated financial statements of D-LINK CORPORATION as of and for the year ended December 31, 2022 under the Criteria Governing the Preparation of Affiliation Reports, Consolidated Business Reports, and Consolidated Financial Statements of Affiliated Enterprises are the same as those included in the consolidated financial statements prepared in conformity with International Financial Reporting Standards No. 10, "Consolidated Financial Statements." endorsed by the Financial Supervisory Commission of the Republic of China. In addition, the information required to be disclosed in the consolidated financial statements is included in the consolidated financial statements. Consequently, D-LINK CORPORATION and Subsidiaries do not prepare a separate set of consolidated financial statements.

Company name: D-LINK CORPORATION

Chairman: Kuo, Chin-Ho

Date: February 22, 2023



安侯建業聯合會計師事務所

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Independent Auditors' Report

To the Board of Directors of D-LINK CORPORATION:

Opinion

We have audited the consolidated financial statements of D-LINK CORPORATION and its subsidiaries, which comprise the consolidated statements of financial position as of December 31, 2022 and 2021, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years ended December 31, 2022 and 2021, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, based on our audits and the report of another auditor (please refer to Other Matter paragraph), the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of D-LINK CORPORATION and its subsidiaries as at December 31, 2022 and 2021, and its consolidated financial performance and its consolidated cash flows for the years ended December 31, 2022 and 2021 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 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 Consolidated Financial Statements section of our report. We are independent of the D-LINK CORPORATION and its subsidiaries in accordance with the Norm of Professional Ethics for Certified Public Account of Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirement. Based on our audits and the report of another auditor, we believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis of our opinion.

Other Matters

We did not audit the financial statements of D-Link International Pte. Ltd. and D-Link Brazil LTDA, subsidiaries of D-Link Corporation as of and for the year ended December 31, 2022 and the financial statements of D-Link International Pte. Ltd., a subsidiary of D-Link Corporation as of and for the year ended December 31, 2021. Those statements were audited by other auditors, whose reports have been furnished to us, and our opinion, insofar as it relates to the amounts included for above subsidiaries, is based solely on the reports of other auditors. The financial statements of above subsidiaries reflects the total assets constituting 5% of the consolidated total assets at December 31, 2022 and 2021, and the total revenues constituting 8% and 7% of the consolidated total revenues for the years ended December 31, 2022 and 2021, respectively.



D-LINK CORPORATION has prepared its parent-company-only financial statements as of and for the years ended December 31, 2022 and 2021, on which we have issued an unmodified opinion with other matters paragraph.

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, and we do not provide a separate opinion on these matters.

1. Valuation of inventories

Please refer to Note 4(i) for accounting policy of inventory, Note 5(b) for accounting estimations and assumption uncertainty of inventory valuation, and Note 6(e) for the write-down of inventories to net realizable value.

Key audit matter explanation:

Most inventories of the Consolidated Company are internet solution products, which are measured at the lower of cost or net realizable value. As a result of competitive and rapidly changing environment where the Consolidated Company is located in, its internet solution products may become out-of-date and can no longer meet the market needs, resulting in a fluctuation in the market needs and the price of these products. The estimation of the net realizable value involves a subjective judgment of the Consolidated Company's management, which results in a risk that inventory cost may exceed its net realizable value.

How the matter was addressed in our audit:

For valuation of inventories, we observed the physical count of inventories at year end to inspect the condition of inventories; reviewed the inventory aging reports. To ascertain whether management's estimate of inventory provision policy, we evaluated the net realizable value basis adopted by the Consolidated Company's management. We also assessed the appropriateness of the Consolidated Company's relevant disclosure of inventories.

2. Revenue recognition

Please refer to Note 4(q) for accounting policy of revenue recognition and Note 6(u) for sales details of the consolidated financial statements.

Key Audit Matter Explanation:

The Consolidated Company sells internet related products and services, and aims to offer high-quality internet solution proposals to global consumers and enterprises. Revenue is the key performance indicator to evaluate the Consolidated Company's performance. Consequently, we have determined revenue recognition to be a key audit matter.

How the matter was addressed in our audit:

We tested the effectiveness of the Consolidated Company's controls on revenue recognition; evaluated whether the terms of sale were consistent with the accounting standards and checked relevant sales documents; analyzed and compared the changes in sales to major customers to assess the reasonableness of revenue recognition.



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 Regulations Governing the Preparation of Financial Reports by Securities Issuers and IFRSs, IASs, IFRIC, SIC endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing D-LINK CORPORATION and its subsidiaries' 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 D-LINK CORPORATION and its subsidiaries or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing D-LINK CORPORATION and its subsidiaries' 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 D-LINK CORPORATION and its subsidiaries' 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 D-LINK CORPORATION and its subsidiaries' 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 auditor's report. However, future events or conditions may cause D-LINK CORPORATION and its subsidiaries 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 Consolidated Company to express an opinion on the group financial statements. We are responsible for the direction, supervision and performance of the group audit.

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 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 Hsieh, Chiu-Hua and Chou, Pao-Lian.

KPMG

Taipei, Taiwan (Republic of China)
February 22, 2023

Notes to Readers

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

The independent auditors' audit report and the accompanying consolidated financial statements are the English translation of the Chinese version prepared and used in the Republic of China. If there is any conflict between, or any difference in the interpretation of the English and Chinese language independent auditors' audit report and consolidated financial statements, the Chinese version shall prevail.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
D-LINK CORPORATION AND SUBSIDIARIES

Consolidated Balance Sheets

December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollar)

	December 31, 2022		December 31, 2021	
	Amount	%	Amount	%
Assets				
Current assets:				
Cash and cash equivalents (note 6(a))	\$ 2,713,085	18	2,195,080	16
Financial assets at fair value through profit or loss – current (note 6(b))	284,830	2	279,344	2
Notes receivable, net (note 6(c))	5,660	-	5,283	-
Accounts receivable, net (note 6(e))	3,421,795	22	3,414,780	24
Accounts receivable due from related parties, net (notes 6(f) and 7)	5,027	-	10,187	-
Finance lease payment receivable (note 6(d))	32,553	-	25,565	-
Other receivables (notes 6(e) and 7)	20,102	-	274,322	2
Current tax assets	20,783	-	13,066	-
Inventories (note 6(e))	4,069,166	26	3,348,193	23
Prepayment for purchase (note 7)	461,119	3	370,457	2
Other current assets (note 8)	11,003,868	72	10,109,933	70
	<u>\$ 15,421,541</u>	<u>100</u>	<u>14,503,864</u>	<u>100</u>
Total assets				
	\$ 15,421,541	100	14,503,864	100
Liabilities and Equity				
Current liabilities:				
Financial liabilities at fair value through profit or loss – current (note 6(b))	\$ 15,331	-	16,368	-
Current contract liabilities (notes 6(a) and 7)	109,075	1	134,833	1
Notes payable	2,056	-	11	-
Accounts payable	2,198,737	14	2,336,740	16
Accounts payable to related parties (note 7)	735,737	5	287,886	2
Other payables (notes 6(f) and 7)	876,143	6	907,850	6
Current tax liabilities	31,077	-	22,119	-
Current provisions (note 6(a))	305,909	2	233,799	2
Current lease liabilities (note 6(m))	144,423	1	142,551	1
Current refund liability (note 6(o))	473,514	3	456,699	3
Other current liabilities	61,430	-	51,065	-
	<u>4,953,414</u>	<u>32</u>	<u>4,589,921</u>	<u>31</u>
Non-current liabilities:				
Deferred tax liabilities (note 6(r))	323,120	2	352,837	3
Non-current lease liabilities (note 6(m))	309,563	2	297,900	2
Other non-current liabilities (note 6(q))	273,988	2	260,870	2
	<u>906,671</u>	<u>6</u>	<u>911,607</u>	<u>7</u>
Total liabilities	<u>5,860,085</u>	<u>38</u>	<u>5,501,528</u>	<u>38</u>
Equity attributable to owners of parent: (note 6(o))				
Ordinary shares	5,998,365	39	5,998,365	41
Capital surplus	1,342,623	9	1,222,573	10
Retained earnings:				
Legal reserve	2,129,290	14	2,110,026	15
Special reserve	693,165	4	412,952	3
Unappropriated retained earnings	149,686	1	299,477	2
	<u>2,972,141</u>	<u>19</u>	<u>2,822,455</u>	<u>20</u>
Total equity attributable to owners of parent:	<u>(1,405,457)</u>	<u>(9)</u>	<u>(1,866,035)</u>	<u>(13)</u>
Non-controlling interests (notes 6(g) and (s))	8,999,672	58	8,477,358	58
	<u>651,784</u>	<u>4</u>	<u>524,978</u>	<u>4</u>
Total equity	<u>9,561,456</u>	<u>62</u>	<u>9,002,336</u>	<u>62</u>
Total liabilities and equity	<u>\$ 15,421,541</u>	<u>100</u>	<u>14,503,864</u>	<u>100</u>
	\$ 15,421,541	100	14,503,864	100

1100 Cash and cash equivalents (note 6(a))

1110 Financial assets at fair value through profit or loss – current (note 6(b))

1150 Notes receivable, net (note 6(c))

1170 Accounts receivable, net (note 6(e))

1180 Accounts receivable due from related parties, net (notes 6(f) and 7)

1197 Finance lease payment receivable (note 6(d))

1200 Other receivables (notes 6(e) and 7)

1220 Current tax assets

130X Inventories (note 6(e))

1421 Prepayment for purchase (note 7)

1470 Other current assets (note 8)

1517 Non-current assets: Financial assets at fair value through other comprehensive income – non-current (note 6(b))

1550 Investments accounted for using equity method (note 6(f))

1600 Property, plant and equipment (note 6(h))

1755 Right-of-use assets (note 6(i))

1760 Investment property, net (note 6(j))

1780 Intangible assets (note 6(k))

1840 Deferred tax assets (note 6(r))

1990 Other non-current assets (notes 6(q) and 8)

194D Long-term lease payment receivable, net (note 6(d))

2570 Deferred tax liabilities (note 6(r))

2580 Non-current lease liabilities (note 6(m))

2600 Other non-current liabilities (note 6(q))

Total liabilities

Equity attributable to owners of parent: (note 6(o))

Ordinary shares

Capital surplus

Retained earnings:

Legal reserve

Special reserve

Unappropriated retained earnings

Other equity interest

Total equity attributable to owners of parent:

Non-controlling interests (notes 6(g) and (s))

Total equity

Total liabilities and equity

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)

D-LINK CORPORATION AND SUBSIDIARIES

Consolidated Statements of Comprehensive Income

For the years ended December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollar, Except for Earnings Per Common Share)

	2022		2021		
	Amount	%	Amount	%	
4000	Net operating revenues (notes 6(u) and 7)				
	\$ 17,077,888	100	15,524,901	100	
5000	Operating costs (notes 6(e), (q) and 7)				
	<u>12,763,058</u>	<u>75</u>	<u>11,336,144</u>	<u>73</u>	
	Gross profit from operations	25	4,188,757	27	
	Operating expenses: (notes 6(c), (h), (i), (j), (k), (m), (p), (q) and (v))				
6100	Selling expenses	2,308,556	13	2,306,285	15
6200	Administrative expenses	926,216	5	850,067	5
6300	Research and development expenses	530,747	3	873,752	6
6450	Expected credit gain (note 6(c))	<u>(3,197)</u>	<u>-</u>	<u>(11,215)</u>	<u>-</u>
		<u>3,762,322</u>	<u>21</u>	<u>4,018,889</u>	<u>26</u>
	Net operating income	552,508	4	169,868	1
	Non-operating income and expenses:				
7100	Interest income (notes 6(w) and 7)	24,594	-	47,997	-
7010	Other income (notes 6(w) and 7)	6,066	-	3,862	-
7020	Other gains and losses (notes 6(f), (w), (y) and 7)	(115,191)	(1)	4,391	-
7050	Finance costs (notes 6(m) and (w))	(17,576)	-	(25,908)	-
7060	Share of profit of associates accounted for using equity method (note 6(f))	<u>7,177</u>	<u>-</u>	<u>194,513</u>	<u>1</u>
		<u>(94,930)</u>	<u>(1)</u>	<u>224,855</u>	<u>1</u>
	Profit before tax	457,578	3	394,723	2
7950	Less: Income tax expenses (note 6(r))	<u>197,196</u>	<u>1</u>	<u>76,612</u>	<u>-</u>
	Net profit	<u>260,382</u>	<u>2</u>	<u>318,111</u>	<u>2</u>
8300	Other comprehensive (loss) income:				
8310	Components of other comprehensive income (loss) that will not be reclassified to profit or loss (note 6(s))				
8311	Gains (losses) on remeasurements of defined benefit plans	20,106	-	(1,687)	-
8316	Unrealized (losses) gains from investments in equity instruments measured at fair value through other comprehensive income	(16,112)	-	54,984	-
8320	Share of other comprehensive income of associates accounted for using equity method, components of other comprehensive income that will not be reclassified to profit or loss	(9,376)	-	(14,416)	-
8349	Less: income tax related to components of other comprehensive income that will not be reclassified to profit or loss	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
		<u>(5,382)</u>	<u>-</u>	<u>38,881</u>	<u>-</u>
8360	Components of other comprehensive income (loss) that will be reclassified to profit or loss (notes 6(s) and (x))				
8361	Exchange differences on translation of foreign financial statements	587,444	3	(412,625)	(2)
8370	Share of other comprehensive income of associates accounted for using equity method, components of other comprehensive income that will be reclassified to profit or loss	10,500	-	871	-
8399	Less: income tax related to components of other comprehensive income that will be reclassified to profit or loss (note 6(r))	<u>(97,156)</u>	<u>(1)</u>	<u>45,730</u>	<u>-</u>
		<u>500,788</u>	<u>2</u>	<u>(366,024)</u>	<u>(2)</u>
8300	Other comprehensive income (loss), net	495,406	2	(327,143)	(2)
	Total comprehensive income (loss)	\$ 755,788	4	(9,032)	-
	Net profit attributable to:				
8610	Owners of parent	\$ 109,233	1	239,197	2
8620	Non-controlling interests	<u>151,149</u>	<u>1</u>	<u>78,914</u>	<u>-</u>
		<u>\$ 260,382</u>	<u>2</u>	<u>\$ 318,111</u>	<u>2</u>
	Comprehensive income (loss) attributable to:				
8710	Owners of parent	\$ 608,183	3	(64,933)	-
8720	Non-controlling interests	<u>147,605</u>	<u>1</u>	<u>55,901</u>	<u>-</u>
		<u>\$ 755,788</u>	<u>4</u>	<u>(9,032)</u>	<u>-</u>
	Basic earnings per share (New Taiwan dollars) (note 6(t))	\$ 0.18		0.38	
	Diluted earnings per share (New Taiwan dollars) (note 6(t))	\$ 0.18		0.38	

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
D-LINK CORPORATION AND SUBSIDIARIES

Consolidated Statements of Changes in Equity
For the years ended December 31, 2022 and 2021
(Expressed in Thousands of New Taiwan Dollar)

