

LFA Co., Ltd.

(Former Name: TOPOWER Co., Ltd.)

2025 Annual Shareholders' Meeting

Handbook

(Translation)

Meeting Time : **June 20, 2025 (Friday) 09:00 a.m.**

Meeting Ttpe : **Physical Shareholders' Meeting**

Venue : No. 422, Lunziding, Lunding Village, Xinhua Dist., Tainan City
(Community Center of Lunding Village, Xinhua District)

DISCLAIMER

THIS ENGLISH HANDBOOK FOR 2025 REGULAR MEETING OF SHAREHOLDERS IS TRANSLATED FROM THE CHINESE VERSION. IT IS INTENDED FOR REFERENCE ONLY. THE COMPANY HEREBY DISCLAIMS ANY AND ALL LIABILITIES FOR THE TRANSLATION. THE CHINESE HANDBOOK SHALL GOVERN ANY AND ALL MATTERS RELATED TO THE INTERPRETATION OF THE SUBJECT MATTER STATED HEREIN.

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I. Meeting Procedure

LFA CO., LTD.

Procedure for the 2025 Annual Meeting of Shareholders

- I. Call the Meeting to Order (when the attendance has reached the shares required by law)
- II. Chairman Remarks
- III. Report Items
- IV. Ratification Items
- V. Discussion Items
- VI. Elections
- VII. Other Matters
- VIII. Questions and Motions
- IX. Adjournment

II. Meeting Agenda

LFA CO., LTD.

Agenda of the 2025 Annual Meeting of Shareholders

Time : 09:00 a.m. on Thursday, June 20, 2025

Place : No. 422, Lunziding, Lunding Village, Xinhua Dist., Tainan City
(Community Center of Lunding Village, Xinhua District)

I. Report Items

1. 2024 Business Report
2. Audit Committee's Review Report on the 2024 Financial Statements
3. Report on the 2024 Employees and Directors Bonus and Compensation
4. 2024 Remuneration to Directors
5. Report on the cash dividend of 2024 Earnings Distribution

II. Ratification Items

1. 2024 Business Reports and Financial Statements are submitted for ratification
2. Proposal for Earnings Distribution of 2024 is submitted for ratification

III. Discussion Items

Partial amendment to the "Articles of Incorporation"

IV. Elections

Re-elections of directors

V. Other Matters

To release the non-competition restrictions on newly elected Directors

VI. Questions and Motions

VII. Adjournment

I. Report Items

Report No. 1

2024 Business Reports

Explanation : The 2024 Business Report is attached, please see Attachment 1, page 7 to 12.

Report No. 2

Audit Committee's Review Report on the 2024 Financial Statements

Explanation : Audit Committee's Review Report on the 2024 Financial Statements is attached, please see Attachment 2, page 13.

Report No. 3

Report on the 2024 Employees, Directors Bonus and Compensation

Explanation : According to Article 27 of the Articles of Incorporation of LFA Co., LTD, in 2024, The Company set aside Employees Bonus at 1.002%, amounted to NT\$4,654,393, and Directors Compensation at 0.521%, amounted to NT\$2,420,000, all distributed in cash.

Report No. 4

Report on the 2024 Directors Compensation

Explanation : For the 2024 individual Directors' compensation, including the details and amount of remuneration received by individual directors, please see Attachment 3, page 14-15 .

Report No. 5

Report on the 2024 Earnings Distribution

Explanation:

1. According to Article 28 of the Articles of Incorporation, the Company authorizes the distributable dividends and bonuses in whole or in part may be paid in cash after a resolution has been adopted by a majority vote at a meeting of the Board of Directors and report of such distribution shall be listed as a report item to the shareholders' meeting.
2. Distribution of cash dividends at NT\$0.5 per share, amounted to NT\$32,215,287 is distributed to shareholders from the total amount of distributable retained earnings, rounded down to the nearest dollar. Fractional shares with values less than one dollar are accumulated and recognized as the Company's other income.
3. The Proposal has been resolved by the Board of Directors; the Chairman is also authorized to set the record date, the date for payout (distribution

of cash), and other related matters.

II. Ratification Items

1. (Proposed by the Board)

Proposal : 2024 Business Reports and Financial Statements

Explanation :

1. Deloitte & Touche Taiwan have audited and issued an audit report on the Company's 2024 financial statements.
2. The financial statements, together with the Business Report, have been submitted to the Audit Committee, and the audit committee has completed its audit and issued an audit report.
3. For business report and financial statements, please refer to Attachment 1, page 7 to 12 of the meeting handbook and Attachment 4, (page 16-25).

Resolution:

2. (Proposed by the Board)

Proposal : Proposal for Earnings Distribution of 2024

Explanation : The 2024 Earnings Distribution Table has been audited and assured by the Audit Committee and passed as a resolution by the meeting of the Board of Directors. The Profit Distribution Table is as attached, please see Attachment 5, page 26.

Resolution:

III. Discussions Items

1. (Proposal by the Board)

Proposal : Partial amendment to the "Articles of Incorporation." Please proceed to discuss.

Explanation : According to the amended provisions of Article 14, Paragraph 6 of the Securities and Exchange Act, the Company shall specify in its Articles of Incorporation that a certain percentage of annual earnings have to allocate for adjusting the salaries or distributing

compensation to grassroots employees. Therefore, the amendment to the “Articles of Incorporation” is made. Comparison Table for Amendments to the Articles of Incorporation is as attached, please see Attachment 6 (page 27-28) .

Resolution:

IV. Elections

1. (Proposal by the Board)

Proposal : Re-election of directors

Explanation :

1. The term of office for the current directors of the Company will expire on June 13, 2025. A full re-election of directors is proposed to be conducted at this shareholders’ meeting.
2. Pursuant to the Company’s Articles of Incorporation, seven directors (including four independent directors) shall be elected at this shareholders’ meeting. The term of office shall be three years, commencing from June 20, 2025, and ending on June 19, 2028. The election of directors shall be conducted in accordance with the candidate nomination system adopted by the Company.
3. The election method for the Company’s directors shall be the single-vote cumulative voting system.
4. The list of director candidates has been reviewed and approved at the 18th meeting of the 13th Board of Directors. Please refer to Attachment 7 (Page 29-33) for the list of candidates.
5. The election is hereby proposed for approval.

Voting Results:

V. Other Matters

(Proposal by the Board)

Proposal : Proposal to Release Newly Elected Directors and Their Representatives from Non-Competition Restrictions

Explanation :

1. Pursuant to Article 209 of the Company Act, if a director engages in any activity, either on their own behalf or on behalf of others, that falls within the business scope of the Company, they shall explain the essential details of such activities to the shareholders' meeting and obtain its approval.
2. In the event that the directors of the Company or their representatives invest in or serve as directors of other companies operating in the same or similar lines of business as the Company, approval is hereby sought from the shareholders' meeting to release such directors from the non-competition restrictions, should such circumstances arise for any director elected at this meeting.

Resolution:**VI. Questions and Motions****VII. Adjournment**

III. Attachments

【Attachment 1】 2024 Business Report

Dear Shareholders, Ladies and Gentlemen:

First and foremost, on behalf of our company, I extend our heartfelt gratitude for your unwavering support and trust throughout the past year! The following is the report on the company's individual operating results and future outlook for the fiscal year 2024:

Operating Results for Fiscal Year 2024:The net operating revenue for fiscal year 2024 was NT\$2,128,343 thousand.This represents a decrease of NT\$31,463 thousand compared to fiscal year 2023.The operating profit for fiscal year 2024 was NT\$354,411 thousand.The profit before tax was NT\$457,600 thousand.The comprehensive income was NT\$358,916 thousand.The earnings per share (EPS) was NT\$5.56, an increase of NT\$1.52 compared to fiscal year 2023.

In fiscal year 2024, our company continued to focus on LED automotive lighting and module peripheral products, and developed new customers, resulting in positive outcomes for revenue and operating profit.

Based on the assessment of internal and external resources and the economic environment, our company has formulated the following strategic development directions:

I. Expand into Global Markets:

Actively deploy in Europe, the United States, and emerging markets, expand through diverse channels, participate in international trade shows, enhance the value of our own brand, and provide customers with excellent services.

II. Strengthen the Automotive Lighting Industry Chain:

Expand automotive lighting production capacity, enrich product varieties, develop automotive peripheral products, integrate the advantages of local

industrial clusters, and meet customer demands with high quality and flexible production to promote business growth.

III. Enhance R&D Capabilities and Move Towards Industry 4.0:

Continuously improve R&D capabilities, gradually plan and build an Industry 4.0 system, and lay the foundation for future development.

Our company consistently upholds the business philosophy of integrity, practicality, dedication, and responsibility, striving to provide outstanding products and services, and pursuing a win-win situation for both the company and its customers.

Faced with a highly competitive industry environment, we continuously refine our research and development, and persistently innovate, aiming to drive business growth and reciprocate the deep affection and support of our shareholders.

Hereby, we sincerely thank all shareholders for their care and encouragement towards our company.

Wishing everyone good health and all the best in everything.

LFA Co., LTD
Chairman of the board : LIN,CHONG-YI

The following is a report on the company's 2024 operational policies, implementation status, results of business plan implementation, execution of operating revenue and expenditure budgets, profitability analysis, and research and development activities:

I. Business Policies:

1. Continue to invest in competitive and market-differentiated product lines, such as LED automotive light modules and automotive electronics-related products.
2. Based on the company's technical capabilities in electronics and optics, enhance the integration capabilities of optoelectronics and mechanisms, striving to develop higher-end products.

II. Implementation Status:

In the year 2024, the company's total sales volume of key products was 618 thousand units for LED automotive light modules and 1,710 thousand units/sets for automotive light assemblies. Both LED automotive light modules and automotive light assembly products experienced a volume reduction due to the overall slowdown in the consumer market.

