

Stock Code: 6122



擎邦國際科技工程股份有限公司
KING POLYTECHNIC ENGINEERING CO., LTD.

2025 Annual Shareholders' Meeting Meeting handbook

Meeting Date: June 16, 2025

KING POLYTECHNIC ENGINEERING CO., LTD.

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KING POLYTECHNIC ENGINEERING CO., LTD.

2025 Shareholders Annual General Meeting Agenda

Convening Method: Physical shareholders' meeting

Time: June 16, 2025 (Monday) at 9:00 am

Location: Conference Room, 4F, No. 2-1, Sec. 1, Ji'nan Rd., Taipei City (NTU Alumni Association)

Chair/Moderator: Mr. Chien-Feng Hung, Chairman of the Board of Directors

Agenda of the meeting:

- I. MC to report on the total number of shares represented in the meeting
- II. The Chair calls the meeting to order
- III. Chair's speech

One. Matters for reporting:

- I. 2024 Business Report and 2025 Business Plan.
- II. Audit and Risk Management Committee's review report on 2024 financial statements.
- III. Report on 2024 Total Endorsement and Guarantee Liabilities.
- IV. 2024 Employees' Compensation and Directors' Remuneration Distribution Report.
- V. Amendment to Certain Provisions of the 'Ethical Corporate Management Best Practice Principles'.
- VI. Amendment to Certain Provisions of the 'The Ethical Corporate Management Operational Procedures and Guidelines'
- VII. The Merger Between the Company and Its 100%-Owned Subsidiary, Hong Siang Construction Co., Ltd.

Two. Proposed Resolutions:

- I. 2024 Annual Business Report and Financial Statements for approval.
- II. Appropriation of 2024 earnings for approval.

Three. Items for discussion:

- I. Amendment to Certain Provisions of the Articles of Incorporation.

Four. Election Matters

- I. Election of the 16th Board of Directors and Independent Directors.

Five. Other Proposals:

- I. Discussion to approve the lifting of director of non-competition restrictions.

Six. Impromptu motions

Seven. Adjourn the meeting

One. Matters for reporting

I. 2024 Business Report and 2025 Business Plan for review.

Please refer to page 10 to page 15 of this handbook. (Attachment I)

II. Audit and Risk Management Committee's review report on 2024 financial statements.

- (I) The financial statements of 2024 have been audited and verified by KPMG and reviewed by the Audit Committee, and the respective audit reports have been issued.
- (II) Please refer to page 17 to page 30 (Attachment III) of this handbook for the Independent Auditors' Report.
- (III) Please refer to page 16 of this handbook (Attachment II) for the Audit Committee's Review Report on the 2024 accounts. The Audit Committee representative is invited to read out the report.

III. Report on 2024 Total Endorsement and Guarantee Liabilities for review.

Unit: In Thousands of New Taiwan Dollars

Making endorsement/guarantee for others Company name	Name of guaranteed company	Relationship with the Company	Endorsement at end of period Amount guaranteed	Collateral contents and value	Accumulated endorsement and guarantee amount as a percentage to net worth in the most recent financial statements (%)
The Company	HONG SIANG CONSTRUCTION CO., LTD.	The Company's investment in subsidiaries	400,932	None	21.97%
HONG SIANG CONSTRUCTION CO., LTD.	The Company	The Company's investment in subsidiaries	56,510	None	69.12%

Note: The cumulative total of external endorsements and guarantees shall not exceed the net worth, NT\$1,825,079 thousand, of the Company in the most recent financial report and shall not exceed 50% of the net worth in the most recent financial report (NT\$1,825,079 thousand \times 50% = NT\$912,540 thousand), but does not include the subsidiaries recognized under the equity method.

IV. 2024 Employees' Compensation and Directors' Remuneration Distribution Report.

- (I) According to Article 26 of the Articles of Incorporation, appropriate 8% as the remuneration to employees and no more than 2% as the remuneration to directors.
- (II) The net profit before tax before deduction of the remuneration of directors and employees in FY24 was NT\$476,633,237 and the net profit after tax was NT\$344,216,900.
- (III) Proposed distribution of dividends in 2024:
 - 1. Cash remuneration to employees for NT\$38,130,659.
 - 2. Directors' remuneration of NT\$9,532,665.

V. Amendment to Certain Provisions of the 'Ethical Corporate Management Best Practice Principles'.

- (I) In accordance with the relevant provisions of the “Ethical Corporate Management Best Practice Principles for TWSE/TPEX Listed Companies.”
- (II) Please refer to pages 31 to 41 of this handbook (Attachment IV) for the comparison table of the original and amended provisions and the draft amendments.

VI. Amendment to Certain Provisions of the 'The Ethical Corporate Management Operational Procedures and Guidelines'.

- (I) In accordance with the relevant provisions of the “Ethical Corporate Management Best Practice Principles for TWSE/TPEX Listed Companies.”
- (II) Please refer to pages 42 to 49 of this handbook (Attachment V) for the comparison table of the original and amended provisions and the draft amendments.

VII. The Merger Between the Company and Its 100%-Owned Subsidiary, Hong Siang Construction Co., Ltd..

- (I) In order to expand and enhance business performance, integrate resources, and reduce operating costs, King Polytechnic Engineering Co., Ltd. and its 100%-owned subsidiary, Hong Siang Construction Co., Ltd., will proceed with a simplified merger in accordance with Article 19, Paragraph 1 of the Business Mergers and Acquisitions Act and other relevant regulations.
- (II) The merger base date of April 14, 2025, has been approved by the Board of Directors. After the merger, King Polytechnic Engineering Co., Ltd. will be the surviving company, while Hong Siang Construction Co., Ltd. will be the dissolved company. All rights and obligations of Hong Siang Construction Co., Ltd. will be comprehensively assumed by King Polytechnic Engineering Co., Ltd. in accordance with the law. This merger is a group internal organizational restructuring and does not involve any share exchange ratio arrangement or distribution of cash or other property to shareholders. Therefore, it has no impact on shareholders’ rights and interests.

Two. Proposed Resolutions

[Proposal I] 2024 Annual Business Report and Financial Statements for approval recognition.

- Explanation: (I) The Company's 2024 standalone and consolidated financial statements have been audited by CPAs Tang Chia-Chien and Chen Ya-Lin, of KPMG. Together with the business report, they have been resolved by the Board of Directors and submitted to the Audit Committee for review.
- (II) Please refer to page 17 to page 30 of this handbook for the financial statements referred to above (Attachment III).
- (III) Submitting for recognition.

Resolution:

[Proposal II] Appropriation of Earnings for 2024.

- Explanation: (I) The Company's 2024 net income was NT\$344,216,900, and the 2024 earnings appropriation is prepared in accordance with the Company Act and the Company's Articles of Incorporation as follows:

Unit: New Taiwan Dollars

Items	Total
Undistributed earnings at beginning of period	345,439,484
Add (subtract): Change of re-measurement of defined benefit plan for the current period	(503,000)
Net profit after tax	344,216,900
Subtract: 10% legal reserve	(34,371,390)
Earnings available for distribution	654,781,994
Items for distribution:	
Cash dividend to shareholders at NT\$3.2 per share	249,893,222
Undistributed earnings at the end of the period	404,888,772

Note: Calculated on the basis of share capital on December 31, 2024, cash dividend of NT\$3.2.

Chairman:

Managerial Officer:

Accounting Supervisor:

- (II) The cash dividends are distributed according to the percentage until NT\$1, under NT\$1 is rounded-off. The total of fractions under NT\$1 will be adjusted from large to small decimal point, and the account number from earliest to latest, to match the total cash dividend amount distributed. Submitting for recognition.
- (III) If the quantity of outstanding shares is affected by various factors, such as, the increase of cash capital by issuance of new shares, conversion of convertible bonds into common stock, buyback of the Company's treasury stock, or transfer, conversion, or cancellation of treasury stock to the extent that changes incurred to the shareholders' dividends yield and revisions are required, it is proposed that the shareholders' meeting fully authorize the Chairman to handle and adjust the dividend payout ratio.
- (IV) It is proposed that the shareholders' meeting fully authorize the Chairman to set the ex-dividend date of the dividend and handle the related cash distribution matters.
- (V) Submitting for recognition.

Resolution:

Three. Items for discussion

[Proposal 1] Amendment to Certain Provisions of the Articles of Incorporation.. (Proposed by the Board of Directors)

- Explanation: (I) In response to the amendment to Article 14 of the Securities and Exchange Act pursuant to Presidential Decree Hua-Zong-Yi-Yi-Zi No. 11300069631 dated August 7, 2024, and in consideration of the Company's operational needs, the Company proposes to amend certain articles of its Articles of Incorporation.
- (II) For the comparison table of the original and amended articles, as well as the draft amendment, please refer to pages 50 to 56 of this handbook (Attachment VI).
- (III) Please proceed to discussion.

Resolution:

Four. Election Matters

Election of the 16th Board of Directors and Independent Directors (Proposed by the Board of Directors)

- Explanation: (I) The term of office for the Company's 15th Board of Directors and Independent Directors will expire on June 23, 2025. In accordance with Article 17 of the Company's Articles of Incorporation, a total of nine directors shall be elected in this round, including no fewer than three Independent Directors, and the number of Independent Directors shall not be less than one-third of the total number of directors. It is proposed that six Directors and three Independent Directors be elected. The newly elected Independent Directors will collectively form the Audit and Risk Management Committee. The elected Directors and Independent Directors shall assume office on the date of election, and their term will be three years, from June 16, 2025 to June 16, 2028.
- (II) For the "Director Election Procedures," please refer to pages 57 to 58 of this handbook (Attachment VII).
- (III) The list of nominated candidates for directors and independent directors is as follows:

List of Director Nominees (Six Nominees):

Director	Candidate Name	Educational Background	Key Experience	Current Concurrent Positions in Other Companies	Number of Shares Held
Director	Hong Jenn-Pan	Master of Chemical Engineering, National Taiwan University	Chairman, Taiwan Benefit Company Supervisor, ITEQ Corporation Supervisor, BIOTEQUE Corporation	Chairman, Taiwan Benefit Company Chairman, Taiwan Benefit (Suzhou) Co., Ltd Chairman, KPEC International Investment & Development Corp. Corporate Director, Hong Siang Construction Development Co., Ltd. Corporate Director, Taiwan Benefit Technology(SAMOA)Corp Corporate Director, PT. Taiwan Benefit Indonesia Corporate Director, Reliant Real Estate Development Co., Ltd. Corporate Director, King Polytechnic (Texas) Corporation	2,947,077
Director	Hong Chien-Fong	B.S. Computer Science and Engineering, Yuan Ze University MBA, Claremont Graduate University	Special Assistant and Deputy General Manager of the General Administration Division, KPEC	Director, Taiwan Benefit Company Corporate Director, Hong Siang Construction Development Co., Ltd. Corporate Director and Chairman, and President, Reliant Real Estate Development Co., Ltd. Corporate director, Taiwan Benefit Autotech (Suzhou) Co., Ltd. Corporate Director, LNT Technology Co., Ltd.	688,195
Corporate Director	Chuan Lun Holding Co. Ltd. Representative: Chee-Lee Lai	Master of University of Minnesota	Chairman of Taiwan Kawasaki Shipping Group	Chairman and President of Chuan Lun Holding Co. Ltd. Director, Evergreen Leasing Corporation Chairman of Taiwan Kawasaki Co., Ltd. Chairman of Taichi Enterprise Co., Ltd. Chairman, Joy Medical Devices Corporation Director, Ve Wong Corporation	2,517,203
Director	Chang Ming-Chan	MBA, Chaoyang University of Technology	Assistant Vice President of Kang Chuan Engineering Co., Ltd. Assistant Vice President of King Polytechnic	Corporate Director and Chairman and President of Hong Siang Construction Development Co., Ltd. Corporate Director of Reliant Real Estate Development Co., Ltd. Corporate Director and Responsible Person of King	106,909