	Equity attributable to owners of parent							Total equity attributable to owners of parent	Non-controlling interests	Total equity
	Ordinary shares	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings	Exchange differences on translation of foreign financial statements	Unrealized gains (losses) on financial assets measured at fair value through other comprehensive income			
Balance at January 1, 2021	\$ 6,319,961	1,523,313	2,053,379	205,562	566,471	(1,520,585)	(88,606)	9,259,495	480,860	9,740,355
Net profit	-	-	-	-	239,197	-	-	239,197	78,914	318,111
Other comprehensive income (loss)	-	-	-	-	(1,687)	(343,011)	40,568	(304,130)	(23,013)	(327,143)
Total comprehensive income (loss)	-	-	-	-	237,510	(343,011)	40,568	(64,933)	55,901	(9,032)
Appropriation and distribution of retained earnings:										
Legal reserve appropriated	-	-	-	-	-	-	-	-	-	-
Special reserve appropriated	-	-	-	207,390	(56,647)	-	-	-	-	-
Cash dividends of ordinary share	-	-	-	-	(195,597)	-	-	(195,597)	-	(195,597)
Other changes in equity of associates:										
Changes in equity of associates accounted for using equity method	(521,596)	(740)	-	-	729	-	-	(11)	-	(521,596)
Capital reduction	-	-	-	-	-	-	-	-	(11,783)	(11,783)
Changes in non-controlling interests	-	-	-	-	-	-	-	-	-	-
Changes in investments in equity instruments designated at fair value through other comprehensive income	-	-	-	-	445,599	-	45,599	-	-	-
Balance at December 31, 2021	\$ 5,998,365	1,522,573	2,110,026	412,952	299,477	(1,863,596)	(2,439)	8,477,358	524,978	9,002,336
Net profit	-	-	-	-	109,233	-	-	109,233	151,149	260,382
Other comprehensive income (loss)	-	-	-	-	20,106	504,332	(25,488)	498,950	(3,544)	495,406
Total comprehensive income (loss) for the year months ended December 31, 2022	-	-	-	-	129,339	504,332	(25,488)	608,183	147,605	755,788
Appropriation and distribution of retained earnings:										
Legal reserve appropriated	-	-	-	-	(19,264)	-	-	-	-	-
Special reserve appropriated	-	-	-	280,213	(280,213)	-	-	-	-	-
Other changes in capital surplus:										
Cash dividends from capital surplus	-	(179,950)	-	-	-	-	-	(179,950)	-	(179,950)
Changes in equity of associates accounted for using equity method	-	-	-	-	4,081	-	-	4,081	-	4,081
Changes in non-controlling interests	-	-	-	-	-	-	-	-	(20,799)	(20,799)
Disposal of investments in equity instruments designated at fair value through other comprehensive income	-	-	-	-	-	-	-	-	-	-
Balance at December 31, 2022	\$ 5,998,365	1,342,623	2,129,290	693,165	16,266	(1,359,264)	(16,266)	8,909,672	651,784	9,561,456

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
D-LINK CORPORATION AND SUBSIDIARIES

Consolidated Statements of Cash Flows
For the years ended December 31, 2022 and 2021
(Expressed in Thousands of New Taiwan Dollar)

	2022	2021
Cash flows from operating activities:		
Profit before tax	\$ 457,578	394,723
Adjustments:		
Adjustments to reconcile profit:		
Depreciation expense	208,202	230,097
Amortization expense	30,813	43,264
Expected credit loss reversal gain	(3,197)	(11,215)
Net (gain) loss on financial assets or liabilities at fair value through profit or loss	(18,252)	19,335
Interest expense	17,576	25,908
Interest income	(24,594)	(47,997)
Dividend income	(578)	(1,155)
Share of gain of associates accounted for using equity method	(7,177)	(194,513)
Gain on disposal of investments	(10,929)	(6,487)
(Reversal gain) write-down loss of inventories to net realizable value	(75,099)	235,732
Other	80,811	(15,149)
Total adjustments to reconcile profit	197,576	277,820
Changes in operating assets and liabilities:		
Decrease (increase) in financial assets at fair value through profit or loss	22,658	(55,197)
Increase in notes receivable	(377)	(2,636)
Increase in accounts receivable	(12,021)	(337,013)
Decrease (increase) in accounts receivable due from related parties	5,433	(10,509)
Decrease (increase) in other receivables	41,601	(3,716)
Decrease in lease payment receivable	27,499	16,602
Increase in inventories	(710,107)	(1,111,228)
Decrease (increase) in prepayment for purchase	103,908	(67,649)
(Increase) decrease in other current assets	(85,414)	44,715
Increase in other non-current assets	(40,663)	(41,813)
Total changes in operating assets	(647,483)	(1,568,444)
(Decrease) increase in current contract liabilities	(25,758)	10,838
Increase (decrease) in notes payable	2,045	(219)
Decrease in accounts payable	(138,003)	(39,952)
Increase (decrease) in accounts payable to related parties	448,256	(79,324)
Decrease in other payable	(27,022)	(472,875)
Decrease in current provisions	(14,867)	(30,965)
Increase (decrease) in current refund liabilities	16,815	(98,710)
Increase (decrease) in other current liabilities	10,365	(1,994)
Increase in other non-current liabilities	37,054	15,587
Total changes in operating liabilities	308,885	(697,614)
Total changes in operating assets and liabilities	(338,598)	(2,266,058)
Total adjustments	(141,022)	(1,988,238)
Cash flows from (used in) operations	316,556	(1,593,515)
Interest received	24,221	31,748
Dividends received	578	1,155
Interest paid	(22,261)	(9,931)
Income taxes paid	(125,914)	(100,581)
Net cash flows from (used in) operating activities	193,180	(1,671,124)
Cash flows from investing activities:		
Proceeds from disposal of financial assets at fair value through other comprehensive income	-	56,244
Proceeds from capital reduction of financial assets at fair value through other comprehensive income	578	-
Acquisition of investments accounted for using equity method	-	(812,484)
Acquisition of property, plant and equipment	(57,259)	(42,375)
Proceeds from disposal of property, plant and equipment	-	246
(Increase) decrease in refundable deposits	(14,773)	1,189
Increase in other receivables	-	(214,785)
Acquisition of intangible assets	(43,975)	(18,819)
Liquidation refund	212,619	-
Other investing activities	(4,537)	(23,575)
Net cash flows from (used in) investing activities	92,653	(1,054,359)
Cash flows from financing activities:		
(Decrease) increase in guarantee deposits received	(3,830)	12,576
Payment of lease liabilities	(150,693)	(166,739)
Cash dividends paid (including subsidiaries)	(200,749)	(207,380)
Capital reduction payments to shareholders	-	(521,596)
Net cash flows used in financing activities	(355,272)	(883,139)
Effect of exchange rate changes on cash and cash equivalents	587,444	(412,625)
Net increase (decrease) in cash and cash equivalents	518,005	(4,021,247)
Cash and cash equivalents at the beginning of period	2,195,080	6,216,327
Cash and cash equivalents at the end of period	\$ 2,713,085	2,195,080

See accompanying notes to consolidated financial statements.



安侯建業聯合會計師事務所

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【Attachment 5】

Independent Auditors' Report

To the Board of Directors of D-LINK CORPORATION:

Opinion

We have audited the financial statements of D-LINK CORPORATION, which comprise the statements of financial position as of December 31, 2022 and 2021, and the statements of comprehensive income, changes in equity and cash flows for the years ended December 31, 2022 and 2021, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, based on our audits and the report of another auditor (please refer to Other Matter paragraph), the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2022 and 2021, and its financial performance and its cash flows for the year ended December 31, 2022 and 2021 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 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 Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirement. Based on our audits and the report of another auditor, we believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis of our opinion.

Other Matter

We did not audit the financial statements of D-Link International Ptd. Ltd. and D-Link Brazil LTDA, subsidiaries of D-Link Corporation as of and for the year ended December 31, 2022, and the financial statements of D-Link International Pte. Ltd., a subsidiary of D-Link Corporation as of and for the year ended December 31, 2021. Those statements were audited by other auditors, whose report has been furnished to us, and our opinion, insofar as it relates to the amounts included for above subsidiaries, is based solely on the report of other auditors. Investments accounted for using equity method of above subsidiaries reflect the total assets of \$1,374,993 thousand and \$1,429,875 thousand, constituting 10% and 13%, of the total assets at December 31, 2022 and 2021, respectively. Besides, the share of profit (loss) of subsidiaries accounted for using equity method of \$(68,403) thousand and \$56,946 thousand, constituting (49)% and 24%, of the net profit before tax for the years ended December 31, 2022 and 2021, respectively.



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.

1. Evaluation of investments accounted for using equity method

Please refer to Note 4(h) “Summary of significant accounting policies – Investment in associates”, Note 4(i) “Summary of significant accounting policies – Investment in subsidiaries”, and Note 6(e) “Explanation of significant accounts - Investments accounted for using equity methods” of the parent-company-only financial statements.

Key Audit Matter Explanation:

Investments accounted for using equity method is a material asset to D-LINK CORPORATION, and is significant in its financial statements, with a carrying amount amounting to \$8,453,274 thousand as of December 31, 2022. Therefore, it has been identified as the key matter in our audit.

How the matter was addressed in our audit:

Our principal audit procedures included: Communicating with other auditors who audited the financial statements of the associates and subsidiaries of D-Link Corporation, including issuing group audit instruction to subsidiaries and associates, and obtaining the financial statements audited by other auditors. Another auditors performing audit procedures on inventories, accounts receivable and revenue, such as inventory evaluation, accounts receivable evaluation, as well as reviewing the correctness of value and timing of revenue recognition, reviewing and evaluating the reasonableness of main operation changes of the investments; comparing the financial statements of the Company’s investments accounted for using equity method with the group reporting information provided by other auditors, and issuing confirmation letters; as well as considering the adequacy of company’s disclosures on its accounts.

2. Revenue recognition

Please refer to Note 4(p) for accounting policy of revenue recognition and Note 6(r) for sales details of the financial statements.

Key Audit Matter Explanation:

The Company sells internet related products and services, and aims to offer high-quality internet solution proposals to global consumers and enterprises. Revenue is the key performance indicator to evaluate the Company’s performance, and thus, needs significant attention in our audit.

How the matter was addressed in our audit:

We tested the effectiveness of the Company’s controls surrounding revenue recognition; reviewed relevant sales documents to evaluate whether terms of sales are consistent with the accounting standards; analyzed and compared the changes in sales to major customers to assess the reasonableness of revenue recognition.



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

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

In preparing the financial statements, management is responsible for assessing D-LINK CORPORATION'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 D-LINK CORPORATION or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing D-LINK CORPORATION's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an 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 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 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 D-LINK CORPORATION'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 D-LINK CORPORATION's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause D-LINK CORPORATION to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.



6. Obtain sufficient appropriate audit evidence regarding the financial information of the investment in other entities accounted for using the equity method to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the audit.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements 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 Hsieh, Chiu-Hua and Chou, Pao-Lian.

KPMG

Taipei, Taiwan (Republic of China)

February 22, 2023

Notes to Readers

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

The independent auditors' audit report and the accompanying parent company only financial statements are the English translation of the Chinese version prepared and used in the Republic of China. If there is any conflict between, or any difference in the interpretation of the English and Chinese language independent auditors' audit report and parent company only financial statements, the Chinese version shall prevail.

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

Statements of Comprehensive Income

For the years ended December 31, 2022 and 2021

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

		2022		2021	
		Amount	%	Amount	%
4000	Net operating revenues (note 6(r) and 7)	\$ 7,240,829	100	1,392,575	100
5000	Operating costs (notes 6(d) and 7)	<u>6,127,608</u>	<u>85</u>	<u>520,881</u>	<u>37</u>
	Gross profit from operations	1,113,221	15	871,694	63
5910	Less: Unrealized gross profit from sales	<u>160,885</u>	<u>2</u>	<u>-</u>	<u>-</u>
	Realized gross profit from operations	952,336	13	871,694	63
	Operating expenses: (notes 6(c), (f), (g), (h), (i), (k), (n) and (s))				
6100	Selling expenses	404,427	6	367,216	25
6200	Administrative expenses	299,984	4	249,976	18
6300	Research and development expenses	333,990	5	587,011	42
6450	Expected credit loss (reversal gain) (note 6(c))	<u>221</u>	<u>-</u>	<u>(208)</u>	<u>-</u>
		<u>1,038,622</u>	<u>15</u>	<u>1,203,995</u>	<u>85</u>
	Net operating loss	(86,286)	(2)	(332,301)	(22)
	Non-operating income and expenses:				
7100	Interest income (notes 6(t) and 7)	2,586	-	3,549	-
7010	Other income (notes 6(t) and 7)	9,422	-	5,119	-
7020	Other gains and losses (notes 6(b), (n), (t) and 7)	18,129	-	(15,914)	(1)
7050	Finance costs (notes 6(k), (n), (t) and 7)	(4,478)	-	(5,708)	-
7060	Share of profit of subsidiaries and associates accounted for using equity method (note 6(c))	<u>199,951</u>	<u>3</u>	<u>583,787</u>	<u>42</u>
		<u>225,610</u>	<u>3</u>	<u>570,833</u>	<u>41</u>
	Profit before tax	139,324	1	238,532	19
7950	Less: Income tax expense (benefit) (note 6(o))	<u>30,091</u>	<u>-</u>	<u>(665)</u>	<u>-</u>
	Net profit	109,233	1	239,197	19
	Other comprehensive (loss) income:				
8310	Components of other comprehensive income that will not be reclassified to profit or loss				
8311	Gains (losses) on remeasurements of defined benefit plans (note 6(n))	20,106	-	(1,687)	-
8316	Unrealized (losses) gains from investments in equity instruments measured at fair value through other comprehensive income	(16,112)	-	49,816	4
8330	Share of other comprehensive loss of subsidiaries and associates accounted for using equity method, components of other comprehensive income that will not be reclassified to profit or loss	(9,376)	-	(9,248)	(1)
8349	Income tax related to components of other comprehensive income that will not be reclassified to profit or loss	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
		<u>(5,382)</u>	<u>-</u>	<u>38,881</u>	<u>3</u>
8360	Components of other comprehensive income (loss) that will be reclassified to profit or loss (notes 6(p) and (u))				
8361	Exchange differences on translation of foreign financial statements	590,988	8	(389,612)	(28)
8380	Share of other comprehensive income of subsidiaries and associates accounted for using equity method, components of other comprehensive income that will be reclassified to profit or loss	10,500	-	871	-
8399	Income tax related to components of other comprehensive income that will be reclassified to profit or loss (note 6(o))	<u>97,156</u>	<u>1</u>	<u>(45,730)</u>	<u>(3)</u>
		<u>504,332</u>	<u>7</u>	<u>(343,011)</u>	<u>(25)</u>
8300	Other comprehensive income (loss), net	498,950	7	(304,130)	(22)
	Total comprehensive income (loss)	\$ 608,183	8	(64,933)	(3)
	Basic earnings per share (New Taiwan dollars) (note 6(q))	\$ 0.18		0.38	
	Diluted earnings per share (New Taiwan dollars) (note 6(q))	\$ 0.18		0.38	

See accompanying notes to parent company only financial statements.