III. Results of Business Plan Implementation:

The net operating revenue for 2024 was NT\$2,128,343 thousand, a decrease of NT\$31,463 thousand compared to 2023. The operating profit for 2024 was NT\$354,411 thousand, the profit before tax was NT\$457,600 thousand, total comprehensive income was NT\$358,916 thousand, and the earnings per share (EPS) was NT\$5.56. The operating results of the company's individual entities for 2024 and 2023 are listed below :

Unit: NT\$ Thousand

| Item \ Year | 2024Y | 2023Y | Increase (Decrease) Amount | Increase (Decrease) Ratio |
|-----------------------------------|-----------|-----------|----------------------------------|---------------------------------|
| Net Operating Revenue | 2,128,343 | 2,159,806 | (31,463) | -1.46% |
| Operating Costs | 1,596,363 | 1,619,717 | (23,354) | -1.44% |
| Gross Profit | 531,980 | 540,089 | (8,109) | -1.50% |
| Operating Expenses | 177,569 | 97,189 | 80,380 | 82.70% |
| Operating Profit | 354,411 | 442,900 | (88,489) | -19.98% |
| Non-operating Income and Expenses | 103,189 | (89,080) | 192,269 | -215.84% |
| Profit Before Tax | 457,600 | 353,820 | 103,780 | 29.33% |
| Income Tax Expense | 99,398 | 93,590 | 5,808 | 6.21% |
| Net Profit for the Period | 358,202 | 260,230 | 97,972 | 37.65% |
| Other Comprehensive Income | 714 | 33 | 681 | -2063.64% |
| Total Comprehensive Income | 358,916 | 260,263 | 98,653 | 37.91% |

IV. Operating revenue and expenditure budget execution: The company has not released its 2024 financial forecast, therefore it is not applicable.

V. Financial Performance Analysis :

| Item | 2024 year | 2023 year |
|---|-----------|-----------|
| Return on Assets (%) | 11.58 | 11.67 |
| Return on Equity (%) | 20.67 | 17.12 |
| Operating Profit to Paid-in Capital (%) | 55.01 | 68.74 |
| Pre-tax Profit to Paid-in Capital (%) | 71.02 | 54.91 |
| Net Profit Margin (%) | 16.83 | 12.05 |
| Earnings Per Share (NTD) | 5.56 | 4.04 |

VI. Research and Development Status :

I. Research and Development Expense Analysis :

The following table shows our company's individual research and development expenses as a percentage of individual operating expenses and operating revenue for the most recent two fiscal years :

Unit: NT\$ Thousand

| Item | 2024 year | 2023 year |
|--------------------------------------|-----------|-----------|
| Research and Development Expenses | 63,929 | 57,025 |
| Proportion of operating expenses (%) | 36.00 | 58.67 |
| Percentage of net revenue (%) | 3.00 | 2.64 |

II. Total research and development results :

Our company closely monitors prevailing market trends and is dedicated to launching high-quality automotive lighting products that are both aesthetically pleasing and compliant with energy-saving, environmental protection, and safety regulations. Simultaneously, we actively invest in the research and development of new automotive lighting application technologies and automotive electronics products to drive revenue growth through innovation and inject strong momentum into the company's operations.

VII. Future corporate development strategy :

We will expand our business in European, American, and emerging markets by strategically establishing distribution channels and participating in international trade shows to enhance exposure and promote the value of our own brand. We will also increase our automotive lighting production capacity, expand the application of automotive lighting types, and develop related automotive peripheral products. By leveraging the advantages of the adjacent automotive lighting industry cluster, we aim to provide customers with a diverse range of products and ensure customer satisfaction through high quality and flexible production capabilities, thereby driving company business growth. Furthermore, we will enhance our research and development capabilities and gradually plan and implement Industry 4.0 initiatives as the foundation for future growth.

VIII. Impacted by the external competitive environment, regulatory environment, and overall business environment :

Regarding the external competitive environment, mainland Chinese automotive lighting manufacturers possess advantages in cost control and production scale, exerting competitive pressure on the automotive lighting manufacturing industry. Furthermore, the increasing demand for intelligent lighting systems such as adaptive headlights and intelligent high beams poses a challenge to automotive lighting manufacturing, necessitating active investment in the research and development and upgrading of related technologies. The recent escalation of the Sino-US trade war presents both challenges and opportunities for us. Through collaboration with European and American clients, we will strengthen technological innovation, expand into diverse markets, and optimize our supply chain to increase our market share in those regions.

In terms of the regulatory environment, with the development of autonomous driving technology, the integration of automotive lighting and sensors is becoming a trend, and relevant regulations will be continuously updated. Governments worldwide are continuously strengthening environmental regulations and promoting energy conservation and carbon reduction, driving the need to develop more energy-efficient light sources such as LEDs. Innovation in automotive lighting requires increased patent

applications to protect the company's intellectual property and technology.

Looking ahead to the new year, our company will actively respond to the rapidly changing external environment, accelerate technological upgrades and industrial transformation to solidify our competitive advantages in the global market. The management team will continue to be dedicated to technological innovation and product upgrades, continuously refine production lines, optimize production processes, and enhance production efficiency and flexibility. We will deepen our cooperative relationships with existing customers and actively develop new customers to achieve revenue growth and profit improvement, thereby rewarding shareholders for their long-term support and actively fulfilling our corporate social responsibility to promote environmental sustainability. We firmly believe that through continuous innovation and optimization, we will be able to meet the expectations of shareholders and the public and create a brighter future for the company.

Chairman of the board :
LIN,CHONG-YI

General Manager :
LIN,CHONG-YI

Accounting Manager :
KANG,CHIH-HE

【Attachment 2】

Audit Committee's Review Report

I hereby state as follows:

This proposal is the presentation by the Board of Directors of the Company's 2024 Business Report, Financial Statements, and Earnings Distribution Proposal. Of these items, the Financial Statements have been entrusted and audited by Deloitte & Touche Taiwan, and an opinion and report have been issued on the Financial Statements.

The aforementioned proposal regarding Business Report, Financial Statements, and Earnings Distribution Proposal has been reviewed and determined to be correct and accurate by the Audit Committee. Per the regulations in Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act, we hereby submit this report.

To the 2025 Shareholder's Meeting of LFA CO., LTD.

Convener of Audit Committee : Hui-Ling Fang

March 14, 2025

【 Attachment 3 】 2024 Remuneration to Directions

Unit : NT\$ Thousands/ Thousand shares

| Title | Name | Remuneration of Directors | | | | | | | | Ratio of total remuneration (A+B+C+D) to Net profit after tax (%) (Note 10) | | Relevant remuneration received by Directors who are also Employee | | | | The total amount of A, B, C, D, E, F and G and ratio of total compensation (A+B+C+D+E+F+G) to Net profit after tax (Note 10) | | Compensation paid to Directors from an invested company other than the Company's subsidiary or the Parent (Note 11) | | | | |
|----------------------|-------------------------------|--------------------------------|--|------------------------|--|-------------------------------------|--|---------------------------------------|--|---|--|---|--|------------------------|--|--|-------|---|------------------------------------|-----------------|-----------------|--|
| | | Base compensation (A) (Note 2) | | Retirement pension (B) | | Directors compensation (C) (Note 3) | | Professional practice fee (D)(Note 4) | | | | Salary, bonus and allowance (E) (Note 5) | | Retirement pension (F) | | | | | Employee compensation (G) (Note 6) | | | |
| | | The Company | All companies in Financial Statements (Note 7) | The Company | All companies in Financial Statements (Note 7) | The Company | All companies in Financial Statements (Note 7) | The Company | All companies in Financial Statements (Note 7) | The Company | All companies in Financial Statements (Note 7) | The Company | All companies in Financial Statements (Note 7) | The Company | All companies in Financial Statements (Note 7) | Cash | Stock | | Cash | Stock | The Company | All companies in Financial Statements (Note 7) |
| Chairman | Chong-Yi Lin | 2,870 | 2,870 | 0 | 0 | 430 | 430 | 62 | 62 | 3,362 0.939% | 3,362 0.939% | 0 | 0 | 0 | 0 | 349 | 0 | 349 | 0 | 3,711 1.036% | 3,711 1.036% | None |
| Director | Zhicheng Investment Co., Ltd | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | None |
| | Representative: Chih-Lung Lin | 0 | 0 | 0 | 0 | 300 | 300 | 62 | 62 | 362 0.101% | 362 0.101% | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 362 0.101% | 362 0.101% | None |
| Independent Director | Hui-Ling Fang | 0 | 0 | 0 | 0 | 430 | 430 | 83 | 83 | 513 0.143% | 513 0.143% | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 513 0.143% | 513 0.143% | None |
| Independent Director | Cheng-Chie Chiang | 0 | 0 | 0 | 0 | 430 | 430 | 83 | 83 | 513 0.143% | 513 0.143% | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 513 0.143% | 513 0.143% | None |
| Independent Director | Yen-Hsun Chen | 0 | 0 | 0 | 0 | 430 | 430 | 83 | 83 | 513 0.143% | 513 0.143% | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 513 0.143% | 513 0.143% | None |
| Independent | Yueh-Feng Chuang | 0 | 0 | 0 | 0 | 400 | 400 | 75 | 75 | 475 0.133% | 475 0.133% | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 475 0.133% | 475 0.133% | None |

| Title | Name | Remuneration of Directors | | | | | | | | Ratio of total remuneration (A+B+C+D) to Net profit after tax (%) (Note 10) | Relevant remuneration received by Directors who are also Employee | | | | The total amount of A, B, C, D, E, F and G and ratio of total compensation (A+B+C+D+E+F+G) to Net profit after tax (Note 10) | | Compensation paid to Directors from an invested company other than the Company's subsidiary or the Parent (Note 11) | | | |
|----------|------|--------------------------------|--|------------------------|--|-------------------------------------|--|---------------------------------------|--|---|---|--|------------------------|--|--|-------|---|------|-------|-------------|
| | | Base compensation (A) (Note 2) | | Retirement pension (B) | | Directors compensation (C) (Note 3) | | Professional practice fee (D)(Note 4) | | | Salary, bonus and allowance (E) (Note 5) | | Retirement pension (F) | | Employee compensation (G) (Note 6) | | | | | |
| | | The Company | All companies in Financial Statements (Note 7) | The Company | All companies in Financial Statements (Note 7) | The Company | All companies in Financial Statements (Note 7) | The Company | All companies in Financial Statements (Note 7) | | The Company | All companies in Financial Statements (Note 7) | The Company | All companies in Financial Statements (Note 7) | Cash | Stock | | Cash | Stock | The Company |
| Director | | | | | | | | | | | | | | | | | | | | |

- a. Please state the remuneration policy, system, standard and structure of paying Independent Directors, and information of the individual who carries responsibilities, risks, input time and other factors, that is correlated to the remuneration:

The remuneration of independent directors of the Company is based on their actual attendance at the board of directors, the salary and compensation committee, and the audit committee, taking into account the results of the director's performance evaluation, the degree of participation and contribution to our company, and the payment of director remuneration.

