

Stock Code: 4942



Chia Chang Co., Ltd.
2025 Annual Shareholders' Meeting
Meeting Handbook

Method of Convening: Physical Shareholders' Meeting

Date: May 26, 2025

Location: Tzu Yun Hall of Monarch Skyline Hotel
(B1, No.108, Sec 1, Nankan Rd., Luzhu Dist.,
Taoyuan City, Taiwan)

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Chia Chang Co., Ltd.

Meeting Procedures of 2025 Annual Shareholders' Meeting

- I. Calling the Meeting to Order**
- II. Chairman Remarks**
- III. Report Items**
- IV. Proposal Items**
- V. Discussion Items**
- VI. Election Motions**
- VII. Other Proposals**
- VIII. Extemporaneous Motions**
- IX. Adjournment**

Chia Chang Co., Ltd.
2025 Annual Shareholders' Meeting Agenda

Method of Convening: Physical Shareholders' Meeting

Time: May 26, 2025 (Monday), 9:00 a.m.

Location: Tzu Yun Hall of Monarch Skyline Hotel (B1, No.108, Sec 1, Nankan Rd., Luzhu Dist., Taoyuan City, Taiwan)

- I. Calling the Meeting to Order
- II. Chairman Remarks
- III. Report Items
 - (I) To report the business of 2024
 - (II) Audit Committee's Review Report
 - (III) To report the distribution of employees' and directors' compensation of 2024
 - (IV) To report the distribution of 2024 earnings in cash
- IV. Proposal Items
 - (I) To accept 2024 Business Report and Financial Statements
- V. Discussion Items
 - (I) Proposal for amendment to the Articles of Incorporation
 - (II) Proposal for amendment to the Procedures for Lending Funds to Other Parties
- VI. Election Motions
 - (I) Proposal for re-election of directors (including 4 independent directors)
- VII. Other Proposals
 - (I) Proposal for lifting the prohibition on new directors from business competition
- VIII. Extemporaneous Motions
- IX. Adjournment

[Report Items]

- I. To report the business of 2024
(Please refer to Attachment I on page 13 of this handbook)
- II. Audit Committee's Review Report
(Please refer to Attachment II on page 15 of this handbook)
- III. To report the distribution of employees' and directors' compensation of 2024
Explanation: The Board of Directors of the Company approved a cash distribution of NT\$32,929,803 to employees and NT\$14,000,000 to directors on February 26, 2025.
- IV. To report the distribution of 2024 earnings in cash
Explanation:
 - (I) In accordance with Article 22 of the Company's Articles of Incorporation, if earnings distribution is in the form of cash dividends, the Board of Directors is authorized to resolve and report the resolution at the shareholders' meeting.
 - (II) At the Board of Directors' meeting held on February 26, 2025, the Company approved to distribute the 2024 distributable earnings in the amount of NT\$284,735,226 in cash dividends, with NT\$2 per share, and authorized the Chairman to determine the distribution record date, payment date and other related matters for the distribution of cash dividends.
 - (III) The cash dividends are calculated on a pro rata basis up to the dollar amount, with the amount below the dollar amount being rounded down and the total amount of the deficiency being adjusted from the decimal point from the largest to the smallest and the account number from the front to the back in order to meet the total amount of cash dividend distribution.
 - (IV) If there is a change in the distribution ratio due to a change in the number of outstanding shares of the Company, the Chairman is authorized to adjust the distribution ratio based on the actual number of outstanding shares of the Company on the basis of the total distribution amount on the ex-dividend record date.

[Proposal Items]

Proposal I:

Proposed by the Board of Directors

Subject Matter: To accept 2024 business report and financial statements.

Explanation:

- I. The Company's 2024 financial statements include: balance sheets, statements of comprehensive income, statements of changes in equity, and statements of cash flows which were audited by CPA Chih-Yuan Chen and CPA Shih-Chieh Chou of Deloitte & Touche.
- II. Please refer to Attachments I, III, IV and V of pages 13, 16 to 36 of this handbook for the 2024 business report, CPA's review report, the above financial statements and the earnings distribution table.

Resolution:

[Discussion Items]

Proposal I:

Proposed by the Board of Directors

Subject Matter: Proposal for amendment to the Articles of Incorporation.

Explanation:

- I. In accordance with Article 14, Section 6 of the Securities and Exchange Act, companies listed on the stock exchange are required to specify a percentage of their annual profits in their articles of incorporation for adjusting salaries or distributing compensation to lower-level employees. This proposal seeks to amend the Company's Articles of Incorporation.
- II. Please refer to Attachment VI of pages 37 to 38 of this handbook for the comparison table of amendments.

Resolution:

Proposal II:

Proposed by the Board of Directors

Subject Matter: Proposal for amendment to the Procedures for Lending Funds to Other Parties for approval.

Explanation:

- I. In accordance with Article 36-1 of the Securities and Exchange Act and the Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Listed Companies, it is proposed to amend the Company's Procedures for Lending Funds to Other Parties.
- II. Please refer to Attachment VII of pages 39 to 41 of this handbook for the comparison table of amendments.

Resolution:

[Election Motions]

Proposal I:

Proposed by the Board of Directors

Subject Matter: Proposal for re-election of directors (including 4 independent directors) for approval.

Explanation:

- I. The current term of the Company's directors will expire on June 28, 2025. In accordance with a resolution approved by the Board of Directors, a proposal will be made at this annual shareholders' meeting to re-elect all 9 directors, including 4 independent directors.
- II. The term of office of the newly appointed directors (including independent directors) will commence on June 29, 2025, and expire on June 28, 2028, for a duration of three years.
- III. According to Article 14 of the Company's Articles of Incorporation, the Company shall have 9 directors, and their election will follow a candidate nomination system. The relevant information regarding the list of candidates for directors (including independent directors) is as follows:

Title	Name	Shareholding (Shares)	Educational Background	Main Experience and Current Position
Director	Kuei-Hsiu Sung	6,296,338	EMBA, National Yang Ming Chiao Tung University	Experience: President of Chia Chang Co., Ltd. Current Position: Chairman of Chia Chang Co., Ltd.
Director	Yung Hsiang Investment Co., LTD.	13,438,441	-	Current Position: Director of Chia Chang Co., Ltd.
Director	Tsai-Ho Lu	147,850	Mechanical Engineering, Taipei Municipal Daan Vocational High School	Experience: President of Chia Chang Technology (Suzhou) Co., Ltd. President of Guan Yung Enterprise Co., Ltd Current Position: Director of Chia Chang Co., Ltd.
Director	Tz-Shiuan Chen	2,057,217	Master Degree, Eastern Michigan University, USA	Experience: Manager/Director/Vice President of Chia Chang Co., Ltd. Current Position: Director/President of Chia Chang Co., Ltd. Representative of Institutional Director of Chia Chain Precision Hardware

Title	Name	Shareholding (Shares)	Educational Background	Main Experience and Current Position
				Electronics (Suzhou) Co.,Ltd. Representative of Institutional Director of Top Taiwan XIII Venture Capital Co., Ltd. Representative of Institutional Director/Chairman of EIDEAL Company Limited
Director	Chyan Yang	0	Ph.D. in Computer Science, University of Washington, USA	Experience: CEO of the EMBA Program/Director of the Graduate School of Business Administration/Dean of College of Management of National Yang Ming Chiao Tung University Current Position: Director of Chia Chang Co., Ltd. Independent Director of Associated Industries China, Inc. Independent Director of Mars Semiconductor Corp. Independent Director of Heron Neutron Medical Corp.
Independent Director	Jui-Hsin Lin	0	Department of Accounting, Tung Hai University	Experience: Vice President of Softstar Entertainment Inc. Chief Financial Officer of G.M.I. Technology Inc. Independent Director of HLJ Technology Co., Ltd. Independent Director of Tekcore Co., Ltd. Current Position: Independent Director of Chia Chang Co., Ltd. Partner CPA of Cheng Yang Certified Public Accountants Person in Charge of Cheng Yang Management Company Limited Independent Director of ETREND Hightech Corp.
Independent Director	Ping-Kuen Chen	0	Department of Mechanical Engineering, Tamkang University	Experience: Chairman of Huan Hower Enterprise Co., Ltd. Current Position: Independent Director of Chia Chang Co., Ltd. Chairman of Huan Hower Enterprise Co., Ltd. Director of Tien Liang Biotech Co., Ltd.
Independent Director	Pi-Lien Hung	0	Master of Accounting,	Experience: Auditor, of Deloitte & Touche

Title	Name	Shareholding (Shares)	Educational Background	Main Experience and Current Position
			National Chengchi University Master of Arts, National Taiwan University of Arts	Intermediate Specialist of Taipei Exchange Supervisor of LIWANLI Innovation Co., Ltd. Current Position: Independent Director of ATrack Technology Inc. Independent Director of Softstar Entertainment Inc.
Independent Director	Chia-Hsiang Chu	0	MBA, Cheng Kung University	Experience: Manager, Director, Vice President, President of WK Technology Fund IX Ltd. Manager of Investment Department of Development Technology Consulting Co., Ltd. Manager of Corporate Group Business of HP Inc. Current Position: Independent Director of Chia Chang Co., Ltd. Chairman of WK Innovation Ltd. Chairman of WK Technology Fund IX Ltd. Director of Foxfortune Technology Ventures Limited Independent Director of Chicony Electronics Co., Ltd. Independent Director of Cincon Electronics Co., Ltd. Supervisor of Googol Technology (TWN) Limited Supervisor of eTouch Medical Inc. Chairman of MinYun Investment Co., Ltd. Chairman of Sunny Ventures Limited Independent Non-executive Director of Q Technology (Group) Company Limited Director of Beken Corporation Supervisor of Googol Technology (TWN) Limited Director of SmartSens Technology Director of SPINTRON Company Ltd. Executive Director and President of Shanghai Hongyi Enterprise Management Consulting Co., Ltd. Director of ESSENTIAL INVESTMENTS LIMITED Chairman and President of Guangxi

Title	Name	Shareholding (Shares)	Educational Background	Main Experience and Current Position
				Hongzhiyi Investment Co., Ltd. Director of Wealth Guard Ventures Limited Director of Excellence Wealthy Limited Director of North Star Ventures Limited Director of Guangdong ePropulsion Technology Ltd.

The reason for continuing the nomination of an independent director whose term has exceeded three terms:

- I. After evaluating Jui-Hsin Lin's past participation in Board activities and the valuable recommendations he has provided, the Board of Directors affirms that Jui-Hsin Lin continues to demonstrate both independence and sound, impartial judgment. In light of his extensive experience in finance, accounting, and industry, the Company believes his expertise and insight remain essential in helping shape its future direction.
- II. After evaluating Ping-Kuen Chen's past participation in Board activities and the valuable recommendations he has provided, the Board of Directors affirms that Ping-Kuen Chen continues to demonstrate both independence and sound, impartial judgment. In light of his extensive experience in finance, accounting, and industry, the Company believes his expertise and insight remain essential in helping shape its future direction.

IV. Proposed for election.

Election Results:

[Other Proposals]

Proposal I:

Proposed by the Board of Directors

Subject Matter: Proposal for lifting the prohibition on new directors from business competition for approval.

Explanation:

- I. According to Article 209 of the Company Act, a director who does anything for himself or on behalf of another person that is within the scope of the Company's business, shall explain to the meeting of shareholders the essential contents of such an act and secure its approval. Accordingly, this proposal seeks approval to lift the prohibition on new directors from business competition.
- II. To meet the Company's operational needs and to leverage the directors' expertise and relevant experience, we hereby seek approval at the shareholders' meeting to lift the prohibition on new directors from business competition.
- III. The companies and positions from which non-competition restrictions have been lifted are as follows:

Name	Company and Position
Tz-Shiuan Chen	Representative of Institutional Director of Chia Chain Precision Hardware Electronics (Suzhou) Co.,Ltd. Representative of Institutional Director of Top Taiwan XIII Venture Capital Co., Ltd. Representative of Institutional Director/Chairman of EIDEAL Company Limited
Chyan Yang	Independent Director of Associated Industries China, Inc. Independent Director of Mars Semiconductor Corp. Independent Director of Heron Neutron Medical Corp.
Jui-Hsin Lin	Partner CPA of Cheng Yang Certified Public Accountants Person in Charge of Cheng Yang Management Company Limited Independent Director of ETREND Hightech Corp.
Ping-Kuen Chen	Chairman of Huan Hower Enterprise Co., Ltd. Director of Tien Liang Biotech Co., Ltd.
Pi-Lien Hung	Independent Director of ATrack Technology Inc. Independent Director of Softstar Entertainment Inc.
Chia-Hsiang Chu	Chairman of WK Innovation Ltd. Chairman of WK Technology Fund IX Ltd. Director of Foxfortune Technology Ventures Limited Independent Director of Chicony Electronics Co., Ltd. Independent Director of Cincon Electronics Co., Ltd. Supervisor of Googol Technology (TWN) Limited Supervisor of eTouch Medical Inc. Chairman of MinYun Investment Co., Ltd.

	Chairman of Sunny Ventures Limited Independent Non-executive Director of Q Technology (Group) Company Limited Director of Beken Corporation Supervisor of Googol Technology (TWN) Limited Director of SmartSens Technology Director of SPINTROL Company Ltd. Executive Director and President of Shanghai Hongyi Enterprise Management Consulting Co., Ltd. Director of ESSENTIAL INVESTMENTS LIMITED Chairman and President of Guangxi Hongzhiyi Investment Co., Ltd. Director of Wealth Guard Ventures Limited Director of Excellence Wealthy Limited Director of North Star Ventures Limited Director of Guangdong ePropulsion Technology Ltd.
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Resolution:

[Extemporaneous Motions]

[Adjournment]

Attachment I.