Director	Candidate Name	Educational Background	Key Experience	Current Concurrent Positions in Other Companies	Number of Shares Held
			Engineering Co., Ltd.	Polytechnic (Texas) Corporation	
Corporate Director	Neptune Investment Co., Ltd. Representative: Shu-Hua Chang	Department of Mechanical Engineering, Xingpu Institute of Technology	Director, Sunny Bank Ltd.	Director, Sunny Bank Ltd. Chairman of Jin Chen Investment Co., Ltd. Chairman of Kuang Chi Culture Co., Ltd.	1,545,429
Director	Liang Mao-Sheng	Master of Chemical Engineering, National Taiwan University	Vice Chairman of Taiwan Printed Circuit Association (TPCA) Vice Chairman, Taiwan Electronic Equipment Industry Association (TEEIA) Vice Chairman, Taiwan Display Union Association (TDUA) Supervisor of Association for Taiwan-Japan Cooperation on Industrial Technology (TJCIT)	Chairman and CEO of C SUN MFG LTD.	0

List of Independent Director Candidates (Three Names):

Candidate Name	Educational Background	Key Experience	Current Concurrent Positions in Other Companies	Number of Shares Held	Has the candidate served as an independent director for three consecutive terms? / Reason
Liang Jung-Hui	PhD., School of Management, National Taiwan University of Science and Technology	General Manager and Chairman of Taoyuan Aerotropolis Co., Ltd President of Kainan University President of Chungyu Institute of Science and Technology Director and Research Fellow of Taiwan Research Institute Deputy Director and Research fellow of Taiwan Institute of Economics Dean of Business School of Chien Hsin University of Science and Technology Director of First Financial Holding Co. Ltd. Independent Director of Taiyen Biotech Co., Ltd. Director of Jin ding Securities Co., Ltd. Director of Taiwan Sugar Corporation	Supervisor, Jinwen University of Science and Technology Independent Director, Formosa Optical Technology Co., Ltd.	0	-
LIN CHIUNG-YING	MBA, University of Iowa	Chairman of PwC Human Resource Management Consulting Co., Ltd. Executive Director of PwC Business Management Consulting Co., Ltd. Adjunct Associate Professor, Department of Accounting, College of Management, THU	Chairman of PwC Human Resource Management Consulting Co., Ltd. Executive Director of PwC Business Management Consulting Co., Ltd. Adjunct Associate Professor, Department of Accounting, College of Management, THU	0	-
WANG HSING-MIN	MBA, Claremont Graduate University	Executive Director of the Lixian Education Foundation	Executive Director of the Lixian Education Foundation	0	-

Resolution:

Five. Other Proposals

Proposal to Approve the Lifting of Non-Competition Restrictions for Newly Elected Directors at the 2025 Annual General Shareholders' Meeting (Proposed by the Board of Directors)

Explanation: (I) This proposal is made in accordance with Article 209 of the Company Act.

- (II) Some directors of the Company may invest in or operate other businesses that are in the same or similar line of business as the Company and may also serve as directors in those companies. However, their participation in such operations may benefit the Company's diversified development and align with its operational strategy. With the directors' expertise and relevant experience, and without compromising the Company's interests, it is proposed to approve the lifting of the restriction that prohibits directors from engaging in business activities that fall within the scope of the Company's operations, whether for themselves or for others.
- (III) The concurrent positions held by newly elected directors of the 16th term in other companies will be explained on-site at the shareholders' meeting on June 16, 2025.

Resolution:

Six. Impromptu motions

Seven. Adjourn the meeting

Business Report

Dear Shareholders,

First of all, I would like to thank all shareholders for your unwavering support, and the dedication and efforts from all directors, supervisors, and employees of the Company. I would also like to thank all of you for taking time out of your busy schedules to attend the AGM.

Looking back on 2024, the global economy slowed down due to a range of factors, including geopolitical tensions, the ongoing U.S.-China trade dispute, the Russia-Ukraine war, and high inflation. As a result, both domestic and international enterprises have become more conservative in their investment activities. However, thanks to the abundant backlog of construction projects accumulated over the years and the fact that many projects have entered peak construction phases, the Company, through the concerted efforts of all staff, achieved a consolidated revenue of NT\$4.13 billion and a net profit after tax of NT\$340 million for the year. Our backlog of work in progress remained at approximately NT\$11.1 billion. These figures represent the second-highest results for the same period in the Company's history. Furthermore, our Company was honored with the Gold Quality Award for Phase II of the Taichung International Convention and Exhibition Center project, marking another major achievement.

Domestically, in the areas of petrochemical/chemical turnkey engineering and public infrastructure, several key projects have entered the final completion and acceptance stage, including: Chi Mei Corporation's new resource recovery furnace plant project; the turnkey expansion of the nitrogen plant for Nanya Technology's Taishan DRAM Plant Phase 9-3; and Phase I & II of the Shuinan International Conference and Exhibition Center for the Taichung City Government. Meanwhile, other major projects have entered peak construction, such as: the turnkey project for specialty chemical engineering for the semiconductor industry at the Southern Taiwan Plant of a German enterprise; the electrical and plumbing works for the BES Cloud Universe Industrial Park by CEC; Phase II expansion at Grape King's Longtan Campus; and the CQ870 section of Phase I of the Wanda MRT Line. As for the high-tech turnkey projects that the Company has cultivated in recent years, the MEP and fire protection turnkey project for Formosa SUMCO's 12-inch wafer fab has also successfully entered the fire inspection and acceptance stage. The Company will continue to expand its presence in the high-tech industry, building upon its past performance in MEP, HVAC, and cleanroom systems, as well as its recent achievements in wafer fab construction.

Although weak end-market demand and inventory adjustments have slowed global economic growth and impacted investment activities, the continued development of advanced packaging, the rising demand for generative AI, and the increasing need for high-bandwidth memory (HBM) for AI server infrastructure are expected to drive further investment by major semiconductor and related companies. In response to the net-zero emission trend, many existing plants are falling behind international standards, creating high visibility for future construction plans. Moreover, to stimulate economic growth, the government continues to increase investment in green energy and public infrastructure while accelerating budget execution. As a result, our business has not been significantly affected by the overall economic slowdown. Recently secured projects — such as the MEP work for the new office and plant building of MediaTek and Mektec; the CF624F sub-package for electrical, plumbing, and environmental control works in the CF690B contract (civil and E&M systems for sections Y27–Y29 of the Circular Line) from the Taipei City Government's Department of Rapid Transit Systems; the expansion of Formosa Plastics' Renwu carbon fiber plant; the MEP turnkey project for Formosa's Kaohsiung port oil terminal; the temporary LNG pipeline construction project under CPC's Phase III Taichung Plant investment plan; the MEP work for the Taichung City Government's new Dome Sports Complex; and the electrical and plumbing work for the new BES Cloud Universe Industrial Park — all contribute to our continued accumulation of project experience in petrochemical/chemical, high-tech, public works, and smart industries. Through strategic development in diversified industries and multi-disciplinary expertise, combined with vertical specialization, horizontal integration, and the cultivation of diverse talents, we are firmly establishing a competitive edge.

The 2024 business results and 2025 business plan are hereby reported as follows:

I. Business Report of 2024:

(I) Implementation results of the 2024 business plan:

The Company's operating revenue in 2024 was NT\$4,131,669 thousand, an decrease of NT\$1,182,135 thousand compared to 2023. The net profit after tax was NT\$344,217 thousand, compared with the net profit after tax in 2023 of NT\$390,708 thousand. It is an decrease of earnings by NT\$46,491 thousand, with an decrease of 11.9%, resulting in an EPS of NT\$4.41.

(II) Comparison of **2024** and **2023**:

Unit: In Thousands of New Taiwan Dollars

Items	2024 Actual Numbers	2023 Actual Numbers	Increase/decrease rate (%)
Operating revenue	4,131,669	5,313,804	-22.25%
Gross profit	527,885	600,535	-12.10%
Operating expenses	125,870	135,311	-6.98%
Operating profit (loss)	402,015	465,224	-13.59%
Non-operating income and expense	27,859	19,757	41.01%
Net profit (loss) before tax	429,874	484,981	-11.36%
Income tax expenses	85,657	94,273	-9.14%
Net profit (or loss) for the period.	344,217	390,708	-11.90%

Note: Figures in this table are based on the 2024 consolidated financial statements audited and verified by CPAs.

(III) Analysis of revenues, expenses and profitability for **2024** and **2023**:

Unit: In Thousands of New Taiwan Dollars

Analysis items		2023	2023	
Revenues and expenses	Operating revenue	4,131,669	5,313,804	
	Gross profit	527,885	600,535	
	Net profit (or loss) for the period.	344,217	390,708	
Profitability	Return on assets (%)	8.38	10.93	
	Return on shareholders' equity (%)	20.02	27.06	
	As a percentage of paid- in capital (%)	Operating profit	51.48	62.55
		Net profit before tax	55.05	65.21
	Net profit margin (%)	8.33	7.35	
	Earnings per share (NT\$) (Note)	4.41	5.25	

Note: Figures in this table are based on the 2024 consolidated financial statements audited and verified by CPAs.

II. The business plan for 2025:

The Company is one of the few contractors in Taiwan that can undertake EPC turnkey projects for medium-to-large-scale industrial process plants and public works. Its industries cover petrochemical/chemical, high-tech, public works, energy and environmental protection, and biotech and pharmaceutical fields, with professional background spanning over production process, civil engineering, construction, machinery, chemical engineering, instrument control, water, electricity, fire protection, air conditioning, clean rooms, and light-current. We have accumulated years of practical experience in project management in the professional technology of system integration from planning and design, procurement services, construction supervision, system integration, commissioning to operation and

maintenance.

Although the global economy in 2024 continued to be weighed down by sluggish end-market demand and industry-wide inventory adjustments, resulting in persistently weak growth momentum, further uncertainties are expected to arise starting in 2025 with the election of Donald Trump in the United States, which is anticipated to extend the U.S.-China trade conflict. Nevertheless, driven by the growing demand for emerging technologies, both domestic and international markets are accelerating their efforts in AI-related industries and advanced semiconductor processes. The demand for chips remains robust, fueling global developments in the Internet of Things (IoT), artificial intelligence (AI), electric vehicles (EVs), robotics, cloud data centers, smart manufacturing, smart cities, and smart healthcare. These industries are expected to present substantial long-term business opportunities. In response to the global push toward net-zero emissions, governments are also accelerating ESG (Environmental, Social, and Governance) initiatives. Leading enterprises across various industries are placing greater emphasis on carbon neutrality and green manufacturing. Petrochemical companies, in particular, are speeding up their transformation efforts by investing in high-value and specialty chemical products, as well as energy storage battery materials. At the same time, they are increasing investment in clean energy sources such as wind power, solar energy, hydrogen, and carbon capture, utilization, and storage (CCUS) technologies. In light of these trends, the Company will continue to strengthen its core competencies while integrating corporate social responsibility and sustainable thinking into its strategic business development. We aim to further enhance our value-added innovative services and expand into areas such as environmental energy, sustainable development, and the circular economy.

(I) Core business areas

(1) Petrochemical/chemical industry

With the gradual increase in the production of petrochemical feedstocks and chemical products in Mainland China, global market demand is nearing saturation, and large-scale capacity expansion in the petrochemical and chemical industries is unlikely to reoccur. However, as demand for advanced semiconductor processes and generative AI continues to grow rapidly, the market for specialty chemicals remains robust. In response, petrochemical and chemical companies have, in recent years, increasingly shifted toward the development of high-value-added specialty chemicals, electronic-grade chemicals, gas supply, and recycling and reuse solutions. In addition, driven by Taiwan's energy transition policies, future plant construction will center on process-related industries such as hydrogen power generation, carbon capture, utilization and storage (CCUS), environmental protection and waste reduction, circular economy, and renewable energy. These emerging industries, however, are all fundamentally supported by the petrochemical and chemical sectors. The Company has been deeply engaged in the petrochemical and chemical engineering fields for over 40 years. Backed by a strong professional service team, we continuously enhance our process optimization technologies and specialized design capabilities, strengthen procurement and supply chain management, and improve on-site construction supervision. In recent years, we have actively advanced the digitalization and intelligent design of entire plants, aiming to build modern smart factories and intelligent manufacturing systems that incorporate Industry 4.0 technologies. Through EPC+ value-added services, we help clients improve production efficiency, reduce plant construction costs, create greater value, and enhance industrial competitiveness, thereby achieving the ESG goals of sustainable operations.