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

Statements of Changes in Equity

For the years ended December 31, 2022 and 2021
(Expressed in Thousands of New Taiwan Dollars)

	Retained earnings				Total other equity interest			Total equity
	Ordinary shares	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings	Exchange differences on translation of foreign financial statements	Unrealized gains (losses) on financial assets measured at fair value through other comprehensive income	
Balance at January 1, 2021	\$ 6,519,961	1,523,313	2,053,379	205,562	366,471	(1,520,585)	(88,606)	9,259,495
Net profit	-	-	-	-	239,197	-	-	239,197
Other comprehensive income (loss)	-	-	-	-	(1,687)	(343,011)	40,568	(304,130)
Total comprehensive income (loss)	-	-	-	-	237,510	(343,011)	40,568	(64,933)
Appropriation and distribution of retained earnings:								
Legal reserve appropriated	-	-	56,647	-	(56,647)	-	-	-
Special reserve appropriated	-	-	-	207,390	(207,390)	-	-	-
Cash dividends of ordinary share	-	-	-	-	(195,597)	-	-	(195,597)
Other changes in capital surplus:								
Changes in equity of associates accounted for using equity method	-	(740)	-	-	729	-	-	(11)
Capital reduction	(521,596)	-	-	-	-	-	-	(521,596)
Disposal of investments in equity instruments designated at fair value through other comprehensive loss	-	-	-	-	(54,847)	-	54,847	-
Subsidiaries disposal of investments in equity instruments designated at fair value through other comprehensive income	-	-	-	-	9,248	-	(9,248)	-
Balance at December 31, 2021	\$ 5,998,365	1,522,573	2,110,026	412,952	299,477	(1,863,596)	(2,439)	8,477,338
Net profit	-	-	-	-	109,233	-	-	109,233
Other comprehensive income (loss)	-	-	-	-	20,106	-	-	20,106
Total comprehensive income (loss)	-	-	-	-	129,339	-	-	129,339
Appropriation and distribution of retained earnings:								
Legal reserve appropriated	-	-	19,264	-	(19,264)	-	-	-
Special reserve appropriated	-	-	-	280,213	(280,213)	-	-	-
Other changes in capital surplus:								
Cash dividends from capital surplus	-	(179,950)	-	-	-	-	-	(179,950)
Changes in equity of associates accounted for using equity method	-	-	-	-	4,081	-	-	4,081
Disposal of investments in equity instruments designated at fair value through other comprehensive income	-	-	-	-	16,566	-	(16,266)	-
Balance at December 31, 2022	\$ 5,998,365	1,342,623	2,129,290	693,165	149,686	(1,359,264)	(44,193)	8,909,672

See accompanying notes to parent company only financial statements.

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

Statements of Cash Flows
For the years ended December 31, 2022 and 2021
(Expressed in Thousands of New Taiwan Dollars)

	2022	2021
Cash flows from (used in) operating activities:		
Profit before tax	\$ 139,324	238,532
Adjustments:		
Adjustments to reconcile profit (loss):		
Depreciation expense	55,572	60,514
Amortization expense	28,670	40,760
Expected credit loss (reversal gain)	221	(208)
Net (gain) loss on financial assets or liabilities at fair value through profit or loss	(15,964)	30,439
Interest expense	4,478	5,708
Interest income	(2,586)	(3,549)
Share of profit of subsidiaries and associates accounted for using equity method	(199,951)	(583,787)
Unrealized profit from sales	160,885	-
Profit from lease modification	(237)	-
Gain on disposal of property, plan and equipment	(4)	(5)
Other	88,054	(2,114)
Total adjustments to reconcile profit (loss)	119,138	(452,242)
Changes in operating assets and liabilities:		
Increase in notes receivable	(377)	(2,637)
(Increase) decrease in accounts receivable	(23,796)	17,690
(Increase) decrease in accounts receivable due from related parties	(1,424,325)	16,756
Decrease in other receivable	1,169	909
(Increase) decrease in inventories	(292,632)	34,603
Increase in other current assets	(42,737)	(26,473)
(Increase) decrease in other non-current assets	(14,688)	1,722
Total changes in operating assets	(1,797,386)	42,570
Increase in contract liabilities	11,034	14,740
Increase in notes payable	2,045	-
Increase in accounts payable	926,888	2,558
Increase in accounts payable to related parties	593,767	3,131
Increase (decrease) in other payable	23,125	(218,024)
Decrease in provisions	(7,407)	(14,626)
Increase (decrease) in refund liabilities	1,925	(7,742)
Increase (decrease) in other current liabilities	24,527	(6,252)
Increase (decrease) in other non-current liabilities	8,842	(1,108)
Total changes in operating liabilities	1,584,746	(227,323)
Total changes in operating assets and liabilities	(212,640)	(184,753)
Total adjustments	(93,502)	(636,995)
Cash flow from (used in) operations	45,822	(398,463)
Interest received	2,586	3,549
Dividends received	106,141	203,607
Interest paid	(5,920)	(5,873)
Income taxes paid	(15,383)	(33,331)
Net cash flows from (used in) operating activities	133,246	(230,511)
Cash flows from (used in) investing activities:		
Increase in investments accounted for using equity method	(24,446)	(799,999)
Proceeds from capital reduction of investments accounted for using equity method	-	267,512
Acquisition of property, plant and equipment	(44,494)	(31,601)
Proceeds from disposal of property, plant and equipment	4	5
Increase in refundable deposits	(15,358)	-
Acquisition of intangible assets	(43,334)	(11,922)
Return from liquidation	212,619	-
Other investing activities	-	(309)
Net cash flows from (used in) investing activities	84,991	(576,314)
Cash flows from (used in) financing activities:		
Decrease in other short-term loans	(325,154)	(98,360)
Increase in other long-term loans	752,346	-
Payment of lease liabilities	(2,641)	(3,582)
Cash dividends paid	(179,950)	(195,597)
Capital reduction payments to shareholders	-	(521,596)
Net cash flows from (used in) financing activities	244,601	(819,135)
Net increase (decrease) in cash and cash equivalents	462,838	(1,625,960)
Cash and cash equivalents at beginning of period	151,391	1,777,351
Cash and cash equivalents at end of period	\$ 614,229	151,391

See accompanying notes to parent company only financial statements.

D-Link Corporation List of Candidates for the Directors and Independent Directors

Types of Nominee	Name	Gender	No. of Shares Held	Education	Experience and Current Positions	Has the person served as an Independent Director for three Consecutive terms / Reasons
Director	Taiwan Network Group United Co., Ltd. Representative: Victor Kuo	Male	5,000	Master of Electrical Engineering, National Taiwan University	<p>Experience: CEO and President of Amigo Technology Inc. President of AXUS Microsystems, Inc.</p> <p>Current Positions: Chairperson and representative of institutional director of Yeo-Tai Investment Inc. Chairperson and representative of institutional director of Cameo Communications, Inc. Chairman and representative of institutional director of Yong Rui Investment Co., Ltd. CSO and representative of institutional director of Amigo Technology Inc. Chairperson of Amit Wireless Inc. Director of D-Link International Pte. Ltd. Director of D-Link Holding Co. Ltd. Director of D-Link (Holdings) Ltd. Director of D-Link Shiang-Hai (Cayman) Inc. Director of D-Link Russia Investment Co. Ltd. Director of D-Link Holding Mauritius, Inc.</p>	NA
Director	Taiwan Network Group United Co., Ltd. Representative:	Male	5,000	Department of Law, National Chung Hsing	<p>Experience: Director of KMC (Kuei Meng) International Inc. Independent Director of Aeon Motor Co., Ltd.</p>	NA

Types of Nominee	Name	Gender	No. of Shares Held	Education	Experience and Current Positions	Has the person served as an Independent Director for three consecutive terms / Reasons
	Joseph Wang			University	<p>Current Positions: Chairperson of Kings Asset Management Co., Ltd. Chairperson of Taiwan Steel Group United Co., Ltd. Chairperson of Taiwan Network Group United Co., Ltd. Chairperson of Gloria Material Technology Corp. Chairperson of S-Tech Corp. Chairperson of Ho Yang Investment Corp. Chairperson of Rong Yang Investment Co., Ltd. Chairperson of Na Neng Co., Ltd. Chairperson of Jade Colorful Co. Chairperson of TSG Hawks Baseball Co., Ltd. Chairperson of TSG Sports Marketing Co., Ltd. Independent Director of Huang Long Development Co., Ltd. Representative of institutional director of Chun Yu Works & Co., Ltd. Representative of institutional director of Taiwan Styrene Monomer Corporation Representative of institutional director of Cameo Communications, Inc. Representative of institutional director of Chun Bang Precision Co, Ltd. Representative of institutional director of Chun Yu Bio-Tech Corp. Representative of institutional director of Chun Yu Investment Co., Ltd. Representative of institutional director of Yung-Fu Co., Ltd. Representative of institutional director of UFC Gym Taiwan Ltd. Director of Star Travel Corp. Director of Soft-World International Corporation Director of Shanghai Chun Zu Machinery Industry Co., Ltd. Supervisor of Chun Yu (DongGuan) Metal Products Co., Ltd. Supervisor of ShangHai Uchee Hardware Products Co, Ltd. Chairperson of GuanZhou Goldway Special Metal Corp., Ltd.</p>	

Types of Nominee	Name	Gender	No. of Shares Held	Education	Experience and Current Positions	Has the person served as an Independent Director for three Consecutive terms / Reasons
Director	E-TOP Metal Co., Ltd. Representative: Amy Wu	Female	28,904,189	M.A., Communication Management, Ming Chuan University Ph.D., Economics, Xiamen University	<p>Chairperson of Tianjin Goldway Special Metal Corp., Ltd. Chairperson of XiAn Goldway Special Metal Corp., Ltd. Chairperson of Zhejiang JiaXing Goldway Special Metal Corp., Ltd. Chairperson of Shiang Yang Metal Material Technology Co., Ltd. Chairperson of G-Yao Enterprises Ltd. Chairperson of All Win Enterprises Ltd. Chairperson of Faith Enterprises Ltd. Chairperson of Alloy Tool Steel Inc. Chairperson of Gloria Material Technology Japan Co., Ltd. Managing Attorney / Chairman of Prolaw Law Firm</p> <p>Experience: Editor in chief of Investment Media Deputy Chief Writer of Business weekly Deputy Chief Writer of Business Today</p> <p>Current Positions: Assistant Professor Rank Specialist of Ming Chuan University Representative of institutional director of Chun Yu Works & Co., Ltd.</p>	NA
Director	E-TOP Metal Co., Ltd. Representative: Fred Fong	Male	28,904,189	Master and PhD, University of Pittsburgh	<p>Experience: Technical Director of NXP Semiconductors Taiwan Ltd. President of Philips Electronics Industry (Changshu) Vice President of Tiangong Communication Integrated Circuit Co., Ltd. Independent Director of D-Link Corporation</p> <p>Current Positions: Consultant of D-Link Corporation</p>	NA
Director	Brian Kao	Male	0	Master of Business Administration,	<p>Experience: Senior Software Engineer of Alpha networks Inc. Project Manager of Tiger Color Inc.</p>	NA

Types of Nominee	Name	Gender	No. of Shares Held	Education	Experience and Current Positions	Has the person served as an Independent Director for three Consecutive terms / Reasons
Director	Victor Wu	Male	0	National Chiao-Tung University (NCTU), Hsinchu, Taiwan Bachelor of Science in Engineering and System Science, National Tsing Hua University(NTHU), Hsinchu, Taiwan Master of school of Law, Fu Jen University	<p>Current Positions: Founder/Chairperson of Sixnology Inc. Consultant of Fast Internet Retailing(FIR) Holding Company Limited (HK)</p>	NA
Independent Director	Richard Chen	Male	0	Department of Accounting, Chinese Culture University	<p>Current Positions: Managing Attorney of Peiran Law Firm</p> <p>Experience: Accounting Manager of DBTel Incorporated Manager of Tze Hsin Transportation and Terminal Co., Ltd. Partner Accountant of Cheng He CPAs Firm Accountant of Te-Ming CPAs Firm Accountant of Jung-Tsung CPAs Firm Supervisor of Huang Long Development Co., Ltd.</p> <p>Current Positions: Accountant of TrustWorthy CPAs Firm Independent Director of Generalplus Technology Inc. Independent Director of Radiant Innovation Inc.</p>	No

Types of Nominee	Name	Gender	No. of Shares Held	Education	Experience and Current Positions	Has the person served as an Independent Director for three Consecutive terms / Reasons
Independent Director	Richard Lee	Male	0	Master of Mainland China Studies, National Sun Yat-Sen University	<p>Independent Director of Advanced Wireless & Antenna Inc. Supervisor of Tung Hwei Corp.</p> <p>Experience: Presiding Judge of Taiwan Taitung District Court Presiding Judge of Taiwan Kaohsiung District Court Director of Bank of Kaohsiung Co., Ltd.</p> <p>Current Positions: Partner Lawyer of Yuan-Chen & Partners Attorneys-at-Law Representative of institutional director of Taiwan Styrene Monomer Corporation Independent Director of Taiwan Tea Corporation Independent Director of Tatung Company Independent Director of S-Tech Corp. Consultant of Taiwan Medical Association</p>	No
Independent Director	Chun-Hsiung Chu	Male	0	Master of Law, National Chung Hsing University	<p>Experience: Director of Hwacom Systems Inc. Independent Director of S-Tech Corp. Director of Panram International Corporation</p> <p>Current Positions: Lawyer of Cyuun-Ying Law Office Independent Director of Honey Hope Honesty Enterprise Co., Ltd. Independent Director of Gloria Material Technology Corp.</p>	No

D-Link Corporation

Rules and Procedures of Shareholders' Meetings

(re-establishment)

Article 1 The rules of procedures for D-Link Corporation (“the Company”) ’s shareholders meetings, except as otherwise provided by law, shall be handled in accordance with these Rules.

Article 2 Unless otherwise provided by law or regulation, the Company's shareholders meetings shall be convened by the board of directors.

 Changes to how the Company convenes shareholders meeting shall be resolved by the board of directors, and shall be made no later than mailing of the shareholders meeting notice.

 Before 15 days before the date of the shareholders meeting, the Company shall also have prepared the shareholders meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at the Company and the professional shareholder services agent designated thereby.

 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:

1. For physical shareholders meetings, to be distributed on-site at the meeting.
2. For hybrid shareholders meetings, to be distributed on-site at the meeting and shared on the virtual meeting platform.
3. For virtual-only shareholders meetings, electronic files shall be shared on the virtual meeting platform.

 The reasons for convening a shareholders meeting shall be specified in the meeting notice and public announcement. With the consent of the addressee, the meeting notice may be given in electronic form.

Article 3 For each shareholders meeting, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by the Company and stating the scope of the proxy's authorization.

 A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders meeting, and shall deliver the proxy form to the Company before five days before the date of the shareholders meeting. When duplicate proxy forms are delivered, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment.

 After a proxy form has been delivered to the Company, if the shareholder intends to attend the meeting in person or to exercise voting rights by correspondence or electronically, a written notice of proxy cancellation shall be submitted to the Company before two business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

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 business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

Article 4 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.

The restrictions on the place of the meeting shall not apply when the Company convenes a virtual-only shareholders meeting.

Article 5 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.

The shareholders may hand in a sign-in card in lieu of signing in for attending the Company's shareholders meeting. Solicitors soliciting proxy forms shall also bring identification documents for verification.

When the government or a juristic person is a shareholder, it may be represented by more than one representative at a shareholders meeting. When a juristic person is appointed to attend as proxy, it may designate only one person to represent it in the meeting.

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.

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.

Article 6 To convene a virtual shareholders meeting, the Company shall include the following particulars in the shareholders meeting notice:

1. How shareholders attend the virtual meeting and exercise their rights.
2. 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:
 - (1) 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.
 - (2) Shareholders not having registered to attend the affected virtual shareholders meeting shall not attend the postponed or resumed session.
 - (3) 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 virtual shareholders meeting online, meets the minimum legal requirement for a shareholder 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.

(4) Actions to be taken if the outcome of all proposals have been announced and extraordinary motion has not been carried out.

3. 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.

Article 7 If a shareholders meeting is convened by the board of directors, the meeting shall be chaired by the chairperson of the board. When the chairperson of the board is on leave or for any reason unable to exercise the powers of the chairperson, the vice chairperson shall act in place of the chairperson; if there is no vice chairperson or the vice chairperson also is on leave or for any reason unable to exercise the powers of the vice chairperson, the chairperson shall appoint one of the managing directors to act as chair, or, if there are no managing directors, one of the directors shall be appointed to act as chair. Where the chairperson does not make such a designation, the managing directors or the directors shall select from among themselves one person to serve as chair.