- b. Except the sheet disclosed above, the directors of the Company have provided services to all companies in the financial statements (such as a consultant not an employee) in the most recent fiscal year: None

【Attachment 4】 Certified Public Auditors' Report

INDEPENDENT AUDITOR'S REPORT

To LFA Co., LTD

Opinion

We have audited the accompanying financial statements of LFA Co., LTD (the “Company”), which comprise the balance sheets as of December 31, 2024 and 2023, and the statements of comprehensive income, changes in equity and cash flows for the whole year ended December 31, 2024 and 2023, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2024 and 2023, and its financial performance and its cash flows for the whole year ended December 31, 2024 and 2023 in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the year ended December 31, 2024. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter for the Company's financial statements for the year ended December 31, 2024 is as follows:

Authenticity of Sales Revenue Recognition

The Company's main business is the manufacturing and sale of automotive components, and electronic components. However, when comparing the gross profit margin of the top twelve sales customers between 2024 and 2023, some customers (hereinafter referred to as the key audit

customers) had an increase in gross profit margin in 2024, which had a significant impact on the overall financial statements. Therefore, the auditor has designated the authenticity of revenue recognition for these key audit customers as a key audit matter for this year.

Refer to Note 4(12) for the accounting policies regarding revenue recognition, and refer to Note 24 for the relevant disclosure of operating revenues.

The auditor has designed relevant internal control audit procedures to address the risks associated with revenue recognition based on an understanding of the internal control procedures related to sales. In addition, the auditor has obtained basic information and transaction details of the key audit customers from management and reviewed and analyzed their relevant industry background information. The auditor has also confirmed the existence of these customers by analyzing credit limits, credit conditions, actual sales, and accounts receivable turnover days. The auditor has also confirmed the completeness of transaction details, selected appropriate samples, and examined whether orders, export declarations, and payment recipients are consistent with the trading parties to understand whether there are any abnormalities in the transactions. The auditor has also investigated whether significant sales returns and allowances occurred after the period, and if so, the auditor has investigated the reasons and whether appropriate handling has been done to ensure that there is no significant misstatement in the recognition of revenue.

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

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (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 financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

1. Identify and assess the risks of material misstatement of the 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 financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements for the year ended December 31, 2024 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.

Deloitte & Touche
Taipei, Taiwan
Republic of China
CPA YU,MENG-KUEI

CPA Chang, Keng-Hsi

Financial Supervision Commission
No.Financial-Supervisory-Securities-Audit
ing-1130357402

Securities and Futures Bureau
No.Taiwan-Financial-Securities-VI-09201237
84

March 14, 2025

LFA Co., LTD
BALANCE SHEETS
December 31, 2024 and 2023

In Thousands of New Taiwan Dollars

| Code | Asset | December 31, 2024 | | December 31, 2023 | |
|--------------------------------|--|---------------------|------------|---------------------|------------|
| | | Amount | % | Amount | % |
| CURRENT ASSETS | | | | | |
| 1100 | Cash and cash equivalents (Note 4 and 6) | \$ 781,991 | 30 | \$ 493,224 | 21 |
| 1110 | Financial assets at fair value through profit or loss-current (Note 4 and 7) | 2,356 | - | 2,646 | - |
| 1136 | Financial assets at amortized cost-current (Note 4, 8 and 32) | - | - | 112,918 | 5 |
| 1150 | Notes receivable (Note 4, 10 and 24) | 12,459 | 1 | 12,523 | - |
| 1160 | Notes receivable-related parties (Note 4, 10, 24 and 31) | 11,491 | - | 22,759 | 1 |
| 1170 | Accounts-receivable (Note 4, 10 and 24) | 449,655 | 17 | 512,357 | 22 |
| 1180 | Accounts receivable-related parties (Note 4, 10, 24 and 31) | 11,964 | 1 | 7,959 | - |
| 1200 | Other receivables-related parties (Note 4,10,28 and 31) | 11,666 | - | 2,346 | - |
| 1310 | Inventories (Notes 4 and 11) | 179,064 | 7 | 181,495 | 8 |
| 1410 | Prepayments (Notes 12) | 18,825 | 1 | 16,502 | 1 |
| 1479 | Other current assets | 5,399 | - | 7,344 | - |
| 11XX | Total current assets | <u>1,484,870</u> | <u>57</u> | <u>1,372,073</u> | <u>58</u> |
| NON-CURRENT ASSETS | | | | | |
| 1517 | Financial assets at fair value through other comprehensive income-noncurrent(Note 4 and 9) | 2,924 | - | 2,924 | - |
| 1600 | Property, plant and equipment (Notes 4,13 and 31) | 636,818 | 25 | 596,681 | 25 |
| 1755 | Right-of-use assets (Notes 4 and 14) | 6,984 | - | 16,245 | 1 |
| 1760 | Investments property (Notes 4 and 15) | 51,528 | 2 | 52,156 | 2 |
| 1780 | Other intangible assets (Notes 4 and 16) | 470 | - | 1,296 | - |
| 1840 | Deferred income tax assets (Notes 4 and 26) | 11,340 | 1 | 15,720 | 1 |
| 1975 | Net defined benefit assets (Notes 4 and 22) | 10,425 | - | 9,422 | - |
| 1990 | Other non-current assets (Notes 4, 17 and 31) | 391,831 | 15 | 300,471 | 13 |
| 15XX | Total non-current assets | <u>1,112,320</u> | <u>43</u> | <u>994,915</u> | <u>42</u> |
| 1XXX | TOTAL | <u>\$ 2,597,190</u> | <u>100</u> | <u>\$ 2,366,988</u> | <u>100</u> |
| LIABILITIES AND EQUITY | | | | | |
| CURRENT LIABILITIES | | | | | |
| 2100 | Short-term loans (Notes 18) | \$ 199,650 | 8 | \$ 255,000 | 11 |
| 2130 | Contract liabilities (Notes 4 and 24) | 3,403 | - | 1,255 | - |
| 2170 | Accounts payable (Notes 19) | 185,580 | 7 | 209,219 | 9 |
| 2180 | Accounts payable-related parties (Note 19 and 31) | 150,621 | 6 | 185,315 | 8 |
| 2219 | Other payables (Notes 20 and 31) | 73,066 | 3 | 68,135 | 3 |
| 2250 | Provisions for liabilities-current (Notes 4 and 21) | 30,106 | 1 | 24,077 | 1 |
| 2280 | Lease liabilities-current (Note 4, 14 and 31) | 6,650 | - | 9,415 | - |
| 2230 | Current income tax liabilities (Notes 4 and 26) | 44,643 | 2 | 34,205 | 1 |
| 2300 | Other current liabilities | 1,155 | - | 1,130 | - |
| 21XX | Total current liabilities | <u>694,874</u> | <u>27</u> | <u>787,751</u> | <u>33</u> |
| NON-CURRENT LIABILITIES | | | | | |
| 2570 | Deferred income tax liabilities (Notes 4 and 26) | 4,908 | - | 1,885 | - |
| 2580 | Lease liabilities-noncurrent (Note 4, 14 and 31) | 526 | - | 7,176 | 1 |
| 2645 | Guarantee deposits | 628 | - | 628 | - |
| 25XX | Total non-current liabilities | <u>6,062</u> | <u>-</u> | <u>9,689</u> | <u>1</u> |
| 2XXX | Total liabilities | <u>700,936</u> | <u>27</u> | <u>797,440</u> | <u>34</u> |
| EQUITY (Note 23) | | | | | |
| 3110 | Share Capital-Common stock | 644,306 | 25 | 644,306 | 27 |
| 3200 | Capital surplus | 14,883 | - | 14,878 | 1 |
| Retained earnings | | | | | |
| 3310 | Legal reserve | 223,149 | 9 | 197,123 | 8 |
| 3320 | Special reserve | 3,950 | - | 3,950 | - |
| 3350 | Unappropriated earnings | 1,013,916 | 39 | 713,241 | 30 |
| 3400 | Other components of equity | (3,950) | - | (3,950) | - |
| 3XXX | Total equity | <u>1,896,254</u> | <u>73</u> | <u>1,569,548</u> | <u>66</u> |
| TOTAL | | <u>\$ 2,597,190</u> | <u>100</u> | <u>\$ 2,366,988</u> | <u>100</u> |

The accompanying notes are an integral part of the financial statements.