Chia Chang Co., Ltd.

2024 Business Report

Over the past year, the global economic environment has been filled with opportunities and challenges. The ongoing turmoil in international situations, including the Russo-Ukrainian war, the slowdown in China's economic growth, and geopolitical uncertainties, have all contributed to reduced visibility in end-market demand. These complex factors significantly impact on our operations for 2024. In this constantly changing environment, Chia Chang remained committed to a prudent strategy, focusing on sustainable development.

In 2024, thanks to the collective efforts of our entire team, Chia Chang achieved consolidated revenue of NT\$5.667 billion, representing a 7% decrease compared to NT\$6.074 billion in 2023. In terms of profitability, consolidated net income after tax for 2024 was approximately NT\$592 million, with net income attributable to the parent company's shareholders amounting to NT\$594 million, resulting in a basic earnings per share of NT\$4.17. By contrast, the consolidated net income after tax for 2023 was approximately NT\$613 million, with net income attributable to the parent company's shareholders amounting to NT\$615 million, resulting in a basic earnings per share of NT\$4.32, reflecting a 3% year-over-year decrease.

Looking ahead, the global political and economic landscape remains complex and dynamic. Following the conclusion of the United States presidential election, global tariff policies and the trade environment are marked by significant unpredictability, while geopolitical issues continue to influence the structure of global supply chains. Driven by external environmental factors, the global manufacturing industry is shifting towards regional development and placing greater emphasis on local production, thereby creating more challenges for supply chain configuration. The factory of Chia Chang located in Vietnam is scheduled for completion this year. This development will enhance production flexibility, strengthen global order competitiveness, and improve overall operational layout. Despite the global economic uncertainty and market volatility presenting new challenges, we will continue to expand our efforts in key areas such as display, automotive, and networking & server products. We will continue to invest in R&D innovation, deepen our core technologies, and enhance the competitiveness of our products. Embracing a spirit of adaptability and transformation, we will respond to the rapid changes in the market, enabling Chia Chang to maintain flexibility and resilience in a rapidly changing business environment.

Chia Chang is committed to continuous improvement in corporate governance, social welfare, and environmental sustainability. We have held blood donation events for five

consecutive years. Along with the enthusiastic participation of our colleagues, we warmly invite local residents, nearby businesses, and suppliers to join us in this meaningful initiative. Additionally, in 2025, we donated a blood donation vehicle to the Taipei Blood Center, further demonstrating our commitment to social responsibility. In response to global climate change and the international push for net-zero carbon emissions, the Company not only complies with relevant regulations but also actively promotes energy-saving initiatives, utilizes energy-efficient equipment, and strives to reduce energy consumption. Together, we are committed to global carbon reduction and combating global warming. We create impact through meaningful action and contributions to the economy, society, and environment through tangible actions, while tirelessly working to achieve our vision of sustainable development.

Throughout our journey, despite the challenges posed by the broader environment, we extend our heartfelt thanks to our shareholders, customers, employees, and partners for their continued trust and support. We will continue to pursue a development strategy based on innovation and quality, constantly exploring new market opportunities and steadily moving toward a stronger future.

Chairman
Kuei-Hsiu Sung

Manager
Tz-Shiuan Chen

Chef Accountant
Li-Chuan Cheng

Attachment II.

Audit Committee's Review Report

The Board of Directors has prepared the Company's 2024 business report, financial statements and annual earnings distribution proposal. The CPA firm of Deloitte & Touche was retained to audit the Company's financial statements and has issued an audit report relating to the financial statements. The business report, financial statements and annual earnings distribution proposal have been reviewed and determined to be accurate by the Audit Committee. According to relevant regulations of the Securities and Exchange Act and the Company Act, and we hereby submit this report.

Chia Chang Co., Ltd.

Chairman of the Audit Committee:
Jui-Hsin Lin

February 26, 2025

Attachment III.

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
Chia Chang Co., Ltd.

Opinion

We have audited the accompanying consolidated financial statements of Chia Chang Co., Ltd. (the "Corporation") 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 notes to the consolidated financial statements, including material accounting policy information (collectively referred to as the "consolidated financial statements").

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 and International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagement of Certified Public Accountants and the Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. 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.

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

Occurrence of Recognized Sales Revenue

Chia Chang Co., Ltd. and its subsidiaries engage mainly in manufacturing metal stamping of internal and external mechanical parts and related products. Although the overall market demand declined in 2024, there was still an increase in revenue due to sales made to certain customers. Since the amount and proportion of sales revenue were significant, we considered the occurrence of recognized sales revenue from certain customers as a key audit matter to the consolidated financial statements for the year ended December 31, 2024. Refer to Notes 4 and 20 to the consolidated financial statements for the accounting policies on revenue recognition.

The audit procedures we have performed in respect of the above key audit matter included understanding, assessing and testing of the effectiveness of the design and implementation of the internal control related to the sales revenue. We selected sample transactions of those sales for certain customers, selected samples of sales revenue and performed confirmation procedures to verify the occurrence of sales revenue. We conducted alternative audit procedures for those who failed to respond to the confirmation request immediately and validated the relevant transaction documents to verify the occurrence of sales revenue.

Other Matter

We have also audited the parent company only financial statements of Chia Chang Co., Ltd. as of and for the years ended December 31, 2024 and 2023 on which we have issued an unmodified opinion.

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

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, 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 the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of 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 audits resulting in this independent auditors' report are Chih-Yuan Chen and Shih-Chieh Chou.

Deloitte & Touche
Taipei, Taiwan
Republic of China

February 26, 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 statements 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.

CHIA CHANG CO., LTD. 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	%
CURRENT ASSETS				
Cash and cash equivalents (Notes 4 and 6)	\$ 1,669,542	14	\$ 2,672,669	25
Financial assets at fair value through profit or loss - current (Note 4)	-	-	44	-
Notes and accounts receivable, net (Notes 4, 7 and 20)	2,352,613	20	2,508,844	24
Current tax assets (Notes 4 and 22)	147,338	1	92,230	1
Inventories, net (Notes 4 and 8)	385,038	3	341,415	3
Prepayments	73,380	1	69,079	1
Other financial assets - current (Notes 4, 6 and 28)	2,025,932	17	1,045,619	10
Other current assets (Note 4)	107,403	1	120,393	1
Total current assets	6,761,246	57	6,850,293	65
NON-CURRENT ASSETS				
Financial assets at fair value through other comprehensive income - non-current (Notes 4 and 9)	270,611	2	303,719	3
Investments accounted for using equity method (Notes 4 and 11)	96,516	1	124,081	1
Property, plant and equipment (Notes 4, 12 and 28)	3,514,515	30	2,789,591	26
Right-of-use assets (Notes 4, 13 and 28)	260,369	2	177,192	2
Investment properties (Notes 4 and 14)	52,438	-	53,214	1
Deferred tax assets (Notes 4 and 22)	63,384	1	29,754	-
Prepayments for machinery and equipment	339,717	3	241,754	2
Other non-current assets (Notes 4 and 15)	475,153	4	23,540	-
Total non-current assets	5,072,703	43	3,742,845	35
TOTAL	\$ 11,833,949	100	\$ 10,593,138	100
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Notes payable	\$ 66,057	1	\$ 132,286	1
Accounts payable	881,079	8	915,616	9
Other payables (Note 17)	807,988	7	510,489	5
Current tax liabilities (Notes 4 and 22)	33,309	-	165,101	1
Lease liabilities - current (Notes 4 and 13)	26,289	-	1,265	-
Other current liabilities	148,858	1	129,630	1
Total current liabilities	1,963,580	17	1,854,387	17
NON-CURRENT LIABILITIES				
Long-term borrowings (Notes 16 and 28)	4,561	-	4,335	-
Deferred tax liabilities - non-current (Notes 4 and 22)	202,444	2	200,923	2
Lease liabilities - non-current (Notes 4 and 13)	57,992	-	-	-
Guarantee deposits	1,537	-	1,264	-
Other non-current liabilities (Note 15)	467,394	4	-	-
Total non-current liabilities	733,928	6	206,522	2
Total liabilities	2,697,508	23	2,060,909	19
EQUITY ATTRIBUTABLE TO OWNERS OF THE CORPORATION (Notes 4 and 19)				
Ordinary shares	1,423,676	12	1,423,676	14
Capital surplus	2,820,346	24	2,820,797	27
Retained earnings				
Legal reserve	1,016,214	9	954,711	9
Special reserve	515,121	4	435,084	4
Unappropriated earnings	3,532,921	30	3,407,974	32
Total retained earnings	5,064,256	43	4,797,769	45
Other equity	(176,910)	(2)	(515,121)	(5)
Total equity attributable to owners of the Corporation	9,131,368	77	8,527,121	81
NON-CONTROLLING INTERESTS (Notes 19 and 24)	5,073	-	5,108	-
Total equity	9,136,441	77	8,532,229	81
TOTAL	\$ 11,833,949	100	\$ 10,593,138	100

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

CHIA CHANG CO., LTD. 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	%
SALES REVENUE (Notes 4 and 20)	\$ 5,667,339	100	\$ 6,074,468	100
COST OF GOODS SOLD (Notes 4, 8 and 21)	<u>4,347,739</u>	<u>77</u>	<u>4,598,033</u>	<u>76</u>
GROSS PROFIT	<u>1,319,600</u>	<u>23</u>	<u>1,476,435</u>	<u>24</u>
OPERATING EXPENSES (Notes 4, 7 and 21)				
Selling and marketing expenses	224,296	4	224,889	4
General and administrative expenses	448,839	8	434,829	7
Research and development expenses	<u>141,873</u>	<u>2</u>	<u>77,558</u>	<u>1</u>
Total operating expenses	<u>815,008</u>	<u>14</u>	<u>737,276</u>	<u>12</u>
INCOME FROM OPERATIONS	<u>504,592</u>	<u>9</u>	<u>739,159</u>	<u>12</u>
NON-OPERATING INCOME AND EXPENSES (Notes 4, 11, 21 and 29)				
Other income	44,432	1	28,359	-
Share of profit of associates accounted for using equity method	19,685	-	34,904	1
Interest income	85,865	2	93,138	1
Other gains and losses	14,817	-	(1,530)	-
Exchange gains	82,899	1	37,270	1
Interest expense	<u>(2,090)</u>	<u>-</u>	<u>(997)</u>	<u>-</u>
Total non-operating income and expenses	<u>245,608</u>	<u>4</u>	<u>191,144</u>	<u>3</u>
INCOME BEFORE INCOME TAX	750,200	13	930,303	15
INCOME TAX EXPENSE (Notes 4 and 22)	<u>157,753</u>	<u>3</u>	<u>317,516</u>	<u>5</u>
NET INCOME	<u>592,447</u>	<u>10</u>	<u>612,787</u>	<u>10</u>
OTHER COMPREHENSIVE INCOME (LOSS) (Note 4)				
Items that will not be reclassified subsequently to profit or loss:				
Unrealized gain (loss) on investments in equity instruments at fair value through other comprehensive income	(27,423)	-	34,572	1

(Continued)

CHIA CHANG CO., LTD. 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	%
Items that may be reclassified subsequently to profit or loss:				
Exchange differences on translation of foreign operations	\$ 365,634	6	\$ (114,609)	(2)
Other comprehensive income (loss)	338,211	6	(80,037)	(1)
TOTAL COMPREHENSIVE INCOME	\$ 930,658	16	\$ 532,750	9
NET INCOME (LOSS) ATTRIBUTABLE TO:				
Owners of the Corporation	\$ 593,933	10	\$ 615,032	10
Non-controlling interests	(1,486)	-	(2,245)	-
	\$ 592,447	10	\$ 612,787	10
TOTAL COMPREHENSIVE INCOME (LOSS) ATTRIBUTABLE TO:				
Owners of the Corporation	\$ 932,144	16	\$ 534,995	9
Non-controlling interests	(1,486)	-	(2,245)	-
	\$ 930,658	16	\$ 532,750	9
EARNINGS PER SHARE (NEW TAIWAN DOLLARS; Note 23)				
Basic	\$ 4.17		\$ 4.32	
Diluted	\$ 4.15		\$ 4.29	

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

(Concluded)

