

Stock Code : 8183



## **INFO-TEK CORPORATION**

### **2025 Annual Shareholders' Meeting Agenda Handbooks (Translation)**

**Time : 09:30 a.m., Wednesday, 2025/6/18**

**Location : No.12, Shi-Jiang Road, Feng-Huang Village, Hu-Kou Township, Hsin-Chu County, Taiwan. (Employee Restaurant)**

<p>This document is prepared in accordance with the Chinese version and is for reference only. In the event of any discrepancy between the Chinese version and this content, the Chinese version shall prevail.</p>
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# **INFO-TEK CORPORATION**

## **2025 Annual Shareholders' Meeting Agenda**

Time: 09:30 a.m., Wednesday, 2025/6/18

Place : No.12,Shi-Jiang Road, Feng-Huang Village, Hu-Kou Township, Hsin-Chu County, Taiwan. (Employee Restaurant)

1. Call the Meeting to Order
2. Chairperson Remarks
3. Report Items
  - (1) 2024 Business Report
  - (2) 2024 Audit Committee's Review Report
  - (3) 2024 Report on remuneration of employees and directors
  - (4) Other matters to be reported
4. Ratification and Discussion Items
  - (1) To ratify the 2024 Business Report and Financial Statements
  - (2) To ratify the proposal for distribution of 2024 profits
  - (3) Amendment to Article of Incorporation
  - (4) Amendment of Procedures for Acquisition or Disposal of Assets
5. Ad-Hoc Motions
6. Adjournment

## **Report Items**

**1. 2024 Business Report** : Please refer to Attachment 1.

**2. 2024 Audit Committee's Review Report** : Please refer to Attachment 3.

### **3. 2024 Report on remuneration of employees and directors**

The Remuneration Committee and the Board of Directors approved the 2024 compensation of employees and directors. The Company's 2024 employees' compensation of NT\$15,522,274 and directors' compensation of NT\$5,718,733 will be paid entirely in cash. There is no difference between the paid amount and the estimated amount of the total compensation of employees and directors for 2024.

### **4. Other Matters to Report**

- (1) Report on the process and status of shareholders' proposals : After the announcement of the place and the period for shareholders to submit proposals in accordance with Company Act Article 172-1, no shareholders, holding 1% or more of the total number of outstanding shares of the Company propose to the Company during the acceptance period (2025/4/3-2025/4/14)
- (2) Report on the status of Company's investment in mainland China : Please refer to Attachment 4.
- (3) The shareholdings of all of the Company's directors : Please refer to Attachment 5
  - a. As of the book closure date of this Annual Meeting of Shareholders, the shareholding of all Independent Directors and Board Directors in the Shareholders' List can be referred to Attachment 5.
  - b. The shareholding of all Directors has reached the legal shareholding percentage requirement.
- (4) Report on Director Compensation for the Year 2024 : Please refer to Attachment 6
  - a. The payment of director compensation by the company is based on the provisions of Article 20 of the company's articles of incorporation, which authorize the board of directors to set compensation at levels typical for the industry. This payment is determined according to the directors' level of participation in the company's operations and their actual contributions, and is processed after review by the Compensation Committee and resolution by the board of directors.
  - b. In view of the contributions made by certain directors to the Company's operations and strategic direction, fixed remuneration for directors was approved in accordance with the Articles of Incorporation and the Director Compensation Policy by the Compensation Committee and the Board of Directors on October 30, 2023. As a result, the average remuneration per director for 2024 increased by NT\$750,000 compared to the average remuneration per director in 2023.

## **Ratification and Discussion Items**

1. To ratify the 2024 Business Report and Financial Statements.

(Proposed by the Board of Directors)

Explanatory Notes :

- (1)The 2024 Business Report, Parent Company Only Financial Statement, and Consolidated Financial Statement can be referred to Attachment 1 and 2.
- (2)This proposal has been approved by the Board of Directors and reviewed by the Audit Committee.

Resolution:

2. To ratify the proposal for distribution of 2024 profits.

(Proposed by the Board of Directors)

Explanatory Notes :

- (1) The net profit after tax in 2024 is NT\$393,544,297 and is shown in the following chart:

INFO-TEK CORPORATION  
2024 Earnings Distribution

Unit: NTD

Item	Amount	Remarks
Unallocated earnings, beginning of year	1,401,710,352	
Net profit of 2024	393,544,297	
Less: 10% legal reserve	39,354,430	
Retained Earnings available for Distribution as of Dec. 31, 2024	1,755,900,219	
Distributable items:		
Cash Dividends to common shareholders	156,976,388	\$1.3 per share
Unallocated earnings, end of year	1,598,923,831	

- (2) The distribution of the cash dividends shall be rounded down to the nearest New Taiwan Dollar. The aggregate of the remaining cash will be recognized as Other Revenue by the Company.
- (3) The shareholders meeting is requested to authorize the chairman to process related matters regarding the baseline date for cash dividends and the issuance of cash dividends.
- (4) If the distribution of dividends changes due to the variance of the number of outstanding shares and then causing the proposed profit distribution per share to change, the chairman is authorized to make necessary adjustment based on the number of actual outstanding shares.
- (5) This proposal has been approved by the Board of Directors on 2025/3/27 and has been submitted for audit by the Audit Committee.

Resolution:

3. Amendment to "Article of Incorporation". (Proposed by the Board of Directors)

Explanatory Notes :

- (1) Pursuant to Article 14, Paragraph 6 of the Securities and Exchange Act, the Articles of Incorporation of a company whose shares are traded on a stock exchange or over-the-counter in an over-the-counter trading center stipulate that a certain percentage of the annual earnings shall be set aside for salary adjustments or distribution of remuneration to junior employees.
- (2) Comparison Table of Amended Articles can be referred to Attachment 7.

Resolution:

4. Amendment of the "Operational Procedures for Acquisition and Disposal of Assets". (Proposed by the Board of Directors)

Explanatory Notes :

- (1) According to practical requirements, the company hereby proposes to amend the "Operational Procedures for Acquisition and Disposal of Assets"

(2) Comparison Table of Amended Articles can be referred to Attachment 8.  
Resolution:

**Ad-Hoc Motions**

**Adjournment**

## **INFO-TEK CORPORATION**

### **2024 Business Report**

Dear shareholders, ladies and gentlemen,

In 2024, amidst escalating geopolitical tensions, the ongoing U.S.-China trade war, and China's slowing economic growth, the new energy vehicle (NEV) industry continued its expansion despite fierce price competition. Our company strategically expanded production capacity while maintaining stringent cost and expenditure controls to navigate these challenges. Below is a summary of our operational performance over the past year and an outline of our business strategy for the coming year:

#### **1. Business Performance in 2024:**

According to data released by the China Association of Automobile Manufacturers, NEV sales in China reached 12.866 million units in 2024, marking a 35.5% increase compared to 2023. NEVs accounted for 40.9% of total new vehicle sales, up 9.3 percentage points from 2023. This indicates the continued robust growth of the NEV industry.

INFO-TEK remained steadfast in its commitment to quality and supply assurance, fostering long-term partnerships with customers. Our automotive product sales and revenue continued to grow in 2024. However, aggressive price competition among China NEV manufacturers compressed product margins. Additionally, demand for industrial control products remained weak due to the sluggish recovery of China's infrastructure and real estate sectors. To mitigate these challenges, we continued implementing cost-reduction initiatives and efficiency enhancement strategies.

For 2024, our consolidated revenue reached NT\$73.26 billion, reflecting a 9.7% increase from NT\$66.79 billion in the prior year. The consolidated gross profit was NT\$10.19 billion, with a gross margin of 13.9%. Consolidated operating profit stood at NT\$4.77 billion, with an operating margin of 6.5%. Net profit after tax was NT\$3.94 billion, translating to a net profit margin of 5.4%. The basic earnings per share (EPS) were NT\$3.26, and the return on equity (ROE) was 11.4%.

#### **2. Business Strategy for 2025**

##### **(1) Strategic Direction**

Looking ahead to 2025, economic growth uncertainty persists due to U.S. tariff policies, geopolitical conflicts, and economic challenges in China. However, the sustained expansion of NEVs, AI-driven autonomous driving, and the low-altitude aviation industry presents new opportunities. Our management team will continue driving innovation, ensuring quality and supply reliability, and strengthening strategic partnerships with customers.

##### **(2) Development Strategies**

### Optimization of Product, Customer, and Supply Chain Structure:

1. Continue expanding NEV-related product offerings, including powertrain components and hydrogen energy applications, while exploring emerging markets such as low-altitude aviation.
2. Advance industrial control and consumer electronics toward high-value niche markets and targeted customer segments.
3. Implement strategic procurement to ensure stable supply chain management, optimizing raw material lead times and costs while mitigating inventory risks.
4. Enhance production data integration to improve resource utilization and manufacturing efficiency.

### (3) Research and Technological Advancement

1. Strengthen automated production solutions to accommodate complex manufacturing processes, thereby enhancing production capacity, yield rates, and cost efficiency.
2. Focus on evaluating and developing new manufacturing processes and technologies, continuously refining operational precision.
3. Engage in academic collaborations and industry partnerships to elevate our research and development capabilities.
4. Continue expanding our intellectual property portfolio by securing software, invention, and utility model patents.