If a shareholders meeting is convened by a party with power to convene but other than the board of directors, the convening party shall chair the meeting. When there are two or more such convening parties, they shall mutually select a chair from among themselves.

The Company may appoint its attorneys, certified public accountants, or related persons retained by it to attend a shareholders meeting in a non-voting capacity.

Article 8 The Company shall make an audio or video recording of the proceedings of the shareholders meeting.

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.

Article 9 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 and sign-in cards handed in, and the shares checked in on the virtual meeting platform, plus the number of shares whose voting rights are exercised by correspondence or electronically.

The chair shall call the meeting to order at the appointed meeting time and disclose information concerning the number of nonvoting shares and number of shares represented by shareholders attending the meeting.

However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined total of no more than one hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chair shall declare the meeting adjourned. In the event of a virtual shareholders meeting, the Company shall also declare the meeting adjourned at the virtual meeting platform.

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. 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 4.

When, prior to conclusion of the meeting, the attending shareholders represent a majority of the total number of issued shares, the chair may resubmit the tentative resolution for a vote by the shareholders meeting pursuant to Article 174 of the Company Act.

Article 10 If a shareholders meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. Votes shall be cast on each separate proposal in the agenda. The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders meeting.

The provisions of the preceding paragraph apply mutatis mutandis to a shareholders meeting convened by a party with the power to convene that is not the board of directors.

The chair may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs (including extraordinary motions), except by a resolution of the shareholders meeting. After the meeting is adjourned, shareholders are not allowed to elect another chair to continue the meeting at the same place or find another venue. If the chair declares the meeting adjourned in violation of the rules of procedure, the other members of the board of directors shall promptly assist the attending shareholders in electing a new chair in accordance with statutory procedures, by agreement of a majority of the votes represented by the attending shareholders, and then continue the meeting.

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

Article 11 Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, his/her shareholder account number (or attendance card number), and account name. The order in which shareholders speak will be set by the chair.

A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail.

Except with the consent of the chair, a shareholder may not speak more than twice on the same proposal, and a single speech may not exceed 5 minutes. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chair may terminate the speech.

When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chair and the shareholder that has the floor; the chair shall stop any violation.

When a juristic person shareholder appoints two or more representatives to attend a shareholders meeting, only one of the representatives so appointed may speak on the same proposal.

After an attending shareholder has spoken, the chair may respond in person or direct relevant personnel to respond.

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.

Article 12 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.

Article 13 A shareholder shall be entitled to one vote for each share held, except when the shares are restricted shares or are deemed non-voting shares in accordance with the law.

When the Company holds a shareholder meeting, it shall adopt exercise of voting rights by electronic means and may adopt exercise of voting rights by correspondence. When voting rights are exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders meeting notice. A shareholder exercising voting rights by correspondence or electronic means will be deemed to have attended the meeting in person, but to have waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting.

A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph shall deliver a written declaration of intent to the Company before two days before the date of the shareholders meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail, except when a declaration is made to cancel the earlier declaration of intent.

After a shareholder has exercised voting rights by correspondence or electronic means, in the event the shareholder intends to attend the shareholders meeting in person or online, 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 business days before the date of the shareholders meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by correspondence or electronic means shall prevail. When a shareholder has exercised voting rights both by correspondence or electronic means and by appointing a proxy to attend a shareholders meeting, the voting rights exercised by the proxy in the meeting shall prevail.

Except as otherwise provided in the Company Act and in the Company's articles of incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, for each proposal, the chair or a person designated by the chair shall first announce the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be entered into the MOPS.

When there is an amendment or an alternative to a proposal, the chair shall present the amended or alternative proposal together with the original proposal and decide the order in which they will be put to a vote. When any one among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.

Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chair, provided that all monitoring personnel shall be shareholders of the Company.

Vote counting for shareholders meeting proposals or elections shall be

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

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.

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.

When the Company convenes a hybrid shareholders meeting, if shareholders who have registered to attend the meeting online in accordance with Article 4 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.

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.

Article 14 The election of directors or independent directors at a shareholders meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, and the voting results shall be announced on-site immediately, including the names of those elected as directors and independent directors and the numbers of votes with which they were elected, and the names of directors and independent directors not elected and number of votes they received.

The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel 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.

Article 15 Matters relating to the resolutions of a shareholders meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes may be produced and distributed in electronic form.

The Company may distribute the meeting minutes of the preceding paragraph by means of a public announcement made through the 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 voting results (including the number of voting rights), and disclose the number of voting rights won by each candidate in the event of an election of directors or independent directors. The minutes shall be retained for the duration of the existence of the Company.

Where a virtual shareholders meeting is 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.

When convening a virtual-only shareholder 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

Article 16 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.

Article 17 Staff handling administrative affairs of a shareholders meeting shall wear identification cards or arm bands.

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

At the place of a shareholders meeting, if a shareholder attempts to speak through any device other than the public address equipment set up by the Company, the chair may prevent the shareholder from so doing.

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

Article 18 When a meeting is in progress, the chair may announce a break based on time considerations. If a force majeure event occurs, the chair may rule the meeting

temporarily suspended and announce a time when, in view of the circumstances, the meeting will be resumed.

If the meeting venue is no longer available for continued use and not all of the items (including extraordinary motions) on the meeting agenda have been addressed, the shareholders meeting may adopt a resolution to resume the meeting at another venue.

A resolution may be adopted at a shareholders meeting to defer or resume the meeting within five days in accordance with Article 182 of the Company Act.

Article 19 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.

Article 20 When the Company convenes a virtual-only shareholders meeting, both the chair and secretary shall be in the same location.

Article 21 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, 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.

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.

For a meeting to be postponed or resumed under the first 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.

During a postponed or resumed session of a shareholders meeting held under the first 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 first 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 shareholder meeting, then the shareholders

meeting shall continue, and not postponement or resumption thereof under the second paragraph is required.

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.

When postponing or resuming a meeting according to the first 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.

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 of Shareholder Services of Public Companies, this Corporations shall handle the matter based on the date of the shareholders meeting that is postponed or resumed under the first paragraph.

Article 22 These Rules shall take effect after having been submitted to and approved by a shareholders meeting. Subsequent amendments thereto shall be effected in the same manner.

These Rules was constituted on May 31, 2023.

D-Link Corporation Amendments to the Company’s “Operational Procedures for Lending Funds to Others” Comparison Table

After Amendments	Before Amendments	Description
<p>Article 1 Purpose and basis</p> <p>To enable D-Link Corporation ("the Company") to follow the <u>Operational Procedures for lending funds to others</u>, these Procedures are promulgated pursuant to Article 36-1 of the Securities and Exchange Act ("the Act") <u>and "Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies"</u> published by <u>the competent authority</u>.</p>	<p>Article 1 Purpose and basis</p> <p>To enable D-Link Corporation ("the Company") to follow the procedures for <u>the</u> lending funds to others, these Procedures are promulgated pursuant to Article 36-1 of the Securities and Exchange Act ("the Act").</p>	<p>To ensure clarity of the provisions, this Article is amended to specify the source of the applicable regulations as published by the authority.</p>
<p>Article 6 Procedures for handling loans of funds</p> <p>1. Credit status</p> <p>(1) When the Company lends funds to another, the borrower should apply to the Company for the financing amount in writing by providing its company information and financial information, the Company should evaluate the impact on the Company's operational risk, financial condition, and shareholders' equity.</p> <p>(2) After the Company accepts the application, the responsible unit should investigate, evaluate</p>	<p>Article 6 Procedures for handling loans of funds</p> <p>1. Credit status</p> <p>(1) When the Company lends funds to another, the borrower should apply to the Company for the financing amount in writing by providing its company information and financial information, the Company should evaluate the impact on the Company's operational risk, financial condition, and shareholders' equity.</p> <p>(2) After the Company accepts the application, the responsible unit should investigate, evaluate</p>	<p>In accordance with the guidelines for “Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies” issued by the Financial Supervisory Commission (FSC), this Article is amended by considering their significance and practicality.</p>

After Amendments	Before Amendments	Description
<p>and prepare a report on the entity's business, financial status, solvency and credit, profitability and purpose of the loan.</p> <p>2. Security</p> <p>When lending funds, the Company should get a promissory note worth of the same amount of the loan. Whenever it is necessary, the Company should implement pledge or mortgage on its real property or personal property. If a borrower provides an individual or other companies with considerable financial resources and credit as replacement for collateral, the board of directors may resolve in consideration of the responsible unit's evaluation report. Where a company is used as guarantors, the Company should pay attention to whether provisions are established in its articles of incorporation.</p> <p>3. Scope of Authorization The Company handling the fund-lending should conduct credit assessment and submit the matter to the board of directors for approval, <u>which should not authorize others to decide. However, the significant lending of funds should be approved by the Audit Committee in accordance with relevant regulations and submitted to the Board of</u></p>	<p>and prepare a report on the entity's business, financial status, solvency and credit, profitability and purpose of the loan.</p> <p>2. Security</p> <p>When lending funds, the Company should get a promissory note worth of the same amount of the loan. Whenever it is necessary, the Company should implement pledge or mortgage on its real property or personal property. If a borrower provides an individual or other companies with considerable financial resources and credit as replacement for collateral, the board of directors may resolve in consideration of the responsible unit's evaluation report. Where a company is used as guarantors, the Company should pay attention to whether provisions are established in its articles of incorporation.</p> <p>3. Scope of Authorization The Company handling the fund-lending should conduct credit assessment and <u>provide to the chairman or the credit officer (department) designated by the chairman approved</u> and submit the matter to the board of directors for approval.</p> <p>4. When the Company lends funds to a subsidiary in which the Company directly or indirectly holds more than 90%</p>	

After Amendments	Before Amendments	Description
<p><u>Directors for approval.</u></p> <p>4. When the Company lends funds to a subsidiary in which the Company directly or indirectly holds more than 90% of the shares, for business purposes, credit investigation and promissory notes are exempted.</p> <p>Fund-lending between the Company and its subsidiaries, or between its subsidiaries, should be submitted for a resolution by the board of directors and the chairman may be authorized, for a specific borrowing counterparty, within a certain monetary limit resolved by the board of directors, and within a period not to exceed one year, to give loans in installments or to make a revolving credit line available for the counterparty to draw down.</p> <p>The "certain monetary limit" mentioned in the preceding paragraph on authorization for loans extended by the Company or any of subsidiaries to any single entity should not exceed 10% of the net worth on the most current financial statements of the Company, except in cases of companies in compliance with Article 4, paragraph 4.</p> <p>5. The Company should prepare a memorandum book for the fund-lending activities</p>	<p>of the shares, for business purposes, credit investigation and promissory notes are exempted.</p> <p>Fund-lending between the Company and its subsidiaries, or between its subsidiaries, should be submitted for a resolution by the board of directors and the chairman may be authorized, for a specific borrowing counterparty, within a certain monetary limit resolved by the board of directors, and within a period not to exceed one year, to give loans in installments or to make a revolving credit line available for the counterparty to draw down.</p> <p>The "certain monetary limit" mentioned in the preceding paragraph on authorization for loans extended by the Company or any of subsidiaries to any single entity should not exceed 10% of the net worth on the most current financial statements of the Company, except in cases of companies in compliance with Article 4, paragraph 4.</p> <p>5. The Company should prepare a memorandum book for the fund-lending activities and record relevant matters in accordance with relevant laws and regulations.</p>	

After Amendments	Before Amendments	Description
<p>and record relevant matters in accordance with relevant laws and regulations.</p>		
<p>Article 9 Penalty</p> <p>A violation of the "<u>Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies</u>" and this procedure by the Company's <u>managers</u> and persons-in-charge should be handled and penalized in accordance with the relevant human resources <u>management policies based on the severity of the violation.</u></p>	<p>Article 9 Penalty</p> <p>A violation of the "Regulations Governing Lending Funds To Others by Public Companies" by the Company's <u>employee</u> and persons-in-charge should be handled and penalized in accordance with the relevant human resources <u>articles or rules of the Company based on the severity of the circumstances.</u></p>	<p>To ensure clarity of the provisions, this Article is amended to specify the source of the applicable regulations as published by the authority.</p>
<p>Article 10 <u>Audit</u></p> <p>Internal auditors should perform auditing on the Company's lending profile and produce written auditing reports on a quarterly basis. A written report of any material violation must be submitted to notify the Audit Committee.</p>	<p>Article 10</p> <p>Internal auditors should perform auditing on the Company's lending profile and produce written auditing reports on a quarterly basis. A written report of any material violation must be submitted to notify the Audit Committee.</p>	<p>Addition of Title.</p>
<p>Article 12 Other matters</p> <p>1. For the purposes of these Procedures, the terms "parent company" and "subsidiary" should be defined in accordance with <u>IFRS 10.</u></p> <p>2. The terms "announcement" and "declaration" in this procedure refers to the Market</p>	<p>Article 12 Other matters</p> <p>1. For the purposes of these Procedures, the terms "parent company" and "subsidiary" should be defined in accordance with <u>the International Accounting Standards 5 issued by Accounting Research and Development Foundation.</u></p> <p>2. The terms "announcement" and "declaration" in this</p>	<p>This article is amended to comply with the relevant bulletins established for our country's adoption of IFRS.</p> <p>This article is amended to determine whether there is an implicit loan in disguised fund-lending and the significant</p>

After Amendments	Before Amendments	Description
<p>Observation Post System designated by the competent authority.</p> <p>3. If, because of a change in circumstances, an entity for which a loan is made does not meet the requirements of these Procedures or the loan balance exceeds the limit, the Company should adopt rectification plans and submit the rectification plans to Audit Committee and should complete the rectification according to the timeframe set out in the plan.</p> <p><u>4. When the Company lends funds to another, the significant standard of the company is 0.5% of the paid-in capital.</u></p>	<p>procedure refers to the Market Observation Post System designated by the competent authority.</p> <p>3. If, because of a change in circumstances, an entity for which a loan is made does not meet the requirements of these Procedures or the loan balance exceeds the limit, the Company should adopt rectification plans and submit the rectification plans to Audit Committee and should complete the rectification according to the timeframe set out in the plan.</p>	<p>standard has been established.</p>
<p>Article 14</p> <p>These Procedures were constituted on May 8, 2003 by shareholder’s meeting.</p> <p>Amendment for the 1st instance: June 17, 2005.</p> <p>Amendment for the 2nd instance: June 19, 2009.</p> <p>Amendment for the 3rd instance: June 18, 2010.</p> <p>Amendment for the 4th instance: June 10, 2011.</p> <p>Amendment for the 5th instance: June 22, 2012.</p> <p>Amendment for the 6th instance: June 14, 2013.</p> <p>Amendment for the 7th instance: April 28, 2017.</p> <p>Amendment for the 8th instance:</p>	<p>Article 14</p> <p>These Procedures were constituted on May 8, 2003 by shareholder’s meeting.</p> <p>Amendment for the 1st instance: June 17, 2005.</p> <p>Amendment for the 2nd instance: June 19, 2009.</p> <p>Amendment for the 3rd instance: June 18, 2010.</p> <p>Amendment for the 4th instance: June 10, 2011.</p> <p>Amendment for the 5th instance: June 22, 2012.</p> <p>Amendment for the 6th instance: June 14, 2013.</p> <p>Amendment for the 7th instance: April 28, 2017.</p> <p>Amendment for the 8th instance:</p>	<p>Updated to reflect amendment items and dates of this revision.</p>

After Amendments	Before Amendments	Description
June 21, 2019. <u>Amendment for the 9th instance:</u> <u>May 31, 2023.</u>	June 21, 2019.	