CHIA CHANG CO., LTD. AND SUBSIDIARIES

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

	Equity Attributable to Owners of the Corporation						Other Equity		Total	Non-controlling Interests	Total Equity	
	Ordinary Shares	Capital Surplus	Retained Earnings			Exchange Differences on Translation of Foreign Operations	Unrealized Gain (Loss) on Financial Assets at Fair Value Through Other Comprehensive Income					
			Legal Reserve	Special Reserve	Unappropriated Earnings			Total				
BALANCE AT JANUARY 1, 2023	\$ 1,423,676	\$ 2,820,797	\$ 890,220	\$ 597,812	\$ 3,050,624	\$ 4,538,656	\$ (477,765)	\$ 42,681	\$ (435,084)	\$ 8,348,045	\$ 5,353	\$ 8,353,398
Appropriation of 2022 earnings												
Legal reserve	-	-	64,491	-	(64,491)	-	-	-	-	-	-	-
Special reserve reversal	-	-	-	(162,728)	162,728	-	-	-	-	-	-	-
Cash dividends distributed	-	-	-	-	(355,919)	(355,919)	-	-	-	(355,919)	-	(355,919)
Total appropriation of 2022 earnings	-	-	64,491	(162,728)	(257,682)	(355,919)	-	-	-	(355,919)	-	(355,919)
Net income (loss) for the year ended December 31, 2023	-	-	-	-	615,032	615,032	-	-	-	615,032	(2,245)	612,787
Other comprehensive income (loss) for the year ended December 31, 2023	-	-	-	-	-	-	(114,609)	34,572	(80,037)	(80,037)	-	(80,037)
Total comprehensive income (loss) for the year ended December 31, 2023	-	-	-	-	615,032	615,032	(114,609)	34,572	(80,037)	534,995	(2,245)	532,750
Non-controlling interests	-	-	-	-	-	-	-	-	-	-	2,000	2,000
BALANCE AT DECEMBER 31, 2023	1,423,676	2,820,797	954,711	435,084	3,407,974	4,797,769	(592,374)	77,253	(515,121)	8,527,121	5,108	8,532,229
Appropriation of 2023 earnings												
Legal reserve	-	-	61,503	-	(61,503)	-	-	-	-	-	-	-
Special reserve	-	-	-	80,037	(80,037)	-	-	-	-	-	-	-
Cash dividends distributed	-	-	-	-	(327,446)	(327,446)	-	-	-	(327,446)	-	(327,446)
Total appropriation of 2023 earnings	-	-	61,503	80,037	(468,986)	(327,446)	-	-	-	(327,446)	-	(327,446)
Net income (loss) for the year ended December 31, 2024	-	-	-	-	593,933	593,933	-	-	-	593,933	(1,486)	592,447
Other comprehensive income (loss) for the year ended December 31, 2024	-	-	-	-	-	-	365,634	(27,423)	338,211	338,211	-	338,211
Total comprehensive income (loss) for the year ended December 31, 2024	-	-	-	-	593,933	593,933	365,634	(27,423)	338,211	932,144	(1,486)	930,658
Changes in percentage of ownership interests in subsidiaries	-	(451)	-	-	-	-	-	-	-	(451)	451	-
Non-controlling interests	-	-	-	-	-	-	-	-	-	-	1,000	1,000
BALANCE AT DECEMBER 31, 2024	\$ 1,423,676	\$ 2,820,346	\$ 1,016,214	\$ 515,121	\$ 3,532,921	\$ 5,064,256	\$ (226,740)	\$ 49,830	\$ (176,910)	\$ 9,131,368	\$ 5,073	\$ 9,136,441

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

CHIA CHANG CO., LTD. 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	\$ 750,200	\$ 930,303
Adjustments for:		
Depreciation	252,006	241,531
Amortization	186,781	183,895
Expected credit loss recognized (reversed)	11,142	(928)
Net gain on fair value changes of financial assets at fair value through profit or loss	(1)	(1)
Interest expense	2,090	997
Interest income	(85,865)	(93,138)
Dividend income	(24,653)	(4,172)
Share of profit or loss of associates accounted for using equity method	(19,685)	(34,904)
Gain on disposal and retirement of property, plant and equipment	(15,987)	(1,021)
Write-down of inventories (reversed)	9,743	(8,071)
Unrealized loss (gain) on foreign exchange	(34,851)	14,796
Changes in operating assets and liabilities		
Notes and accounts receivable	167,641	137,890
Inventories	(41,115)	60,028
Prepayments	(4,301)	(7,208)
Other current assets	(134,303)	(156,065)
Notes payable	(66,229)	(79,946)
Accounts payable	(37,549)	(39,358)
Other payables	(36,453)	(51,001)
Other current liabilities	19,228	15,023
Cash generated by operations	897,839	1,108,650
Interest received	80,305	105,281
Income tax paid	(376,200)	(290,854)
Net cash generated by operating activities	<u>601,944</u>	<u>923,077</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Increase in other financial assets	(3,929,820)	(1,623,629)
Decrease in other financial assets	3,005,524	2,657,385
Payments of property, plant and equipment	(480,158)	(560,440)
Increase in other non-current assets	(455,982)	(438)
Increase in prepayments for machinery and equipment	(144,125)	(144,045)
Proceeds from disposal of property, plant and equipment	69,306	19,500
Dividends received	47,250	21,812
Proceeds from capital reduction of financial assets at fair value through other comprehensive income	11,996	16,918
Purchase of financial assets at fair value through other comprehensive income	(5,587)	(93,811)

(Continued)

CHIA CHANG CO., LTD. AND SUBSIDIARIES

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

	2024	2023
Proceeds from disposal of financial assets at fair value through profit or loss	\$ 44	\$ -
Acquisition of right-of-use assets	-	(58,401)
Proceeds from capital reduction of investments accounted for using equity method	<u>-</u>	<u>17,500</u>
Net cash generated by (used in) investing activities	<u>(1,881,552)</u>	<u>252,351</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Increase in other non-current liabilities	467,394	-
Cash dividends paid	(327,446)	(355,919)
Repayment of the principal portion of lease liabilities	(18,732)	(19,289)
Change in non-controlling interests	1,000	2,000
Interest paid	(993)	(1,016)
Increase in guarantee deposits	273	434
Decrease in short-term borrowings	<u>-</u>	<u>(190,000)</u>
Net cash generated by (used in) financing activities	<u>121,496</u>	<u>(563,790)</u>
EFFECTS OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS	<u>154,985</u>	<u>(17,200)</u>
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	(1,003,127)	594,438
CASH AND CASH EQUIVALENTS, BEGINNING OF THE YEAR	<u>2,672,669</u>	<u>2,078,231</u>
CASH AND CASH EQUIVALENTS, END OF THE YEAR	<u>\$ 1,669,542</u>	<u>\$ 2,672,669</u>

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

(Concluded)

Attachment IV.

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
Chia Chang Co., Ltd.

Opinion

We have audited the accompanying parent company only financial statements of Chia Chang Co., Ltd. (the "Corporation"), 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 material accounting policy information (collectively referred to as the "parent company only financial statements").

In our opinion, the accompanying parent company only financial statements present fairly, in all material respects, the parent company only financial position of the Corporation 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 Financial Statement Audit and Attestation Engagements of Certified Public Accountants and the Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Parent Company Only Financial Statements section of our report. We are independent of the Corporation 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.

The key audit matters of the Corporation's parent company only financial statements for the year ended December 31, 2024 are described as follows:

Occurrence of Recognized of Sales Revenue

Chia Chang Co., Ltd. engages mainly in manufacturing metal stamping of internal and external mechanical parts and related products. Although the overall market demand declined in 2024, there was still an increase in revenue due to sales made to certain customers. Since the amount and proportion of sales revenue were significant, we considered the occurrence of recognized sales revenue from certain customers as a key audit matter of the parent company only financial statements for the year ended December 31, 2024. Refer to Notes 4 and 16 to the parent company only financial statements for the accounting policies on revenue recognition.

The audit procedures we have performed in respect of the above key audit matter included understanding, assessing and testing of the effectiveness of the design and implementation of the internal control related to the sales revenue. We selected sample transactions of those sales for certain customers, selected samples of sales revenue and performed confirmation procedures to verify the occurrence of sales revenue. We conducted alternative audit procedures for those who failed to respond to the confirmation request immediately and validated the relevant transaction documents to verify the occurrence of sales revenue.

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the parent company only financial statements 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 audits resulting in this independent auditors' report are Chih-Yuan Chen and Shih-Chieh Chou.

Deloitte & Touche
Taipei, Taiwan
Republic of China

February 26, 2025

Notice to Readers

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

For the convenience of readers, the independent auditors' report and the accompanying parent company only financial statements 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 parent company only financial statements shall prevail.

CHIA CHANG CO., LTD.

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	%
CURRENT ASSETS				
Cash and cash equivalents (Notes 4 and 6)	\$ 64,399	1	\$ 516,420	6
Notes and accounts receivable, net (Notes 4, 7, 16 and 22)	530,417	5	533,321	6
Other receivables (Note 22)	103,139	1	2,044	-
Inventories, net (Notes 4 and 8)	103,688	1	109,418	1
Prepayments	46,121	-	35,465	-
Other financial assets - current (Notes 4, 6 and 23)	361,800	4	219,700	2
Other current assets	<u>2,469</u>	-	<u>13,937</u>	-
Total current assets	<u>1,212,033</u>	<u>12</u>	<u>1,430,305</u>	<u>15</u>
NON-CURRENT ASSETS				
Financial assets at fair value through other comprehensive income - non-current (Notes 4 and 9)	135,425	1	139,967	2
Investments accounted for using equity method (Notes 4 and 10)	7,815,405	80	7,155,601	77
Property, plant and equipment (Notes 4, 11 and 23)	506,877	5	486,482	5
Right-of-use assets (Notes 4 and 12)	61,331	1	-	-
Investment properties (Notes 4 and 13)	52,438	1	53,214	1
Deferred tax assets (Notes 4 and 18)	2,621	-	8,984	-
Prepayments for machinery and equipment	3,171	-	34,464	-
Other non-current assets	<u>5,840</u>	-	<u>6,031</u>	-
Total non-current assets	<u>8,583,108</u>	<u>88</u>	<u>7,884,743</u>	<u>85</u>
TOTAL	<u>\$ 9,795,141</u>	<u>100</u>	<u>\$ 9,315,048</u>	<u>100</u>
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Notes payable	\$ 66,057	1	\$ 132,286	1
Accounts payable (Note 22)	126,514	1	118,323	1
Other payables (Note 22)	167,982	2	181,873	2
Current tax liabilities (Notes 4 and 18)	18,284	-	136,171	2
Lease liabilities - current (Notes 4 and 12)	7,647	-	-	-
Other current liabilities	<u>19,847</u>	-	<u>18,098</u>	-
Total current liabilities	<u>406,331</u>	<u>4</u>	<u>586,751</u>	<u>6</u>
NON-CURRENT LIABILITIES				
Deferred tax liabilities (Notes 4 and 18)	201,987	2	200,346	2
Lease liabilities - non-current (Notes 4 and 12)	54,625	1	-	-
Guarantee deposits	<u>830</u>	-	<u>830</u>	-
Total non-current liabilities	<u>257,442</u>	<u>3</u>	<u>201,176</u>	<u>2</u>
Total liabilities	<u>663,773</u>	<u>7</u>	<u>787,927</u>	<u>8</u>
EQUITY (Notes 4 and 15)				
Ordinary shares	<u>1,423,676</u>	<u>14</u>	<u>1,423,676</u>	<u>15</u>
Capital surplus	<u>2,820,346</u>	<u>29</u>	<u>2,820,797</u>	<u>30</u>
Retained earnings				
Legal reserve	1,016,214	11	954,711	10
Special reserve	515,121	5	435,084	5
Unappropriated earnings	<u>3,532,921</u>	<u>36</u>	<u>3,407,974</u>	<u>37</u>
Total retained earnings	<u>5,064,256</u>	<u>52</u>	<u>4,797,769</u>	<u>52</u>
Other equity	<u>(176,910)</u>	<u>(2)</u>	<u>(515,121)</u>	<u>(5)</u>
Total equity	<u>9,131,368</u>	<u>93</u>	<u>8,527,121</u>	<u>92</u>
TOTAL	<u>\$ 9,795,141</u>	<u>100</u>	<u>\$ 9,315,048</u>	<u>100</u>

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

CHIA CHANG CO., LTD.

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	%
SALES REVENUE (Notes 4, 16 and 22)	\$ 1,349,516	100	\$ 1,583,396	100
COST OF GOODS SOLD (Notes 4, 8, 17 and 22)	<u>857,497</u>	<u>63</u>	<u>1,048,469</u>	<u>66</u>
GROSS PROFIT	<u>492,019</u>	<u>37</u>	<u>534,927</u>	<u>34</u>
OPERATING EXPENSES (Notes 17 and 22)				
Selling and marketing expenses	46,089	3	43,299	3
General and administrative expenses	169,876	13	175,039	11
Research and development expenses	<u>48,411</u>	<u>4</u>	<u>47,205</u>	<u>3</u>
Total operating expenses	<u>264,376</u>	<u>20</u>	<u>265,543</u>	<u>17</u>
INCOME FROM OPERATIONS	<u>227,643</u>	<u>17</u>	<u>269,384</u>	<u>17</u>
NON-OPERATING INCOME AND EXPENSES (Note 4)				
Other income (Notes 17 and 22)	4,858	-	6,751	-
Share of profit of associates accounted for using equity method (Note 10)	414,447	31	501,034	32
Interest income (Note 22)	13,372	1	13,314	1
Other gains and losses (Notes 17 and 24)	46,183	3	9,707	1
Interest expense	<u>(1,541)</u>	<u>-</u>	<u>(831)</u>	<u>-</u>
Total non-operating income and expenses	<u>477,319</u>	<u>35</u>	<u>529,975</u>	<u>34</u>
INCOME BEFORE INCOME TAX	704,962	52	799,359	51
INCOME TAX EXPENSE (Notes 4 and 18)	<u>111,029</u>	<u>8</u>	<u>184,327</u>	<u>12</u>
NET INCOME	<u>593,933</u>	<u>44</u>	<u>615,032</u>	<u>39</u>
OTHER COMPREHENSIVE INCOME (LOSS) (Note 4)				
Items that will not be reclassified subsequently to profit or loss:				
Unrealized gain (loss) on investments in equity instruments at fair value through other comprehensive income	(4,542)	-	4,388	-
Share of the other comprehensive income (loss) of subsidiaries and associates for using equity method	(22,881)	(2)	30,184	2

(Continued)

CHIA CHANG CO., LTD.

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	%
Items that may be reclassified subsequently to profit or loss:				
Exchange differences on translation of foreign operations	\$ 365,634	27	\$ (114,609)	(7)
Other comprehensive income (loss)	338,211	25	(80,037)	(5)
TOTAL COMPREHENSIVE INCOME	\$ 932,144	69	\$ 534,995	34
EARNINGS PER SHARE (NEW TAIWAN DOLLARS; Note 19)				
Basic	\$ 4.17		\$ 4.32	
Diluted	\$ 4.15		\$ 4.29	

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

CHIA CHANG CO., LTD.

**PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023**

(In Thousands of New Taiwan Dollars)

	Ordinary Shares		Capital Surplus	Retained Earnings				Exchange Differences on Translation of Foreign Operations	Other Equity		Total Equity
	Shares (In Thousands)	Amount		Legal Reserve	Special Reserve	Unappropriated Earnings	Total		Unrealized Gain (Loss) on Financial Assets at Fair Value Through Other Comprehensive Income	Total	
BALANCE AT JANUARY 1, 2023	142,368	\$ 1,423,676	\$ 2,820,797	\$ 890,220	\$ 597,812	\$ 3,050,624	\$ 4,538,656	\$ (477,765)	\$ 42,681	\$ (435,084)	\$ 8,348,045
Appropriation of 2022 earnings											
Legal reserve	-	-	-	64,491	-	(64,491)	-	-	-	-	-
Special reserve reversal	-	-	-	-	(162,728)	162,728	-	-	-	-	-
Cash dividends distributed	-	-	-	-	-	(355,919)	(355,919)	-	-	-	(355,919)
Total appropriation of 2022 earnings	-	-	-	64,491	(162,728)	(257,682)	(355,919)	-	-	-	(355,919)
Net income for the year ended December 31, 2023	-	-	-	-	-	615,032	615,032	-	-	-	615,032
Other comprehensive income (loss) for the year ended December 31, 2023	-	-	-	-	-	-	-	(114,609)	34,572	(80,037)	(80,037)
Total comprehensive income (loss) for the year ended December 31, 2023	-	-	-	-	-	615,032	615,032	(114,609)	34,572	(80,037)	534,995
BALANCE AT DECEMBER 31, 2023	142,368	1,423,676	2,820,797	954,711	435,084	3,407,974	4,797,769	(592,374)	77,253	(515,121)	8,527,121
Appropriation of 2023 earnings											
Legal reserve	-	-	-	61,503	-	(61,503)	-	-	-	-	-
Special reserve	-	-	-	-	80,037	(80,037)	-	-	-	-	-
Cash dividends distributed	-	-	-	-	-	(327,446)	(327,446)	-	-	-	(327,446)
Total appropriation of 2023 earnings	-	-	-	61,503	80,037	(468,986)	(327,446)	-	-	-	(327,446)
Net income for the year ended December 31, 2024	-	-	-	-	-	593,933	593,933	-	-	-	593,933
Other comprehensive income (loss) for the year ended December 31, 2024	-	-	-	-	-	-	-	365,634	(27,423)	338,211	338,211
Total comprehensive income (loss) for the year ended December 31, 2024	-	-	-	-	-	593,933	593,933	365,634	(27,423)	338,211	932,144
Changes in percentage of ownership interests in subsidiaries	-	-	(451)	-	-	-	-	-	-	-	(451)
BALANCE AT DECEMBER 31, 2024	142,368	\$ 1,423,676	\$ 2,820,346	\$ 1,016,214	\$ 515,121	\$ 3,532,921	\$ 5,064,256	\$ (226,740)	\$ 49,830	\$ (176,910)	\$ 9,131,368

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

CHIA CHANG CO., LTD.

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	\$ 704,962	\$ 799,359
Adjustments for:		
Share of profit of subsidiaries and associates accounted for using equity method	(414,447)	(501,034)
Amortization	13,965	26,668
Depreciation	39,265	24,842
Interest income	(13,372)	(13,314)
Unrealized loss (gain) on foreign exchange	(22,318)	10,438
Write-down of inventories	829	3,093
Interest expense	1,541	831
Loss (gain) on disposal and retirement of property, plant and equipment	18	(147)
Changes in operating assets and liabilities		
Notes and accounts receivable	25,726	169,047
Other receivable	(1,562)	210
Inventories	4,901	51,929
Prepayments	(10,656)	(4,326)
Other current assets	(1,092)	(21,418)
Notes payable	(66,229)	(79,946)
Accounts payable	5,179	(33,167)
Other payables	(12,454)	(22,684)
Other current liabilities	1,749	(17,267)
Cash generated by operations	256,005	393,114
Income tax paid	(220,912)	(148,329)
Interest received	12,204	13,028
Net cash generated by operating activities	<u>47,297</u>	<u>257,813</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Increase in other financial assets	(923,927)	(219,700)
Decrease in other financial assets	781,827	118,920
Dividends received	178,514	491,132
Increase in other receivables from related parties	(95,857)	-
Acquisition of investments accounted for using equity method	-	(109,606)
Payments of property, plant and equipment	(16,447)	(25,971)
Increase in prepayments for machinery and equipment	(3,171)	(20,469)
Increase in other non-current assets	(1,089)	(1,357)
Proceeds from disposal of property, plant and equipment	33	12,665
Proceeds from capital reduction of investments accounted for using equity method	-	341,124
Purchase of financial assets at fair value through other comprehensive income	-	(80,000)
Net cash generated by (used in) investing activities	<u>(80,117)</u>	<u>506,738</u>

(Continued)

CHIA CHANG CO., LTD.

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 FINANCING ACTIVITIES		
Cash dividends paid	\$ (327,446)	\$ (355,919)
Acquisition of additional interests in subsidiaries	(81,569)	-
Repayment of the principal portion of lease liabilities	(7,517)	-
Interest paid	(2,669)	(867)
Decrease in short-term borrowings	<u>-</u>	<u>(190,000)</u>
Net cash used in financing activities	<u>(419,201)</u>	<u>(546,786)</u>
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	(452,021)	217,765
CASH AND CASH EQUIVALENTS, BEGINNING OF THE YEAR	<u>516,420</u>	<u>298,655</u>
CASH AND CASH EQUIVALENTS, END OF THE YEAR	<u>\$ 64,399</u>	<u>\$ 516,420</u>

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

Attachment V.

Chia Chang Co., Ltd.
Earnings Distribution Table
2024

	Unit: NT\$
Unappropriated earnings, beginning balance	2,938,988,391
Net income after tax in 2024	593,932,601
Appropriation to legal reserve (10%)	(59,393,260)
Reversal of special reserve	338,211,267
Distributable earnings for the current period	3,811,738,999
Distribution items:	
Cash dividends to common stock (NT\$2 per share)	(284,735,226)
Unappropriated earnings, ending balance	3,527,003,773

Chairman
Kuei-Hsiu Sung

Manager
Tz-Shiuan Chen

Chef Accountant
Li-Chuan Cheng

Note: The cash dividends were approved by the Board of Directors and to be reported at the shareholders' meeting.

Attachment VI.

Comparison Table of Amendments to the Articles of Incorporation

Before Amendments	After Amendments	Explanation
<p>Article 21: If the Company makes a profit in a year, it shall <u>first</u> set aside not less than 1% of the profit for the year, not more than 15% of the profit for the year as compensation to employees, and less than 5% as compensation to directors. When there is a cumulative deficit, the Company shall reserve such an amount in advance for compensation. In the event that employee compensation is paid in stock or cash, it shall be paid to employees of the Company's subsidiaries who meet certain criteria. The Board of Directors is authorized to formulate these conditions. The distribution of employee and director's remuneration shall be made by a resolution of the Board of Directors with at least two-thirds of the directors present and consent of a majority of the directors present, and reported to the shareholders' meeting.</p>	<p>Article 21: If the Company makes a profit in a year, it shall set aside not less than 1% of the profit for the year, not more than 15% of the profit for the year as compensation to employees, <u>additionally no less than 3% of the employee compensation should be allocated to grassroots employees,</u> and less than 5% as compensation to directors. When there is a cumulative deficit, the Company shall reserve such an amount in advance for compensation. In the event that employee compensation is <u>paid</u> in stock or cash, it shall be paid to employees of the Company's subsidiaries who meet certain criteria. The Board of Directors is authorized to formulate these conditions. The distribution of employee and director's remuneration shall be made by a resolution of the Board of Directors with at least two-thirds of the directors present and consent of a majority of the directors present, and reported to the shareholders' meeting.</p>	<p>Amendment in accordance with Article 14, Section 6 of the Securities and Exchange Act.</p>
<p>Article 24: The Articles of Incorporation were established on August 22, 1985 The first amendment was made on April 15, 1987 The second amendment was made on September 1, 1991 The third amendment was made on February 6, 1993 The fourth amendment was made on October 5, 1995 The fifth amendment was made on May 15, 2000 The sixth amendment was made on April 27, 2001 The seventh amendment was made on July 1, 2001 The eighth amendment was made on December 25, 2002</p>	<p>Article 24: The Articles of Incorporation were established on August 22, 1985 The first amendment was made on April 15, 1987 The second amendment was made on September 1, 1991 The third amendment was made on February 6, 1993 The fourth amendment was made on October 5, 1995 The fifth amendment was made on May 15, 2000 The sixth amendment was made on April 27, 2001 The seventh amendment was made on July 1, 2001 The eighth amendment was made on December 25, 2002</p>	<p>Addition of the amendment date.</p>

Before Amendments	After Amendments	Explanation
The ninth amendment was made on September 20, 2006	The ninth amendment was made on September 20, 2006	
The tenth amendment was made on December 20, 2006	The tenth amendment was made on December 20, 2006	
The eleventh amendment was made on June 15, 2007	The eleventh amendment was made on June 15, 2007	
The twelfth amendment was made on August 31, 2007	The twelfth amendment was made on August 31, 2007	
The thirteenth amendment was made on April 8, 2009	The thirteenth amendment was made on April 8, 2009	
The fourteenth amendment was made on June 5, 2009	The fourteenth amendment was made on June 5, 2009	
The fifteenth amendment was made on June 29, 2010	The fifteenth amendment was made on June 29, 2010	
The sixteenth amendment was made on June 27, 2016	The sixteenth amendment was made on June 27, 2016	
The seventeenth amendment was made on June 11, 2018	The seventeenth amendment was made on June 11, 2018	
The eighteenth amendment was made on July 30, 2021	The eighteenth amendment was made on July 30, 2021	
The nineteenth amendment was made on June 22, 2022	The nineteenth amendment was made on June 22, 2022	
The twentieth amendment was made on May 29, 2023	The twentieth amendment was made on May 29, 2023	
	<u>The twenty-first amendment was made on May 26, 2025</u>	

Attachment VII.

Comparison Table of Amendments to the Procedures for Lending Funds to Others Parties

Before Amendments	After Amendments	Explanation
<p>5.1 Recipients of Loaned Funds: Under Article 15 of the Company Act, the Company’s funds may not be loaned to shareholders or any other individuals, except under the following circumstances: 5.1.1 Companies that engage in business transactions with other companies or firms. 5.1.2 Companies or business entities that have a need for short-term financing between them. <u>The financing amount shall not exceed 40% of the net worth of the lending enterprise.</u> <u>The term short-term as mentioned above refers to a period of one year.</u> <u>However, for companies with a business cycle longer than one year, the length of the business cycle shall serve as the standard.</u> <u>The financing amount mentioned in Article 1, Section 2 refers to the cumulative balance of the Company’s short-term financing funds.</u></p>	<p>5.1 Recipients of Loaned Funds: Under Article 15 of the Company Act, the Company’s funds may not be loaned to shareholders or any other individuals, except under the following circumstances: 5.1.1 Companies that engage in business transactions with other companies or firms. 5.1.2 Companies or business entities that have a need for short-term financing between them.</p>	<p>Provision has been deleted.</p>
<p>5.2 Evaluation Criteria for Lending Funds to Others: 5.2.1 Due to the business relationship involving the provision of funds, it is essential to <u>clearly</u> define the criteria for evaluating whether the loan amount is appropriate in relation to the volume of business transactions. 5.2.2 If short-term financing is required, the reasons and circumstances for obtaining the funds should be clearly specified.</p>	<p>5.2 Evaluation Criteria for Lending Funds to Others: 5.2.1 Due to the business relationship involving provision of funds, it is essential <u>that the principle be based on business transactions that have already occurred.</u> <u>The loan amount should be equivalent to the higher of the total purchase or sales amount between the Company and the other party for the most recent fiscal year, or up to the end of the month preceding the loan issuance.</u> 5.2.2 <u>As</u> short-term financing is required, the reasons and circumstances for obtaining the funds should be clearly specified. <u>The term short-term as mentioned above refers to a period of one year.</u> <u>However, for companies with a business cycle longer than one year, the length of the business cycle shall</u></p>	<p>Amend the provisions.</p>

	<p>serve as the standard. <u>The financing amount mentioned in Article 1, Section 2 refers to the cumulative balance of the Company's short-term financing funds.</u></p>	
<p>5.3 Total amount of loans and individual limits for borrowers: 5.3.1 The total amount of funds lent by the Company to others shall not exceed 40% of the Company's net worth. 5.3.2 For companies or business entities <u>with business transactions and a need for short-term financing</u>, the individual loan amount shall not exceed <u>2% of the Company's net worth. However, the total amount of funds lent shall not exceed 5% of the Company's net worth.</u> <u>For affiliated companies that require short-term financing, if the Company holds less than 100% of the shares in the subsidiary, the loan amount shall not exceed 10% of the lending company's net worth. If the Company holds 100% of the shares, the loan amount shall not exceed 100% of the lending company's net worth.</u> 5.3.3 The Company's direct and indirect ownership of 100% of the voting shares in foreign companies engaged in capital lending, or in foreign companies lending capital to the Company, <u>shall be exempt from the restrictions outlined in Section 5.1.2. However, it is still necessary to establish the total amount of funding loans and the limits for individual recipients, as well as to clearly specify the duration of the funding loans.</u> 5.3.4 If the company representative violates the provisions of Section 5.1, they shall be jointly liable for the return of borrowed items along with the</p>	<p>5.3 Total amount of loans and individual limits for borrowers: 5.3.1 The total amount of funds lent by the Company to others shall not exceed 40% of the Company's net worth <u>as per the most recent financial statements audited or reviewed by a certified public accountant.</u> 5.3.2 <u>Due to business transactions with the Company</u>, the individual loan amount shall not exceed <u>20% of the Company's net worth, and shall be limited to the higher of the total purchase or sales amount between the Company and the other party for the most recent fiscal year or the month-end prior to the loan disbursement.</u> 5.3.3 <u>Due to the need for short-term financing</u>, the total amount of funds lent shall not exceed <u>5% of the Company's net worth, and the amount lent to any individual entity shall not exceed 10% of the lending company's net worth.</u> 5.3.4 The Company's direct and indirect ownership of 100% of the voting shares in foreign companies engaged in capital lending, or in foreign companies lending capital to the Company, or <u>when</u> a foreign company, directly or indirectly, holds 100% of the voting shares of the Company and lends capital to the Company, <u>the lending limit for individual borrowers shall not exceed 20% of the lender company's net</u></p>	<p>Amend the provisions.</p>

<p>borrower. Additionally, if the Company incurs any damages, the representative shall be responsible for compensating those damages.</p>	<p>worth, and the total loan amount shall not exceed 100% of the lender company's net worth.</p> <p>5.3.5 If the company representative violates the provisions of Section 5.1, they shall be jointly liable for the return of borrowed items along with the borrower. Additionally, if the Company incurs any damages, the representative shall be responsible for compensating those damages.</p>	
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Appendix I.