### **3. External Competitive Landscape, Regulatory Environment, and Macroeconomic Factors**

Looking into 2025, global trade will continue to be influenced by U.S. tariff risks, geopolitical conflicts, and economic challenges in China. In the NEV sector, despite intensified price competition at the end of 2024, advancements in AI-driven autonomous driving and range-extending technologies indicate that the industry's growth trajectory remains strong. According to projections from the China Association of Automobile Manufacturers, NEV sales in China are expected to reach 16 million units in 2025, reflecting a 24% annual growth rate and surpassing a 50% market penetration rate.

To align with these trends, our company will maintain its commitment to quality assurance and supply chain stability, further strengthening strategic customer partnerships.

INFO-TEK upholds the principles of integrity and regulatory compliance, ensuring adherence to environmental regulations, data security, customer and supplier privacy protection, workplace safety regulations, labor relations, and tax compliance. In alignment with the Passive System Alliance (PSA)'s philosophy of "balancing shareholder value, employee well-being, and corporate social responsibility," we integrate corporate social responsibility into our corporate DNA. Our objective is to achieve sustainable business growth while delivering equitable returns to shareholders, fostering a thriving work environment for employees, and fulfilling our social responsibilities to create a mutually beneficial ecosystem.



Finally, we extend our sincere appreciation to our shareholders for your enduring support and trust in INFO-TEK. We remain dedicated to our core business, upholding stringent quality standards, and delivering high-value EMS manufacturing services to drive the company's stable growth.

Wishing all our shareholders continued prosperity, good health, and success!

Chairman: Chiao Yu-Heng  
General Manager: Liu Chen-Yu  
Accounting Chief: Huang Po-Chang

# INDEPENDENT AUDITORS' REPORT

Attachment 2

The Board of Directors and Shareholders  
Info-Tek Corporation

## Opinion

We have audited the accompanying parent company only financial statements of Info-Tek Corporation (the "Company"), which comprise the parent company only balance sheets as of December 31, 2024 and 2023, and the parent company only statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the parent company only financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying parent company only financial statements present fairly, in all material respects, the accompanying parent company only financial position of the Company as of December 31, 2024 and 2023, and its parent company only financial performance and its parent company only cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

## Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and Standards on Auditing of the Republic of China for the year ended December 31, 2024 and 2023. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Parent Company Only Financial Statements section of our report. We are independent of the Company in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. 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 parent company only financial statements for the year ended December 31, 2024. These matters were addressed in the context of our audit of the parent company only financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matters for the Company's parent company only financial statements for the year ended December 31, 2024 are stated as follows:

### The authenticity of sales revenue from a specific customer

The Group is engaged in the Electronics Manufacturing Services (EMS), no own-brand, only accept commissioned manufacturing from customer, focusing on the electronics manufacturing services. The auditor has assessed that the authenticity of sales revenue from certain specific customers has a significant impact on the consolidated financial statements. Therefore, the audit of the consolidated financial statements for the year 2024 considers this a key audit matter.

In response to this matter, the auditor has gained an understanding of the internal controls related to the sales process for the aforementioned sales revenue and tested the effectiveness of the design and implementation of relevant internal controls. Additionally, the auditor has conducted sample audits to examine order information, shipping documents, sales invoices, and payment records to ensure the proper recognition of sales revenue and the timely collection of payments according to transaction terms.

## **Responsibilities of Management and Those Charged with Governance for the Parent Company Only Financial Statements**

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

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

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

## **Responsibilities of Management and Those Charged with Governance for the Parent Company Only Financial Statements**

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

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

## **Auditors' Responsibilities for the Audit of the Parent Company Only Financial Statements**

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

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

1. Identify and assess the risks of material misstatement of the parent company only financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the parent company only financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the parent company only financial statements, including the disclosures, and whether parent company only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of entities or business activities within the Company to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision, and performance of the Company audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the parent company only financial statements 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.

The engagement partners on the audit resulting in this independent auditors' report are Chun-Ming Hsueh and Szu-Lan Chu.

Deloitte & Touche  
Taipei, Taiwan  
Republic of China

**March 7, 2025**

### **Notice to Readers**

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

*For the convenience of readers, the independent auditors' report and the accompanying consolidated financial statement have been translated into English from the original Chinese version prepared and used in the Republic of China. IF there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language independent auditors' report and consolidated financial statements shall prevail.*

# INFO-TEK CORPORATION

## PARENT COMPANY ONLY BALANCE SHEETS

DECEMBER 31, 2024 AND 2023

(In Thousands of New Taiwan Dollars)

ASSETS	December 31, 2024		December 31, 2023	
	Amount	%	Amount	%
<b>CURRENT ASSETS</b>				
Cash and cash equivalents ( Notes 4 and 6 )	\$ 73,574	2	\$ 94,187	2
Financial Assets Measured at Fair Value through Other Comprehensive Income - current (Notes 4, 7 and 28)	130,919	3	100,698	3
Financial Assets at amortized cost-current (Notes 4 and 8)	-	-	92,115	2
Trade receivables (Notes 4 and 9)	175,091	4	82,087	2
Trade receivables from related parties (Note 29)	45,993	1	19,604	-
Other receivables (Note 9)	5,971	-	3,187	-
Other receivables from related parties (Note 29)	1,000	-	99,389	3
Inventories (Notes 4 and 10)	41,336	1	33,871	1
Other current assets (Note 15)	2,564	-	1,443	-
Total current assets	<u>476,448</u>	<u>11</u>	<u>526,581</u>	<u>13</u>
<b>NON-CURRENT ASSETS</b>				
Financial Assets Measured at Fair Value through Other Comprehensive Income - non-current (Notes 4, 7 and 28)	114,703	3	-	-
Investments accounted for using the equity method ( Notes 4 and 11 )	3,560,543	80	3,090,041	78
Property, plant and equipment (Notes 4 ,12 and 29)	277,424	6	302,676	8
Right-of-use assets (Notes 4 and 13)	4,899	-	2,782	-
Intangible assets (Notes 4 and 14)	296	-	150	-
Deferred tax assets (Notes 4 and 23)	10,349	-	21,849	1
Refundable deposits	154	-	154	-
Other non-current assets (Note 15)	1,949	-	11,456	-
Total non-current assets	<u>3,970,317</u>	<u>89</u>	<u>3,429,108</u>	<u>87</u>
<b>TOTAL ASSETS</b>	<u>\$ 4,446,765</u>	<u>100</u>	<u>\$ 3,955,689</u>	<u>100</u>
<b>LIABILITIES AND EQUITY</b>				
<b>CURRENT LIABILITIES</b>				
Short-term borrowings (Note 16 )	\$ 550,000	12	\$ 300,000	8
Trade payables (Note 17 )	154,323	4	52,541	1
Trade payables to related parties (Note 29 )	6,093	-	1,982	-
Other payables (Note 18 )	82,879	2	130,059	3
Other payables to related parties (Note 29 )	1,584	-	3,100	-
Current tax liabilities (Note 4 )	13,243	-	34,392	1
Lease liabilities – current (Notes 4 and 13 )	1,885	-	1,726	-
Other current liabilities (Note 18)	17,916	-	21,553	1
Total current liabilities	<u>827,923</u>	<u>18</u>	<u>545,353</u>	<u>14</u>
<b>NON-CURRENT LIABILITIES</b>				
Deferred tax liabilities ( Notes 4 and 23)	67,177	2	83,189	2
Lease liabilities - non-current (Notes 4 and 13)	3,036	-	1,151	-
Net defined benefit liabilities ( Notes 4 and 19)	5,503	-	9,642	-
Guarantee deposits received	1,178	-	1,175	-
Total non-current liabilities	<u>76,894</u>	<u>2</u>	<u>95,157</u>	<u>2</u>
Total liabilities	<u>904,817</u>	<u>20</u>	<u>640,510</u>	<u>16</u>
<b>EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY</b>				
Share capital	<u>1,212,511</u>	<u>27</u>	<u>1,212,511</u>	<u>31</u>
Capital surplus				
Additional paid-in capital	179,924	4	179,924	5
Treasury share transactions	44,199	1	44,199	1
Employee stock option	7,646	-	7,646	-
Other capital reserve	85	-	85	-
Total capital surplus	<u>231,854</u>	<u>5</u>	<u>231,854</u>	<u>6</u>
Retained earnings				
Legal reserve	252,512	6	198,196	5
Special reserve	106,006	3	106,006	3
Unappropriated earnings	1,795,255	40	1,673,378	42
Total retained earnings	<u>2,153,773</u>	<u>49</u>	<u>1,977,580</u>	<u>50</u>
Other equity	( 22,085 )	-	( 72,661 )	-
Treasury shares	( 34,105 )	( 1 )	( 34,105 )	( 1 )
Total equity	<u>3,541,948</u>	<u>80</u>	<u>3,315,179</u>	<u>84</u>
<b>TOTAL LIABILITIES AND EQUITY</b>	<u>\$ 4,446,765</u>	<u>100</u>	<u>\$ 3,955,689</u>	<u>100</u>

