

Stock Code: 6613



NOVA TECHNOLOGY CORP.

Handbook for the 2026

Annual Meeting of Shareholders

(Translation)

Notice to readers

This English version handbook is a summary translation of the Chinese version and is not an official document of the shareholders' meeting. If there is any discrepancy between the English version and Chinese version, the Chinese version shall prevail.

MEETING TIME: May 26, 2026

Table of Contents

A.	Meeting Procedure	3
B.	Meeting Agenda	4
	1. Report Items	6
	2. Proposed Resolutions	8
	3. Discussion Items	10
	4. Questions and Motions.....	14
	5. Adjournment.....	14
C.	Attachments	15
	1. Business Report.....	15
	2. 2025 Independent Auditors' Report and Financial Statements	20
	3. Audit Committee's Review Report.....	37
	4. Collection of 2025 Remuneration to the Directors	38
	5. Comparison Table of the Sustainable Development Best Practice Principles	39
	6. Comparison Table of the Procedure for Acquisition or Disposal of Assets ...	43
	7. Comparison Table of the Procedures for Loaning of Company Funds	44
D.	Appendices	45
	1. Sustainable Development Best Practice Principles < Before the revision>	45
	2. Procedure for Acquisition or Disposal of Assets < Before the revision>.....	52
	3. Procedures for Loaning of Company Funds < Before the revision>	70
	4. Rules of Procedure for Shareholder Meetings	77
	5. Articles of Incorporation	88
	6. Shareholding of All Directors	96
	7. The other explanation.....	97

A. Meeting Procedure

NOVA TECHNOLOGY CORP.

Procedure for the 2026 Annual Meeting of Shareholders

1. Call the Meeting to Order
2. Chairperson Remarks
3. Report Items
4. Proposed Resolutions
5. Discussion Items
6. Questions and Motions
7. Adjournment

B. Meeting Agenda

NOVA TECHNOLOGY CORP.

2026 Annual Shareholders' Meeting Agenda

(Translation)

Time : 9:00 a.m on Tuesday, May 26, 2026

Place : No. 88, Zhuangjing 1st Rd., Zhubei City, Hsinchu County 302044, Taiwan (R.O.C.) (Room 105, 1st Floor, Bi-Zhen Building, National Taiwan University Zhubei Campus)

Meeting type : Hybrid Shareholders' Meeting
(physical shareholders meeting supported by video conferencing)

E-Meeting Platform : Taiwan Depository & Clearing Corporation
(<https://stockservices.tdcc.com.tw/evote/index.html>)

Chairperson : Mr. Chin-Li Liang, Chairperson of the Board of Directors.

1. Call the Meeting to Order

2. Chairperson Remarks

3. Report Items

- (1) To report the business of 2025.
- (2) 2025 Audit Committee's Review Report.
- (3) To report 2025 remuneration to directors and employees' compensation.
- (4) To report the cash dividend distribution of 2025.
- (5) To report the collection of 2025 remuneration to the directors.
- (6) To report the amendment of the Company's " Sustainable Development Best Practice Principles ".

4. Proposed Resolutions

- (1) To approve 2025 Business Report and Financial Statements.
- (2) To approve the proposal for distribution of 2025 profits.

5. Discussion Items

- (1) To amend the Company's "Procedure for Acquisition or Disposal of Assets" and "Procedures for Loaning of Company Funds".
- (2) Proposed IPO of RMB Shares (A Shares) and Listing on the ChiNext Board of the SZSE by Subsidiary Suzhou Winmax Technology Co., Ltd.

6. Questions and Motions

7. Adjournment

Report Items

Report No. 1 : To report the business of 2025. (Proposed by the Board of Directors)

Explanation : For the company's 2025 business reports and financial related statements are attached hereto as Attachments 1 and 2. (page 15 ~ 36)

ReportNo. 2 : 2025 Audit Committee's Review Report. (Proposed by the Board of Directors)

Explanation : The Audit Committee's Review Report is attached hereto as Attachment 3. (page 37)

Report No. 3 : To report 2025 remuneration to directors and employees' compensation. (Proposed by the Board of Directors)

Explanation :

- (1) According to the Article 19-1 of the Articles of Incorporation.
- (2) The company proposed to allocate 5% for employee compensation (not less than 3%) in the amount of NT\$67,811,282. It also planned to allocate 2% for the remuneration of directors (not higher than 5%) in the amount of NT\$27,124,513. The employees' and directors' remuneration are to be distributed in cash. There is no difference between the amount of employees' and directors' remuneration recognized in the 2025 financial statements.

Report No. 4 : To report the cash dividend distribution of 2025. (Proposed by the Board of Directors)

Explanation : Cash dividends on common shares for the first half of 2025 at the total amount of NT\$233,404,455 (NT\$3 per share) were distributed on January 30, 2026; cash dividends on common shares for the second half of 2025 at the total amount of NT\$544,610,395 (NT\$7 per share). When distributing cash dividends, the total amount paid to each shareholder shall be in whole NT dollars and any fractional amount less than one NT dollar shall be rounded up to the next NT dollar. The resulting difference shall be recognized as a Company expense. If the distribution of earnings for the second half of the 2025 needs to be adjusted due to a change in the total number of the Company's outstanding shares, resulting in a change in the dividend payout ratio,

it is proposed to authorize the Chairperson to handle the matter at his discretion.

Report No. 5 : To report the collection of 2025 remuneration to the directors.
(Proposed by the Board of Directors)

Explanation :

(1) Policies, standards, and packages, procedure for determining remuneration to Directors and Independent Directors, and linkage thereof to operating performance and future risk exposure:

I. Director

Remuneration for directors shall be determined according to the company's Regulations Governing Remuneration Paid to Directors and Functional Committee. And include corporate sustainability indicators such as legal compliance, corporate governance, risk control, corporate social responsibility. Remuneration for directors includes transportation and attendance fare for directors per meeting. According to Article 19-1 of the Articles of Incorporation, when distributing the surplus profits for each fiscal year, the company shall first offset its losses of previous years and set not more than five percent of the income before tax exclude the amount of employees' and directors' remuneration as remuneration to directors and is stipulated with the Company's performance. The remuneration to directors shall be approved by Remuneration Committee and Board of Directors. The Directors' remuneration will not be paid to Independent Directors.

II. Independent Director

Remuneration for Independent directors shall be determined according to the company's Regulations Governing Remuneration Paid to Directors and Functional Committee. Remuneration for independent directors includes fixed fee, transportation and attendance fee per meeting. If an independent director is appointed as a member of any functional committee by the board of directors of the company, he/she will receive additional remuneration.

(2) The collection of 2025 remuneration to the directors is attached hereto as Attachment 4 (page 38).

Report No. 6 : To report the amendment of the Company's " Sustainable Development Best Practice Principles ".

(Proposed by the Board of Directors)

Explanation : In order to conform to the amendments of related laws, the company hereby amended "Sustainable Development Best Practice Principles" is attached hereto as Attachment 5 (page 39 ~ 42).

Proposed Resolutions

Proposal No. 1 : To approve 2025 Business Report and Financial Statements.

(Proposed by the Board of Directors)

Explanation :

(1) The Parent Company Only Financial Statements and Consolidated Financial Statements of the Company in 2025 have been approved at the Board of Directors on February 26, 2026 and audited by Chien-Hui Lu and Cheng-Hsueh Chen the CPA of KPMG Firm. The Financial Statements mentioned above, along with Business Report, have been verified by the Audit Committee and the review report was issued, accordingly.

(2) 2025 Business Report, Independent Auditors' Report, and the aforementioned Financial Statements are attached hereto as Attachments 1 and 2. (page 15 ~ 36)

Resolution :

Proposal No. 2 : To approve the proposal for distribution of 2025 profits.

(Proposed by the Board of Directors)

Explanation : The 2025 Profit Distribution Table as follows:

**NOVA TECHNOLOGY CORP.
PROFIT DISTRIBUTION TABLE
Year 2025**

	Unit: NTD
Beginning retained earnings	1,212,692,240
Add: Remeasurement of Defined Benefit Obligation	56,400
Add: Net Income of 2025	1,040,217,402
Less: 10% Legal reserve	104,027,380
Retained Earnings Available for Distribution as of December 31, 2025	2,148,938,662
Distribution items:	
Less: Cash Dividend to shareholders in the first half of 2025	233,404,455
Less: Cash Dividend to shareholders in the second half of 2025	544,610,395
Unappropriated retained earnings	1,370,923,812

Note 1: Cash dividend distribution has been resolved by the Board of Directors and reported to this shareholder's meeting.

Note 2: If the distribution of earnings for the second half of the 2025 needs to be adjusted due to a change in the total number of the Company's outstanding shares, resulting in a change in the dividend payout ratio, it is proposed to authorize the Chairperson to handle the matter at his discretion.

Resolution :

Discussion Items

Proposal No. 1 : To amend the Company's "Procedure for Acquisition or Disposal of Assets" and "Procedures for Loaning of Company Funds".
(Proposed by the Board of Directors)

Explanation : In order to meet the needs of the company's operations, the company hereby amended "Procedure for Acquisition or Disposal of Assets" and "Procedures for Loaning of Company Funds" is attached hereto as Attachments 6 and 7 (page 43 ~ 44).

Resolution :

Proposal No. 2 : Proposed IPO of RMB Shares (A Shares) and Listing on the ChiNext Board of the SZSE by Subsidiary Suzhou Winmax Technology Co., Ltd. (Proposed by the Board of Directors)

Explanation :

(1) Purpose

Suzhou Winmax Technology Co., Ltd. (hereinafter referred to as "Suzhou Winmax"), a subsidiary of the Company, plans to apply for listing on the ChiNext Board of the SZSE in order to enhance its market visibility and strengthen its competitiveness. The Company directly holds an 86.59% equity interest in Suzhou Winmax. The successful listing of this subsidiary is expected to bring positive effects to the Company's corporate image and business operations and create added value to its investments. The Company and all its shareholders are expected to benefit therefrom.

(2) Impact on the finance and business of the listed company

I. Influence on Financial Management

A. The listing of the A-shares issued by Suzhou Winmax is expected to increase the shareholders' equity of the Company. Due to the improvement of Suzhou Winmax's market status and corporate image, the expansion of its business operations in China is expected to contribute to an increase in the net profit attributable to the Company.

B. Improve the financial structure and reduce relevant expenses

The listing of the A-shares issued by Suzhou Winmax, if successful, will help the Company build up and diversify its funding sources in China through the local subsidiary. This will effectively lower the current capital costs and reduce financial expenses.

- C. The public offering and listing will not involve any share transfer among the existing shareholders

After this public offering, the Company shall retain its control over Suzhou Winmax. The stocks to be listed this time, furthermore, are issued through public offering of new shares.

II. Influence to business development

- A. The listing of the A-shares issued by Suzhou Winmax will further enhance the Company's corporate image in the local society, attract talents, and help ensure the stability of key employees through retention incentives such as employee stock option programs. These measures will be beneficial to the Company in developing the group's business prospects.
- B. Through the A-share listing, Suzhou Winmax will be able to reinvest the funds raised and replicate its existing successful model to expand the China market, further increase its production capacity, strengthen its R&D capabilities, raise the industry's competitive threshold, enhance the Company's existing value advantages, and generate profits for the Company.

(3) Proposed changes in the organizational structure and business

The organizational structure and business will be the same as now. There is no expected adjustment in the future.

(4) Impact of the proposed changes in the organizational structure and business on the listed company

The organizational structure and business will be the same as now. There is no effect in the future.

(5) Method of Share Dispersion of the Subsidiary

Suzhou Winmax intends to conduct an IPO of RMB Shares (A Shares) and Listing on the ChiNext Board of the SZSE. The par value of each share will be RMB 1. In accordance with relevant regulations at the place of listing, the shares shall be dispersed as follows:

I. Methods of Dispersion

Public offering will be conducted. Specifically, new shares will be issued and no transfer of existing shares of the Company will be involved. The issuance will adopt a combination of offline enquiry and allotment to institutional investors and online pricing and subscription by public investors, or other methods approved by the China Securities Regulatory Commission (including, but not limited to, allotment to strategic investors).

II. Number of Shares to be Issued for this Public Offering

According to relevant regulations at the place of listing, the total number of shares issued shall reach at least 25% of the total capital after the issuance (estimated at 70 million shares). The actual number of shares to be issued shall be subject to the approval of the China Securities Regulatory Commission. If the IPO of RMB Shares (A Shares) is approved as expected, before administering ownership dispersion prior to the listing, Suzhou Winmax will solicit the written opinion of an independent expert in advance regarding the reasonableness of the number and price of shares to be issued and the potential impact on the Company's shareholders. The expert opinion shall be submitted to the Audit Committee of the Company for review and further reported to the Board of Directors for discussion.

(6) Estimated Reduction in Shareholding Ratio

Suzhou Winmax intends to conduct an IPO of RMB Shares (A Shares) and Listing on the ChiNext Board of the SZSE. New shares will be issued and no transfer of existing shares of the Company will be involved. According to relevant regulations at the place of listing, the targets of the new issuance shall be qualified investors as specified by the China Securities Regulatory Commission or the SZSE. The Company shall not participate in

the subscription. After the issuance of new shares, the Company's shareholding ratio is expected to be 64.95%.

(7) Basis of price determination

According to relevant regulations at the place of listing, the issuing price shall be determined through enquiries to the enquiry objects.

(8) Parties to whom equities are to be assigned or specified persons being contacted

According to relevant regulations at the place of listing, the targets of the new issuance shall be investors who meet the qualifications specified by the China Securities Regulatory Commission or the SZSE. The Company shall not participate in the subscription.

(9) Whether the listed company remains listing or not

The successful listing of the A-shares of Suzhou Winmax will not affect the continued listing of the Company in Taiwan's stock market.

(10) Any other matters that need to be specified

Suzhou Winmax, considering the long-term development of its business, intends to apply to the competent authority in China for the IPO of RMB Shares (A Shares) and listing. However, the application has not yet been submitted, and there remains uncertainty and unpredictability as to the timing of submission and the duration of the application process.

I. To facilitate the IPO of RMB Shares (A Shares) and Listing on the ChiNext Board of the SZSE, it is proposed that the shareholders' meeting grant the board of directors or its designated personnel full authority to make necessary adjustments based on the implementation of the listing plan, the opinions of relevant governmental authorities, the regulations at the place of listing, market conditions, or other applicable circumstances. The board of directors or its designated personnel shall have full authority to handle all matters related to this IPO and listing, including but not limited to engaging

professional advisers, determining the issuing terms, issuing time, issuing amount, issuing counterparties, issuing method, pricing methodology, issuing price (including price range and final pricing), base date, strategic allocation (if any), use of proceeds, modifying and signing the Horizontal Competition Agreement, commitment letter for stabilizing the stock price, other commitment letters, confirmation letters and related documents, and handling any other matters in connection with this IPO and Listing.

II. This proposal will not be terminated before completion or other resolutions are obtained.

Resolution :

Questions and Motions

Adjournment

Business Report of 2025

2025 Business Review

A. Implementation results of business plan

Nova Tech has built a solid reputation and a stable customer base in the high-tech industry over many years. In recent years, strong demand for semiconductor capacity expansion across the Taiwan Strait has driven significant growth in overall revenue and profit. However, in 2025, growth momentum in the global semiconductor industry became more divergent, and customers adopted a more cautious approach to capital expenditures, which affected overall order momentum. Under these industry conditions, the consolidated operating revenue in 2025 was NTD 8,915 million, a decrease of 14.1% compared to 2024. In terms of profit, the consolidated net profit attributable to the parent company in 2025 was NTD 1,040 million, a decrease of 18.7% compared to 2024.

Unit: NTD thousands, %

Item	2025	2024	Diff.
Operating revenue	8,915,042	10,382,310	(14.1)
Operating Cost	6,029,779	7,287,607	(17.3)
Gross profit	2,885,263	3,094,703	(6.77)
Operating expenses	1,189,973	1,172,540	1.5
Operating income	1,695,290	1,922,163	(11.8)
Non-Operating income and expenses	113,009	168,711	(33.0)
Income before income taxes	1,808,299	2,090,874	(13.5)

(1) State of 2025 budget implementation :

This item is not applicable since Nova Tech has not disclosed any financial forecasts.

(2) Financial structure and profitability

Item		2025	2024	
Financial Structure	Debt to asset ratio (%)	39.43	46.63	
	Long-term capital to property, plant and equipment (%)	1,558.28	1,608.96	
Solvency	Current ratio (%)	258.55	212.42	
	Quick ratio (%)	177.15	140.21	
Profitability	Return on assets (%)	10.96	13.36	
	Return on stockholders' equity (%)	19.20	26.45	
	Ratio to issued capital (%) (Note)	Operating income	31.78	38.66
		Pre-tax income	33.89	42.06
	Profit ratio (%)	14.80	14.51	
Basic after-tax EPS (NTD) (Par value NT\$5 per share)	13.37	17.10		

Note: In the case of shares issued by a company with no par value or a par value other than NT\$10 per share, the calculation of ratio of the paid-in capital shall be replaced by ratio of the equity attributable to owners of the parent.

B. Technology and R&D Overview:

Although facing the overall economic slump, Nova Tech actively invests in R&D aspect. The R&D department continuously develops various innovative engineering methods and equipment improvements for different industries and projects in order to meet customers' needs and enhance our advantages. Including the development of the online mixed acid system, optimization of cleaning machines, etc.

Business Plan for 2026

A. Business objectives

- (1) Implement corporate governance and deepen corporate culture.
- (2) Sustaining the relationship with existing customers in Taiwan, mainland China and Other Asia, developing new customers to improve operational efficiency.
- (3) Strengthen cooperation with international partners and collaborate with universities to develop the professional and technical capabilities of green energy, water resources engineering as well as high-tech manufacture equipment.
- (4) Recruiting multiple talents and actively training management teams.

B. Sales forecast and sales policy

Based on the SEMI Year-End Total Semiconductor Equipment Forecast – OEM Perspective released on December 16, 2025 at SEMICON Japan 2025, the global semiconductor manufacturing equipment market is expected to maintain a sustained growth trajectory. Global sales of semiconductor manufacturing equipment are projected to reach \$145 billion in 2026, up from \$133 billion in 2025, reflecting continued expansion, and are further forecast to grow to \$156 billion in 2027.

In the front-end wafer fab equipment (WFE) segment, sales are expected to reach \$115.7 billion in 2025, followed by 9.0% growth in 2026, and are projected to reach \$135.2 billion in 2027. This growth is primarily driven by continued increases in spending by device manufacturers on advanced logic and memory technologies, particularly in response to leading-edge process demand associated with artificial intelligence (AI) applications.

The back-end equipment market is also expected to sustain its recovery momentum. Semiconductor test equipment sales are projected to reach \$11.2 billion in 2025, followed by growth of 12.0% in 2026 and 7.1% in 2027. Assembly and packaging (A&P) equipment sales are expected to total \$6.0 billion in 2025, with growth of 9.2% in 2026 and 6.9% in 2027. This expansion is driven by increasing device architecture complexity, accelerated adoption of advanced and heterogeneous packaging technologies, and rising performance requirements for AI and high-bandwidth memory (HBM) semiconductors.

By application, WFE sales for foundry and logic are expected to reach \$66.6 billion in 2025, grow 5.5% in 2026, and reach \$75.2 billion in 2027. This growth is supported by capacity expansion at advanced nodes and the industry's progression toward high-volume manufacturing at the 2nm gate-all-around (GAA) node.

In the memory segment, the NAND equipment market is projected to reach \$14.0 billion in 2025 and grow 12.7% to \$15.7 billion in 2026. DRAM equipment sales are expected to reach \$22.5 billion in 2025, followed by 15.1% growth in 2026. These growth trends are driven by increasing demand for HBM and ongoing process node migration to support AI and data center applications.

Future development strategy

High-tech process supply systems are mainly used in semiconductor, optoelectronics, and other high-investment industries, where safety and quality requirements are competitive. The technology and demand of high-tech industries are changing with each passing day, which can adapt to the

changes in the market and raise the development of the business, so that they can survive and grow rapidly under the elimination mechanism of market. In the situation where the competition between domestic and foreign peers has become more intense, technological capabilities, scale economies, efficiency enhancement, and integration services are the winning factors. In view of this, the company continued to carry out research and development of related products, seeking cooperation between domestic and foreign advanced products and manufacturers, and constantly self-improvement, in response to market demand and future development. The Company will seek for the opportunities in integration of industrial up-stream and down-stream to increase the overall synergy.

Due to climate and environmental changes, water shortages are spreading throughout the world. The World Meteorological Organization predicts that one billion people will face drinking water crisis in the global coastal areas in 2050. Our company has cooperated with international water resources professional companies to develop water resources related system equipment and engineering to provide customers with the best solutions and services, and to take the responsibilities of global citizens.

The impact of the External Competitive Environment, Regulatory Environment and Macroeconomic Conditions

A. External competitive environment

Governments worldwide are now much more aware of the importance of local manufacturing due to geopolitical events, Digital Transformation, and the global semiconductor industry supply chain has been restructured; in addition, the cost of raw materials has risen sharply, and the supply of chips has been severely in short supply. Taiwan's semiconductor production capacity has become a strategist A battleground. However, Taiwan's semiconductor industry not only encountered a shortage of long and short materials, but also faced the urgent need of a serious shortage of talents. In current industrial competition pattern, we can quickly grasp the source of raw materials and provide customers with faster and more advanced products and services, which are the important factors related to being the leader in the industry. In addition, the awareness and cultivation of ESG (environment, social responsibility and corporate governance) should also be paid attention to in the cultivation of professional and leadership talents in the future, so as to keep up with the international trend of sustainable development. In view of this, our company continued to carry out research and development of related products, seeking cooperation and products through domestic and foreign, and constantly self-improvement, in response to market demand and future development.

B. Regulatory environment

Our company regularly reviews changes in laws and regulations and complies with the requirements of the competent authorities and upholds the concept of upright management. As a whole, changes in the regulatory environment will have no great impact on our company.