(2) High-tech industries

Although the high-tech industry has faced sluggish end-market demand and inventory adjustments since 2024, it continues to encounter various uncertainties and challenges. Nevertheless, driven by the sustained trend of advanced packaging, the expanding demand for generative AI, and the anticipated growth in demand for high-bandwidth memory (HBM), major semiconductor companies and related supply chains are expected to continue expanding their investments. This will contribute to a recovery in the overall semiconductor sales market in 2025. Furthermore, as AI applications continue to broaden, engineering opportunities related to data centers are also expected to grow in parallel. Following several years of capacity adjustments, the memory market is gradually stabilizing. In addition to the increasing share of HBM in response to growing AI and server demands, conventional DRAM products are also undergoing ongoing inventory digestion. The market is expected to recover steadily in the second half of 2025. The Company continues to strengthen its presence in the semiconductor and high-tech sectors through the near-completion of several key projects, including the turnkey MEP and fire protection works for Formosa Sumco's new 12-inch wafer fab, as well as projects related to specialty chemicals for semiconductors. In addition, the newly awarded MEP works for the new fab and office building of MediaTek's affiliate, Mediatek Mektec, will further reinforce our industry track record and technical expertise. Moreover, the Company has fully integrated Building Information Modeling (BIM) technology into its construction processes to enhance spatial coordination and reduce pipeline conflicts during construction. This improves the accuracy of on-site implementation, thereby enhancing project quality and shortening construction schedules.

(3) Public works

In order to stimulate economic growth, the government continues to increase investments in public infrastructure. For the fiscal year 2025, the government's major public construction projects, including the central government public funding and the fifth phase of the Forward-looking Infrastructure Program, have allocated a total of NT\$292.25 billion, setting a new record. In the field of public works, in addition to the long-established projects in which the Company has extensive experience, such as mass rapid transit systems, ultra-high voltage underground cable tunnel projects, and public buildings, the Taiwan Power Company's Resilient Power Grid Construction Project, CPC Corporation's Net Zero Transformation Projects, and digital infrastructure-related public works have all started procurement bidding, presenting numerous business opportunities. In 2024, the Company was awarded the highest honor, the Quality Award, by the Ministry of Economic Affairs for the turnkey pipeline project of 12 oil tanks and auxiliary facilities at the CPC Dalin Petrochemical Oil Storage and Transportation Center. Additionally, in 2025, the Company won the Gold Quality Award and the Gold Safety Award for the Phase II Water and Exhibition Center project of the Shui Nan International Convention Center by the Taichung City Government. These accolades have helped build an excellent reputation, enabling the Company to secure further contracts, including the Water, Electrical, Firefighting, and HVAC works for the Taichung Arena Sports Complex and the Water, Electrical, Firefighting, and Environmental Control works for the Taipei City Government MRT Bureau's CF690B procurement for the Circular Line Y27-29 Civil and Water/Electrical/Environmental Control Works. Moving forward, the Company will continue to leverage its existing advantages to select and aggressively pursue suitable bids.

(4) Clean energy and environmental protection related industries

In line with the trends of net-zero emissions, green environmental protection, and corporate sustainability, clean energy and low-carbon engineering industries will continue to see expanded investments. Starting in 2025, the government will implement carbon tariffs and voluntary reduction programs, creating related business opportunities. Enterprises and state-owned entities, such as CPC Corporation, Taiwan Power Company, and China Steel Corporation, have already begun developing carbon capture and reuse technologies and are promoting the circular economy. The government is also actively supporting the development of hydrogen power generation and offshore wind power, with plans to replace coal-fired power plants with natural gas, driving the construction of liquefied natural gas (LNG) storage and transportation facilities and "green hydrogen" power generation technologies. In addition, in line with the principles of emission reduction and circular economy, waste resource recycling, reclaimed water, and waste solvent recycling will become a future trend. The establishment of zero-waste centers in science and industrial parks is expected to be a key direction. The Company will continue to focus on global energy transformation opportunities, leveraging the expertise gained from the near-completion of the Chimei Resource Recycling Furnace Factory project to enhance its environmental protection capabilities. By utilizing its EPC turnkey project integration capacity and collaborating with domestic and international technology providers, the Company will actively pursue renewable energy and environmental protection-related projects.

(5) Biotechnology, Medical, and Pharmaceutical Industries

With the global trend of an aging population, Taiwan will enter a super-aged society in 2025, driven by technological advancements that foster breakthroughs in biotechnology. Taiwan's biotech industry encompasses applied biotechnology, pharmaceuticals, and medical devices, and has experienced growth in health-related demand post-pandemic. The Company will leverage its past experience, such as the design of the Nanya Shulin Blood Bag Factory, the second-phase expansion of the Grape King Biotech Longtan Park, and the 20-ton oxygen-consuming fermentation system at Chang Gung Biotech Taishan, to continue enhancing its expertise and actively pursue related construction projects.

In the healthcare industry, many hospitals under the Ministry of Health and Welfare (MOHW) are historic buildings in need of renovation or replacement. Currently, several hospitals are planning new construction or expansions. The MOHW's "Next-Generation Digital Healthcare Platform" (DHP) will break down data silos in healthcare, providing more accurate medical support and promoting digital transformation. The Company, through its collaboration with the group's investment in Ratelin Technology Co., Ltd., has secured the smart healthcare-related project at Chang Gung Memorial Hospital, and will build on this foundation to continuously develop expertise in smart healthcare technology and actively participate in related projects.

(II) Value-added innovative services

Driven by the global trends of energy conservation, carbon reduction, and green environmental protection, industries such as smart factories, smart buildings, and smart healthcare have rapidly developed, moving towards the goal of smart cities. The Company, through its investment in Ratelin Technology Co., Ltd. and related smart system suppliers, is developing energy management systems that integrate big data and AI technologies. Through energy information visualization, we help clients enhance energy efficiency, identify abnormal losses, and establish energy-saving strategies. In the future, we will deepen energy and raw material monitoring in

production processes and use advanced technologies to drive the transformation towards net-zero carbon emissions, expanding green engineering opportunities. The Company will also accumulate smart technology experience through projects such as the new construction of the China Engineering Cloud Universe Industrial Park and other smart factory cases, while offering EPC+AI artificial intelligence value-added integration services to accelerate business development.

(III) Sustainable Development

Corporate sustainable development and net-zero emissions have become key issues. Our company has established a Corporate Sustainability Committee, covering four key areas: "Sustainable Engineering," "Environmental Protection," "Social Harmony," and "Corporate Governance." For several consecutive years, we have successfully completed ISO 14064 greenhouse gas emission verification. In 2024, our company officially published its Corporate Sustainability Report and will actively develop green technologies, invest in green projects, and collaborate with partners to build a low-carbon supply chain, providing net-zero EPC value engineering services to achieve energy conservation, carbon reduction, and carbon neutrality goals.

Furthermore, our company continues to promote occupational health and safety management. We have implemented the ISO 14001 Environmental Management System and ISO 45001 Occupational Health and Safety Management System and have received multiple awards for occupational safety, ensuring that employees and partners work in a safe environment.

Our business spans various industries, and we will continue to leverage our expertise in mechanical and electrical systems integration, combining energy management, equipment maintenance, and predictive maintenance technologies. When undertaking projects, we will actively achieve green sustainability goals and fulfill our corporate environmental and social responsibilities.

III. Influence of External Competition, Legal and Regulatory Environment, and Macroeconomic Situation

(I) External competition

There is increasing competition in the construction market and the cost of materials and wages continues to soar. The Company has been constantly strengthening the integration of the supply chain, and has established steady collaborative relations with our collaborators, and has enhanced project management efficiency to effectively lower the costs. At the same time, by providing customers with process optimization and smart manufacturing production line planning, we help customers to achieve the goal of net zero carbon emission and a circular economy. Thereby reducing customers' operational risks and costs, enhancing the Company's innovative value, differentiating ourselves from competitors, increasing chances of winning bids, and increasing project profitability.

(II) Regulatory environment

In terms of the regulatory environment, the Company not only abides by the laws and regulations of the government and the requirements of the competent authorities, but is also committed to the promotion of ESG (environmental, social and corporate governance principles) for corporate sustainable development. The Company has established a Corporate Sustainable Development Committee and has in 2024 completed the ISO 14064 greenhouse gas emission verification, and we expect to officially publish the 2024 Corporate Sustainability Report this year. In the future, we look forward to bringing energy saving and carbon reduction benefits to customers and achieving the carbon neutrality goal through the provision of green engineering services, in order to lead the Company in actively contributing to environmental protection and caring for the planet.

(III) Macroeconomic Situation

In terms of the overall business environment, driven by the continued demand for emerging technologies such as AI, semiconductor giants and related supply chains will continue to expand their investments, which will simultaneously propel the petrochemical industry towards high-value development. Therefore, the long-term industry outlook remains cautiously optimistic. Our company, through years of continuous dedication to business diversification, improvement and innovation in system integration technologies, and solid efforts in core industries, has built a strong foundation. Despite the global economic slowdown, our company's performance and profitability remain strong, thanks to the efforts of all our colleagues, and we are well-positioned to navigate the uncertainties of the global economy in the future.

IV. Conclusion

The global economy is currently unstable due to factors such as global inflation, the China-US trade war, and geopolitical tensions. Additionally, policies addressing global climate change and the net-zero carbon emissions target will inevitably increase business costs and risks in the future. To mitigate the impact of industry downturns and sluggish market conditions on company operations, businesses must diversify. Therefore, our company has long been committed to a strategy of diversification across industries and technical expertise. We have adopted vertical division of labor, horizontal integration, and a multi-talented workforce development approach, focusing on long-term market strategies and adjusting our direction in response to economic cycles. We aim to build diversified, cross-industry technical capabilities to adapt to the technological advancements and economic fluctuations of the future. Although the overall economy currently carries certain risks, our business is still expected to achieve steady growth. Moreover, ESG (Environmental, Social, and Governance) is now seen as a new opportunity to strengthen corporate competitiveness and enhance corporate value. In addition to offering customers green sustainable engineering services and solutions for smart factories, smart buildings, and smart healthcare, we play a supporting role in corporate sustainable development. We are also committed to optimizing employee experience, building a diverse and inclusive workplace, nurturing industry talent, and caring for vulnerable groups to create shared value for society. By integrating corporate social responsibility, sustainable thinking, and business development strategies, we are moving towards a sustainable vision. Our entire team will continue to work hard to create better results, giving back to our shareholders and society, and laying a solid competitive foundation.

Best of luck to you all

KING POLYTECHNIC ENGINEERING CO., LTD.

Chairman, Hong Chien-Fong

Manager, Chang Ming-Chan

Accounting Supervisor, Hsu Chin-Pi

KING POLYTECHNIC ENGINEERING CO., LTD.

Audit and Risk Management Committee's Report

KPMG has been commissioned to audit the Company's 2023 business report, financial statements, and proposal for the distribution of earnings by the Board of Directors. After reviewing such documents, the Audit and Risk Management Committee found no nonconformity and thus presented this report to the AGM for approval in accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act.