Chia Chang Co., Ltd. Articles of Incorporation (Before Amendments)

Chapter 1. General Provisions

- Article 1. The Company was organized under the provisions of the Company Act and is named Chia Chang Co., Ltd.
- Article 2. The scope of businesses of the Company shall be as follows:
CA04010 Surface Treatments
CC01030 Electrical Appliances and Audiovisual Electronic Products
Manufacturing
CC01080 Electronics Components Manufacturing
CC01110 Computer and Peripheral Equipment Manufacturing
CD01030 Motor Vehicles and Parts Manufacturing
CQ01010 Mold and Die Manufacturing
ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval
- Article 3. The Company's head office is located in Taoyuan City and may establish domestic and foreign branches when necessary by resolution of the Board of Directors.
- Article 4. The Company's announcement method shall be in accordance with Article 28 of the Company Act.
- Article 4-1. The Company may provide external endorsements and guarantees in accordance with the Company's endorsement and guarantee procedures.
- Article 4-2. The total amount of the Company's reinvestments shall not be subject to the restriction of not exceed 40% of the paid-in capital as provided in Article 13 of the Company Act.

Chapter 2. Shares

- Article 5. The total capital of the Company is set at NT\$1.8 billion, divided into 180 million shares with a par value of NT\$10 each. The Board of Directors is authorized to issue in installments. The Company may issue employee stock options and reserve 600,000 shares within the aforementioned total shares for the issuance of employee stock options at NT\$10 per share, of which the unissued shares are authorized to be issued by the Board of Directors in installments.
- Article 6. (Deleted)
- Article 7. The Company's share certificates are in registered form and are issued in accordance with the Company Act and related laws and regulations. After the Company's public offering, the shares issued by the Company may be exempted from the printing of share certificates in accordance with the Company Act and related laws and regulations, but should be registered with a securities depository and clearing corporation.
- Article 8. The transfer of shares shall cease within 60 days prior to the date of the shareholders' meeting, within 30 days prior to the date of the special shareholders' meeting, or within 5 days prior to the date on which the Company determines to distribute dividends and bonuses or other benefits.

Chapter 3. Shareholders' Meeting

- Article 9. There are two types of shareholders' meetings, namely, regular meetings and special meetings. Regular meetings are held once a year, within six months after the end of each fiscal year, by the Board of Directors in accordance with the law. Special meetings are convened by law when necessary.
The shareholders' meeting shall be convened by the Board of Directors, with the chairman of the Board of Directors as the chairman. In the absence of the chairman of the Board of Directors, the meeting shall be conducted in accordance with Article 208 of the Company Act. If the meeting is convened by a person with the right to convene other than the Board of Directors, the chairman shall be the convener of the meeting. If there are more than two conveners, one of them shall be elected from among themselves as the chairman.
- Article 10. If a shareholder is unable to attend a shareholders' meeting for any reason, he/she may appoint a proxy to attend the meeting by presenting a letter of proxy, with signature and seal, issued by the Company stating the scope of authority. The method of proxy attendance authorized by shareholders shall be in accordance with Article 177 of the Company Act. Except as otherwise provided in the regulations, shareholders' meetings of the Company may be held by video conference or other means announced by the central competent authority by resolution of the Board of Directors. A shareholder who participates in a shareholders' meeting by video conference is considered to be present in person.
- Article 11. The shareholders of the Company shall have one vote per share, except for those who hold shares in accordance with Article 179 of the Company Act, which shall not be counted.
- Article 12. Unless otherwise provided in the Company Act, resolutions at shareholders' meetings shall be made with the presence of shareholders representing a majority of the total number of outstanding shares and shall be carried out with the consent of a majority of the shareholders present to vote. In accordance with the regulations of the competent authorities, the shareholders of the Company may also exercise their voting rights by electronic means. Shareholders who exercise their voting rights by electronic means are deemed to be present in person and the related matters are handled in accordance with the regulations.
- Article 13. If the Company's shareholder is only one corporate shareholder, the Board of Directors shall exercise the powers and duties of the shareholders' meeting of the Company, and the provisions of the Articles of Incorporation shall not apply to such shareholders' meeting.
- Article 13-1. After the public offering of the Company's shares, if the shares are to be withdrawn from the public offering, a resolution shall be submitted to the shareholders' meeting.

Chapter 4. Director

- Article 14. The Company has nine directors, who shall be nominated as candidates for election, with a term of three years. The shareholders' meeting shall elect a person with the capability to perform duties, and he/she shall be re-elected at the shareholders' meeting. The number of independent directors shall not be less than three among the directors as mentioned in the preceding paragraph.
The professional qualifications of the independent directors, restrictions on shareholding and concurrent employment, recognition of independence, nomination methods and other matters to be followed shall be determined by the competent authorities.
The Company shall establish an audit committee in accordance with Article 14-4 of the Securities and Exchange Act. The audit committee shall consist of all

independent directors, and the audit committee or members of the audit committee shall be responsible for carrying out the duties and responsibilities of the supervisors under the Company Act, the Securities and Exchange Act and other laws and regulations.

Article 14-1. The Company may purchase liability insurance for the directors during their term of office to cover their liability under the law for the execution of their scope of business.

Article 15. The Board of Directors shall be organized by the directors, with at least two-thirds of the directors present, and a majority of the directors present agreeing to elect a Chairman from among themselves, who shall represent the Company externally. Unless otherwise provided in the Company Act, the chairman of the Board of Directors shall convene the meeting. Unless otherwise provided in the Company Act, a resolution of the Board of Directors shall be made with the presence of a majority of the directors and the consent of a majority of the directors present.

Article 16. If the chairman of the Board of Directors is absent from the meeting or is unable to exercise his/her duties and responsibilities for any reason, his/her proxy shall be arranged in accordance with Article 208 of the Company Act.

A director shall attend a meeting of the Board of Directors in person. If a director is unable to attend for any reason, he/she may appoint another director to act on his/her behalf, and the proxy shall be limited to one person. If the Board of Directors meets by video conference, the directors who participate in the meeting by video conference are considered to be present in person.

Article 17. All directors are entitled to receive compensation for the performance of their duties regardless of operating profit or loss, and their compensation is authorized to be determined by the Board of Directors based on the value of their participation and contribution to the Company's operations at a level not exceeding the highest salary scale set forth in the Company's compensation plan.

Chapter 5. Managerial

Article 18. The Company may, by resolution of the Board of Directors, establish of CEO, COO, CFO, Chief Administration Officer, general managers of business groups and a number of consultants, whose appointment, termination and compensation shall be in accordance with Article 29 of the Company Act.

Chapter 6. Accounting

Article 19. The Company's fiscal year is from January 1 to December 31. The accounts shall be finalized at the end of each fiscal year.

Article 20. At the end of each fiscal year, the Board of Directors shall prepare and submit to the annual shareholders' meeting for approval, in accordance with the statutory procedures, the following documents:

- I. Business Report.
- II. Financial statements.
- III. Proposal on earnings distribution or loss coverage.

Article 21. If the Company makes a profit in a year, it shall first set aside not less than 1% of the profit for the year, not more than 15% of the profit for the year as compensation to employees, and less than 5% as compensation to directors. When there is a cumulative deficit, the Company shall reserve such an amount in advance for compensation. In the event that employee compensation is paid in stock or cash, it shall be paid to employees of the Company's subsidiaries who meet certain criteria. The Board of Directors is authorized to formulate these conditions. The distribution of employee and director's remuneration shall be

made by a resolution of the Board of Directors with at least two-thirds of the directors present and consent of a majority of the directors present, and reported to the shareholders' meeting.

Article 22. The earnings, if any, from the Company's annual accounts shall be distributed in the following order:

- I. Payment of taxes.
- II. Make up of losses.
- III. 10% is set aside as legal reserve. However, the legal reserve that has reached the amount of paid-in capital is not subject to the limit.
- IV. Appropriation or reversal of special reserve in accordance with regulations or the regulations of the competent authorities.
- V. The balance of the current year's earnings after deducting paragraphs 1 to 4 is the total amount of distributable earnings for the current year. The Company shall give priority to the distribution of the current year's distributable earnings, with any shortfall being appropriated from undistributed earnings of prior years.

If the Company has a surplus after the annual accounts, the cash dividends shall be 10% to 100% of the total dividends to be distributed to the shareholders, provided that the type and rate of such dividends shall be adjusted according to the actual profits and capital position of the year.

If the above earnings distribution is in the form of cash dividends, the Board of Directors is authorized to resolve and report the resolution at the shareholders' meeting.

In accordance with Article 241 of the Company Act, the Company may distribute new shares or cash from all or part of the legal reserve or capital reserve. If the above distribution is in the form of cash dividends, the Board of Directors is authorized to resolve and report the resolution at the shareholders' meeting.

Chapter 7. Appendices

Article 23. Matters not provided for in the Articles of Incorporation shall be handled in accordance with the Company Act and other relevant laws and regulations.

Article 24. The Articles of Incorporation were established on August 22, 1985

The first amendment was made on April 15, 1987

The second amendment was made on September 1, 1991

The third amendment was made on February 6, 1993

The fourth amendment was made on October 5, 1995

The fifth amendment was made on May 15, 2000

The sixth amendment was made on April 27, 2001

The seventh amendment was made on July 1, 2001

The eighth amendment was made on December 25, 2002

The ninth amendment was made on September 20, 2006

The tenth amendment was made on December 20, 2006

The eleventh amendment was made on June 15, 2007

The twelfth amendment was made on August 31, 2007

The thirteenth amendment was made on April 8, 2009

The fourteenth amendment was made on June 5, 2009

The fifteenth amendment was made on June 29, 2010

The sixteenth amendment was made on June 27, 2016

The seventeenth amendment was made on June 11, 2018

The eighteenth amendment was made on July 30, 2021

The nineteenth amendment was made on June 22, 2022

The twentieth amendment was made on May 29, 2023

Appendix II.

Chia Chang Co., Ltd.

Rules and Procedures of Shareholders' Meeting

- Article 1. In order to establish a good governance system for the Company's shareholders' meetings, improve the supervisory function and strengthen the management function, these rules are hereby formulated in accordance with Article 182-1 of the Company Act and Article 5 of the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies for compliance.
- Article 2. The rules and procedure of the shareholders' meetings of the Company shall be in accordance with the provisions of these rules unless otherwise provided by law or the Articles of Incorporation.
- Article 3. Unless otherwise provided by law or regulation, the chairman of the Board of Directors shall convene the meeting.
- Shareholders' meeting convened by the Company via video conference should be specified in the articles of incorporation and approved by the board of directors, in addition to the Regulations Governing the Administration of Shareholder Services of Public Companies. The video conference shareholders' meeting will be implemented when two-thirds or more of the directors of the Board of Directors are present and the majority of attending directors agree.
- Any change in the manner of convening a shareholders' meeting of the Company shall be resolved by the Board of Directors and shall be made no later than the mailing of the shareholders' meeting notice.
- The Company shall submit the notice of the shareholders' meeting, the proxy form, the information on explanation or description of each resolution for approval, discussion, election or dismissal of directors, etc. to the MOPS as an electronic file 30 days before the annual shareholders' meeting or 15 days before the special shareholders' meeting. The shareholders' meeting handbook and supplementary information shall be transmitted to the MOPS as an electronic file 21 days before the annual shareholders' meeting or 15 days before the special shareholders' meeting. However, if the Company's shareholding of foreign shareholders and PRC shareholders reaches 30% or more as recorded in the shareholders' register for the most recent fiscal year, the Company should complete the submission of the electronic file 30 days before the annual shareholders' meeting. The meeting handbook and supplementary information of the shareholders' meeting shall be made available to the shareholders at any time 15 days prior to the shareholders' meeting and shall be displayed at the Company and the professional stock agents appointed by the Company.
- The aforementioned meeting handbook and supplementary information shall be made available to shareholders on the date of the shareholders' meeting in the following manners:
- I. If a physical shareholders' meeting is held, they shall be distributed on site at the shareholders' meeting.
 - II. If a video-assisted shareholders' meeting is convened, they shall be distributed at the shareholders' meeting and transmitted to the video conference platform via electronic files.
 - III. If a video shareholders' meeting is convened, they shall be transmitted to the video conference platform via electronic files.