C. Macroeconomic conditions

Countries including the United States and Japan are actively competing to develop their semiconductor industries, driving a trend toward regional diversification of global semiconductor capacity. Geopolitical dynamics continue to reshape capacity allocation. According to TrendForce, the United States' share of global advanced semiconductor process capacity is projected to reach 28% by 2030.

As semiconductors are regarded as critical strategic resources, not only is the United States aggressively promoting domestic semiconductor manufacturing, but China is also strengthening its push for semiconductor self-sufficiency. Meanwhile, Japan, the European Union, and India are all accelerating efforts to expand their semiconductor industries. TSMC (2330) continues to deepen its investment in Taiwan, further supporting the growth of the local semiconductor ecosystem.

According to IDC, Taiwan's foundry capacity is expected to grow at an average annual rate of about 2.8% from 2025 to 2029. In the United States, expansion at TSMC's Arizona fabs, along with increased capital expenditures by Samsung and Intel, is expected to drive an average annual growth rate of 8.4% in foundry capacity.

In Japan, capacity expansion at TSMC's Kumamoto fab, together with contributions from Rapidus, is expected to result in an average annual growth rate of 10% in foundry capacity, while the European Union is projected to see an average annual growth rate of approximately 6.3%.

TrendForce further forecasts that U.S. advanced semiconductor capacity will expand rapidly, reaching a 28% share of global advanced capacity by 2030. Taiwan's share is projected to decline to 55%, though it will remain the largest globally.

Due to restrictions on advanced semiconductor equipment, China is focusing primarily on expanding mature-node capacity. TrendForce estimates that by 2030, China's share of global mature-node semiconductor capacity could reach 52%, surpassing Taiwan's 26%, making China the world's largest supplier of mature-node semiconductors.

Important production and sales policies

In recent years, our company has continuously researched and developed high-tech industrial process equipment and the surrounding pipeline engineering design and overall system to provide customers with competitive customized equipment and services. In addition to working in Mainland China for many years, and in response to the increasing localization of production awareness in Northeast Asia and the rise of countries in Southeast Asia, we are actively expanding our overseas markets.

Production and sales policies will keep bringing out advantages and grasp current opportunities, we will continue to meet customers' needs to consolidate existing customers and develop new customers in order to maintain steady growth in company business and profitability. As a production, we continue to strengthen our design capabilities, and on the premise of ensuring the production of high-quality equipment, we have expanded equipment manufacturing capacity in mainland China and steadily move forward.

Corporate Social Responsibility

"Happy employees, satisfied customers, and sustainable environment" is the goal and responsibility of Nova Technology. Adhering to the goal is to start from the surrounding stakeholders, create team benefits, and create a sustainable Nova Technology. The customer's attempt is our mission, to reach goal is the spirit of Nova Technology, satisfying customers and applying core skills as well as adding the environmental protection elements to customer needs, reducing the environmental impact of the production process, and pursuing win-win symbiosis.

In addition, "Sincerity, Trustworthy, Simple, Steady" has always been the consistent corporate culture of Nova Technology to pursuit of sustainable management. We know that the sustainable development of the company is maintained by good communication and interaction with all stakeholders. We also hope to gradually integrate corporate social responsibility into daily operations and corporate behavior, so that every member of our company will feedback to society and be friendly to the environment. In terms of talent cultivation, we cooperate with institutes to provide students with opportunities to enter the industry. At the same time, we will promote the mentoring system, new employee orientation, promote the elite school, and create a growth stage.

Nova Technology implements the government's promotion of work safety and health management, requesting each project to be based on standard operating mode, ensuring the safety management of the site's work, and promoting notices. We strictly request the safety equipment and protection to be checked from time to time during the construction process to ensure that all executives successfully complete the project and return home safely.

All the personnel of Nova Technology uphold the company's "Tomorrow to be Better" concept and continue to overcome difficulties. We hope to provide customers with satisfactory services and the greatest benefit for shareholders with excellent products, better solutions and quality.

Sincerely,

Chairperson: Chin-Li Liang

President: Wei Ma

Accounting Manager: Chun-Yen Ou

Independent Auditors' Report

To the Board of Directors of Nova Technology Corporation:

Opinion

We have audited the consolidated financial statements of Nova Technology Corporation (“the Company”) and its subsidiaries (“the Group”), which comprise the consolidated balance sheet as of December 31, 2025 and 2024, the consolidated statement of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of material accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2025 and 2024, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the International Financial Reporting Standards (“IFRSs”), International Accounting Standards (“IASs”). Interpretations developed by the International Financial Reporting Interpretations Committee (“IFRIC”) or the former Standing Interpretations Committee (“SIC”) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of 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 Account of Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirement. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis of our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended December 31, 2025. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. Based on our judgment, the key audit matters should be reflected in our report are as follow:

Recognition of construction contract revenue (including estimated total budget cost)

Please refer to Note 4(15) “Revenue (Revenue from contract with customers)”, Note 5 “Major Sources of Accounting Judgments, Estimations and Assumptions of Uncertainty”, and Note 6(21) “Revenue from contracts with customers” to the consolidated financial statements.

Description of key audit matter:

The Group recognized its revenue by the completion level. The completion level is based on the cost for each contract at year-end. The management will re-evaluate the cost if the total budget had significantly increased or decreased, and will recalculate the percentage of completion in accordance with the adjusted cost. The accuracy of the construction contract revenue may be affected by the completion level and appropriateness of the estimation of total budget cost. Thus, we considered the recognition of revenue as the key matters of our audit.

How the matter was addressed in our audit:

Our principal audit procedures included: testing the Group's internal control of sales and receipt cycle to assess whether there are any defects and irregularities of internal control systems; reviewing major contracts to understand the specific terms and risks of contracts; comparing the actual construction costs and the estimated construction costs to evaluate rationality of the estimation method used; and assessing whether the Group's accounting policy on revenue recognition is in accordance with the related accounting standards.

Other Matter

The Company has prepared its parent-company-only financial statements as of and for the years ended December 31, 2025 and 2024, on which we have issued an unmodified opinion.

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

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

Those charged with governance (including the Audit committee) are responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

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

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause 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 and 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 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 for the year ended December 31, 2025 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audit resulting in this independent auditors' report are Chien-Hui Lu and Cheng-Hsueh Chen.

KPMG

Taipei, Taiwan (Republic of China)
February 26, 2026

Notes to Readers

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

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

Nova Technology Corporation and subsidiaries

Consolidated Statements of Comprehensive Income

For the years ended December 31, 2025 and 2024

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

		For the years ended December 31,			
		2025		2024	
		Amount	%	Amount	%
4000	Operating revenue (notes 6(21) and 7)	\$ 8,915,042	100	10,382,310	100
5000	Operating costs (notes 6(6), (14), (19), (23) and 7)	6,029,779	68	7,287,607	70
	Gross profit	2,885,263	32	3,094,703	30
	Operating expenses (notes 6(5), (14), (19), (23) and 7):				
6100	Selling expenses	237,793	3	223,316	2
6200	Administrative expenses	644,174	7	627,184	6
6300	Research and development expenses	263,228	3	207,420	2
6450	Expected credit loss	44,778	-	114,620	1
		1,189,973	13	1,172,540	11
	Net operating income	1,695,290	19	1,922,163	19
	Non-operating income and expenses (notes 6(14) 、(22) and 7)				
7100	Interest income	51,091	-	45,083	-
7020	Other gains and losses, net	68,266	1	140,230	1
7050	Finance costs	(6,348)	-	(16,602)	-
		113,009	1	168,711	1
7900	Income before income tax	1,808,299	20	2,090,874	20
7950	Less: income tax expenses (note 6(17))	489,312	5	584,527	6
	Net Income	1,318,987	15	1,506,347	14
8300	Other comprehensive income:				
8310	Items that will not be reclassified subsequently to profit or loss				
8311	Gains (losses) on remeasurements of defined benefit plans (note 6(16))	56	-	(340)	-
8316	Unrealized gains (losses) from investments in equity instruments measured at fair value through other comprehensive income	160,588	2	76,269	1
8349	Income tax related to items that will not be reclassified subsequently	-	-	-	-
	Total items that will not be reclassified subsequently to profit or loss	160,644	2	75,929	1
8360	Items that may be reclassified subsequently to profit or loss				
8361	Exchange differences on translation of foreign financial statements	18,849	-	72,824	1
8399	Income tax related to items that may be reclassified subsequently (note 6(17))	(3,983)	-	(24,854)	-
	Total items that may be reclassified subsequently to profit or loss	14,866	-	47,970	1
8300	Other comprehensive income	175,510	2	123,899	2
	Comprehensive income	<u>\$ 1,494,497</u>	<u>17</u>	<u>1,630,246</u>	<u>16</u>
	Net profit attributable to:				
	Owners of parent	\$ 1,040,217	12	1,278,793	12
	Non-controlling interests	278,770	3	227,554	2
		<u>\$ 1,318,987</u>	<u>15</u>	<u>1,506,347</u>	<u>14</u>
	Comprehensive income attributable to:				
	Owners of parent	\$ 1,211,793	14	1,408,856	14
	Non-controlling interests	282,704	3	221,390	2
		<u>\$ 1,494,497</u>	<u>17</u>	<u>1,630,246</u>	<u>16</u>
	Earnings per share (New Taiwan Dollars) (note 6(20))				
9750	Basic earnings per share	<u>\$ 13.37</u>		<u>17.10</u>	
9850	Diluted earnings per share	<u>\$ 13.30</u>		<u>16.38</u>	

See accompanying notes to consolidated financial statements.

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

Nova Technology Corporation and subsidiaries
Consolidated Statements of Changes in Equity
For the years ended December 31, 2025 and 2024
(Expressed in Thousands of New Taiwan Dollars)

	Ordinary share capital	Capital collected in advance	Capital surplus	Retained earnings			Total	Exchange differences on translation of foreign financial statements	Other equity Unrealized gains (losses) on financial assets measured at fair value through other comprehensive income	Total other equity interest	Total equity attributable to owners of parent	Non-control ling interests	Total equity
				Legal reserve	Special reserve	Unappropri- ated retained earnings							
Balance at January 1, 2024	\$ 358,897	9,093	1,392,651	498,834	-	1,590,935	2,089,769	(82,348)	161,679	79,331	3,929,741	857,063	4,786,804
Net income	-	-	-	-	-	1,278,793	1,278,793	-	-	-	1,278,793	227,554	1,506,347
Other comprehensive income (loss)	-	-	-	-	-	(340)	(340)	54,134	76,269	130,403	130,063	(6,164)	123,899
Total comprehensive income (loss)	-	-	-	-	-	1,278,453	1,278,453	54,134	76,269	130,403	1,408,856	221,390	1,630,246
Appropriation and distribution of retained earnings:													
Legal reserve	-	-	-	98,585	-	(98,585)	-	-	-	-	-	-	-
Cash dividends of ordinary share	-	-	-	-	-	(744,498)	(744,498)	-	-	-	(744,498)	(144,111)	(888,609)
Conversion of convertible bonds	14,664	3,430	257,183	-	-	-	-	-	-	-	275,277	-	275,277
Effect of capital increase and share-based payment of subsidiaries	-	-	128,732	-	-	(27,847)	(27,847)	-	-	-	100,885	(35,187)	65,698
Changes in ownership interests of subsidiaries	-	-	1,179	-	-	-	-	-	-	-	1,179	1,407	2,586
Changes in non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	733,264	733,264
Balance at December 31, 2024	373,561	12,523	1,779,745	597,419	-	1,998,458	2,595,877	(28,214)	237,948	209,734	4,971,440	1,633,826	6,605,266
Net income	-	-	-	-	-	1,040,217	1,040,217	-	-	-	1,040,217	278,770	1,318,987
Other comprehensive income (loss)	-	-	-	-	-	56	56	10,932	160,588	171,520	171,576	3,934	175,510
Total comprehensive income (loss)	-	-	-	-	-	1,040,273	1,040,273	10,932	160,588	171,520	1,211,793	282,704	1,494,497
Appropriation and distribution of retained earnings:													
Legal reserve	-	-	-	124,234	-	(124,234)	-	-	-	-	-	-	-
Special reserve	-	-	-	-	17,378	(17,378)	-	-	-	-	-	-	-
Cash dividends of ordinary share	-	-	-	-	-	(933,618)	(933,618)	-	-	-	(933,618)	(139,142)	(1,072,760)
Conversion of convertible bonds	15,446	(12,523)	41,451	-	-	-	-	-	-	-	44,374	-	44,374
Share-based payments	-	-	39,552	-	-	-	-	-	-	-	39,552	6,124	45,676
Changes in ownership interests of subsidiaries	-	-	1,634	-	-	-	-	-	-	-	1,634	(1,634)	-
Changes in non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	17,572	17,572
Balance at December 31, 2025	\$ 389,007	-	1,862,382	721,653	17,378	1,963,501	2,702,532	(17,282)	398,536	381,254	5,335,175	1,799,450	7,134,625

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements and Report Originally Issued in Chinese)
Nova Technology Corporation and subsidiaries
Consolidated Statements of Cash Flows
For the years ended December 31, 2025 and 2024
(Expressed in Thousands of New Taiwan Dollars)

	For the years ended December 31,	
	2025	2024
Cash flows from operating activities:		
Income before income tax	\$ 1,808,299	2,090,874
Adjustments:		
Adjustments to reconcile profit (loss):		
Depreciation expense	92,070	91,041
Amortization expense	24,001	34,705
Expected credit impairment losses	44,778	114,620
(Gains) loss on financial assets at fair value through profit or loss	(60)	611
Interest expense	6,348	16,602
Provision for inventory devaluation loss (reversal gain)	(14,327)	53,277
Interest income	(51,091)	(45,083)
Dividend income	(17,236)	(22,305)
Share-based payment	45,676	65,698
Loss (gain) on disposal of property, plant and equipment	878	(1,726)
Others	167	(77)
Total adjustments to reconcile profit	131,204	307,363
Changes in operating assets and liabilities:		
Changes in operating assets:		
Notes and accounts receivable	208,204	(1,796,787)
Accounts receivable due from related parties	231	74,732
Other receivable due from related parties	193	(8)
Contract assets	(118,151)	3,249
Inventories	680,608	460,149
Other current assets	76,010	467,381
Total changes in operating assets	847,095	(791,284)
Changes in operating liabilities:		
Notes and accounts payable	(161,360)	124,309
Contract liabilities	(911,745)	408,664
Accrued expenses and other current liabilities	(68,178)	253,480
Net defined benefit liability, non-current	(2,257)	(18,336)
Total changes in operating liabilities	(1,143,540)	768,117
Total adjustments	(165,241)	284,196
Cash flows generated from operations	1,643,058	2,375,070
Interest received	51,331	40,882
Dividends received	17,236	22,305
Interest paid	(6,301)	(12,462)
Income taxes paid	(485,419)	(484,214)
Net cash flows from operating activities	1,219,905	1,941,581

(Continued)

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements and Report Originally Issued in Chinese)
Nova Technology Corporation and subsidiaries
Consolidated Statements of Cash Flows (Continued)
For the years ended December 31, 2025 and 2024
(Expressed in Thousands of New Taiwan Dollars)

	For the years ended December 31,	
	2025	2024
Cash flows from investing activities:		
Acquisition of financial assets at amortised cost	(20,000)	(19,500)
Acquisition of financial assets at fair value through profit or loss	-	(323)
Proceeds from disposal of financial assets at fair value through profit or loss	20,035	425
Increase in prepayments for investments	-	(10,600)
Acquisition of property, plant and equipment	(97,320)	(78,239)
Proceeds from disposal of property, plant, and equipment	7,284	2,560
Acquisition of intangible assets	(18,014)	(22,207)
Acquisition of right-of-use assets	-	(36,660)
(Increase) decrease in other financial assets–current	(26,785)	38,144
Decrease in other non–current assets	11,302	4,505
Net cash flows used in investing activities	(123,498)	(121,895)
Cash flows from financing activities:		
Increase in short-term loans	1,816,252	713,054
Decrease in short-term loans	(1,816,252)	(1,167,755)
Payment of lease liabilities	(55,219)	(54,339)
Cash dividends paid	(1,065,114)	(915,245)
Change in non-controlling interests	14,572	733,264
Other additional paid-in capital	-	2,586
Net cash flows used in financing activities	(1,105,761)	(688,435)
Effect of exchange rate changes	26,889	94,284
Net increase in cash and cash equivalents	17,535	1,225,535
Cash and cash equivalents at beginning of period	3,650,174	2,424,639
Cash and cash equivalents at end of period	\$ 3,667,709	3,650,174

See accompanying notes to consolidated financial statements.

Independent Auditors' Report

To the Board of Directors of Nova Technology Corporation:

Opinion

We have audited the accompany parent company only financial statements of Nova Technology Corporation (the "Company"), which comprise the parent company only statement of financial position as of December 31, 2025 and 2024, and the parent company only statement of comprehensive income, changes in equity and 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, the accompanying parent company only financial statements present fairly, in all material respects, the accompany parent company only financial position of the Company as of December 31, 2025 and 2024, and its parent company only financial performance and its parent company only cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of 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 Account of Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirement. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis of our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Parent company only financial statements for the year ended December 31, 2025. 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, and we do not provide a separate opinion on these matters. Based on our judgment, the key audit matters should be reflected in our report are as follow:

Recognition of construction contract revenue (including estimated total budget cost)

Please refer to Note 4(14) "Revenue (Revenue from contract with customers)", Note 5 "Major Sources of Accounting Judgments, Estimations and Assumptions of Uncertainty", and Note 6(19) "Revenue from contracts with customers" to the parent company only financial statements.

Description of key audit matter:

The Company recognized its revenue by using the percentage of completion method. The completion level is based on the cost for each contract at year end. The management will re-evaluate the cost if the total budget had significantly increased or decreased, and will recalculate the percentage of completion in accordance with the adjusted cost. The accuracy of the construction contract revenue may be affected by the completion level and appropriateness of the estimation of total budget cost. Thus, we considered the recognition of revenue as the key matters of our audit.

How the matter was addressed in our audit:

Our principal audit procedures included: testing the Company' s internal control of sales and receipt cycle to assess

whether there are any defects and irregularities of internal control systems; reviewing major contracts to understand the specific terms and risks of contracts; comparing the actual construction costs and the estimated construction costs to evaluate rationality of the estimation method used; and assessing whether the Company's accounting policy on revenue recognition is in accordance with the related accounting standards.

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

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

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

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

Auditor's Responsibilities for the Audit of the Parent company only Financial Statements

Our objectives are to obtain reasonable assurance about whether the parent company only financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the auditing standards generally accepted in the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or 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 auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the parent company only financial statements, including the disclosures, and whether the parent company only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

6. Obtain sufficient and 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 Company audit.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the parent company only financial statements for the year ended December 31, 2025 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audit resulting in this independent auditors' report are Chien Hui Lu and Cheng Hsueh Chen.

KPMG

Taipei, Taiwan (Republic of China)
February 26, 2026

Notes to Readers

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

Nova Technology Corporation

Balance Sheets

December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollars)

Assets	December 31, 2025		December 31, 2024			Liabilities and Equity	December 31, 2025		December 31, 2024	
	Amount	%	Amount	%			Amount	%	Amount	%
Current assets:						Current liabilities:				
1100 Cash and cash equivalents (note 6(1))	\$ 922,171	13	1,029,647	15	2150	Notes payable	\$ 20,423	-	15,329	-
1110 Financial assets at fair value through profit or loss—current (note 6(2))	21,060	-	41,000	1	2170	Accounts payable	370,303	5	420,980	6
1136 Financial assets at amortised cost-current (note 6(4))	9,898	-	-	-	2180	Accounts payable to related parties (note 7)	-	-	7,876	-
1170 Accounts receivable, net (note 6(5))	438,969	7	761,532	11	2130	Current contract liabilities (notes 6(19) and 7)	380,761	6	543,603	8
1140 Current contract assets (notes 6(19) and 7)	293,507	4	495,541	7	2201	Salaries and bonus payable	175,903	3	175,950	3
1310 Inventories (note 6(6))	68,195	1	168,479	2	2216	Dividends payable	233,405	3	225,759	3
1421 Prepayments to suppliers	2,784	-	5,200	-	2250	Provision-current(note 6(14))	26,847	-	26,466	-
1476 Other financial assets—current(notes 6(7) and 8)	2,207	-	2,626	-	2280	Lease liabilities-current (note 6(13))	6,348	-	5,913	-
1479 Other current assets	2,932	-	2,712	-	2321	Bonds payable, current portion (note 6(12))	-	-	44,330	1
	<u>1,761,723</u>	<u>25</u>	<u>2,506,737</u>	<u>36</u>	2399	Other current liabilities	28,222	1	146,051	2
							<u>1,242,212</u>	<u>18</u>	<u>1,612,257</u>	<u>23</u>
Non-current assets:						Non-Current liabilities:				
1517 Financial assets at fair value through other comprehensive income—non—current (note 6(3))	577,699	8	417,111	6	2570	Deferred tax liabilities (note 6(16))	430,780	6	322,842	5
1535 Financial assets at amortised cost—non-current (note 6(4))	10,000	-	9,792	-	2580	Lease liabilities—non-current (note 6(13))	6,093	-	5,762	-
1550 Investments accounted for using the equity method (note 6(8))	4,556,433	65	3,864,503	56	2640	Net defined benefit liability—non-current (note 6(15))	7,826	-	10,139	-
1600 Property, plant, and equipment (note 6(9))	64,038	1	65,479	1			<u>444,699</u>	<u>6</u>	<u>338,743</u>	<u>5</u>
1755 Right-of-use assets (note 6(10))	12,365	-	11,612	-		Total liabilities	<u>1,686,911</u>	<u>24</u>	<u>1,951,000</u>	<u>28</u>
1840 Deferred tax assets (note 6(16))	31,924	1	30,347	1	3100	Equity (notes 6(12) and (17)):				
1990 Other non-current assets	7,904	-	16,859	-	3140	Ordinary share capital	389,007	6	373,561	5
	<u>5,260,363</u>	<u>75</u>	<u>4,415,703</u>	<u>64</u>	3200	Advance receipts for share capital	-	-	12,523	-
					3300	Capital surplus	1,862,382	27	1,779,745	26
					3400	Retained earnings	2,702,532	38	2,595,877	37
						Other equity	381,254	5	209,734	4
						Total equity	<u>5,335,175</u>	<u>76</u>	<u>4,971,440</u>	<u>72</u>
Total assets	<u>\$ 7,022,086</u>	<u>100</u>	<u>6,922,440</u>	<u>100</u>		Total liabilities and equity	<u>\$ 7,022,086</u>	<u>100</u>	<u>6,922,440</u>	<u>100</u>

See accompanying notes to parent company only financial statements.