Sincerely,

2025 Annual General Meeting of Shareholders of KING POLYTECHNIC ENGINEERING CO., LTD.

Audit Committee Convener: Hui-Yuo Hsu

March 10, 2025



安侯建業聯合會計師事務所

KPMG

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Independent Auditors' Report

To the Board of Directors of King Polytechnic Engineering Co., Ltd.:

Opinion

We have audited the consolidated financial statements of King Polytechnic Engineering Co., Ltd. and its subsidiaries (“the Group”), which comprise the consolidated balance sheets as of December 31, 2024 and 2023, 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 a summary of material policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2024 and 2023, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the International Financial Reporting Standards (“IFRSs”), International Accounting Standards (“IASs”), Interpretations developed by the International Financial Reporting Interpretations Committee (“IFRIC”) or the former Standing Interpretations Committee (“SIC”) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with The Norm of Professional Ethics for Certified Public 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 of our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. 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. In our judgement, the key audit matters we communicated in the auditor's report were as follows:

1. Revenue recognition

For the accounting policies for revenue recognition, please see note 4(o) “Revenue recognition” to the consolidated financial statements. For revenue recognition assessment regarding accounting assumptions and estimation uncertainty”, please refer to note 5. For disclosure of revenue from contracts with customers, please refer to note 6(q).

Description of key audit matter:

The contract revenue of the Group is recognized over time as the performance obligations are satisfied. Revenue is recognized based on the proportion of contract costs incurred to date relative to the estimated total contract costs as the financial reporting date. However, the estimated total contract costs are assessed and estimated by the Group's management based on past experience. Therefore, the testing of revenue recognition for incomplete projects is one of our key audit matters.

How the matter was addressed in our audit:

Our principal audit procedures included:

- Understanding the revenue contract contents and transaction conditions of the Group and assessing the appropriateness of revenue recognition.
- Evaluating and testing the revenue recognition on the design, operation and implantation of the effectiveness of internal controls.
- Selecting samples from underconstruction projects, examining relevant documents to confirm that the Group has fulfilled its performance obligations and adhered to the accounting policies for revenue recognition.
- Assessing the adequacy of management's disclosure on information related to revenue recognition.

Other Matter

King Polytechnic Engineering Co., Ltd. has prepared its parent-company-only financial statements 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 and with the IFRSs, IASs, IFRIC, SIC endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

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

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 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 the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

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

The engagement partners on the audit resulting in this independent auditors' report are Tang, Chia-Chien and Chen, Ya-Ling.

KPMG

Taipei, Taiwan (Republic of China)

March 10, 2025

Notes to Readers

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

The auditors' report and the accompanying consolidated financial statements are the English translation of the Chinese version prepared and used in the Republic of China. If there is any conflict between, or any difference in the interpretation of the English and Chinese language auditors' report and consolidated financial statements, the Chinese version shall prevail.

(English Translation of Consolidated Financial Statements and Report Originally Issued in Chinese)
KING POLYTECHNIC ENGINEERING CO., LTD. AND SUBSIDIARIES

Consolidated Balance Sheets

December 31, 2024 and 2023

(Expressed in Thousands of New Taiwan Dollars)

Assets		December 31, 2024		December 31, 2023		Liabilities and Equity		December 31, 2024		December 31, 2023	
		Amount	%	Amount	%			Amount	%	Amount	%
Current assets:						Current liabilities:					
1100	Cash and cash equivalents (note 6(a))	\$ 1,313,852	27	550,767	16	2100	Short-term borrowings (notes 6(h), 7 and 8)	\$ 404,967	8	137,000	4
1136	Current financial assets at amortised cost (notes 6(a) and 8)	862,041	18	675,761	19	2322	Long-term borrowings, current portion (notes 6(i), 7 and 8)	5,708	-	33,487	1
1140	Current contract assets (note 6(q))	1,834,813	38	1,771,737	51	2111	Short-term notes and bills payable (notes 6(j) and 7)	369,430	8	419,414	12
1170	Accounts receivable (notes 6(c) and (q))	198,934	4	154,849	4	2130	Contract liabilities-current (note 6(q))	1,337,562	28	370,952	11
1476	Other current financial assets	5,040	-	8,364	-	2150	Notes payable	35,690	1	54,865	1
130X	Inventories	981	-	981	-	2170	Accounts payable	592,561	12	623,974	18
1220	Total current tax assets	11	-	-	-	2209	Other payables (note 6(r))	119,508	2	126,128	4
1479	Other current assets	29,441	1	48,421	1	2230	Current tax liabilities	35,848	1	82,164	2
	Total current assets	<u>4,245,113</u>	<u>88</u>	<u>3,210,880</u>	<u>91</u>	2250	Current provisions (note 6(l))	292	-	1,404	-
Non-current assets:						2280	Lease liabilities-current (note 6(k))	5,860	-	5,569	-
1517	Financial assets at fair value through other comprehensive income -non-current (note 6(b))	203,713	4	103,944	3	2399	Other current liabilities	6,467	-	6,399	-
1535	Non-current financial assets at amortised cost (notes 8 and 9)	7,800	-	7,800	-		Total current liabilities	<u>2,913,893</u>	<u>60</u>	<u>1,861,356</u>	<u>53</u>
1550	Investments accounted for using equity method (note 6(d))	5,439	-	2,595	-		Non-Current liabilities:				
1600	Property, plant and equipment (notes 6(e) and 8)	368,064	8	149,891	4	2540	Long-term borrowings (notes 6(i), 7 and 8)	80,570	2	-	-
1755	Right-of-use assets (note 6(g))	10,663	-	13,736	1	2570	Deferred tax liabilities (note 6(n))	12,494	-	10,547	1
1984	Other non-current financial assets	7,056	-	15,367	1	2580	Lease liabilities-non current (note 6(k))	4,963	-	8,234	-
1840	Deferred tax assets (note 6(n))	4,338	-	4,570	-	2640	Net defined benefit liability-non-current (note 6(m))	15,642	-	15,184	-
1990	Other non-current assets	455	-	993	-		Total non-current liabilities	<u>113,669</u>	<u>2</u>	<u>33,965</u>	<u>1</u>
	Total non-current assets	<u>607,528</u>	<u>12</u>	<u>298,896</u>	<u>9</u>		Total liabilities	<u>3,027,562</u>	<u>62</u>	<u>1,895,321</u>	<u>54</u>
						Equity attributable to owners of parent (notes 6(m) and (o)):					
						3110	Ordinary share	780,916	16	743,730	21
						3200	Capital surplus	10,354	-	10,354	-
							Retained earnings:				
						3310	Legal reserve	174,174	4	135,295	4
						3350	Unappropriated retained earnings	689,154	14	659,499	19
								<u>863,328</u>	<u>18</u>	<u>794,794</u>	<u>23</u>
							Other equity:				
						3410	Exchange differences on translation of foreign financial statements	6,354	-	1,219	-
						3420	Unrealised gains on financial assets measured at fair value through other comprehensive income	164,127	4	64,358	2
								<u>170,481</u>	<u>4</u>	<u>65,577</u>	<u>2</u>
							Total equity	<u>1,825,079</u>	<u>38</u>	<u>1,614,455</u>	<u>46</u>
							Total liabilities and equity	<u>\$ 4,852,641</u>	<u>100</u>	<u>3,509,776</u>	<u>100</u>
	Total assets	<u>\$ 4,852,641</u>	<u>100</u>	<u>3,509,776</u>	<u>100</u>						

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
KING POLYTECHNIC ENGINEERING CO., LTD. AND SUBSIDIARIES

Consolidated Statements of Comprehensive Income

For the years ended December 31, 2024 and 2023

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

		<u>2024</u>		<u>2023</u>	
		<u>Amount</u>	<u>%</u>	<u>Amount</u>	<u>%</u>
4000	Operating revenue (notes 6(q) and 7)	\$ 4,131,669	100	5,313,804	100
5000	Operating costs (notes 6(e), (g), (l), (m), 7 and 12)	<u>3,603,784</u>	<u>87</u>	<u>4,713,269</u>	<u>89</u>
	Gross profit from operations	<u>527,885</u>	<u>13</u>	<u>600,535</u>	<u>11</u>
	Operating expenses (notes 6(c), (e), (g), (k), (m), (r), 7 and 12):				
6200	Administrative expenses	125,870	3	122,627	2
6450	Expected credit loss	<u>-</u>	<u>-</u>	<u>12,684</u>	<u>-</u>
	Total operating expenses	<u>125,870</u>	<u>3</u>	<u>135,311</u>	<u>2</u>
	Net operating income	<u>402,015</u>	<u>10</u>	<u>465,224</u>	<u>9</u>
	Non-operating income and expenses (notes 6(d), (g), (k), (s) and 7):				
7010	Other income	2,747	-	2,616	-
7020	Other gains and losses	8,612	-	9,952	-
7050	Finance costs	(7,594)	-	(5,356)	-
7100	Interest income	21,250	1	13,024	-
7060	Share of profit of associates accounted for using equity method	<u>2,844</u>	<u>-</u>	<u>(479)</u>	<u>-</u>
	Total non-operating income and expenses	<u>27,859</u>	<u>1</u>	<u>19,757</u>	<u>-</u>
7900	Profit before tax	429,874	11	484,981	9
7950	Less: income tax expenses (note 6(n))	<u>85,657</u>	<u>2</u>	<u>94,273</u>	<u>2</u>
	Profit	<u>344,217</u>	<u>9</u>	<u>390,708</u>	<u>7</u>
8300	Other comprehensive income (notes 6(m) and (o)):				
8310	Items that may not be reclassified subsequently to profit or loss				
8311	Losses on remeasurements of defined benefit plans	(503)	-	(1,915)	-
8316	Unrealized gains from investments in equity instruments measured at fair value through other comprehensive income	99,769	2	17,522	-
8349	Income tax related to components of other comprehensive income that will not be reclassified to profit or loss	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
	Total items that may not be reclassified subsequently to profit or loss	<u>99,266</u>	<u>2</u>	<u>15,607</u>	<u>-</u>
8360	Items that may be reclassified subsequently to profit or loss				
8361	Exchange differences on translation of foreign financial statements	5,135	-	(84)	-
8399	Income tax related to components of other comprehensive income that will be reclassified to profit or loss	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
	Total items that may be reclassified subsequently to profit or loss	<u>5,135</u>	<u>-</u>	<u>(84)</u>	<u>-</u>
8300	Other comprehensive income (net of tax)	<u>104,401</u>	<u>2</u>	<u>15,523</u>	<u>-</u>
	Total comprehensive income	<u>\$ 448,618</u>	<u>11</u>	<u>406,231</u>	<u>7</u>
	Profit attributable to:				
	Owners of parent	<u>\$ 344,217</u>	<u>9</u>	<u>390,708</u>	<u>7</u>
	Comprehensive income attributable to:				
	Owners of parent	<u>\$ 448,618</u>	<u>11</u>	<u>406,231</u>	<u>7</u>
	Earnings per share (expressed in New Taiwan dollars) (note 6(p))				
9750	Basic earnings per share	<u>\$ 4.41</u>		<u>5.00</u>	
9850	Diluted earnings per share	<u>\$ 4.36</u>		<u>4.95</u>	

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
KING POLYTECHNIC ENGINEERING CO., LTD. AND SUBSIDIARIES

Consolidated Statements of Changes in Equity
For the years ended December 31, 2024 and 2023
(Expressed in Thousands of New Taiwan Dollars)