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

# INFO-TEK CORPORATION

## PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2024		2023	
	Amount	%	Amount	%
OPERATING REVENUE (Notes 4, 21 and 29)	\$ 350,267	100	\$ 485,166	100
COST OF GOODS SOLD (Notes 4,10,19,22 and 29)	<u>313,522</u>	<u>90</u>	<u>384,651</u>	<u>79</u>
GROSS PROFIT	<u>36,745</u>	<u>10</u>	<u>100,515</u>	<u>21</u>
OPERATING EXPENSES (Notes 19, 22 and 29)				
Selling and marketing expenses	6,765	2	10,130	2
General and administrative expenses	89,555	26	149,862	31
Expected credit loss (Notes 4,9)	<u>753</u>	<u>-</u>	<u>2</u>	<u>-</u>
Total operating expenses	<u>97,073</u>	<u>28</u>	<u>159,994</u>	<u>33</u>
LOSS FROM OPERATIONS	( <u>60,328</u> )	( <u>18</u> )	( <u>59,479</u> )	( <u>12</u> )
NON-OPERATING INCOME AND EXPENSES(Notes 4, 22 and 29 )				
Interest income	8,250	2	8,322	2
Other income	2,143	1	3,138	-
Other gains and losses	18,643	5	( 38 )	-
Finance costs	( 7,836 )	( 2 )	( 5,884 )	( 1 )
Share of profit or loss of subsidiaries and associates(Notes 11 )	<u>426,369</u>	<u>122</u>	<u>658,534</u>	<u>136</u>
Total non-operating income and expenses	<u>447,569</u>	<u>128</u>	<u>664,072</u>	<u>137</u>

(Continued)

## INFO-TEK CORPORATION

### PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2024		2023	
	Amount	%	Amount	%
PROFIT BEFORE INCOME TAX FROM CONTINUING OPERATIONS	\$ 387,241	110	\$ 604,593	125
INCOME TAX EXPENSE (Notes 4 and 23)	( 6,304 )	( 2 )	61,434	13
NET PROFIT FOR THE YEAR	393,545	112	543,159	112
OTHER COMPREHENSIVE INCOME (LOSS)				
Items that will not be reclassified subsequently to profit or loss:				
Unrealized loss on investments in equity instruments at fair value through other comprehensive income	( 22,805 )	( 6 )	13,369	3
Remeasurement of defined benefit plans	1,131	-	81	-
	( 21,674 )	( 6 )	13,450	3
Items that may be reclassified subsequently to profit or loss:				
Exchange differences on translating the financial statements of foreign operations	72,250	21	( 43,202 )	( 9 )
	72,250	21	( 43,202 )	( 9 )
Other comprehensive income(loss) for the year, net of income tax	50,576	15	( 29,752 )	( 6 )
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	\$ 444,121	127	\$ 513,407	106
EARNINGS PER SHARE (Note 24)				
Basic	\$ 3.26		\$ 4.50	
Diluted	\$ 3.25		\$ 4.48	

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



# INFO-TEK CORPORATION AND SUBSIDIARIES

## PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars)

						Other equity(Note 20)					
	Share Capital	Capital Surplus	Retained Earnings(Note 4 and 20)			Exchange Differences on Translating the Financial Statements of	Unrealized gain(loss) on financial assets measured at fair value through other comprehensive income	Remeasurement of defined benefit obligation	Treasury shares		
	(Note 20)	(Note 20)	Legal Reserve	Special Reserve	Unappropriated Earnings	Foreign Operations			(Note 20)	Total Equity	
BALANCE AT JANUARY 1, 2023	\$ 1,212,511	\$ 191,691	\$ 130,650	\$ 106,006	\$ 1,427,192	( \$ 74,056 )	\$ 23,796	\$ 7,351	( \$ 49,996 )	\$ 2,975,145	
Appropriation of the 2022 earnings											
Legal reserve	-	-	67,546	-	( 67,546 )	-	-	-	-	-	
Cash dividends distributed by the Company	-	-	-	-	( 229,427 )	-	-	-	-	( 229,427 )	
Net profit for the year ended December 31, 2023	-	-	-	-	543,159	-	-	-	-	543,159	
Other comprehensive income (loss) for the year ended December 31, 2023	-	-	-	-	-	( 43,202 )	13,369	81	-	( 29,752 )	
Total comprehensive income (loss) for the year ended December 31, 2023	-	-	-	-	543,159	( 43,202 )	13,369	81	-	513,407	
Treasury stock transferred to employees	-	40,163	-	-	-	-	-	-	15,891	56,054	
BALANCE, AT DECEMBER 31, 2023	1,212,511	231,854	198,196	106,006	1,673,378	( 117,258 )	37,165	7,432	( 34,105 )	3,315,179	
Appropriation of the 2023 earnings											
Legal reserve	-	-	54,316	-	( 54,316 )	-	-	-	-	-	
Cash dividends distributed by the Company	-	-	-	-	( 217,352 )	-	-	-	-	( 217,352 )	
Net profit for the year ended December 31, 2024	-	-	-	-	393,545	-	-	-	-	393,545	
Other comprehensive income (loss) for the year ended December 31, 2024	-	-	-	-	-	72,250	( 22,805 )	1,131	-	50,576	
Total comprehensive income (loss) for the year ended December 31, 2024	-	-	-	-	393,545	72,250	( 22,805 )	1,131	-	444,121	
BALANCE, AT DECEMBER 31, 2024	\$ 1,212,511	\$ 231,854	\$ 252,512	\$ 106,006	\$ 1,795,255	( \$ 45,008 )	\$ 14,360	\$ 8,563	( \$ 34,105 )	\$ 3,541,948	

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

**INFO-TEK CORPORATION AND SUBSIDIARIES**  
**PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS**  
**FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023**  
(In Thousands of New Taiwan Dollars)

	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax from continuing operations	\$ 387,241	\$ 604,593
Adjustments for:		
Expected credit loss (reversal gain) of trade receivables	753	1
Depreciation expense	37,263	34,521
Amortization expense	146	267
Interest expense	7,836	5,884
Interest income	( 8,250)	( 8,322)
Dividend income	( 681)	( 761)
Treasury stock transferred to employees cost	-	40,201
Share of profit of associates	( 426,369)	( 658,534)
(Reversed) Write-downs of inventories	2,360	( 3,197)
Net (gain) loss on foreign currency exchange	( 1,362)	1,875
Changes in operating assets and liabilities		
Trade receivables	( 91,765)	112,243
Trade receivables from related parties	( 25,968)	14,711
Other receivables	( 707)	( 1,725)
Other receivables from related parties	98,416	( 84,740)
Inventories	( 9,825)	27,335
Other current assets	( 1,121)	411
Non-current assets	6,000	( 22)
Trade payables	101,670	( 44,031)
Trade payables to related parties	4,032	( 1,169)
Other payables	( 18,479)	( 18,482)
Other payables to related parties	( 1,516)	459
Net defined benefit liabilities	( 3,008)	( 169)
Other current liabilities	( 3,779)	10,341
Cash generated from operations	52,887	31,690
Interest paid	( 7,618)	( 5,940)
Income tax paid	( 37,703)	( 31,614)
Net cash generated from operating activities	<u>7,566</u>	<u>( 5,864)</u>

(Continued)

# INFO-TEK CORPORATION AND SUBSIDIARIES

## PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars)

	2024	2023
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Purchase of financial assets at fair value through other comprehensive income	(\$ 164,613)	(\$ 63,031)
Purchase of financial assets at amortized cost	-	( 92,115)
Proceeds from sale of financial assets at amortized cost	92,115	-
Acquisition of investments accounted for using the equity method	-	( 2,500)
Purchase of property, plant and equipment	( 36,025)	( 14,353)
Payments for intangible assets	( 292)	-
Proceeds from disposal of property, plant and equipment	-	13,003
Increase in refundable deposits	-	( 121)
Interest received	6,173	7,183
Dividends received	49,466	308,495
Net cash used in investing activities	( 53,176)	156,561
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Increase (decrease) in short-term borrowings	250,000	( 62,000)
Increase in guarantee deposits received	3	10
Employees purchase treasury stock	-	15,853
Repayment of the principal of lease liabilities	( 1,899)	( 1,496)
Dividends paid to shareholders of the Company	( 217,352)	( 229,427)
Net cash flows used in financing activities	30,752	( 277,060)
<b>EFFECTS OF EXCHANGE RATE CHANGES ON THE BALANCE OF CASH HELD IN FOREIGN CURRENCIES</b>		
	( 5,755)	1,474
<b>NET (DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS</b>		
	( 20,613)	( 124,889)
<b>CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR</b>		
	94,187	219,076
<b>CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR</b>		
	\$ 73,574	\$ 94,187

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

# INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders  
Info-Tek Corporation

## Opinion

We have audited the accompanying consolidated financial statements of Info-Tek Corporation (the Company) and its subsidiaries (collectively referred to as the "Group"), which comprise the consolidated balance sheets as of December 31, 2024 and 2023, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2024 and 2023, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

## Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and Standards on Auditing of the Republic of China for the year ended December 31, 2024 and 2023. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. 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 consolidated financial statements for the year ended December 31, 2024. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matters for the Group's consolidated financial statements for the year ended December 31, 2024 are stated as follows:

### The authenticity of sales revenue from a specific customer

The Group is engaged in the Electronics Manufacturing Services (EMS), no own-brand, only accept commissioned manufacturing from customer, focusing on the electronics manufacturing services. The auditor has assessed that the authenticity of sales revenue from certain specific customers has a significant impact on the consolidated financial statements. Therefore, the audit of the consolidated financial statements for the year 2024 considers this a key audit matter.