(English Translation of Parent company only Financial Statements and Report Originally Issued in Chinese)

Nova Technology Corporation

Statements of Comprehensive Income

For the years ended December 31, 2025 and 2024

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

		For the years ended December 31,			
		2025		2024	
		Amount	%	Amount	%
4000	Net Operating revenue (notes 6(19) and 7)	\$ 1,383,201	100	1,938,629	100
5000	Operating costs (notes 6(6), (13), (15), (21) and 7)	844,295	61	1,264,114	65
	Gross profit	538,906	39	674,515	35
	Operating expenses (notes 6(5), (13), (15), (21) and 7):				
6100	Selling expenses	10,122	1	8,681	-
6200	Administrative expenses	191,536	14	198,365	11
6450	Expected credit loss (gain)	179	-	(72)	-
		201,837	15	206,974	11
	Net operating income	337,069	24	467,541	24
	Non-operating income and expenses				
7100	Interest income (notes 6(20) and 7)	17,139	1	21,592	1
7020	Other gains and losses, net (notes 6(20) and 7)	10,911	1	75,406	4
7050	Finance costs (notes 6(13) and (20))	(815)	-	(4,994)	-
7070	Share of profit of equity-accounted investees (note 6(8))	896,985	65	1,026,875	53
		924,220	67	1,118,879	58
7900	Income before income tax	1,261,289	91	1,586,420	82
7950	Less: income tax expenses (note 6(16))	221,072	16	307,627	16
	Net Income	1,040,217	75	1,278,793	66
8300	Other comprehensive income:				
8310	Items that will not be reclassified subsequently to profit or loss				
8311	Gains (losses) on remeasurements of defined benefit plans (note 6(15))	56	-	(340)	-
8316	Unrealized gains (losses) from investments in equity instruments measured at fair value through other comprehensive income	160,588	12	76,269	4
8349	Income tax related to items that will not be reclassified subsequently	-	-	-	-
	Total items that will not be reclassified subsequently to profit or loss	160,644	12	75,929	4
8360	Items that may be reclassified subsequently to profit or loss				
8361	Exchange differences on translation of foreign financial statements	13,665	1	78,627	4
8399	Income tax related to items that may be reclassified subsequently (note 6(16))	(2,733)	-	(24,493)	(1)
	Total items that may be reclassified subsequently to profit or loss	10,932	1	54,134	3
8300	Other comprehensive income	171,576	13	130,063	7
	Comprehensive income	\$ 1,211,793	88	1,408,856	73
	Earnings per share (New Taiwan Dollars) (note 6(18))				
9750	Basic earnings per share	\$ 13.37		17.10	
9850	Diluted earnings per share	\$ 13.30		16.38	

See accompanying notes to parent company only financial statements.

(English Translation of Parent company only Financial Statements and Report Originally Issued in Chinese)

Nova Technology Corporation
Statements of Changes in Equity
For the years ended December 31, 2025 and 2024
(Expressed in Thousands of New Taiwan Dollars)

	Share capital		Retained earnings					Other equity interest				
	Ordinary share capital	Capital collected in advance	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings	Total	Exchange differences on translation of foreign financial statements	Unrealized gains (losses) on financial assets measured at fair value through other comprehensive income		Total	Total equity
Balance at January 1, 2024	\$ 358,897	9,093	1,392,651	498,834	-	1,590,935	2,089,769	(82,348)	161,679	79,331	3,929,741	
Net income for the period	-	-	-	-	-	1,278,793	1,278,793	-	-	-	1,278,793	
Other comprehensive income (loss)	-	-	-	-	-	(340)	(340)	54,134	76,269	130,403	130,063	
Total comprehensive income (loss)	-	-	-	-	-	1,278,453	1,278,453	54,134	76,269	130,403	1,408,856	
Appropriation and distribution of retained earnings:												
Legal reserve	-	-	-	98,585	-	(98,585)	-	-	-	-	-	
Cash dividends of ordinary share	-	-	-	-	-	(744,498)	(744,498)	-	-	-	(744,498)	
Conversion of convertible bonds	14,664	3,430	257,183	-	-	-	-	-	-	-	275,277	
Effect of capital increase and share-based payment of subsidiaries	-	-	128,732	-	-	(27,847)	(27,847)	-	-	-	100,885	
Changes in ownership interests of subsidiaries	-	-	1,179	-	-	-	-	-	-	-	1,179	
Balance at December 31, 2024	373,561	12,523	1,779,745	597,419	-	1,998,458	2,595,877	(28,214)	237,948	209,734	4,971,440	
Net income for the period	-	-	-	-	-	1,040,217	1,040,217	-	-	-	1,040,217	
Other comprehensive income (loss)	-	-	-	-	-	56	56	10,932	160,588	171,520	171,576	
Total comprehensive income (loss)	-	-	-	-	-	1,040,273	1,040,273	10,932	160,588	171,520	1,211,793	
Appropriation and distribution of retained earnings:												
Legal reserve	-	-	-	124,234	-	(124,234)	-	-	-	-	-	
Special reserve	-	-	-	-	17,378	(17,378)	-	-	-	-	-	
Cash dividends of ordinary share	-	-	-	-	-	(933,618)	(933,618)	-	-	-	(933,618)	
Conversion of convertible bonds	15,446	(12,523)	41,451	-	-	-	-	-	-	-	44,374	
Share-based payments	-	-	39,552	-	-	-	-	-	-	-	39,552	
Changes in ownership interests of subsidiaries	-	-	1,634	-	-	-	-	-	-	-	1,634	
Balance at December 31, 2025	\$ 389,007	-	1,862,382	721,653	17,378	1,963,501	2,702,532	(17,282)	398,536	381,254	5,335,175	

See accompanying notes to parent company only financial statements.

(English Translation of Parent company only Financial Statements and Report Originally Issued in Chinese)

Nova Technology Corporation

Statements of Cash Flows

For the years ended December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollars)

	<u>For the years ended December 31,</u>	
	<u>2025</u>	<u>2024</u>
Cash flows from operating activities:		
Income before income tax	\$ 1,261,289	1,586,420
Adjustments:		
Adjustments to reconcile profit (loss):		
Depreciation expense	10,669	10,686
Amortization expense	2,213	1,551
Expected credit loss (gain)	179	(72)
Net loss (gain) on financial assets at fair value through profit or loss	(60)	611
Interest expense	815	4,994
Provision for inventory devaluation loss	1,552	11,960
Interest income	(17,139)	(21,592)
Dividend income	(17,236)	(22,305)
Share of profit of associates accounted for using the equity method	(896,985)	(1,026,875)
Others	(35)	-
Total adjustments to reconcile profit	<u>(916,027)</u>	<u>(1,041,042)</u>
Changes in operating assets and liabilities:		
Changes in operating assets:		
Accounts receivable	322,384	(457,021)
Accounts receivable due from related parties	-	76,272
Contract assets	202,034	22,110
Inventories	98,732	23,732
Other current assets	2,247	49,281
Total changes in operating assets	<u>625,397</u>	<u>(285,626)</u>
Changes in operating liabilities:		
Notes and accounts payable	(45,583)	20,932
Accounts payable to related parties	(7,876)	7,876
Contract liabilities	(162,842)	358,977
Accrued expenses and other current liabilities	(29,380)	61,690
Net defined benefit liability, non-current	(2,257)	(18,336)
Total changes in operating liabilities	<u>(247,938)</u>	<u>431,139</u>
Total adjustments	<u>(538,568)</u>	<u>(895,529)</u>
Cash flows generated from operations	722,721	690,891
Interest received	17,401	21,746
Dividends received	17,236	22,305
Interest paid	(771)	(502)
Income taxes paid	(205,559)	(262,809)
Net cash flows from (used in) operating activities	<u>551,028</u>	<u>471,631</u>

(Continued)

See accompanying notes to parent company only financial statements.

(English Translation of Parent company only Financial Statements and Report Originally Issued in Chinese)

Nova Technology Corporation
Statements of Cash Flows (Continued)
For the years ended December 31, 2025 and 2024
(Expressed in Thousands of New Taiwan Dollars)

	<u>For the years ended December 31,</u>	
	<u>2025</u>	<u>2024</u>
Cash flows from investing activities:		
Acquisition of financial assets at amortised cost	(10,000)	(9,750)
Acquisition of financial assets at fair value through profit or loss	-	(323)
Proceeds from disposal of financial assets at fair value through profit	20,035	425
Increase in prepayments for investments	-	(10,600)
Acquisition of property, plant and equipment	(1,819)	(4,076)
Dividends received	270,506	269,369
Other accounts receivable to related parties	-	350,276
(Increase) decrease in other financial assets	-	28,880
Decrease in other non-current assets	(3,858)	(3,168)
Net cash flows used in investing activities	<u>274,864</u>	<u>621,033</u>
Cash flows from financing activities:		
Increase in short-term loans	450,000	286,000
Decrease in short-term loans	(450,000)	(286,000)
Payment of lease liabilities	(7,396)	(7,572)
Cash dividends paid	(925,972)	(771,134)
Net cash flows used in financing activities	<u>(933,368)</u>	<u>(778,706)</u>
Net increase (decrease) in cash and cash equivalents	(107,476)	313,958
Cash and cash equivalents at beginning of period	<u>1,029,647</u>	<u>715,689</u>
Cash and cash equivalents at end of period	<u><u>\$ 922,171</u></u>	<u><u>1,029,647</u></u>

See accompanying notes to parent company only financial statements.



Audit Committee's Review Report

The Board of Directors has prepared the Company's 2025 Business Report, Financial Statements (included consolidated and individual), and proposal for allocation of profits. The CPA firm of KPMG was retained to audit Nova Technology Corporation's Financial Statements and has issued an audit report relating to the Financial Statements. The Business report, Financial Statements, and each half year profit allocation proposal have been reviewed and determined to be correct and accurate by the Audit committee members of Nova Technology Corporation. According to Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act, we hereby submit this report.

NOVA TECHNOLOGY CORPORATION

Chairman of the Audit Committee: Hui-Hsin Yeh

February 26, 2026

Yeh, Hui-Hsin

Nova Technology Corp. Collection of 2025 Remuneration to the Directors.

Unit: NT\$ Thousand, %

Title	Name	Remuneration to Directors								Ratio of Total Remuneration		Relevant Remuneration Received by Directors Who are Also Employees						Ratio of Total Compensation (A+B+C+D+E+F+G) to Net Income		Remuneration from ventures other than subsidiaries or from the parent company		
		Remunerations (A)		Retirement allowance (B)		Bonus to Directors (C)		Business execution expenses (D)		(A+B+C+D) to Net Income	All companies in the consolidated financial statements	Salary, Bonuses, and Allowances (E)		Retirement allowance (F)		Profit Sharing- Employee Bonus (G)		(A+B+C+D+E+F+G) to Net Income				
		The company	All companies in the consolidated financial statements	The company	All companies in the consolidated financial statements	The company	All companies in the consolidated financial statements	The company	All companies in the consolidated financial statements			The company	All companies in the consolidated financial statements	The company	All companies in the consolidated financial statements	Cash	Stock		Cash		Stock	
Chairperson	Acter Group Corporation Limited (Representative: Chin-Li Liang)	0	0	0	0			1,044	1,184			0	0	0	0	0	0	0	0			92,163
Director	Acter Group Corporation Limited (Representative: Jung-Tang Yang)	0	0	0	0	27,125	28,472	84	84	28,337 2.72%	29,884 2.87%	0	0	0	0	0	0	0	0	45,875 4.41%	47,422 4.56%	9,919
Director	Acter Group Corporation Limited (Representative: Wei Ma)	0	0	0	0			84	144			10,428	10,428	0	0	7,110	0	7,110	0			1,160
Independent Director	Chih-Yi Chi (Note)	373	373	0	0	0	0	36	36	409 0.04%	409 0.04%	0	0	0	0	0	0	0	0	409 0.04%	409 0.04%	418
Independent Director	Sheng-Yung Yang (Note)	373	373	0	0	0	0	36	36	409 0.04%	409 0.04%	0	0	0	0	0	0	0	0	409 0.04%	409 0.04%	None
Independent Director	Cheng Li (Note)	373	373	0	0	0	0	36	36	409 0.04%	409 0.04%	0	0	0	0	0	0	0	0	409 0.04%	409 0.04%	None
Independent Director	Hui-Yin Chiu (Note)	373	373	0	0	0	0	36	36	409 0.04%	409 0.04%	0	0	0	0	0	0	0	0	409 0.04%	409 0.04%	418
Independent Director	Mei-Li Hus (Note)	587	587	0	0	0	0	48	48	635 0.06%	635 0.06%	0	0	0	0	0	0	0	0	635 0.06%	635 0.06%	None
Independent Director	Chyan Yang (Note)	587	587	0	0	0	0	48	48	635 0.06%	635 0.06%	0	0	0	0	0	0	0	0	635 0.06%	635 0.06%	None
Independent Director	Hui-Hsin Yeh (Note)	587	587	0	0	0	0	48	48	635 0.06%	635 0.06%	0	0	0	0	0	0	0	0	635 0.06%	635 0.06%	None
Independent Director	Feng-Di Lung (Note)	587	587	0	0	0	0	48	48	635 0.06%	635 0.06%	0	0	0	0	0	0	0	0	635 0.06%	635 0.06%	None

1. Please describe the policy, system, standard, and structure of remuneration to independent directors, and the correlation between duties, risk, and time input with the amount of remuneration: Remuneration for Independent directors shall be determined according to the company's "Regulations Governing Remuneration Paid to Directors and Functional Committee." Remuneration for independent directors includes fixed fee, transportation and attendance fee per meeting. If an independent director is appointed as a member of any functional committee by the board of directors of the company, he/she will receive additional remuneration.

2. In addition to the disclosure of the table above, there are remunerations to the directors provided service (e.g. serve as consultants to the parent company/to all companies listed in the financial reports/ independent consultant rather than employee, etc.) in the most recent year for all companies : None

Note: The Company conducted a full re-election on May 20, 2025. Following the re-election, Independent Directors Chih-Yi Chi, Sheng-Yung, Cheng Li, and Hui-Yin Chiu stepped down, and Independent Directors Mei-Li Hus, Chyan Yang, Hui-Hsin Yeh, and Feng-Di Lung were newly appointed; therefore, only information pertaining to their tenure in office is disclosed.

Comparison Table of the Sustainable Development Best Practice Principles

Article	After revision	Before revision
5	<p>The Company shall comply with relevant laws, regulations, its Articles of Incorporation, agreements entered into with the TWSE or TPEX, and other relevant rules. Further, it is advised to take into consideration the correlation between the development of the development of domestic and international sustainable <u>development issues principles and corporate core business operations,</u> and <u>the effect of the operation of individual company and of its respective business groups as a whole on stakeholders,</u> in establishing its policies, systems or relevant management <u>guidelines, and concrete promotion plans</u> protocols for sustainable development programs, which shall be approved by the board of directors.</p> <p><u>When a shareholder proposes a motion involving sustainable development, the company's board of directors is advised to review and consider including it in the shareholders meeting agenda.</u></p>	<p>The Company shall comply with relevant laws, regulations, its Articles of Incorporation, agreements entered into with the TWSE or TPEX, and other relevant rules. Further, it is advised to take into consideration the development of domestic and international sustainable issues principles and the operation of individual company and of its respective business groups as a whole in establishing its policies, systems or relevant management protocols for sustainable development programs, which shall be approved by the board of directors.</p>
6	<p>The board of directors of the Company shall exercise the due care of good administrators to urge the Company to perform its sustainable development initiatives, examine the results of the implementation thereof from time to time and continually make adjustments so as to ensure the thorough implementation of its sustainable development policies.</p> <p>The board of directors of the Company is advised to give full consideration to the following matters, in the Company's promote sustainable development initiatives <u>the interests of stakeholders, including the following matters, in the company's furtherance of its sustainable development objectives:</u></p> <ol style="list-style-type: none"> 1. Making sustainable development the guiding principle of the Company's operations and development, <u>and ratifying concrete promotional plans for sustainable development initiatives;</u> 	<p>The board of directors of the Company shall exercise the due care of good administrators to urge the Company to perform its sustainable development initiatives, examine the results of the implementation thereof from time to time and continually make adjustments so as to ensure the thorough implementation of its sustainable development policies.</p> <p>The board of directors of the Company is advised to give full consideration to the following matters, in the Company's promote sustainable development initiatives:</p> <ol style="list-style-type: none"> 1. Making sustainable development the guiding principle of the Company's operations and development; 2. Identifying the Company's sustainable development mission (or vision, values) and declaring its sustainable development policy; and 3. Enhancing the disclosure of sustainable

Article	After revision	Before revision
	<p>2. Identifying the Company's sustainable development mission-(or vision, values) and declaring its sustainable development policy, <u>systems or relevant management guidelines</u>; and</p> <p>3. Enhancing <u>the timeliness and accuracy of the disclosure of sustainable development information.</u></p>	<p>development information.</p>
7	<p>For the purpose of managing sustainable development initiatives, the General Manager Office serves as the exclusively (or concurrently) dedicated unit to be in charge of proposing and enforcing the sustainable development policies or systems of the company, <u>systems, or relevant management guidelines, and concrete promotional plans</u> and to report on the same to the board of directors on a periodic basis.</p> <p><u>The Company is advised to adopt reasonable remuneration policies, to ensure that remuneration arrangements support the strategic aims of the organization, and align with the interests of stakeholders.</u></p>	<p>For the purpose of managing sustainable development initiatives, the General Manager Office serves as the exclusively (or concurrently) dedicated unit to be in charge of proposing and enforcing the sustainable development policies or systems of the company and to report on the same to the board of directors on a periodic basis.</p>
8	<p>The Company shall respect the rights and interests of stakeholders, identify and understand the reasonable expectations and demands of stakeholders <u>stakeholders of the company, and establish a designated section for stakeholders on the company website;</u> <u>understand the reasonable expectations and demands of stakeholders</u> through proper communication with them and allowing their participation, and shall adequately respond to the important sustainable development issues which such parties are concerned about.</p>	<p>The Company shall respect the rights and interests of stakeholders, identify and understand the reasonable expectations and demands of stakeholders through proper communication with them and allowing their participation, and shall adequately respond to the important sustainable development issues which such parties are concerned about.</p>
9	<p>The Company shall follows Corporate Governance Best Practice Principles for TWSE/GTSM listed Companies, <u>the Ethical Corporate Management Best Practice Principles for TWSE/TPEX Listed Companies,</u> and the Code of Ethical Conduct for TWSE/GTSM listed Companies to establish effective corporate governance framework and relevant ethical standards so as to enhance corporate governance.</p>	<p>The Company shall follows Corporate Governance Best Practice Principles for TWSE/GTSM listed Companies and the Code of Ethical Conduct for TWSE/GTSM listed Companies to establish effective corporate governance framework and relevant ethical standards so as to enhance corporate governance.</p>
11	<p>The company is advised to, on a regular basis, organize <u>education and training</u> on</p>	<p>The company is advised to, on a regular basis, organize training on business ethics</p>

Article	After revision	Before revision
	<p>business ethics and the promotion of <u>matters prescribed in the preceding Article for directors and employees sustainable development initiatives, including promotion of the matters prescribed in paragraph 2 of Article 6 and the preceding article,</u> and should incorporate the foregoing into its employee performance appraisal system to establish a clear and effective reward and discipline system.</p>	<p>and promotion of matters prescribed in the preceding Article for directors and employees, and should incorporate the foregoing into its employee performance appraisal system to establish a clear and effective reward and discipline system.</p>
14	<p>The Company is advised to establish proper environment management systems based on the characteristics of their industries. Such environment management systems shall include the following tasks:</p> <ol style="list-style-type: none"> 1. Collecting sufficient and up-to-date information to evaluate the impact of the company's business operations on the natural environment. 2. Establishing measurable goals for environmental sustainability, and examining whether the development of such goals should be maintained and whether it is still relevant on a regular basis. 3. Examining the purpose of the environmental sustainability goals or their achievement on a regular basis. <u>Adopting enforcement measures such as concrete plans or action plans, and examining the results of their operation on a regular basis.</u> 	<p>The Company is advised to establish proper environment management systems based on the characteristics of their industries. Such environment management systems shall include the following tasks:</p> <ol style="list-style-type: none"> 1. Collecting sufficient and up-to-date information to evaluate the impact of the company's business operations on the natural environment. 2. Establishing measurable goals for environmental sustainability, and examining whether the development of such goals should be maintained and whether it is still relevant on a regular basis. 3. Examining the purpose of the environmental sustainability goals or their achievement on a regular basis.
16	<p>The Company is advised to take into account the effect of <u>business operations</u> on ecological efficiency, promote and <u>advocate the concept of sustainable consumption, and conduct research and development, procurement, production, operations,</u> educate consumers on the concept of sustainable consumption, and conduct research and development and services in accordance with the following principles to reduce the impact on the natural environment from their business operations:</p> <ol style="list-style-type: none"> 1. Reduce resource and energy consumption of their products and services. 2. Reduce emission of pollutants, toxins and waste, and dispose of waste 	<p>The Company is advised to take into account the effect on ecological efficiency, promote and educate consumers on the concept of sustainable consumption, and conduct research and development and services in accordance with the following principles to reduce the impact on the natural environment from their business operations:</p> <ol style="list-style-type: none"> 1. Reduce resource and energy consumption of their products and services. 2. Reduce emission of pollutants, toxins and waste, and dispose of waste properly. 3. Improve recyclability and reusability of raw materials or products.