	Retained earnings			Other equity			Total equity
	Ordinary shares	Capital surplus	Legal reserve	Unappropriated retained earnings	Exchange differences on translation of foreign financial statements	Unrealized gains on financial assets measured at fair value through other comprehensive income	
Balance at January 1, 2023	\$ 722,068	10,354	122,139	370,510	1,303	46,836	1,273,210
Profit	-	-	-	390,708	-	-	390,708
Other comprehensive income	-	-	-	(1,915)	(84)	17,522	15,523
Total comprehensive income	-	-	-	388,793	(84)	17,522	406,231
Appropriation and distribution of retained earnings:							
Legal reserve appropriated	-	-	13,156	(13,156)	-	-	-
Cash dividends of ordinary shares	-	-	-	(64,986)	-	-	(64,986)
Stock dividends of ordinary shares	21,662	-	-	(21,662)	-	-	-
Balance at December 31, 2023	<u>743,730</u>	<u>10,354</u>	<u>135,295</u>	<u>659,499</u>	<u>1,219</u>	<u>64,358</u>	<u>1,614,455</u>
Profit	-	-	-	344,217	-	-	344,217
Other comprehensive income	-	-	-	(503)	5,135	99,769	104,401
Total comprehensive income	-	-	-	343,714	5,135	99,769	448,618
Appropriation and distribution of retained earnings:							
Legal reserve appropriated	-	-	38,879	(38,879)	-	-	-
Cash dividends of ordinary share	-	-	-	(237,994)	-	-	(237,994)
Stock dividends of ordinary share	37,186	-	-	(37,186)	-	-	-
Balance at December 31, 2024	<u>\$ 780,916</u>	<u>10,354</u>	<u>174,174</u>	<u>689,154</u>	<u>6,354</u>	<u>164,127</u>	<u>1,825,079</u>

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
KING POLYTECHNIC ENGINEERING CO., LTD. AND SUBSIDIARIES

Consolidated Statements of Cash Flows
For the years ended December 31, 2024 and 2023
(Expressed in Thousands of New Taiwan Dollars)

	2024	2023
Cash flows from (used in) operating activities:		
Profit before tax	\$ 429,874	484,981
Adjustments:		
Adjustments to reconcile profit (loss):		
Depreciation expense	10,409	9,533
Amortization expense	538	549
Expected credit loss	-	12,684
Interest expense	7,594	5,356
Interest income	(21,250)	(13,024)
Dividend income	(2,263)	(1,369)
Share of profit or loss of associates accounted for using equity method	(2,844)	479
Gains on disposal of property, plant and equipment	-	(405)
Gains on disposal of investment properties	-	(2,261)
Gains on lease modification	(7)	-
Total adjustments to reconcile profit (loss)	(7,823)	11,542
Changes in operating assets and liabilities:		
Increase in contract assets	(55,035)	(466,969)
Decrease in notes receivable due from related parties	-	588
(Increase) decrease in accounts receivable	(44,085)	270,226
Decrease in other current assets	18,980	80,168
Decrease in other financial assets	4,743	4,523
(Increase) decrease in current financial assets at amortised cost	(186,280)	570,192
Total changes in operating assets	(261,677)	458,728
Increase (decrease) in contract liabilities	966,610	(619,591)
(Decrease) increase in notes payable	(19,175)	16,472
(Decrease) increase in accounts payable	(31,413)	232,298
(Decrease) increase in other payables	(7,402)	77,300
Decrease in provisions	(1,112)	(1,175)
Increase (decrease) in other current liabilities	44	(37,203)
(Decrease) increase in net defined benefit liability	(45)	91
Total changes in operating liabilities	907,507	(331,808)
Total changes in operating assets and liabilities	645,830	126,920
Total adjustments	638,007	138,462
Cash inflow generated from operations	1,067,881	623,443
Interest received	19,831	11,014
Dividends received	2,263	1,369
Income taxes paid	(129,805)	(35,690)
Net cash flows from operating activities	960,170	600,136
Cash flows from (used in) investing activities:		
Acquisition of property, plant and equipment	(221,846)	(5,633)
Proceeds from disposal of property, plant and equipment	-	489
Acquisition of investment properties	-	(156)
Proceeds from disposal of investment properties	-	24,706
Decrease (increase) in other non-current financial assets	8,311	(3,775)
Net cash flows from (used in) investing activities	(213,535)	15,631
Cash flows from (used in) financing activities:		
Increase in short-term borrowings	354,967	276,276
Decrease in short-term borrowings	(87,000)	(649,108)
Decrease in long-term borrowing, current portion	(27,779)	(42,115)
Increase in short-term notes and bills payable	2,100,000	1,690,000
Decrease in short-term notes and bills payable	(2,150,000)	(1,560,000)
Increase in long-term borrowings	80,570	-
Increase in guarantee deposits received	24	-
Payment of lease liabilities	(6,040)	(6,199)
Cash dividends paid	(237,994)	(64,986)
Interest paid	(14,837)	(14,373)
Net cash flows from (used in) financing activities	11,911	(370,505)
Effect of exchange rate changes on cash and cash equivalents	4,539	(404)
Net increase in cash and cash equivalents	763,085	244,858
Cash and cash equivalents at beginning of period	550,767	305,909
Cash and cash equivalents at ending of period	\$ 1,313,852	550,767

See accompanying notes to consolidated financial statements.



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Independent Auditors' Report

To the Board of Directors of King Polytechnic Engineering Co., Ltd.:

Opinion

We have audited the financial statements of King Polytechnic Engineering Co., Ltd. (“the Company”), which comprise the balance sheets as of December 31, 2024 and 2023, the statements of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the financial statements, including a summary of material policies.

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

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In our judgement, the key audit matters we communicated in the auditor's report were as follows:

1. Revenue recognition

For the accounting policies for revenue recognition, please see note 4(m) “Revenue recognition” to the parent company only financial statements. For revenue recognition assessment regarding accounting assumptions and estimation uncertainty”, please refer to note 5. For disclosure of revenue from contracts with customers, please refer to note 6(o).

Description of key audit matter:

The contract revenue of the Company is recognized over time as the performance obligations are satisfied. Revenue is recognized based on the proportion of contract costs incurred to date relative to the estimated total contract costs as the financial reporting date. However, the estimated total contract costs are assessed and estimated by the Company's management based on past experience. Therefore, the testing of revenue recognition for incomplete projects is one of our key audit matters.

How the matter was addressed in our audit:

Our principal audit procedures included:

- Understanding the revenue contract contents and transaction conditions of the Company and assessing the appropriateness of revenue recognition.
- Evaluating and testing the revenue recognition on the design, operation and implantation of the effectiveness of internal controls.
- Selecting samples from underconstruction projects, examining relevant documents to confirm that the Company has fulfilled its performance obligations and adhered to the accounting policies for revenue recognition.
- Assessing the adequacy of management's disclosure on information related to revenue recognition.

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

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

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

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

Auditors' Responsibilities for the Audit of the Financial Statements

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

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

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

3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of the investment in other entities accounted for using the equity method to express an opinion on this 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 financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audit resulting in this independent auditors' report are Chia-Chien Tang and Ya-Ling Chen.

KPMG

Taipei, Taiwan (Republic of China)
March 10, 2025

Notes 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 the accounting principles and practices generally accepted in the Republic of China and not those of any other jurisdictions. The standards, procedures and practices to audit such parent company only financial statements are those generally accepted and applied in the Republic of China.

The independent auditors' report and the accompanying parent company only financial statements are the English translation of the Chinese version prepared and used in the Republic of China. If there is any conflict between, or any difference in the interpretation of the English and Chinese language auditors' report and parent company only financial statements, the Chinese version shall prevail.

(English Translation of Parent Company Only Financial Statements and Report Originally Issued in Chinese)
KING POLYTECHNIC ENGINEERING CO., LTD.

Balance Sheets

December 31, 2024 and 2023

(Expressed in Thousands of New Taiwan Dollars)

Assets		December 31, 2024		December 31, 2023		Liabilities and Equity		December 31, 2024		December 31, 2023	
		Amount	%	Amount	%			Amount	%	Amount	%
Current assets:						Current liabilities:					
1100	Cash and cash equivalents (note 6(a))	\$ 1,284,726	27	401,008	12	2100	Short-term borrowings (notes 6(g), 7 and 8)	\$ 340,000	7	127,000	4
1136	Current financial assets at amortised cost (notes 6(a) and 8)	731,283	16	599,816	18	2322	Long-term borrowings, current portion (notes 6(h), 7 and 8)	5,708	-	33,487	1
1140	Current contract assets (note 6(p))	1,667,658	35	1,698,297	50	2110	Short-term notes and bills payable (notes 6(i) and 7)	359,450	8	379,437	11
1170	Accounts receivable (notes 6(c) and (p))	197,798	4	154,849	4	2130	Contract liabilities-current (note 6(p))	1,330,415	28	362,430	11
1476	Other current financial assets	2,124	-	6,507	-	2150	Notes payable	32,110	1	52,829	2
1479	Other current assets	18,504	-	41,106	1	2170	Accounts payable	586,905	12	599,562	18
	Total current assets	<u>3,902,093</u>	<u>82</u>	<u>2,901,583</u>	<u>85</u>	2180	Accounts payable-related parties (note 7)	6,195	-	-	-
Non-current assets:						2200	Other payables (note 6(q))	116,026	2	122,941	4
1517	Financial assets at fair value through other comprehensive income-non-current (note 6(b))	203,713	4	103,944	3	2230	Current tax liabilities	35,225	1	81,847	2
1550	Investments accounted for using equity method (note 6(d))	271,047	6	240,314	7	2250	Current provisions (note 6(k))	292	-	1,404	-
1600	Property, plant and equipment (notes 6(e) and 8)	358,762	8	140,953	4	2280	Lease liabilities-current (note 6(j))	5,860	-	5,569	-
1755	Right-of-use assets (note 6(f))	10,663	-	13,736	1	2399	Other current liabilities	1,193	-	2,179	-
1984	Other non-current financial assets	7,056	-	11,012	-		Total current liabilities	<u>2,819,379</u>	<u>59</u>	<u>1,768,685</u>	<u>53</u>
1840	Deferred tax assets (note 6(m))	4,338	-	4,570	-		Non-Current liabilities:				
1990	Other non-current assets	455	-	993	-	2540	Long-term borrowings (notes 6(h), 7 and 8)	80,570	3	-	-
	Total non-current assets	<u>856,034</u>	<u>18</u>	<u>515,522</u>	<u>15</u>	2570	Deferred tax liabilities (note 6(m))	12,494	-	10,547	-
						2580	Lease liabilities-non current (note 6(j))	4,963	-	8,234	-
						2640	Net defined benefit liability-non-current (note 6(l))	15,642	-	15,184	-
							Total non-current liabilities	<u>113,669</u>	<u>3</u>	<u>33,965</u>	<u>-</u>
							Total liabilities	<u>2,933,048</u>	<u>62</u>	<u>1,802,650</u>	<u>53</u>
							Equity (notes 6(l) and (n)):				
						3100	Ordinary shares	780,916	16	743,730	22
						3200	Capital surplus	10,354	-	10,354	-
							Retained earnings:				
						3310	Legal reserve	174,174	4	135,295	4
						3350	Unappropriated retained earnings	689,154	15	659,499	19
								863,328	19	794,794	23
							Other equity:				
						3410	Exchange differences on translation of foreign financial statements	6,354	-	1,219	-
						3420	Unrealised gains (losses) on financial assets measured at fair value through other comprehensive income	164,127	3	64,358	2
								170,481	3	65,577	2
							Total equity	<u>1,825,079</u>	<u>38</u>	<u>1,614,455</u>	<u>47</u>
							Total liabilities and equity	<u>\$ 4,758,127</u>	<u>100</u>	<u>3,417,105</u>	<u>100</u>
	Total assets	<u>\$ 4,758,127</u>	<u>100</u>	<u>3,417,105</u>	<u>100</u>						

See accompanying notes to parent company only financial statements.