In response to this matter, the auditor has gained an understanding of the internal controls related to the sales process for the aforementioned sales revenue and tested the effectiveness of the design and implementation of relevant internal controls. Additionally, the auditor has conducted sample audits to examine order information, shipping documents, sales invoices, and payment records to ensure the proper recognition of sales revenue and the timely collection of payments according to transaction terms.

## **Other Matter**

We have also audited the parent company only financial statements of Info-Tek Corporation as of and for the years ended December 31, 2024 and 2023 on which we have issued an unqualified opinion.

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

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

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

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

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

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

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

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

## **Auditors' Responsibilities for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free 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 consolidated financial statements.

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

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

internal control.

2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision, and performance of the Group audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements 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.

The engagement partners on the audit resulting in this independent auditors' report are Chun-Ming Hsueh and Szu-Lan Chu.

Deloitte & Touche  
Taipei, Taiwan  
Republic of China

**March 7, 2025**

### **Notice to Readers**

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

*For the convenience of readers, the independent auditors' report and the accompanying consolidated financial statement have been translated into English from the original Chinese version prepared and used in the Republic of China. IF there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language independent auditors' report and consolidated financial statements shall prevail.*

# INFO-TEK CORPORATION AND SUBSIDIARIES

## CONSOLIDATED BALANCE SHEETS

DECEMBER 31, 2024 AND 2023

(In Thousands of New Taiwan Dollars)

ASSETS	December 31, 2024		December 31, 2023	
	Amount	%	Amount	%
<b>CURRENT ASSETS</b>				
Cash and cash equivalents (Notes 4 and 6)	\$ 244,572	3	\$ 211,804	3
Financial assets at fair value through profit or loss (Notes 4 and 7)	278	-	1,413	-
Financial Assets Measured at Fair Value through Other Comprehensive Income - current (Notes 4 and 8)	586,633	7	159,426	3
Financial Assets at amortized cost-current (Note 4 and 9)	89,560	1	104,397	2
Notes receivable (Note 4, 10 and 32)	1,422,738	17	997,567	16
Trade receivables (Note 4 and 10)	3,158,987	39	2,494,964	39
Trade receivables from related parties (Note 31)	45,993	1	19,604	-
Other receivables (Note 10)	17,985	-	13,928	-
Other receivables from related parties (Note 31)	158	-	76	-
Inventories (Notes 4 and 11)	936,330	12	771,084	12
Other current assets (Note 6 and 17)	191,000	2	188,251	3
Total current assets	<u>6,694,234</u>	<u>82</u>	<u>4,962,514</u>	<u>78</u>
<b>NON-CURRENT ASSETS</b>				
Financial Assets Measured at Fair Value through Other Comprehensive Income – non-current (Notes 4 and 8)	114,703	1	-	-
Investments accounted for using the equity method (Notes 4 and 13)	2,255	-	2,447	-
Property, plant and equipment (Notes 4 and 14)	1,099,758	14	1,078,775	17
Right-of-use assets (Notes 4, 15 and 31)	70,050	1	122,359	2
Intangible assets (Notes 4 and 16)	14,186	-	4,660	-
Deferred tax assets (Notes 4 and 25)	46,222	1	54,305	1
Refundable deposits	3,355	-	2,743	-
Other non-current assets (Note 17)	100,109	1	161,668	2
Total non-current assets	<u>1,450,638</u>	<u>18</u>	<u>1,426,957</u>	<u>22</u>
<b>TOTAL ASSETS</b>	<u>\$ 8,144,872</u>	<u>100</u>	<u>\$ 6,389,471</u>	<u>100</u>
<b>LIABILITIES AND EQUITY</b>				
<b>CURRENT LIABILITIES</b>				
Short-term borrowings (Note 18)	\$ 661,950	8	\$ 300,000	5
Notes payable (Note 19 )	484,212	6	464,147	7
Trade payables (Note 19 )	2,469,698	30	1,256,826	20
Trade payables to related parties (Note 31 )	15,932	-	9,263	-
Other payables (Note 20 )	438,911	6	446,682	7
Other payables to related parties (Note 31 )	4,676	-	6,087	-
Current tax liabilities (Note 4 )	20,398	-	72,405	1
Lease liabilities – current (Notes 4, 15 and 31 )	30,622	1	62,734	1
Current portion of long-term borrowings (Note 18)	89,560	1	85,675	1
Other current liabilities (Note 20)	243,667	3	193,598	3
Total current liabilities	<u>4,459,626</u>	<u>55</u>	<u>2,897,417</u>	<u>45</u>
<b>NON-CURRENT LIABILITIES</b>				
Deferred tax liabilities (Notes 4 and 25)	93,045	1	96,218	2
Lease liabilities –non- current (Notes 4, 15 and 31)	4,644	-	29,057	-
Net defined benefit liabilities (Notes 4 and 21)	5,503	-	9,642	-
Guarantee deposits received	26,672	1	29,530	1
Other liabilities	13,434	-	12,428	-
Total non-current liabilities	<u>143,298</u>	<u>2</u>	<u>176,875</u>	<u>3</u>
Total liabilities	<u>4,602,924</u>	<u>57</u>	<u>3,074,292</u>	<u>48</u>
Share capital	<u>1,212,511</u>	<u>15</u>	<u>1,212,511</u>	<u>19</u>
Capital surplus				
Additional paid-in capital	179,924	2	179,924	3
Treasury share transactions	44,199	1	44,199	1
Employee stock option	7,646	-	7,646	-
Other capital reserve	85	-	85	-
Total capital surplus	<u>231,854</u>	<u>3</u>	<u>231,854</u>	<u>4</u>
Retained earnings				
Legal reserve	252,512	3	198,196	3
Special reserve	106,006	1	106,006	2
Unappropriated earnings	1,795,255	22	1,673,378	26
Total retained earnings	<u>2,153,773</u>	<u>26</u>	<u>1,977,580</u>	<u>31</u>
Other equity	( 22,085 )	-	( 72,661 )	( 1 )
Treasury shares	( 34,105 )	( 1 )	( 34,105 )	( 1 )
Total equity	<u>3,541,948</u>	<u>43</u>	<u>3,315,179</u>	<u>52</u>
<b>TOTAL LIABILITIES AND EQUITY</b>	<u>\$ 8,144,872</u>	<u>100</u>	<u>\$ 6,389,471</u>	<u>100</u>

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



# INFO-TEK CORPORATION AND SUBSIDIARIES

## CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2024		2023	
	Amount	%	Amount	%
OPERATING REVENUE (Notes 4, 23 and 31)	\$ 7,326,013	100	\$ 6,679,445	100
COST OF GOODS SOLD (Notes 4,11,21,24 and 31)	<u>6,307,124</u>	<u>86</u>	<u>5,401,178</u>	<u>81</u>
GROSS PROFIT	<u>1,018,889</u>	<u>14</u>	<u>1,278,267</u>	<u>19</u>
OPERATING EXPENSES (Notes 21, 24 and 31)				
Selling and marketing expenses	64,221	1	51,153	1
General and administrative expenses	225,670	3	275,352	4
Research and development expenses	246,387	4	248,940	3
Expected credit loss (reversal gain) (Notes 4 and 10)	<u>5,668</u>	<u>-</u>	<u>( 1,079)</u>	<u>-</u>
Total operating expenses	<u>541,946</u>	<u>8</u>	<u>574,366</u>	<u>8</u>
PROFIT FROM OPERATIONS	<u>476,943</u>	<u>6</u>	<u>703,901</u>	<u>11</u>
NON-OPERATING INCOME AND EXPENSES(Notes 24 and 31 )				
Interest income	29,877	1	16,827	-
Other income	51,734	1	45,398	1
Other gains and losses	23,793	-	( 5,099)	-
Finance costs(Notes 24 and 31 )	( 49,745)	( 1)	( 46,395)	( 1)
associates accounted for using the equity method(Note 13)	<u>( 192)</u>	<u>-</u>	<u>( 53)</u>	<u>-</u>
Total non-operating income and expenses	<u>55,467</u>	<u>1</u>	<u>10,678</u>	<u>-</u>

(Continued)

# INFO-TEK CORPORATION AND SUBSIDIARIES

## CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2024		2023	
	Amount	%	Amount	%
PROFIT BEFORE INCOME TAX FROM CONTINUING OPERATIONS	\$ 532,410	7	\$ 714,579	11
INCOME TAX EXPENSE (Notes 4 and 25)	<u>138,865</u>	<u>2</u>	<u>171,420</u>	<u>3</u>
NET PROFIT FOR THE YEAR	<u>393,545</u>	<u>5</u>	<u>543,159</u>	<u>8</u>
OTHER COMPREHENSIVE INCOME (LOSS)				
Items that will not be reclassified subsequently to profit or loss:				
Unrealized loss on investments in equity instruments at fair value through other comprehensive income	( 22,805 )	-	13,369	-
Remeasurement of defined benefit plans	<u>1,131</u>	<u>-</u>	<u>81</u>	<u>-</u>
	<u>( 21,674 )</u>	<u>-</u>	<u>13,450</u>	<u>-</u>
Items that may be reclassified subsequently to profit or loss:				
Exchange differences on translating the financial statements of foreign operations	<u>72,250</u>	<u>1</u>	( <u>43,202</u> )	<u>-</u>
	<u>72,250</u>	<u>1</u>	( <u>43,202</u> )	<u>-</u>
Other comprehensive income(loss) for the year, net of income tax	<u>50,576</u>	<u>1</u>	( <u>29,752</u> )	<u>-</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>\$ 444,121</u>	<u>6</u>	<u>\$ 513,407</u>	<u>8</u>
EARNINGS PER SHARE (Note 26)				
Basic	<u>\$ 3.26</u>		<u>\$ 4.50</u>	
Diluted	<u>\$ 3.25</u>		<u>\$ 4.48</u>	