Article	After revision	Before revision
	<p>properly.</p> <p>3. Improve recyclability and reusability of raw materials or products.</p> <p>4. Maximize the sustainability of renewable resources.</p> <p>5. Enhance the durability of products.</p> <p>6. Improve efficiency of products and services.</p> <p><u>7. Enhance the conservation of marine and terrestrial biodiversity and ecosystems, promote the sustainable use of resources, and ensure fair and equitable benefits.</u></p>	<p>4. Maximize the sustainability of renewable resources.</p> <p>5. Enhance the durability of products.</p> <p>6. Improve efficiency of products and services.</p>
22	<p>The Company is advised to create an environment conducive to the development of its employees' careers and establish effective training programs to foster career skills.</p> <p><u>It is advisable for the company to establish placement programs to cultivate future industry talents.</u></p> <p>The Company shall establish and implement reasonable employee welfare measures (including remuneration, leave and other welfare etc.) and appropriately reflect the business performance or achievements in the employee remuneration, to ensure the recruitment, retention, and motivation of human resources, and achieve the objective of sustainable operations.</p>	<p>The Company is advised to create an environment conducive to the development of its employees' careers and establish effective training programs to foster career skills.</p> <p>The Company shall establish and implement reasonable employee welfare measures (including remuneration, leave and other welfare etc.) and appropriately reflect the business performance or achievements in the employee remuneration, to ensure the recruitment, retention, and motivation of human resources, and achieve the objective of sustainable operations.</p>
23-1	<p><u>The Company is advised to treat customers or consumers of its products or services in a fair and reasonable manner, including according to the following principles: fairness and good faith in contracting, duty of care and fiduciary duty, truthfulness in advertising and soliciting, fitness of products or services, notification and disclosure, commensuration between compensation and performance, protection of the right to complain, professionalism of salespersons etc. The Company shall also develop the relevant strategies and specific measures for implementation.</u></p>	None

Comparison Table of the Procedure for Acquisition or Disposal of Assets

Article	After revision	Before revision
6.3.4	Other securities not obtained or disbursed for business or financial purposes, with a transaction value of NT\$ 3070 million or more, should be submitted by the Board of Directors, which is less than NT\$ 3070 million.—, authorized directors long approval.	Other securities not obtained or disbursed for business or financial purposes, with a transaction value of NT\$30 million or more, should be submitted by the Board of Directors, which is less than NT\$30 million. , authorized directors long approval.
7.3	Authorized Credits and Tiers The acquisition or disposal of real estate, equipment or right-of-use assets with a transaction amount of NT\$80 thousands to NT\$30 million (inclusive) or more but less than 20% of the Company's capital shall be submitted to the chairman for approval; if the transaction amount exceeds NT\$30 million—20% of the Company's capital (inclusive), it must be approved by the Board of Directors.	Authorized Credits and Tiers The acquisition or disposal of real estate, equipment or right-of-use assets with a transaction amount of NT\$80 thousands to NT\$30 million (inclusive) shall be submitted to the chairman for approval; if the transaction amount exceeds NT\$30 million (inclusive), it must be approved by the Board of Directors.
15	The Company has directly or indirectly waived the capital increase of Suzhou Winmax Technology Corp.—Co., Ltd. (hereinafter referred to as Suzhou Winmax Company) in each year, either directly or indirectly. If Suzhou Winmax Company hold shares, and Suzhou Winmax Company has directly or indirectly waived the capital increase of Winmax Technology Corp. (hereinafter referred to as Winmax Company), the company will lose its substantive control over Suzhou Winmax Company and Winmax Company, and it must first pass a special resolution of the board of directors of the company, and independent directors should attend and express their opinions. The contents of the resolution and the amendments to this article should be opened and public information should be entered into the major observing station information to be disclosed and a letter to the counter buying center for future reference.	The Company has directly or indirectly waived the capital increase of Suzhou Winmax Technology Corp. (hereinafter referred to as Suzhou Winmax Company) in each year, either directly or indirectly. If Suzhou Winmax Company hold shares, and Suzhou Winmax Company has directly or indirectly waived the capital increase of Winmax Technology Corp. (hereinafter referred to as Winmax Company), the company will lose its substantive control over Suzhou Winmax Company and Winmax Company, and it must first pass a special resolution of the board of directors of the company, and independent directors should attend and express their opinions. The contents of the resolution and the amendments to this article should be opened and public information should be entered into the major observing station information to be disclosed and a letter to the counter buying center for future reference.

Comparison Table of the Procedures for Loaning of Company Funds

Article	After revision	Before revision
2.2	<p>2.2 Total Funds Lending Limit</p> <p style="text-align: center;">⋮</p> <p>2.2.4 According to 2.1.2(3) Capital lending among overseas companies whose 100% voting shares are directly or indirectly held by the company or overseas companies whose 100% voting shares are directly or indirectly held by the company lending to the company is not subject to the restrictions under 2.2.1~2.2.3. <u>However, the aggregate amount of such loans, the amount permitted to a single borrower, the duration of the loans, and the method of interest calculation shall remain subject to the provisions of Articles 2.2~2.4.</u> The aggregate amount of loans and the maximum amount permitted to a single borrower shall each be prescribed separately for business transactions and for short term financing respectively.</p> <p style="text-align: center;">⋮</p>	<p>2.2 Total Funds Lending Limit</p> <p style="text-align: center;">⋮</p> <p>2.2.4 According to 2.1.2(3) Capital lending among overseas companies whose 100% voting shares are directly or indirectly held by the company or overseas companies whose 100% voting shares are directly or indirectly held by the company lending to the company is not subject to the restrictions under 2.2.1~2.2.3. The aggregate amount of loans and the maximum amount permitted to a single borrower shall each be prescribed separately for business transactions and for short-term financing respectively.</p> <p style="text-align: center;">⋮</p>

Sustainable Development Best Practice Principles

Chapter I General Principles

Article 1 In order to fulfill the corporate social responsibility initiatives and to promote economic, social and environmental balance and sustainable development, the company established these principles for compliance based on “Sustainable Development Best Practice Principles for TWSE/TPEX-Listed Companies.”

Article 2 The principles apply to the Company, including entire operations of the company and its business group.

The company shall actively fulfill its sustainable development in the course of its business operations so as to follow international development trends and to contribute to the economic development of the country, to improve the quality of life of employees, the community and society by acting as responsible corporate citizens, and to enhance competitive edges built on sustainable development.

Article 3 In promote sustainable development initiatives, the company shall, in its corporate management and business operations, give due consideration to the social mores and the rights and interests of stakeholders and, while pursuing sustainable operations and profits, also give due consideration to the environment, society and corporate governance.

In accordance with the materiality principle, conduct risk assessments of environmental, social and corporate governance issues pertaining to company operations and establish the relevant risk management policy or strategy.

Article 4 To implement sustainable development initiatives, the Company comply to follow the principles below:

1. Exercise corporate governance.
2. Foster a sustainable environment.
3. Preserve public welfare.
4. Enhance disclosure of sustainable development information.

Article 5 The Company shall comply with relevant laws, regulations, its Articles of Incorporation, agreements entered into with the TWSE orTPEX, and other relevant rules. Further, it is advised to take into consideration the development of domestic and international sustainable issues principles and the operation of individual company and of its respective business groups as a whole in establishing its policies, systems or relevant management protocols for sustainable development programs, which shall be approved by the board of directors.

Chapter II Exercising Corporate Governance

Article 6 The board of directors of the Company shall exercise the due care of good administrators to urge the Company to perform its sustainable development initiatives, examine the results of the implementation thereof from time to time and continually make adjustments so as to ensure the thorough implementation of its sustainable development policies.

The board of directors of the Company is advised to give full consideration to the following matters, in the Company's promote sustainable development initiatives:

1. Making sustainable development the guiding principle of the Company's operations and development;
2. Identifying the Company's sustainable development mission (or vision, values) and declaring its sustainable development policy; and
3. Enhancing the disclosure of sustainable development information.

Article 7 For the purpose of managing sustainable development initiatives, the General Manager Office serves as the exclusively (or concurrently) dedicated unit to be in charge of proposing and enforcing the sustainable development policies or systems of the company to report on the same to the board of directors on a periodic basis.

Article 8 The Company shall respect the rights and interests of stakeholders, identify and understand the reasonable expectations and demands of stakeholders through proper communication with them and allowing their participation, and shall adequately respond to the important sustainable development issues which such parties are concerned about.

Article 9 The Company shall follows Corporate Governance Best Practice Principles for TWSE/GTSM listed Companies and the Code of Ethical Conduct for TWSE/GTSM listed Companies to establish effective corporate governance framework and relevant ethical standards so as to enhance corporate governance.

Article 10 The Company shall comply with relevant laws and regulations and observe the following guidelines to maintain a fair competition environment:

1. Avoid engaging in unfair competition.
2. Faithfully fulfill tax-related obligations.
3. Not tolerate bribery or corruption and establish appropriate management systems.
4. Corporate endowments should be made in accordance with the company's internal procedures.

Article 11 The company is advised to, on a regular basis, organize training on business ethics and promotion of matters prescribed in the preceding Article for directors and employees, and should incorporate the foregoing into its employee performance appraisal system to establish a clear and effective reward and discipline system.

Chapter III Fostering a Sustainable Environment

- Article 12** The Company shall follow relevant environmental laws, regulations and international standards to properly protect the environment and shall endeavor to promote a sustainable environment when engaging in business activities.
- Article 13** The Company is advised to improve its energy efficiency and use renewable materials which have a low impact on the environment to improve sustainability of natural resources.
- Article 14** The Company is advised to establish proper environment management systems based on the characteristics of their industries. Such environment management systems shall include the following tasks:
1. Collecting sufficient and up-to-date information to evaluate the impact of the company's business operations on the natural environment.
 2. Establishing measurable goals for environmental sustainability, and examining whether the development of such goals should be maintained and whether it is still relevant on a regular basis.
 3. Examining the purpose of the environmental sustainability goals or their achievement on a regular basis.
- Article 15** ISEP Department serves as the dedicated unit for environment management to maintain the environment management system and should hold environment education courses for their managerial officers and employees on a periodic basis.
- Article 16** The Company is advised to take into account the effect on ecological efficiency, promote and educate consumers on the concept of sustainable consumption, and conduct research and development and services in accordance with the following principles to reduce the impact on the natural environment from their business operations:
1. Reduce resource and energy consumption of their products and services.
 2. Reduce emission of pollutants, toxins and waste, and dispose of waste properly.
 3. Improve recyclability and reusability of raw materials or products.
 4. Maximize the sustainability of renewable resources.
 5. Enhance the durability of products.
 6. Improve efficiency of products and services.
- Article 17** To improve water use efficiency, the Company shall properly and sustainably use water resources and establish relevant management measures. The Company shall avoid polluting water, air and land in the course of its business operations. If pollution is unavoidable, the company shall take into account cost efficiency, technology and financial feasibility and use its best efforts to reduce adverse impact on human health and the environment by adopting the best practical pollution prevention and control measures.
- Article 18** The Company is advised to assess the current and future potential risks and opportunities that climate change may present to enterprises and to adopt related

measures.

The Company is advised to adopt standards or guidelines generally used in Taiwan and abroad to enforce corporate greenhouse gas inventory and to make disclosures thereof, the scope of which shall include the following:

1. Direct greenhouse gas emissions: emissions from operations that are owned or controlled by the company.
2. Indirect greenhouse gas emissions: emissions resulting from the generation of acquired electricity, heating, or steam.
3. Other indirect emissions: emissions resulting from the company's operations (excluding indirect emissions from energy usage), where emission sources are owned or controlled by other companies.

The Company is advised to compile statistics on greenhouse gas emissions, volume of water consumption and total weight of waste and to establish policies for energy conservation, carbon and greenhouse gas reduction, reduction of water consumption or management of other wastes. The companies' carbon reduction strategies should include obtaining carbon credits and be promoted accordingly to minimize the impact of their business operations on climate change.

Chapter IV Preserving Public Welfare

Article 19 laws and regulations, and the International Bill of Human rights, with respect to rights such as gender equality, right to work, and prohibition of discrimination. The Company shall adopt relevant management policies and processes to fulfill its responsibility to protect human rights, including:

1. Presenting a corporate policy or statement on human rights.
2. Evaluating the impact of the Company's business operations and internal management on human rights, and adopting necessary enabling processes.
3. Reviewing on a regular basis the effectiveness of the corporate policy or statement on human rights.
4. In the event of any infringement of human rights, the Company shall disclose the processes for handling of the matter with respect to the stakeholders involved.

The Company shall comply with the internationally recognized human rights of labor, including the freedom of association, the right of collective bargaining, caring for vulnerable groups, prohibiting the use of child labor, eliminating all forms of forced labor, eliminating recruitment and employment discrimination, and shall ensure that the human resource policies adopted do not contain differential treatments based on gender, race, socioeconomic status, age, or marital and family status, so as to achieve equality and fairness in employment, hiring conditions, remuneration, benefits, training, evaluation, and promotion opportunities.

The Company shall provide an effective and appropriate grievance mechanism with respect to matters adversely impacting the rights and interests of the labor force, in order to ensure equality and transparency of the grievance process. Channels through

which a grievance may be raised shall be clear, convenient, and unobstructed while the Company shall respond to any employee's grievance in an appropriate manner.

Article 20 The Company shall provide information for its employees so that the employees have knowledge of the labor laws and the rights they enjoy in the countries where the companies have business operations.

Article 21 The Company is advised to provide safe and healthful work environments for its employees, including necessary health and first-aid facilities and shall endeavor to curb dangers to employees' safety and health and to prevent occupational accidents. The Company advised to organize training on safety and health for their employees on a regular basis.

Article 22 The Company is advised to create an environment conducive to the development of its employees' careers and establish effective training programs to foster career skills. The Company shall establish and implement reasonable employee welfare measures (including remuneration, leave and other welfare etc.) and appropriately reflect the business performance or achievements in the employee remuneration, to ensure the recruitment, retention, and motivation of human resources, and achieve the objective of sustainable operations.

Article 23 The Company shall establish a platform to facilitate regular two-way communication between the management and the employees for the employees to obtain relevant information on and express their opinions on the Company's operations, management and decisions.

The Company shall respect the employee representatives' rights to bargain for the working conditions, and shall provide the employees with necessary information and hardware equipment, in order to improve the negotiation and cooperation among employers, employees and employee representatives.

The Company shall, by reasonable means, inform employees of operation changes that might have material impacts.

Article 24 The companies shall take responsibility for their products and services, and take marketing ethics seriously. In the process of research and development, procurement, production, operations, and services, the company shall ensure the transparency and safety of their products and services. They further shall establish and disclose policies on consumer rights and interests, and enforce them in the course of business operations, in order to prevent the products or services from adversely impacting the rights, interests, health, or safety of consumers.

Article 25 The Company shall ensure the quality of its products and services by following the laws and regulations of the government and relevant standards of its industries.

The Company shall follow relevant laws, regulations and international guidelines in regard to customer health and safety and customer privacy involved in, and marketing and labeling of, their products and services and shall not deceive, mislead, commit

fraud or engage in any other acts which would betray consumers' trust or damage consumers' rights or interests.

Article 26 The Company is advised to evaluate and manage all types of risks that could cause interruptions in operations, so as to reduce the impact on consumers and society. The Company is advised to provide a clear and effective procedure for accepting consumer complaints to fairly and timely handle consumer complaints, shall comply with relevant laws and regulations for respecting consumers' rights of privacy and shall protect personal data provided by consumers.

Article 27 The Company is advised to assess the impact its procurement has on society as well as the environment of the community that they are procuring from, and shall cooperate with its suppliers on environmental protection, safety, or health, etc. to jointly foster a stronger sense of corporate social responsibility.

The Company is advised to establish supplier management policies and request suppliers to comply with rules governing issues such as environmental protection, occupational safety and health or labor rights. Prior to engaging in commercial dealings, the Company is advised to assess whether there is any record of a supplier's impact on the environment and society, and avoid conducting transactions with those against corporate social responsibility policy.

When the Company enter into a contract with any of their major suppliers, the content should include terms stipulating mutual compliance with corporate social responsibility policy, and that the contract may be terminated or rescinded any time if the supplier has violated such policy and has caused significant negative impact on the environment and society of the community of the supply source.

Article 28 The Company is advised to evaluate the impact of its business operations on the community and adequately employ personnel to enhance community acceptance.

The Company is advised to, through commercial activities, endowments, volunteering service or other charitable professional services, dedicate resources to organizations that commercially resolve social or environmental issues, participate in events held by citizen organizations, charities and local government agencies relating to community development and community education to promote community development.

Article 28-1 The company should invest the resources in art and culture activity or cultural and creative industries through donations, sponsoring, investing, procurement, strategy cooperation, volunteering technical service, or other supporting activities for culture development.

Chapter V Enhancing Disclosure of Sustainable Development Information

Article 29 The Company shall disclose information according to relevant laws, regulations and the Corporate Governance Best Practice Principles for TWSE/TPEX listed Companies and shall fully disclose relevant and reliable information relating to its sustainable development initiatives to improve information transparency.

Relevant information relating to sustainable development which the Company shall disclose includes:

1. The policy, systems and relevant management guidelines for sustainable development initiatives, as resolved by the board of directors.
2. The risks and the impact on the corporate operations and financial condition arising from exercising corporate governance, fostering a sustainable environment and preserving social public welfare.
3. Goals and measures for realizing the sustainable development initiatives established by the Company.
4. Major stakeholders and their concerns.
5. Disclosure of information on major suppliers' management and performance with respect to major environmental and social issues. Result of implementing corporate social responsibility initiatives.
6. Other information relating to sustainable development initiatives.

Article 30 The Company is advised to shall adopt internationally widely recognized standards or guidelines when producing sustainable reports, to disclose the status of their implementation of the sustainable development policy. It also is advisable to obtain a third-party assurance or verification for reports to enhance the reliability of the information in the reports. The report is advised to include:

1. The policy, system, or relevant management guidelines and concrete promotion plans for implementing sustainable development initiatives.
2. Major stakeholders and their concerns.
3. Results and a review of the exercising of corporate governance, fostering of a sustainable environment and preservation of public welfare.
4. Future improvements and goals.

Chapter VI Supplementary Provisions

Article 31 The company shall at all times monitor the development of domestic and foreign sustainable development standards and the change of business environment so as to examine and improve its established sustainable development framework and to enhance the performance of sustainable development.

Article 32 These principles, and any amendments hereto, shall be implemented upon approval by board of directors, and shall be reported to the shareholders meeting.

Procedure for Acquisition or Disposal of Assets

Article 1 Purpose and source of Act

The Company has established this operating procedure in accordance with Article 36 of the Securities and Exchange Act and " Regulations Governing the Acquisition and Disposal of Assets by Public Companies " for the purpose of strengthening asset management, safeguarding investment, and implementing information disclosure. Acquiring or disposing of assets is performed in accordance with the provisions of this procedure.

Article 2 Asset scope

The scope of the assets referred to in this procedure is as follows:

- 2.1 Stocks, public debts, corporate bonds, financial bonds, recognition of the fund's securities, depository receipts, subscriptions (sales) warrants, beneficiary securities, and asset-based securities.
- 2.2 Real estate (including land, housing and construction, investment property, and construction industry inventory) and equipment.
- 2.3 Membership Card.
- 2.4 Intangible assets such as patents, copyrights, trademark rights, franchise rights, etc.
- 2.5 Right-of-use assets
- 2.6 Claims of financial institutions (including accounts receivable, purchase discounts, lending, and collection payments).
- 2.7 Derived goods.
- 2.8 Assets acquired or dispositioned by merger, division, acquisition or transfer of shares pursuant to law.
- 2.9 Other important assets.

Article 3 Glossary

3.1 Derivative Products:

Forward contracts, options contracts, futures contracts, leverage contracts, or swap contracts, whose value is derived from a specified interest rate, financial instrument price, commodity price, foreign exchange rate, index of prices or rates, credit rating or credit index, or other variable; or hybrid contracts combining the above contracts; or hybrid contracts or structured products containing embedded derivatives. The term "forward contracts" does not include insurance contracts, performance contracts, after-sales service contracts, long-term leasing contracts, or long-term purchase (sales) contracts.

3.2 Assets acquired or dispositioned in accordance with law mergers, divisions, acquisitions or share transfers:

Refers to assets acquired or discontinued pursuant to the Mergers and Acquisitions Act, the Company Act, the Merger Act of the Financial Institutions, or other laws,

mergers, divisions, or acquisitions, or the issuance of new shares pursuant to Article 156-3 of the Company Act Received shares of other companies (hereinafter referred to as shares).

3.3 Relationships, Subsidiaries:

It shall be determined in accordance with Regulations Governing the Preparation of Financial Reports by Securities Issuers.

3.4 The real estate appraiser:

Refers to real estate appraisers or other persons who may engage in the evaluation of real estate and equipment according to law.

3.5 The date of the facts:

Refers to the date of the transaction contract date, payment date, commission transaction date, transfer date, Board of Directors resolution day or other sufficient amount to determine the date of transaction and the transaction amount, and other dates. However, investors who are required to be approved by the competent authority shall be subject to the above date or the date of approval of the competent authority.

3.6 Investment in the Mainland:

Refers to investments in mainland China engaged in regulations concerning investment or technical cooperation licensing in the mainland by the Investment Review Commission of the Ministry of Economic Affairs.

3.7 Investment professional:

Refers to financial holding companies, banks, insurance companies, bill finance companies, trust enterprises, securities firms operating proprietary trading or underwriting business, futures commission merchants operating proprietary trading business, securities investment trust enterprises, securities investment consulting enterprises, and fund management companies, that are lawfully incorporated and are regulated by the competent financial authorities of the jurisdiction where they are located.

3.8 Securities exchange:

"Domestic securities exchange" refers to the Taiwan Stock Exchange Corporation; "foreign securities exchange" refers to any organized securities exchange market that is regulated by the competent securities authorities of the jurisdiction where it is located.

