

**Uni-President Enterprises Corp.**  
**Minutes for the 2023 Annual General Shareholders' Meeting**

Meeting convening method: A physical shareholders' meeting.

Time: Wednesday, June 28, 2023 at 10:00 am.

Place: 1F of Educational Training Center of Uni-President Enterprises Corp. head office. No.301, Zhongzheng Rd., Yongkang District., Tainan City.

Chairperson: Chih - Hsien Lo

Recorder: Yu-Han Chen

Attendants: Total Shares Represented by Shareholders and Proxies Present: 4,745,377,836 shares, (3,385,987,046 shares exercised via electronic transmission) accounted for 83.51% of the total shares issued (5,682,015,421 shares)

List of present directors of attendance:

Representative of juristic person directors :

Kao Chuan Inv. Co., Ltd. Representative: Chih-Hsien Lo,

Kao Chuan Inv. Co., Ltd. Representative: Shiow-Ling Kao,

Young Yun Inv. Co., Ltd. Representative: Chung-Ho Wu,

Joyful Inv. Co., Ltd. Representative: Pi-Ying Cheng,

Director : Po-Yu Hou

Independent Director: Ming-Hui Chang (Chairman of the Audit Committee)

Chun-Jen Chen(Chairman of the Remuneration Committee)

Wei-Yung Tsung

Sit-in Members: Jau-Kai Hwang (President) , Ching-Tien Lee (President) ,

Tze-Meng Liu (CPA) , Tzu-Shu Lin (CPA) , Hsu-Hwa Yu (Attorney)

### **Meeting Agenda**

**I Call the meeting to order** (report shareholdings of the attendances)

**II Chairman remarks** (omitted)

### **III Company Reports**

Motion 1: 2022 Business Report.

Explanation : Please refer to Attachment 1 for the Company's 2022 business report.

Motion 2: Audit Committee's Review Report on the 2022 Financial Statements.

Explanation : This proposal is the presentation by the Board of Directors of the Company's 2022 Business Report, Financial Statements, and the Profit Allocation Proposal. Of these items, the Financial

Statements have been audited by external auditors, and an opinion and report have been issued on the Financial Statements. The aforementioned proposal regarding Business Report(Attachment 1), Financial Statements(Attachment 2, Attachment 3), and the Profit Allocation Proposal(Attachment 4) have been reviewed by the Audit Committee with the Audit Committee's Review Report(Attachment 5).

Motion 3 : Report on the payment of employee compensation and director remuneration of 2022.

Explanation:

1. It is compliant with the Orders of Ministry of Economics Jingshang zhi No. 10402413890 issued on June 11, 2015 and Jingshang zhi No. 10402427800 issued on October 15, 2015.
2. According to Paragraph 1 of Article 30 of the Company's Articles of Incorporation, where the Company has profit at the end of any fiscal year, it shall contribute no less than 2% of the profit as the remuneration to employees and no more than 2% of the profit as the remuneration to directors. Therefore, the Company hereby allocates its profit for 2022 in the following manner, based on the Articles of Incorporation and by taking the operating performance into account:
  - (1) 7.48% as the remuneration to employees, namely NT\$1,536,366,447.
  - (2) 1.46% as the remuneration to directors, namely NT\$299,176,839.
3. The remuneration to employees and directors is allocated in cash uniformly.

Motion 4 : Total endorsements/guarantees provided by the Company to investees.

Explanation:

1. On the grounds of the Company's "Operational Procedures for Endorsements and Guarantees".  
Article 5: <Limit in endorsements/guarantees >  
The aggregate total of endorsements/guarantees conducted by the Company shall be 100% of the Company's net worth. The maximum limit of endorsement conducted by the Company toward a single enterprise shall be 50% of the Company's net worth. Reported the progress to the shareholders meeting for reference and recording.
2. The Company renders endorsements/guarantees exactly in accordance with the provisions set forth under Paragraph I of Descriptions. As of December 31, 2022, the balance of endorsements/guarantees at the end of the term amounted to NT\$32.2452 billion. The aggregate total actually disbursed amounted to NT\$0.485 billion.

Unit: Thousand NT\$

Name of endorsees/guarantees	Consolidated Shareholding ratio	Remaining Balance		Actual Amount Used (Note )
		Amount	Date when duly resolved by the Board	
Kai Yu Investment Co., Ltd.	100.0%	6,078,100	the 5 <sup>th</sup> meeting of the 19 <sup>th</sup> term of board Nov. 9, 2022 the 4 <sup>th</sup> meeting of the 19 <sup>th</sup> term of board Aug. 10, 2022 the 2 <sup>th</sup> meeting of the 19 <sup>th</sup> term of board Jun. 8, 2022 the 22 <sup>th</sup> meeting of the 18 <sup>th</sup> term of board Mar. 9, 2022 the 2 <sup>th</sup> meeting of the 16 <sup>th</sup> term of board Aug. 12, 2013	0
Kai Nan Investment Co., Ltd.	100.0%	1,507,100	the 2 <sup>th</sup> meeting of the 19 <sup>th</sup> term of board Jun. 8, 2022 the 22 <sup>th</sup> meeting of the 18 <sup>th</sup> term of board Mar. 9, 2022 the 3 <sup>th</sup> meeting of the 17 <sup>th</sup> term of board Nov. 9, 2016	0
Tone Sang Construction Corp.	100.0%	2,100,000	the 24 <sup>th</sup> meeting of the 18 <sup>th</sup> term of board May 11, 2022 the 10 <sup>th</sup> meeting of the 13 <sup>th</sup> term of board Dec. 16, 2005	485,000
Kai Yu (BVI) Investment Co., Ltd.	100.0%	21,000,000	the 8 <sup>th</sup> meeting of the 18 <sup>th</sup> term of board Mar. 27, 2020	0
President Entertainment Corp.	100.0%	1,500,000	the 3 <sup>th</sup> meeting of the 16 <sup>th</sup> term of board Nov. 12, 2013	0
President Baseball Team Corp.	100.0%	60,000	the 7 <sup>th</sup> meeting of the 11 <sup>th</sup> term of board Aug. 20, 1999	0
Total	-	32,245,200		485,000

Note : Actually used amounts under the approved endorsement / guarantee line.

Motion 5 : Report on the Company's issuance status of corporate bonds for 2022.

Explanation:

1. The issuances were completed in accordance with Article 246 of Company Act.
2. The company completed one offering of corporate bonds in 2022. A summary of the major terms of the offering as follows :

Issuance	2022's first domestic unsecured straight corporate bond
Amount	NTD 4 billion
Maturity	5 years and 7 years
Coupon Rate	5 years : 1.50% 7 years : 1.60%
Principal Repayment and Coupon Frequency	Principle repayment: One-time repayment since issuance date for both 5-year and 7-year terms. Interest payout: simple interest rate is used to pay out yearly.
Approval Document Number	Announcement of effectivity per the Letter Zheng-Gui-Zhai-Zi No. 11100101521 of the Taipei Exchange on Sep. 2, 2022.
The Purpose of Issuance	Raising long-term capital and reinforcing the financial structure.
Note	The offering was completed on Sep. 14, 2022.

## IV Proposals

Motion 1: 2022 Company's business reports and financial statements. (Proposed by the Board)

Explanation:

1. Adoption of the 2022 Company's business report and financial statements, which have been approved by resolution of the 7<sup>th</sup> meeting of the 19<sup>th</sup> term of board of directors on March 9, 2023 and examined by Audit Committee.
2. Please refer to Attachment 1 for the business report, auditor's report and financial statements (Attachment 2, Attachment 3) , audit committee's review report (Attachment 5).

Resolution:

Voting Result-

Shares represented at the time of voting : 4,745,377,836

Voting Results*		% of the total represented share present
Votes in favor	4,194,087,705 votes (2,834,901,616 votes)	88.38%
Votes against	56,948,035 votes (56,948,035 votes)	1.20%
Votes abstained/ No votes	494,342,096 votes (494,137,395 votes)	10.42%
Votes invalid	0 votes	0%
The proposal was approved after voting.		

\*including votes casted electronically (numbers in brackets)

Motion 2: Adoption of the proposal for distribution of 2022 profits. (Proposed by the Board)

Explanation:

1. The Company's net profit after tax was NT\$17,168,480,367 in 2022, plus the remeasurement of the fringe benefit programs, NT\$1,498,011,513, and other items in special surplus reserves were set aside, totaling NT\$5,895,465,964. Then, 10%, NT\$1,866,649,188, was set aside as a legal reserve. Therefore, including the unappropriated retained earnings of previous years, NT\$13,078,455,116, the accumulated allocable earnings from profits were NT\$35,773,763,772.
2. Please refer to Attachment 4 for the distribution of 2022 profits.
3. The Company's 2022 is proposed to distribute Cash dividends of NT\$ 3.15 per share. Upon the approval of the General Shareholders Meeting, it is

proposed that the Board of Directors be authorized to resolve the ex-dividend dates and adjust the dividends to be distributed to each share based on the number of actual shares outstanding on the record date for distribution.

4. Cash dividends paid to each individual shareholder will be rounded down to the nearest dollar. Fractional shares with a value less than one dollar are accumulated and reported as the Company's other income.

Resolution:

Voting Result-

Shares represented at the time of voting : 4,745,377,836

Voting Results*		% of the total represented share present
Votes in favor	4,252,127,738 votes (2,892,940,429 votes)	89.61%
Votes against	9,902,195 votes (9,902,195 votes)	0.21%
Votes abstained/ No votes	483,347,903 votes (483,144,422 votes)	10.18%
Votes invalid	0 votes	0%
The proposal was approved after voting.		

\*including votes casted electronically (numbers in brackets)

**V Discussion : None**

**VI Election Matters**

Motion 1 : Election of one additional independent director of the Company.(Proposed by the Board)

Explanation :

1. In response to the regulation of Article 4, Paragraph 2 of the "Directions for Compliance with the Establishment of Board of Directors by TWSE-Listed Companies and the Board's Exercise of Powers":  
Where the chairman of the board of directors and the president or person of an equivalent post of a TWSE-listed company are the same person, spouses, or relations within the first degree of kinship, not less than four independent directors shall be established before December 31, 2023, provided where the number of directorships exceeds fifteen, the minimum number of independent directors shall then be five, and there shall be a majority of directors who do not serve concurrently as employees or officers.
2. According to the regulation described in Explanation 1, there are currently 13 directors (10 general directors and 3 independent directors), and one independent director shall be elected additionally with the candidate nomination system adopted. Shareholders in the general shareholders' meeting are to elect directors from the candidate list in accordance with the cumulative voting system stipulated in Article 198 of the Company Act.  
The new independent director will take office after being elected at the

general shareholders' meeting this year. The tenure of the 19th term of Board of Directors is from June 28, 2023 to May 30, 2025.