D-Link Corporation

Amendments to the Company’s “Operational Procedures for Endorsements and Guarantees” Comparison Table

After Amendments	Before Amendments	Description
<p>Article 5 Handling procedures for endorsement and guarantee</p> <p>The Company should prepare a memorandum book for the endorsement and/or guarantee activities and record in detail the following information for the record: the entity for which the endorsement and/or guarantee is made, the amount, the date of passage by the board of directors or of authorization by the chairman of the board, the date the endorsement and/or guarantee is made, and the matters to be carefully evaluated under article 6.</p> <p>1. <u>Normal operating procedure:</u> <u>However, the significant endorsement and guarantee should be approved by the Audit Committee in accordance with relevant regulations and submitted to the Board of Directors for approval.</u></p> <p>2. <u>Special operating procedure:</u> For business needs, the Company may apply <u>special operating procedure</u> for endorsement and/or guarantee if the counter-party is a subsidiary directly or indirectly owned by the Company more</p>	<p>Article 5 Handling procedures for endorsement and guarantee</p> <p>The Company should prepare a memorandum book for the endorsement and/or guarantee activities and record in detail the following information for the record: the entity for which the endorsement and/or guarantee is made, the amount, the date of passage by the board of directors or of authorization by the chairman of the board, the date the endorsement and/or guarantee is made, and the matters to be carefully evaluated under article 6.</p> <p>1. <u>Normal conditions:</u></p> <p>2. <u>Special conditions:</u> <u>Scope of special conditions:</u> For business needs, the Company may apply <u>special conditions</u> for endorsement and/or guarantee if the counter-party is a subsidiary directly or indirectly owned by the</p>	<p>To ensure clarity of the provisions, this Article is amended to specify the definition of procedures for endorsements and guarantees.</p> <p>In accordance with the guidelines for “Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies” issued by the Financial Supervisory Commission (FSC), this Article is amended by considering their significance and practicality.</p>

After Amendments	Before Amendments	Description
than 90% of the shares.	Company more than 90% of the shares.	
<p>Article 6 Review procedures</p> <p>Before making an endorsement and/or guarantee for others, the Company shall carefully evaluate whether the endorsement and/or guarantee is in compliance with “Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies” formulated by <u>Financial Supervisory Commission</u> (hereafter referred to as “FSC”) and these procedures, and evaluates the following items:</p> <ol style="list-style-type: none"> 1. Evaluate the necessity of and reasonableness of endorsements and/or guarantees in relation to the financial and business condition of the endorsed company. 2. Credit status are conducted based on the information provided by the endorsed company for risk assessment. 3. Whether the cumulative endorsement guarantee amount is still within the limit and the impact of the endorsement and guarantee matters on the Company's business operations, financial condition, and shareholders' equity. 	<p>Article 6 Review procedures</p> <p>Before making an endorsement and/or guarantee for others, the Company shall carefully evaluate whether the endorsement and/or guarantee is in compliance with “Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies” formulated by <u>Securities and Futures Bureau</u> and these procedures, and evaluates the following items:</p> <ol style="list-style-type: none"> 1. Evaluate the necessity of and reasonableness of endorsements and/or guarantees in relation to the financial and business condition of the endorsed company. 2. Credit status are conducted based on the information provided by the endorsed company for risk assessment. 3. Whether the cumulative endorsement guarantee amount is still within the limit and the impact of the endorsement and guarantee matters on the Company's business operations, financial condition, and shareholders' equity. 4. The Company evaluates the 	<p>The Securities and Futures Bureau was reorganized into the Financial Supervisory Commission (FSC).</p>

After Amendments	Before Amendments	Description
<p>4. The Company evaluates the level of risk exposure to the endorsement guarantee and assesses whether collateral must be obtained.</p>	<p>level of risk exposure to the endorsement guarantee and assesses whether collateral must be obtained.</p>	
<p>Article 7 Procedures for controlling and managing endorsements and/or guarantees by subsidiaries</p> <p>1. Where a subsidiary of the Company intends to make endorsements and/or guarantees for others, it shall comply with these Procedures formulated by the Company when making endorsements and/or guarantees.</p> <p>2. <u>If the subsidiary company intends to endorse and guarantee for others, it should report the closing balance of the previous month before the 7th day of each month, for the announcement, declaration and copy. Subsidiaries established abroad shall not make any endorsements and/or guarantees, provided that this restriction shall not apply to endorsements and/or guarantees made between companies in which the Company holds, directly or indirectly, 100% of the voting shares.</u></p>	<p>Article 7 Procedures for controlling and managing endorsements and/or guarantees by subsidiaries</p> <p>1. Where a subsidiary of the Company intends to make endorsements and/or guarantees for others, it shall comply with these Procedures formulated by the Company when making endorsements and/or guarantees.</p> <p>2. <u>If the subsidiary company reinvested by the Company intends to endorse and guarantee for others due to business needs, it should follow the above paragraph, and</u> report the closing balance of the previous month before the 7th day of each month, for the announcement, declaration and copy. Subsidiaries established abroad shall not make any endorsements and/or guarantees, provided that this restriction shall not apply to endorsements and/or guarantees made between companies in which the Company holds, directly or indirectly, 90% of the voting shares.</p>	<p>Removed duplicate words and corrected typos in Clause 2.</p> <p>As announced by Financial Supervisory Commission (FSC), according to " Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies", and considering the operational requirement of our subsidiaries to not provide endorsement guarantees for subsidiaries holding less than 90% of shares, revising the content.</p> <p>In accordance with the guidelines for "Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies" issued by the Financial Supervisory Commission (FSC), this Article is amended by considering their significance and practicality.</p> <p>Considering there is no need for subsidiary companies with less than 90% equity ownership to provide endorsement guarantees.</p>

After Amendments	Before Amendments	Description
<p>Article 9 Hierarchy of decision-making authority and delegation thereof</p> <p>1. The endorsements and/or guarantees matters should be approved by the board of directors first and then according to normal operating procedures. However, due to business needs, the board of directors may authorize the chairman to decide on the endorsement and/or guarantee in accordance with procedures on special conditions within 50% of the limit specified in Article 4 and report to board of directors for ratification afterwards. <u>However, the significant endorsement and guarantee should be approved by the Audit Committee in accordance with relevant regulations and submitted to the Board of Directors for approval.</u> In each business year, the status of the endorsement and/or guarantee <u>could</u> be reported to the next annual shareholders' meeting for review.</p> <p>2. When the Company needs to exceed the liability limits specified in article 4 of these Procedures to satisfy its business requirements, it shall obtain approval from the board of directors and half or more of</p>	<p>Article 9 Hierarchy of decision-making authority and delegation thereof</p> <p>1.The endorsements and/or guarantees matters should be approved by the board of directors first and then according to normal operating procedures. However, due to business needs, the board of directors may authorize the chairman to decide on the endorsement and/or guarantee in accordance with procedures on special conditions within 50% of the limit specified in Article 4 and report to board of directors for ratification afterwards. <u>In each business year, the status of the endorsement and/or guarantee shall be reported to the next annual shareholders' meeting for review.</u></p> <p>2. When the Company needs to exceed the liability limits specified in article 4 of these Procedures to satisfy its business requirements, it shall obtain approval from the board of directors and half or more of</p>	<p>In accordance with the guidelines for “Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies” issued by the Financial Supervisory Commission (FSC), this Article is amended by considering their significance and practicality.</p>

After Amendments	Before Amendments	Description
<p>the directors shall act as joint guarantors for any loss that may be caused to the Company by the excess endorsement and/or guarantee. It shall also amend the “Operational Procedures for Endorsements and Guarantees” accordingly and submit the same to the shareholders' meeting for ratification after the fact. If the shareholders' meeting does not give consent, the Company shall adopt a plan to discharge the amount in excess within a given time limit.</p> <p>When the Company makes endorsements and/or guarantees for others, it shall take into full consideration the opinions of each independent director; independent directors' opinions specifically expressing assent or dissent and the reasons for dissent shall be included in the minutes of the board of directors' meeting.</p>	<p>the directors shall act as joint guarantors for any loss that may be caused to the Company by the excess endorsement and/or guarantee. It shall also amend the “Operational Procedures for Endorsements and Guarantees” accordingly and submit the same to the shareholders' meeting for ratification after the fact. If the shareholders' meeting does not give consent, the Company shall adopt a plan to discharge the amount in excess within a given time limit.</p> <p>When the Company makes endorsements and/or guarantees for others, it shall take into full consideration the opinions of each independent director; independent directors' opinions specifically expressing assent or dissent and the reasons for dissent shall be included in the minutes of the board of directors' meeting.</p>	
<p>Article 14 Follow-up Management</p> <p>1. The personnel in charge of the endorsements and/or guarantees shall submit a quarterly report to the board of directors on the amount of endorsements and/or guarantees and the actual balance used by the Company.</p>	<p>Article 14 Follow-up Management</p> <p>1. The personnel in charge of the endorsements and/or guarantees shall submit a quarterly report to the board of directors on the amount of endorsements and/or guarantees and the actual balance used by the Company.</p>	<p>This article pertains an examination and assessment special individual cases and is amended by considering the significance and practicality.</p>

After Amendments	Before Amendments	Description
<p>2. For circumstances in which an entity for which the Company makes any endorsements and/or guarantees is a subsidiary whose net worth is lower than half of its paid-in capital, the Company shall track its profit and loss status <u>regularly</u> and report to the board of directors. In the case of a subsidiary with shares having no par value or a par value other than NT\$10, for the paid-in capital shall be the sum of the share capital plus paid-in capital in excess of par shall be substituted.</p>	<p>2. For circumstances in which an entity for which the Company makes any endorsements and/or guarantees is a subsidiary whose net worth is lower than half of its paid-in capital, the Company shall track its profit and loss status <u>on a monthly basis</u> and report <u>operational improvements</u> to the board of directors <u>with the details of the preceding paragraph</u>. In the case of a subsidiary with shares having no par value or a par value other than NT\$10, for the paid-in capital shall be the sum of the share capital plus paid-in capital in excess of par shall be substituted.</p>	
<p>Article 15 Others 1. "Subsidiary" and "Parent Company" as referred to in these Procedures shall be as determined under the Regulations Governing the Preparation of Financial Reports by Securities Issuers. Where the Company's financial reports are prepared according to the International Financial Reporting Standards, "net worth" in the "Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies" means the balance sheet equity attributable to the owners of</p>	<p>Article 15 Others 1. "Subsidiary" and "Parent Company" as referred to in these Procedures shall be as determined under the Regulations Governing the Preparation of Financial Reports by Securities Issuers. Where the Company's financial reports are prepared according to the International Financial Reporting Standards, "net worth" in the "Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies" means the balance sheet equity attributable to the owners of</p>	<p>Removed duplicate words in Clause 3.</p>

After Amendments	Before Amendments	Description
<p>the parent company under the Regulations Governing the Preparation of Financial Reports by Securities Issuers.</p> <p>2. The term "announce and report" as used in these Procedures means the process of entering data to the information reporting website designated by the Financial Supervisory Commission (FSC).</p> <p>3. If, as a result of a change in circumstances, an entity for which an endorsement/guarantee is made does not meet the requirements of these Regulations or the loan balance exceeds the limit, the Company shall adopt rectification plans and submit the rectification plans to all the Audit Committee, and shall complete the rectification according to the timeframe set out in the plan.</p>	<p>the parent company under the Regulations Governing the Preparation of Financial Reports by Securities Issuers.</p> <p>2. The term "announce and report" as used in these Procedures means the process of entering data to the information reporting website designated by the Financial Supervisory Commission (FSC).</p> <p>3. If, as a result of a change in circumstances, an entity for which an endorsement/guarantee is made does not meet the requirements of these Regulations or the loan balance exceeds the limit, the Company shall adopt rectification plans and submit the rectification plans to all the Audit Committee, and shall complete the rectification according to the timeframe set out in the plan.</p>	
<p>Article 17 Amendments</p> <p>These Procedures were constituted on March 27, 1991. The 1st amendment was made on February 25, 1995. The 2nd amendment was made on February 26, 1997. The 3rd amendment was made on May 8, 2003. The 4th amendment was made on June 17, 2005. The 5th amendment was made</p>	<p>Article 17 Amendments</p> <p>These Procedures were constituted on March 27, 1991. The 1st amendment was made on February 25, 1995. The 2nd amendment was made on February 26, 1997. The 3rd amendment was made on May 8, 2003. The 4th amendment was made on June 17, 2005. The 5th amendment was made</p>	<p>Updated to reflect amendment items and dates of this revision.</p>

After Amendments	Before Amendments	Description
<p>on June 19, 2009.</p> <p>The 6th amendment was made on June 18, 2010.</p> <p>The 7th amendment was made on June 14, 2013.</p> <p>The 8th amendment was approved by the board of directors on February 8, 2017 and implemented after the shareholders' meeting on April 28, 2017.</p> <p>The 9th amendment was made on June 21, 2019.</p> <p><u>The 10th amendment was made on May 31, 2023.</u></p>	<p>on June 19, 2009.</p> <p>The 6th amendment was made on June 18, 2010.</p> <p>The 7th amendment was made on June 14, 2013.</p> <p>The 8th amendment was approved by the board of directors on February 8, 2017 and implemented after the shareholders' meeting on April 28, 2017.</p> <p>The 9th amendment was made on June 21, 2019.</p>	

D-Link Corporation

List of director candidates holding concurrent positions in other companies

Position	Name	Release of Directors from non-competition restriction
Institutional director	Taiwan Network Group United Co., Ltd.	Institutional Director of Newsoft Technology Corporation
Representative of institutional director	Taiwan Network Group United Co., Ltd. Representative: Victor Kuo	Chairperson and Representative of Institutional Director of Cameo Communications, Inc. CSO and representative of institutional director of Amigo Technology Inc. Chairperson of Amit Wireless Inc.
Representative of institutional director	Taiwan Network Group United Co., Ltd. Representative: Joseph Wang	Chairperson of Kings Asset Management Co., Ltd. Chairperson of Gloria Material Technology Corp. Chairperson of S-Tech Corp. Chairperson of Ho Yang Investment Corp. Chairperson of Rong Yang Investment Co., Ltd. Chairperson of Na Neng Co., Ltd. Chairperson of TSG Hawks Baseball Co., Ltd. Chairperson of TSG Sports Marketing Co., Ltd. Representative of institutional director of Chun Yu Works & Co., Ltd. Representative of institutional director of Taiwan Styrene Monomer Corporation Representative of institutional director of Cameo Communications, Inc. Representative of institutional director of Chun Bang Precision Co., Ltd. Representative of institutional director of Chun Yu Bio-Tech Corp. Representative of institutional director of Yung-Fu Co., Ltd. Representative of institutional director of UFC Gym Taiwan Ltd. Director of Soft-World International Corporation Director of Shanghai Chun Zu Machinery Industry Co., Ltd. Chairperson of GuanZhou Goldway Special Metal Corp., Ltd. Chairperson of TianJin Goldway Special Metal Corp., Ltd. Chairperson of XiAn Goldway Special Metal Corp., Ltd. Chairperson of ZheJiang JiaXing Goldway Special Metal Corp., Ltd. Chairperson of Shiang Yang Metal Material Technology Co., Ltd. Chairperson of G-Yao Enterprises Ltd. Chairperson of All Win Enterprises Ltd. Chairperson of Faith Enterprises Ltd. Chairperson of Alloy Tool Steel Inc. Chairperson of Gloria Material Technology Japan Co., Ltd.
Institutional director	E-TOP Metal Co., Ltd.	Institutional Director of E-SHENG Steel Co., Ltd. Institutional Director of Sapido Technology Inc. Institutional Director of Taiwan Steel Group Aerospace Technology Corporation
Representative of institutional director	E-TOP Metal Co., Ltd. Representative: Amy Wu	Representative of institutional director of Chun Yu Works & Co., Ltd.
Director	Brian Kao	Chairperson of Sixnology Inc. Consultant of Fast Internet Retailing(FIR) Holding Company Limited (HK)
Independent Director	Richard Chen	Independent Director of Generalplus Technology Inc. Independent Director of Radiant Innovation Inc. Independent Director of Advanced Wireless & Antenna Inc.