3.9 Over-the-counter venue ("OTC venue", "OTC"):

"Domestic OTC venue" refers to a venue for OTC trading provided by a securities firm in accordance with the Regulations Governing Securities Trading on the Taipei Exchange; "foreign OTC venue" refers to a venue at a financial institution that is regulated by the foreign competent authority and that is permitted to conduct securities business.

3.10 The so-called "The latest financial statement" means that the company publicly audits the financial statements audited or certified by the certified public accountant before obtaining or disposing of the assets.

Article 4 Professional appraisers and their officers, certified public accounts, attorneys, and securities underwriters that provide public companies with appraisal reports, certified

public accountant's opinions, attorney's opinions, or underwriter's opinions shall meet the following requirements:

- 4.1 May not have previously received a final and unappealable sentence to imprisonment for 1 year or longer for a violation of the Act, the Company Act, the Banking Act of The Republic of China, the Insurance Act, the Financial Holding Company Act, or the Business Entity Accounting Act, or for fraud, breach of trust, embezzlement, forgery of documents, or occupational crime. However, this provision does not apply if 3 years have already passed since completion of service of the sentence, since expiration of the period of a suspended sentence, or since a pardon was received.
- 4.2 May not be a related party or de facto related party of any party to the transaction.
- 4.3 If the company is required to obtain appraisal reports from two or more professional appraisers, the different professional appraisers or appraisal officers may not be related parties or de facto related parties of each other.

When issuing an appraisal report or opinion, the personnel referred to in the preceding paragraph shall comply with the self-regulatory rules of their respective trade council and the following:

- 4.3.1 Prior to accepting a case, they shall prudently assess their own professional capabilities, practical experience, and independence.
- 4.3.2 When executing a case, they shall appropriately plan and execute adequate working procedures, in order to produce a conclusion and use the conclusion as the basis for issuing the report or opinion. The related working procedures, data collected, and conclusion shall be fully and accurately specified in the case working papers.
- 4.3.3 They shall undertake an item-by-item evaluation of the appropriateness and reasonableness of the sources of data used, the parameters, and the information, as the basis for issuance of the appraisal report or the opinion.
- 4.3.4 They shall issue a statement attesting to the professional competence and independence of the personnel who prepared the report or opinion, and that they have evaluated and found that the information used is appropriate and reasonable, and that they have complied with applicable laws and regulations.

Article 5 Limits for acquisition of real estate or securities not for business use

- 5.1 The company and its subsidiaries individually obtain the following limits for real estate or securities not used for business use:
 - 5.1.1 The total amount of real estate not purchased for business use must not exceed 50% of the company's latest net financial statement.
 - 5.1.2 The total amount of portfolio investment may not exceed 50% of the company's latest financial statement's net value; the amount of individual portfolio investment may not exceed 30% of the company's latest financial statement's net value. The calculation of the value of securities investment does not include guaranteed securities.
- 5.2 The Company's re-investment is subject to the Board of Directors resolution authorizing the company's Articles of Association to do so. It is not subject to the thirteenth article of the Company Act and must not exceed the limit of forty percent of paid-in capital.

Article 6 Obtain or Dispose of Evaluation and Operating Procedures for Securities

6.1 Price Determination Method and Reference

In order to obtain or dispose of securities, the latest company's financial statements audited by an certified public accountant or verified by a certified public accountant should be used as a reference for evaluating the transaction price before the factual occurrence date.

6.2 Ask the experts to issue opinions

6.2.1 To obtain or dispose of securities, and if the transaction amount reaches 20 percent of the company's paid-in capital or more than NT\$300 million, they should contact the certified public accountant to express their opinion on the reasonableness of the transaction price before the factual occurrence date. However, unless the Financial Supervisory Commission has otherwise provided a stipulation in the open market price quoted by the active trading market, it shall not be so limited.

6.2.2 Calculation of the transaction amount shall be handled in accordance with the provisions of 13.2, and within one year of the alleged period, based on the date of the occurrence of the transaction, and retrospectively calculated for one year, which has been issued by professional appraisers according to the provisions of this procedure. The valuation report or certified public accountant's comments are not counted back.

6.3 Authorized Credits and Tiers

6.3.1 For the purpose of the operation, the investment in subsidiaries and transfer of equity shall be subject to equity disposal. If the amount of each transaction is 20 percent of the company's paid-in capital or NT\$300 million or more, it shall be submitted to the Board of Directors, if not more than 20 percent of the company's paid-in capital or NT\$300 million, authorized by the chairman to approve and reported to the nearest Board of Directors for review.

6.3.2 Obtain or dispose of public debts, corporate bonds, financial bonds, domestic and foreign bond funds, and domestic and foreign currency funds for the purpose of financial dispatch. If the amount of each transaction exceeds NT\$100 million, it shall be submitted via the Board of Directors. Passed by Directors, who had not reached NT\$100 million, authorized the directors to approve the transaction. The transaction amounted to more than 70 million yuan, and was subsequently reported to the nearest Board of Directors for review.

6.3.3 For other securities that are acquired or dispositioned for the purpose of financial dispatch, each transaction amounting to more than NT\$70 million should be submitted by the Board of Directors, which is less than NT\$70 million. Authorize the directors to approve the transaction, and the transaction amount exceeds 50 million yuan. Afterwards, report to the nearest Board of Directors for verification.

6.3.4 Other securities not obtained or disbursed for business or financial purposes, with a transaction value of NT\$30 million or more, should be submitted by the Board of Directors, which is less than NT\$30 million. , authorized directors long approval.

6.3.5 The negotiable certificates of deposit, short-term commercial and bank acceptance bills, and the purchase and sale of bonds with the conditions for

repurchasing and selling shall not be limited to this, but shall be approved by the directors.

6.4 Implementation Unit

The company's acquisition and disposal of long-term and short-term securities investment should be performed by the financial unit after the nuclear authority has been submitted for verification.

6.5 Trading Process

The Company obtains or disposes of the transaction process of securities, which is handled in accordance with the provisions of the company's internal control system investment cycle related operations.

Article 7 Obtaining or Disposing of Evaluation and Operating Procedures of Real Estate , Equipment or Right-of-use Assets

7.1 Price Determination Method and Reference

To obtain or dispose of real estate, equipment or right-of-use assets, reference shall be made to the present value of the announcement, the assessed value, and the actual transaction price of the nearby real estate. The transaction conditions, transaction price, and analysis report shall be prepared through procedures such as inquiry, price comparison, bargaining, or public tendering. Reporters are long.

7.2 Asked experts to issue a valuation report

In acquiring or disposing of real property, equipment, or right-of-use assets thereof where the transaction amount reaches 20 percent of the company's paid-in capital or NT\$300 million or more, the company, unless transacting with a domestic government agency, engaging others to build on its own land, engaging others to build on rented land, or acquiring or disposing of equipment or right-of-use assets thereof held for business use, shall obtain an appraisal report prior to the date of occurrence of the event from a professional appraiser and shall further comply with the following provisions:

7.2.1 Where due to special circumstances it is necessary to give a limited price, specified price, or special price as a reference basis for the transaction price, the transaction shall be submitted for approval in advance by the board of directors; the same procedure shall also be followed whenever there is any subsequent change to the terms and conditions of the transaction.

7.2.2 When the transaction amount exceeds NT\$1 billion, more than two professional appraisers should be evaluated.

7.2.3 The professional appraiser's valuation result has one of the following circumstances, except that the valuation result of the acquired asset is higher than the transaction amount, or the valuation result of the disposition asset is lower than the additional transaction amount, and the certified public accountant should be consulted according to the accounting research and development fund., and render a specific opinions shall be expressed on the reasons for the discrepancy and the rationality of the transaction price:

- (1) The difference between the valuation result and the transaction amount is more than 20% of the transaction amount.
- (2) The gap between the valuation results of two or more professional appraisers is more than 10% of the transaction amount.

7.2.4 The date of a professional appraiser and the contractor's pre-declaration date, the date of issue of the report and the date of the contract shall not exceed

three months. However, if it applies to the present value of the same period of announcement and does not exceed six months, the original real estate appraiser may issue a written opinion.

7.2.5 A person who obtains or disposes of assets through a court auction procedure may replace the valuation report with a certificate issued by the court.

7.2.6 The calculation of the transaction amount shall be handled in accordance with the provisions of 13.2.

7.3 Authorized Credits and Tiers

The acquisition or disposal of real estate, equipment or right-of-use assets with a transaction amount of NT\$80 thousands to NT\$30 million (inclusive) shall be submitted to the chairman for approval; if the transaction amount exceeds NT\$30 million (inclusive), it must be approved by the Board of Directors.

7.4 Implementation Unit

When the company acquires or disposes of immovable property, equipment or right-of-use assets, it shall be subject to the approval of the nuclear authority of the foregoing paragraph, and the use department and related power and responsibility units shall be responsible for the execution.

7.5 Trading Process

The Company obtains or disposes of transaction procedures for real estate, equipment or right-of-use assets, and is required to comply with the Company's internal control system for real estate, plant and equipment cycle-related operations.

Article 8 Obtaining or Disposing of Assets from Related Persons and Procedures

8.1 The Company obtains or divests assets from a related party. If the transaction amounted to more than 10% of the company's total assets, it shall also obtain the valuation report or opinion of the certified public accountant issued by the real estate appraiser according to the provisions of the preceding article. The calculation of the transaction amount shall be handled in accordance with the provisions of 13.2. When judging whether the transaction partner is a related person, he should consider the substantive relationship in addition to his legal form.

8.2 The Company intends to acquire or dispose of real property or right-of-use assets thereof from or to a related party, or when it intends to acquire or dispose of assets other than real property or right-of-use assets thereof from or to a related party and the transaction amount reaches 20 percent or more of paid-in capital, 10 percent or more of the company's total assets, or NT\$300 million or more, except in trading of domestic government bonds or bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises, the company may not proceed to enter into a transaction contract or make a payment until the following matters have been approved by the board of directors and recognized by the supervisors:

8.2.1 The purpose, necessity and expected benefits of acquiring or arranging assets.

8.2.2 The reasons why the selected person is the subject of the transaction.

8.2.3 With respect to the acquisition of real property or right-of-use assets thereof from a related party, information regarding appraisal of the reasonableness of the preliminary transaction terms in accordance with Article 8.3 and Article 8.4.

8.2.4 The date and price of the original acquisition of the related party, the transaction object and its relationship with the company and its related parties.

- 8.2.5 It is expected that the monthly cash income and expenditure forecast table for the coming one month of the future of the contract month will be reviewed and the necessity of the transaction and the rationality of the use of funds will be assessed.
- 8.2.6 The valuation report issued by a real estate appraiser obtained pursuant to 8.1, or the opinion of the certified public accountant.
- 8.2.7 Restrictions and other important commitments of this transaction.
- 8.2.8 With respect to the types of transactions listed below, when to be conducted between the company and its parent or subsidiaries, or between its subsidiaries in which it directly or indirectly holds 100 percent of the issued shares or authorized capital, the company's board of directors may pursuant to Article 7.3 delegate the board chairman to decide such matters when the transaction is within a certain amount and have the decisions subsequently submitted to and ratified by the next board of directors meeting:
- (1) Acquisition or disposal of equipment or right-of-use assets thereof held for business use.
 - (2) Acquisition or disposal of real property right-of-use assets held for business use.
- 8.2.9 The Company shall fully consider the opinions of independent directors when obtaining or disposing of assets to Board members of the Board of Directors. If an independent director has any objections or reservations, he shall state in the Minutes of Meeting of Board of Directors.
- 8.2.10 Where the Company or its subsidiaries that are not public companies in Taiwan are engaged in the transaction as described in the 8.2.1 to 8.2.7, and the transaction amount reaches 10% or more of the Company's total assets, the Company shall submit the information listed in the 8.2.1 to 8.2.7 to the shareholders' meeting for approval prior to entering into a transaction contract and making a payment. However, this restriction does not apply to transactions between the Company with its parent and subsidiaries, or between subsidiaries.
- 8.2.11 Calculation of the transaction amount shall be handled in accordance with the provisions of 13.2, and within one year of the alleged period, based on the date of the occurrence of the transaction, and retroactively calculated for one year in advance. All members of the Audit Committee shall have been regulated in accordance with the provisions of this procedure. More than half agree and submit to the shareholders' meeting and the Board of Directors to waive the recognition again.

8.3 Evaluation of the Rationale of Transaction Costs

- 8.3.1 To obtain real estate or right-of-use assets from a related party, the following methods should be used to assess the reasonableness of transaction costs:
- (1) Add the necessary funds interest and the buyer's legal cost to the transaction price of the related party. The so-called necessary capital interest cost is calculated based on the weighted average interest rate of the borrowed items of the company's purchased assets, but it must not be higher than the highest non-financial industry borrowing rate announced by the Ministry of Finance.
 - (2) If the related party once set the mortgage borrower to the financial

institution with the subject matter, the financial institution assesses the total value of the loan against the subject matter, but the cumulative value of the actual lending of the subject matter by the financial institution should reach the loan and loan assessment More than 70% of the total value and more than one year during the loan period. However, it is not applicable if the financial institution and one of the parties to the transaction are related to each other.

8.3.2 Where land and structures thereupon are combined as a single property purchased or leased in one transaction, the transaction costs for the land and the structures may be separately appraised in accordance with either of the means listed in Article 8.3.1.

8.3.3 To acquire real estate or right-of-use assets from a connected person, the cost of the real property or right-of-use assets should be assessed in accordance with 8.3.1 and 8.3.2, and certified public accountant should review and express specific opinions.

8.3.4 The acquisition of immovable property or right-of-use assets from a connected person is subject to the provisions of 8.2 related assessments and operating procedures, and does not apply the assessment requirements for the reasonableness of transaction costs specified in 8.3.1 to 8.3.3.

- (1) A person in a relationship acquires immovable property or right-of-use assets because of inheritance or gift.
- (2) The time for the contractor to obtain immovable property or right-of-use assets was more than five years before the contract date of the transaction.
- (3) Signing a co-construction contract with a affiliated person, or requesting the affiliated person to build an immovable property and obtaining real estate from the committee of the Party committee or the building committee of the prefecture.
- (4) The real property right-of-use assets for business use are acquired by the company with its parent or subsidiaries, or by its subsidiaries in which it directly or indirectly holds 100 percent of the issued shares or authorized capital.

8.4 When the evaluation results are lower than the transaction price according to 8.3.1 and 8.3.2, they shall be handled in accordance with 8.5. However, if due to the following circumstances, the objective evidence and the specific rationality opinions of the real estate appraiser and the certified public accountant shall be provided, this shall not apply:

8.4.1 If the affiliate obtains the redevelopment of the original land or rented land, he or she must produce evidence that meets one of the following conditions:

- (1) As assessed by the method prescribed in 8.3, prime real estate is calculated based on the construction cost of the related party plus a reasonable construction profit, which is the aggregate of the actual transaction price. The so-called reasonable construction profits shall be based on the average operating gross margin of the related party's construction department in the recent three years or the lowest gross profit margin of the construction industry announced by the Ministry of Finance.
- (2) Other non-relationship transactions within one year in other floors of the

same subject premises or in adjacent areas are similar in area, and the conditions are comparable if the transaction conditions are assessed on the basis of reasonable floor or regional spreads in accordance with the conventions governing the sale of real estate or lease.

8.4.2 Where the company acquiring real property, or obtaining real property right-of-use assets through leasing, from a related party provides evidence that the terms of the transaction are similar to the terms of completed transactions involving neighboring or closely valued parcels of land of a similar size by unrelated parties within the preceding year.

Completed transactions involving neighboring or closely valued parcels of land in the preceding paragraph in principle refers to parcels on the same or an adjacent block and within a distance of no more than 500 meters or parcels close in publicly announced current value; transactions involving similarly sized parcels in principle refers to transactions completed by unrelated parties for parcels with a land area of no less than 50 percent of the property in the planned transaction; within the preceding year refers to the year preceding the date of occurrence of the acquisition of the real property or obtainment of the right-of-use assets thereof.

8.5 To acquire real estate or right-of-use assets from a related party, if the evaluation results are lower than the transaction price as stipulated in 8.3 and 8.4, the following matters shall be handled:

8.5.1 Special surplus reserves shall be provided in accordance with the Articles of Incorporation and the relevant laws and regulations for the difference between the price of the real property or right-of-use assets transaction and the evaluation cost, and shall not be distributed or transferred for capital allocation. Investors who evaluate the equity of the company's investment in the equity method, if they are publicly-issued companies, shall also set aside a special surplus reserve in accordance with relevant laws and regulations in proportion to the amount of such an offer.

8.5.2 Independent director members of the Audit Committee shall comply with Article 218 of the Company Act.

8.5.3 The former 8.5.1 and 8.5.2 cases should be submitted to Shareholders' meeting and the details of the transaction should be disclosed in the annual report and the public statement.

The company and the public offering company that has set aside a special reserve under the preceding paragraph may not utilize the special reserve until it has recognized a loss on decline in market value of the assets it purchased or leased at a premium, or they have been disposed of, or the leasing contract has been terminated, or adequate compensation has been made, or the status quo ante has been restored, or there is other evidence confirming that there was nothing unreasonable about the transaction, and the Financial Supervisory Commission has given its consent.

8.6 The Company obtains real estate or right-of-use assets from related parties. If there is any other evidence showing that the transaction is inconsistent with business practices, it shall comply with the provisions of 8.5.

8.7 The provisions of this Article relating to 10% of the total assets shall be calculated on the basis of the total amount of assets in the most recent individual financial report as stipulated in the standard for the preparation of the financial report of the

securities issuer.

Article 9 The Company acquires or disposes of evaluation and operating procedures of intangible assets or right-of-use assets thereof or memberships.

9.1 Price Determination Method and Reference

To obtain or dispose of intangible assets or right-of-use assets thereof or memberships, it is necessary to consider the potential benefits and market-determined value of the assets in the future, and if necessary, refer to expert opinions and negotiate with the transaction counterparts.

9.2 Ask experts to issue opinions

The company acquires or disposes of intangible assets or right-of-use assets thereof or memberships and the transaction amount reaches 20 percent or more of paid-in capital or NT\$300 million or more, except in transactions with a domestic government agency, the company shall engage a certified public accountant prior to the date of occurrence of the event to render an opinion on the reasonableness of the transaction price. The calculation of the aforementioned transaction amounts shall be handled in accordance with the provisions of 13.2.

9.3 Authorized Credits and Tiers

9.3.1 Obtaining or disposing of a membership card, if the transaction amount is less than NT\$5 million (inclusive), it shall be submitted through the company's own internal signing and submitted to the chairman for approval; if the transaction amount exceeds NT\$5 million, it must be approved by the Board of Directors..

9.3.2 Obtaining or disposing of intangible assets or right-of-use assets, if the transaction amount is less than NT\$5 million (inclusive) submitted to the chairman for approval. If the transaction amount exceeds NT\$5 million, it must be approved by the Board of Directors.

9.4 Implementation Unit

The company's obtaining and disposing of intangible assets or right-of-use assets thereof or memberships shall be performed by the user unit and the relevant power and responsibility unit after the nuclear authority has been submitted for verification.

9.5 Trading Process

The Company obtains or disposes of intangible assets or right-of-use assets thereof or memberships, which is handled in accordance with the Company's approval list and internal control system procurement and payment cycle procedures.

Article 10 Evaluation and Operation Procedures for Obtaining or Disposing Derivative Products
In order to effectively manage the company's income and expenditure, assets and liabilities due to changes in foreign exchange, interest rates, etc., and the company's exposure to derivative commodity transactions.

Article 11 Acquire or dispose of derivative products for assessment
In order to effectively manage the company's income and expenditure, assets and liabilities due to changes in foreign exchange, interest rates, etc., engaged in derivative commodity trading risks.

11.1 Transaction type

Derivative products that the Company can buy or sell are referred to in Article 3.1

11.2 Business or hedging strategy

The Company engages in the derivative transactions should mainly be conducted for the purpose to ensure profit of the Company's business and avoid risks associated with fluctuation in exchange rate, interest rate and/ or value of assets.

11.3 Division of powers and responsibilities

The person to whom the financial unit may conduct derivative commodity transactions and the confirmation must be assigned by the treasurer.

Set up transaction confirmation and Settlement Officer. The confirmation staff is responsible for confirming the transaction with the counterparty. The Settlement Officer is responsible for arranging due settlements, and the transaction confirmation must not be the same as the Settlement Officer.

11.4 Determination of the total amount of the transaction deed and the maximum loss limit

11.4.1 The total amount of the transaction contract

(1) Hedging Operations

The total amount of the company's total safe-haven contract shall not exceed the foreign currency position of receivables/payables arising from the company's business within the next six months.

(2) Trading Operations

The total amount of the transaction contract for trading purpose shall not exceed 20% of the company's latest financial statement's net value. Any amount exceeding 100 million shall be approved by the board of directors and shall be subject to policy instructions.

11.4.2 Maximum Loss Limit

(1) Hedging Operations

If the company's individual (all) contract loss is more than 5% of the market price, the company will need to report whether the director's approval will be settled.

The maximum individual (all) contract loss limit shall not exceed the limit of 10% of the individual (all) transaction contract amount. If the maximum loss limit is exceeded, the announcement shall be made in accordance with the "13 Announcement Declaration Procedure".

(2) Trading Operations

If the individual (all) contract losses of the company are at a loss of more than 5% of the market price, they shall report to the chairman for approval whether or not the position will be settled.

The maximum individual (all) contract loss limit shall not exceed the limit of 10% of the individual (all) transaction contract amount. If the maximum loss limit is exceeded, the announcement shall be made in accordance with the "13 Announcement Declaration Procedure".

11.5 Performance Evaluation

The position of derivative instruments shall be weekly evaluated; transactions for hedging purposes shall be biweekly evaluated. The evaluation report shall be proved to manager authorized by the Board of Directors.