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

# INFO-TEK CORPORATION AND SUBSIDIARIES

## CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars)

	Share Capital (Note 22)	Capital Surplus (Note 22)	Retained Earnings(Note 4 and 22)			Other equity(Note 21)		Remeasurement of defined benefit obligation	Treasury shares (Note 22)	Total Equity
			Legal Reserve	Special Reserve	Unappropriated Earnings	Exchange Differences on Translating the Financial Statements of Foreign Operations	Unrealized gain(loss) on financial assets measured at fair value through other comprehensive income			
BALANCE AT JANUARY 1, 2023	\$ 1,212,511	\$ 191,691	\$ 130,650	\$ 106,006	\$ 1,427,192	( \$ 74,056 )	\$ 23,796	\$ 7,351	( \$ 49,996 )	\$ 2,975,145
Appropriation of the 2022 earnings										
Legal reserve	-	-	67,546	-	( 67,546 )	-	-	-	-	-
Cash dividends distributed by the Company	-	-	-	-	( 229,427 )	-	-	-	-	( 229,427 )
Net profit for the year ended December 31, 2023	-	-	-	-	543,159	-	-	-	-	543,159
Other comprehensive income (loss) for the year ended December 31, 2023	-	-	-	-	-	( 43,202 )	13,369	81	-	( 29,752 )
Total comprehensive income (loss) for the year ended December 31, 2023	-	-	-	-	543,159	( 43,202 )	13,369	81	-	513,407
Treasury stock transferred to employees	-	40,163	-	-	-	-	-	-	15,891	56,054
BALANCE, AT DECEMBER 31, 2023	1,212,511	231,854	198,196	106,006	1,673,378	( 117,258 )	37,165	7,432	( 34,105 )	3,315,179
Appropriation of the 2023 earnings										
Legal reserve	-	-	54,316	-	( 54,316 )	-	-	-	-	-
Cash dividends distributed by the Company	-	-	-	-	( 217,352 )	-	-	-	-	( 217,352 )
Net profit for the year ended December 31, 2024	-	-	-	-	393,545	-	-	-	-	393,545
Other comprehensive income (loss) for the year ended December 31, 2024	-	-	-	-	-	72,250	( 22,805 )	1,131	-	50,576
Total comprehensive income (loss) for the year ended December 31, 2024	-	-	-	-	393,545	72,250	( 22,805 )	1,131	-	444,121
BALANCE, AT DECEMBER 31, 2024	\$ 1,212,511	\$ 231,854	\$ 252,512	\$ 106,006	\$ 1,795,255	( \$ 45,008 )	\$ 14,360	\$ 8,563	( \$ 34,105 )	\$ 3,541,948

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

# INFO-TEK CORPORATION AND SUBSIDIARIES

## CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023

(In Thousands of New Taiwan Dollars)

	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax from continuing operations	\$ 532,410	\$ 714,579
Adjustments for:		
Expected credit loss (reversal gain) of trade receivables	5,668	( 1,079 )
Net gain from changes of financial assets at fair value through profit or loss	( 84 )	( 237 )
Depreciation expense	285,044	276,525
Amortization expense	2,743	2,484
Interest expense	49,745	46,395
Interest income	( 29,877 )	( 16,827 )
Dividends income	( 681 )	( 761 )
Treasury stock transferred to employees cost	-	40,201
Share of profit of associates	192	53
(Gain) loss on disposal of property, plant and equipment	711	703
(Gain) loss from lease modification	-	( 397 )
Write-downs of inventories	( 8,532 )	( 7,560 )
Net gain on foreign currency exchange	( 19 )	( 1,325 )
Changes in operating assets and liabilities		
Notes receivable	( 425,171 )	( 275,141 )
Trade receivables	( 701,488 )	207,485
Trade receivables from related parties	( 25,968 )	14,711
Other receivables	6,325	10,279
Other receivables from related parties	( 82 )	122
Inventories	( 158,298 )	26,955
Other current assets	( 2,749 )	66,716
Non-current assets	13,021	( 13,574 )
Notes payable	20,065	( 285,464 )
Trade payables	1,206,077	91,927
Trade payables to related parties	6,576	588
Other payables	27,416	( 58,913 )
Other payables to related parties	( 1,411 )	( 428 )
Other current liabilities	49,893	82,269
Net defined benefit liabilities	( 3,008 )	( 169 )
Non-current liabilities	1,006	( 232 )
Cash generated from operations	849,524	919,885

(Continued)

# INFO-TEK CORPORATION AND SUBSIDIARIES

## CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023

(In Thousands of New Taiwan Dollars)

	2024	2023
Interest paid	( \$ 12,811 )	( \$ 16,138 )
Income tax paid	( 204,306 )	( 145,680 )
Net cash generated from operating activities	<u>632,407</u>	<u>758,067</u>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Purchase of financial assets at fair value through other comprehensive income	( 552,955 )	( 122,055 )
Purchase of financial assets at amortized cost	( 89,560 )	( 104,397 )
Purchase of financial assets at fair value through profit or loss	( 7,401 )	( 58,466 )
Proceeds from sale of financial assets at amortized cost	104,397	-
Proceeds from sale of financial assets at fair value through profit or loss	8,621	57,291
Acquisition of investments accounted for using the equity method	-	( 2,500 )
Purchase of property, plant and equipment	( 227,373 )	( 216,119 )
Interest received	19,495	14,186
Dividends received	681	761
Payments for intangible assets	( 4,084 )	( 1,112 )
(Increase) Decrease in refundable deposits	( 612 )	<u>5,585</u>
Net cash used in investing activities	( <u>748,791</u> )	( <u>426,826</u> )
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Increase (decrease) in short-term borrowings	361,950	( 216,330 )
Proceeds from long-term borrowings	87,040	-
Repayments of long-term borrowings	( 86,170 )	( 885 )
Decrease in guarantee deposits received	( 2,858 )	( 68,602 )
Repayment of the principal of lease liabilities	( 52,364 )	( 66,451 )
Dividends paid to shareholders of the Company	( 217,352 )	( 229,427 )
Employees purchase treasury stock	-	<u>15,853</u>
Net cash flows used in financing activities	<u>90,246</u>	( <u>565,842</u> )
<b>EFFECTS OF EXCHANGE RATE CHANGES ON THE BALANCE OF CASH HELD IN FOREIGN CURRENCIES</b>	<u>58,906</u>	( <u>41,925</u> )
<b>NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS</b>	32,768	( 276,526 )
<b>CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD</b>	<u>211,804</u>	<u>488,330</u>
<b>CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD</b>	<u>\$ 244,572</u>	<u>\$ 211,804</u>

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

## **INFO-TEK CORPORATION**

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

The Board of Directors has prepared and submitted the Company's 2024 business report, financial statements and the profit distribution proposal, of which the financial statements had been audited by Chun-Ming Hsueh and Szu-Lan Chu, CPAs of Deloitte & Touche, who also provided an auditor's report. The above business report, financial statements and the profit distribution proposal have been verified by the Audit Committee without any discrepancies found. This report is prepared in accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act.

INFO-TEK CORPORATION

The convener of the Audit Committee : Wen-Yuan Chu

March 27, 2025

**INFO-TEK CORPORATION**  
**Implementation of Investments in Mainland China**

2025/3/31

Unit: Amounts in Thousands of NTD

Name of Company in Mainland China	Total Amount of Paid-in Capital	Ownership (%)	Major Business or Production
INFO-TEK ELECTRONICS(SUZHOU) CO. LTD	1,233,562	100	The manufacturing and installation of mainboard of information electrical products

**INFO-TEK CORPORATION**  
**Table of Stockholding of Directors**

2025/4/20

Position	Name	shares	Rate
Chairman	Chiao Yu-Heng	398,000	0.33%
Director	Ma Mou-Ming	0	0.00%
Director	Global Brands Manufacture Ltd. Representative : Chiu Yu-Sheng	33,270,949	27.44%
Independent Director	Chang Pi-Lan	0	0.00%
Independent Director	Chang Lan-Hsin	0	0.00%
Independent Director	Chu Wen-Yuan	0	0.00%
Total		33,668,949	27.77%