The notice and announcement shall state the reason for the convening of a shareholders' meeting; the notice may be given electronically with the consent of the relevant counterparties.

The election or dismissal of directors, change of Articles of Incorporation, capital reduction, application for suspension of public offering, permission for directors to compete for business, capital increase from earnings, capital increase from reserves, dissolution, merger, division of the Company, or matters under Article 185, Paragraph 1 of the Company Act, Article 26-1 and 43-6 of the Securities and Exchange Act, Article 56-1 and Article 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers, shall be listed in the cause of convening, the main contents thereof shall be stated, and shall not be proposed by extemporary motions.

Causes of convening a shareholders' meeting have stated the full re-election of directors and the date of their appointment. After the completion of the re-election, the date of appointment shall not be changed at the same meeting by an extemporary motion or otherwise.

A shareholder holding more than 1% of the total number of issued shares may propose a resolution to the Company at an annual shareholders' meeting, subject to the limit of one resolution, and any resolution exceeding one shall not be included in the resolution. In addition, the Board of Directors may not include a resolution submitted by a shareholder under any of the circumstances set forth in Article 172-1, Paragraph 4 of the Company Act. A shareholder may propose a resolution to promote the public interest or fulfill social responsibility of the Company, but the procedure shall be limited to one resolution in accordance with Article 172-1 of the Company Act, and any resolution exceeding one shall not be included in the resolution.

The Company shall announce the acceptance of the shareholders' proposal, the written or electronic acceptance method, the acceptance place and the acceptance period prior to the book closure date before the date of the annual shareholders' meeting; the acceptance period shall not be less than ten days.

A shareholder's proposal shall be limited to 300 words, and if the proposal exceeds 300 words, it shall not be included in the resolution; the proposing shareholder shall attend the annual shareholders' meeting in person or by proxy and participate in the discussion of the resolution.

The Company shall notify the proposing shareholder of the results of the proceedings before the date of the notice of the shareholders' meeting, and shall include in the notice of the meeting the resolutions that comply with the provisions of this Article. The Board of Directors shall state the reasons for not including the proposal at the shareholders' meeting if the resolution is not included.

Article 4. At each shareholders' meeting, shareholders may appoint a proxy to attend the shareholders' meeting by issuing a proxy form issued by the Company, stating the scope of authorization.

A shareholder may issue one proxy form. The authorization is limited to one person. The proxy form shall be delivered to the Company five days prior to the shareholders' meeting. In the event of duplication of proxy forms, the first delivered shall prevail. However, it is not applicable to the authorization prior to the declaration of revocation.

If a shareholder wishes to attend a shareholders' meeting in person or to exercise his/her voting rights in writing or electronically after the proxy is delivered to the Company, he/she shall give written notice of revocation of the proxy to the Company two days prior to the shareholders' meeting; if the proxy form is revoked after that date, the proxy shall be present to exercise his/her voting rights.

If a shareholder wishes to attend a shareholders' meeting via a video conference after the proxy is delivered to the Company, he/she shall give written notice of revocation of the proxy to the Company two days prior to the shareholders' meeting; if the proxy form is revoked after that date, the proxy shall be present to exercise his/her voting rights.

Article 5. The meeting shall be held at the place where the Company is located or at a place convenient for the shareholders to attend and suitable for the shareholders' meeting. The meeting shall commence no earlier than 9:00 a.m. or later than 3:00 p.m., and the place and time of the meeting shall be held with due consideration to the opinion of the independent directors.

The Company shall not be restricted from the place of convening a meeting as stipulated in the preceding paragraph if it wishes to convene a video shareholders' meeting.

Article 6. The Company shall specify in the notice of the meeting the time and place for the sign-in of shareholders, solicitors and proxies (hereinafter referred to as shareholders), and other notices.

The time for shareholders' sign-in mentioned in the preceding paragraph shall be at least 30 minutes prior to the commencement of the meeting; the sign-in counter shall be clearly marked and adequate and appropriate personnel shall be assigned to handle the sign-in; sign-in for the video conference of the shareholders' meeting shall be accepted at the video conference platform of the shareholders' meeting at least 30 minutes before the commencement of the meeting. Shareholders who have completed the sign-in process are deemed to be present in person at the shareholders' meeting.

Shareholders shall attend the shareholders' meeting with their attendance cards, attendance sign-in cards or other attendance documents. The Company shall not arbitrarily add other documents to the proofs of shareholders' attendance; solicitors soliciting proxy form shall bring the proof of identity for verification.

The Company shall maintain a sign-in book for the attending shareholders to sign in, or the attending shareholders may submit a sign-in card to sign in.

The Company shall deliver to the shareholders present at the shareholders' meeting the meeting handbook, annual report, attendance card, speech slips, voting tickets and other meeting materials; if there is an election of directors, an election ticket shall be attached.

If the government or a juridical person is a shareholder, there shall be no more than one representative attending the shareholders' meeting. If a juridical person is entrusted to attend a shareholders' meeting, it may appoint only one representative to attend the meeting.

If a shareholders' meeting is held by video conference, shareholders who wish to attend the meeting by video should register with the Company at least two days prior to the shareholders' meeting.

If a shareholders' meeting is held by video conference, the Company shall upload the meeting handbook, annual report and other relevant information to the video conference platform at least 30 minutes prior to the commencement of the meeting and continue the disclosures until the close of the meeting.

Article 6-1. The Company shall set forth the following matters in the notice of shareholders' meeting convened by the Company via video conference:

- I. Shareholders' participation in the video conference and how to exercise their rights.
- II. The Company shall at least include the following matters regarding the handling procedures in the event of natural disasters, events, or other force majeure circumstances that cause obstacles to the video conference platform or video conference participation:

- (I) The time when the meeting must be postponed or adjourned due to the persistence of the obstacles as mentioned in the preceding paragraph, and the date of the postponed or adjourned meeting, if any.
 - (II) Shareholders who have not registered to participate in the original shareholders' meeting by video conference are not allowed to participate in the postponed or adjourned meeting.
 - (III) If a video-assisted shareholders' meeting cannot be adjourned, the shareholders' meeting shall proceed if the total number of shares present reaches the legal quota for the shareholders' meeting after deducting the number of shares present for the video-assisted shareholders' meeting. Shareholders participating by video means shall be counted as the total number of shares of shareholders present and shall be deemed to have abstained from voting on all resolutions at that meeting.
 - (IV) In the event that the results of all resolutions have been announced and no extemporary motion has been made, the way to handle the situation.
- III. For a shareholders' meeting held via video conference, appropriate alternative measures for shareholders who have difficulty participating in the shareholders' meeting by video conference. The Company is required to provide shareholders with at least the necessary equipment for online connection and assistance in addition to otherwise specified in Article 44-9, Paragraph 6 of the Regulations Governing the Administration of Shareholder Services of Public Companies. Additionally, the Company should specify the period during which shareholders can apply to the Company and provide any other relevant information that needs to be noted.

Article 7. If a shareholders' meeting is convened by the Board of Directors, the chairman of the meeting shall be the chairman of the Board of Directors. If the chairman of the Board of Directors is absent from office or is unable to exercise his/her duties for any reason, the vice chairman of the Board of Directors shall act on his/her behalf. If there is no vice chairman of the Board of Directors or if the vice chairman of the Board of Directors is also absent from office or unable to exercise his/her duties for any reason, the chairman of the Board of Directors shall designate one of the managing directors to act on his/her behalf. If the chairman of the Board of Directors does not appoint a proxy, the acting chairman shall be elected by the managing directors or directors from among themselves.

If the chairman as mentioned in the preceding paragraph is represented by a managing director or a director, he/she shall be the person in office for at least six months and understands the Company's financial and business status. The same applies if the chairman is a representative of a corporate director.

The chairman of the Board of Directors shall preside in person at any shareholders' meeting called by the Board of Directors. A majority of the Board of Directors shall be present in person, and at least one member of each functional committee shall be present as a representative. The attendance shall be recorded in the minutes of the shareholders' meeting.

If the shareholders' meeting is convened by a person with the right to convene other than the Board of Directors, the chairman shall be the convener of the meeting. If there are more than two conveners, one of them shall be elected from among themselves as the chairman.

The Company may designate an attorney, CPA or related personnel to attend the shareholders' meeting.

Article 8. The Company shall continuously record the whole process of shareholders' sign-in, meeting and vote counting from the time of receiving the shareholders' sign-in.

The audio and video materials as mentioned in the preceding paragraph shall be kept for at least one year. However, if a lawsuit is filed by a shareholder in accordance with Article 189 of the Company Act, it shall be retained until the end of the lawsuit.

If a shareholders' meeting is held by video conference, the Company shall keep records of the shareholders' registration, sign-in, attendance, questions, voting, and the Company's vote counting results, and shall continuously record the whole process of the video conference meeting.

The Company shall keep the information and audio and video recordings as mentioned in the preceding paragraph during the entirety of its existence, and provide the audio and video recordings to the person entrusted with the video conference meeting for retention.

If a shareholders' meeting is held by video conference, the Company shall record the operation interface of the backend of the video conference platform.

Article 9. Attendance at a shareholders' meeting shall be calculated based on the number of shares. The number of shares present shall be calculated based on the number of shares reported in the sign-in book or the attendance card and the video conference platform, plus the number of shares exercising the right to vote by written or electronic means.

Upon the commencement of the meeting, the chairman shall immediately call the meeting and at the same time announce the number of non-voting shares and the number of shares.

However, if no shareholder representing more than half of the total number of issued shares is present, the chairman may adjourn the meeting for up to two times, with the total time of the adjournment not exceeding one hour. If less than one-third of the total number of issued shares are present after two adjournments, the chairman shall declare the meeting adjourned. If the meeting is held by video conference, the Company shall also announce the adjournment of the meeting on the video conference platform.

In the event that the two delays as mentioned in the preceding paragraph are still insufficient and the shareholders representing at least one-third of the total number of issued shares are present, a tentative resolution may be made in accordance with Article 175, Paragraph 1 of the Company Act. The shareholders shall be notified of the tentative resolution and a shareholders' meeting shall be reconvened within one month; if the shareholders' meeting is held by video conference, the shareholders who wish to attend by video shall re-register with the Company in accordance with Article 6.

If, before the conclusion of the meeting, the number of shares represented by the shareholders present reaches more than half of the total number of shares issued, the chairman may re-submit the tentative resolution made to the shareholders' meeting for a vote in accordance with Article 174 of the Company Act.

Article 10. If a shareholders' meeting is convened by the Board of Directors, the agenda shall be set by the Board of Directors. The relevant resolutions (including extemporaneous motions and amendments to original resolutions) shall be voted on a case-by-case basis, and the meeting shall proceed in accordance with the scheduled agenda, which cannot be changed without a resolution of the shareholders' meeting.

If a shareholders' meeting is convened by a person with the right to convene other than the Board of Directors, the preceding paragraph shall apply.

The chairman shall not adjourn the meeting without a resolution before the end of the resolutions (including extemporaneous motions) in the scheduled agenda as mentioned in the preceding two paragraphs. If the chairman violates the rules and procedures and adjourns the meeting, the other members of the Board of Directors shall promptly assist the shareholders present in accordance with the legal

procedures and elect a chairman by a majority of the votes of the shareholders present to continue the meeting.

The chairman of the Board of Directors shall give sufficient opportunity to explain and discuss the resolution and any amendments or extemporary motions proposed by the shareholders. When the chairman deems that the resolution has reached the level of being ready for voting, he/she may announce that the discussion has been ceased and put to vote, and arrange an appropriate time for voting.

Article 11. Before speaking, the attending shareholder shall fill out a speech slip stating the main points of the speech, the shareholder's account number (or attendance card number) and the name of the account. The chairman shall determine the order of the speech.

A shareholder who merely submits the speech slip but does not make a speech is deemed not to have spoken. If the content of the speech does not correspond to that of the speech slip, the content of the speech shall prevail.

Each shareholder may not speak more than twice on the same resolution without the consent of the chairman, and each time shall not exceed five minutes. However, the chairman may stop a shareholder from speaking if he/she violates the rules or goes beyond the scope of the topic.

When a shareholder is speaking, other shareholders may not interfere with the speech except with the consent of the chairman and the shareholder speaking. The chairman may stop the violator from speaking.

If a corporate shareholder designates two or more representatives to attend a shareholders' meeting, only one person may speak on the same resolution.

After a shareholder has spoken, the chairman may reply in person or designate a relevant person to reply.

If a shareholders' meeting is convened by video conference, shareholders participating by video may ask questions by text on the video conference platform after the chairman calls the meeting and before the meeting is adjourned. The number of questions shall not exceed two for each resolution, and each time shall be limited to 200 words, without applying the provisions of paragraphs 1 to 5.

If the questions as mentioned in the preceding paragraph do not violate the regulations nor exceed the scope of the resolution, the questions shall be disclosed on the video conference platform of the shareholders' meeting for public information.

Article 12. Voting at a shareholders' meeting shall be calculated based on the number of shares.

The number of shares of non-voting shareholders in the shareholders' meeting shall not be counted as the total number of shares in issue.

A shareholder may not vote at a meeting if he/she has an interest in the matter that would be detrimental to the Company's interests, and may not exercise his/her voting rights on behalf of another shareholder.

The number of shares that may not be voted as mentioned in the preceding paragraph shall not be counted as the number of voting rights of the shareholders present.

Except for trust enterprises or stock agencies approved by the securities authorities, if a person is appointed by more than two shareholders at the same time, the voting rights of the proxy shall not exceed 3% of the total voting rights of the shares in issue, and the voting rights in excess shall not be counted.