11.6 Delegation Lines and Levels

The authorization limits and hierarchies are as follows:

The company's authorized trader must be able to enter into the transaction only after the amount of the transaction contract specified in 11.4.1 has been approved by the chief financial officer and approved by the treasurer.

Each transaction must be internally signed in accordance with the amount of credit, and its authorization limit, transaction approval and hierarchy are as follows:

Amount (NT\$)	Department heads	General manager	Chairman	Board of Directors
Below 100 million	Review	Review	Approved	Recognize
100 million or more	Review	Review	Review	Resolution

In order to enable the transaction partner to cooperate with the supervision and management of the Company, the transaction authorization amount and level specified in this section should be notified in writing to the transaction target. However, the written confirmation with the transaction object, regardless of the amount of money, is signed by the treasurer.

11.7 Major Derivative Commodity Trading

Major derivatives transactions should be dealt with in accordance with relevant regulations and provide Board of Directors for resolutions.

11.8 Implementation Unit and Process

11.8.1 Confirming the Transaction Section.

11.8.2 Related trend analysis and judgment.

11.8.3 Determining practices:

- (1) The subject of the transaction
- (2) Trading position
- (3) Target price and range
- (4) Trading Strategies and Patterns
- (5) The price reference is based on the open quotation system.

11.8.4 Obtaining Approval of a Transaction.

11.8.5 Executing a Transaction

- (1) Transaction object:
When selecting trading partners, they must first consider the consideration of credit risk.
- (2) Traders:
The company's personnel who perform derivative commodity transactions should first sign the agreement with the top decision-making director, general manager, and directors of the finance department to inform the company's current financial institutions that the non-mentioned personnel should not engage in transactions.

11.9 Risk Management

11.9.1 Credit Risk:

The company is limited to the principle that the company trades with the company's banks or well-known financial institutions, and can provide professional information, otherwise it should sign the highest decision-making director of the finance department to agree.

11.9.2 Market risk:

Market risk arising from the fluctuations of interest rates and foreign exchange rates or from other factors shall be closely monitored and controlled.

11.9.3 Liquidity Risk:

In order to ensure liquidity, it is necessary to confirm with the capital personnel before the transaction that the transaction amount will not result in insufficient liquidity.

11.9.4 Cash Flow:

The Company should maintain sufficient liquid assets and financing facilities to meet the demand for delivery funds.

11.9.5 Operational Risk:

The Company determines the authorization limit and operation process to avoid operational risks.

11.9.6 Legal Risk:

Documents signed by the company and counterparties must be reviewed by internal legal personnel or legal advisors before they can be formally signed to avoid legal risks.

11.10 Internal Control

11.10.1 The Company's trading staff and confirmation and delivery personnel shall not hold concurrent positions.

11.10.2 When a transaction occurs, the trader should fill out the transaction slip and submit it to the confirmation person for confirmation. Confirmation personnel should confirm and count the statistics in the part master table according to the transaction slip and the transaction object.

11.10.3 Personnel for measurement, supervision and control of risks shall be assigned to different departments with the personnel of the preceding paragraph and shall report to the Board of Directors or Chairman.

11.11 Regular Evaluation Methods and Handling of Abnormal Situations

The position of derivative instruments shall be weekly evaluated; transactions for hedging purposes shall be biweekly evaluated by the finance department. The evaluation report shall be proved to manager authorized by the Board of Directors, if there is an abnormal situation, and take the necessary measures for response.

The assessment items should include the following items:

11.11.1 Regularly assess whether the performance of engaging in derivative commodity transactions meets established business strategies.

11.11.2 Whether the risk assumed is within the scope of the company's

tolerance.

- 11.11.3 Assessment of risk management measures on a monthly basis: Regularly assess whether the risk management measures currently in use are appropriate and do in accordance with the Company's procedures for dealing with derivative commodity transactions.
- 11.11.4 The Ministry of Finance shall deal with the provisions of the Business Accounting Law, the Financial Accounting Standards Communique and the relevant competent authority's letter of order. If there are no relevant regulations, the details shall be logged in and the monthly realized and unrealized profit and loss statements shall be calculated.
- 11.12 The Company is engaged in derivative commodity transactions. The Board of Directors does supervise and manage according to the following principles:
 - 11.12.1 Designated senior executives should always be aware of the supervision and control of the risk of derivative commodity transactions.
 - 11.12.2 Regularly assess whether the performance of the derivative commodity transaction is in line with the established business strategy and whether the risk assumed is within the scope of the company's tolerance.
- 11.13 High-level executives authorized by the Board of Directors shall manage the transactions of derivative commodities in accordance with the following principles:
 - 11.13.1 Regularly evaluate the appropriateness of the risk management measures currently in use, and do so in accordance with this Act and the company's procedures for dealing with derivative commodity transactions.
 - 11.13.2 When supervising transactions and gains and losses and discovering unusual circumstances, they shall take necessary measures and report to the Board of Directors immediately. Board of Directors shall have independent director to attend and express opinions.
- 11.14 Internal auditors should regularly understand the permissibility of the internal control of derivative commodity transactions, and check monthly the compliance of relevant trading departments with the relevant provisions of this process, analyze the trading cycle, and prepare audit reports. If major violations are found, Written notice to the audit committee member.
- 11.15 The Company engages in derivative commodity transactions and should prepare a reference book. The details of the types, amounts, dates of the Board of Directors adoption, and those that should be carefully assessed in accordance with 11.10 for engaging in derivative commodity transactions are detailed in the Reference Book for future reference.
- 11.16 The company managers and sponsors who engage in derivative commodity transactions shall follow the provisions of this process to protect the company from unfair losses. If any violation of the relevant laws or regulations of this procedure is involved, its punishment shall be handled in accordance with the provisions of the company's relevant personnel regulations.
- 11.17 The Company's subsidiary is intended to engage in derivative commodity trading. The company should urge it to establish procedures for the processing of derivative commodity transactions and implement it in accordance with

relevant regulations before implementing the Board of Directors resolution. If the subsidiary of the Company engages in derivative commodity transactions, it should periodically provide relevant information to the company for verification.

Article 12 Process of merger, split, acquisition or share transfer evaluation and operating procedures

- 12.1 The Company acquires or disposes of assets in accordance with legal mergers, divisions, acquisitions or transfer of shares. It is governed by the relevant provisions of the “Crete for Handling Acquisition and Disposal of Assets by Public Companies” and “Business Mergers and Acquisitions Act”.
- 12.2 The Company is required to obtain an agreement, merger, division, acquisition or share transfer to the certified public accountants, lawyers or securities underwriters before the Board of Directors resolution is convened to justify the conversion ratio, the purchase price, or the allotment of cash or other assets of shareholders. Express opinions and submit to the Board of Directors for discussion and adoption. However, if the company merges directly or indirectly subsidiaries that hold 100% of the issued shares or total capital, or if they directly or indirectly hold 100% of the issued shares or the total amount of capital in the merger of subsidiaries, they may avoid obtaining reasonable opinions from the former experts.

Article 13 Announcement procedure

- 13.1 When the company acquires or disposes of assets, it shall, in accordance with the nature, submit the relevant information to the designated website of the Financial Supervisory Commission within 2 days from the date of occurrence of the facts and provide the relevant information to the parent company of the group in the prescribed format according to the nature. :
 - 13.1.1 The company intends to acquire or dispose of real property or right-of-use assets thereof from or to a related party, or when it intends to acquire or dispose of assets other than real property or right-of-use assets thereof from or to a related party and the transaction amount reaches 20 percent or more of paid-in capital, 10 percent or more of the company's total assets, or NT\$300 million or more, except in trading of domestic government bonds or bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises shall not be included.
 - 13.1.2 Merge, split, acquisition or transfer of shares.
 - 13.1.3 Losses incurred in the trading of derivative commodities amount to the total or individual contract loss limit specified in the prescribed treatment procedures.
 - 13.1.4 Acquired or disposed of equipment or right-of-use assets for business use, and the parties to the transaction are not related parties, and the transaction amount has reached NT\$500 million or more.
 - 13.1.5 The Company has acquired or disposed of the real estate or right-of-use assets for construction use by the company in construction business and the transaction partner is not a related party, and the transaction amount has reached more than NT\$500 million.
 - 13.1.6 The real estate is obtained from the methods of the construction of the local committee, the lease of the land, the construction of the sub-houses,

the construction of the sub-units, and the construction of the sub-sales. The company expects to invest more than NT\$500 million in the transaction the parties to the transaction are not related parties.

13.1.7 Excluding the previous six-point asset transactions, financial institutions disposing of claims, or engaging in investment in the mainland, the transaction amount of the company's paid-in capital amounted to 20 percent or more than NT\$300 million. However, the following circumstances are not limited:

- (1) Trading of domestic government bonds or the foreign government bonds with a credit rating not lower than our country's sovereign rating.
- (2) Where done by professional investors-securities trading on securities exchanges or OTC markets, or subscription of foreign government bond, or ordinary corporate bonds or general bank debentures without equity characteristics (excluding subordinated debt) that are offered and issued in the primary market, or subscription or redemption of securities investment trust funds or futures trust funds, or purchase or sell back index investment securities, or subscription by a securities firm of securities as necessitated by its undertaking business or as an advisory recommending securities firm for an emerging stock company, in accordance with the rules of the Taipei Exchange.
- (3) Trading of bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.

13.2 The transaction amount in the preceding paragraph is calculated as follows:

13.2.1 The amount of each transaction.

13.2.2 Accumulate within one year the amount of the transaction with the same nature as the person obtaining or disposing of the same nature.

13.2.3 Accumulated acquisitions or dispositions (acquisition, disposition, respectively) of the amount of real estate or right-of-use assets of the same development plan within one year.

13.2.4 Accumulation or disposition (acquisition, disposal separately) of the same amount of securities within one year.

13.2.5 Within one year within the said period, based on the date of occurrence of the transaction, the retrospective calculation will be made one year in advance, and the part announced in accordance with the provisions shall not be counted.

13.3 The company shall compile monthly reports on the status of derivatives trading engaged in up to the end of the preceding month by the company and any subsidiaries that are not domestic public companies and enter the information in the prescribed format into the information reporting website designated by the Financial Supervisory Commission by the 10th day of each month and provide relevant information on a monthly basis. Information to the parent company of the group.

13.4 The Company shall announce that the project should be re-announced within two days from the date of the knowledge, if there is any error or omission in the

announcement and it should be corrected.

- 13.5 The Company obtains or disposes of assets, and the relevant contracts, Minutes of Meeting, reference books, valuation reports, certified public accountants, lawyers, or securities underwriters' opinions shall be kept in the Company. This information is kept for at least five years unless otherwise provided by other Acts.
- 13.6 After the Company declares a transaction in accordance with the provisions of the preceding paragraph of this Article, any one of the following circumstances shall report the relevant information on the designated website of the Financial Supervisory Commission within two days from the date of the factual occurrence:
 - 13.6.1 The relevant contract signed in the original transaction has been changed, terminated or cancelled.
 - 13.6.2 Mergers, splits, acquisitions or transfer of shares are not completed on a contractual schedule.
 - 13.6.3 The contents of the original announcement declaration have been changed.
- 13.7 If the subsidiary of the Company is not a public issuer and acquires or disposes of assets that meet the declared standards for the publication of Articles 30 and 31 of the " Regulations Governing the Acquisition and Disposal of Assets by Public Companies ", the Company shall also the subsidiary handled the notification of the announcement. The applicable reporting standards of the subsidiary company shall be related to the declared amount of the paid-in capital or the total assets, which is based on the paid-in capital of the company or the total assets.

Article 14 The Company's subsidiary shall comply with the following provisions:

- 14.1 The Company shall urge its subsidiaries to stipulate and execute procedures for obtaining or disposing of assets in accordance with the provisions of Regulations Governing the Acquisition and Disposal of Assets by Public Companies by Financial Supervisory Commission.
- 14.2 The acquisition or disposal of assets by each subsidiary shall be reported to the Company prior to the fact that the "Procedure for Acquisition or Disposal of Assets" or other legal provisions should be approved by the Board of Directors. The Company's responsibilities and units should assess the feasibility, necessity and rationality of the acquisition or disposition of assets, and follow up the execution status afterwards to conduct an analysis review.
- 14.3 The Company's internal auditors should regularly audit the compliance status of each subsidiary's " Procedure for Acquisition or Disposal of Assets " and prepare an audit report. After the findings and recommendations of the audit report are submitted, they should notify the affected subsidiaries to improve. It also regularly produces follow-up reports to ascertain that it has taken appropriate improvement measures in a timely manner.

Article 15 The Company has directly or indirectly waived the capital increase of Suzhou Winmax Technology Corp. (hereinafter referred to as Suzhou Winmax Company) in each year, either directly or indirectly. If Suzhou Winmax Company hold shares, and Suzhou Winmax Company has directly or indirectly waived the capital increase of Winmax Technology Corp. (hereinafter referred to as Winmax Company), the company will lose its substantive control over Suzhou Winmax Company and Winmax Company, and it must first pass a special resolution of the board of directors of the company, and

independent directors should attend and express their opinions. The contents of the resolution and the amendments to this article should be opened and public information should be entered into the major observing station information to be disclosed and a letter to the counter buying center for future reference.

Article 16 Penalties

The Company employees undertake to obtain and dispose of assets in violation of the provisions of this process, according to the company employee handbook regularly submit assessment, according to the severity of the punishment.

Article 17 Supplements to the Ordinance

The matter of this procedure is not exhausted and it is handled in accordance with the relevant laws and regulations.

Article 18 In the case of a company whose shares have no par value or a par value other than NT\$10—for the calculation of transaction amounts of 20 percent of paid-in capital under these Procedure, 10 percent of equity attributable to owners of the parent shall be substituted.

Article 19 Implementation and Correction

19.1 This operating procedure is approved by more than half of all members of the Audit Committee and is subject to resolution by the Board of Directors. The resolution is then submitted to the Shareholders' meeting with consent. If there are any directors who have objections and have written or written statements, the company shall disagreeing with the Audit Committee and submitting a shareholder's meeting for discussion will also be the same.

19.2 If more than one-half of the total number of members of the Audit Committee agree, the foregoing paragraph may be agreed by more than two-thirds of all directors, and the Board of Directors shall state the resolution of the Audit Committee in the Board of Directors Minutes of Meeting.

19.3 All the members of the Audit Committee referred to 19.1 in the preceding paragraph and all directors referred to in the preceding paragraph shall be calculated based on the actual incumbent.

19.4 When submitting the procedures for obtaining or disposing of assets to the Board of Directors for discussion in accordance with the provisions of the preceding paragraph, the opinions of the independent directors shall be fully considered and the opinions and reasons for their consent or objection shall be included in the Minute of Meeting.

Procedures for Loaning of Company Funds

Article 1 Purpose and Legal Basis

The Company established this procedure in accordance with the “Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies”. The Company shall follow the Procedures set forth below for lending funds to other parties. Any other matters not set forth in the Procedures shall be dealt with in accordance with the applicable laws, rules, and regulations.

Article 2 Scope

2.1 Funds Borrower

2.1.1 Company or enterprise that has business transactions with the company.

2.1.2 Company requiring short term financing as recognized by the board of directors:

- (1) Company with parent and subsidiary relationship with the company that requires short term financing due to business needs.
- (2) Company or enterprise invested by the company under the equity method that requires short term financing due to procurement of materials or operations.
- (3) Capital lending among overseas companies whose 100% voting shares are directly or indirectly held by the company, or overseas companies whose 100% voting shares are directly or indirectly held by the company lending to the company.

2.1.3 Subsidiary and parent company referred to shall be determined in accordance with Regulations Governing the Preparation of Financial Reports by Securities Issuers.

2.2 Total Funds Lending Limit

2.2.1 The total amount of funds lending by the company shall not exceed 40% of the company’s net value.

2.2.2 The total amount for lending to a company having business relationship with the Company shall not exceed 10% of the company’s net value. The individual lending amount shall not exceed the amount of the total transaction amount between the parties during the period of the year prior to the time of lending and shall not exceed 10% of the company’s net value. (For the purpose of this Procedure, the "transaction amount" shall mean the sales or purchasing amount between the parties, whichever is higher).

2.2.3 For lending of short term financing, the total lending amount shall not exceed 40% of the company’s net value and the individual lending amount shall not exceed 40% of the company’s net value. The amount of short term

financing means the accumulated balance of short term lending amount by the company.

2.2.4 According to 2.1.2(3) Capital lending among overseas companies whose 100% voting shares are directly or indirectly held by the company or overseas companies whose 100% voting shares are directly or indirectly held by the company lending to the company is not subject to the restrictions under 2.2.1~2.2.3. The aggregate amount of loans and the maximum amount permitted to a single borrower shall each be prescribed separately for business transactions and for short-term financing respectively.

2.2.5 "net worth" in these Regulations means the balance sheet equity attributable to the owners of the parent company under the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

2.2.6 When the person in charge of the company violates the provisions of Article 2.2.1~2.2.3, it shall be responsible for the return of the loan with the borrower; if the company suffers damage, it shall also be liable for damages.

2.3 Term of Capital Financing

2.3.1 Short term financing requirement with the company means a term that is one year or one business cycle (whichever is longer).

2.3.2 In case of any special situation and subject to the approval of the board of directors, lending may be extended upon expiry based on the actual situation.(To once only, and shall not exceed one year). The term of short term financing each loan extended by the Company shall not exceed one year and no extension by the board of directors.

2.4 Interest Calculation of Capital Financing

The company may waive interest for funds lending to any company whose 100% voting shares are held directly or indirectly by the company. For other lending to companies or enterprises approved by the company, interest shall accrue at the basic lending rate of the Bank of Taiwan for the current month plus 2%. If the borrower fails to perform the financing contract, monthly interest shall accrue at the original interest rate times 1.1 starting from the date of violation of the financing contract.

Article 3 Decision Level

3.1 When the company contemplates to lend funds, a resolution by the board of directors shall be required. No other person shall be authorized to make the decision.

3.2 For funds lending between the company and its subsidiary or among the company's subsidiaries, the board of directors may authorize the chairman to approve several

drawdowns or revolving drawdowns by the same borrower within a period of one year within a certain amount resolved by the board of directors. Other than overseas companies whose 100% voting shares are directly or indirectly held by the company, the authorized amount of funds lending from the company or the subsidiary to any single enterprise shall not exceed 10% of the net value on the company's latest financial statements.

Article 4 Operating procedures

4.1 Loan Application

Any borrower, when applying for a loan from the Company, shall submit an application (10.1) describing in detail the loan amount requested, term, purpose and collateral to the Company. After the application approved by Business Unit submit to finance department to facilitate the evaluation and credit checking by the Company.

4.2 For funds lending to subsidiary and parent company, may be waived to facilitate the evaluation and credit checking by the company.

4.3 Loan Approval

4.3.1 Evaluation Criteria

- (1) Due to the business loan relationship, it is necessary to clearly determine whether the loan amount and the amount of business transactions are equivalent.
- (2) For lending of short term financing, the reasons and circumstances of the loan and funds should be listed.

4.3.2 Review Procedure

- (1) Necessity and reasonableness of funds lending.
- (2) Credit and risk evaluation of the borrower.
- (3) Impact on the company's operational risk, financial status and shareholder interest.
- (4) Whether collateral should be obtained and evaluation of the collateral's value.

4.3.3 Following credit verification or verification, if the lending will not be released because the borrower has bad credit or if the purpose for the loan is inappropriate, the processing staff shall seek approval for the reason for decline and inform the borrower timely.

4.3.4 Following review and evaluation, for cases with good credit, appropriate lending purpose, the finance department shall fill in the credit report and opinions, and propose to lend the conditions of the loan, review it by the chairman and report it to the board of directors.

4.3.5 After a lending case is approved, the processing staff shall inform the borrower by letter or telephone as soon as possible, detailing the company's lending conditions, including the amount, duration, interest rate, collateral, insurance and guarantor and require the borrower to sign a contract and carry out a collateral pledge and guarantor procedure within a deadline.

4.4 Contract Signing and Guarantor

4.4.1 For any lending case, the processing staff shall draft the contract provisions.
(9.2) The procedure for contract signing shall then be carried out.

4.4.2 After signatures by the borrower and the joint liability guarantor on the contract, the processing staff shall carry out the guarantee procedure.

4.5 Collateral rights setting

IF any other borrower provide a collateral as requested by the Company in an amount equivalent to that of the loan, the processing department shall appraisal of collateral, legal procedures for mortgage and/or lien must be fulfilled to protect the Company's interest

4.6 Insurance

4.6.1 All collateral, except land and securities, shall be covered by property damage insurance. For vehicles, comprehensive insurance shall be procured. The insured amount shall, in principle, be not less than the replacement cost of the collateral. The insured object, quantity, location and coverage conditions must be consistent with the requirements of the Company. If a building does not have a street number at the time of creation of collateral, the address shall be indicated by the land section and land number where it is located. The Company shall be named as the beneficiary of the insurance.

4.6.2 The insurance period shall cover the funds lending period. If approval is obtained to extend the lending period, the processing staff shall duly inform the borrower to continue the insurance prior to the expiry of the insurance period.

4.7 Advance

The processing department shall only release the amount after the borrower has signed the contract, submitted promissory note and loan contract, then completed registration of mortgage creation on the collateral.

4.8 Entry account

The company to complete each funds and loan procedures, should be prepared by the processing department guarantees or credit guarantee of journal voucher, filed with the accounting unit posted to necessary account books

4.9 Repayment

When the borrower repays the loan on or before the due date, interest payable shall first be calculated and paid together with the principal. Then the promissory note shall be returned to the borrower.

4.10 Lien Cancellations

The borrower to apply for cancellation of mortgage right, it should first find out whether the principal and interest of the loan have been fully settled, and the liquidity can be agreed to apply for the mortgage of the mortgage.

4.11 Overdue Debt

4.11.1 The borrower shall repay the principal and interest when the lending is

due. If the borrower cannot repay and needs an extension, it shall file a request in advance for approval by the board of directors. Each extension of repayment shall in accordance with Article 2.3.2. In case of any violation, the company shall carry out disposal and claim in accordance with law on the collateral provided or against the guarantor.