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

KING POLYTECHNIC ENGINEERING CO., LTD.**Statements of Comprehensive Income****For the years ended December 31, 2024 and 2023****(Expressed in Thousands of New Taiwan Dollars , Except for Earnings Per Share)**

	2024		2023	
	Amount	%	Amount	%
4000 Operating revenue (notes 6(p) and 7)	\$ 3,995,013	100	5,222,395	100
5000 Operating costs (notes 6(e), (f), (k), (l), 7 and 12)	<u>3,488,231</u>	<u>87</u>	<u>4,650,481</u>	<u>89</u>
Gross profit from operations	<u>506,782</u>	<u>13</u>	<u>571,914</u>	<u>11</u>
Operating expenses (notes 6(e), (f), (j), (l), (q) and 12):				
6200 Administrative expenses	<u>120,408</u>	<u>3</u>	<u>117,161</u>	<u>2</u>
Net operating income	<u>386,374</u>	<u>10</u>	<u>454,753</u>	<u>9</u>
Non-operating income and expenses (notes 6(d), (j), (r) and 7):				
7010 Other income	3,167	-	2,136	-
7020 Other gains and losses	5,417	-	6,651	-
7050 Finance costs	(7,594)	-	(5,399)	-
7100 Interest income	16,008	-	9,422	-
7375 Share of profit of subsidiaries and associates accounted for using equity method	<u>25,598</u>	<u>1</u>	<u>15,829</u>	<u>-</u>
Total non-operating income and expenses	<u>42,596</u>	<u>1</u>	<u>28,639</u>	<u>-</u>
Profit before tax	428,970	11	483,392	9
7950 Less: income tax expenses (note 6(m))	<u>84,753</u>	<u>2</u>	<u>92,684</u>	<u>2</u>
Profit	<u>344,217</u>	<u>9</u>	<u>390,708</u>	<u>7</u>
8300 Other comprehensive income (notes 6(l) and (n)):				
8310 Items that may not be reclassified subsequently to profit or loss				
8311 Losses on remeasurements of defined benefit plans	(503)	-	(1,915)	-
8316 Unrealized gains from investments in equity instruments measured at fair value through other comprehensive income	99,769	2	17,522	-
8349 Income tax related to components of other comprehensive income that will not be reclassified to profit or loss	-	-	-	-
Total items that may not be reclassified subsequently to profit or loss	<u>99,266</u>	<u>2</u>	<u>15,607</u>	<u>-</u>
8360 Items that may be reclassified subsequently to profit or loss				
8361 Exchange differences on translation of foreign financial statements	5,135	-	(84)	-
8399 Income tax related to components of other comprehensive income that will be reclassified to profit or loss	-	-	-	-
Total items that may be reclassified subsequently to profit or loss	<u>5,135</u>	<u>-</u>	<u>(84)</u>	<u>-</u>
8300 Other comprehensive income (net of tax)	<u>104,401</u>	<u>2</u>	<u>15,523</u>	<u>-</u>
Total comprehensive income	<u>\$ 448,618</u>	<u>11</u>	<u>406,231</u>	<u>7</u>
9750 Basic earnings per share (note 6(o))	<u>\$ 4.41</u>		<u>5.00</u>	
9850 Diluted earnings per share (note 6(o))	<u>\$ 4.36</u>		<u>4.95</u>	

See accompanying notes to parent company only financial statements.

(English Translation of Parent Company Only Financial Statements Originally Issued in Chinese)
KING POLYTECHNIC ENGINEERING CO., LTD.

Statements of Changes in Equity
For the years ended December 31, 2024 and 2023
(Expressed in Thousands of New Taiwan Dollars)

	Retained earnings			Other equity			Total equity
	Ordinary shares	Capital surplus	Legal reserve	Unappropriated retained earnings	Exchange differences on translation of foreign financial statements	Unrealized gains on financial assets measured at fair value through other comprehensive income	
Balance at January 1, 2023	\$ 722,068	10,354	122,139	370,510	1,303	46,836	1,273,210
Profit	-	-	-	390,708	-	-	390,708
Other comprehensive income	-	-	-	(1,915)	(84)	17,522	15,523
Total comprehensive income	-	-	-	388,793	(84)	17,522	406,231
Appropriation and distribution of retained earnings:							
Legal reserve appropriated	-	-	13,156	(13,156)	-	-	-
Cash dividends of ordinary shares	-	-	-	(64,986)	-	-	(64,986)
Stock dividends of ordinary shares	21,662	-	-	(21,662)	-	-	-
Balance at December 31, 2023	743,730	10,354	135,295	659,499	1,219	64,358	1,614,455
Profit	-	-	-	344,217	-	-	344,217
Other comprehensive income	-	-	-	(503)	5,135	99,769	104,401
Total comprehensive income	-	-	-	343,714	5,135	99,769	448,618
Appropriation and distribution of retained earnings:							
Legal reserve appropriated	-	-	38,879	(38,879)	-	-	-
Cash dividends of ordinary shares	-	-	-	(237,994)	-	-	(237,994)
Stock dividends of ordinary shares	37,186	-	-	(37,186)	-	-	-
Balance at December 31, 2024	\$ 780,916	10,354	174,174	689,154	6,354	164,127	1,825,079

See accompanying notes to parent company only financial statements.

(English Translation of Parent Company Only Financial Statements Originally Issued in Chinese)
KING POLYTECHNIC ENGINEERING CO., LTD.

Statements of Cash Flows

For the years ended December 31, 2024 and 2023

(Expressed in Thousands of New Taiwan Dollars)

	2024	2023
Cash flows from (used in) operating activities:		
Profit before tax	\$ 428,970	483,392
Adjustments:		
Adjustments to reconcile profit (loss):		
Depreciation expense	10,177	9,219
Amortization expense	538	549
Interest expense	7,594	5,399
Interest income	(16,008)	(9,422)
Dividend income	(2,263)	(1,369)
Share of profit of subsidiaries and associates accounted for using equity method	(25,598)	(15,829)
Gains on lease modifications	(7)	-
Total adjustments to reconcile profit (loss)	(25,567)	(11,453)
Changes in operating assets and liabilities:		
Changes in operating assets:		
Decrease (increase) in contract assets	37,394	(523,864)
Decrease in notes receivable due from related parties	-	588
(Increase) decrease in accounts receivable	(42,949)	282,910
Decrease in other receivable due from related parties	-	7,853
Decrease in other current assets	22,602	80,863
Decrease in other financial assets	4,744	4,522
(Increase) decrease in current financial assets at amortised cost	(131,467)	586,626
Total changes in operating assets	(109,676)	439,498
Changes in operating liabilities:		
Increase (decrease) in contract liabilities	967,985	(615,610)
(Decrease) increase in notes payable	(20,719)	14,908
(Decrease) increase in accounts payable	(12,657)	224,131
Increase in accounts payable-related parties	6,195	-
(Decrease) increase in other payable	(7,281)	76,359
Decrease in provisions	(1,112)	(1,175)
Decrease in other current liabilities	(1,010)	(39,688)
(Decrease) increase in net defined benefit liability	(45)	91
Total changes in operating liabilities	931,356	(340,984)
Total changes in operating assets and liabilities	821,680	98,514
Total adjustments	796,113	87,061
Cash inflow generated from operations	1,225,083	570,453
Interest received	15,647	9,187
Dividends received	2,263	1,369
Income taxes paid	(129,196)	(34,418)
Net cash flows from operating activities	1,113,797	546,591
Cash flows from (used in) investing activities:		
Acquisition of property, plant and equipment	(221,846)	(5,633)
Decrease (increase) in other financial assets	3,956	(3,782)
Net cash used in investing activities	(217,890)	(9,415)
Cash flows from (used in) financing activities:		
Increase in short-term borrowings	300,000	256,899
Decrease in short-term borrowings	(87,000)	(619,731)
Increase in short-term notes and bills payable	1,960,000	1,460,000
Decrease in short-term notes and bills payable	(1,980,000)	(1,320,000)
Decrease long-term borrowings, current portion	(27,779)	(42,115)
Increase in long-term borrowings	80,570	-
Increase in guarantee deposits received	24	-
Payment of lease liabilities	(6,040)	(6,199)
Cash dividends paid	(237,994)	(64,986)
Interest paid	(13,970)	(13,174)
Net cash flows used in financing activities	(12,189)	(349,306)
Net increase in cash and cash equivalents	883,718	187,870
Cash and cash equivalents at beginning of period	401,008	213,138
Cash and cash equivalents at ending of period	\$ 1,284,726	401,008

See accompanying notes to parent company only financial statements.

KING POLYTECHNIC ENGINEERING CO., LTD.
Amendment Comparison Table for the Ethical Corporate Management Best Practice Principles

Amended Provisions	Current Provisions	Description
<p>Article 1 To establish a corporate culture of <u>integrity and sound development, and to build a solid structure for ethical business practices and a sustainable business environment</u>, the Company has adopted these Principles in accordance with the "Ethical Corporate Management Best Practice Principles for TWSE/TPEX Listed Companies." These Principles apply to subsidiaries, foundations funded directly or indirectly by more than 50%, and other entities or organizations under the Company's <u>substantial control (hereinafter referred to as "Group Enterprises and Organizations")</u></p>	<p>Article 1 To establish a corporate culture of sustainable development, the Company has adopted these Principles in accordance with the "Ethical Corporate Management Best Practice Principles for TWSE/TPEX Listed Companies." These Principles apply to the Company, its subsidiaries, and its invested enterprises. Scope of Application: These principles apply to the directors, executives, and all employees of the Company (hereinafter referred to as "personnel of the Company").</p>	<p>Amended in accordance with applicable laws and regulations.</p>
<p>Article 2 When engaging in commercial activities, <u>directors, managers, employees, and mandataries of the company or persons having substantial control over such companies ("s.ubstantial controllers") shall not</u> directly or indirectly offer, promise to offer, request or accept any improper benefits, nor commit unethical acts including breach of ethics, illegal acts, or breach of fiduciary duty ("unethical conduct") <u>for purposes of acquiring or maintaining benefits.</u> <u>Parties referred to in the preceding paragraph include civil servants, political candidates, political parties or members of political parties, state-run or private-owned businesses or institutions, and their directors, supervisors, managers, employees or substantial controllers or other stakeholders.</u></p>	<p>Article 2 Directors, managerial officers, employees, appointees, and those with substantial control (collectively referred to as "substantial controllers") shall not, in the course of business activities, directly or indirectly offer, promise, solicit, or accept any improper benefit or engage in other dishonest, illegal, or fiduciary-breaching conduct for the purpose of acquiring or maintaining benefits ("unethical conduct").</p>	<p>Amended in accordance with applicable laws and regulations.</p>
<p>Article 3 "Benefits" in these Principles means any valuable things, including money, endowments, commissions, positions, services, preferential treatment or rebates of any type or in any name. <u>Benefits received or given occasionally in accordance with accepted social customs and that do not adversely affect specific rights and obligations shall be excluded.</u></p>	<p>Article 3 "Benefits" in these Principles means any valuable things, including money, endowments, commissions, positions, services, preferential treatment or rebates of any type or in any name.</p>	<p>Amended in accordance with applicable laws and regulations.</p>
<p>Article 6 To implement the above principles and policies, the Company has adopted the <u>"Procedures for Ethical Management and Guidelines for Conduct" to define operational practices, standards for ethical conduct, and prevention mechanisms.</u> The content shall at least include: 1.Criteria for identifying improper benefits.</p>	<p>Article 6 To implement the management philosophy and policies outlined in the previous article, the Company has established the "Work Rules" as behavioral guidelines.</p>	<p>Amended in accordance with applicable laws and regulations.</p>