Position	Name	Release of Directors from non-competition restriction
Independent Director	Richard Lee	Representative of institutional director of Taiwan Styrene Monomer Corporation Independent Director of Taiwan Tea Corporation Independent Director of Tatung Company Independent Director of S-Tech Corp.
Independent Director	Chun-Hsiung Chu	Independent Director of Honey Hope Honesty Enterprise Co., Ltd. Independent Director of Gloria Material Technology Corp.

Appendix

D-Link Corporation

Articles of Incorporation

Chapter 1 General Provision

Article 1 The Company is duly incorporated in accordance with the Company Act and bears the title of D-Link Corporation.

Article 2 The Company is engaged in the following business:

- (1) CC01101 Restrained Telecom Radio Frequency Equipments and Materials Manufacturing
- (2) CC01030 Electric Appliance and Audiovisual Electric Products Manufacturing
- (3) CC01060 Wired Communication Equipment and Apparatus Manufacturing
- (4) CC01110 Computers and Computing Peripheral Equipments Manufacturing
- (5) E605010 Computing Equipments Installation Construction
- (6) E701010 Telecommunications Construction
- (7) E701030 Restrained Telecom Radio Frequency Equipments and Materials Construction
- (8) F113020 Wholesale of Household Appliance
- (9) F113050 Wholesale of Computing and Business Machinery Equipment
- (10) F113070 Wholesale of Telecom Instruments
- (11) F118010 Wholesale of Computer Software
- (12) F213010 Retail Sale of Household Appliance
- (13) F213030 Retail sale of Computing and Business Machinery Equipment
- (14) F213060 Retail Sale of Telecom Instruments
- (15) F218010 Retail Sale of Computer Software
- (16) F401010 International Trade
- (17) F401021 Restrained Telecom Radio Frequency Equipments and Materials Import
- (18) I301010 Software Design Services
- (19) I301020 Data Processing Services
- (20) I301030 Digital Information Supply Services
- (21) I401010 General Advertising Services
- (22) I401020 Leaflet Distribution
- (23) JE01010 Rental and Leasing Business
- (24) J303010 Magazine and Periodical PublicationZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.

Article 3 For the business operation of the Company, the Company authorizes the Directors to invest in other companies of the related industry. The amount of the Company's outward investment shall not be restricted to Article 13 of the Company Law.

Article 4 For the business operation of the Company, the Company may provide guarantees upon approval from the Board of Directors.

Article 5 The Company shall be based in Taipei City, ROC, and shall be free, upon resolution of the Board of Directors and approval of competent authority, to set up branch offices at various locations within and without the territory of ROC.

Article 6 The Company shall make public announcements in accordance with Article 28 of the Company Act.

Chapter 2 Shareholding

Article 7 The total capital of the Company shall be NTD8.8 billion, divided into 880 million shares with a par value of NT\$10 per share, and may be paid-up in installments. Matters related to issuance of new shares shall be determined by the Board. The Corporation may issue employee stock options. A total of NTD 750 million from the above capital shall be divided into 75,000,000 shares, reserved for issuing employee stock options, and may be paid-up in installments.

Article 7-1 The employees who are entitled to the transfer or distribution of the treasury stock bought back by the Company, share subscription warrant issued to employees, issued new shares for capital increase and restricted stock must be employees of the subsidiary companies meeting certain criteria. The Board is authorized to determine such criteria.

Article 8 The stock shares of the company are registered shares. They shall be signed by Directors representing the Company or affixed with seals thereof and shall be duly certified or authenticated by the competent authority or a certifying institution appointed by the competent authority before issuance thereof.

The Company may be exempted from printing any share certificate for the shares issued but shall appoint a centralized securities custody enterprise/institution to make recordation of the issue of such shares.

Article 9 The matters regarding stock affairs shall proceed in accordance with stipulation of “Regulations Governing the Administration of Shareholder Services of Public Companies” and other relevant laws and regulations issued by the securities authorities.

Article 10 The entries in the Company’s shareholders’ rosters shall not be altered within 60 days before regular shareholders meeting, or 30 days before temporary shareholders meeting, or 5 days before the company decides to distribute stock dividends or other interest.

Chapter 3 Shareholders’ Meeting

Article 11 The General Meeting of shareholders is consisted of regular sessions and special sessions. Regular session will be convened once a year within 6 months after close of each fiscal year, and the shareholders shall be informed thereof 30 days prior to the meeting. Special session will be called for at any time as necessary, and the shareholders shall be informed thereof 15 days prior to the meeting. The meeting of shareholders may be held by video conference or other methods announced by the central competent authority. A shareholder who participates in a meeting by video conference shall be deemed to be present in

person.

The date, venue and cause(s) or subject(s) of the preceding meetings to be convened shall be indicated in the meeting notice to be given to shareholders. The Board shall call for the meeting unless otherwise specified in the Company Act.

Article 12 During shareholders meeting, The Chairman shall preside the shareholders' meeting. In case the Chairman is absent, the Chairman shall designate one Director to act on his behalf. In the absence of such a designation, the Directors shall elect from among themselves an acting chairman.

Article 13 At a Shareholders' Meeting, a form of proxy printed by the company with expressly statement of authorization scope, can be presented for proxy to attend the Shareholders' Meeting. The attendance of Shareholders shall be handled not only in accordance with Company Act, but also the provisions in "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies" released by competent authorities.

Article 14 Except in the circumstances otherwise provided for in other law and regulations, a shareholder shall have one voting power in respect of each share in his/her/its possession.

Article 15 Except for other stipulations of Company Act, the resolutions of shareholders' meeting shall be approved for execution with favorable votes by more than half of participating shareholders representing total issued shares of the company in shareholders meeting.

Article 16 Matters relating to the resolutions of a Shareholders' Meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The aforementioned distribution of meeting minutes shall be handled in accordance to relevant law and regulations. The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their results, and shall be retained for the duration of the existence of this Company. The attendance list bearing the signatures of shareholders present at the meeting and the powers of attorney of the proxies shall be kept by the company for a minimum period of 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.

Chapter 4 Director

Article 17 The Company shall establish 7 to 9 Directors who shall be elected by the shareholders' meeting from among the persons with disposing capacity. The term of office of a Director shall be three years; but he/she may be eligible for re-election. Among the aforementioned number of Directors, there shall be at least 3 Independent Directors. In accordance with Article 192-1 of Company Act, the elections for Directors of the company shall be done by nomination system with candidates. The Independent Directors' qualification, shareholding and other

business limit, nomination, mean of election, and other matters to be comply with shall be executed by relevant law and regulations provided for by the competent authority in charge of securities affairs. Independent Directors and Non-Independent Directors shall be elected during the same voting session, and have votes allocated separately.

Article 18 If there is a shortfall of one-third of Directors, the Board of Directors shall convene a Shareholders' Meeting for the by-election. The tenure of succeeding Directors shall have expired at the end of the original service period.

Article 19 In case no election of new Directors is effected after expiration of the term of office of existing Directors, the term of office of out-going Directors shall be extended until the time new Directors have been elected and assumed their office.

Article 20 The board shall be formed by Directors and shall appoint one Chairman and may appoint a Vice Chairman during a board meeting with more than two-thirds of Directors present, and with the support of more than half of all attending Directors. The Chairman shall represent the company externally, preside the shareholders' meeting, the meeting of the board of directors internally, and handle all matters of the Company in accordance with the law and regulations, Article of Incorporation, and resolutions of Shareholders' and Board Meeting.

Article 21 The operation and other important matters of the Company shall be resolved by the board of Directors. Except for the meetings that shall be convened in accordance with Article 203 or 203-1 of the Company Act, all other Board Meetings shall be convened and presided by the Chairman. If the Chairperson is on leave or unable to fulfill his functional duties for any reason, matter regarding the appointee shall be handled in accordance with Article 208 of the Company Act. The Chairman shall attend the Board Meetings in person. If a Board Meeting is convened by way of video conference, those who participate in the meeting using video conferencing are considered to have attended the meeting in person. In case a Director appoints another director to attend the meeting his/her behalf, he shall issue a written proxy and state therein the scope of authority with reference to the subjects to be discussed at the meeting. A director may accept the appointment to act as the proxy of one other director only.

Article 21-1 In calling a meeting of the Board of Directors, a notice shall be given to each Director no later than 7 days prior to the scheduled meeting date. In the case of emergency, a meeting of the Board of Directors may be convened at any time.

The notice set forth in the preceding paragraph may be effected by means of written documents, E-mail, or facsimile.

Article 22 Unless otherwise regulated by the Company Act, the Board's resolutions are passed only if more than half of the total Board members are present in a meeting, and with more than half of attending Directors voting in favor.

Article 23 Resolutions adopted at a Board Meeting shall be recorded in the minutes of the meeting, which shall be affixed with the signature or seal of the Chairman of the Board and shall be distributed to all Directors of the Company within 20 days after

the close of the meeting. The resolutions of the board meeting shall be recorded in the minutes. Such minutes, together with the attendance list and proxies, shall be filed and kept at the Company, and be stipulated by Article 183 of the Company Act.

Article 24 The Company has set up an Audit Committee pursuant to Article 14-4 of the Securities and Exchange Act. The Audit Committee shall perform the duties of the Supervisors stipulated by the Company Act, Securities and Exchange Act, and other regulations. Audit Committee shall consist of all Independent Directors.

Article 24-1 The Board of Directors shall be authorized to determine the remuneration and transportation allowance to all the Directors based on the standard generally adhered by other firms of the same trade.

Chapter 5 Organization and Management

Article 25 The Company may have several managers. The appointment, discharge and the remuneration of the managerial personnel shall be decided in accordance with Article 29 of the Company Act.

Chapter 6 Financial Statement

Article 26 The fiscal year for the Company shall be from January 1 of each year to December 31 of the same year. After the close of each fiscal year, reports shall be prepared by the Board of Directors, and submitted to the General Shareholders' Meeting for acceptance.

Article 27 Based on the profit of the year, the Company shall appropriate 1%~15% of the profit as remuneration to employees, and no more than 1% of the profit as remuneration to directors. However, profits must first be taken to offset against cumulative losses if any.

The profit mentioned in the preceding paragraph refers to the pre-tax income of the current year minus the amount of remuneration to be distributed to the directors or employees.

The distribution of remuneration to employees and directors shall be determined by a majority of the Directors at a meeting attended by two-thirds or more of the total number of Directors and then reported to the Shareholders' Meeting.

Employees' remuneration, as mentioned above, can be paid in shares or cash and to employees of affiliated companies that satisfy certain criteria. This certain criteria may be determined under the Board's authority.

Article 27-1 In response to the overall business environment and the nature of industrial growth, the Company's long-term financial planning, recruitment of domestic and foreign talents, and pursuit of sustainable business operations, the Company adopts a residual dividend policy. The Company's annual profit, if any, shall be distributed in the following order:

- (1) Tax payment
- (2) Set off accumulated deficits

- (3) Appropriate 10% as legal reserve
- (4) Appropriate or return to special reserve pursuant to regulations formulated by the competent authority
- (5) If there is a surplus after the preceding deductions, the balance and the accumulated undistributed surplus will be determined by the Board for distribution. Shall the remuneration be distributed in form of new shares, such matter shall be resolved by the Shareholders' Meeting before distribution thereof. The total amount of shareholder dividends shall be no less than 30% of the distributable profit of the year.

As stipulated by Article 240 and 241 of the Company Act, the Company may distribute the dividends to be distributed, or all or part of the legal reserve and capital reserve in form of cash and report to the Shareholders' Meeting, after such matter has been determined by a majority of the Directors at a meeting attended by two-thirds or more of the total number of Directors.

Dividend types: Based on the Company's capital budget plan, stock dividends may be distributed to retain the required funds, and the rest are distributed in in form of cash, provided that the cash dividends are not less than 10% of the total dividends.

Chapter 7 Supplementary Provisions

Article 28 The Company's foundation principles and operational regulations shall be established separately by the board of directors.

Article 29 Any matters that are addressed in the Articles of Incorporation shall be governed by The Company Act and other relevant laws.

Article 30 This Article of Incorporation was constituted on June 8, 1987.

Amendment for the 1st instance: April 30, 1989

Amendment for the 2nd instance: September 20, 1989

Amendment for the 3rd instance: January 6, 1990

Amendment for the 4th instance: May 27, 1990

Amendment for the 5th instance: June 21, 1990

Amendment for the 6th instance: February 21, 1991

Amendment for the 7th instance: April 20, 1991

Amendment for the 8th instance: May 9, 1992

Amendment for the 9th instance: June 13, 1992

Amendment for the 10th instance: April 10, 1993

Amendment for the 11th instance: April 23, 1994

Amendment for the 12th instance: April 14, 1995

Amendment for the 13th instance: May 17, 1996

Amendment for the 14th instance: April 25, 1997

Amendment for the 15th instance: May 8, 1998

Amendment for the 16th instance: May 27, 1999

Amendment for the 17th instance: May 25, 2000

Amendment for the 18th instance: May 31, 2002

Amendment for the 19th instance: May 8, 2003

Amendment for the 20th instance: May 28, 2004

Amendment for the 21st instance: June 17, 2005

Amendment for the 22nd instance: June 9, 2006
Amendment for the 23rd instance: June 8, 2007
Amendment for the 24th instance: June 13 2008
Amendment for the 25th instance: June 19, 2009
Amendment for the 26th instance: June 18, 2010
Amendment for the 27th instance: June 10, 2011
Amendment for the 28th instance: June 22, 2012
Amendment for the 29th instance: June 20, 2014
Amendment for the 30th instance: June 17, 2016
Amendment for the 31st instance: April 28, 2017
Amendment for the 32nd instance: June 21, 2019
Amendment for the 33rd instance: June 15, 2020
Amendment for the 34th instance: May 27, 2022
Issues that are not fully addressed in this Articles of Incorporation shall be handled in accordance with the Company Act.

D-Link Corporation

Rules and Procedures of Shareholders' Meetings

(Before abolishment)

Approved at the Shareholders' Meeting on May 31, 2002.
Amendment for the 1st instance at the Shareholders' Meeting on June 12, 2015.

1. Unless otherwise provided by law or regulation, the rules of procedures for this Company's shareholders meetings, shall be as provided in these Rules.
2. The attending shareholders shall be furnished with an attendance book to sign, or attending shareholders may hand in a sign-in card in lieu of signing in. The number of shares and voting rights in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in, and the shares checked in on the virtual meeting platform, plus the number of shares whose voting rights are exercised by correspondence or electronically.
3. Attendance and voting at a shareholders meeting shall be calculated based the number of shares.
4. 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.
5. If a shareholders meeting is convened by the board of directors, the meeting shall be chaired by the chairperson of the board. When the chairperson of the board is on leave or for any reason unable to exercise the powers of the chairperson, the vice chairperson shall act in place of the chairperson; if there is no vice chairperson or the vice chairperson also is on leave or for any reason unable to exercise the powers of the vice chairperson, the chairperson shall appoint one of the managing directors to act as chair, or, if there are no managing directors, one of the directors shall be appointed to act as chair. Where the chairperson does not make such a designation, the managing directors or the directors shall select from among themselves one person to serve as chair. If a shareholders meeting is convened by a party with power to convene but other than the board of directors, the convening party shall chair the meeting.
6. The attorneys, certified public accountants, or related persons retained by the Company may attend a shareholders meeting in a non-voting capacity. Staff handling administrative affairs of a shareholders meeting shall wear identification cards or arm bands.
7. The Company shall make an uninterrupted audio or video recording of the meeting and the recorded materials shall be retained for at least 1 year.
8. The chair shall call the meeting to order at the appointed meeting time. However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements,

for a combined total of no more than 1 hour, may be made. If the quorum is not met after two postponements 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. When, prior to conclusion of the meeting, the attending shareholders represent a majority of the total number of issued shares, the chair may resubmit the tentative resolution for a vote by the shareholders meeting pursuant to Article 174 of the Company Act.