Chairman : Lin, Chong-Yi

Manager : Lin, Chong-Yi

Accounting Manager : Kang, Chih-He

LFA Co., LTD
STATEMENTS OF COMPREHENSIVE INCOME

Year 2024 and 2023

In Thousands of New Taiwan Dollars,
Except Earnings Per Share

| Code | | 2024 | | 2023 | |
|------|--|----------------|-----------|------------------|-------------|
| | | Amount | % | Amount | % |
| 4000 | OPERATING REVENUE (Notes 4, 24 and 31) | \$ 2,128,343 | 100 | \$ 2,159,806 | 100 |
| 5000 | OPERATING COSTS (Notes 4, 11, 25 and 31) | (1,596,363) | (75) | (1,619,717) | (75) |
| 5900 | GROSS PROFIT | <u>531,980</u> | <u>25</u> | <u>540,089</u> | <u>25</u> |
| | OPERATING EXPENSE (Notes 4, 10, 25 and 31) | | | | |
| 6100 | Selling expenses | 61,333 | 3 | 60,078 | 3 |
| 6200 | Administrative expenses | 52,307 | 2 | 48,188 | 2 |
| 6300 | Research and development | 63,929 | 3 | 57,025 | 3 |
| 6450 | Expected credit losses | <u>-</u> | <u>-</u> | (68,102) | (3) |
| 6000 | Total operating expenses | <u>177,569</u> | <u>8</u> | <u>97,189</u> | <u>5</u> |
| 6900 | OPERATING INCOME | <u>354,411</u> | <u>17</u> | <u>442,900</u> | <u>20</u> |
| | NON-OPERATING INCOME AND EXPENSES (Notes 4, 25 and 31) | | | | |
| 7100 | Interest income | 25,029 | 1 | 20,045 | 1 |
| 7010 | Other income | 11,668 | 1 | 7,385 | - |
| 7020 | Other gains and losses | 71,177 | 3 | (106,614) | (5) |
| 7050 | Finance costs | (4,685) | - | (9,896) | - |
| 7000 | Total non-operating income and expenses | <u>103,189</u> | <u>5</u> | <u>(89,080)</u> | <u>(4)</u> |
| 7900 | EARNINGS BEFORE TAX | 457,600 | 22 | 353,820 | 16 |
| 7950 | INCOME TAX EXPENSE (Notes 4 and 26) | (99,398) | (5) | (93,590) | (4) |
| 8200 | NET INCOME | <u>358,202</u> | <u>17</u> | <u>260,230</u> | <u>12</u> |

(Continued)

(Continued)

| <u>Code</u> | | <u>2024</u> | | <u>2023</u> | |
|-------------|---|-------------------|-----------|-------------------|-----------|
| | | <u>Amount</u> | <u>%</u> | <u>Amount</u> | <u>%</u> |
| | OTHER COMPREHENSIVE INCOME (LOSS) (Notes 4, 22, and 26) | | | | |
| 8310 | Items that will not be reclassified subsequently to profit or loss | | | | |
| 8311 | Remeasurements of defined benefit plans | \$ 894 | - | \$ 42 | - |
| 8349 | Income tax benefit (expense) related to items that will not be reclassified subsequently | (179) | - | (9) | - |
| 8300 | Total other comprehensive income (loss), net of income tax | <u>715</u> | <u>-</u> | <u>33</u> | <u>-</u> |
| 8500 | TOTAL COMPREHENSIVE INCOME FOR THE YEAR | <u>\$ 358,917</u> | <u>17</u> | <u>\$ 260,263</u> | <u>12</u> |
| | EARNINGS PER SHARE (Note 27) | | | | |
| 9710 | Basic earnings per share | <u>\$ 5.56</u> | | <u>\$ 4.04</u> | |
| 9810 | Diluted earnings per share | <u>\$ 5.55</u> | | <u>\$ 4.04</u> | |

The accompanying notes are an integral part of the financial statements.

Chairman : Lin, Chong-Yi

Manager : Lin, Chong-Yi

Accounting Manager : Kang, Chih-He

LFA Co., LTD
STATEMENTS OF CHANGES IN EQUITY
January 1st to December 31st, 2024 and 2023

In Thousands of New Taiwan Dollars

| Code | | Retained Earnings | | | | Unappropriated Earnings | Others | Total Equity |
|------|--|-------------------|-----------------|-----------------------|-------------------------|------------------------------------|-------------------------------------|--------------|
| | | Capital Stock | Capital Surplus | Legal capital reserve | Special capital reserve | | Unrealized Gain (Loss) on Financial | |
| | | | | | | Through Other Comprehensive Income | | |
| A1 | BALANCE, JANUARY 1, 2023 | \$ 644,306 | \$ 14,872 | \$ 165,137 | \$ 5,166 | \$ 644,824 | (\$ 3,950) | \$ 1,470,355 |
| | Appropriations of 2022 earnings (Note 23) | | | | | | | |
| B1 | Provision of legal reserve | - | - | 31,986 | - | (31,986) | - | - |
| B17 | Reversal of special reserve | - | - | - | (1,216) | 1,216 | - | - |
| B5 | Cash dividends to shareholders | - | - | - | - | (161,076) | - | (161,076) |
| | Changes in other capital surplus | | | | | | | |
| C17 | Shareholders fail to claim dividends overdue | - | 6 | - | - | - | - | 6 |
| D1 | Net income of 2023 | - | - | - | - | 260,230 | - | 260,230 |
| D3 | Other comprehensive income (loss), net of income tax of 2023 | - | - | - | - | 33 | - | 33 |
| D5 | Total comprehensive income (loss) of 2023 | - | - | - | - | 260,263 | - | 260,263 |
| Z1 | BALANCE, DECEMBER 31, 2023 | 644,306 | 14,878 | 197,123 | 3,950 | 713,241 | (3,950) | 1,569,548 |
| | Appropriations of earnings of 2023 (Note 23) | | | | | | | |
| B1 | Provision of legal reserve | - | - | 26,026 | - | (26,026) | - | - |
| B5 | Cash dividends to shareholders | - | - | - | - | (32,215) | - | (32,215) |
| | Changes in other capital surplus | | | | | | | |
| C17 | Shareholders fail to claim dividends overdue | - | 5 | - | - | - | - | 5 |
| D1 | Net income of 2024 | - | - | - | - | 358,202 | - | 358,202 |
| D3 | Other comprehensive income (loss), net of income tax of 2024 | - | - | - | - | 714 | - | 714 |
| D5 | Total comprehensive income (loss) of 2024 | - | - | - | - | 358,916 | - | 358,916 |
| Z1 | BALANCE, DECEMBER 31, 2024 | \$ 644,306 | \$ 14,883 | \$ 233,149 | \$ 3,950 | \$ 1,013,916 | (\$ 3,950) | \$ 1,896,254 |

The accompanying notes are an integral part of the financial statements.

Chairman : Lin, Chong-Yi

Manager : Lin, Chong-Yi

Accounting Manager : Kang, Chih-He

LFA Co., LTD
STATEMENTS OF CASH FLOWS
January 1st to December 31st, 2024 and 2023

In Thousands of New Taiwan Dollars

| Code | | 2024 | 2023 |
|-------------|---|----------------|----------------|
| | CASH FLOWS FROM OPERATING ACTIVITIES | | |
| A10000 | Earnings before tax | \$ 457,600 | \$ 353,820 |
| A20010 | Income expense item | | |
| A20100 | Depreciation expense | 188,478 | 164,386 |
| A20200 | Amortization expense | 826 | 1,060 |
| A20300 | Expected credit losses | - | (68,102) |
| A20400 | Loss (gain) on financial instruments at fair value through profit or loss | 290 | 701 |
| A20900 | Finance costs | 4,685 | 9,896 |
| A21200 | Interest income | (25,029) | (20,045) |
| A22500 | Loss (gain) on disposal of property, plant and equipment | (23) | (58) |
| A23700 | Impairment loss on property, plant and equipment | 1,626 | 968 |
| A24100 | Loss (gain) on foreign exchange | (41,800) | 20,107 |
| A29900 | Profit from lease modification | - | (8) |
| A29900 | Reduce inventory to market | - | 1,722 |
| A29900 | Provision for liabilities | 11,874 | 4,256 |
| A30000 | Changes in operating assets and liabilities | | |
| A31115 | Financial assets compulsory at fair value through profit or loss | - | 1,637 |
| A31130 | Note receivables | 64 | (4,295) |
| A31140 | Note receivables-related parties | 11,268 | (8,850) |
| A31150 | Account receivables | 71,207 | 3,198 |
| A31160 | Account receivables-related parties | (4,005) | (3,037) |
| A31180 | Other receivables | (9) | 245 |
| A31200 | Inventories | 1,172 | 1,670 |
| A31230 | Prepayments | (2,323) | 828 |
| A31240 | Other current assets | 1,945 | (3,185) |
| A31990 | Net defined benefit asset | (109) | (148) |
| A32125 | Contract liabilities | 2,148 | 133 |
| A32130 | Notes Payable | - | (116) |
| A32150 | Accounts payable | (23,666) | 46,076 |
| A32160 | Accounts payable-related parties | (34,694) | 50,484 |
| A32180 | Other payable | (9,529) | 10,506 |
| A32200 | Provision for liabilities | (5,845) | (16,378) |
| A32230 | Other current liabilities | 25 | 20 |
| A33000 | Cash generated from operations | <u>606,176</u> | <u>547,491</u> |
| A33100 | Interest received | 25,513 | 18,252 |

(Continued)

(Continued)

| Code | | 2024 | 2023 |
|---|--|-------------------------------|--------------------|
| A33300 | Interest paid | (\$ 4,612) | (\$ 9,902) |
| A33500 | Income tax paid | (<u>81,737</u>) | (<u>97,200</u>) |
| AAAA | Net cash generated by operating activities | <u>545,340</u> | <u>458,641</u> |
| CASH FLOWS FROM INVESTING ACTIVITIES | | | |
| B00040 | Acquisition of financial assets measured at amortized cost | - | (29,166) |
| B00050 | Disposal of financial assets measured at amortized cost | 112,918 | - |
| B02700 | Acquisitions of Property, plant and equipment | (214,843) | (226,096) |
| B02800 | Disposal of Property, plant and equipment | 795 | 593 |
| B03700 | Refundable deposits paid | 2,042 | 708 |
| B07100 | Decrease (increase) in advance payment for equipment | (<u>93,821</u>) | (<u>51,580</u>) |
| BBBB | Net cash used in investing activities | (<u>192,909</u>) | (<u>305,541</u>) |
| CASH FLOWS FROM FINANCING ACTIVITIES | | | |
| C00100 | Increase (decrease) in short-term loans | | (35,000) |
| C04020 | Repayment of the principal portion of lease liabilities | (55,350) | (9,439) |
| C04500 | Cash dividend | (9,415) | (161,076) |
| C09900 | Dividends not claimed by shareholders overdue | (32,215) | <u>6</u> |
| CCCC | Net cash generated by (used in) financing activities | <u>5</u> (<u>96,975</u>) | (<u>205,509</u>) |
| DDDD | EFFECT OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS | | (908) |
| | | <u>33,311</u> | |
| EEEE | NET DECREASE IN CASH AND CASH EQUIVALENTS | 288,767 | (53,317) |
| E00100 | CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR | <u>493,224</u> | <u>546,541</u> |
| E00200 | CASH AND CASH EQUIVALENTS, END OF YEAR | <u>\$ 781,991</u> | <u>\$ 493,224</u> |

The accompanying notes are an integral part of the financial statements.