4.11.2 The company shall accordance with Regulations Governing the Preparation of Financial Reports by Securities Issuers to evaluate the funds lending situation and make appropriate bad debt provision. Relevant information shall also be disclosed in the financial reports. Relevant information shall be provided to the certifying accountant to perform the necessary audit procedure.

4.12 Subsequent Control Measures for Amount Advanced

4.12.1 Extension

Before the due date, the company shall inform the borrower repays the loan on the due date or extend the borrowing. If the borrower wishes to extend the borrowing before the due date, a new application shall be filed in accordance with this procedure.

4.12.2 Case registration and custody

- (1)The company shall establish a reference book for carrying out funds lending matters, recording in detail for future reference the funds borrower, amount, date of board approval, date of funds lending and matters requiring careful evaluation in accordance with Article 4.3.2.
- (2)After lending is advanced, the financial, business and credit situation of the borrower and the guarantor shall be monitored. Verifications shall be made as to whether the value of collateral (pledge) has been changed. Any significant change shall be immediately reported to the chairman and handled in accordance with the chairman's instructions.
- (3)The internal audit shall perform regularly inspection and evaluation of the performance of the above provisions and written records shall be prepared. In case of any significant violation, all audit committee shall be notified in writing.
- (4)Should a borrower no longer satisfy the criteria set forth in the relevant regulations and/or these Procedures or there be any excess over the lending limit due to unexpected changes of the Company, a corrective plan has to be provided to the Audit Committee and the proposed correction actions should be implemented within the period specified in such plan.
- (5)Every month, the processing staff shall prepare a funds lending details table for the previous month and submit it to the persons with due authority for review and approval.

Article 5 Public Announcement

- 5.1 A public announcement shall be made by the 10th day of each month about the balance of funds lending by the company and its subsidiaries for the previous month. And provide relevant information on a monthly basis information to the parent company of the group.
- 5.2 If the balance of funds lending of the company and subsidiary, reaches Article 22 first paragraph of “Regulations Governing Loaning of Funds and Making of Endorsements /Guarantees by Public Companies” by the Securities and Futures Bureau, a public announcement shall be made within 2 days commencing immediately from the date of occurrence. And provide relevant information on a monthly basis information to the parent company of the group.
- 5.3 “Date of occurrence” in these Regulations means the date of contract signing, date of payment, dates of boards of directors resolutions, or other date that can confirm the counterparty about fund lending and monetary amount of the transaction, whichever date is earlier.

Article 6 Control Procedure for Funds Lending by Subsidiary

- 6.1 When the subsidiary of the company contemplates to lend funds, the company shall ensure that the subsidiary performs in accordance with the funds lending procedure established in accordance with the “Regulations Governing Loaning of Funds and Making of Endorsements/ Guarantees by Public Companies” by the Securities and Futures Bureau.
- 6.2 When fund-lending to other parties is contemplated by the subsidiary of the Company, relevant information should be submitted to the company and approved by the Board of Directors of the subsidiary.
- 6.3 The company’s internal audit staff shall perform regular audit on the compliance by each subsidiary to its “Funds Lending Procedure” and make audit reports. The discoveries and suggestions of the audit report shall be explained and notified to each audited subsidiary for improvement. Regular follow-up reports shall be made to ensure that appropriate improvement measures have been undertaken in time.

Article 7 Penalty

If any manager and responsible staff of the company violates the Procedure of the company, a sanction shall be imposed based on the gravity of the matter in accordance with the company’s work rules, with regular report and audit.

Article 8 Implementation and Amendment

- 8.1 This procedure shall be implemented after it is approved by more than half of all audit committee members, submitted to the board of directors for further approval and submitted to the shareholder meeting for approval. If any director voices any objection by recording or written statement, the company shall submit the objection to the audit committee and shareholder meeting for discussion. The same procedure shall be applicable to any amendment hereof.

- 8.2 If approval of more than half of all audit committee members as required in the preceding paragraph is not obtained, the procedures may be implemented if approved by more than two-thirds of all directors, and the resolution of the audit committee shall be recorded in the minutes of the board of directors meeting.
- 8.3 8.1 All members of the Audit Committee and all board of directors referred to the above paragraph are calculated by the actual incumbent.
- 8.4 When the funds lending procedure is submitted to the board of directors for discussion in accordance with the previous section, opinions from each independent director shall be fully taken into consideration the opinions. If an independent director objects to or expresses reservations about any matter, it shall be recorded in the minutes of the board of directors meeting.

Rules of Procedure for Shareholder Meetings

Article 1 (Basis and purpose)

To establish a strong governance system and sound supervisory capabilities for the Company's shareholders meetings, and to strengthen management capabilities, these Rules are adopted pursuant to Article 5 of the "Corporate Governance Best-Practice Principles for TWSE/GTSM Listed Companies".

Article 2 (Scope)

The rules of procedures for the Company's shareholders meetings, except as otherwise provided by law, regulation, or the articles of incorporation, shall be as provided in these Rules.

Article 3 (Definition)

The term "shareholders" as used in this Procedures refers to the agents to whom the shareholders and the shareholders are present.

Article 4 (Convening shareholders meetings and shareholders meeting notices)

- (1) Unless otherwise provided by law or regulation, the Company's shareholders meetings shall be convened by the board of directors.
- (2) Unless otherwise provided by the Regulations Governing the Administration of Shareholder Services of Public Companies, a company that will convene a shareholders' meeting with video conferencing shall expressly provide for such meetings in its Articles of Incorporation and obtain a resolution of its board of directors. Furthermore, convening of a virtual-only shareholders' meeting shall require a resolution adopted by a majority vote at a meeting of the board of directors attended by at least two-thirds of the total number of directors.
- (3) Changes to how the Company convenes its shareholders meeting shall be resolved by the board of directors, and shall be made no later than mailing of the shareholders meeting notice.
- (4) The Company shall prepare electronic versions of the shareholders meeting notice and proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors and upload them to the Market Observation Post System (MOPS) before 30 days before the date of a regular shareholders meeting or before 15 days before the date of a special shareholders meeting. The Company shall prepare electronic versions of the shareholders meeting agenda and supplemental meeting materials and upload them to the MOPS before 21 days before the date of the regular shareholders meeting or before 15 days before the date of the special shareholders meeting. In addition, before 15 days before the date of the shareholders meeting, the Company shall also have prepared the shareholders meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at the Company and the professional shareholder services agent designated.
- (5) The Company shall make the meeting agenda and supplemental meeting materials in the preceding paragraph available to shareholders for review in the following manner on the date of the shareholders meeting:
 - A. For physical shareholders meetings, to be distributed on-site at the meeting.
 - B. For hybrid shareholders meetings, to be distributed on-site at the meeting and shared on the virtual meeting platform.

- C. For virtual-only shareholders meetings, electronic files shall be shared on the virtual meeting platform.
- (6) The reasons for convening a shareholders meeting shall be specified in the meeting notice and public announcement. With the consent of the addressee, the meeting notice may be given in electronic form.
 - (7) Election or dismissal of directors, amendments to the articles of incorporation, capital reduction, termination of public offering, lifting the prohibition of competition on directors, earnings transferred to common stock, capital surplus transferred to common stock, the dissolution, merger, or demerger of the corporation, or any matter under Article 185, paragraph 1 of the Company Act, Articles 26-1 and 43-6 of the Securities Exchange Act, Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be set out in the notice of the reasons and main reasons for convening the shareholders meeting. None of the above matters may be raised by an extraordinary motion.
 - (8) If the meeting notice has specified the re-election of directors and the date of inauguration. As the re-election is completed on the shareholders' meeting, such resolution of inauguration date should not be changed in the same meeting by an extraordinary motion or other means.
 - (9) A shareholder holding 1 percent or more of the total number of issued shares may submit to the Company a proposal for discussion at a regular shareholders meeting. Such proposals, however, are limited to one item only, and no proposal containing more than one item will be included in the meeting agenda. A shareholder may propose a recommendation for urging the corporation to promote public interests or fulfill its social responsibilities, provided procedurally the number of items so proposed is limited only to one in accordance with Article 172-1 of the Company Act, and no proposal containing more than one item will be included in the meeting agenda. In addition, when the circumstances of any subparagraph of Article 172-1, paragraph 4 of the Company Act apply to a proposal put forward by a shareholder, the board of directors may exclude it from the agenda.
 - (10) Prior to the book closure date before a regular shareholders meeting is held, the Company shall publicly announce that it will receive shareholder proposals by written or electronic, and the location and time period for their submission; the period for submission of shareholder proposals may not be less than 10 days. Shareholder-submitted proposals are limited to 300 words, and no proposal containing more than 300 words will be included in the meeting agenda. The shareholder making the proposal shall be present in person or by proxy at the regular shareholders meeting and take part in discussion of the proposal.
 - (11) Prior to the date for issuance of notice of a shareholders meeting, the Company shall inform the shareholders who submitted proposals of the proposal screening results, and shall list in the meeting notice the proposals that conform to the provisions of this Article. At the shareholders meeting the board of directors shall explain the reasons for exclusion of any shareholder proposals not included in the agenda.

Article 5 (Attendance at Shareholders' meeting and authorization)

- (1) For each shareholders meeting, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by the Company and stating the scope of the proxy's authorization.
- (2) A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders meeting, and shall deliver the proxy form to the Company before 5 days before the date of the shareholders meeting. When duplicate proxy forms are

delivered, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment.

- (3) After a proxy form has been delivered to the Company, if the shareholder intends to attend the meeting in person or to exercise voting rights by correspondence or electronically, a written notice of proxy cancellation shall be submitted to the Company before 2 business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.
- (4) If, after a proxy form is delivered to the Company, a shareholder wishes to attend the shareholders meeting online, a written notice of proxy cancellation shall be submitted to the Company two business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

Article 6 (Principles determining the time and place of a shareholders meeting)

The venue for a shareholders meeting shall be the premises of the Company, or a place easily accessible to shareholders and suitable for a shareholders meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m. Full consideration shall be given to the opinions of the independent directors with respect to the place and time of the meeting.

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

Article 7 (Preparation of documents such as the attendance book)

- (1) The Company shall specify in its shareholders meeting notices the time during which shareholder, solicitors and proxies (collectively "shareholders") attendance registrations will be accepted, the place to register for attendance, and other matters for attention.
- (2) The time during which shareholder attendance registrations will be accepted, as stated in the preceding paragraph, shall be at least 30 minutes prior to the time the meeting commences. The place at which attendance registrations are accepted shall be clearly marked and a sufficient number of suitable personnel assigned to handle the registrations. For virtual shareholders meetings, shareholders may begin to register on the virtual meeting platform 30 minutes before the meeting starts. Shareholders completing registration will be deemed as attend the shareholders meeting in person.
- (3) Shareholders shall attend shareholders meetings based on attendance cards, sign-in cards, or other certificates of attendance. The Company may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification.
- (4) The Company shall furnish the attending shareholders with an attendance book to sign, or attending shareholders may hand in a sign-in card in lieu of signing in.
- (5) The Company shall furnish attending shareholders with the meeting agenda book, annual report, attendance card, speaker's slips, voting slips, and other meeting materials. Where there is an election of directors or supervisors, pre-printed ballots shall also be furnished.
- (6) When the government or a juristic person is a shareholder, it may be represented by more than one representative at a shareholders meeting. When a juristic person is appointed to attend as proxy, it may designate only one person to represent it in the meeting.
- (7) In the event of a virtual shareholders meeting, shareholders wishing to attend the meeting online shall register with the Company two days before the meeting date.

- (8) In the event of a virtual shareholders meeting, the Company shall upload the meeting agenda book, annual report and other meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

Article 7-1 (Convening virtual shareholders meetings and particulars to be included in shareholders meeting notice)

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

- (1) How shareholders attend the virtual meeting and exercise their rights.
- (2) Actions to be taken if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events, at least covering the following particulars:
 - A. To what time the meeting is postponed or from what time the meeting will resume if the above obstruction continues and cannot be removed, and the date to which the meeting is postponed or on which the meeting will resume.
 - B. Shareholders not having registered to attend the affected virtual shareholders meeting shall not attend the postponed or resumed session.
 - C. In case of a hybrid shareholders meeting, when the virtual meeting cannot be continued, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders meeting online, meets the minimum legal requirement for a shareholder meeting, then the shareholders meeting shall continue. The shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, and the shareholders attending the virtual meeting online shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders meeting.
 - D. Actions to be taken if the outcome of all proposals have been announced and extraordinary motion has not been carried out.
- (3) To convene a virtual-only shareholders meeting, appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders meeting online shall be specified. Except as provided in Article 44-9, Paragraph 6 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall provide shareholders with access to communication facilities and necessary assistance, and specify the application period and other relevant considerations.

Article 8 (The chair and non-voting participants of a shareholders meeting)

- (1) If a shareholders meeting is convened by the board of directors, the meeting shall be chaired by the chairperson of the board. When the chairperson of the board is on leave or for any reason unable to exercise the powers of the chairperson, the vice chairperson shall act in place of the chairperson; if there is no vice chairperson or the vice chairperson also is on leave or for any reason unable to exercise the powers of the vice chairperson, the chairperson shall appoint one of the managing directors to act as chair, or, if there are no managing directors, one of the directors shall be appointed to act as chair. Where the chairperson does not make such a designation, the managing directors or the directors shall select from among themselves one person to serve as chair.
- (2) When a managing director or a director serves as chair, as referred to in the preceding paragraph, the managing director or director shall be one who has held that position for six months or more and who understands the financial and business conditions of

the company. The same shall be true for a representative of a juristic person director that serves as chair.

- (3) It is advisable that shareholders meetings convened by the board of directors be chaired by the chairperson of the board in person and attended by a majority of the directors (at least one independent director) in person, and at least one member of each functional committee on behalf of the committee. The attendance shall be recorded in the meeting minutes.
- (4) If a shareholders meeting is convened by a party with power to convene but other than the board of directors, the convening party shall chair the meeting. When there are two or more such convening parties, they shall mutually select a chair from among themselves.
- (5) The Company may appoint its attorneys, certified public accountants, or related persons retained by it to attend a shareholders meeting in a non-voting capacity.

Article 9 (Documentation of a shareholders meeting by audio or video)

The Company, beginning from the time it accepts shareholder attendance registrations, shall make an uninterrupted audio and video recording of the registration procedure, the proceedings of the shareholders meeting, and the voting and vote counting procedures. The recorded materials shall be retained for at least 1 year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.

Where a shareholders meeting is held online, the Company shall keep records of shareholder registration, sign-in, check-in, questions raised, votes cast and results of votes counted by the Company, and continuously audio and video record, without interruption, the proceedings of the virtual meeting from beginning to end.

The information and audio and video recording in the preceding paragraph shall be properly kept by the Company during the entirety of its existence, and copies of the audio and video recording shall be provided to and kept by the party appointed to handle matters of the virtual meeting.

In case of a virtual shareholders meeting, the Company is advised to audio and video record the back-end operation interface of the virtual meeting platform.

Article 10 (Shareholders' meeting attendance calculations and meetings)

- (1) Attendance at shareholders meetings shall be calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in, and the shares checked in on the virtual meeting platform, plus the number of shares whose voting rights are exercised by correspondence or electronically.
- (2) The chair shall call the meeting to order at the appointed meeting time and announce the votes with no voting rights and the number of shares in attendance. However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined total of no more than 1 hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chair shall declare the meeting adjourned. In the event of a virtual shareholders meeting, the Company shall also declare the meeting adjourned at the virtual meeting platform.
- (3) If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within 1

month. In the event of a virtual shareholders meeting, shareholders intending to attend the meeting online shall re-register to the Company in accordance with Article 7.

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

Article 11 (Discussion of proposals)

- (1) If a shareholders meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. Relevant agendas (including the extraordinary motion or amendment of the existing agenda) should be resolved case by case. The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders meeting.
- (2) The provisions of the preceding paragraph apply mutatis mutandis to a shareholders meeting convened by a party with the power to convene that is not the board of directors.
- (3) The chair may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs (including extraordinary motions), except by a resolution of the shareholders meeting. If the chair declares the meeting adjourned in violation of the rules of procedure, the other members of the board of directors shall promptly assist the attending shareholders in electing a new chair in accordance with statutory procedures, by agreement of a majority of the votes represented by the attending shareholders, and then continue the meeting.
- (4) The chair shall allow ample opportunity during the meeting for explanation and discussion of proposals and of amendments or extraordinary motions put forward by the shareholders; when the chair is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the chair may announce the discussion closed and call for a vote. Attendees should be offered with adequate time to vote.

Article 12 (Shareholder speech)

- (1) Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, his/her shareholder account number (or attendance card number), and account name. The order in which shareholders speak will be set by the chair.
- (2) A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail.
- (3) Except with the consent of the chair, a shareholder may not speak more than twice on the same proposal, and a single speech may not exceed 5 minutes. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chair may terminate the speech.
- (4) When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chair and the shareholder that has the floor; the chair shall stop any violation.
- (5) When a juristic person shareholder appoints two or more representatives to attend a shareholders meeting, only one of the representatives so appointed may speak on the same proposal.
- (6) After an attending shareholder has spoken, the chair may respond in person or direct relevant personnel to respond.
- (7) Where a virtual shareholders meeting is convened, shareholders attending the virtual meeting online may raise questions in writing at the virtual meeting platform from the chair declaring the meeting open until the chair declaring the meeting adjourned.

No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words. The regulations in paragraphs 1 to 5 do not apply.

- (8) As long as questions so raised in accordance with the preceding paragraph are not in violation of the regulations or beyond the scope of a proposal, it is advisable the questions be disclosed to the public at the virtual meeting platform.

Article 13 (Calculation of voting shares and recusal system)

- (1) Voting at a shareholders meeting shall be calculated based the number of shares.
- (2) With respect to resolutions of shareholders meetings, the number of shares held by a shareholder with no voting rights shall not be calculated as part of the total number of issued shares.
- (3) When a shareholder is an interested party in relation to an agenda item, and there is the likelihood that such a relationship would prejudice the interests of the Company, that shareholder may not vote on that item, and may not exercise voting rights as proxy for any other shareholder.
- (4) The number of shares for which voting rights may not be exercised under the preceding paragraph shall not be calculated as part of the voting rights represented by attending shareholders.
- (5) With the exception of a trust enterprise or a shareholder services agent approved by the competent securities authority, when one person is concurrently appointed as proxy by two or more shareholders, the voting rights represented by that proxy may not exceed 3 percent of the voting rights represented by the total number of issued shares. If that percentage is exceeded, the voting rights in excess of that percentage shall not be included in the calculation.

Article 14 (Resolution, scrutiny and counting of motions)

- (1) A shareholder shall be entitled to one vote for each share held, except when the shares are restricted shares or are deemed non-voting shares under Article 179, paragraph 2 of the Company Act.
- (2) When the Company holds a shareholders meeting, it may allow the shareholders to exercise voting rights by electronics means or correspondence. When voting rights are exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders meeting notice. A shareholder exercising voting rights by correspondence or electronic means will be deemed to have attended the meeting in person, but to have waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting.
- (3) A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph shall deliver a written declaration of intent to the Company before 2 days before the date of the shareholders meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail, except when a declaration is made to cancel the earlier declaration of intent.
- (4) After a shareholder has exercised voting rights by correspondence or electronic means, in the event the shareholder intends to attend the shareholders meeting in person or online, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to the Company, by the same means by which the voting rights were exercised, before 2 business days before the date of the shareholders meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by correspondence or electronic means shall prevail. When a shareholder has exercised voting rights both by correspondence or electronic means and by appointing a proxy to attend a shareholders meeting, the voting rights exercised by the proxy in the meeting shall prevail.

- (5) Except as otherwise provided in the Company Act and in the Company's Articles of Incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders.
- (6) At the time of a vote, for each proposal, the chair or a person designated by the chair shall first announce the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be entered into the MOPS.
- (7) When there is an amendment or an alternative to a proposal, the chair shall present the amended or alternative proposal together with the original proposal and decide the order in which they will be put to a vote. When any one among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.
- (8) Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chair, provided that all monitoring personnel shall be shareholders of the Company.
- (9) Vote counting for shareholders meeting proposals or elections shall be conducted in public at the place of the shareholders meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on-site at the meeting, and a record made of the vote.
- (10) When the Company convenes a virtual shareholders meeting, after the chair declares the meeting open, shareholders attending the meeting online shall cast votes on proposals and elections on the virtual meeting platform before the chair announces the voting session ends or will be deemed abstained from voting.
- (11) In the event of a virtual shareholders meeting, votes shall be counted at once after the chair announces the voting session ends, and results of votes and elections shall be announced immediately.
- (12) When the Company convenes a hybrid shareholders meeting, if shareholders who have registered to attend the meeting online in accordance with Article 7 decide to attend the physical shareholders meeting in person, they shall revoke their registration two days before the shareholders meeting in the same manner as they registered. If their registration is not revoked within the time limit, they may only attend the shareholders meeting online.
- (13) When shareholders exercise voting rights by correspondence or electronic means, unless they have withdrawn the declaration of intent and attended the shareholders meeting online, except for extraordinary motions, they will not exercise voting rights on the original proposals or make any amendments to the original proposals or exercise voting rights on amendments to the original proposal.

Article 15 (Election matters)

- (1) The election of directors at a shareholders meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, and the voting results shall be announced on-site immediately, including the names and votes they received for every winning or losing candidate.
- (2) The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least 1 year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the ballots shall be retained until the conclusion of the litigation.

Article 16 (Minute of Meeting and Signing Events)

- (1) Matters relating to the resolutions of a shareholders meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes may be produced and distributed in electronic form.
- (2) This Corporation may distribute the meeting minutes of the preceding paragraph by means of a public announcement made through the MOPS.
- (3) The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their results (including the weighted voting). When an election of directors is held, the number of weighted votes each candidate wins shall be publicized and shall be retained for the duration of the existence of the Company.
- (4) Where a virtual shareholders meeting is convened, in addition to the particulars to be included in the meeting minutes as described in the preceding paragraph, the start time and end time of the shareholders meeting, how the meeting is convened, the chair's and secretary's name, and actions to be taken in the event of disruption to the virtual meeting platform or participation in the meeting online due to natural disasters, accidents or other force majeure events, and how issues are dealt with shall also be included in the minutes.
- (5) When convening a virtual-only shareholder meeting, other than compliance with the requirements in the preceding paragraph, the Company shall specify in the meeting minutes alternative measures available to shareholders with difficulties in attending a virtual-only shareholders meeting online.