9. If a shareholders meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders meeting. The provisions of aforementioned paragraph may be applied to a shareholders meeting convened by a party with the power to convene that is not the board of directors. The chair may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda (including extraordinary motions), except by a resolution of the shareholders meeting. After the meeting is adjourned, shareholders shall not elect another chairman to continue the meeting at the same place or at any other place. If the chair declares the meeting adjourned in violation of the rules of procedure, a new chair shall be promptly elected by agreement of a majority of the votes represented by the attending shareholders, and then continue the meeting.
10. Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, his/her shareholder account number (or attendance card number) account name. The order in which shareholders speak will be set by the chair. A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail.
When an attending shareholder is other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chair and the shareholder that has the floor; the chair shall stop any violation.
11. Except with the consent of the chair, a shareholder may not speak more than twice on the same motion, and a single speech may not exceed 5 minutes. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chair may terminate the speech.
12. When a juristic person is appointed to attend as proxy, the juristic person may designate only one person to represent it in the meeting. When a juristic person shareholder appoints two or more representatives to attend a shareholders meeting one of the representatives so appointed may speak on the same motion.
13. After an attending shareholder has spoken chair may respond in person or direct relevant personnel to respond.
14. When the chairman is the opinion that the discussion for a motion has been discussed sufficiently to put it to a resolution, the chair may announce discontinuance of the discussion and call for resolution.

15. Vote monitoring and counting personnel for the voting on a motion shall be appointed by the chair, provided that all monitoring personnel shall be shareholders of the Company. The results of the resolution(s) shall be announced in the meeting, and recorded in the meeting minutes.
16. During a meeting, the chairman may announce for a break based on time considerations.
17. When the Company holds a shareholder meeting, it shall adopt exercise of voting rights by electronic means and may adopt exercise of voting rights by correspondence. The exercise method and related matters shall be handled in accordance with the Company Law and the regulations of the competent authority. Except as otherwise provided in the Company Act or in the Company's Articles of Incorporation, the resolution of a motion shall require the vote of a majority of the voting rights represented by the attending shareholders. Upon voting, if no objection is voiced after solicitation by the chairman, the resolution shall be deemed adopted and shall have the same effect as if it was voted by casting ballots. If there is any dissent, it shall be voted by ballot.
18. If there shall be an amendment or alternative to a motion, the chairman may combine the amendment or alternative into the original motion, and determine their orders for resolution. When any one among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.
19. The chair may direct the proctors (or security personnel) to help maintain order at the meeting place. When proctors (or security personnel) help maintain order at the meeting place, they shall wear an armband that read "Proctor".
20. These Rules, and any amendments hereto, shall be implemented the from the date of approval by shareholders meetings.

D-Link Corporation

Procedure for the Election of Directors

Article 1: Except as otherwise provided by law and regulation or by the Company's Article of Incorporation, election of directors and supervisors shall be conducted in accordance with these procedures.

Article 2: The election of Directors shall be conducted at Shareholders' Meetings.

Article 3: The cumulative voting method shall be used for election of the directors of the Company.

Article 4: The election of the directors of the Company shall be conducted in accordance with the Company's Articles of Incorporation. Each share will have voting rights in number equal to the directors to be elected and may be cast for a single candidate or split among multiple candidates.

Article 5: In accordance with Article 192-1 of Company Act, the elections for Directors of the Company shall be done by nomination system with candidates.

Independent Directors and Non-Independent Directors shall be elected during the same voting session, and have votes allocated separately. Based on the seats available, and the number of votes on e-voting platform and physical ballots, candidates who acquire more votes should win the seats of directors. If two or more persons acquire the same number of votes and the number of such persons exceeds the specified seats available, such persons acquiring the same votes shall draw lots to decide who should win the seats available, and the Chairman shall draw lots on behalf of the candidate who is not present.

Article 6: When the election begins, the chair shall appoint a number of persons to perform the respective duties of vote monitoring and counting personnel.

Article 7: The ballot boxes shall be prepared by the board of directors and publicly checked by the vote monitoring personnel before voting commences.

Article 8: Board of Directors shall prepare ballots for directors in numbers corresponding to the directors to be elected. The number of voting rights associated with each ballot shall be specified on the ballots, which shall then be distributed to the attending shareholders at the shareholders meeting. Ballots will not be prepared for voters voting by electronic means.

If a candidate is a shareholder, a voter must enter the candidate's account name and shareholder account number in the "candidate" column of the ballot; for a non-shareholder, the voter shall enter the candidate's full name and identity card number. However, when the candidate is a juristic-person shareholder, the name of the juristic-person shareholder shall be entered in the column for the candidate's account name in the ballot paper, or both the name of the juristic-person shareholder and the name of its representative may be entered. When there are multiple representatives, the names of each respective representative shall be entered.

Article 9: A ballot is invalid under any of the following circumstances:

- (1) The ballot was not prepared in accordance with these Procedures.
- (2) A blank ballot is placed in the ballot box.
- (3) The writing is unclear and indecipherable.

- (4) The candidate whose name is entered in the ballot is a shareholder, but the candidate's account name and shareholder account number do not conform with those given in the shareholder register, or the candidate whose name is entered in the ballot is a non-shareholder, and a cross-check shows that the candidate's name and identity card number do not match.
- (5) Other words or marks are entered in addition to the candidate's account name or shareholder account number (or identity card number) and the number of voting rights allotted.
- (6) Any of the items such as the candidate's account name or shareholder account number (or identity card number) are left blank or two or more candidates are entered in one ballot.
- (7) Any of the items such as the candidate's account name or shareholder account number (or identity card number) have been altered.

Article 10: The voting rights shall be calculated on site immediately after the end of the poll, and the results of the calculation shall be announced by the chair on the site.

Article 11: The Board of Directors of the Company shall issue notifications to the individual persons elected as directors.

Article 12: Any matters that are not addressed in these Procedures shall be governed by The Company Act and relevant laws.

These Procedures, and any amendments hereto, shall be implemented on the date of approval by a shareholders meeting.

Article 13: These Procedures were constituted on May 31, 2002.

Amendment for the 1st instance: June 10, 2011.

Amendment for the 2nd instance: June 12, 2015.

Amendment for the 3rd instance: April 28, 2017.

D-Link Corporation

Operational Procedures for Lending Funds to Others

(Before amendment)

Article 1 Purpose and basis

To enable D-Link Corporation ("the Company") to follow the Procedures for the lending funds to others, these Procedures are promulgated pursuant to Article 36-1 of the Securities and Exchange Act ("the Act").

Article 2 The party to whom the Company lend funds

1. Companies having a business relationship with the Company; or
2. Companies in need of short-term financing. The "short-term" used herein should mean the period of one year or one operating cycle (whichever is longer).

Article 3 The standard for lending funds

When The Company has business relationship with other companies and requires to make the necessary loans to them, the assessment standards should be based on the business transaction amount of the two parties in the current year or the previous year reaching NT\$30 million.

Lending fund to companies which need funds for a short-term period should be limited to the following circumstances:

1. A company in which the Company holds more than 20 percent of the shares, requires a short-term financing facility for business operations.
2. Any other company or firm which has a need for short-term funds for purchasing materials or for operational turnover.
3. Any other company which needs funds is approved by the board of directors of the Company.

Article 4 The total amount of loans to all borrowers, and the maximum loan permitted for individual borrowers

1. The total amount available for lending purpose should not exceed forty percent (40%) of the net worth of the Company, and the total amount for lending to a company in need of funds for a short-term period should not exceed twenty percent (20%) of the net worth of the Company.

2. The total amount for lending to a company or a firm having a business relationship with the Company should not exceed the total transaction amount between the parties and should not exceed forty percent (40%) of the net worth of the Company. For purposes of the Procedures, the "transaction amount" should mean the sales and purchasing amount between the parties in the current year or the previous year, whichever is higher.

3. The total amount for lending to a company or a firm in need of funds for a short-term period should not exceed three percent (3%) of the net worth of the Company.

4. For fund-lending between offshore subsidiaries whose voting shares are one hundred percent (100%) owned, directly or indirectly, by the Company, or

fund-lending to the Company by offshore subsidiaries whose voting shares are one hundred percent (100%) owned, directly or indirectly, by the Company, the total amount for such fund-lending should not be subject to limit of one hundred percent (100%) of the net worth of the lending subsidiary and the lending will not be subject to the restrictions under paragraph 1 to paragraph 3 in this article.

The person responsible for the Company who has violated the provisions of Article 1 should be liable, jointly and severally with the borrower, for the repayment of the loan and for the damages, if any, to the Company resulted therefrom.

Article 5 Duration of loans and calculation of interest

1. The term of each loan extended by the Company should not exceed one year.

2. The interest rate should not be lower than the Company's highest short-term bank borrowing rate at the time of lending and should be calculated on a monthly basis. In case of special circumstances, adjustments may be made according to actual needs after the approval of the board of directors.

Article 6 Procedures for handling loans of funds

1. Credit status

(1) When the Company lends funds to another, the borrower should apply to the Company for the financing amount in writing by providing its company information and financial information, the Company should evaluate the impact on the Company's operational risk, financial condition, and shareholders' equity.

(2) After the Company accepts the application, the responsible unit should investigate, evaluate and prepare a report on the entity's business, financial status, solvency and credit, profitability and purpose of the loan.

2. Security

When lending funds, the Company should get a promissory note worth of the same amount of the loan. Whenever it is necessary, the Company should implement pledge or mortgage on its real property or personal property.

If a borrower provides an individual or other companies with considerable financial resources and credit as replacement for collateral, the board of directors may resolve in consideration of the responsible unit's evaluation report. Where a company is used as guarantors, the Company should pay attention to whether provisions are established in its articles of incorporation.

3. Scope of Authorization

The Company handling the fund-lending should conduct credit assessment and provide to the chairman or the credit officer (department) designated by the chairman approved and submit the matter to the Audit Committee and the board of directors for approval.

4. When the Company lends funds to a subsidiary in which the Company directly or indirectly holds more than 90% of the shares, for business purposes, credit investigation and promissory notes are exempted.

Fund-lending between the Company and its subsidiaries, or between its subsidiaries, should be submitted for a resolution by the board of directors and the chairman may be authorized, for a specific borrowing counterparty, within a certain monetary limit resolved by the board of directors, and within a period not

to exceed one year, to give loans in installments or to make a revolving credit line available for the counterparty to draw down.

The "certain monetary limit" mentioned in the preceding paragraph on authorization for loans extended by the Company or any of subsidiaries to any single entity should not exceed 10% of the net worth on the most current financial statements of the Company, except in cases of companies in compliance with Article 4, paragraph 4.

5. The Company should prepare a memorandum book for the fund-lending activities and record relevant matters in accordance with relevant laws and regulations.

Article 7 Information Disclosure

1. The Company should announce the previous month's balances of lending funds of the Company and its subsidiaries by the 10th day of each month.

2. The Company should publicly announce and report such conditions within two days of the occurrence where lending funds reaches one of the following thresholds:

- (1) The balance of the Company and its subsidiaries' lending funds to others reach 20 percent or more of the Company's net worth as stated in the latest financial statement.
- (2) The balance of the Company and its subsidiaries' lending funds to a single enterprise reach 10 percent or more of the Company's net worth as stated in the latest financial statement.
- (3) The amount of new lending funds by the Company or its subsidiaries reach NT\$10 million and reach 2 percent or more of the Company's net worth as stated in the latest financial statement.

3. The Company should announce and report on behalf of any subsidiary thereof that is not a public company of the Republic of China any matters that such subsidiary is required to announce and report pursuant to subparagraph 3 of the preceding paragraph.

4. The Company should adhere to the generally accepted accounting principles to evaluate the conditions of the loans and set aside an adequate reserve for bad debts. It should also disclose relevant information in the financial report and provide relevant information to the certified public accountants for implementation of necessary auditing procedures.

Article 8 Follow-up control measures for funds lent and procedures for handling non-performing loan

1. After the loan is allocated, close attention should be paid to the financial conditions, businesses, and credit of the borrower and the guarantor. If collateral is provided, any changes in the value of the collateral should be noted. In case of material changes, the chairman of the Company should be informed immediately and take appropriate action as per the instructions.

2. When a borrower repays loans prior to maturity, interests accrued should be calculated first. After the interests and principal are paid off altogether, the promissory note may be cancelled and returned to the borrower, or the mortgage cancelled.

3. The borrower should pay off the principal and interest of the loan upon

maturity. If the borrower fails to pay off the principal and interest, the Company may dispose of and recover the loss from the borrower's collateral or guarantor.

Article 9 Penalty

A violation of the "Regulations Governing Lending Funds To Others by Public Companies" by the Company's employee and persons-in-charge should be handled and penalized in accordance with the relevant human resources articles or rules of the Company based on the severity of the circumstances.

Article 10 Internal auditors should perform auditing on the Company's lending profile and produce written auditing reports on a quarterly basis. A written report of any material violation must be submitted to notify the Audit Committee.

Article 11 The monitoring and control measures for subsidiary lending of funds to others

1. If a subsidiary of the Company intends to lend funds to others, it should be done in compliance with their operational procedures of each subsidiary.

2. When lending funds to others, a subsidiary should provide relevant materials to the parent Company and give consideration to the opinions of the related personnel in the parent Company before proceeding with the loan of funds.

Article 12 Other matters

1. For the purposes of these Procedures, the terms "parent company" and "subsidiary" should be defined in accordance with the International Accounting Standards 5 issued by Accounting Research and Development Foundation.

2. The terms "announcement" and "declaration" in this procedure refers to the Market Observation Post System designated by the competent authority.

3. If, because of a change in circumstances, an entity for which a loan is made does not meet the requirements of these Procedures or the loan balance exceeds the limit, the Company should adopt rectification plans and submit the rectification plans to Audit Committee and should complete the rectification according to the timeframe set out in the plan.

Article 13 These Procedures should be approved by one-half or more of all Audit Committee members and be submitted to the board of directors for a resolution, then be submitted to the shareholders' meeting for approval. If any director expresses dissent and it is contained in the minutes or a written statement, the Company should submit the dissenting opinion to the shareholders' meeting for discussion by before implementation. The same should apply to any amendments to the Procedures.

When the Company submits these Operational Procedures for Lending Funds to Others for discussion by the board of directors in accordance with the regulations, the board of directors should take into full consideration each independent director's opinion. If an independent director expresses any dissent or reservation, it should be recorded in the minutes of the board of directors meeting.

The implementation or revisions of the Operational Procedures for Lending Funds to Others must be approved by one-half or more of all audit committee members, and furthermore should be submitted for a resolution by the board of directors. If the approval of one-half or more of all audit committee members as required in the preceding paragraph is not obtained, the Operational Procedures

may be implemented and approved by two-thirds or more of all directors, and the resolution of the audit committee should be recorded in the minutes of the board of directors meeting. The terms "all audit committee members" and "all directors" in the preceding paragraph should be counted as the actual number of persons currently holding those positions.

Article 14 These Procedures were constituted on May 8, 2003 by shareholder's meeting.

Amendment for the 1st instance: June 17, 2005.