3. The list of candidate for the additional independent director, which has been reviewed and approved by resolution of the 8th meeting of the 19th term of the Board of Directors on May 11, 2023, shall be presented to the general shareholders' meeting of 2023 for election. The candidates' list including the Name, Education, and Experience is attached below:

Candidate Title	Name	Education	Current Position & Experience
Independent Director	Lee-Feng Chien	Department of computer science, Tamkang University. Master's and Ph.D., Department of computer science & information Engineering, National Taiwan Univ.	<p><b>[Current Position] :</b>  <b>Director of :</b>                      iKala Interactive Media Inc., Junyi Academy., Asia America Multi-Technology Association., Artificial Intelligence Foundation.</p> <p><b>Independent Director of :</b>                      Airoha Technology Corp., Appier Group Inc., Japan., KKDay Holdings Co., Ltd. Japan.</p> <p><b>[Experience] :</b>                      Managing Director of Google Taiwan Branch., Research Fellow &amp; Deputy Director., Institute of Information Science, Academia Sinica, Joint Professor of Information Management, National Taiwan Univ.</p>

Voting Result-

List of **Independent Director** Elected :

Name	Numbers of Votes Received including votes casted electronically (numbers in brackets)
Lee-Feng Chien	3,441,408,199 (2,082,229,200)

Invalid ballot : 10 votes

## VII Other Matters

Motion 1: Releasing of the non-competition restriction for the Company's current directors, representative of juristic person directors, additional independent director elected during their term according to the Article 209 of the Company Act. (Proposed by the Board)

Explanation:

1. According to the Article 209 of Company Act, any director acting for himself/herself, or for any other person within the scope of the Company business, should provide the shareholders' meeting with explanations about any important matters of such acts and should acquire the approval of the shareholders' meeting.
2. There were changes in the positions concurrently held in other companies by the current director of Kao Chuan Inv. Co., Ltd. and the representatives

- of juridical person directors, Shioh-Ling Kao and Jui-Tien Huang. It is proposed to lift their non-compete clauses on the premise that there is no damage to the Company's interests.
3. It is proposed to approve the release the competition restriction on independent director from the date of the term of the independent director, when engaging in acts of competition under Article 209 of the Company Act, provided that there is no damage to the interests of the Company.
  4. Details of the duties subject to releasing the current Directors, representatives of juristic person directors and additional Independent Directors elected from non-competition, please refer to Attachment 6.

Resolution:

Voting Result-

Shares represented at the time of voting : 4,745,377,836

Voting Results*		% of the total represented share present
Votes in favor	3,880,825,022 votes (2,521,638,933 votes)	81.78%
Votes against	16,571,765 votes (16,571,755 votes)	0.35%
Votes abstained/ No votes	847,981,049 votes (847,776,358 votes)	17.87%
Votes invalid	0 votes	0%
The proposal was approved after voting.		

\*including votes casted electronically (numbers in brackets)

**VIII Questions and Motions : None**

**IX Adjournment : June 28, 2023 at 10:39 am.**

**No shareholder made speech during the 2023 Annual General Shareholders' Meeting.**



**Uni-President Enterprises Corp.**  
**2022 Business Report**

Attachment 1

The Company's operating income amounted to NT\$46.7 billion in 2022, representing an increase of 9.5% from the year before, a net income amounted to NT\$17.2 billion, representing a decline of 13.6% from the year before, and a consolidated operating income of NT\$524.8 billion through the efforts of all our staff and the support of consumers. In 2023, Uni-President will carry through the business mindset of "honesty, diligence, innovation, and progression", and hold onto the business guidance to catch trends, find ways, and refine skills, continuously strengthening the market status and competitiveness to create a promising future.

**Protecting food safety without compromise**

"Food safety" is the most concerned topic for the public and a critical rule that cannot be compromised. We have established a national-level Food Safety Center Building, paid close attention to and grasp policies and regulations that may affect our operations, strengthen risk control in the value chain, and closely control our suppliers, raw materials, processes, and products. Facing food safety issues, we will continue investing resources, strengthening profession, and eliminating risks cautiously.

**Construct the "Asian Logistic Life Platform" to lay the foundation for the Group's sustainability**

Population structure and technological evolution are changing rapidly. Technology development drives types of life and consumption to transform. To look out to the future, other than following society trends, consumer expectations, food safety laws and regulations to make self-revolution on the basis of finding ways, Uni-President will more actively link up the group's platforms, combine the business wisdom of food manufacturing and distribution, and satisfy more consumer needs in order to fully realize group synergy and maximize the value.

Apply the "One Core + Four Focuses" business strategy: Based on the "Life Brand" as the strategic core, with the four focuses, namely "Manufacturing + R&D," "Trade + Circulation," "Experience + Retail," and "Alliance + M&A," we construct the Asian Logistic Life Platform to work on the long-term business goals, i.e., better services for life of our customers, improvement of life quality, and achievement of vendors' smooth and widespread delivery on this platform.

**Following through the business principle of "catching trends, finding ways, and refining skills" to achieve consistent improvement**

Upholding the corporate policy for "adjustment on structure, stable growth and value marketing, " enhancing internal management and optimizing the constitution internally, developing markets externally, making good use of economic scale, regional expansion, managerial skills, and marketing strength and maintaining competitiveness. The key points for management include:

**(1)Enhancement of brand value:**

Focus on sprouting leading brands and major SKU, solidify the bonds with consumers through branding, pursue more excellent product strength through R&D of technology, provide consumers with a happy and relaxing shopping experience, expand the market share and build the Company's position in the industry.

**(2)Upgrading of profitability:**

Refine basic skills, improve the utilization of production lines, and optimize production efficiency. Continue to strengthen the added value of products and adjust the product map and marketing configuration. Examine whether the expense input efficiency continues to improve or not through management policies and tools.

**(3)Control over market mechanism:**

Strictly execute the actual sales policy and freshness management, keep controlling the market pricing ability, maintain the nominal price stability, and strengthen the control and sensitivity toward stakeholders.

**(4)Construction of the platform economics:**

Sprout the tangible channels, construct e-commerce platforms, and make good use of the Group's logistic resources to provide excellent shopping experience and complete shopping channels; integrate online and offline information, introduce members to engage in the business; shorten the gap with consumers and exercise the value of life industry by the development of platform economics through digital innovation.

**(5)Participation in social responsibility:**

Value corporate governance, food safety, employees' benefit, labor safety and environmental protection, and social participation

**Business Outlook for 2023**

In 2022, the market value of Uni-President was more than NT\$370 billion, staying in the Top 20 among the enterprises in Taiwan. Uni-President exists for the society. In the future, we will keep internalizing our past expertise in manufacturing and dedicated services until they attain a more in-depth style of literacy and life experience. Upholding "I am Uni-President and also a life" as the core philosophy and "Contribution to Social Convenience" as the code of conduct, we aim to reach the goal for life industry step by step, and communicate to the society an ethical philosophy, a lifestyle, a sense of happiness, and a set of historical culture transfers.

Extraordinariness is not from our behaviors or abilities but decided by good habits. The Company will adhere to the policy for "Practical and Diligent, Focus on Management" and an attitude "avoiding being impetuous" and using the best efforts to achieve the domestic market sales target in 2023 to continue creating better investment income for all shareholders. Please continue to guide and support us. Thank you!

## INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of Uni-President Enterprises Corp.

***Opinion***

We have audited the accompanying parent company only balance sheets of Uni-President Enterprises Corp. (the "Company") as of December 31, 2022 and 2021, and the related parent company only statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the parent company only financial statements, including a summary of significant accounting policies.

In our opinion, based on our audits and the reports of the other auditors (please refer to *Other Matter* section), the accompanying parent company only financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2022 and 2021, and its financial performance and its cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

***Basis for opinion***

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

***Key audit matters***

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Company's 2022 parent company only financial statements. These matters were addressed in the context of our audit of the parent company only financial statements as a whole and, in forming our opinion thereon, we do not provide a separate opinion on these matters.

Key audit matters for the Company's 2022 parent company only financial statements are stated as follows:

**Evaluation of the ending balance of investments accounted for under the equity method**

Please refer to Notes 4(14) and 6(7) for the accounting policy and the details of investments accounted for under equity method relating to this key audit matter.

Cayman President Holdings Ltd. and President Chain Store Corp., the Company's subsidiaries with the related ending balance of investments accounted for under equity method of \$79,549,903 thousand and \$15,186,635 thousand, both constituting 44% of the Company's total assets, respectively, were considered significant to the parent company only financial statements. Accordingly, evaluation of the ending balances of these

investments accounted for under the equity method has been identified as one of the most significant matters in our audit, hence, the key audit matters reported in the financial statements of these subsidiaries are also included as key audit matters in our audit of the Company's parent company only financial statements as follows:

1. Cayman President Holdings Ltd. and its subsidiaries – Operating revenue – Sales of goods in Mainland China

Description

Cayman President Holdings Ltd. and its subsidiaries are engaged in a large volume of revenue transactions generated from sales to a large number of customers, including direct customers and distributors in many different areas in Mainland China. As such, it needs more time for good transportation and customer reception, which involves complicated judgement in determining the timing of transferring the rights and obligations and risks and rewards of ownership of goods to customers. As a result, it has been identified as one of the key audit matters of our annual audit for 2022.

How our audit addressed the matter

Our key audit procedures performed in respect of the above key audit matter included the following:

- (1) We understood, evaluated and validated management's controls in respect of the sales transactions. In addition, we understood and tested the general control environment of the information technology systems and the automatic controls that were related to sales of goods and revenue recognition.
- (2) We conducted testing of revenue records using sampling techniques, by examining the relevant supporting documents including customer orders, goods delivery notes and customer's receipt notes. In addition, we confirmed customers' balances of accounts receivable and amounts of transactions on a sampling basis, by considering the nature of transactions and characteristics of those customers.
- (3) We tested sales transactions that took place shortly before and after the balance sheet date, by reconciling recognized revenue with the goods delivery notes and customers' receipt notes, to assess whether revenue was recognized in the appropriate reporting periods.

2. President Chain Store Corp. and its subsidiaries – Completeness and accuracy of retail sales revenue

Description

Retail sales revenue of President Chain Store Corp. and its subsidiaries is recorded based on the point-of-sale (POS) terminals, which collect the information of item names of merchandise, quantity, sales price and total sales amount of each transaction using pre-established merchandise master file data (which contains information such as item names of merchandise, cost of purchase, retail price, combination sales promotions, etc.). After the daily closing process, each store manager uploads their sales information to the Enterprise Resource Planning ("ERP") system, which summarizes all sales and automatically generates sales revenue journal entries. Each store manager also prepares a daily cash report, which summarizes amounts of sales and methods of collections (including cash, gift certificates, credit cards and electronic payment devices, etc.) and cash from daily sales is deposited to the bank.

As retail sales revenue comprises numerous small amount transactions and highly relies on the POS and ERP systems, the process of summarizing and recording sales revenue through these systems is important with regard to the completeness and accuracy of the retail sales revenue figures, and thus has been identified as one of the key audit matters of our annual audit for 2022.