Article 13. Each shareholder shall have one vote per share, except for those who are restricted or have no voting rights as stipulated in Article 179, Paragraph 2 of the Company Act.

The Company shall convene a shareholders' meeting by electronic means and may exercise its voting rights in writing; when exercising its voting rights in writing or electronically, the method of exercise shall be stated in the notice of the shareholders' meeting. A shareholder who exercises his/her voting rights in writing or electronically shall be deemed to be present in person at the shareholders' meeting. However, the extemporary motion and the amendment to the original resolution for such shareholders' meeting shall be deemed to be abstained from voting. Therefore, the Company is advised to refrain from proposing extemporary motions and amendments to the original resolution.

With respect to the exercise of voting rights in writing or electronically as mentioned in the preceding paragraph, the intention shall be delivered to the Company two days prior to the shareholders' meeting. In the event that there is a duplication of intention, the first one to be delivered shall prevail. However, it is not applicable to the intention prior to the declaration of revocation.

If a shareholder wishes to attend a shareholders' meeting in person or by video conference after exercising his/her voting rights in writing or by electronic means, he/she shall revoke his/her previous intention to exercise his/her voting rights in the same manner as he/she exercised the voting rights two days prior to the shareholders' meeting; if the revocation is made after that time, the voting rights exercised in writing or by electronic means shall prevail. If a voting rights exercised in writing or by electronic means and a proxy is appointed to attend a shareholders' meeting, the voting right exercised by the attending proxy shall prevail.

Unless otherwise provided in the Company Act and the Company's Articles of Incorporation, a resolution shall be approved by a majority of the votes of the shareholders present. In the event of a vote, the chairman or his/her designated person shall announce the total number of voting rights of the shareholders present before voting on a case-by-case basis. The results of the shareholders' approval, disapproval and abstention shall be entered into the MOPS on the day after the shareholders' meeting.

If there are amendments or substitutions to the same resolution, the chairman shall determine the order of voting together with the original resolution. If one of the resolutions has been approved, the other resolutions shall be deemed to be rejected and no further voting shall be required.

The chairman shall designate the person who shall monitor and count the votes on the resolutions. However, the person who monitors the votes shall be a shareholder.

The counting of votes for resolutions at a shareholders' meeting or an election shall be conducted in an open place at the shareholders' meeting. The voting results, including the number of voting rights, shall be announced and recorded after the counting of votes is completed.

When the Company convenes a shareholders' meeting by video conference, shareholders participating by video shall vote on each resolution and election proposal through the video conference platform after the chairman calls the meeting, and shall complete the voting before the chairman announces the end of the voting. Those who exceed the time limit are considered to have abstained from voting.

If the shareholders' meeting is convened by video conference, a one-time vote count shall be conducted and the voting and election results shall be announced after the chairman announces the end of voting.

When the Company convenes a video-assisted shareholders' meeting, shareholders who have registered to attend the shareholders' meeting by video in accordance with Article 6 and wish to attend the physical shareholders' meeting in

person shall deregister in the same manner as they have registered two days prior to the shareholders' meeting; if they deregister after that time, they may attend the shareholders' meeting via video conference only.

A shareholder who has exercised his/her voting rights in writing or electronically and has not revoked his or her intention to attend the shareholders' meeting by video means may not exercise his/her voting rights on the original resolution or propose amendments to the original resolution or exercise his/her voting rights on amendments to the original resolution, except for a extemporary motion.

Article 14. The election of directors at the shareholders' meeting shall be conducted in accordance with the relevant election regulations of the Company. The election results shall be announced at the shareholders' meeting, including the list of elected directors and the number of voting rights as well as the list of unsuccessful directors and the number of voting rights.

The election ballots for the election as mentioned in the preceding paragraph shall be sealed and signed by the scrutineers and kept appropriately for at least one year. However, if a lawsuit is filed by a shareholder in accordance with Article 189 of the Company Act, it shall be retained until the end of the lawsuit.

Article 15. The minutes of the shareholders' meeting shall be prepared, signed or sealed by the chairman, and distributed to the shareholders within 20 days after the meeting. The minutes may be prepared and distributed electronically.

The minutes as mentioned in the preceding paragraph may be distributed by means of an announcement entered into the MOPS.

The Company shall record the year, month, day, place, name of the chairman, method of resolution, main points of the proceedings, and voting results (including the number of voting rights) of the meeting, and shall disclose the number of votes received by each candidate in the event of an election of directors. The record shall be kept permanently for the duration of the Company's existence. If a shareholders' meeting is convened by video conference, the minutes of the meeting shall include, in addition to the matters required to be recorded in the preceding paragraph, the starting and ending time of the shareholders' meeting, the manner in which the meeting is convened, the names of the chairman and recorder, and the manner and circumstances under which the video conference platform or video participation may be obstructed due to natural disasters, events or other force majeure circumstances.

In addition to the provisions as mentioned in the preceding paragraph, for a shareholders' meeting held via video conference, alternative measures for shareholders who have difficulty participating in the shareholders' meeting by video conference shall be included in the minutes.

Article 16. The number of shares solicited by the solicitors, the number of shares represented by proxy and the number of shares attended by shareholders in writing or electronically shall be clearly disclosed in the shareholders' meeting place on the date of the shareholders' meeting in a statistical form prepared in accordance with the prescribed format; if the shareholders' meeting is held by video conference, the Company shall upload the aforementioned information to the video conference platform of the shareholders' meeting at least thirty minutes prior to the commencement of the meeting and continue to disclose it until the close of the meeting.

The Company shall disclose the total number of shares of shareholders present on the video conference platform at the time of calling the shareholders' meeting when the Company convenes a video conference. The same applies if the total number of shares and voting rights of the shareholders present are also counted during the meeting.

If the resolution of the shareholders' meeting is a material information required by laws and regulations or by the Taiwan Stock Exchange Corporation (the Taipei Exchange), the Company shall submit the content to the MOPS within the prescribed time.

Article 17. Staff handling administrative affairs of the shareholders' meeting shall wear identification cards or armbands.

The chairman of the meeting may direct the disciplinary or security personnel to assist in maintaining order at the meeting. When the disciplinary or security personnel are present to assist in maintaining order, they shall wear an armband or identification badge with the word "disciplinary personnel".

If the meeting venue is equipped with sound amplifying equipment, the chairman may stop the shareholders from speaking other than through the equipment provided by the Company.

If a shareholder disobeys the chairman's correction for violation of the rules and procedure and obstructs the conduct of the meeting, the chairman may direct the disciplinary or security personnel to ask him/her to leave the meeting room.

Article 18. When a meeting is in progress, the chairman may announce a break based on time considerations. If a force majeure event occurs, the chairman may suspend the meeting at its discretion and announce the time to resume the meeting as and when appropriate.

If the meeting venue cannot be used before the close of the meeting (including extemporaneous motions), the shareholders' meeting may resolve to find another venue to continue the meeting.

The shareholders' meeting may, in accordance with Article 182 of the Company Act, resolve to postpone or resume the meeting within five days.

Article 19. If a shareholders' meeting is held by video conference, the Company shall disclose the voting results of each resolution and election results on the video conference platform of the shareholders' meeting immediately after the end of the voting, and shall continue to do so for at least fifteen minutes after the chairman announces the adjournment of the meeting.

Article 20. The chairman and the recorder shall be present at the same location in Taiwan when the Company holds a video shareholders' meeting. The chairman shall announce the address of their location when the meeting is called to order.

Article 21. If a shareholders' meeting is held by video conference, the Company may provide a simple connection test for shareholders before the meeting and provide related services immediately before and during the meeting to assist in handling technical problems of communication.

For a shareholders' meeting convened by video conference, when the chairman calls the meeting, he/she shall announce separately before the adjournment of the meeting the date of the postponement or resumption of a meeting within five days when there are circumstances under which the video conference platform or video participation may be obstructed due to natural disasters, events or other force majeure circumstances which last for more than 30 minutes, except for the circumstances specified in Article 44-20, paragraph 4 of the Regulations Governing the Administration of Shareholder Services of Public Companies that do not require the postponement or resumption of the meeting. In such case, the provisions of Article 182 of the Company Act is not applicable.

In the event of a postponement or resumption of a meeting under the preceding paragraph, shareholders who have not registered to participate in the original shareholders' meeting by video conference are not allowed to participate in the postponed or resumed meeting.

In the event of a postponement or resumption of a meeting under the paragraph 2, if a shareholder who has registered to participate in the original shareholders'

meeting by video conference and has completed sign-in procedures, but has not participated in the postponed or resumed meeting, the number of shares, voting rights and election rights exercised at the original shareholders' meeting shall be counted as the total number of shares, voting rights and election rights of the shareholders present at the postponed or resumed meeting.

If the shareholders' meeting is postponed or resumed in accordance with the paragraph 2, there is no need to discuss and resolve again on resolutions for which voting and vote counting have been completed and the voting results or the election lists of directors and supervisors have been announced.

If a video-assisted shareholders' meeting cannot be continued under the paragraph 2, the shareholders' meeting shall proceed if the total number of shares present reaches the legal quota for the shareholders' meeting after deducting the number of shares present for the video-assisted shareholders' meeting. There is no need to postpone or resume the meeting in accordance with the paragraph 2.

In the event that a meeting should be continued under the preceding paragraph, the number of shares represented by the shareholders participating in the shareholders' meeting by video conference shall be counted as the total number of shares attended, but the shareholders shall be deemed to have abstained from voting on all resolutions at the shareholders' meeting.

When postponing or resuming a meeting in accordance with the paragraph 2, the Company shall comply with the provisions of Article 44-20, Paragraph 7 of the Regulations Governing the Administration of Shareholder Services of Public Companies, and shall follow the date of the original shareholders' meeting and the relevant preliminary procedures set forth in each of these regulations.

For period set forth under Article 12 and Article 13, Paragraph 3 of the Regulations Governing the Use of Proxies for Attendance at Shareholders Meetings of Public Companies, and Article 44-5, Paragraph 2, Article 44-15, and Article 44-17, Paragraph 1 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall postpone or resume the date of the shareholders' meeting in accordance with the provisions of paragraph 2.

Article 22. For a shareholders' meeting held via video conference, appropriate alternative measures shall be provided for shareholders who have difficulty participating in the shareholders' meeting by video conference. The Company is required to provide shareholders with at least the necessary equipment for online connection and assistance in addition to otherwise specified in Article 44-9, Paragraph 6 of the Regulations Governing the Administration of Shareholder Services of Public Companies. Additionally, the Company should specify the period during which shareholders can apply to the Company and provide any other relevant information that needs to be noted.

Article 23. The rules shall be effective upon approval at a shareholders' meeting. The same applies in the case of amendments.

Appendix III.

Chia Chang Co., Ltd. Procedures for Lending Funds to Others Parties (Before Amendment)

1. **Objective:** To ensure consistency with the business needs of the Company and comply with relevant regulations set forth by the competent authorities, this operational procedure has been established regarding the lending of funds to others. Procedures for Lending Funds to Other Parties (The Procedure) are established in accordance with Article 36-1 of the Securities and Exchange Act (The Act) and the regulations governing the lending of funds and endorsement guarantees for publicly listed companies, it is proposed to amend the Procedures for Lending Funds to Other Parties of the Company.
2. **Scope:** The Company shall conduct the lending of funds to others in accordance with the provisions of the Procedure. However, if other laws and regulations provide otherwise, those provisions shall apply.
3. **Responsibilities:** This Procedure is established and revised by the General Administration Office.
4. **Definition of Terms:** The term “subsidiary and parent company” as used in this procedure shall be defined in accordance with the regulations set forth in the Regulations Governing the Preparation of Financial Reports by Securities Issuers.
The financial report of the Company is prepared in accordance with IFRS. The term “net worth” as used in the Procedure refers to the ratio of equity attributable to the owners of the parent company as defined by Regulations Governing the Preparation of Financial Reports by Securities Issuers.
The term public announcement declaration as referred to in the Procedure denotes the input of information into the declaration website designated by the Financial Supervisory Commission (FSC).
The term “date of occurrence of the facts” as used in the Procedure refers to the earlier of the following dates: the date of contract signing, the date of payment, the date of the Board of Directors’ resolution, or any other date that sufficiently determines the lending party and the amount of funds.
5. **Management Procedures:**
The procedures for lending funds to others by this company are as follows, and must be conducted in accordance with the established operating procedures:
 - 5.1 **Recipients of Loaned Funds:**
Under Article 15 of the Company Act, the Company’s funds may not be loaned to shareholders or any other individuals, except under the following circumstances:
 - 5.1.1 Companies that engage in business transactions with other companies or firms.
 - 5.1.2 Companies or business entities that have a need for short-term financing between them. The financing amount shall not exceed 40% of the net worth of the borrowing enterprise.
The term short-term as mentioned above refers to a period of one year. However, for companies with a business cycle longer than one year, the length of the business cycle shall serve as the standard.
The financing amount mentioned in Article 1, Section 2 refers to the cumulative balance of the Company’s short-term financing funds.
 - 5.2 **Evaluation Criteria for Lending Funds to Others:**