Article 17 (Public disclosure)

- (1) On the day of a shareholders meeting, the Company shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation, the number of shares represented by proxies and the number of shares represented by shareholders attending the meeting by correspondence or electronic means, and shall make an express disclosure of the same at the place of the shareholders meeting. In the event a virtual shareholders meeting, the Company shall upload the above meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.
- (2) During this Corporation's virtual shareholders meeting, when the meeting is called to order, the total number of shares represented at the meeting shall be disclosed on the virtual meeting platform. The same shall apply whenever the total number of shares represented at the meeting and a new tally of votes is released during the meeting.
- (3) If matters put to a resolution at a shareholders meeting constitute material information under applicable laws or regulations or under Taiwan Stock Exchange Corporation (or Taipei Exchange Market) regulations, the Company shall upload the content of such resolution to the MOPS within the prescribed time period.

Article 18 (Maintaining order at the meeting place)

- (1) Staff handling administrative affairs of a shareholders meeting shall wear identification cards or arm bands.
- (2) The chair may direct the proctors or security personnel to help maintain order at the meeting place. When proctors or security personnel help maintain order at the meeting place, they shall wear an identification card or armband bearing the word "Proctor."

- (3) At the place of a shareholders meeting, if a shareholder attempts to speak through any device other than the public address equipment set up by the Company, the chair may prevent the shareholder from so doing.
- (4) When a shareholder violates the rules of procedure and defies the chair's correction, obstructing the proceedings and refusing to heed calls to stop, the chair may direct the proctors or security personnel to escort the shareholder from the meeting.

Article 19 (Recess and resumption of a shareholders meeting)

- (1) When a meeting is in progress, the chair may announce a break based on time considerations. If a force majeure event occurs, the chair may rule the meeting temporarily suspended and announce a time when, in view of the circumstances, the meeting will be resumed.
- (2) If the meeting venue is no longer available for continued use and not all of the items including extraordinary motions on the meeting agenda have been addressed, the shareholders meeting may adopt a resolution to resume the meeting at another venue.
- (3) A resolution may be adopted at a shareholders meeting to defer or resume the meeting within 5 days in accordance with Article 182 of the Company Act.

Article 20 (Disclosure of information at virtual meetings)

In the event of a virtual shareholders meeting, the Company shall disclose real-time results of votes and election immediately after the end of the voting session on the virtual meeting platform according to the regulations, and this disclosure shall continue at least 15 minutes after the chair has announced the meeting adjourned.

Article 21 (Location of the chair and secretary of virtual-only shareholders meeting)

When the Company convenes a virtual-only shareholders meeting, both the chair and secretary shall be in the same location, and the chair or a person shall declare the address of their location when the meeting is called to order.

Article 22 (Handling of disconnection)

In the event of a virtual shareholders meeting, when declaring the meeting open, the chair or a person shall also declare, unless under a circumstance where a meeting is not required to be postponed to or resumed at another time under Article 44-20, paragraph 4 of the Regulations Governing the Administration of Shareholder Services of Public Companies, if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events before the chair has announced the meeting adjourned, and the obstruction continues for more than 30 minutes, the meeting shall be postponed to or resumed on another date within five days, in which case Article 182 of the Company Act shall not apply.

For a meeting to be postponed or resumed as described in the preceding paragraph, shareholders who have not registered to participate in the affected shareholders meeting online shall not attend the postponed or resumed session.

For a meeting to be postponed or resumed under the second paragraph, the number of shares represented by, and voting rights and election rights exercised by the shareholders who have registered to participate in the affected shareholders meeting and have successfully signed in the meeting, but do not attend the postpone or resumed session, at the affected shareholders meeting, shall be counted towards the total number of shares, number of voting rights and number of election rights represented at the postponed or resumed session.

During a postponed or resumed session of a shareholders meeting held under the second paragraph, no further discussion or resolution is required for proposals for which votes have been cast and counted and results have been announced, or list of elected directors and supervisors.

When the Company convenes a hybrid shareholders meeting, and the virtual meeting cannot continue as described in second paragraph, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders meeting online, still meets the minimum legal requirement for a shareholder meeting, then the shareholders meeting shall continue, and not postponement or resumption thereof under the second paragraph is required.

Under the circumstances where a meeting should continue as in the preceding paragraph, the shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, provided these shareholders shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders meeting.

When postponing or resuming a meeting according to the second paragraph, the Company shall handle the preparatory work based on the date of the original shareholders meeting in accordance with the requirements listed under Article 44-20, paragraph 7 of the Regulations Governing the Administration of Shareholder Services of Public Companies.

For dates or period set forth under Article 12, second half, and Article 13, paragraph 3 of Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, and Article 44-5, paragraph 2, Article 44-15, and Article 44-17, paragraph 1 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall handle the matter based on the date of the shareholders meeting that is postponed or resumed under the second paragraph.

Article 23 (Handling of digital divide)

When convening a virtual-only shareholders meeting, the Company shall provide appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders meeting online. Except as provided in Article 44-9, Paragraph 6 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall provide shareholders with access to communication facilities and necessary assistance, and specify the application period and other relevant considerations.

Article 24 (Implementation)

These Rules, and any amendments hereto, shall be implemented after adoption by shareholders meetings.

NOVA TECHNOLOGY CORPORATION

Articles of Incorporation

Chapter 1 General

Article 1 : The Company is organized under the terms of the Company Act and its name shall be 朋億股份有限公司 in the Chinese language, and NOVA TECHNOLOGY CORP. in the English language.

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

1. C801010 Basic chemical industry
2. C801020 Petrochemical raw material manufacturing
3. C801030 Precision Chemical Materials Manufacturing
4. C805050 Industrial Plastic Product Manufacturing
5. CA02010 Metal structure and building module manufacturing
6. CA02050 Valve manufacturing
7. CA02090 Metal wire product manufacturing
8. CA02990 Other metal products manufacturing
9. CB01010 Machinery and equipment manufacturing
10. CB01030 Pollution prevention equipment manufacturing industry
11. CB01990 Other machinery manufacturing
12. CC01010 Power generation, transmission, and distribution machinery manufacturing
13. CC01080 Electronic component manufacturing
14. CC01990 Other electrical and electronic machinery and equipment manufacturing
15. CE01010 General instrument manufacturing
16. E103101 Environmental Protection Engineering Professional Construction Industry
17. E502010 Fuel pipe installation engineering
18. E599010 Plumbing industry
19. E601010 Electrical appliance industry
20. E601020 Electrical installation industry
21. E603010 Cable installation engineering
22. E603020 Elevator installation engineering
23. E603040 Fire safety equipment installation engineering
24. E603050 Automatic Control Equipment Engineering
25. E603080 Traffic Signal Installation Engineering
26. E603090 Lighting installation engineering
27. E603100 Welding Engineering
28. E604010 Mechanical installation industry

29. E605010 Computer equipment installation industry
30. E801010 Interior decoration industry
31. E801020 Door and window installation engineering
32. E801030 Indoor light steel frame engineering
33. E903010 Anti-corrosion, anti-rust engineering industry
34. EZ02010 Lifting Engineering
35. EZ05010 Instrument and instrument installation engineering
36. EZ06010 Traffic Marking Engineering
37. EZ07010 Drilling Engineering
38. EZ09010 Electrostatic Protection and Elimination Engineering
39. EZ15010 Insulation, cold insulation installation engineering
40. EZ99990 Other engineering industry
41. F107200 Chemical raw materials wholesale
42. F107990 Other chemical wholesales
43. F113010 Machinery Wholesale
44. F113020 Electric appliance wholesale
45. F113030 Precision Instrument Wholesale
46. F113050 Computer and transactional machinery and equipment wholesale
47. F118010 Information software wholesale
48. F119010 Electronic materials wholesale
49. F207200 Chemical raw materials retail
50. F207990 Other chemicals retail
51. F213030 Computer and transactional equipment retail
52. F213040 Precision Instrument Retail
53. F213990 Other machinery and equipment retail
54. F218010 Information Software Retail
55. F219010 Electronic materials retail
56. F401010 International trade
57. G801010 Storage industry
58. H701050 Invest in public construction
59. I103060 Management Consultancy
60. I301010 Information Software Services
61. IF01010 Fire safety equipment maintenance industry
62. IG03010 Energy Technology Services
63. IZ06010 Tally packaging industry
64. IZ12010 Manpower dispatch
65. J101030 Waste removal industry
66. J101040 Waste treatment industry
67. J101050 Environmental Testing Services
68. J101060 Waste (sewage) water treatment industry
69. J101070 Radioactive Waste Treatment Services
70. JA02010 Electrical and electronic products repair industry

71. JE01010 Leasing industry

72. ZZ99999 In addition to the licensing business, businesses that are not prohibited or restricted by business regulations

Article 3 : The Company is headquartered in Hsinchu County, Taiwan Province. If necessary, it can set up branches or subsidiaries at home and abroad through the resolution of the Board of Directors.

Article 4 : When the Company becomes a shareholder of limited liability of another company, the total amount of the Company's investment will not be subject to the restriction of not more than 40% of the Company's paid-in capital as provided in Article 13 of the Company Act. The board of directors is authorized to make such investment.

Article 5 : The Company's announcement method is governed by the Company Act and other related laws and regulations.

Article 6 : The Company may provide endorsement and guarantee and act as a guarantor.

Chapter 2 Shares

Article 7 : The company's capital is generally rated at NT\$500 million and is divided into 100 million shares, NT\$5 per share, issued in multiple installments, and unissued shares are subject to actual resolution by the Board of Directors. The amount of NT\$ 10 million was reserved for the use of the employee's share certificate in the total capital of the preceding paragraph. It was divided into 2 million shares and NT\$5 per share. It may be issued in multiples according to the resolution of the Board of Directors.

Article 7-1 : Treasury stocks bought back by the company in accordance with the Company Act, new shares issued by the company, employee stock warrants or the restricted employee shares can be granted to employees of parents or subsidiaries of the company as well whoever meets criteria developed by the Company. The Board shall be authorized to resolve on the requirements, distribution and purchase methods.

Article 8 : The company's shares are registered by the director's signature and are issued after being legally granted a visa. The Company may acquire the non-printed stocks and shall contact the centralized securities depository institution to log in; the issuance of other securities shall be the same.

Article 9 : The Company's shareholding operations are handled in accordance with the relevant laws and regulations and the regulations of the competent authority.

Chapter 3 Shareholders' Association

Article 10 : The Shareholders' meeting is divided into general meeting and temporary meeting. The general meeting is held once a year and is held within six months after the end of each fiscal year. The temporary meeting is held according to law when necessary. The convening regulations are handled in accordance with relevant laws and regulations. The Shareholders' meeting may be held by video conference or other methods announced by the competent authority.

Article 11 : In case a shareholder is unable to attend a shareholders' meeting, he or she may appoint a proxy to attend a shareholders' meeting in his/her/its behalf by executing a power of attorney printed by the company stating therein the scope of power authorized to the proxy. The written proxy to the company no later than 5 days prior to the meeting date of the shareholders' meeting.

When the Company holds a Shareholders' meeting, it shall exercise its voting rights in writing or electronically. Shareholders who vote by electronic means shall be deemed to be present in person. According to the regulations of the Act.

Article 12 : The Company shareholders have one vote per share, but none of the parties to the provisions of Article 179 of the Company Act have the right to vote.

Article 13 : Resolutions of Shareholders' meeting, unless otherwise provided by the Act, shall be attended by shareholders representing more than half of the total number of issued shares, subject to the consent of a majority of shareholder's voting rights.

Article 13-1: Resolutions of Shareholders' meeting shall be made as Minutes of Meeting, signed or sealed by Chairman and distributed to Minutes of Meeting within 20 days after the meeting. The minutes' production can be made electronically and distributed by the announcement. They shall be kept forever during the existence of the company.

Article 13-2: When the company wishes to cancel the public offering of shares, it must have obtained approval from the Board of Directors, and shareholder's attendance on behalf of the holders of shareholder's voting rights by attending Shareholders' meeting on behalf of more than two-thirds of the total number of issued shares. If the total number of shares attending the shareholder is less than the above-mentioned quota, the majority of shareholders who have represented the total number of issued shares can attend the meeting and agree to share more than two-thirds of the voting rights of the shareholder. During the period of development and listing (cabinet), this clause does not change.

Chapter 4 Directors and audit committee

Article 14 : The Company shall have 5 to 9 directors. The term of office of directors is three years after which they will be eligible for re-election and re-appointment. The election of the directors shall nominate a nominee system for election, which shall be selected by Shareholders' meeting on the list of candidates. When the term of director expires but not re-election, he will extend his executive duties until the reappointment of directors to take office, and the proportion of shares held by all directors will be handled according to the regulations of the securities regulatory authority.

In the case that vacancies on the Board of Directors exceed one third of the total number of the Directors, then the Board of Directors shall convene a shareholders' meeting to elect new Directors to fill such vacancies in accordance with relevant laws, rules and regulations. Except for the election of new Directors across the board, the new Directors shall serve the remaining term of the predecessors.

The nomination, selection method and related treatment of the Company directors shall

be handled in accordance with the Company's "Directors Election Procedures" and related regulations.

In the Company directors quota, the number of independent directors must not be less than three and not less than one third of directors' seats. Independent director adopts the nomination system for candidates, which is selected by shareholders on the list of independent directors candidates. The professional qualifications of the independent director, shareholding, part-time restrictions, nomination and selection methods, and other matters to be followed are handled in accordance with the relevant regulations of the competent authority.

Article 14-1: The Company shall purchase liability insurance, including the amount and coverage of the director's liability for the scope of its business operations within the director's term of office.

Article 14-2: The Company establishes an audit committee in accordance with Article 14-4 of the Securities and Exchange Act and consists of all independent directors. Regarding the number of audit committees, terms of office, powers, Procedures, and other matters, according to the relevant provisions of the "Public Issuing Company Audit Committee to exercise powers," the provisions of the audit committee organizational rules set.

Article 14-3: The Company's Board of Directors has a payroll commission or other functional committee due to business operations.

Article 14-4: The Company Board of Directors should be held at least quarterly. The convocation of the Board of Directors shall set forth the reasons for notifying the directors seven days before, but may be called upon at any time in the event of an emergency. The Company Board of Directors is called up in writing, fax or e-mail.

When directors cannot attend the Board of Directors for any reason, they shall draw a power of attorney, and shall appoint the scope of authorization for the cause of the commission to appoint other directors to attend.

The above agent is subject to the entrustment of one person.

When the Board of Directors was convened, the videoconferencing meeting was made available to them. Directors participating in the videoconferencing were regarded as attending in person.

The resolution of the Board of Directors, with the exception of the Company Act, the Mergers and Acquisitions Act or other laws and regulations, takes the majority of directors' presence and consents to the majority of directors present.

Article 15: The Board of Directors is organized by directors, the board of directors shall elect a Chairman of the board directors from among the directors by a majority vote at a meeting attended by over two-thirds of the directors, and may also elect in the same manner a vice Chairman of the board. The Chairman of the board of directors shall represent the Company in external matters.

Article 16: The Board of Directors, except as otherwise required by the Company Act, is called by the directors. When a director takes leave or fails to exercise his authority for any reason,

his agent shall handle it according to Article 208 of the Company Act.

Article 16-1: The remuneration of all directors, the company has to pay remuneration, and its remuneration authorizes Board of Directors to refer to the recommendations of the Compensation Committee and to the value of its participation in, and contribution to, the company's operations, and to reference the usual levels of the industry.

Chapter 5 Managers and staff

Article 17: The Company can be established as a manager. Its appointment, dismissal and remuneration are governed by Article 9 of the Company Act.

Article 18: The Company has been resolved by the Board of Directors to hire consultants or key staff.

Chapter 6 Accounting

Article 19: After the end of each fiscal year, the following reports shall be prepared by the Board of Directors, and be submitted to the shareholders' meeting for acceptance. (I) Business Report; (II) Financial Statements; (III) Proposals of profit distribution or losses.

Article 19-1: If the company is profitable for the year, it should retain the amount of accumulated losses before tax. The net profit before tax of not including dispatched employees' and directors' remuneration shall be no less than 3% for employee remuneration, and then set not more than five percent for directors.

The amount of employee remuneration mentioned in the previous paragraph shall allocate no less than 30% for the distribution of remuneration to grassroots employees.

Employee and directors remuneration are resolved by a majority vote at a Board of Directors meeting attended by two-thirds of the total number of directors and shall be reported to the shareholders' meeting.

Employee remuneration shall be distributed in stocks or in cash. The payment shall apply to employees of parents or subsidiaries of the company as well whoever meets criteria developed by the Board of Directors.

Article 20: The Company may distribute earnings or make up for losses after the end of each semi-annual fiscal period. If there is any surplus at the end of each semi-annual fiscal period, the Company shall first estimate and retain the taxable contributions, make up for losses, estimate and retain compensation to employees and directors, and set aside the legal reserve, except when the legal reserve has reached the Company's total capital, and set aside or reverse the special reserve as required by law or regulations prescribed by the competent authority. If there is any surplus, the remaining balance shall be added to the accumulated undistributed earnings of the previous semi-accounting year, which shall be resolved by the shareholders' meeting if the earnings are to be distributed by issuing new shares. Which shall be resolved by the board of directors if the earnings are to be distributed in cash.

When allocating the net profits for each fiscal year, the Company shall first offset its

accumulated losses and set aside a legal capital reserve at 10% of the profits left over, until the accumulated legal capital reserve equals the total paid-in capital of the Company; then set aside special capital reserve in accordance with relevant laws or regulations. If there is any unappropriated earnings from prior years, the Board of Directors shall prepare a proposal for the distribution of earnings, which shall be resolved by the shareholders' meeting if the distribution is to be made by issuing new shares.

The Company policy of dividend distribution shall be based on the company's current and future investment environment, capital needs, financial structure, surplus situation, and balance of dividends. The amount of dividends distributed to shareholders shall be no less than 10% of distributable earnings for the year. Dividends to shareholders of the company shall be distributed in the form of cash or shares, provided that the proportion of cash dividends distributed shall not be less than 10% of the total dividends. However, due to the company's significant investment plan and the inability to obtain other funds, the board of directors proposed and the shareholders' meeting decided not to issue cash dividends.

Article 20-1: The company may authorize the distributable dividends and bonuses, capital surplus reserve and the legal surplus reserve in part or in whole, to be paid in cash after a resolution has been adopted by a majority vote at a meeting of the Board of Directors attended by two-thirds of the total number of directors; and in addition thereto a report of such distribution shall be submitted to the latest shareholders' meeting without applying the resolution of the shareholders' meeting under the preceding article.

Chapter 7 Annex

Article 21: All matters not specified in this charter are subject to the provisions of the Company Act.

Article 22: This Articles of Association was concluded on May 27, 1997

The first revision was made on June 28, 2000

The second revision was made on July 27, 2000

The third revision was made on December 10, 2000

The fourth revision was made on June 28, 2002

The fifth revision was made on December 10, 2002

The sixth revision was made on March 8, 2004

The seventh revision was made on June 28, 2004

The eighth revision was made on June 27, 2005.

The ninth revision was made on June 30, 2006

The tenth revision was made on June 1st, 2007

The eleventh revision was made on June 9, 2008

The twelfth revision was made on March 2, 2009

The thirteenth revision was made on August 12th, 2010

The fourteenth revision was made on October 7th, 2011

The fifteenth revision was made on February 26, 2013

The sixteenth revision was made on June 30, 2014
The seventeenth revision was made on August 21, 2014
The eighteenth revision was made on May 27, 2015.
The nineteenth revision was made on May 30, 2016
The twentieth revision was made on December 5, 2016
The twenty-first revision was made on May 22, 2017.
The twenty-second revision was made on May 24, 2019.
The twenty-third revision was made on May 21, 2020.
The twenty-fourth revision was made on July 22, 2021.
The twenty-fifth revision was made on May 24, 2022.
The twenty-sixth revision was made on May 20, 2025.

NOVA TECHNOLOGY CORP.

Chairman : Chin-Li Liang

Shareholding of All Directors

1. The company's registered capital was NT\$500,000,000, paid-in capital was NT\$389,007,425, and the number of issued capital was 77,801,485 shares.
2. As the independent director of the company exceed one-half of the total directorships, and the company has established the audit committee that satisfies the requirements of the Securities and Exchange Act, the minimum shareholding requirements for directors and supervisors do not apply.
3. The record of the shareholder's meeting transfer cancellation date is cut off. The status of individual and all directors held by the shareholder list is as follows:

Title	Name	Number of shares held	Shareholding ratio
Chairperson	Representative of ACTER CO., LTD: Chin-Li Liang	43,196,358	55.52%
Director	Representative of ACTER CO., LTD: Jung-Tang Yang		
Director	Representative of ACTER CO., LTD: Wei Ma		
Independent Director	Mei-Li Hus	0	0%
Independent Director	Chyan Yang	0	0%
Independent Director	Hui-Hsin Yeh	0	0%
Independent Director	Feng-Di Lung	0	0%
Total shareholding by all directors		43,196,358	55.52%

The other explanation

1. The process of proposals raised by shareholders during this annual general meeting: :
 - (1) According to Article 172-1 of the Company Act, shareholders with more than 1% ownership interest are entitled to raise a maximum of one proposal less than 300 words to the Company, which will be addressed during the annual general meeting.
 - (2) This year's annual general meeting was open to shareholders' proposals from March 20 to March 30, 2026, and these dates have been published on the Market Observation Post System in compliance with the relevant regulations.
 - (3) The Company did not receive any proposals from shareholders.