How our audit addressed the matter

Our key audit procedures performed in respect of the above key audit matter included the following:

- (1) We inspected and checked whether additions and changes to the merchandise master file data had been properly approved and supported by related documents;
- (2) We inspected and checked whether approved additions and changes to the merchandise master file data had been correctly entered in the merchandise master file;
- (3) We inspected and checked whether merchandise master file data had been periodically transferred to POS terminals in stores;
- (4) We inspected and checked whether sales information in POS terminals had been periodically and completely transferred to the ERP system and sales revenue journal entries were automatically generated;
- (5) We inspected manual sales revenue journal entries and relevant documents;
- (6) We inspected daily cash reports and related documents;
- (7) We inspected cash deposit amounts recorded in daily cash reports and agreed them to bank remittance amounts.

### 3. President Chain Store Corp. and its subsidiaries – Cost-to-retail ratio of retail inventory method

#### Description

As the retailing business of President Chain Store Corp. and its subsidiaries involves various kinds of merchandise, the retail inventory method is used to estimate the ending balance of inventory and the cost of goods sold. The retail inventory method applies a ratio of costs over retail prices of goods purchased (known as cost-to-retail ratio) to come out with an estimate of the ending balance of inventory and the cost of goods sold. The determination of the cost-to-retail ratio relies highly on cost and retail price information recorded in the accounting system, and has thus been identified as one of the key audit matters of our annual audit for 2022.

#### How our audit addressed the matter

Our key audit procedures performed in respect of the above key audit matter included the following:

- (1) We interviewed the management to understand the calculation process of the cost-to-retail ratio under the retail inventory method, and inspected whether it had been consistently applied in the comparative periods of the financial statements;
- (2) We inspected and checked whether additions and changes to the merchandise master file data (including item names of merchandise, cost of inventory, retail price, combination sales promotions, etc.) had been properly approved and the data had been correctly entered in the merchandise master file;
- (3) We inspected and checked whether costs and retail prices of inventory purchased as per delivery receipts were in agreement with POS purchase records after acceptance of the inventory;
- (4) We inspected and checked whether the POS records for costs and retail prices of inventory purchased were periodically and completely transferred to the ERP system and that the records could not be changed manually.
- (5) We recalculated the cost-to-retail ratio to verify its accuracy.

#### ***Other matter –Reference to the audits of other auditors***

We did not audit the financial statements of certain investments accounted for under equity method which were audited by other auditors. Therefore, our opinion expressed herein, insofar as it relates to the amounts included in the financial statements and the information disclosed in Note 13 relative to these investments, is based solely on the reports of the other auditors. The balance of these investments accounted for under equity method amounted to \$4,016,520 thousand and \$4,054,627 thousand, constituting 1.85% and 2.06% of the related totals as of December 31, 2022 and 2021, respectively, and share of profit or loss amounted to (\$20,295)

thousand and \$634,785 thousand, constituting (0.08%) and 3.47% of the related totals for the years then ended, respectively.

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

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

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

Those charged with governance, including audit committee, are responsible for overseeing the Company's financial reporting process.

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

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

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

1. Identify and assess the risks of material misstatement of the parent company only financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures

in the parent company only financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

5. Evaluate the overall presentation, structure and content of the parent company only financial statements, including the disclosures, and whether the parent company only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.

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

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

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

Lin, Tzu-Shu

Independent Accountants

Tien, Chung-Yu

PricewaterhouseCoopers, Taiwan

Republic of China

March 9, 2023

---

The accompanying parent company only financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying parent company only financial statements and independent auditors' report are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice.

As the financial statements are the responsibility of the management, PricewaterhouseCoopers cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

UNI-PRESIDENT ENTERPRISES CORP.  
PARENT COMPANY ONLY BALANCE SHEETS  
(Expressed in thousands of New Taiwan dollars)

<b>Current assets</b>						
1100	Cash and cash equivalents	6(1)	\$ 32,482	-	\$ 93,268	-
1110	Financial assets at fair value through profit or loss - current	6(5)	1,911	-	-	-
1150	Notes receivable, net	6(2) and 12	472,830	-	278,960	-
1170	Accounts receivable, net	6(2) and 12	1,132,204	1	953,130	1
1180	Accounts receivable - related parties	7	4,240,891	2	3,755,752	2
1200	Other receivables		181,867	-	181,194	-
1210	Other receivables - related parties	7	401,085	-	336,600	-
1220	Current income tax assets	6(30)	14,881	-	-	-
130X	Inventories	6(3)	3,279,698	2	2,497,503	1
1410	Prepayments		66,016	-	72,548	-
1479	Other current assets		2,967	-	4,158	-
11XX	<b>Total current assets</b>		<u>9,826,832</u>	<u>5</u>	<u>8,173,113</u>	<u>4</u>
<b>Non-current assets</b>						
1510	Financial assets at fair value through profit or loss - non-current	6(5)	92,236	-	92,024	-
1517	Financial assets at fair value through other comprehensive income - non-current	6(6)	2,240,968	1	2,152,176	1
1550	Investments accounted for under equity method	6(7) and 7	177,791,767	82	162,521,308	83
1600	Property, plant and equipment	6(8)(12) and 7	14,697,271	7	15,236,591	8
1755	Right-of-use assets	6(8)(9)	35,334	-	101,528	-
1760	Investment property, net	6(8)(11)(12) and 7	10,542,852	5	6,688,844	4
1780	Intangible assets		185,167	-	207,167	-
1840	Deferred income tax assets	6(30)	213,029	-	466,947	-
1915	Prepayments for equipment	6(8)(11)	384,051	-	263,398	-
1920	Guarantee deposits paid	6(8)	99,761	-	78,901	-
1930	Long-term notes and accounts receivable		12	-	13,183	-
1940	Long-term notes and accounts receivable - related parties	7	61,445	-	24,632	-
1990	Other non-current assets		524,905	-	584,089	-
15XX	<b>Total non-current assets</b>		<u>206,868,798</u>	<u>95</u>	<u>188,430,788</u>	<u>96</u>
1XXX	<b>Total assets</b>		<u>\$ 216,695,630</u>	<u>100</u>	<u>\$ 196,603,901</u>	<u>100</u>

(Continued)



**UNI-PRESIDENT ENTERPRISES CORP.**  
**PARENT COMPANY ONLY BALANCE SHEETS**  
(Expressed in thousands of New Taiwan dollars)

Liabilities and Equity	Notes	December 31, 2022		December 31, 2021		
		AMOUNT	%	AMOUNT	%	
<b>Current liabilities</b>						
2100	Short-term borrowings	6(13)	\$ 1,758,460	1	\$ 1,573,904	1
2110	Short-term notes and bills payable	6(14)	5,697,496	3	7,696,738	4
2120	Financial liabilities at fair value through profit or loss - current	6(5)	-	-	3,443	-
2130	Current contract liabilities	6(23)	1,355	-	-	-
2150	Notes payable		285	-	10,893	-
2170	Accounts payable		1,842,553	1	1,505,688	1
2180	Accounts payable - related parties	7	223,394	-	175,429	-
2200	Other payables	6(11)(15)	7,451,260	3	6,906,905	3
2220	Other payables - related parties	7	1,030,814	-	1,015,761	1
2230	Current income tax liabilities	6(30)	191,142	-	377,987	-
2280	Lease liabilities - current		8,970	-	72,655	-
2310	Advance receipts		247,145	-	133,437	-
2320	Long-term liabilities, current portion	6(16)	5,900,000	3	5,000,000	3
2399	Other current liabilities		18,012	-	18,402	-
21XX	<b>Total current liabilities</b>		<u>24,370,886</u>	<u>11</u>	<u>24,491,242</u>	<u>13</u>
<b>Non-current liabilities</b>						
2530	Corporate bonds payable	6(16)	45,150,000	21	47,050,000	24
2540	Long-term borrowings	6(17)	17,800,000	8	3,695,000	2
2570	Deferred income tax liabilities	6(30)	2,902,042	2	1,884,647	1
2580	Lease liabilities - non-current		13,770	-	24,736	-
2610	Long-term notes and accounts payable	6(11)	-	-	750,372	-
2640	Net defined benefit liabilities - non-current	6(18)	670,177	-	1,933,933	1
2645	Guarantee deposits received		82,276	-	63,675	-
2670	Other non-current liabilities	6(7)	3,400	-	124,097	-
25XX	<b>Total non-current liabilities</b>		<u>66,621,665</u>	<u>31</u>	<u>55,526,460</u>	<u>28</u>
2XXX	<b>Total liabilities</b>		<u>90,992,551</u>	<u>42</u>	<u>80,017,702</u>	<u>41</u>
<b>Equity</b>						
Share capital						
3110	Common stock	6(19)	56,820,154	26	56,820,154	29
Capital surplus						
3200	Capital surplus	6(20)	2,730,532	1	2,834,168	1
Retained earnings						
3310	Legal reserve	6(6)(7)(21)	28,406,550	13	26,375,315	13
3320	Special reserve		10,199,821	5	8,201,965	4
3350	Unappropriated retained earnings		31,744,946	15	32,449,568	17
Other equity interest						
3400	Other equity interest	6(22)	( 4,198,924)	( 2)	( 10,094,971)	( 5)
3XXX	<b>Total equity</b>		<u>125,703,079</u>	<u>58</u>	<u>116,586,199</u>	<u>59</u>
Contingent Liabilities and Commitments						
3X2X	<b>Total liabilities and equity</b>		<u>\$ 216,695,630</u>	<u>100</u>	<u>\$ 196,603,901</u>	<u>100</u>

Chairman: Chih-Hsien Lo    President: Jau-Kai Hwang、Ching-Tien Lee    Chief Accountant: Tsung-Ping Wu

**UNI-PRESIDENT ENTERPRISES CORP.**  
**PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME**  
(Expressed in thousands of New Taiwan dollars, except for earnings per share amounts)