- 5.2.1 Due to the business relationship involving the provision of funds, it is essential to clearly define the criteria for evaluating whether the loan amount is appropriate in relation to the volume of business transactions.
- 5.2.2 If short-term financing is required, the reasons and circumstances for obtaining the funds should be clearly specified.
- 5.3 Total amount of loans and individual limits for borrowers:
 - 5.3.1 The total amount of funds lent by the Company to others shall not exceed 40% of the Company's net worth.
 - 5.3.2 For companies or business entities with business transactions and a need for short-term financing, the individual loan amount shall not exceed 2% of the Company's net worth. However, the total amount of funds lent shall not exceed 5% of the Company's net worth. For affiliated companies that require short-term financing, if the Company holds less than 100% of the shares in the affiliated companies, the loan amount shall not exceed 10% of the lending company's net worth. If the Company holds 100% of the shares, the loan amount shall not exceed 100% of the lending company's net worth.
 - 5.3.3 The Company's direct and indirect ownership of 100% of the voting shares in foreign companies engaged in capital lending, or in foreign companies lending capital to the Company, shall be exempt from the restrictions outlined in Section 5.1.2. However, it is still necessary to establish the total amount of funding loans and the limits for individual recipients, as well as to clearly specify the duration of the funding loans.
 - 5.3.4 If the Company representative violates the provisions of Section 5.1, they shall be jointly liable for the return of borrowed items along with the borrower. Additionally, if the Company incurs any damages, the representative shall be responsible for compensating those damages.
- 5.4 The Company's funds are lent to the subjects specified in Section 5.1 of the Procedure, including the loan term and interest calculation method:
 - 5.4.1 The principle is that each loan shall have a term of less than one year.
 - 5.4.2 The interest rate on loans shall not be lower than the highest interest rate for short-term borrowings in the same currency offered by financial institutions to the Company.
- 5.5 Procedures for Fund Lending:
 - 5.5.1 The Company shall conduct the lending of funds to others in accordance with the review procedures outlined in Section 5.6, as determined by the relevant departments. This includes obtaining opinions on whether to approve the loan, as well as details on the loan term and interest calculation method. The proposal must then be submitted for approval by the Chairman and presented to the Board of Directors for resolution. No authorization shall be granted to others to make decisions. The opinions of independent directors should be thoroughly considered, and their explicit agreements or disagreements, along with the reasons for any opposition, must be documented in the minutes of the Board meeting.
 - 5.5.2 Financing loans between the Company and its subsidiaries or among its subsidiaries shall be subject to the provisions of the preceding paragraph and shall require a resolution of the Board of Directors. The Chairman of the Board may be authorized to disburse the loan in installments or on a revolving basis to the same borrower, within a specific amount approved by the Board and for a period not to exceed one year.
 - 5.5.3 The authorized lending limit for funds from the Company or its subsidiaries to a single enterprise shall not exceed 10% of the Company's most recent financial statement net worth.
- 5.6 The detailed review process for fund lending should include:

- 5.6.1 The necessity and rationality of lending funds to others.
- 5.6.2 Credit and risk assessment of borrowers.
- 5.6.3 Impact on the Company's operational risks, financial condition, and shareholder equity.
- 5.6.4 Whether collateral should be obtained and the assessed value of the collateral.
- 5.7 Announcement of Reporting Procedures: All departments of the Company are required to submit the relevant information and detailed statements regarding funds lent to others for the previous month to the Finance Department by the 10th of each month. The Finance Department will review and consolidate the information in accordance with Procedures 7.1 and 7.2 for public announcement and reporting.
- 5.8 Subsequent Control Measures for Loaned Amounts and Procedures for Handling Overdue Receivables:
 - 5.8.1 After the loan is disbursed, the Company should regularly monitor the financial status, business operations, and credit conditions of both the borrower and the guarantor. If collateral has been provided, the Company should also track any changes in its value. In the event of significant changes, the Company must promptly report to the Chairman of the Board and take appropriate actions as directed.
 - 5.8.2 When the borrower repays the loan, either on or before its maturity, the interest due must be settled first. Only after both the interest and principal have been fully repaid can the promissory note be canceled and returned to the borrower, or the mortgage rights be released.
 - 5.8.3 If the borrower fails to fulfill the financing agreement for any reason, the Company may, in accordance with the law, dispose of the collateral or seek compensation from the guarantor provided.
- 5.9 Penalty:

When the Company lends funds to others, it shall do so in accordance with these regulations. In the event of significant violations, actions will be taken in line with the Company's personnel management policies and work rules, with penalties imposed based on the severity of the situation.
- 5.10 Control Procedures for Lending Subsidiary Funds to Third Parties:

The Company's subsidiaries are prohibited from lending funds to others in violation of the regulations set forth by the competent authorities and applicable laws. If the Company intends to lend funds to others, it must establish procedures for lending funds to others in accordance with the regulations of the competent authority and relevant laws, and such procedures must be approved by the Company prior to implementation. Subsidiaries shall provide the relevant information and detailed statements regarding the lending of funds to others to the Company for consolidation and public disclosure within the timeframes specified in Sections 7.1 and 7.2 of the Procedure.
- 6. Assessment of the Case:
 - 6.1 Before deciding to lend funds to others, the Company shall conduct a thorough assessment to ensure compliance with relevant regulations and the provisions of the Procedure. The results of the assessment, in accordance with Section 5.6 of the Procedure, shall be submitted to the Board of Directors for resolution, and no other individuals shall be authorized to make such decisions.
 - 6.2 The Company shall maintain a record book to manage loan transactions. This record shall include details such as the loan recipients, amounts, dates of Board approval, dates of fund disbursement, and any matters requiring careful assessment as outlined in the previous article.
 - 6.3 At least quarterly, the Company's internal auditor shall review and document the procedures and performance of third-party lending. If significant violations are discovered, they shall promptly report them in writing to the Audit Committee.

- 6.4 Due to changes in circumstances, if the lending counterparty fails to comply with the provisions of the Procedure or if the balance exceeds the limit, the Company shall develop an improvement plan and submit it to the Audit Committee for review, ensuring that the necessary improvements are made according to the timeline specified in the plan.
- 6.5 When the Company proposes to lend funds to others, it must first obtain the approval of more than half of the members of the Audit Committee before presenting the resolution to the Board of Directors. If approval from more than half of the members of the Audit Committee is not obtained, the proposal may proceed with the consent of more than two-thirds of the Board members, and the resolution of the Audit Committee must be recorded in the minutes of the Board meeting. The term "Audit Committee" refers to all members of the committee and the entire Board of Directors, as currently constituted.
7. Information Disclosure
- 7.1 The Company shall announce the reported balance of funds lent by the Company and its subsidiaries for the previous month by the 10th of each month.
- 7.2 If the Company's loan balance reaches any of the following standards, it must be publicly announced and reported within two days from the date the fact occurs:
- 7.2.1 If the balance of funds lent by the Company and its subsidiaries to others reaches more than 20% of the Company's most recent financial statement net worth.
- 7.2.2 If the balance of funds lent by the Company and its subsidiaries to a single enterprise reaches more than 10% of the Company's most recent financial statement net worth.
- 7.2.3 If the new balance of funds lent by the Company or its subsidiaries exceeds NT\$10 million and reaches more than 2% of the Company's most recent financial statement net worth.
For subsidiaries of this Company that are not publicly listed in the domestic market, any matters that need to be disclosed and reported as per the previous item, subparagraph 3, shall be handled by the Company.
- 7.3 The Company should evaluate the terms and conditions of fund loans and establish adequate provisions for bad debts. In addition, it should disclose relevant information in financial reports and provide relevant data to the CPAs to perform necessary audit procedures.
8. Appendices:
The procedures for lending funds to other parties shall be conducted in accordance with the latest regulations set by the competent authority.
9. Implementation and Revision:
The Procedure shall be approved by more than half of the members of the Audit Committee, then submitted to the Board of Directors for approval, and finally presented to the shareholders' meeting for approval. If approval from more than half of the members of the Audit Committee is not obtained, the proposal may proceed with the consent of more than two-thirds of the Board members, and the resolution of the Audit Committee must be recorded in the minutes of the Board meeting. The same applies in the case of amendments. The term "Audit Committee" in the preceding paragraph refers to all members of the committee and the entire Board of Directors, as currently constituted.
If the Company does not intend to lend funds to others, it may be exempt from establishing procedures for lending funds to others, provided the proposal is approved by the Board of Directors. Subsequently, if the Company intends to lend funds to others, it must still follow the procedures outlined in the previous three items.

Appendix IV.

Chia Chang Co., Ltd. Procedures for Election of Directors

- Article 1. To ensure the fair, just, and open selection of directors, the Procedure has been established in accordance with Article 21 of the Corporate Governance Best Practice Principles for TWSE Listed Companies.
- Article 2. The rules and procedure of the election of directors of the Company shall be handled in accordance with the Procedure unless otherwise provided by law or the Articles of Incorporation.
- Article 3. The appointment of the Company's directors should take into account the overall composition of the Board of Directors. The composition of the Board of Directors should consider diversity. Appropriate diversity guidelines should be formulated with respect to the Company's operations, operating models and development needs, including but not limited to the following two major axes:
- I. Basic qualifications and values: gender, age, nationality and culture, etc.
 - II. Professional knowledge and skills: professional background (such as law, accounting, industry, finance, marketing or technology), professional skills and industry experience, etc.
- Board members should generally possess the knowledge, skills, and competencies necessary to perform their duties. The overall capabilities required are as follows:
- (I) Operational judgement ability.
 - (II) Accounting and financial analysis capabilities.
 - (III) Management capabilities.
 - (IV) Crisis management capability.
 - (V) Industry knowledge.
 - (VI) International market perspective.
 - (VII) Leadership ability.
 - (VIII) Decision-making ability.
- More than half of the seats on the Board must be held by directors who do not have spousal or close familial relationships (up to second-degree relatives) with one another.
- The Board of Directors of the Company should base adjustments to the evaluation of Board members on the results of performance assessments.
- Article 4. The qualifications for independent directors of the Company shall comply with the provisions set forth in Articles 2, 3, and 4 of the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies.
- The selection of the Company's independent directors shall comply with the provisions of Articles 5, 6, 7, 8, and 9 of the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies and shall be conducted in accordance with the provisions of Article 24 of the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies.
- Article 5. The election of the Company's directors shall be conducted in accordance with the candidate nomination system procedures stipulated in Article 192-1 of the Company Act.
- In the event that a director is dismissed for any reason, resulting in fewer than five directors, the Company shall conduct a supplementary election at the next shareholders' meeting. If the number of vacancies on the Board of Directors reaches one-third of the seats stipulated in the articles of association, the

Company shall convene a special shareholders' meeting to conduct a supplementary election within sixty days from the occurrence of such vacancy. If the number of independent directors falls short as required by the proviso of Article 14-2, Paragraph 1 of the Securities and Exchange Act, a supplementary election shall be held at the next shareholders' meeting. If all independent directors are dismissed, a special shareholders' meeting shall be convened within 60 days from the occurrence of the event to conduct a supplementary election.

Article 6. The election of directors of the Company shall follow a cumulative voting system, where each share carries voting rights equal to the number of directors to be elected. Shareholders may concentrate their votes on a single candidate or distribute them among multiple candidates.

The Board of Directors shall prepare election ballots in a quantity equal to the number of directors to be elected, with the respective voting weights indicated. These ballots shall be distributed to the shareholders present at the meeting, and the names of the voters may be represented by the attendance certificate numbers printed on the ballots. The shareholders of the Company may also exercise their voting rights by electronic means. Shareholders who exercise their voting rights by electronic means are deemed to be present in person and the related matters are handled in accordance with the regulations.

Article 7. According to the provisions of the Company's Articles of Incorporation, the election rights for directors and independent directors are based on designated quotas. The candidates with the highest number of votes will be elected in order. In the event that two or more candidates receive the same number of votes exceeding the stipulated quota, a draw will be held among those candidates to determine the outcome. For those not in attendance, the chairperson will conduct the draw on their behalf.

Article 8. Before the election begins, the Chairperson shall appoint a sufficient number of ballot monitors and vote counters, all of whom must be shareholders, to perform the necessary duties. The ballot box shall be prepared by the Board of Directors and opened to the public for inspection by the election officials prior to voting.

Article 9. Election ballots shall be invalid in any of the following circumstances:

(I) Ballots used were not prepared by the convener.

(II) Ballots are left blank.

(III) Ballots with illegible handwriting or those that have been altered.

(IV) Candidates listed on the ballot that do not match the verified list of director candidates.

(V) Ballots that include any text other than the number of votes assigned.

Article 10. Once the voting is completed, the ballot counting shall begin immediately. The Chairperson shall announce the results on the spot, including the list of elected directors and their corresponding voting rights.

The election ballots for the election as mentioned in the preceding paragraph shall be sealed and signed by the scrutineers and kept appropriately for at least one year. However, if a lawsuit is filed by a shareholder in accordance with Article 189 of the Company Act, it shall be retained until the end of the lawsuit.

Article 11. The elected directors shall receive a certificate of election from the Board of Directors of the Company.

Article 12. The Procedure shall be effective upon approval at a shareholders' meeting. The same applies in the case of amendments.

Appendix V.

Shareholdings of All Directors

- I. As of March 28, 2025 the book closure date for the Company's annual shareholders' meeting, the issued capital of the Company was NT\$1,423,676,130, representing 142,367,613 common stocks.
- II. The minimum required combined shareholding of all directors by law is 8,542,056 shares. The shareholdings of all directors have reached the statutory percentage.
- III. Details of the shareholdings of the directors are as follows:

Title	Name	Shareholding (Shares)	Percentage (%)
Director	Kuei-Hsiu Sung	6,296,338	4.42%
Director	Yung Hsiang Investment Co., Ltd. Representative: Mr. Chang-Hai Chen	13,438,441	9.43%
Director	Tsai-Ho Lu	147,850	0.10%
Director	Tz-Shiuan Chen	2,057,217	1.44%
Director	Chyan Yang	-	-
Independent Director	Jui-Hsin Lin	-	-
Independent Director	Teh-Jung Kao	-	-
Independent Director	Ping-Kuen Chen	-	-
Independent Director	Chia-Hsiang Chu	-	-
Total		21,939,846	15.39%