Chairman : Lin, Chong-Yi

Manager : Lin, Chong-Yi

Accounting Manager : Kang, Chih-He

【 Attachment 5 】

LFA CO., LTD.
Earnings Distribution Table
Year 2024

| (Unit: NTD\$) | |
|---|--------------|
| Beginning Unappropriated Retained Earnings | 654,999,095 |
| 2024 Net Income | 358,202,152 |
| An effort to ascertain the amount of remeasuring of the fringe benefit programs recognized in retained earnings | 715,079 |
| Legal Reserve (10%) | (35,891,723) |
| Distributable Retained Earnings | 978,024,603 |
| Distributed Items : | |
| Share Dividend to shareholders - NT\$0 per share | 0 |
| Cash Dividend to shareholders - NT\$0.5 distributed per share (note) | (32,215,287) |
| Accumulated Unappropriated Retained Earnings | 945,809,316 |

Note: Allocation of 2024 retained earnings of the Company in priority.

Chairman : Lin, Chong-Yi President : Lin, Chong-Yi Chief Accountant : Kang, Chih-He

【Attachment 6】

LFA CO., LTD.
Comparison Table for Partial Amendments to the “Articles of Incorporation”

| Article After Amendment | Article Before Amendment | Explanation |
|--|--|---|
| <p>Article 27: If there is profit at the end of a fiscal year, the Company shall allocate 1% of the profits earned during the current year for the purpose of employees’ compensation and no more than 5% of the same for directors’ remuneration. <u>Among the employee compensation amount mentioned above, no less than 30% shall be allocated for distribution to grassroots employees.</u> However, the Company’s accumulated losses shall have been covered primarily. The term profit of the preceding paragraph shall mean the total of the taxable revenue earned during the current year before deducting the amount of employee’s compensation and the directors’ remuneration. The remuneration of the employees may be in stock or cash, resolved by a special resolution of the Board of Directors, and reported at the shareholders’ meeting. The employees receiving distribution of remuneration in stock or cash include the employees of subsidiaries of the Company meeting certain specific requirements. Qualification requirements that entitle employees to receive a transfer of buyback shares, employee stock warrants, receive newly issued shares, or restricted stock for employees include employees of subsidiaries that meet certain requirements.</p> | <p>Article 27: If there is profit at the end of a fiscal year, the Company shall allocate 1% of the profits earned during the current year for the purpose of employees’ compensation and no more than 5% of the same for directors’ remuneration. However, the Company’s accumulated losses shall have been covered primarily. The term profit of the preceding paragraph shall mean the total of the taxable revenue earned during the current year before deducting the amount of employee’s compensation and the directors’ remuneration. The remuneration of the employees may be in stock or cash, resolved by a special resolution of the Board of Directors, and reported at the shareholders’ meeting. The employees receiving distribution of remuneration in stock or cash include the employees of subsidiaries of the Company meeting certain specific requirements. Qualification requirements that entitle employees to receive a transfer of buyback shares, employee stock warrants, receive newly issued shares, or restricted stock for employees include employees of subsidiaries that meet certain requirements.</p> | <p>Pursuant to Article 14, Paragraph 6 of the Securities and Exchange Act, this matter is processed accordingly."</p> |

| | | |
|---|--|--|
| <p>Article 31:These Articles of Incorporation were agreed to and signed on September 4, 1986. The 1st Amendment was made on November 25, 1986, ~ and so forth The 27th Amendment was made on June 27, 2024 The 28th Amendment was made on November 22, 2024 <u>The 29th Amendment was made on June 20, 2025</u></p> | <p>Article 31:These Articles of Incorporation were agreed to and signed on September 4, 1986. The 1st Amendment was made on November 25, 1986, ~ and so forth The 27th Amendment was made on June 27, 2024 The 28th Amendment was made on November 22, 2024</p> | <p>The date of the amendment is added.</p> |
|---|--|--|

【Attachment 7】

LFA CO., LTD.

Election of Directors

| Position | Name | No. of Shares Held | Educational Background | Experience | Current Position | Whether the individual has served as an independent director for three consecutive terms / reasons |
|----------|--|--------------------|---|---|--|--|
| Director | Representative of Zhicheng Investment Co., Ltd. Chih-Lung Lin | 34,000,000 | National Cheng Kung University Master of Accounting Partner | Partner of Chi-li Accountant Firm | Partner of Chi-li Accountant Firm | Not applicable |
| Director | Representative of Zhicheng Investment Co., Ltd. Tsung-Jung Su | 34,000,000 | Department of Law, National Chung Hsing University | Prosecutor, Tainan District Prosecutors Office Chief Prosecutor, Kaohsiung District Prosecutors Office Chief Prosecutor, Pingtung District Prosecutors Office | Managing Attorney, Dingyue United Law Firm | Not applicable |

| Position | Name | No. of Shares Held | Educational Background | Experience | Current Position | Whether the individual has served as an independent director for three consecutive terms / reasons |
|----------------------|---------------|--------------------|--|--|---|--|
| Director | Chong-Yi Lin | 430,000 | La Sierra University MBA | Director of Eagle Eyes Traffic Ind. Co. Ltd | Chairman of LFA Co., Ltd General Manager of LFA Co., Ltd | Not applicable |
| Independent Director | Yen-Hsun Chen | 0 | PhD in Mechanical Engineering, National Central University. PhD in Business Administration from National Cheng Kung University. | Director of the Department of Information Management, Department, College of Further Education, Far East University of Science and Technology. Head of Academic Affairs, College of Further Education and Junior College, Far East University of Science and Technology | Associate Professor, Dean of Student Affairs, and Director of the Division of Continuing Education, CTBC University of Technology | No |

| Position | Name | No. of Shares Held | Educational Background | Experience | Current Position | Whether the individual has served as an independent director for three consecutive terms / reasons |
|----------------------|------------------|--------------------|--|---|---|--|
| Independent Director | Yueh-Feng Chuang | 0 | Master of Public Relations Group, Journalism Research Institute, Ball State University IN, USA | Dean of International College, Kun Shan University of Science and Technology International Director of International and Cross Strait Exchange Department, Kun Shan University of Science and Technology | Dean of International College, Kun Shan University of Science and Technology International Director of International and Cross Strait Exchange Department, Kun Shan University of Science and Technology Associate Professor, Department of Public Relations and Advertising, Kun Shan University | No |

| Position | Name | No. of Shares Held | Educational Background | Experience | Current Position | Whether the individual has served as an independent director for three consecutive terms / reasons |
|----------------------|--------------|--------------------|--|---|--|--|
| Independent Director | Zhen-Hsiu Lu | 0 | Master of Public Affairs Management, National Sun Yat-sen University Department of Finance, National Chengchi University | General, Bureau of Finance and Taxation, Tainan City Government Independent Director, Bank of Kaohsiung Former Director Former Director General, Southern Taiwan District National Taxation Bureau, Ministry of Finance Former Standing Supervisor, Export-Import Bank of the Republic of China Former Deputy Director-General, Taxation Administration, Ministry of Finance | Independent Director, TAYIH KENMOS AUTO PARTS CO., LTD. Independent Director, TSANN KUEN ENTERPRISE CO., LTD. Adjunct Associate Professor-Level Professional Technician, Department of Financial and Economic Law, National Chung Cheng University | No |

| Position | Name | No. of Shares Held | Educational Background | Experience | Current Position | Whether the individual has served as an independent director for three consecutive terms / reasons |
|----------------------|---------------|--------------------|---|---|--|--|
| Independent Director | Chu-Cheng Yeh | 0 | Department of Law, National Chengchi University | Prosecutor, Tainan, Hsinchu, Banqiao, and Taipei District Prosecutors Offices Judge, Banqiao District Court Presiding Judge, Tainan District Court Chief Judge and President, Tainan Branch, Taiwan High Court | Appointed Civil Mediator, Tainan Branch, Taiwan High Court | No |

IV. Appendices

【Appendix 1】 Articles of Incorporation

Articles of Incorporation

Articles of Incorporation of LFA CO ., LTD.

Chapter 1 General Provisions

- Article 1: The Company shall be incorporated under the Company Act of the Republic of China, and its name shall be 龍鋒科技股份有限公司 in Chinese
- Article 2: The businesses operated by the Company are as follows:
CC01110 Computer and Peripheral Equipment Manufacturing
ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.
CC01080 Electronics Components Manufacturing
CD01030 Motor Vehicles and Parts Manufacturing
CD01040 Motorcycles and Parts Manufacturing
F114030 Wholesale of Motor Vehicle Parts and Motorcycle Parts, Accessories
F219010 Retail Sale of Electronic Materials
F401010 International Trade
F401021 Restrained Telecom Radio Frequency Equipment's and Materials Import
- Article 3: The Company shall have its head office in Tainan City, the Republic of China, and may, pursuant to a resolution adopted at the meeting of the Board of Directors, set up branch offices within or outside the territory of the Republic of China when deemed necessary.
- Article 4: The Company may act as a guarantor for another entity when required for business operations, the operating procedure in accordance with the Operational Procedures for Endorsements and Guarantees of the Company._

Chapter 2 Capital Stock

- Article 5: The total capital stock of the Company shall be in the amount of Eight Hundred and Eighty Million New Taiwan Dollars, divided into Eighty-Eight Million shares at Ten New Taiwan Dollars each, the Board of Directors is authorized to issue the unissued stocks in installments. One Million Five Hundred Thousand shares, in the above share amount, at Ten New Taiwan Dollars each, are reserved for issuing employee stock options and shall be issued in installments based on the Board of Director's resolution.
- Article 6: When the Company invests outwardly into other firms as Limited Liability Shareholders, the total investment is free of Article 13 of the Company Law; the Company's total investment shall not exceed 40% of the Company's paid-in capital.
- Article 7: The share certificates of the Company shall be in registered form, may be exempted from printing share certificates, but shall have the shares so issued duly registered with securities depository facilities. In the instance of printing, share certificates, before issued, shall be signed by or affixed with the seal of the Representative Director and be certified pursuant to the law.
- Article 8: The name change or transfer of shares shall be suspended for a period of 60 days before the convening date of a regular shareholders' meeting, 30 days before the convening date of a special shareholders' meeting, or within five days before the date on which dividends, bonus, or other benefits are scheduled to be paid by the Company.
- Article 9: The procedures regarding shareholders' affairs are in accordance with the relevant laws and regulations and requirements of the competent authority.