		Year ended December 31				
		2022		2021		
Items	Notes	AMOUNT	%	AMOUNT	%	
4000	Operating revenue	6(23) and 7	\$ 46,680,800	100	\$ 42,627,187	100
5000	Operating costs	6(3)(9)(18)(28)(29) and 7	( 34,822,379)	( 75)	( 29,894,545)	( 70)
5900	Net operating margin		<u>11,858,421</u>	<u>25</u>	<u>12,732,642</u>	<u>30</u>
	Operating expenses	6(9)(11)(18)(28)(29), 7 and 12				
6100	Selling expenses		( 5,350,842)	( 11)	( 5,241,380)	( 12)
6200	General and administrative expenses		( 4,072,203)	( 9)	( 4,105,392)	( 10)
6300	Research and development expenses		( 436,288)	( 1)	( 424,860)	( 1)
6450	Expected credit gains		<u>602</u>	-	<u>634</u>	-
6000	Total operating expenses		<u>( 9,858,731)</u>	<u>( 21)</u>	<u>( 9,770,998)</u>	<u>( 23)</u>
6900	Operating profit		<u>1,999,690</u>	<u>4</u>	<u>2,961,644</u>	<u>7</u>
	Non-operating income and expenses					
7100	Interest income	6(24)	150	-	67	-
7010	Other income	6(6)(10)(11)(25) and 7	2,484,718	5	2,037,954	5
7020	Other gains and losses	6(4)(5)(9)(11)(12)(26) ) and 12(2)	( 866,599)	( 2)	( 933,930)	( 2)
7050	Finance costs	6(8)(9)(27)	( 568,242)	( 1)	( 415,811)	( 1)
7070	Share of profit of subsidiaries, associates and joint ventures accounted for under equity method	6(7)	<u>15,648,835</u>	<u>34</u>	<u>17,003,609</u>	<u>40</u>
7000	Total non-operating income and expenses		<u>16,698,862</u>	<u>36</u>	<u>17,691,889</u>	<u>42</u>
7900	<b>Profit before income tax</b>		<u>18,698,552</u>	<u>40</u>	<u>20,653,533</u>	<u>49</u>
7950	Income tax expense	6(30)	( 1,530,072)	( 3)	( 774,471)	( 2)
8200	<b>Profit for the year</b>		<u>\$ 17,168,480</u>	<u>37</u>	<u>\$ 19,879,062</u>	<u>47</u>
	<b>Other comprehensive income (loss)</b>					
	<b>Components of other comprehensive income (loss) that will not be reclassified to profit or loss</b>					
8311	Actuarial gains on defined benefit plans	6(18)	\$ 936,058	2	\$ 351,864	1
8316	Unrealized gain (loss) on valuation of investments in equity instruments measured at fair value through other comprehensive income	6(6)	92,864	-	( 118,753)	-
8330	Share of other comprehensive income of subsidiaries, associates and joint ventures accounted for under equity method-will not be reclassified to profit or loss		387,440	1	550,006	1
8349	Income tax related to components of other comprehensive loss that will not be reclassified to profit or loss	6(30)	( 185,049)	-	( 80,333)	-
	<b>Components of other comprehensive income (loss) that will be reclassified to profit or loss</b>					
8361	Financial statements translation differences of foreign operations	6(22)	3,832,479	8	( 803,585)	( 2)
8380	Share of other comprehensive gain (loss) of subsidiaries, associates and joint ventures accounted for under equity method-will be reclassified to profit or loss		<u>2,329,686</u>	<u>5</u>	<u>( 1,464,343)</u>	<u>( 4)</u>
8300	<b>Total other comprehensive income (loss) for the year</b>		<u>\$ 7,393,478</u>	<u>16</u>	<u>( \$ 1,565,144)</u>	<u>( 4)</u>
8500	<b>Total comprehensive income for the year</b>		<u>\$ 24,561,958</u>	<u>53</u>	<u>\$ 18,313,918</u>	<u>43</u>
	Earnings per share (in dollars)	6(31)				
9750	Basic		<u>\$ 3.02</u>		<u>\$ 3.50</u>	
9850	Diluted		<u>\$ 3.01</u>		<u>\$ 3.48</u>	

Chairman: Chih-Hsien Lo President: Jau-Kai Hwang, Ching-Tien Lee Chief Accountant: Tsung-Ping Wu

**UNI-PRESIDENT ENTERPRISES CORP.**  
**PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY**  
(Expressed in thousands of New Taiwan dollars, except as otherwise indicated)

Notes	Retained Earnings					Other Equity Interest		
	Share capital - common stock	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings	Financial statements translation differences of foreign operations	Unrealized gains (losses) from financial assets measured at fair value through other comprehensive income	Total
<b>The year ended December 31, 2021</b>								
Balance at January 1, 2021	\$ 56,820,154	\$ 3,664,464	\$ 24,218,283	\$ 7,099,301	\$ 30,740,022	(\$ 9,111,230 )	\$ 1,013,025	\$ 114,444,019
Net income for the year ended December 31, 2021	-	-	-	-	19,879,062	-	-	19,879,062
Other comprehensive income (loss) for the year ended December 31, 2021	-	-	-	-	411,407	( 2,236,104 )	259,553	( 1,565,144 )
Total comprehensive income (loss) for the year ended December 31, 2021	-	-	-	-	20,290,469	( 2,236,104 )	259,553	18,313,918
Distribution of 2020 net income :								
Legal reserve	-	-	2,157,032	-	( 2,157,032 )	-	-	-
Special reserve	-	-	-	1,104,334	( 1,104,334 )	-	-	-
Cash dividends	-	-	-	-	( 15,341,442 )	-	-	( 15,341,442 )
Adjustment for change in capital reserve of investee companies	-	16,820	-	-	-	-	-	16,820
Difference between the acquisition or disposal price and carrying amounts of subsidiaries	-	( 849,986 )	-	-	-	-	-	( 849,986 )
Adjustment of capital reserve due to change in interests in associates	-	15,072	-	-	-	-	-	15,072
Adjustment of capital reserve due to change in interests in subsidiaries	-	( 19,902 )	-	-	-	-	-	( 19,902 )
Payments of unpaid cash dividends from previous year transferred to capital reserve	-	( 558 )	-	-	-	-	-	( 558 )
Non-payment of expired cash dividends from previous years transferred to capital reserve	-	8,258	-	-	-	-	-	8,258
Reversal of special reserve	-	-	-	( 1,670 )	1,670	-	-	-
Disposal of financial assets at fair value through other comprehensive income - equity instrument of investee companies	-	-	-	-	20,215	-	( 20,215 )	-
Balance at December 31, 2021	<u>\$ 56,820,154</u>	<u>\$ 2,834,168</u>	<u>\$ 26,375,315</u>	<u>\$ 8,201,965</u>	<u>\$ 32,449,568</u>	<u>(\$ 11,347,334 )</u>	<u>\$ 1,252,363</u>	<u>\$ 116,586,199</u>
<b>The year ended December 31, 2022</b>								
Balance at January 1, 2022	\$ 56,820,154	\$ 2,834,168	\$ 26,375,315	\$ 8,201,965	\$ 32,449,568	(\$ 11,347,334 )	\$ 1,252,363	\$ 116,586,199
Net income for the year ended December 31, 2022	-	-	-	-	17,168,480	-	-	17,168,480
Other comprehensive income (loss) for the year ended December 31, 2022	-	-	-	-	1,427,194	6,655,575	( 689,291 )	7,393,478
Total comprehensive income (loss) for the year ended December 31, 2022	-	-	-	-	18,595,674	6,655,575	( 689,291 )	24,561,958
Distribution of 2021 net income :								
Legal reserve	-	-	2,031,235	-	( 2,031,235 )	-	-	-
Special reserve	-	-	-	1,998,436	( 1,998,436 )	-	-	-
Cash dividends	-	-	-	-	( 15,341,442 )	-	-	( 15,341,442 )
Adjustment for change in capital reserve of investee companies	-	18,575	-	-	-	-	-	18,575
Difference between the acquisition or disposal price and carrying amounts of subsidiaries	-	( 130,920 )	-	-	-	-	-	( 130,920 )
Adjustment of capital reserve due to change in interests in associates	-	313	-	-	-	-	-	313
Payments of unpaid cash dividends from previous year transferred to capital reserve	-	( 579 )	-	-	-	-	-	( 579 )
Non-payment of expired cash dividends from previous years transferred to capital reserve	-	8,975	-	-	-	-	-	8,975
Reversal of special reserve	-	-	-	( 580 )	580	-	-	-
Disposal of financial assets at fair value through other comprehensive income - equity instrument of investee companies	-	-	-	-	72,424	-	( 72,424 )	-
Disposal of financial assets at fair value through other comprehensive income - equity instrument	-	-	-	-	( 2,187 )	-	2,187	-
Balance at December 31, 2022	<u>\$ 56,820,154</u>	<u>\$ 2,730,532</u>	<u>\$ 28,406,550</u>	<u>\$ 10,199,821</u>	<u>\$ 31,744,946</u>	<u>(\$ 4,691,759 )</u>	<u>\$ 492,835</u>	<u>\$ 125,703,079</u>

Chairman: Chih-Hsien Lo    President: Jau-Kai Hwang    Ching-Tien Lee    Chief Accountant: Tsung-Ping Wu

UNI-PRESIDENT ENTERPRISES CORP.  
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS  
(Expressed in thousands of New Taiwan dollars)

	Notes	Year ended December 31,	
		2022	2021
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Profit before tax		\$ 18,698,552	\$ 20,653,533
Adjustments			
Adjustments to reconcile profit (loss)			
Gain on financial assets and liabilities at fair value through profit or loss	6(5)(26)	( 144,962 )	( 41,175 )
Expected credit gain	12	( 602 )	( 634 )
Gain on disposal of non-current assets held for sale	6(4)(26)	( 234,030 )	-
Share of profit of subsidiaries, associates and joint ventures accounted for under equity method	6(7)		
		( 15,648,835 )	( 17,003,609 )
Depreciation on property, plant and equipment	6(8)	1,232,846	1,313,430
Loss on disposal of property, plant and equipment	6(26)	6,490	6,039
Depreciation on right-of-use assets	6(9)	57,411	72,196
(Gain) loss from lease modification	6(9)(26)	( 119 )	114
Depreciation on investment property	6(11)	61,655	52,428
Gain on disposal of investment property	6(26)	-	( 64,609 )
Gain on disposal of intangible assets	6(26)	-	( 22,243 )
(Reversal of impairment loss) impairment loss on non-financial assets	6(12)(26)	( 396 )	86,440
Amortization		22,000	31,678
Amortization of rent receivable		13,049	15,797
Interest income	6(24)	( 150 )	( 67 )
Dividend income	6(25)	( 94,516 )	( 91,175 )
Finance costs	6(27)	568,242	415,811
Changes in operating assets and liabilities			
Changes in operating assets			
Financial assets at fair value through profit or loss		139,804	1,570
Notes receivable		( 193,870 )	( 42,187 )
Accounts receivable		( 178,472 )	( 166,949 )
Accounts receivable - related parties		( 485,139 )	( 187,795 )
Other receivables		( 551 )	543
Other receivables - related parties		( 64,485 )	5,871
Inventories		( 782,195 )	( 305,384 )
Prepayments		6,019	( 1,078 )
Changes in operating liabilities			
Financial liabilities at fair value through profit or loss		( 408 )	19,522
Contract liabilities - current		1,355	-
Notes payable		( 10,608 )	151
Accounts payable		336,865	217,049
Accounts payable - related parties		47,965	29,916
Other payables		( 193,606 )	( 230,349 )
Other payables - related parties		15,053	174,076
Advance receipts		113,708	1,463
Other current liabilities		( 270 )	270
Net defined benefit liabilities - non-current		( 327,698 )	( 343,211 )
Cash inflow generated from operations		2,960,102	4,597,432
Interest received		150	67
Dividends received		10,534,877	10,057,245
Interest paid		( 548,894 )	( 409,511 )
Income tax paid		( 645,533 )	( 616,829 )
Net cash flows from operating activities		<u>12,300,702</u>	<u>13,628,404</u>