## Remuneration for Regular Directors and Independent Directors

Unit: NT\$ thousands; thousand shares

Title	Name	Directors Remuneration								Total Remuneration (A+B+C+D) and percentage of net income (%)		Relevant Remuneration Received by Directors Who are Also Employees								Total Remuneration and percentage of net income (%) (A+B+C+D+E+F+G ) and percentage of net income (%)		Compensation from investments other than subsidiaries or the parent company
		Base Compensation (A)		Severance Pay (B)		Directors Compensation (C) (Note 1)		Allowances (D)				Salary, Bonuses, and Allowances (E)		Severance Pay (F)		Employee Compensation (G) (Note 2)						
		The company	Companies in the consolidated financial statements	The company	Companies in the consolidated financial statements	The company	Companies in the consolidated financial statements	The company	Companies in the consolidated financial statements	The company statements	Companies in the consolidated financial statements	The company	Companies in the consolidated financial statements	The company	Companies in the consolidated financial statements	The company		Companies in the consolidated financial statements		The company	Companies in the consolidate d financial statements	
Chairman	Chiao Yu-Heng	9,080	9,080	0	0	3,760	3,760	115	115	12,955 3.29%	12,955 3.29%	0	0	0	0	0	0	0	0	12,955 3.29%	12,955 3.29%	None
Director	Liu Ming-Hsiung																					
Director	Ma Mou-Ming																					
Director	Peng Peng-Huang																					
Director	Global Brands Manufacture LTD Representative: Chiou Yuh-Sheng																					
Independent Director	Chen Hui-Choa	0	0	0	1,959	1,959	105	105	2.064 0.52%	2.064 0.52%	0	0	0	0	0	0	0	0	2,064 0.52%	2,064 0.52%	0	None
Independent Director	Chang Lan-Hsin																					
Independent Director	Chang Pi-Lan																					
Independent Director	Chu Wen-Yuan																					

1. Director Liu Ming-Hsiung and Independent Director Chen Hui-Choa ceased to serve as directors following the re-election at the 2024 Annual General Shareholders' Meeting.

2. Director Peng Peng-Huang tendered his resignation from the Board on April 11, 2025.

Comparison Table of Amended Articles of “Article of Incorporation”

Amended Article	Current Article	Explanation
<p>Article 22-1</p> <p>If the Company makes a profit in a year (i.e., pre-tax profit before deduction of employees' and directors' remuneration), 2% to 10% shall be set aside as employees' remuneration (no less than 50% of the employees' remuneration under this item shall be distributed to junior employees), and no more than 2% shall be set aside as directors' remuneration. However, if the Company has accumulated losses, the Company shall reserve an amount to cover such losses in advance.</p> <p>The aforesaid remuneration to employees and junior employees may be in the form of stock or cash, which shall be approved by the board of directors with the attendance of at least two-thirds of the directors and the consent of a majority of the directors present, and reported to the shareholders' meeting. The targets of stock or cash issuance include employees of the Company's subsidiaries who meet certain conditions, which are authorized to be determined by the Chairman of the Board of Directors.</p>	<p>Article 22-1</p> <p>If the Company makes a profit (i.e., pre-tax profit before deduction of employees' and directors' remuneration) in a year, the Company shall set aside 2% to 10% as employees' remuneration and not more than 2% as directors' remuneration. However, if the Company has accumulated losses, the Company should reserve an amount to cover such losses in advance.</p> <p>Employee compensation may be in the form of stock or cash, and shall be approved by the board of directors with the attendance of at least two-thirds of the directors and the approval of a majority of the directors present, and reported to the shareholders' meeting. The targets of stock or cash issuance include employees of the Company's subsidiaries who meet certain conditions, which are authorized to be determined by the Chairman of the Board of Directors.</p>	<p>Pursuant to Article 14, Paragraph 6 of the Securities and Exchange Act, a draft amendment is proposed.</p>

<p>Article 25</p> <p>This Articles of Incorporation was established on November 27, 1990, and was first amended on November 27, 1990....</p> <p>The 25th amendment was made on July 5, 2021, and the 26th amendment on June 9, 2022, and the 27th amendment on June 18, 2025.Each amendment shall take effect upon resolution by the shareholders' meeting. The same shall apply to any subsequent amendments.</p>	<p>Article 25</p> <p>These Articles of Incorporation were established on November 27, 1990, and were first amended on November 27, 1990....</p> <p>The 25th amendment was made on July 5, 2021, and the 26th amendment on June 9, 2022.</p> <p>Each amendment shall take effect upon resolution of the shareholders' meeting. The same shall apply to future amendments.</p>	<p>Date of adoption and amendment.</p>
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Comparison Table of Amended Articles of “Operational Procedures for Acquisition and Disposal of Assets”

Amended Article	Current Article	Explanation
<p>Article 5: Approval Authority</p> <p>The purchase (subscription) and sale (redemption) of government bonds, repurchase agreements (repos and reverse repos), money market funds, and bond funds issued by domestic securities investment trust enterprises shall be subject to the approval of the General Manager.</p> <p>The purchase and sale of long-term securities accounted for under the equity method or those issued by entities included in the consolidated financial statements shall be subject to the approval of the Board of Directors.</p> <p>For other securities not mentioned above—regardless of whether the transactions are conducted on centralized securities exchange markets or through securities dealers—if the amount for a single security is below NT\$300 million, such transactions may be approved by the Chairman. However, if the cumulative amount within one year exceeds NT\$300 million, Board of Directors’ approval shall be required prior to execution.</p> <p>(Omitted)</p>	<p>Article 5: Approval Authority</p> <p>The purchase (subscription) and sale (redemption) of government bonds, repurchase agreements (repos and reverse repos), money market funds, and bond funds issued by domestic securities investment trust enterprises shall be subject to the approval of the General Manager.</p> <p>The purchase and sale of long-term securities accounted for under the equity method or those issued by entities included in the consolidated financial statements shall be subject to the approval of the Board of Directors.</p> <p>For other securities not mentioned above—regardless of whether the transactions are conducted on centralized securities exchange markets or through securities dealers—if the amount for a single security is below NT\$100 million, such transactions may be approved by the Chairman. However, if the cumulative amount within one year exceeds NT\$100 million, Board of Directors’ approval shall be required prior to execution.</p> <p>(Omitted)</p>	<p>Due to practical needs, the authorized limit for the Chairman is increased</p>

## **INFO-TEK CORPORATION**

### **Article of Incorporation**

#### **Chapter 1 General Provisions**

Article 1: The Company shall be incorporated under the Company Act of the Republic of China, and its name is INFO-TEK CORPORATION.

Article 2: The operating business of The Company is as follows:

1. CC01080 Electronic Parts and Components Manufacturing
2. CF01011 Medical Materials and Equipment Manufacturing
3. CB01020 Office Machines Manufacturing
4. CC01030 Electrical Appliances and Audiovisual Electronic Products Manufacturing
5. CC01120 Data Storage Media Manufacturing and Duplicating
6. CC01060 Wired Communication Equipment and Apparatus Manufacturing
7. CC01070 Telecommunication Equipment and Apparatus Manufacturing
8. CE01030 Optical Instruments Manufacturing
9. F113020 Wholesale of Household Appliance
10. F113050 Wholesale of Computers and Clerical Machinery Equipment
11. F113070 Wholesale of Telecommunication Apparatus
12. F116010 Wholesale of Photographic Equipment
13. F119010 Wholesale of Electronic Materials
14. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.

Article 2-1: The total amount of investment through the transfer of funds of the company is not subject to the limitation set by Article 13 of the Company Act, in which the total amount of investment made through the transfer of funds shall not exceed 40% of the paid-in capital. Any matters related to investment through the transfer of funds shall be handled by the resolution of the Board of Directors."

Article 2-2: Due to business needs, the Company may endorse and guarantee for external parties.

Article 3: The Company shall have its head office in Hsinchu County, the Republic of China, and may, pursuant to a resolution adopted at the meeting of the Board of Directors and approval of the competent authority, set up branch offices within or outside the territory of the Republic of China when deemed necessary. The establishment, abolishment, or changes of branch offices are handled according to the resolution of the Board of Directors.

Article 4: (Deleted)

#### **Chapter 2 Capital Stock**

Article 5: The total capital stock of the Company shall be in the amount of 1.5 billion New

Taiwan Dollars, divided into 150 million shares, at 10 New Taiwan Dollars each.

Authorized by the Board of Directors, the unissued portion shall be issued in installments. The Company may issue employee stock option certificates and reserve 10 million shares from the total amount stated in the preceding Paragraph as shares reserved for the issuance of employee stock option certificates.

Article 6: The share certificates of the Company shall be in registered form, and before they are issued, shall be signed by or affixed with the seals of the Chairman and no less than two Directors of the Company, and shall be duly certified or authenticated by the competent authority or certified registration agencies authorized by the competent authority. The company's issued shares may be exempt from printing stock certificates and should be registered with the Depository & Clearing Agency.

Article 7: (Deleted)

Article 8: (Deleted)

Article 9: (Deleted)

Article 10: (Deleted)

Article 11: The transfer of shares shall be suspended within 60 days before a regular shareholders meeting, 30 days before a special shareholders meeting, or 5 days before the target date fixed by the Company for the distribution of dividends, bonuses or other benefits.

Article 11-1: The company issues employee stock option certificates, and if the warrant price is lower than the closing price on the day of issuance, it must be approved in a shareholders meeting with a quorum of shareholders representing more than half of the total issued shares present, and at least two-thirds of the voting rights of the attending shareholders approving the issuance. The option certificates can be exercised in installments within one year from the date of the shareholder meeting resolution.

Article 11-2: If the Company transfers its shares to employees at a price lower than the average price of the actual repurchase, it must be approved in the most recent shareholders meeting with a quorum of shareholders representing more than half of the total issued shares present, and at least two-thirds of the voting rights of the attending shareholders approving the transfer. Regulations stipulated by the competent authority shall be listed and explained in the cause of the shareholders meeting, and cannot be proposed as an extemporary motion.