Chapter 3 Shareholders' Meeting

- Article 10: Shareholders' meetings of the Company shall be of the following two kinds : regular meetings and special meetings. Regular meetings shall be convened at least once a year within six months after the close of each fiscal year. Special meetings shall be convened whenever

- necessary.
- Article 10-1: A shareholder holding one percent or more of the total number of issued shares may submit to the Company a correspondence proposal for discussion at a regular shareholders' meeting. Prior to the book closure date before a regular shareholders' meeting is held, the Company shall publicly announce its acceptance of shareholder proposals; the period for submission of shareholder proposals may not be less than 10 days. 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 Article 172-1 of the Company Act. At the shareholders' meeting, the Board of Directors shall explain the reasons for the exclusion of any shareholder proposals not included in the agenda.
- Article 10-2: The shareholders' meeting of the Company may be convened by a virtual meeting or other methods of convening according to the announcement by the central competent authority. The operating procedures and other related regulations are in accordance with the regulations of the competent authority.
- Article 11: In the event that a shareholder is unable to attend a shareholders' meeting for any cause, the shareholder may appoint a proxy to attend the meeting on behalf of the shareholder by executing a power of attorney printed by the Company. The procedure of a shareholders' appointing a proxy to attend the shareholders' meeting is in accordance with the provisions set forth in the Company Act and Rules Governing Appointment of Proxy by the Power of Attorney to Attend a Shareholders' meeting of Public Companies. '
- Article 12: Each shareholder is entitled to one vote for each share held, except otherwise regulated by the Company Act.
- Article 13: Unless otherwise provided for in the laws and regulations concerned, a meeting of shareholders shall proceed only if attended by shareholders representing more than one-half of the total outstanding capital stock of the Company. Resolutions of a shareholders' meeting shall be made at the meeting with the concurrence of a majority of the votes held by the shareholders present at the meeting. Resolutions adopted at a shareholder's meeting shall be recorded in the minutes of the meeting, signed by or affixed with the seal of the chairman of the Board of Directors, and distributed to all shareholders of the Company within 20 days after the meeting. The distribution of the minutes of the meeting in the preceding paragraph may be given in the form of a public announcement.

Chapter 4 Directors and Audit Committee

- Article 14: The Company shall have 7 Directors with a term of three years. The Company's directors are nominated according to Article 192-1 of the Company Act; the shareholders shall elect the directors from among the nominees listed in the roster of director candidates. All Directors shall be eligible for re-election. The total registered shares owned by all directors shall be in accordance with the regulations prescribed in Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies.
- Article 14-1 : Said directors of the Company shall include no less than three independent directors. Directors of the Company are elected from nomination; the shareholders shall elect the directors from among the nominees listed in the roster of director candidates. The qualification, shareholding, restrictions on part-time jobs, nomination and election of independent directors, and other matters to be complied with shall be handled in accordance with the relevant requirements of the competent securities authority.
- Article 15: The Directors shall constitute the Board of Directors and shall elect one Chairman (and one vice Chairman) of the Board from among themselves by a majority at a meeting attended by at least two-thirds of the Directors. The Chairman shall externally represent the Company and conduct all affairs of the Company according to the laws and regulations and the resolutions of the shareholders' meeting and the meeting of the Board of Directors. The Board of Directors' meeting shall be convened at least once every three months. In case a director is unable to attend the Board of Directors meeting, another director may be appointed to attend a meeting of the Board of Directors on his/her behalf; he/she shall, at

each time, issue a written proxy and state therein the scope of authority with reference to the subjects to be discussed at the meeting.

A director may accept the appointment to act as the proxy referred to in the preceding paragraph of one other director only.

Article 16: (Article Deleted.)

Article 17: Except the first meeting of each term of the Board of Directors shall be convened by the director who received a ballot representing the largest number of votes at the election of directors within 15 days after the re-election, meetings of the Board of Directors shall be convened by the chairman of the Board of Directors. In calling a meeting of the Board of Directors, a notice stating the time, place, and reasons for convening shall be given to each director no later than seven days prior to the scheduled meeting date. In the case of an emergency, a meeting of the Board of Directors may be convened at any time. The meeting notice of the preceding paragraph may be affected by means of writing, electronic mail, or fax.

Article 18 : The resolutions of the Board of Directors, except as otherwise provided in the Company Act, shall be adopted by a majority vote of the directors at a meeting of the Board of Directors attended by at least a majority of the entire directors of the Company.

Article 19: In case the Chairman of the Board of Directors is on leave or absent or cannot exercise his power and authority for any cause, a delegate shall be appointed in compliance with Article 208 of the Company Act.

Article 20: The powers of the Board of Directors are as follows :

1. Approval and Revision of the Company's business plans.
2. Drafting of proposals on the Company's distribution of earnings or make-up of losses.
3. Planning of capital increase and decrease of the Company.
4. Drafting of Revisions of the Company's Articles of Incorporation.
5. Reviewing of Important Contracts.
6. Appointment and removal of the Company's managerial officers.
7. Establishing and cancellation of the branches and offices.
8. Budgeting and Final Accounting results
9. Decision of transaction of real estates and investment of other entities.
10. Other matters stipulated by the Company Act or authorized by the shareholders' meeting.

Article 21: (Article Deleted.)

Article 22: (Article Deleted.)

Article 23: The Company may obtain liability insurance for directors with respect to liabilities resulting from exercising their duties during the tenure of the office.

Article 24: Remuneration of the Chairman of the Board of Directors and Directors authorized to the Board of Directors shall be based on the value of the participation and contribution to the Company's operations and may be paid at such level as generally adopted by the enterprises of the same industry.

Chapter 5 Managerial Officials

Article 25: The Company may have one or more managerial officers. Appointment, discharge, and remuneration of the managerial officers shall be in compliance with Article 29 of the Company Act.

Chapter 6 Accounting

Article 26: After the close of each fiscal year, the Board of Directors shall prepare the books and statements listed below, then submitting to the regular meeting of shareholders for acceptance according to legal procedure.

1. A Report on Operations
2. Financial Statements
3. Proposals concerning Appropriation of Net Profits or Making up Losses

Article 27: If there is profit at the end of a fiscal year, the Company shall allocate 1% of the profits earned during the current year for the purpose of employees' compensation and no more than 5% of the same for directors' remuneration. However, the Company's accumulated losses shall have been covered primarily.

The term profit of the preceding paragraph shall mean the total of the taxable revenue earned

during the current year before deducting the amount of employee's compensation and the directors' remuneration.

The remuneration of the employees may be in stock or cash, resolved by a special resolution of the Board of Directors, and reported at the shareholders' meeting.

The employees receiving distribution of remuneration in stock or cash include the employees of subsidiaries of the Company meeting certain specific requirements.

Qualification requirements that entitle employees to receive a transfer of buyback shares, employee stock warrants, receive newly issued shares, or restricted stock for employees include employees of subsidiaries that meet certain requirements.

Article 28: If there are surplus earnings before tax upon the final settlement of account of each fiscal year, the Company shall, accrue income tax payable first, offset any previous accumulated losses, and then set aside ten percent of such profits as a legal reserve. However, when the legal reserve equals to the paid-in capital, the Company may decide stop setting aside the legal reserve. After set aside legal reserve, the Company may doing so on the Company's discretion or reserve or reverse the special reserve in accordance with relevant regulations or as requested by the authorities in charge, The remaining net profit, and the beginning unappropriated earnings shall be distributed into dividends to shareholders according to the distribution plan proposed by the Board of Directors and submitted to the shareholders' meeting for approval.

When the Company distributes preceding surplus earning, legal reserve and capital reserve in the form of cash, such distribution is authorized to be made 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, a report of such distribution shall be submitted to the shareholders' meeting.

Article 29: In order to pursue sustainable development, stable growth and a sound financial structure in the future, the Company will depending on the Company's operating situation and capital planning, formulate a surplus distribution proposal and submit it to the shareholder's meeting for resolution on distribution. The distributed dividend in the form of cash shall not be less than 30% of the total amount of dividend allocable in the year.

Chapter 7 Supplementary Provisions

Article 30: In regard to all matters not provided for in these Articles of Incorporation, the Company Act and relevant laws and regulations shall govern.

Article 31: These Articles of Incorporation were agreed to and signed on September 4, 1986.

The 1st Amendment was made on November 26, 1986

The 2nd Amendment was made on November 18, 1988

The 3rd Amendment was made on August 30, 1989

The 4th Amendment was made on October 16, 1993

The 5th Amendment was made on November 5, 1999

The 6th Amendment was made on March 10, 2001

The 7th Amendment was made on November 8, 2001

The 8th Amendment was made on June 30, 2002

The 9th Amendment was made on June 25, 2003

The 10th Amendment was made on June 24, 2004

The 11th Amendment was made on June 24, 2004

The 12th Amendment was made on June 16, 2005

The 13th Amendment was made on June 16, 2006

The 14th Amendment was made on March 1, 2007

The 15th Amendment was made on June 13, 2007

The 16th Amendment was made on June 13, 2008

The 17th Amendment was made on June 16, 2009

The 18th Amendment was made on June 30, 2010

The 19th Amendment was made on June 22, 2011

The 20th Amendment was made on June 13, 2012

The 21st Amendment was made on June 24, 2015

The 22nd Amendment was made on June 28, 2016

The 23rd Amendment was made on June 10, 2019

The 24th Amendment was made on June 10, 2020

The 25th Amendment was made on June 14, 2022
The 26th Amendment was made on June 16, 2023
The 27th Amendment was made on June 27, 2024
The 28th Amendment was made on November 22, 2024

LFA CO., LTD.