Amendment for the 2nd instance: June 19, 2009.

Amendment for the 3rd instance: June 18, 2010.

Amendment for the 4th instance: June 10, 2011.

Amendment for the 5th instance: June 22, 2012.

Amendment for the 6th instance: June 14, 2013.

Amendment for the 7th instance: April 28, 2017.

Amendment for the 8th instance: June 21, 2019.

D-Link Corporation

Operational Procedures for Endorsements and Guarantees

(Before amendment)

Article 1 Purpose and basis

To enable D-Link Corporation ("the Company") to follow the Operational Procedures for Endorsements and Guarantees, these Procedures are promulgated pursuant to Article 36-1 of the Securities and Exchange Act ("the Act") and Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies are formulated by competent authorities.

Article 2 Applicable scope

The term "endorsements and/or guarantees" as used in these Procedures refers to the following:

1. Financing endorsements and/or guarantees, including:
 - A. Bill discount financing.
 - B. Endorsement or guarantee made to meet the financing needs of another company.
 - C. Issuance of a separate negotiable instrument to a non-financial enterprise as security to meet the financing needs of the Company itself.
2. Customs duty endorsement and/or guarantee, meaning an endorsement or guarantee for the Company itself or another company with respect to customs duty matters.
3. Other endorsements and/or guarantees, meaning endorsements or guarantees beyond the scope of the above two subparagraphs.

Any creation by the Company of a pledge or mortgage on its chattel or real property as security for the loans of another company or other endorsement and/or guarantee should also comply with these Procedures.

Article 3 Recipient of endorsements and/or guarantees

The Company may make endorsements and/or guarantees for the following companies:

1. A company with which it does business, the assessment standards should be based on the business transaction amount of the two parties in the current year or the previous year reaching NT\$30 million or more.
2. A company in which the Company directly holds more than 50 percent of the voting shares.
3. The companies in which the parent company and the subsidiary together hold more than 50 percent of its outstanding common shares.
4. The parent company who directly or through its subsidiaries indirectly own 50 percent or more of the Company's outstanding common shares.

The domestic or foreign companies in which the Company holds, directly or indirectly, 100% of

the voting shares may make endorsements and/or guarantees for each other.

Where all capital contributing shareholders make endorsements and/or guarantees for their jointly invested company in proportion to their shareholding percentages may be made free of the restriction of the preceding one paragraphs.

Capital contribution referred to in the preceding paragraph should mean capital contribution directly by the Company, or through a company in which the Company holds 100% of the voting shares.

Article 4 Liability limits on endorsements and/or guarantees

The total amount of endorsement and/or guarantee provided by the Company is subject to the following limits:

1. The total amount of endorsement and/or guarantee should not exceed the Company's paid-in capital.
2. The total amount of the endorsement and/or guarantee provided by the Company to any individual entity should not exceed one-third of the Company's paid-in capital.
3. The total amount of endorsement and/or guarantee provided by the Company deriving from business relations should not exceed the total business amount between such party and the Company (the business amount refers to purchase amount or sales amount of the goods between the parties in the current year or the previous year, whichever is higher).

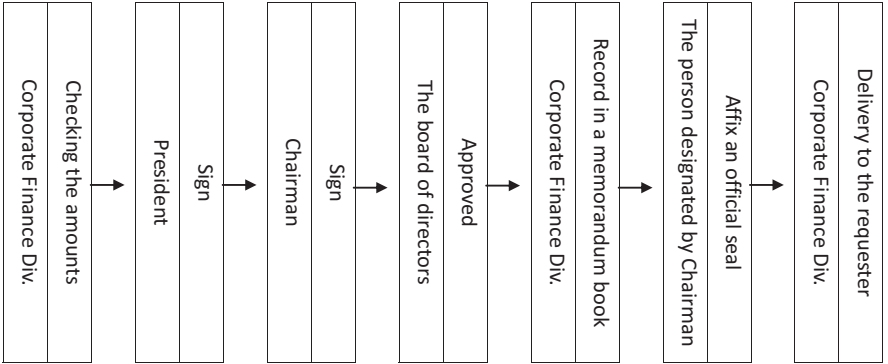
The total amount of endorsement and/or guarantee provided by the Company and subsidiaries are subject to the following limits:

1. The total amount of endorsement and/or guarantee should not exceed the Company's paid-in capital.
2. The total amount of the endorsement and/or guarantee provided by the Company to any individual entity should not exceed one-third of the Company's paid-in capital.

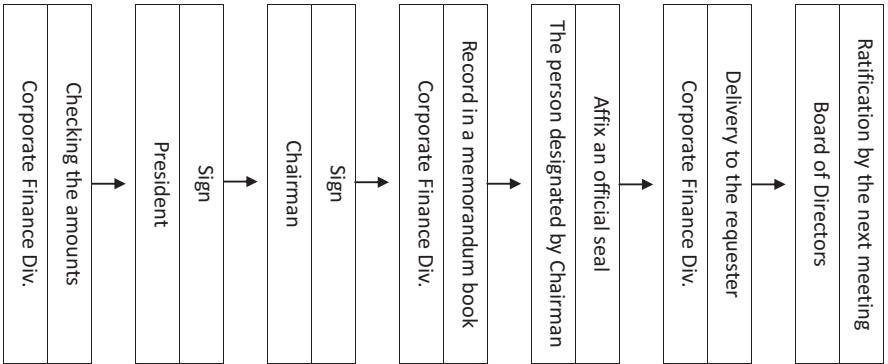
Article 5 Handling procedures for endorsement and guarantee

The Company should prepare a memorandum book for the endorsement and/or guarantee activities and record in detail the following information for the record: the entity for which the endorsement and/or guarantee is made, the amount, the date of passage by the board of directors or of authorization by the chairman of the board, the date the endorsement and/or guarantee is made, and the matters to be carefully evaluated under article 6.

1. Normal conditions:



2. Special conditions:



Scope of special conditions: For business needs, the Company may apply special conditions for endorsement and/or guarantee if the counter-party is a subsidiary directly or indirectly owned by the Company more than 90% of the shares.

Article 6 Review procedures

Before making an endorsement and/or guarantee for others, the Company shall carefully evaluate whether the endorsement and/or guarantee is in compliance with “Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies” formulated by Securities and Futures Bureau and these procedures, and evaluates the following items:

1. Evaluate the necessity of and reasonableness of endorsements and/or guarantees in relation to the financial and business condition of the endorsed company.
2. Credit status are conducted based on the information provided by the endorsed company for risk assessment.
3. Whether the cumulative endorsement guarantee amount is still within the limit and the impact of the endorsement and guarantee matters on the Company's business operations, financial condition, and shareholders' equity.

4. The Company evaluates the level of risk exposure to the endorsement guarantee and assesses whether collateral must be obtained.

Article 7 Procedures for controlling and managing endorsements and/or guarantees by subsidiaries

1. Where a subsidiary of the Company intends to make endorsements and/or guarantees for others, it shall comply with these Procedures formulated by the Company when making endorsements and/or guarantees.
2. If the subsidiary company reinvested by the Company intends to endorse and guarantee for others due to business needs, it should follow the above paragraph, and report the closing balance of the previous month before the 7th day of each month, for the announcement, declaration and copy. Subsidiaries established abroad shall not make any endorsements and/or guarantees, provided that this restriction shall not apply to endorsements and/or guarantees made between companies in which the Company holds, directly or indirectly, 90% of the voting shares.

Article 8 Procedures for use and custody of corporate chops

1. The Company shall use the corporate chop registered with the Ministry of Economic Affairs as the dedicated chop for endorsements and/or guarantees. The chop shall be kept by a person appointed by the chairman authorized by the board of directors and may be used to seal or issue negotiable instruments in accordance with "Regulations for the Use of Seal".
2. When making a guarantee for an overseas company, the Company shall have the Guarantee Agreement signed by a person authorized by the board of directors.

Article 9 Hierarchy of decision-making authority and delegation thereof

1. The endorsements and/or guarantees matters should be approved by the board of directors first and then according to normal operating procedures. However, due to business needs, the board of directors may authorize the chairman to decide on the endorsement and/or guarantee in accordance with procedures on special conditions within 50% of the limit specified in Article 4 and report to board of directors for ratification afterwards. In each business year, the status of the endorsement and/or guarantee shall be reported to the next annual shareholders' meeting for review.
2. When the Company needs to exceed the liability limits specified in article 4 of these Procedures to satisfy its business requirements, it shall obtain approval from the board of directors and half or more of the directors shall act as joint guarantors for any loss that may be caused to the Company by the excess endorsement and/or guarantee. It shall also amend the "Operational Procedures for Endorsements and Guarantees" accordingly and submit the same to the shareholders' meeting for ratification after the fact. If the shareholders' meeting does not give consent, the Company shall adopt a plan to discharge the amount in excess within a given time

limit.

When the Company makes endorsements and/or guarantees for others, it shall take into full consideration the opinions of each independent director; independent directors' opinions specifically expressing assent or dissent and the reasons for dissent shall be included in the minutes of the board of directors' meeting.

Article 10 Announcement and reporting procedures

1. The Company shall announce and report the previous month's balance of endorsements and/or guarantees of itself and its subsidiaries by the 10th day of each month.
2. The Company whose balance of endorsements and/or guarantees reaches one of the following levels shall announce and report such event within two days commencing immediately from the date of occurrence, which means the date of contract signing, date of payment, date of a resolution of the board of directors, or the date that can confirm the counterparty and monetary amount of the transaction, whichever date is earlier:
 - (1) The aggregate balance of endorsements and/or guarantees by the Company and its subsidiaries reaches 50 percent or more of the Company's net worth as stated in its latest financial statement.
 - (2) The balance of endorsements and/or guarantees by the Company and its subsidiaries for a single enterprise reaches 20 percent or more of the Company's net worth as stated in its latest financial statement.
 - (3) The balance of endorsements and/or guarantees by the Company and its subsidiaries for a single enterprise reaches NT\$10 million or more and the aggregate amount of all endorsements and/or guarantees for, carrying value of equity method investment in, and balance of loans to, such enterprise reaches 30 percent or more of the Company's net worth as stated in its latest financial statement.
 - (4) The amount of new endorsements and/or guarantees made by the Company or its subsidiaries reaches NT\$30 million or more, and reaches 5 percent or more of the Company's net worth as stated in its latest financial statement.
3. The Company shall announce and report on behalf of any subsidiary thereof that is not a public company of the Republic of China any matters that such subsidiary is required to announce and report pursuant to subparagraph 4 of the preceding paragraph.
4. The Company shall, in accordance with No. 9 of the Generally Accepted Accounting Principles-ROC, evaluate or record the contingent loss for endorsements and/or guarantees, and shall adequately disclose information on endorsements and/or guarantees in its financial reports and provide certified public accountants with relevant information for implementation of necessary audit procedures.

Article 11 Transition Clause

After the Procedures take effect, if the object or amount originally qualified for the endorsements and/or guarantees exceeds the limit due to a change in the calculation basis, the endorsements and/or guarantees amount or the excess part shall be discharged within a certain period of time when the contract expires or plans be made and report to the board of directors.

Article 12 Penalty

A violation of the "Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies" by the Company's managers or persons in charge shall be handled and penalized in accordance with relevant human resources management policies based on the severity of the violation.

Article 13 Audit

The Company's internal auditors shall audit the "Operational Procedures for Endorsements and Guarantees" and the implementation thereof no less frequently than quarterly and prepare written records accordingly. They shall promptly notify the Audit Committee in writing of any material violation found.

Article 14 Follow-up Management

1. The personnel in charge of the endorsements and/or guarantees shall submit a quarterly report to the board of directors on the amount of endorsements and/or guarantees and the actual balance used by the Company.
2. For circumstances in which an entity for which the Company makes any endorsements and/or guarantees is a subsidiary whose net worth is lower than half of its paid-in capital, the Company shall track its profit and loss status on a monthly basis and report operational improvements to the board of directors with the details of the preceding paragraph. In the case of a subsidiary with shares having no par value or a par value other than NT\$10, for the paid-in capital shall be the sum of the share capital plus paid-in capital in excess of par shall be substituted.

Article 15 Others

1. "Subsidiary" and "Parent Company" as referred to in these Procedures shall be as determined under the Regulations Governing the Preparation of Financial Reports by Securities Issuers. Where the Company's financial reports are prepared according to the International Financial Reporting Standards, "net worth" in the "Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies" means the balance sheet equity attributable to the owners of the parent company under the Regulations Governing the Preparation of Financial Reports by Securities Issuers.
2. The term "announce and report" as used in these Procedures means the process of entering

data to the information reporting website designated by the Financial Supervisory Commission (FSC).

3. If, as a result of a change in circumstances, an entity for which an endorsement/guarantee is made does not meet the requirements of these Regulations or the loan balance exceeds the limit, the Company shall adopt rectification plans and submit the rectification plans to all the Audit Committee, and shall complete the rectification according to the timeframe set out in the plan.

Article 16 These Procedures shall be approved by one-half or more of all Audit Committee members and be submitted to the board of directors for a resolution, then be submitted to the shareholders' meeting for approval. Where there any director expresses dissent and it is contained in the minutes or a written statement, the Company shall submit the dissenting opinions to shareholders' meeting for discussion and the same shall apply to any amendments to the Procedures.

When the Company submits these Procedures for discussion by the board of directors in accordance with the regulations, the board of directors shall take into full consideration each independent director's opinions. If an independent director expresses any dissent or reservation, it shall be specifically recorded in the minutes of the board of directors meeting. If the approval of one-half or more of all audit committee members as required in the preceding paragraph is not obtained, these Procedures may be implemented and approved by two-thirds or more of all directors, and the resolution of the audit committee shall be recorded in the minutes of the board of directors meeting.

The terms "all audit committee members" and "all directors" in the preceding paragraph shall be counted as the actual number of persons currently holding those positions.

Article 17 Amendments

These Procedures were constituted on March 27, 1991.

The 1st amendment was made on February 25, 1995.

The 2nd amendment was made on February 26, 1997.

The 3rd amendment was made on May 8, 2003.

The 4th amendment was made on June 17, 2005.

The 5th amendment was made on June 19, 2009.

The 6th amendment was made on June 18, 2010.

The 7th amendment was made on June 14, 2013.

The 8th amendment was approved by the board of directors on February 8, 2017 and implemented after the shareholders' meeting on April 28, 2017.

The 9th amendment was made on June 21, 2019.

D-Link Corporation Shareholdings of All Directors

As of April 1, 2023 (The book closure date)

Title	Name	No. of shares held	Shareholding percentage
Chairperson	Young Syun Investment Co., Ltd. Representative: Victor Kuo	5,998,400	1.00%
Director	Young Syun Investment Co., Ltd. Representative: Joseph Wang		
Director	Pu Ju Investment Co., Ltd. Representative: David Tai	15,939,120	2.66%
Director	Pu Ju Investment Co., Ltd. Representative: Alan Yu		
Director	Howard Kao	3,168,740	0.53%
Independent Director	Richard Chen	0	0%
Independent Director	Richard Lee	0	0%
Independent Director	Chun-Hsiung Chu	0	0%
Total		25,106,260	4.19%

Note:

1. As of April 1, 2023, the Company has issued a total of 599,836,473 common shares.
2. The minimum numbers of shares required to be held by all Directors of the Company is 19,194,767 shares. As of April 1, 2023, the total number of shares held by Directors: 25,106,260 shares. The total number of shares held by all directors of the Company is compliant to the regulations.
3. The Company has set up an Audit Committee. Thus the numbers of shares required to be held by all supervisors stipulated by law is not applicable.
4. The shares held by Independent Directors are not included in that held by the Directors.

D-Link®

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