(Continued)

UNI-PRESIDENT ENTERPRISES CORP.  
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS  
(Expressed in thousands of New Taiwan dollars)

	Notes	Year ended December 31,	
		2022	2021
<u>CASH FLOWS FROM INVESTING ACTIVITIES</u>			
Proceeds from disposal of non-current assets held for sale	6(4)	\$ 558,483	\$ -
Acquisition of financial assets at fair value through other comprehensive income - non-current		-	( 2,020,929 )
Proceeds from disposal of financial assets at fair value through other comprehensive income - non-current		4,072	-
Acquisition of investments accounted for under equity method - subsidiaries	6(7)	( 3,744,311 )	( 810,000 )
Cash paid for acquisition of property, plant and equipment	6(32)	( 44,813 )	( 73,154 )
Interest paid for acquisition of property, plant and equipment	6(8)(27)(32)	( 2,794 )	( 3,320 )
Proceeds from disposal of property, plant and equipment		231	2,404
Cash paid for acquisition of investment property	6(32)	( 4,020,410 )	( 750,372 )
Interest paid for acquisition of investment property	6(11)(27)(32)	( 1 )	-
Proceeds from disposal of investment property		-	70,760
Increase in intangible assets		-	( 220,000 )
Proceeds from disposal of intangible assets		-	133,502
(Increase) decrease in guarantee deposits paid		( 24,909 )	36,798
Increase in prepayments for equipment		( 789,456 )	( 603,422 )
Increase in long-term notes and accounts receivable - related parties		( 36,813 )	( 24,632 )
Increase in other non-current assets		( 160,435 )	( 16,036 )
Net cash flows used in investing activities		( 8,261,156 )	( 4,278,401 )
<u>CASH FLOWS FROM FINANCING ACTIVITIES</u>			
Increase in short-term borrowings	6(33)	184,556	816,313
Decrease in short-term notes and bills payable	6(33)	( 1,999,242 )	( 672,121 )
Increase in corporate bonds payable	6(33)	4,000,000	9,950,000
Decrease in corporate bonds payable	6(33)	( 5,000,000 )	( 1,400,000 )
Increase in long-term borrowings	6(33)	68,145,000	13,045,000
Decrease in long-term borrowings	6(33)	( 54,040,000 )	( 15,650,000 )
Payment of lease liabilities	6(33)	( 66,307 )	( 74,657 )
Increase in guarantee deposits received	6(33)	18,481	478
Decrease in other non-current liabilities		( 799 )	( 671 )
Payments of unpaid cash dividends from previous year transferred to capital reserve	6(20)	( 579 )	( 558 )
Payment of cash dividends	6(21)	( 15,341,442 )	( 15,341,442 )
Net cash flows used in financing activities		( 4,100,332 )	( 9,327,658 )
Net (decrease) increase in cash and cash equivalents		( 60,786 )	22,345
Cash and cash equivalents at beginning of year	6(1)	93,268	70,923
Cash and cash equivalents at end of year	6(1)	<u>\$ 32,482</u>	<u>\$ 93,268</u>

Chairman: Chih-Hsien Lo    President: Jau-Kai Hwang, Ching-Tien Lee    Chief Accountant: Tsung-Ping Wu

## INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of Uni-President Enterprises Corp.

***Opinion***

We have audited the accompanying consolidated balance sheets of Uni-President Enterprises Corp. and its subsidiaries (the “Group”) as of December 31, 2022 and 2021, and the related consolidated statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, based on our audits and reports of other auditors (please refer to *Other Matter* section), the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2022 and 2021, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations that came into effect as endorsed by the Financial Supervisory Commission.

***Basis for opinion***

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

***Key audit matters***

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Group's 2022 consolidated financial statements. These matters were addressed in the context of our audit of the consolidated financial statements as a whole and, in forming our opinion thereon, we do not provide a separate opinion on these matters.

Key audit matters for the Group's 2022 consolidated financial statements are stated as follows:

**Operating revenue – Sales of goods in Mainland China**

### Description

Please refer to Notes 4(35) and 6(26) to the consolidated financial statements for the accounting policy on operating revenue and the details of revenue items relating to this key audit matter.

The Group is engaged in large volume of revenue transactions generated from sales to a large number of customers, including direct customers and distributors in many different areas in Mainland China. As such, it needs more time for delivery and customer acceptance, which involves complicated judgements in determining the timing of the transfer of the rights and obligations and risks and rewards of ownership of goods to customers. As a result, we considered the sales of goods in Mainland China as one of the key audit matters of our 2022 annual audit.

### How our audit addressed the matter

Our key audit procedures performed in respect of the above key audit matter included the following:

1. We understood, evaluated and validated management's controls in respect of the Group's sales transactions. In addition, we understood and tested the general control environment of the Group's information technology systems and the automatic controls related to sales of goods and revenue recognition.
2. We conducted testing of revenue records using sampling techniques, by examining the relevant supporting documents including customer orders, goods delivery notes and customer's receipt notes. In addition, we confirmed customers' balances of accounts receivable and amounts of transactions on a sampling basis, by considering the nature of transactions and characteristics of those customers.
3. We tested sales transactions that took place shortly before and after the balance sheet date, by reconciling recognized revenue with the goods delivery notes and customers' receipt notes, to assess whether revenue was recognized in the appropriate reporting periods.

### **Completeness and accuracy of retail sales revenue**

#### Description

Please refer to Notes 4(35) and 6(26) to the consolidated financial statements for the accounting policy on operating revenue and the details of revenue items relating to this key audit matter.

Retail sales revenue is recorded based on the point-of-sale (POS) terminals, which collect the information of item names of merchandise, quantity, sales price and total sales amount of each transaction using pre-established merchandise master file data (which contains information such as item names of merchandise, cost of purchase, retail price, combination sales promotions, etc.). After the daily closing process, each store manager uploads their sales information to the Enterprise Resource Planning ("ERP") system, which summarizes all sales and automatically generates sales revenue journal entries. Each store manager also prepares a daily cash report, which summarizes amounts of sales and methods of collections (including cash, gift certificates, credit cards and electronic payment devices, etc.) and cash from daily sales is deposited to the bank.

As retail sales revenue comprises numerous small amount transactions and highly relies on the POS and ERP systems, the process of summarizing and recording sales revenue through these systems is important with regard to the completeness and accuracy of the retail sales revenue figures, and has therefore been identified as one of the key audit matters of our 2022 annual audit.

#### How our audit addressed the matter

Our key audit procedures performed in respect of the above key audit matter included the following:

1. We inspected and checked whether additions and changes to the merchandise master file data had been properly approved and supported by relevant documents;
2. We inspected and checked whether approved additions and changes to the merchandise master file data had been correctly entered in the merchandise master file;
3. We inspected and checked whether merchandise master file data had been periodically transferred to POS terminals in stores;
4. We inspected and checked whether sales information in POS terminals had been completely transferred to the ERP system periodically and sales revenue journal entries were automatically generated;
5. We inspected manual sales revenue journal entries and relevant documents;
6. We inspected daily cash reports and relevant documents;
7. We inspected cash deposit amounts recorded in daily cash reports and agreed them to bank remittance amounts.

#### **Cost-to-retail ratio of retail inventory method**

##### Description

Please refer to Notes 4(14) and 6(6) to the consolidated financial statements for the accounting policy on inventories and cost of goods sold and the details of inventory items relating to this key audit matter. As retailing business involves various kinds of merchandise, the retail inventory method is used to estimate the ending balance of inventory and the cost of goods sold. The retail inventory method applies a ratio of costs over retail prices of goods purchased (known as cost-to-retail ratio) to come out with an estimate of the ending balance of inventory and the cost of goods sold. The determination of the cost-to-retail ratio relies highly on costs and retail prices information recorded in the accounting system and has therefore been identified as one of the key audit matters of our 2022 annual audit.

#### How our audit addressed the matter

Our key audit procedures performed in respect of the above key audit matter included the following:

1. We interviewed the management to understand the calculation process of the cost-to-retail ratio under the retail inventory method, and inspected whether it had been consistently applied in the comparative periods of the financial statements;
2. We inspected and checked whether additions and changes to the merchandise master file data (including item names of merchandise, cost of inventory, retail price, combination sales promotions, etc.) had been properly approved and the data had been correctly entered in the merchandise master



file;

3. We inspected and checked whether costs and retail prices of inventory purchased as per delivery receipts were in agreement with POS purchase records after acceptance of the inventory;
4. We inspected and checked whether the POS records for costs and retail prices of inventory purchased were periodically and completely transferred to the ERP system and that the records could not be changed manually.
5. We recalculated the cost-to-retail ratio to verify its accuracy.

***Other matter – Reference to the audits of other auditors***

We did not audit the financial statements of certain subsidiaries and investments accounted for under equity method which were audited by other auditors. Therefore, our opinion expressed herein, insofar as it relates to the amounts included in the financial statements and the information disclosed in Note 13 relative to these subsidiaries and associates, is based solely on the reports of the other auditors. Total assets of these subsidiaries and investments amounted to \$27,979,226 thousand and \$22,083,486 thousand, constituting 5.07% and 4.30% of the related consolidated totals as of December 31, 2022 and 2021, respectively, and total operating revenues amounted to \$42,960,235 thousand and \$29,340,754 thousand, constituting 8.19% and 6.20% of the related consolidated totals for the years then ended, respectively. Related share of profit of associates and joint ventures accounted for under equity method in the aforementioned companies amounted to \$540,598 thousand and \$578,127 thousand, constituting 1.57% and 2.13% of the consolidated total comprehensive income for the years then ended, respectively.

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

We have audited and expressed an unqualified opinion with a other matter paragraph on the parent company only financial statements of Uni-President Enterprises Corp. as of and for the years ended December 31, 2022 and 2021.

***Responsibilities of management and those charged with governance for the consolidated financial statements***

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

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

Those charged with governance, including audit committee, are responsible for overseeing the Group's financial reporting process.

### ***Auditors' responsibilities for the audit of the consolidated financial statements***

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

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
  2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
  3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
  4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
  5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
  6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements.
- We are responsible for the direction, supervision and performance of the group audit. We remain

solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our 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.

Lin, Tzu-Shu

Independent Accountants

Tien, Chung-Yu

PricewaterhouseCoopers, Taiwan

Republic of China

March 9, 2023

---

The accompanying consolidated financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying consolidated financial statements and report of independent accountants are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice.