Chairman of Board of Directors : Lin, Chong-Yi

【Appendix 2】 Rules of Procedure for Shareholders' Meeting

Article 1 To establish a strong governance system and sound supervisory capabilities for this Corporation'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 The rules of procedures for this Corporation's shareholders' meetings, except as otherwise provided by law, regulation, or the articles of incorporation, shall be as provided in these Rules.

Article 3 (Convening shareholders' meetings and shareholders' meeting notices)

Unless otherwise provided by law or regulation, this Corporation's shareholders' meetings shall be convened by the Board of Directors.

Changes to how this Corporation 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.

This Corporation shall prepare electronic files 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. This Corporation shall prepare electronic files 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. If, however, this Corporation has the paid-in capital of NT\$10 billion or more as of the last day of the most current fiscal year, or total shareholding of foreign shareholders and PRC shareholders reaches 30% or more as recorded in the register of shareholders of the shareholders' meeting held in the immediately preceding year, transmission of these electronic files shall be made by 30 days before the regular shareholders' meeting. In addition, before 15 days before the date of the shareholders' meeting, this Corporation 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 this Corporation and the professional shareholder services agent designated thereby and distributed on-site at the shareholders' meeting.

This Corporation shall make the meeting agenda and supplemental meeting materials in the preceding paragraph available to shareholders for review in the following manner on the date of the shareholders' meeting:

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

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

Election or dismissal of directors, amendments to the articles of incorporation, reduction of capital, application for the approval of ceasing its status as a public company, approval of competing with the Company by directors, surplus profit distributed in the form of new shares, reserve distributed in the form of new shares, 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 and the essential contents explained in the notice of the reasons for convening the shareholders' meeting. None of the above matters may be raised by an extraordinary motion.

Where the re-election of all directors, as well as their inauguration date, is stated in the notice of the reasons for convening the shareholders' meeting after the completion of the re-election in said meeting, such inauguration date may not be altered by any extraordinary motion or otherwise in the same meeting.

A shareholder holding one percent or more of the total number of issued shares may submit to this Corporation a proposal for discussion at a regular shareholders' meeting. The number of items so proposed is limited to one only, and no proposal containing more than one item will be included in the meeting agenda. 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.

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.

Prior to the book closure date before a regular shareholders' meeting is held, this Corporation shall publicly announce its acceptance of shareholder proposals in writing or electronically 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.

Prior to the date for issuance of notice of a shareholders' meeting, this Corporation 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 4 For each shareholders' meeting, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by this Corporation and stating the scope of the proxy's authorization.

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

After a proxy form has been delivered to this Corporation, 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 this Corporation before two business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

If, after a proxy form is delivered to this Corporation, a shareholder wishes to attend the shareholders' meeting online, a written notice of proxy cancellation shall be submitted to this Corporation 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 5 (Principles determining the time and place of a shareholders' meeting)

The venue for a shareholders' meeting shall be the premises of this Corporation 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 this Corporation convenes a virtual-only shareholders' meeting.

Article 6 (Preparation of documents such as the attendance book)

This Corporation shall specify in its shareholders' meeting notices the time during which attendance registrations for shareholders, solicitors, and proxies (collectively "shareholders") will be accepted, the place to register for attendance, and other matters for attention.

The time during which shareholder attendance registrations will be accepted, as stated in the preceding paragraph, shall be at least 30 minutes prior to the time the meeting commences. The place at which attendance registrations are accepted shall be clearly marked, and a sufficient number of suitable personnel 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 attending the shareholders' meeting in person.

Shareholders shall attend shareholders' meetings based on attendance cards, sign-in cards, or other certificates of attendance. This Corporation 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.

This Corporation 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.

This Corporation 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.

This Corporation 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, pre-printed ballots shall also be furnished.

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

In the event of a virtual shareholders' meeting, shareholders wishing to attend the meeting online shall register with this Corporation two days before the meeting date.

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

Article 6-1 (Convening virtual shareholders' meetings and particulars to be included in shareholders' meeting notice)

To convene a virtual shareholders' meeting, this Corporation 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 the meeting agenda of that shareholders' meeting.

D. Actions to be taken if the outcome of all proposals has been announced and an 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 virtual shareholders' meetings online shall be specified.

Article 7 (The chair and non-voting participants of a shareholders' meeting)

If a shareholder's 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.

When a director serves as chair, as referred to in the preceding paragraph, the 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.

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 and at least one member of each functional committee on behalf of the committee. The attendance shall be recorded in the meeting minutes.

If a shareholders' meeting is convened by a party with the 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.

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

Article 8 (Documentation of a shareholders' meeting by audio or video)

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

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

Where a shareholders' meeting is held online, this Corporation shall keep records of shareholder registration, sign-in, check-in, questions raised, votes cast, and results of votes counted by this Corporation, 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 this Corporation 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, this Corporation is advised to audio and video record the back-end operation interface of the virtual meeting platform.

Article 9 Attendance at shareholders' meetings shall be calculated based on the numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in and the shares checked in on the virtual meeting platform, plus the number of shares whose voting rights are exercised by correspondence or electronically.

The chair shall call the meeting to order at the appointed meeting time and disclose information concerning the number of nonvoting shares and the number of shares represented by shareholders attending the meeting. However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined total of no more than one hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one-third of the total number of issued shares, the chair shall declare the meeting adjourned. In the event of a virtual shareholders' meeting, this Corporation shall also declare the meeting adjourned at the virtual meeting platform.

If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one-third or more of the total number of issued shares, a tentative resolution may be

- adopted pursuant to Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders' meeting shall be convened within one month. In the event of a virtual shareholders' meeting, shareholders intending to attend the meeting online shall re-register to this Corporation in accordance with Article 6.
- When, prior to the conclusion of the meeting, the attending shareholders represent a majority of the total number of issued shares, the chair may resubmit the tentative resolution for a vote by the shareholders' meeting pursuant to Article 174 of the Company Act.
- Article 10 (Discussion of proposals)
- If a shareholders' meeting is convened by the Board of Directors, the meeting agenda shall be set by the Board of Directors. Votes shall be cast on each separate proposal in the agenda (including extraordinary motions and amendments to the original proposals set out in the agenda). The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders' meeting. The provisions of the preceding paragraph apply mutatis mutandis to a shareholders' meeting convened by a party with the power to convene that is not the Board of Directors.
- The chair may not declare the meeting adjourned prior to the 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.
- The chair shall allow ample opportunity during the meeting for explanation and discussion of proposals and of amendments or extraordinary motions put forward by the shareholders; when the chair is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the chair may announce the discussion closed, call for a vote, and schedule sufficient time for voting.
- Article 11 (Shareholder speech)
- Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, his/her shareholder account number (or attendance card number), and account name. The order in which shareholders speak will be set by the chair.
- A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail.
- Except with the consent of the chair, a shareholder may not speak more than twice on the same proposal, and a single speech may not exceed 5 minutes. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chair may terminate the speech.
- When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chair and the shareholder that has the floor; the chair shall stop any violation.
- When a juristic person shareholder appoints two or more representatives to attend a shareholders' meeting, only one of the representatives so appointed may speak on the same proposal.
- After an attending shareholder has spoken, the chair may respond in person or direct relevant personnel to respond.
- Where a virtual shareholders' meeting is convened, shareholders attending the virtual meeting online may raise questions in writing at the virtual meeting platform from the chair declaring the meeting open until the chair declares 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.
- 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 12 (Calculation of voting shares and recusal system)
- Voting at a shareholders' meeting shall be calculated based on the number of shares.
- With respect to resolutions of shareholders' meetings, the number of shares held by a shareholder with no voting rights shall not be calculated as part of the total number of issued shares.
- When a shareholder is an interested party in relation to an agenda item, and there is the likelihood that such a relationship would prejudice the interests of this Corporation, that shareholder may not vote on that item and may not exercise voting rights as proxy for any other shareholder.
- The number of shares for which voting rights may not be exercised under the preceding paragraph shall not be calculated as part of the voting rights represented by attending shareholders.
- With the exception of a trust enterprise or a shareholder services agent approved by the 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 three 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 13 Unless otherwise provided by law or regulation, a shareholder of the Corporation shall be entitled to one vote for each share held.

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

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

After a shareholder has exercised voting rights by correspondence or electronic means, in the event the shareholder intends to attend the shareholders' meeting in person or online, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to this Corporation, by the same means by which the voting rights were exercised, before two business days before the date of the shareholders' meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by correspondence or electronic means shall prevail. When a shareholder has exercised voting rights both by correspondence or electronic means and by appointing a proxy to attend a shareholders' meeting, the voting rights exercised by the proxy in the meeting shall prevail.

Except as otherwise provided in the Company Act and in this Corporation'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.

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

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

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

When this Corporation convenes a virtual shareholders' meeting, after the chair declares the meeting open, shareholders attending the meeting online shall cast votes on proposals and elections on the virtual meeting platform before the chair announces the voting session ends or will be deemed abstained from voting.

In the event of a virtual shareholders' meeting, votes shall be counted at once after the chair announces the voting session ends, and the results of votes and elections shall be announced immediately.

When this Corporation convenes a hybrid shareholders' meeting, if shareholders who have registered to attend the meeting online in accordance with Article 6 decide to attend the physical shareholders' meeting in person, they shall revoke their registration two days before the shareholders' meeting in the same manner as they registered. If their registration is not revoked within the time limit, they may only attend the shareholders' meeting online.

When shareholders exercise voting rights by correspondence or electronic means, unless they have withdrawn the declaration of intent and attended the shareholders' meeting online, except for extraordinary motions, they will not exercise voting rights on the original proposals or make any amendments to the original proposals or exercise voting rights on amendments to the original proposal.

Article 14 (Election Items)

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

The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the ballots shall be retained until the conclusion of the litigation.

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

This Corporation may distribute the meeting minutes of the preceding paragraph by means of a public announcement made through the MOPS.