### **Chapter 3 Shareholders Meeting**

Article 12: Shareholders meetings of the Company are of two kinds: (1) regular meetings and (2) special meetings. Regular meetings shall be convened at least once a year by the Board of Directors according to the law within six months after the close of each fiscal year. Special meetings shall be convened whenever necessary according to the laws and regulations.

The date, place, and cause of the meeting shall be given notice to shareholders no later than 30 days before the scheduled meeting date, and no later than 15 days before the scheduled meeting date if it is an extraordinary

meeting.

At the Company's shareholders meeting, video conferencing or other methods announced by the competent authority may be used. If a shareholders meeting uses video conferencing as the method of meeting, shareholders who participate in the meeting through video conferencing are deemed to be present in person.

Article 13: If the chairperson of the shareholders meeting is convened by the Board of Directors, the Chairman shall serve as the chairperson. If the Chairman is absent, a proxy shall be appointed in accordance with Article 208 of the Company Act. If the meeting is convened by another person with such authority, the chairperson shall be appointed to the convener. If there are two or more conveners, they shall elect one person to serve as the chairperson.

Article 14: For some reason, shareholders who are unable to attend a shareholder meeting may issue a power of attorney printed by the company stating therein the scope of power authorized, and authorize a proxy to attend the meeting on their behalf by signing or stamping. The use of a power of attorney shall be conducted in accordance with the Company Act and the "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies".

Article 15: Each shareholder is entitled to one vote for each share held. However, those who comply with the regulations stipulated in Article 179, Paragraph 2 of the Company Act shall not have voting rights.

Article 16: Unless otherwise provided by other laws and regulations, 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.

Article 16-1: The resolutions of the shareholders meeting should be recorded in minutes signed or stamped by the Chairman, and announced on the Market Observation Post System (MOPS) within 20 days after the meeting.

#### **Chapter 4 Directors and the Audit Committee**

Article 17: The Company has set up a Board of Directors consisting of seven to nine directors, including at least three independent directors. The number of seats to be elected for each term shall be determined by the Board of Directors. The election of directors adopts a nomination system for candidates, and the relevant election procedures and qualification verification shall be conducted in accordance with relevant laws and regulations. The shareholders meeting shall elect the directors from the list of candidates. Except as otherwise provided by law, elections shall be held together for both independent and non-independent directors, and the number of elected directors shall be counted separately. The term of office is three years, and re-election is allowed. The total number of registered shares held by all directors of the Company shall comply with the "Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies", promulgated by the competent authority.

In accordance with Article 14-4 of the Securities and Exchange Act, the Company has set up an Audit Committee in replacement of the supervisor. The Audit Committee shall be composed of all independent directors, and the Audit Committee or its members shall be responsible for executing the duties of supervisors stipulated by the Company Act, the Securities and Exchange Act, and other laws and regulations. The composition, matters on power, rules of procedure, and other matters to be complied with of the Audit Committee shall be stipulated by the relevant regulations of the competent securities authority.

Article 17-1: The following relationships should not exist among more than half of the Company's directors and at least one seat of them:

1. A spousal relationship.
2. A familial relationship within the second degree of kinship

Article 18: The Board of Directors is organized by the directors, and the Chairman is elected by the Board of Directors. Depending on business needs, one person may be elected as the Vice Chairman in the same manner. The Chairman serves as the chairperson of the shareholders meeting and the Board of Directors internally, and represents the Company externally, with the assistance of the Vice Chairman in these duties.

Article 18-1: (Deleted)

Article 19: Except for the first Board of Directors meeting of each term, which shall be convened in accordance with Article 203 of the Company Act, all other Board of Directors meetings shall be convened by the Chairman, who as well serves as the chairperson of the meeting. In case the Chairman is unable to perform his/her duties due to any reason, he/she shall be represented by the Vice Chairman. If there is no Vice Chairman or if the Vice Chairman is also absent or unable to perform his/her duties due to any reasons, the Chairman shall designate one director to act as his/her proxy, and if there is no such designation, the directors shall elect one from among themselves to act as his/her proxy.

Article 19-1: Unless otherwise stipulated by the Company Act, the Board of Directors meeting shall require the attendance of at least half of the directors, and the resolution shall be provisioned with the consent of more than half of the attending directors. For some reason, if a director is unable to attend the meeting, he/she may issue a power of attorney specifying the authorization scope of the reason for calling, and authorizing another director to attend the Board of Directors meeting as a proxy, but each director may only be authorized once by another director. The calling of a Board of Directors meeting may be in written form, email or fax. If the Board of Directors meeting is held through video conferencing, directors who participate in the meeting through video conferencing shall be deemed to have attended the meeting in person.

Article 19-2: When the number of vacancies in the Board of Directors reached one-third of the total number of directors, the Board of Directors shall call, within 30 days, a special meeting of shareholders to elect succeeding directors to fill the vacancies. Their term of office is limited to completing the remaining term of the original appointment.



Article 20: When the directors of the Company perform their duties, regardless of whether the Company is having profit or loss, the Company shall provide remunerations to them. The remunerations shall be authorized by the Board of Directors and paid at the industry standard level, and shall also be determined based on their involvement in the Company's operations and contribution values. The distribution of director remunerations shall be resolved in accordance with Article 23 of this Article of Incorporation. Besides that, within the term of office of directors, the Company shall purchase liability insurance for them for their operations around their business scope.

## **Chapter 5 Managerial Officials**

Article 21: The Company may have one or more managerial officers. Appointment, discharge and remuneration of the managerial officers shall comply with Article 29 of the Company Act.

## **Chapter 6 Accounting**

Article 22: At the close of each fiscal year, the following documents shall be prepared by the Board of Directors, and shall be submitted 30 days before the calling of the regular meeting of shareholders for acceptance, according to the law.

1. Report on the operation
2. Financial statements
3. Proposals concerning the appropriation of net profits or making up losses

Article 22-1: If there is profit at the end of each fiscal year (which is equal to the pre-tax profit minus the compensations distributed to employees and directors), a ratio of 2%-10% of the profit of the current year distributable as employees' compensation shall be appropriated, and no more than 2% of the profit of the current year distributable as directors' compensation. However, the Company's accumulated losses shall have been covered first.

Employee compensation may be in the form of stocks or cash and should be resolved by the Board of Directors with a majority vote of the directors at a meeting with the attendance of at least two-thirds of the entire directors of the Company. The resolution has to be reported to the shareholders meeting. The recipients of stocks or cash include employees of subsidiary companies who meet certain criteria, which are determined by the Chairman of the Board of Directors, who is authorized to do so.

Article 23: If the Company has current profits in the financial statement, the losses should be made up first, and then 10% of the remaining profits would be allocated as Legal reserves, after that the special reserves are provisioned or reversed according to the law. If profits are remaining, it will be considered as distributable profit along with the accumulated unallocated earnings from the beginning of the period. The distribution plan will be proposed by the Board of Directors and the profits will be distributed after the resolution of the shareholders meeting.

The industrial environment that the Company relates to is volatile, and its enterprise life cycle has entered the mature stage. Considering our future working capital requirements and long-term financial planning, and the need of satisfying

the need for cash flow by shareholders, thus the annual cash dividend distribution shall not be less than 5% of the total shareholder dividends.

Aligning with the current year's earnings for allotment and the balancing dividend policy, as well as in accordance with relevant laws and regulations, the Company may allocate all or part of its capital reserve as capital increase allotments. The distribution plan shall be proposed by the Board of Directors and distributed after being approved by the shareholders meeting resolution.

## **Chapter 7 Supplementary Provisions**

Article 24: Any matters not covered in this Article of Incorporation shall be handled in accordance with the provisions of the Company Law.

Article 25: This Articles of Incorporation were initially drawn up on November 27, 1990, and underwent its first amendment on November 27, 1990. Subsequently, it went through its second amendment on August 5, 1996, its third amendment on April 16, 1997, its fourth amendment on April 12, 1998, its fifth amendment on May 4, 1998, its sixth amendment on June 20, 1999, its seventh amendment on December 14, 1999, its eighth amendment on April 14, 2000, its ninth amendment on April 20, 2001, its tenth amendment on June 20, 2002, its eleventh amendment on June 20, 2003, its twelfth amendment on May 19, 2004, its thirteenth amendment on May 19, 2005, its fourteenth amendment on May 27, 2005, its fifteenth amendment on June 9, 2006, its sixteenth amendment on June 11, 2008, its seventeenth amendment on June 4, 2010, its eighteenth amendment on June 9, 2011, its nineteenth amendment on June 13, 2012, its twentieth amendment on June 13, 2013, its twenty-first amendment on June 10, 2015, its twenty-second amendment on June 8, 2016, its twenty-third amendment on June 14, 2017, its twenty-fourth amendment on June 17, 2020, its twenty-fifth amendment on July 5, 2021, and its twenty-sixth amendment on June 9, 2022. These amendments shall become effective upon resolution by the shareholders' meeting, and any amendments shall be processed accordingly. Subsequent amendments thereto shall be effected in the same manner.