As the financial statements are the responsibility of the management, PricewaterhouseCoopers cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

**UNI-PRESIDENT ENTERPRISES CORP. AND SUBSIDIARIES**  
**CONSOLIDATED BALANCE SHEETS**  
(Expressed in thousands of New Taiwan dollars)

Assets	Notes	AMOUNT	%	AMOUNT	%	
<b>Current assets</b>						
1100	Cash and cash equivalents	6(1)	\$ 96,986,253	18	\$ 80,837,880	16
1110	Financial assets at fair value through profit or loss - current	6(2)	7,149,196	1	10,394,193	2
1136	Financial assets at amortized cost - current	6(3)	16,814,909	3	15,300,236	3
1150	Notes receivable, net	6(4), 8 and 12	1,885,249	-	1,551,178	-
1160	Notes receivable - related parties	7	247	-	262	-
1170	Accounts receivable, net	6(4) and 12	18,659,495	3	17,942,536	3
1180	Accounts receivable - related parties	7	1,370,800	-	1,174,616	-
1200	Other receivables	6(5) and 12	5,711,991	1	5,069,711	1
1220	Current income tax assets	6(33)	177,976	-	140,970	-
130X	Inventories	6(6)	52,932,399	10	46,607,301	9
1410	Prepayments		5,155,852	1	4,806,485	1
1460	Non-current assets held for sale, net	6(7)	-	-	4,371	-
1470	Other current assets	6(1) and 8	3,238,750	1	3,740,610	1
11XX	<b>Total current assets</b>		<u>210,083,117</u>	<u>38</u>	<u>187,570,349</u>	<u>36</u>
<b>Non-current assets</b>						
1510	Financial assets at fair value through profit or loss - non-current	6(2)	6,458,689	1	6,687,077	1
1517	Financial assets at fair value through other comprehensive income - non-current	6(8) and 8	4,853,589	1	5,046,544	1
1535	Financial assets at amortized cost - non-current	6(3)	17,842,162	3	17,477,582	4
1550	Investments accounted for under equity method	6(9) and 8	32,655,836	6	33,830,329	7
1600	Property, plant and equipment	6(10)(15), 7 and 8	125,862,298	23	122,583,124	24
1755	Right-of-use assets	6(11)	96,959,612	18	89,056,226	17
1760	Investment property, net	6(13)(15) and 8	22,918,094	4	17,762,512	4
1780	Intangible assets	6(14)(15) and 7	16,680,832	3	17,179,317	3
1840	Deferred income tax assets	6(33)	5,997,994	1	6,373,372	1
1915	Prepayments for equipment	7	1,188,792	-	1,396,313	-
1920	Guarantee deposits paid	8	3,795,154	1	3,604,241	1
1990	Other non-current assets	6(1)(21), 7 and 8	6,103,745	1	5,472,644	1
15XX	<b>Total non-current assets</b>		<u>341,316,797</u>	<u>62</u>	<u>326,469,281</u>	<u>64</u>
1XXX	<b>Total assets</b>		<u>\$ 551,399,914</u>	<u>100</u>	<u>\$ 514,039,630</u>	<u>100</u>

(Continued)

**UNI-PRESIDENT ENTERPRISES CORP. AND SUBSIDIARIES**  
**CONSOLIDATED BALANCE SHEETS**  
(Expressed in thousands of New Taiwan dollars)

Liabilities and Equity		Notes	December 31, 2022		December 31, 2021	
			AMOUNT	%	AMOUNT	%
<b>Current liabilities</b>						
2100	Short-term borrowings	6(16) and 8	\$ 33,263,107	6	\$ 24,530,062	5
2110	Short-term notes and bills payable	6(17) and 8	7,371,738	1	11,178,763	2
2120	Financial liabilities at fair value through profit or loss - current	6(2)	592	-	4,093	-
2130	Contract liabilities - current	6(26)	15,039,314	3	19,221,275	4
2150	Notes payable		2,129,827	-	1,965,111	-
2160	Notes payable - related parties	7	61,015	-	59,024	-
2170	Accounts payable		44,262,498	8	38,765,523	7
2180	Accounts payable - related parties	7	755,573	-	611,731	-
2200	Other payables	6(18)	55,678,951	10	51,780,717	10
2230	Current income tax liabilities	6(33)	3,607,566	1	3,129,453	1
2280	Lease liabilities - current		13,947,787	3	14,164,656	3
2310	Advance receipts		711,376	-	621,700	-
2320	Long-term liabilities, current portion	6(19)(20) and 8	7,030,050	1	5,777,065	1
2399	Other current liabilities		4,270,188	1	4,353,084	1
21XX	<b>Total current liabilities</b>		<u>188,129,582</u>	<u>34</u>	<u>176,162,257</u>	<u>34</u>
<b>Non-current liabilities</b>						
2527	Contract liabilities - non-current	6(26)	594,175	-	549,019	-
2530	Corporate bonds payable	6(19)	45,150,000	8	47,050,000	9
2540	Long-term borrowings	6(20) and 8	23,006,540	4	13,306,228	3
2570	Deferred income tax liabilities	6(33)	15,336,960	3	14,218,609	3
2580	Lease liabilities - non-current		74,554,152	14	65,583,194	13
2640	Net defined benefit liabilities - non-current	6(21)	4,521,352	1	7,351,787	1
2645	Guarantee deposits received		6,741,365	1	6,555,269	1
2670	Other non-current liabilities		1,170,834	-	2,269,522	1
25XX	<b>Total non-current liabilities</b>		<u>171,075,378</u>	<u>31</u>	<u>156,883,628</u>	<u>31</u>
2XXX	<b>Total liabilities</b>		<u>359,204,960</u>	<u>65</u>	<u>333,045,885</u>	<u>65</u>
<b>Equity attributable to owners of parent</b>						
Share capital						
3110	Common stock	6(22)	56,820,154	10	56,820,154	11
Capital reserves						
3200	Capital surplus	6(23)(35)	2,730,532	1	2,834,168	1
Retained earnings						
3310	Legal reserve	6(8)(24)	28,406,550	5	26,375,315	5
3320	Special reserve		10,199,821	2	8,201,965	2
3350	Unappropriated retained earnings		31,744,946	6	32,449,568	6
Other equity interest						
3400	Other equity interest	6(25)	( 4,198,924)	( 1)	( 10,094,971)	( 2)
31XX	<b>Equity attributable to owners of the parent</b>		<u>125,703,079</u>	<u>23</u>	<u>116,586,199</u>	<u>23</u>
36XX	Non-controlling interest	4(3) and 6(35)	66,491,875	12	64,407,546	12
3XXX	<b>Total equity</b>		<u>192,194,954</u>	<u>35</u>	<u>180,993,745</u>	<u>35</u>
Contingent Liabilities and Commitments						
3X2X	<b>Total liabilities and equity</b>		<u>\$ 551,399,914</u>	<u>100</u>	<u>\$ 514,039,630</u>	<u>100</u>

Chairman: Chih-Hsien Lo President: Jau-Kai Hwang, Ching-Tien Lee Chief Accountant: Tsung-Ping Wu

**UNI-PRESIDENT ENTERPRISES CORP. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME**  
(Expressed in thousands of New Taiwan dollars, except for earnings per share amounts)

Items	Notes	Year ended December 31				
		2022		2021		
		AMOUNT	%	AMOUNT	%	
4000	Operating revenue	6(12)(13)(26) and 7	\$ 524,831,664	100	\$ 473,501,669	100
5000	Operating costs	6(6)(11)(14)(21)(3 1)(32) and 7	( 357,181,700)	( 68)	( 317,395,795)	( 67)
5900	Net operating margin		167,649,964	32	156,105,874	33
	Operating expenses	6(11)(13)(14)(21)( 31)(32), 7 and 12				
6100	Selling expenses		( 114,890,621)	( 22)	( 105,126,568)	( 22)
6200	General and administrative expenses		( 22,803,255)	( 4)	( 21,598,494)	( 5)
6300	Research and development expenses		( 918,838)	-	( 932,553)	-
6450	Expected credit losses		( 20,647)	-	( 56,242)	-
6000	Total operating expenses		( 138,633,361)	( 26)	( 127,713,857)	( 27)
6900	Operating profit		29,016,603	6	28,392,017	6
	Non-operating income and expenses					
7100	Interest income	6(3)(8)(27) and 7	2,684,555	-	1,720,933	-
7010	Other income	6(8)(11)(12)(13)(2 8)	5,148,385	1	4,374,079	1
7020	Other gains and losses	6(2)(7)(8)(11)(15)( 29) and 12	( 1,077,098)	-	( 91,423)	-
7050	Finance costs	6(10)(11)(30)	( 2,494,921)	-	( 2,084,331)	-
7060	Share of profit of associates and joint ventures accounted for under equity method	6(9)	2,064,294	-	3,956,453	1
7000	Total non-operating income and expenses		6,325,215	1	7,875,711	2
7900	<b>Profit before income tax</b>		35,341,818	7	36,267,728	8
7950	Income tax expense	6(33)	( 8,815,901)	( 2)	( 7,471,333)	( 2)
8200	<b>Net income</b>		\$ 26,525,917	5	\$ 28,796,395	6

(Continued)

**UNI-PRESIDENT ENTERPRISES CORP. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME**  
(Expressed in thousands of New Taiwan dollars, except for earnings per share amounts)

Items	Notes	Year ended December 31				
		2022		2021		
		AMOUNT	%	AMOUNT	%	
<b>Other comprehensive income (loss)</b>						
<b>Components of other comprehensive income (loss) that will not be reclassified to profit or loss</b>						
8311	Actuarial gains on defined benefit plans	6(21)	\$ 2,280,236	1	\$ 680,346	-
8316	Unrealized gain on valuation of investments in equity instruments measured at fair value through other comprehensive income	6(8)	12,539	-	163,221	-
8320	Share of other comprehensive (loss) income of associates and joint ventures accounted for under equity method - will not be reclassified to profit or loss		( 113,375)	-	210,704	-
8349	Income tax related to components of other comprehensive losses that will not be reclassified to profit or loss	6(33)	( 455,016)	-	( 50,151)	-
<b>Components of other comprehensive income (loss) that will be reclassified to profit or loss</b>						
8361	Financial statements translation differences of foreign operations		6,649,453	1	( 2,605,677)	-
8367	Unrealized (loss) gain on valuation of investments in debt instruments measured at fair value through other comprehensive income, net	6(8)	( 116,379)	-	108,791	-
8370	Share of other comprehensive losses of associates and joint ventures accounted for under equity method - will be reclassified to profit or loss		( 347,789)	-	( 121,889)	-
8399	Income tax relating to components of other comprehensive income that will be reclassified to profit or loss	6(33)	( 867)	-	211	-
8300	<b>Total other comprehensive income (loss) for the year</b>		<u>\$ 7,908,802</u>	<u>2</u>	<u>( \$ 1,614,444)</u>	<u>-</u>
8500	<b>Total comprehensive income for the year</b>		<u>\$ 34,434,719</u>	<u>7</u>	<u>\$ 27,181,951</u>	<u>6</u>
Profit attributable to:						
8610	Owners of the parent		\$ 17,168,480	3	\$ 19,879,062	4
8620	Non-controlling interest		<u>9,357,437</u>	<u>2</u>	<u>8,917,333</u>	<u>2</u>
	Net income		<u>\$ 26,525,917</u>	<u>5</u>	<u>\$ 28,796,395</u>	<u>6</u>
Comprehensive income attributable to:						
8710	Owners of the parent		\$ 24,561,958	5	\$ 18,313,918	4
8720	Non-controlling interest		<u>9,872,761</u>	<u>2</u>	<u>8,868,033</u>	<u>2</u>
	Total comprehensive income		<u>\$ 34,434,719</u>	<u>7</u>	<u>\$ 27,181,951</u>	<u>6</u>
Earnings per share (in dollars)						
9750	Basic	6(34)	\$	3.02	\$	3.50
9850	Diluted		\$	<u>3.01</u>	\$	<u>3.48</u>