Amended Provisions	Current Provisions	Description
<p><u>2.Procedures for lawful political donations.</u> <u>3.Procedures and amount limits for proper charitable donations or sponsorships.</u> <u>4.Regulations to avoid conflicts of interest and related reporting and handling procedures.</u> <u>5.Confidentiality requirements for business and sensitive information.</u> <u>6.Standards and procedures for dealing with suppliers, customers, and counterparties engaging in unethical conduct.</u> <u>7.Procedures for reporting violations of the ethical corporate management policy.</u> <u>8.Disciplinary actions for violators.</u> <u>9.Employee training.</u> <u>The prevention program shall comply with relevant laws and regulations of the Company and its Group Enterprises and Organizations.</u></p>		
<p>Article 7 The Company shall establish a mechanism to assess the risk of unethical conduct, regularly analyze and evaluate business activities with higher risk, and accordingly develop and periodically review the adequacy and effectiveness of the prevention program. <u>The Company may refer to domestic and international standards or guidelines and include, at a minimum, preventive measures for the following:</u> <u>1. Bribery and receiving bribes.</u> <u>2. Illegal political donations.</u> <u>3.Improper charitable donations or sponsorships.</u> <u>4. Offering or accepting unreasonable gifts, hospitality, or other improper benefits.</u> <u>5. Infringement of trade secrets, trademarks, patents, copyrights, and other intellectual property rights.</u> <u>6. Acts of unfair competition.</u> <u>7. Harm to consumer or stakeholder rights, health, or safety in product and service R&D, procurement, manufacturing, provision, or sale.</u></p>	<p>Article 7 The Company shall establish a mechanism to assess the risk of unethical conduct, regularly analyze and evaluate business activities with higher risk, and accordingly develop and periodically review the adequacy and effectiveness of the prevention program.</p>	<p>Amended in accordance with applicable laws and regulations.</p>
<p>Article 8 The Company shall require its directors and senior management to issue a statement of compliance with the ethical management policy and include adherence to the policy as part of employment terms for employees. The Company and its <u>group</u> enterprises and organizations shall clearly disclose the ethical management policy and the commitment of the board of directors and senior management to ethical practices in their internal regulations, external documents, and company websites. The policy shall be enforced in internal management and business operations. The Company shall document and properly retain the policy statements, commitments, and implementation records mentioned above.</p>	<p>Article 8 The Company shall require its directors and senior management to issue a statement of compliance with the ethical management policy and include adherence to the policy as part of employment terms for employees. The Company and its investee enterprises and organizations shall clearly disclose the ethical management policy and the commitment of the board of directors and senior management to ethical practices in their internal regulations, external documents, and company websites. The policy shall be enforced in internal management and business operations. The Company shall document and properly retain the policy statements, commitments, and implementation records mentioned above.</p>	<p>Amended in accordance with applicable laws and regulations.</p>
<p>Article 9 The Company shall conduct business activities in a fair and transparent manner based on principles of integrity. Before engaging in business, the Company shall</p>	<p>Article 9 The Company shall conduct business activities in a fair and transparent manner based on principles of integrity. Before engaging in business, the Company shall</p>	<p>Amended in accordance with applicable laws and regulations.</p>

Amended Provisions	Current Provisions	Description
<p>evaluate the legality and potential involvement in unethical conduct of agents, suppliers, customers, or other trading counterparts, and avoid transactions with those found to be involved in unethical acts. <u>Contracts with such parties shall include compliance clauses for the ethical management policy and allow the Company to terminate or cancel the contract in case of unethical behavior by the counterpart.</u></p>	<p>evaluate the legality and potential involvement in unethical conduct of agents, suppliers, customers, or other trading counterparts, and avoid transactions with those found to be involved in unethical acts.</p>	
<p>Article 10 <u>The Company, its directors, managerial officers, employees, appointees, and substantial controllers</u> shall not, in the course of business, directly or indirectly offer, promise, solicit, or accept any form of improper benefits <u>to or from clients, agents, contractors, suppliers, public officials, or other stakeholders.</u></p>	<p>Article 10 The Company shall not, in the course of business, directly or indirectly offer, promise, solicit, or accept any form of improper benefits.</p>	<p>Amended in accordance with applicable laws and regulations.</p>
<p>Article 11 When directly or indirectly offering a donation to political parties or organizations or individuals participating in political activities,<u>the company and their directors, managers, employees, mandataries, and substantial controllers,</u> shall comply with the Political Donations Act and their own relevant internal operational procedures, and shall not make such donations in exchange for commercial gains or business advantages.</p>	<p>Article 11 When directly or indirectly offering a donation to political parties or organizations or individuals participating in political activities,the companyshall comply with the Political Donations Act and their own relevant internal operational procedures, and shall not make such donations in exchange for commercial gains or business advantages.</p>	<p>Amended in accordance with applicable laws and regulations.</p>
<p>Article 12 When making or offering donations and sponsorship,<u>the Company and their directors, managers, employees , mandataries, and substantial controllers</u> shall comply with relevant laws and regulations and internal operational procedures, and shall not surreptitiously engage in bribery.</p>	<p>Article 12 When making or offering donations and sponsorship,the Company shall comply with relevant laws and regulations and internal operational procedures, and shall not surreptitiously engage in bribery.</p>	<p>Amended in accordance with applicable laws and regulations.</p>
<p>Article 13 <u>The Company and their directors, managers, employees, mandataries, and substantial controllers</u> shall not directly or indirectly offer or accept any unreasonable presents, hospitality or other improper benefits to establish business relationship or influence commercial transactions.</p>	<p>Article 13 The Company shall not directly or indirectly offer or accept any unreasonable presents, hospitality or other improper benefits to establish business relationship or influence commercial transactions.</p>	<p>Amended in accordance with applicable laws and regulations.</p>
<p>Article 14 <u>The Company and their directors, managers, employees, mandataries, and substantial controllers shall observe applicable laws and regulations, the company's internal operational procedures, and contractual provisions concerning intellectual property, and may not use, disclose, dispose, or damage intellectual property or otherwise infringe intellectual property rights without the prior consent of the intellectual property rights holder.</u></p>		<p>Amended in accordance with applicable laws and regulations.</p>
<p>Article 15 <u>The Company shall engage in business activities in accordance with applicable competition laws and regulations, and may not fix prices, make rigged bids, establish output restrictions or quotas, or share or divide</u></p>		<p>Amended in accordance with applicable laws and regulations.</p>

Amended Provisions	Current Provisions	Description
<u>markets by allocating customers, suppliers, territories, or lines of commerce.</u>		
<p>Article 16 <u>In the course of research and development, procurement, manufacture, provision, or sale of products and services, the Company and their directors, supervisors, managers, employees, mandataries, and substantial controllers shall observe applicable laws and regulations and international standards to ensure the transparency of information about, and safety of, their products and services. They shall also adopt and publish a policy on the protection of the rights and interests of consumers or other stakeholders, and carry out the policy in their operations, with a view to preventing their products and services from directly or indirectly damaging the rights and interests, health, and safety of consumers or other stakeholders. Where there are sufficient facts to determine that the company's products or services are likely to pose any hazard to the safety and health of consumers or other stakeholders, the company shall, in principle, recall those products or suspend the services immediately.</u></p>		<p>Amended in accordance with applicable laws and regulations.</p>
<p>Article 17</p>	<p>Article 14</p>	<p>Re-number Articles</p>
<p>Article 18 <u>The Company and their directors, supervisors, managers, employees, mandataries, and substantial controllers shall comply with laws and regulations and the prevention programs when conducting business.</u></p>	<p>Article 15 The Company shall comply with laws and regulations.</p>	<p>Amended in accordance with applicable laws and regulations.</p>
<p>Article 19 The Company shall adopt policies for preventing conflicts of interest to identify, monitor, and manage risks possibly resulting from unethical conduct, and shall also offer appropriate means for directors, managers, and other stakeholders attending or present at board meetings to voluntarily explain whether their interests would potentially conflict with those of the company. When a proposal at a given board of directors meeting concerns the personal interest of, or the interest of the juristic person represented by, any of the <u>directors, managers, and other stakeholders</u> attending or present at board meetings of the Company, the concerned person shall state the important aspects of the relationship of interest at the given board meeting. If his or her participation is likely to prejudice the interest of the company, the concerned person may not participate in discussion of or voting on the proposal and shall recuse himself or herself from the discussion or the voting, and may not exercise voting rights as proxy for another director. The directors shall practice self-discipline and must not support one another in improper dealings.</p>	<p>Article 16 The Company shall adopt policies for preventing conflicts of interest to identify, monitor, and manage risks possibly resulting from unethical conduct, and shall also offer appropriate means for directors, managers, and other stakeholders attending or present at board meetings to voluntarily explain whether their interests would potentially conflict with those of the company. When a proposal at a given board of directors meeting concerns the personal interest of, or the interest of the juristic person represented attending or present at board meetings of the Company, the concerned person shall state the important aspects of the relationship of interest at the given board meeting. If his or her participation is likely to prejudice the interest of the company, the concerned person may not participate in discussion of or voting on the proposal and shall recuse himself or herself from the discussion or the voting, and may not exercise voting rights as proxy for another director. The directors shall practice self-discipline and must not support one another in improper dealings.</p>	<p>Amended in accordance with applicable laws and regulations and renumber Articles</p>

Amended Provisions	Current Provisions	Description
<u>The Company's directors, managers, employees, mandataries, and substantial controllers shall</u> not take advantage of their positions or influence in the companies to obtain improper benefits for themselves, their spouses, parents, children or any other person.	The Company's shall not take advantage of their positions or influence in the companies to obtain improper benefits for themselves, their spouses, parents, children or any other person.	
Article 20	Article 17	ReNUMBER Articles
Article 21 Executives shall regularly promote the importance of integrity. The Company shall hold training sessions for personnel and business partners and incorporate ethical performance into evaluations and HR policies with reward and penalty systems.	Article 18 The Company shall hold training sessions for personnel and business partners and incorporate ethical performance into evaluations .	Amended in accordance with applicable laws and regulations and renumber Articles
Article 22 The Company shall adopt a concrete whistle-blowing system and scrupulously operate the system. The whistle-blowing system shall include at least the following: 1. An independent mailbox or hotline, either internally established and publicly announced or provided by an independent external institution, to allow internal and external personnel of the company to submit reports. 2. Dedicated personnel or unit appointed to handle the whistle-blowing system. Any tip involving a director or senior management shall be reported to <u>the Audit and Risk Management Committee</u> . Categories of reported misconduct shall be delineated and standard operating procedures for the investigation of each shall be adopted. 3. Follow-up measures to be adopted depending on the severity of the circumstances after investigations of cases reported are completed. Where necessary, a case shall be reported to the competent authority or referred to the judicial authority. 4. Documentation of case acceptance, investigation processes, investigation results, and relevant documents. 5. Confidentiality of the identity of whistle-blowers and the content of reported cases, and an undertaking regarding anonymous reporting. 6. Measures for protecting whistle-blowers from inappropriate disciplinary actions due to their whistle-blowing. 7. Whistle-blowing incentive measures. When material misconduct or likelihood of material impairment to the company comes to their awareness upon investigation, the dedicated personnel or unit handling the whistle-blowing system shall immediately prepare a report and notify <u>the Audit and Risk Management Committee</u> in written form.	Article 19 The Company shall adopt a concrete whistle-blowing system and scrupulously operate the system. The whistle-blowing system shall include at least the following: 1. An independent mailbox or hotline, either internally established and publicly announced or provided by an independent external institution, to allow internal and external personnel of the company to submit reports. 2. Dedicated personnel or unit appointed to handle the whistle-blowing system. Any tip involving a director or senior management shall be reported to <u>the independent directors or supervisors</u> . Categories of reported misconduct shall be delineated and standard operating procedures for the investigation of each shall be adopted. 3. Follow-up measures to be adopted depending on the severity of the circumstances after investigations of cases reported are completed. Where necessary, a case shall be reported to the competent authority or referred to the judicial authority. 4. Documentation of case acceptance, investigation processes, investigation results, and relevant documents. 5. Confidentiality of the identity of whistle-blowers and the content of reported cases, and an undertaking regarding anonymous reporting. 6. Measures for protecting whistle-blowers from inappropriate disciplinary actions due to their whistle-blowing. 7. Whistle-blowing incentive measures. When material misconduct or likelihood of material impairment to the company comes to their awareness upon investigation, the dedicated personnel or unit handling the whistle-blowing system shall immediately prepare a report and <u>notify the independent directors or supervisors</u> in written form.	Revise the wording as appropriate and renumber Articles
Article 23 <u>The Company shall establish and publish a disciplinary and appeal system for ethical violations and disclose violator's title, name,</u>		Added in accordance with applicable laws and regulations.