INFO-TEK CORPORATION

Chairman: Chiao Yu-Heng

**INFO-TEK CORPORATION**  
**Rules of Procedure for Shareholders Meetings**

Amended on 2022/6/9

1. The procedures for the Company's shareholders meetings, except as otherwise provided by law, regulation, or the articles of incorporation, shall be as provided in these Rules.
2. The term "shareholder" used in these Rules refers to the shareholder himself/herself and the proxy appointed by the shareholder to attend the meeting in accordance with the law.
3. The Company 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 attend the shareholders meeting in person.

4. Shareholders shall attend shareholders meetings based on attendance cards, sign-in cards, or other certificates of attendance. The Company may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification.
5. The Company shall furnish the attending shareholders with an attendance book to sign, or attending shareholders may hand in a sign-in card in lieu of signing in. For video conferencing, the voting rights of attendants can be calculated based on the number of shares reported to the video conferencing platform.

The Company shall furnish attending shareholders with the meeting agenda book, annual report, attendance card, speaker's slips, voting slips, and other meeting materials. Where there is an election of directors, pre-printed ballots shall also be furnished.

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

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

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 a proxy, only one person may be designated as the representative in the meeting.

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

In the event of a virtual shareholders meeting, the Company shall upload the meeting

agenda book, annual report and other meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

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

- (1) How shareholders attend the virtual meeting and exercise their rights.
- (2) Actions to be taken if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents, or other force majeure events, at least covering the following particulars:
  1. To what time the meeting is postponed or from what time the meeting will resume if the above obstruction continues and cannot be removed, and the date to which the meeting is postponed or on which the meeting will resume.
  2. Shareholders not having registered to attend the affected virtual shareholders meeting shall not attend the postponed or resumed session.
  3. In case of a hybrid shareholders meeting, when the virtual meeting cannot be continued, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders meeting online, meets the minimum legal requirement for a shareholder meeting, then the shareholders meeting shall continue. The shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, and the shareholders attending the virtual meeting online shall be deemed abstaining from voting on all proposals on the meeting agenda of that shareholders meeting.
  4. 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 a virtual shareholders meeting online shall be specified.

6. Attendance at shareholders meetings shall be calculated based on the number of shares.

7. The venue for a shareholders meeting shall be the premises of the Company, or a place easily accessible to shareholders and suitable for a shareholders meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m. The restrictions on the place of the meeting shall not apply when the Company convenes a virtual-only shareholders meeting.

8. If a shareholders meeting is convened by the Board of Directors, the meeting shall be chaired by the chairperson of the board. When the chairperson of the board is on leave or for any reason unable to exercise the powers of the chairperson, its proxy procedure shall be conducted in accordance with the rules stipulated in Article 208 of the Company Act; 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, at least one independent director in person. 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.

9. The Company may appoint its attorneys, certified public accountants, or related persons retained by it to attend a shareholders meeting in a non-voting capacity. The staff in charge of the shareholder meeting shall wear identification badges or armbands.

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

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

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

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

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

11. 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 (The first postponement is twenty minutes, and the second postponement is ten minutes). If the quorum is not met after two postponements but the attending shareholders represent one-third or more of the total number of issued shares, the chair shall declare the meeting adjourned. In the event of a virtual shareholders meeting, the Company shall also declare the meeting adjourned at the virtual meeting platform, or "A tentative resolution passed by a simple majority of the voting rights present" may be adopted pursuant to Article 175, paragraph 1 of the Company Act, and all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within one month. In the event of a virtual shareholders meeting, shareholders intending to attend the meeting online shall re-register to the Company in accordance with Article 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.

12. 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.

Any changes to the method of convening the company's shareholder meeting shall be resolved by the Board of Directors and shall be made no later than before the notice of the meeting is sent to the shareholders.

The provisions of the preceding paragraph apply *mutatis mutandis* to a shareholders meeting convened by a party with the power to convene that is not the board of directors. The chair may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs (including extraordinary motions), except by a resolution of the shareholders meeting.

After the meeting is adjourned, the shareholders shall not elect a new chairperson to continue the meeting at the original location or another venue. But if the chair declares the meeting adjourned in violation of the rules of procedure, the other members of the board of directors shall elect a new chair, 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.

Any matter under Article 172, paragraph 5 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; The main content of Article 172, paragraph 5 of the Company Act may be placed on the website designated by the competent authority of securities or the company, and the website address shall be stated in the notice.

Where 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 the Company 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. But if a shareholder proposal is a recommendation for urging the corporation to promote public interests or fulfill its social responsibilities, the Board of Directors still has to include it 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.

Prior to the book closure date before a regular shareholders meeting is held, the Company 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 the discussion of the proposal.

Prior to the date for issuance of notice of a shareholders meeting, the Company

shall inform the shareholders who submitted proposals of the proposal screening results, and shall list in the meeting notice the proposals that conform to the provisions of this article. At the shareholders meeting the board of directors shall explain the reasons for the exclusion of any shareholder proposals not included in the agenda.

13. 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.
14. Except for the proposals listed in the agenda, other proposals or amendments and substitutes to original proposals proposed by shareholders should be seconded by other shareholders. Attending shareholders who only submit speaking notes without speaking will be regarded as not having spoken. If the content of the speech is inconsistent with the speaking notes, the content of the speech shall be deemed the valid version. When a shareholder is speaking at the meeting, other shareholders shall not interrupt unless they have obtained the consent of the chairperson and the speaking shareholder. Any violators should be deterred by the chairperson.
15. 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. Speeches made during inquiries or responses are limited to three minutes, but with the permission of the chair, they may be extended at discretion. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chair may terminate the speech.
16. When a juristic person is appointed to attend as a proxy, only one person may be designated as the representative in the meeting. 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 shareholder appoints two or more representatives to attend a shareholders meeting, only one of the representatives so appointed may speak on the same proposal.

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 declared 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 13 to 16 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.
17. After an attending shareholder has spoken, the chair may respond in person or direct relevant personnel to respond.
18. When the chair at a board of directors meeting is of the opinion that a matter has been sufficiently discussed to a degree of putting to a vote, the chair may announce the discussion closed and bring the matter to vote.
19. Except as otherwise provided in the Company Act and in the Company's Article of Incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, for each proposal, the chair or a person designated by the chair shall first announce the total

number of voting rights represented by the attending shareholders, followed by a poll of the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the number of votes for and against and the number of abstentions, shall be entered into the MOPS.

20. Limitations on Voting Rights:

1. A shareholder shall be entitled to one vote for each share held, except when the shares are restricted shares or are deemed non-voting shares under Article 179, paragraph 2 of the Company Act.
2. With the exception of a trust enterprise or a shareholder services agent approved by the competent securities authority, when a shareholder-appointed proxy attends the shareholder meeting and that person is concurrently appointed as a 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.
3. When a shareholder is an interested party in relation to an agenda item, and there is the likelihood that such a relationship would prejudice the interests of the Company, that shareholder may not vote on that item, and may not exercise voting rights as a 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.

When the Company holds a shareholder 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 the Company avoid the submission of extraordinary motions and amendments to original proposals.

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

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

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

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

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

The election of directors at a shareholders meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, and the voting results shall be announced on-site immediately, including the names 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.

22. 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 anyone among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.

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

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

The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their voting results (including the number of voting rights), and disclose the number of voting rights won by each candidate in the event of an election of directors or supervisors. The minutes shall be retained for the duration of the existence of the Company.

Where a virtual shareholders meeting is convened, in addition to the particulars to be included in the meeting minutes as described in the preceding paragraph, the start time and end time of the shareholders meeting, how the meeting is convened, the chair's and secretary's name, and actions to be taken in the event of 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 shareholder meeting, other than compliance with the requirements in the preceding paragraph, the Company shall specify in the meeting minutes alternative measures available to shareholders with difficulties in attending virtual-only shareholders meeting online.

24. On the day of a shareholders meeting, the Company shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation, the number of shares represented by proxies and the number of shares represented by shareholders attending the meeting by correspondence or electronic

means, and shall make an express disclosure of the same at the place of the shareholders meeting. In the event of a virtual shareholders meeting, the Company shall upload the above meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

During the Company's virtual shareholders meeting, when the meeting is called to order, the total number of shares represented at the meeting shall be disclosed on the virtual meeting platform. The same shall apply whenever the total number of shares represented at the meeting and a new tally of votes is released during the meeting.

If matters put to a resolution at a shareholders meeting constitute material information under applicable laws or regulations or under Taiwan Stock Exchange Corporation (or Taipei Exchange Market) regulations, the Company shall upload the content of such resolution to the MOPS within the prescribed time period.

25. 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." 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.
26. 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.
27. In the event of a virtual shareholders meeting, the Company 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.
28. When the Company 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.
29. In the event of a virtual shareholders meeting, the Company 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 communication technical 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 the Company 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 shareholder meeting, then the shareholders meeting shall continue, and not postponement or resumption thereof under the second paragraph is required.

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

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

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

30. When convening a virtual-only shareholders meeting, the Company shall provide appropriate alternative measures available to shareholders with difficulties in attending virtual shareholders meeting online.
31. Any matters not covered in these Rules shall be handled in accordance with the provisions of the Company Law, other relevant laws and regulations, and the provisions of the Company's Article of Association.
32. These Rules shall take effect after having been submitted to and approved by a shareholders meeting. Subsequent amendments thereto shall be effected in the same manner.