Chairman: Chih-Hsien Lo    President: Jau-Kai Hwang, Ching-Tien Lee    Chief Accountant: Tsung-Ping Wu

**UNI-PRESIDENT ENTERPRISES CORP. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY**  
(Expressed in thousands of New Taiwan dollars)

	Notes	Equity attributable to owners of the parent									
		Retained Earnings					Other Equity interest				
		Share capital - common stock	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings	Financial statements translation differences of foreign operations	Unrealized gains (losses) from financial assets measured at fair value through other comprehensive income	Total	Non-controlling interest	Total equity
<b>For the year ended December 31, 2021</b>											
Balance at January 1, 2021		\$ 56,820,154	\$ 3,664,464	\$ 24,218,283	\$ 7,099,301	\$ 30,740,022	(\$ 9,111,230 )	\$ 1,013,025	\$ 114,444,019	\$ 66,154,574	\$ 180,598,593
Consolidated net income		-	-	-	-	19,879,062	-	-	19,879,062	8,917,333	28,796,395
Other comprehensive income (loss)	6(25)	-	-	-	-	411,407	( 2,236,104 )	259,553	( 1,565,144 )	( 49,300 )	( 1,614,444 )
Total comprehensive income (loss)		-	-	-	-	20,290,469	( 2,236,104 )	259,553	18,313,918	8,868,033	27,181,951
Distribution of 2020 net income :											
Legal reserve		-	-	2,157,032	-	( 2,157,032 )	-	-	-	-	-
Special reserve		-	-	-	1,104,334	( 1,104,334 )	-	-	-	-	-
Cash dividends	6(24)	-	-	-	-	( 15,341,442 )	-	-	( 15,341,442 )	-	( 15,341,442 )
Adjustment for change in capital reserve of investee companies	6(23)	-	16,820	-	-	-	-	-	16,820	-	16,820
Difference between the acquisition or disposal price and carrying amounts of subsidiaries	6(23)(25)	-	( 849,986 )	-	-	-	-	-	( 849,986 )	( 1,150,340 )	( 2,000,326 )
Adjustment of capital reserve due to change in interests in associates	6(23)	-	15,072	-	-	-	-	-	15,072	-	15,072
Adjustment of capital reserve due to change in interests in subsidiaries	6(23)	-	( 19,902 )	-	-	-	-	-	( 19,902 )	-	( 19,902 )
Payments of unpaid cash dividends from previous year transferred to capital reserve	6(23)	-	( 558 )	-	-	-	-	-	( 558 )	-	( 558 )
Non-payment of expired cash dividends from previous year transferred to capital reserve	6(23)	-	8,258	-	-	-	-	-	8,258	-	8,258
Reversal of special reserve	6(24)	-	-	-	( 1,670 )	1,670	-	-	-	-	-
Disposal of financial assets at fair value through other comprehensive income - equity instrument of investee companies	6(8)	-	-	-	-	20,215	-	( 20,215 )	-	-	-
Change in non-controlling interest		-	-	-	-	-	-	-	-	( 9,464,721 )	( 9,464,721 )
Balance at December 31, 2021		<u>\$ 56,820,154</u>	<u>\$ 2,834,168</u>	<u>\$ 26,375,315</u>	<u>\$ 8,201,965</u>	<u>\$ 32,449,568</u>	<u>(\$ 11,347,334 )</u>	<u>\$ 1,252,363</u>	<u>\$ 116,586,199</u>	<u>\$ 64,407,546</u>	<u>\$ 180,993,745</u>
<b>For the year ended December 31, 2022</b>											
Balance at January 1, 2022		\$ 56,820,154	\$ 2,834,168	\$ 26,375,315	\$ 8,201,965	\$ 32,449,568	(\$ 11,347,334 )	\$ 1,252,363	\$ 116,586,199	\$ 64,407,546	\$ 180,993,745
Consolidated net income		-	-	-	-	17,168,480	-	-	17,168,480	9,357,437	26,525,917
Other comprehensive income (loss)	6(25)	-	-	-	-	1,427,194	6,655,575	( 689,291 )	7,393,478	515,324	7,908,802
Total comprehensive income (loss)		-	-	-	-	18,595,674	6,655,575	( 689,291 )	24,561,958	9,872,761	34,434,719
Distribution of 2021 net income :											
Legal reserve		-	-	2,031,235	-	( 2,031,235 )	-	-	-	-	-
Special reserve		-	-	-	1,998,436	( 1,998,436 )	-	-	-	-	-
Cash dividends	6(24)	-	-	-	-	( 15,341,442 )	-	-	( 15,341,442 )	-	( 15,341,442 )
Adjustment for change in capital reserve of investee companies	6(23)	-	18,575	-	-	-	-	-	18,575	-	18,575
Difference between the acquisition or disposal price and carrying amounts of subsidiaries	6(23)(25)	-	( 130,920 )	-	-	-	-	-	( 130,920 )	( 219,436 )	( 350,356 )
Adjustment of capital reserve due to change in interests in associates	6(23)	-	313	-	-	-	-	-	313	-	313
Payments of unpaid cash dividends from previous year transferred to capital reserve	6(23)	-	( 579 )	-	-	-	-	-	( 579 )	-	( 579 )
Non-payment of expired cash dividends from previous year transferred to capital reserve	6(23)	-	8,975	-	-	-	-	-	8,975	-	8,975
Reversal of special reserve	6(24)	-	-	-	( 580 )	580	-	-	-	-	-
Disposal of financial assets at fair value through other comprehensive income - equity instrument of investee companies	6(8)	-	-	-	-	72,424	-	( 72,424 )	-	-	-
Disposal of financial assets at fair value through other comprehensive income - equity instrument	6(8)	-	-	-	-	( 2,187 )	-	2,187	-	-	-
Change in non-controlling interest		-	-	-	-	-	-	-	-	( 7,568,996 )	( 7,568,996 )
Balance at December 31, 2022		<u>\$ 56,820,154</u>	<u>\$ 2,730,532</u>	<u>\$ 28,406,550</u>	<u>\$ 10,199,821</u>	<u>\$ 31,744,946</u>	<u>(\$ 4,691,759 )</u>	<u>\$ 492,835</u>	<u>\$ 125,703,079</u>	<u>\$ 66,491,875</u>	<u>\$ 192,194,954</u>

Chairman: Chih-Hsien Lo

President: Jau-Kai Hwang, Ching-Tien Lee

Chief Accountant: Tsung-Ping Wu



UNI-PRESIDENT ENTERPRISES CORP. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS

(Expressed in thousands of New Taiwan dollars)

	Notes	Year ended December 31	
		2022	2021
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Profit before tax		\$ 35,341,818	\$ 36,267,728
Adjustments			
Adjustments to reconcile profit (loss)			
Gain on financial assets and liabilities at fair value through profit and loss	6(2)(29)	( 324,942 )	( 1,189,925 )
Expected credit loss	12	20,647	56,242
Provision for inventory market price decline	6(6)	108,454	86,325
Gain on disposal of non-current assets held for sale	6(7)(29)	( 238,750 )	( 52,825 )
(Gain) loss on disposal of financial assets at fair value through other comprehensive income - debt instrument	6(8)(29)	( 3,980 )	153,621
Share of profit of associates and joint ventures accounted for under equity method	6(9)	( 2,064,294 )	( 3,956,453 )
Loss on liquidation of investments accounted for under equity method	6(29)	-	3,516
Depreciation on property, plant and equipment	6(10)	18,247,648	18,120,910
Loss on disposal of property, plant and equipment	6(29)	94,319	9,837
Property, plant and equipment transferred to expenses	6(36)	12	-
Depreciation on right-of-use assets	6(11)	14,924,613	13,879,306
Rent concessions income	6(11)(28)	( 86,708 )	( 249,259 )
Gain from lease modification	6(11)(29)	( 167,736 )	( 158,795 )
Depreciation on investment property	6(13)	285,321	319,594
Gain on disposal of investment property	6(29)	( 30,305 )	( 87,158 )
Gain on disposal of intangible assets	6(29)	-	( 22,245 )
Amortization	6(14)	945,888	905,001
Impairment loss on non-financial assets	6(15)(29)	274,904	107,312
Interest income	6(27)	( 2,684,555 )	( 1,720,933 )
Dividend income	6(28)	( 240,829 )	( 204,873 )
Finance costs	6(30)	2,494,921	2,084,331
Changes in operating assets and liabilities			
Changes in operating assets			
Financial assets at fair value through profit or loss		4,668,823	( 228,568 )
Notes receivable	(	( 334,982 )	( 374,811 )
Notes receivable - related parties		15	24
Accounts receivable	(	( 758,212 )	( 2,606,962 )
Accounts receivable - related parties	(	( 196,184 )	( 223,072 )
Other receivables		125,932	921,899
Inventories	(	( 5,880,453 )	( 7,214,762 )
Prepayments	(	( 349,367 )	( 822,216 )
Other current assets		492,973	( 42,817 )
Changes in operating liabilities			
Contract liabilities - current	(	( 4,181,961 )	( 2,951,917 )
Notes payable		164,716	861,821
Notes payable - related parties		1,991	36,439
Accounts payable		5,496,975	2,829,819
Accounts payable - related parties		143,842	73,507
Other payables		1,699,392	2,912,097
Advance receipts		89,676	126,272
Other current liabilities	(	( 82,896 )	( 276,371 )
Contract liabilities - non-current		45,156	( 29,320 )
Net defined benefit liabilities - non-current	(	( 646,326 )	( 520,809 )
Cash inflow generated from operations		67,395,556	60,881,546
Interest received		1,927,974	1,317,781
Dividends received		3,241,761	3,605,308
Interest paid	(	( 2,455,975 )	( 2,070,994 )
Income tax paid	(	( 7,336,948 )	( 7,380,715 )
Net cash flows from operating activities		62,772,368	56,352,926