The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their voting results (including the number of voting rights), and disclose the number of voting rights won by each

- candidate in the event of an election of directors or supervisors. The minutes shall be retained for the duration of the existence of this Corporation.
- 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 a disruption to the virtual meeting platform or participation in the meeting online due to natural disasters, accidents or other force majeure events, and how issues are dealt with shall also be included in the minutes. When convening a virtual-only shareholders' meeting, other than compliance with the requirements in the preceding paragraph, this Corporation shall specify in the meeting minutes alternative measures available to shareholders with difficulties in attending virtual-only shareholders' meeting online.
- Article 16 (Public disclosure)
- On the day of a shareholders' meeting, this Corporation 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 of a virtual shareholders' meeting, this Corporation shall upload the above meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts and keep this information disclosed until the end of the meeting.
- During 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.
- If matters put to a resolution at a shareholders' meeting constitute material information under applicable laws or regulations or under Taipei Exchange Market regulations, this Corporation shall upload the content of such resolution to the MOPS within the prescribed time period.
- Article 17 (Maintaining order at the meeting place)
- Staff handling administrative affairs of a shareholders' meeting shall wear identification cards or armbands. The chair may direct the proctors or security personnel to help maintain order at the meeting place. When proctors or security personnel help maintain order at the meeting place, they shall wear an identification card or armband bearing the word "Proctor."
- At the place of a shareholders' meeting, if a shareholder attempts to speak through any device other than the public address equipment set up by this Corporation, the chair may prevent the shareholder from so doing. When a shareholder violates the rules of procedure and defies the chair's correction, obstructing the proceedings and refusing to heed calls to stop, the chair may direct the proctors or security personnel to escort the shareholder from the meeting.
- Article 18 (Recess and resumption of a shareholders' meeting)
- When a meeting is in progress, the chair may announce a break based on time considerations. If a force majeure event occurs, the chair may rule the meeting temporarily suspended and announce a time when, in view of the circumstances, the meeting will be resumed.
- If the meeting venue is no longer available for continued use and not all of the items (including extraordinary motions) on the meeting agenda have been addressed, the shareholders' meeting may adopt a resolution to resume the meeting at another venue.
- A resolution may be adopted at a shareholders' meeting to defer or resume the meeting within five days in accordance with Article 182 of the Company Act.
- Article 19 (Disclosure of information at virtual meetings)
- In the event of a virtual shareholders' meeting, this Corporation shall disclose real-time results of votes and elections immediately after the end of the voting session on the virtual meeting platform according to the regulations, and this disclosure shall continue at least 15 minutes after the chair has announced the meeting adjourned.
- Article 20 (Location of the chair and secretary of virtual-only shareholders' meeting)
- When this Corporation convenes a virtual-only shareholders' meeting, both the chair and secretary shall be in the same location, and the chair shall declare the address of their location when the meeting is called to order.
- Article 21 (Handling of disconnection)
- In the event of a virtual shareholders' meeting, this Corporation may offer a simple connection test to shareholders prior to the meeting and provide relevant real-time services before and during the meeting to help resolve technical communication issues.
- In the event of a virtual shareholders' meeting, when declaring the meeting open, the chair shall also declare, unless, under a circumstance where a meeting is not required to be postponed to or resumed at another time under Article 44-20, paragraph 4 of the Regulations Governing the Administration of Shareholder Services of Public Companies if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events before the chair has announced the meeting adjourned, and the obstruction continues for more than 30 minutes, the meeting shall be postponed to or

resumed on another date within five days, in which case Article 182 of the Company Act shall not apply. For a meeting to be postponed or resumed as described in the preceding paragraph, shareholders who have not registered to participate in the affected shareholders' meeting online shall not attend the postponed or resumed session.

For a meeting to be postponed or resumed under the 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 a list of elected directors and supervisors.

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

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, this Corporation 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 periods set forth under Article 12, second half, and Article 13, paragraph 3 of Regulations Governing the Use of Proxies for Attendance at Shareholders' meetings of Public Companies, and Article 44-5, paragraph 2, Article 44-15, and Article 44-17, paragraph 1 of the Regulations Governing the Administration of Shareholder Services of Public Companies, this Corporations hall handle the matter based on the date of the shareholders' meeting that is postponed or resumed under the second paragraph.

Article 22 (Handling of digital divide)

When convening a virtual-only shareholders' meeting, this Corporation shall provide appropriate alternative measures available to shareholders with difficulties in attending virtual shareholders' meeting online.

Article 23 These Rules shall take effect after having been submitted to and approved by a shareholders' meeting. Subsequent amendments thereto shall be affected in the same manner.

【Appendix 3】 Procedures for Election of Directors

- Article 1 To ensure the fair, impartial, and transparent election of directors, these Procedures are established in accordance with Articles 21 and 41 of the “Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies.”
- Article 2 Unless otherwise provided by laws or the Articles of Incorporation, the election of directors of the Company shall be conducted in accordance with these Procedures.
- Article 3 The election of directors of the Company shall consider the overall composition of the Board of Directors. The composition of Board members should follow the principle of diversity, taking into account the Company's operations, business model, and development needs. The diversity policy may include, but is not limited to, the following two aspects:
Basic attributes and values: such as gender, age, nationality, and culture.
Professional knowledge and skills: including professional background (e.g., in law, accounting, industry, finance, marketing, or technology), expertise, and industry experience.
Board members should possess the knowledge, skills, and competencies necessary to perform their duties. As a whole, the Board should have the following capabilities:
A. Operational judgment
B. Accounting and financial analysis
C. Business management
D. Crisis management
E. Industry knowledge
F. Global market perspective
G. Leadership
H. Decision-making ability
More than half of the Board seats shall not be held by individuals who are spouses or relatives within the second degree of kinship. The Board shall consider the results of performance evaluations when adjusting its composition.
- Article 4 Independent directors of the Company shall meet the qualifications stipulated in Articles 2, 3, and 4 of the “Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies.”
The election of independent directors shall comply with Articles 5 through 9 of the above-mentioned Regulations, and be handled in accordance with Article 24 of the “Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies.”
- Article 5 The election of directors shall adopt the candidate nomination system as prescribed in Article 192-1 of the Company Act.
If a director is dismissed for any reason and the number of directors falls below five, a by-election shall be held at the next shareholders’ meeting. However, if the number of vacancies reaches one-third of the total number of directors as specified in the Articles of Incorporation, an extraordinary shareholders’ meeting shall be convened within 60 days from the date of the occurrence for a by-election.
If the number of independent directors falls below the minimum requirement specified in the proviso of Article 14-2, Paragraph 1 of the Securities and Exchange Act, a by-election shall be held at the next shareholders’ meeting. If all independent directors are dismissed, an extraordinary shareholders’ meeting shall be convened within 60 days from the date of occurrence for a by-election.
- Article 6 The Company shall adopt the cumulative voting method for the election of directors. Each share shall have voting rights equal to the number of directors to be elected. A shareholder may cast all votes for a single candidate or distribute them among multiple candidates.
- Article 7 The Board shall prepare ballots in the same number as the directors to be elected, indicating the number of voting rights attached to each. These ballots shall be distributed to shareholders attending the meeting. The name of the voter may be replaced by the attendance certificate number printed on the ballot.
- Article 8 The election of directors shall be held in accordance with the number of seats specified in the Articles of Incorporation. Separate tallies shall be conducted for independent and non-independent director candidates. Those receiving the highest number of voting rights shall be elected sequentially. In the event of a tie in voting rights exceeding the number of seats available, the winner shall be determined by drawing lots. If any candidate tied in the draw is absent, the chairperson shall draw the lot on their behalf.
- Article 9 Before voting commences, the chairperson shall appoint shareholder(s) to act as ballot scrutineers and vote counters. The ballot boxes shall be prepared by the Board and inspected by the scrutineers in public before voting.

- Article 10 Ballots shall be deemed invalid in any of the following circumstances:
- A. Ballots not prepared by the convener
 - B. Blank ballots cast into the box
 - C. Illegible or altered ballots
 - D. Ballots with names not matching the list of director candidates
 - E. Ballots containing text other than allocations of voting rights
 - F. Ballots listing more than one candidate
- Article 11 Votes shall be counted immediately after voting, and the chairperson shall announce the results on the spot, including the list of elected directors and the number of voting rights received. All ballots used in the election shall be sealed and signed by the ballot scrutineers and kept properly for at least one year. If litigation is initiated by shareholders under Article 189 of the Company Act, ballots shall be kept until the conclusion of the lawsuit.
- Article 12 The Company shall issue election notices to the elected directors.
- Article 13 These Procedures shall take effect upon approval by the shareholders' meeting. Any amendments shall follow the same process.

【Appendix 4】

Shareholdings of All Directors Recorded in the Company's Register of Shareholders

1. Statutory minimum number of shares to be held by directors and list of registered shares held by shareholders

| Title | Number of shares to be held | Number of registered shares held |
|----------|-----------------------------|----------------------------------|
| Director | 5,154,446 | 34,430,000 |

2. Shareholding List of Directors:

Last transfer date : April 22, 2025

| Title | Name | Number of registered shares held |
|------------------------------------|--|----------------------------------|
| Chairman of the Board of Directors | Chong-Yi Lin | 430,000 |
| Director | Representative of Chi-Chen Investment Co., LTD. : Chih-Lung Lin | 34,000,000 |
| Independent Director | Hui-Ling Fang | 0 |
| Independent Director | Cheng-Che Chiang | 0 |
| Independent Director | Yen-Hsun Chen | 0 |
| Independent Director | Yueh-Feng Chuang | 0 |
| | Total | 34,430,000 |

DISCLAIMER

THIS ENGLISH HANDBOOK FOR 2025 REGULAR MEETING OF SHAREHOLDERS IS TRANSLATED FROM THE CHINESE VERSION. IT IS INTENDED FOR REFERENCE ONLY. THE COMPANY HEREBY DISCLAIMS ANY AND ALL LIABILITIES FOR THE TRANSLATION. THE CHINESE HANDBOOK SHALL GOVERN ANY AND ALL MATTERS RELATED TO THE INTERPRETATION OF THE SUBJECT MATTER STATED HEREIN.