(Continued)

**UNI-PRESIDENT ENTERPRISES CORP. AND SUBSIDIARIES**

**CONSOLIDATED STATEMENTS OF CASH FLOWS**

(Expressed in thousands of New Taiwan dollars)

	Notes	Year ended December 31	
		2022	2021
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Acquisition of financial assets at amortized cost - current		(\$ 4,196,072 )	(\$ 8,399,248 )
Repayment of principal at maturity from financial assets at amortized cost - current		16,917,760	7,530,963
(Increase) decrease in other receivables - related parties		( 4,573 )	27,857
Proceeds from disposal of non-current assets held for sale	6(7)	567,842	72,124
Decrease (increase) in other current assets		8,887	( 45,913 )
Acquisition of financial assets at fair value through other comprehensive income - non-current		( 467,753 )	( 2,105,854 )
Proceeds from financial assets at fair value through other comprehensive income - non-current	6(8)	705,997	1,437,717
Return of capital from financial assets at fair value through other comprehensive income - non-current		-	55,355
Acquisition of financial assets at amortized cost - non-current		( 13,307,058 )	( 4,572,610 )
Repayment of principal at maturity from financial assets at amortized cost - non-current		-	161,283
Acquisition of investments accounted for under equity method		( 59,835 )	( 170,001 )
Return of capital from investments accounted for under equity method		79	4,500
Cash paid for acquisition of property, plant and equipment	6(36)	( 17,934,469 )	( 14,285,581 )
Interest paid for acquisition of property, plant and equipment	6(10)(36)	( 12,794 )	( 8,572 )
Proceeds from disposal of property, plant and equipment		362,111	966,721
Cash paid for acquisition of right-of-use assets	6(36)	-	( 750,372 )
Proceeds from disposal of right-of-use assets		118,702	96,017
Cash paid for acquisition of investment property	6(13)	( 4,096,798 )	( 383,844 )
Proceeds from disposal of investment property		39,625	109,315
Increase in intangible assets	6(14)	( 446,945 )	( 368,369 )
Proceeds from disposal of intangible assets		-	133,512
Increase in prepayment for equipment		( 2,635,646 )	( 2,496,398 )
Increase in guarantee deposits paid		( 190,913 )	( 150,824 )
(Increase) decrease in other non-current assets		( 530,401 )	34,656
Net cash flows from business combination		-	4,783
Net cash flows used in investing activities		<u>( 25,162,254 )</u>	<u>( 23,102,783 )</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Increase in short-term borrowings	6(37)	8,733,045	2,160,291
Decrease in short-term notes and bills payable	6(37)	( 3,807,025 )	( 3,694,134 )
Increase in corporate bonds payable	6(37)	4,000,000	9,950,000
Decrease in corporate bonds payable	6(37)	( 5,000,000 )	( 1,400,000 )
Increase in long-term borrowings	6(37)	75,604,974	24,563,213
Decrease in long-term borrowings	6(37)	( 65,588,233 )	( 25,910,125 )
Payments of lease liabilities	6(37)	( 14,369,076 )	( 12,327,032 )
Increase in guarantee deposit received	6(37)	186,096	445,380
Decrease in other non-current liabilities		( 348,316 )	( 22,728 )
Payments of unpaid cash dividends from previous year transferred to capital reserve	6(23)	( 579 )	( 558 )
Payment of cash dividends	6(24)	( 15,341,442 )	( 15,341,442 )
Cash paid for transaction with non-controlling interests	6(35)	( 350,356 )	( 2,000,326 )
Change in non-controlling interests		( 7,568,996 )	( 9,464,721 )
Net cash flows used in financing activities		<u>( 23,849,908 )</u>	<u>( 33,042,182 )</u>
Effect of foreign exchange rate changes on cash and cash equivalents		2,388,167	( 1,348,866 )
Net increase (decrease) in cash and cash equivalents		16,148,373	( 1,140,905 )
Cash and cash equivalents at beginning of year	6(1)	80,837,880	81,978,785
Cash and cash equivalents at end of year	6(1)	<u>\$ 96,986,253</u>	<u>\$ 80,837,880</u>

Chairman: Chih-Hsien Lo    President: Jau-Kai Hwang, Ching-Tien Lee    Chief Accountant: Tsung-Ping Wu

**Uni-President Enterprises Corp.**  
**PROFIT ALLOCATION PROPOSAL**

For the years ended December 31, 2022

Unit : NT\$

Net Income for 2022	\$ 17,168,480,367
Less : 10% Legal Reserve	(1,866,649,188)
Add : Remeasurements on defined benefit plans	1,427,195,034
Add : Reversal of Special Reserve	579,877
Add : Disposal of financial assets at fair value through other comprehensive income	70,236,602
Add : Reversal of Special Reserve from Other Equity Interest	<u>5,895,465,964</u>
2022 Earnings Available for Distribution	<u>22,695,308,656</u>
Add : Unappropriated Retained Earnings at beginning of year	13,078,455,116
Total Available for Distribution:	<u>35,773,763,772</u>
Cash Dividends (NT\$ 3.15 per share)	<u>17,898,348,577</u>
Unappropriated Retained Earnings at end of year	<u>\$ 17,875,415,195</u>

Note :

- 1.Net income for 2022 shall be first in the priority distribution. The shortfall shall be made up with the unappropriated retained earnings at beginning of year.
- 2.Each common shareholder will be entitled to receive the cash dividends in dollar amount. The fractional parts would be classified as “other non-operating income”.

Chairman: Chih-Hsien Lo    President:Jau-Kai Hwang 、 Ching-Tien Lee    Chief Accountant: Tsung-Ping Wu

## **Audit Committee's Review Report**

I hereby state as following:

This proposal is the presentation by the Board of Directors of the Company's 2022 Business Report, Financial Statements, and the Profit Allocation Proposal. Of these items, the Financial Statements have been audited by external auditors Lin, Tzu-Shu and Tien, Chung-Yu of PricewaterhouseCoopers Taiwan, and an opinion and report have been issued on the Financial Statements. The aforementioned proposal regarding Business Report, Financial Statements, and the Profit Allocation Proposal have been reviewed and determined to be correct and accurate by the Audit Committee. Per the regulations in Article 14-4 of Securities and Exchange Act and Article 219 of the Company Act, we hereby submit this report.

To:

2023 General Shareholders' Meeting of Uni-President Enterprises Corporation.

Uni-President Enterprises Corporation

Chairman of the Audit Committee    Ming-Hui Chang

May 9, 2023

**Uni-President Enterprises Corporation**  
**Details of the duties subject to releasing the Company's current directors and the**  
**Candidate of Independent Director from non-competition**

As of 03/09/2023

Name	Current Position with Other Companies
Kao Chuan Inv. Co., Ltd.	<p><b>Managing Director of :</b> Grand Bills Finance Corp.</p> <p><b>Director of :</b> President Chain Store Corp., Ton Yi Industrial Corp., ScinoPharm Taiwan, Ltd., Prince Housing &amp; Development Corp., President International Development Corp., Merry Life Biomedical Co., Ltd.</p>
Kao Chuan Inv. Co., Ltd. Representative: Shiow-Ling Kao	<p><b>Chairman of :</b> Kao Chuan Inv. Co., Ltd., President Being Corp., President Fair Development Corp., Uni-President Department Store Corp., President Pharmaceutical Corp., President Drugstore Business Corp., Infinity Holdings Ltd., Eternity Holdings Ltd., Celestial Prosperities Holdings Ltd.</p> <p><b>Director of :</b> President Chain Store Corp., Ton Yi Industrial Corp., ScinoPharm Taiwan, Ltd., President International Development Corp., Uni-President Development Corp., Prince Housing &amp; Development Corp., Times Square International Hotel Co., President (Sanghai) Health Product Trading Company Ltd., Uni-Wonder Corporation., President Century Corp., Ltd., Beauty Wonder (Zhejiang) Trading Co., Ltd., Times Square International Holding Co., Grape King Bio. Ltd., Merry Life Biomedical Co., Ltd.</p> <p><b>President of :</b> Kao Chuan Inv. Co., Ltd., President Fair Development Corp.</p>
Kao Chuan Inv. Co., Ltd. Representative: Jui-Tien Huang	<p><b>Chairman of :</b> Tait Marketing &amp; Distribution Co., Ltd., Wisdom Distribution Service Corp., RSI, Retail Support International Corp., President Information Corp., Capital Marketing Consultant Corp., President Chain Store Tokyo Marketing Corp., Beauty Wonder (Zhejiang) Trading Co., Ltd., President (Shanghai) Health Product Trading Company Ltd., Ren-Hui Investment Corp., Uni-Capital Marketing Consultant Corp.</p> <p><b>Vice Chairman of :</b> Philippine Seven Corp.</p> <p><b>Director of :</b> President Chain Store Corp., Uni-President Department Store Corp., Uni-President Express Corp., President Drugstore Business Corp., President Being Corp., President Transnet Corp., President Fair Development Corp., Books. com Co., Ltd., Uni-President Development Corp., President Pharmaceutical Corp., President Collect Service Corp.,</p>

Name	Current Position with Other Companies
	<p>Uni-President Cold-Chain Corp., President Chain Store (Shanghai) Ltd., Shan Dong President Yinzuo Commercial Ltd., President Chain Store (Zhejiang) Ltd., Uni-Wonder Corp., President International Development Corp., President Chain Store (Labuan) Holdings Ltd., President Chain Store (Hong Kong) Holdings Ltd., President Pharmaceutical (Hong Kong) Holdings Ltd., Uni-President Logistics (BVI) Holdings Ltd., Ren Hui Holding Co., Ltd., President Chain Store (BVI) Holdings Ltd., PCSC (China) Drugstore Ltd., Uni-Capital Marketing Consultant Holding Co., Ltd., President Nisshin Corp., President Nisshin Food Co., Ltd., Shanghai Songjiang President Enterprises Co., Uni-President Foodstuff (BVI) Holdings Ltd., Taiwan Millennium Health Foundation., Dr. C. Y. Kao's Non-Profit Foundation of Culture &amp; Education (In Memory of His Mother).</p> <p><b>President of :</b> President Chain Store Corp., President Pharmaceutical (Hong Kong) Holdings Ltd., President Being Corp., Ren-Hui Investment Corp.</p>

As of 05/11/2023

Name	Current Position with Other Companies
Lee-Feng Chien	<p><b>Director of :</b> iKala Interactive Media Inc., Junyi Academy., Asia America Multi-Technology Association., Artificial Intelligence Foundation.</p> <p><b>Independent Director of :</b> Airoha Technology Corp., Appier Group Inc., Japan., KKDay Holdings Co., Ltd. Japan.</p>

**\* The termination proposal will be submitted after the election by this Shareholders' Meeting. (Deletion of the non-competition promise ban imposed upon the Company's directors and independent directors according to the Article 209 of Company Act.)**