Amended Provisions	Current Provisions	Description
<u>date, offense, and disciplinary action on the internal website.</u>		
<p>Article 24 <u>The Company shall collect quantitative data about the promotion of ethical management and continuously analyze and assess the effectiveness of the promotion of ethical management policy. They shall also disclose the measures taken for implementing ethical corporate management, the status of implementation, the foregoing quantitative data, and the effectiveness of promotion on their company websites, annual reports, and prospectuses, and shall disclose their ethical corporate management best practice principles on the Market Observation Post System.</u></p>	<p>Article 20 The Company shall disclose the implementation of the Ethical Corporate Management Best Practice Principles on its official website, annual report, and public prospectus.</p>	<p>Amended in accordance with applicable laws and regulations and renumber Articles</p>
<p>Article 25 The Company shall at all times monitor the development of relevant local and international regulations concerning ethical corporate management and encourage their directors, supervisors, managers, and employees to make suggestions, based on which the adopted <u>ethical corporate management policies and measures</u> taken will be reviewed and improved with a view to achieving better implementation of ethical management.</p>	<p>Article 21 The Company shall at all times monitor the development of relevant local and international regulations concerning ethical corporate management and encourage their directors, supervisors, managers, and employees to make suggestions, based on which the adopted ethical policies taken will be reviewed and improved with a view to achieving better implementation of ethical management.</p>	<p>Amended in accordance with applicable laws and regulations and renumber Articles</p>
<p>Article 26 These Guidelines shall be implemented following approval by <u>the Audit and Risk Management Committee</u> and the Board of Directors and shall be reported to the shareholders' meeting. The same applies to amendments. The Board shall fully consider the opinions of independent directors and record objections or reservations in the minutes. If an independent director cannot attend, a written opinion should be provided in advance.</p>	<p>Article 22 These Guidelines shall be implemented following approval by the Audit Committee and the Board of Directors and shall be reported to the shareholders' meeting. The same applies to amendments. The Board shall fully consider the opinions of independent directors and record objections or reservations in the minutes. If an independent director cannot attend, a written opinion should be provided in advance.</p>	<p>Revise the wording as appropriate and renumber Articles.</p>
<p>Article 27 The Principles were established on May 10, 2016. The 1st amendment was made on August 5, 2019. The 2nd amendment was made on December 20, 2021. <u>The 3rd amendment was made on November 4, 2024.</u></p>	<p>Article 23 The Principles were established on May 10, 2016. The 1st amendment was made on August 5, 2019. The 2nd amendment was made on December 20, 2021.</p>	<p>Add the revision date and revise the wording as appropriate.</p>

KING POLYTECHNIC ENGINEERING CO., LTD.

Ethical Corporate Management Best Practice Principles

Article 1: (Purpose and Scope of Application)

To establish a corporate culture of integrity and sound development, and to build a solid structure for ethical business practices and a sustainable business environment, the Company has adopted these Principles in accordance with the "Ethical Corporate Management Best Practice Principles for TWSE/TPEX Listed Companies."

These Principles apply to subsidiaries, foundations funded directly or indirectly by more than 50%, and other entities or organizations under the Company's substantial control (hereinafter referred to as "Group Enterprises and Organizations").

Article 2: (Prohibition of Unethical Conduct)

When engaging in commercial activities, directors, managers, employees, and mandataries of the company or persons having substantial control over such companies ("substantial controllers") shall not directly or indirectly offer, promise to offer, request or accept any improper benefits, nor commit unethical acts including breach of ethics, illegal acts, or breach of fiduciary duty ("unethical conduct") for purposes of acquiring or maintaining benefits.

Parties referred to in the preceding paragraph include civil servants, political candidates, political parties or members of political parties, state-run or private-owned businesses or institutions, and their directors, supervisors, managers, employees or substantial controllers or other stakeholders.

Article 3: (Definition of Benefits)

"Benefits" in these Principles means any valuable things, including money, endowments, commissions, positions, services, preferential treatment or rebates of any type or in any name. Benefits received or given occasionally in accordance with accepted social customs and that do not adversely affect specific rights and obligations shall be excluded.

Article 4: (Compliance with Laws and Regulations)

The Company shall comply with the Company Act, Securities and Exchange Act, Business Entity Accounting Act, Political Donations Act, Anti-Corruption Statute, Government Procurement Act, Act on Recusal of Public Servants Due to Conflicts of Interest, TWSE/TPEX listing rules, or other laws or regulations regarding commercial activities, as the underlying basic premise to facilitate ethical corporate management.

Article 5: (Policy)

The Company shall abide by the operational philosophies of honesty, transparency and responsibility, base policies on the principle of good faith and obtain approval from the board of directors, and establish good corporate governance and risk control and management mechanism so as to create an operational environment for sustainable development.

Article 6: (Prevention Program)

To implement the above principles and policies, the Company has adopted the "Procedures for Ethical Management and Guidelines for Conduct" to define operational practices, standards for ethical conduct, and prevention mechanisms. The content shall at least include:

1. Criteria for identifying improper benefits.
2. Procedures for lawful political donations.
3. Procedures and amount limits for proper charitable donations or sponsorships.
4. Regulations to avoid conflicts of interest and related reporting and handling procedures.
5. Confidentiality requirements for business and sensitive information.
6. Standards and procedures for dealing with suppliers, customers, and counterparties engaging in unethical conduct.
7. Procedures for reporting violations of the ethical corporate management policy.
8. Disciplinary actions for violators.
9. Employee training.

The prevention program shall comply with relevant laws and regulations of the Company and its Group Enterprises and Organizations.

Article 7: (Scope of the Prevention Program)

The Company shall establish a mechanism to assess the risk of unethical conduct, regularly analyze and evaluate business activities with higher risk, and accordingly develop and periodically review the adequacy

and effectiveness of the prevention program.

The Company may refer to domestic and international standards or guidelines and include, at a minimum, preventive measures for the following:

1. Bribery and receiving bribes.
2. Illegal political donations.
3. Improper charitable donations or sponsorships.
4. Offering or accepting unreasonable gifts, hospitality, or other improper benefits.
5. Infringement of trade secrets, trademarks, patents, copyrights, and other intellectual property rights.
6. Acts of unfair competition.
7. Harm to consumer or stakeholder rights, health, or safety in product and service R&D, procurement, manufacturing, provision, or sale.

Article 8: (Commitment and Implementation)

The Company shall require its directors and senior management to issue a statement of compliance with the ethical management policy and include adherence to the policy as part of employment terms for employees. The Company and its group enterprises and organizations shall clearly disclose the ethical management policy and the commitment of the board of directors and senior management to ethical practices in their internal regulations, external documents, and company websites. The policy shall be enforced in internal management and business operations.

The Company shall document and properly retain the policy statements, commitments, and implementation records mentioned above.

Article 9: (Ethical Business Conduct)

The Company shall conduct business activities in a fair and transparent manner based on principles of integrity. Before engaging in business, the Company shall evaluate the legality and potential involvement in unethical conduct of agents, suppliers, customers, or other trading counterparts, and avoid transactions with those found to be involved in unethical acts. Contracts with such parties shall include compliance clauses for the ethical management policy and allow the Company to terminate or cancel the contract in case of unethical behavior by the counterpart.

Article 10: (Prohibition of Bribery and Acceptance of Bribes)

The Company, its directors, managerial officers, employees, appointees, and substantial controllers shall not, in the course of business, directly or indirectly offer, promise, solicit, or accept any form of improper benefits to or from clients, agents, contractors, suppliers, public officials, or other stakeholders.

Article 11: (Prohibition of Illegal Political Donations)

When directly or indirectly offering a donation to political parties or organizations or individuals participating in political activities, the company and their directors, managers, employees, mandataries, and substantial controllers, shall comply with the Political Donations Act and their own relevant internal operational procedures, and shall not make such donations in exchange for commercial gains or business advantages.

Article 12: (Prohibition of Improper Charitable Donations or Sponsorships)

When making or offering donations and sponsorship, the Company and their directors, managers, employees, mandataries, and substantial controllers shall comply with relevant laws and regulations and internal operational procedures, and shall not surreptitiously engage in bribery.

Article 13: (Prohibition of Unreasonable Gifts, Hospitality, or Other Improper Benefits)

The Company and their directors, managers, employees, mandataries, and substantial controllers shall not directly or indirectly offer or accept any unreasonable presents, hospitality or other improper benefits to establish business relationship or influence commercial transactions.

Article 14: (Prohibition of Intellectual Property Infringement)

The Company and their directors, managers, employees, mandataries, and substantial controllers shall observe applicable laws and regulations, the company's internal operational procedures, and contractual provisions concerning intellectual property, and may not use, disclose, dispose, or damage intellectual property or otherwise infringe intellectual property rights without the prior consent of the intellectual property rights holder.

Article 15: (Prohibition of Unfair Competition)

The Company shall engage in business activities in accordance with applicable competition laws and regulations, and may not fix prices, make rigged bids, establish output restrictions or quotas, or share or divide markets by allocating customers, suppliers, territories, or lines of commerce.

Article 16: (Prevention of Harm to Stakeholders from Products or Services)

In the course of research and development, procurement, manufacture, provision, or sale of products and

services, the Company and their directors, supervisors, managers, employees, mandataries, and substantial controllers shall observe applicable laws and regulations and international standards to ensure the transparency of information about, and safety of, their products and services. They shall also adopt and publish a policy on the protection of the rights and interests of consumers or other stakeholders, and carry out the policy in their operations, with a view to preventing their products and services from directly or indirectly damaging the rights and interests, health, and safety of consumers or other stakeholders. Where there are sufficient facts to determine that the company's products or services are likely to pose any hazard to the safety and health of consumers or other stakeholders, the company shall, in principle, recall those products or suspend the services immediately.

Article 17: (Organization and Responsibility)

The Company's personnel shall fulfill their duty of care and ensure the prevention and improvement of unethical conduct. A dedicated unit under the Board of Directors shall be established with sufficient resources and competent personnel to oversee policy implementation and report to the Board at least annually:

1. Assist in integrating ethics into business strategy and ensure compliance.
2. Assess risks and develop preventive plans and procedures.
3. Plan internal structure and accountability with checks and balances.
4. Promote and coordinate ethical training.
5. Plan whistleblowing system and ensure effectiveness.
6. Help assess the effectiveness of ethical policies and compliance.
7. Maintain documentation and implementation records.

Article 18: (Compliance with Laws in Business Execution)

The Company and their directors, supervisors, managers, employees, mandataries, and substantial controllers shall comply with laws and regulations and the prevention programs when conducting business.

Article 19: (Avoidance of Conflicts of Interest)

The Company shall adopt policies for preventing conflicts of interest to identify, monitor, and manage risks possibly resulting from unethical conduct, and shall also offer appropriate means for directors, managers, and other stakeholders attending or present at board meetings to voluntarily explain whether their interests would potentially conflict with those of the company.

When a proposal at a given board of directors meeting concerns the personal interest of, or the interest of the juristic person represented by, any of the directors, managers, and other stakeholders attending or present at board meetings of the Company, the concerned person shall state the important aspects of the relationship of interest at the given board meeting. If his or her participation is likely to prejudice the interest of the company, the concerned person may not participate in discussion of or voting on the proposal and shall recuse himself or herself from the discussion or the voting, and may not exercise voting rights as proxy for another director. The directors shall practice self-discipline and must not support one another in improper dealings.

The Company's directors, managers, employees, mandataries, and substantial controllers shall not take advantage of their positions or influence in the companies to obtain improper benefits for themselves, their spouses, parents, children or any other person.

Article 20: (Accounting and Internal Control)

The Company shall establish effective accounting systems and internal control systems for business activities possibly at a higher risk of being involved in an unethical conduct, not have under-the-table accounts or keep secret accounts, and conduct reviews regularly so as to ensure that the design and enforcement of the systems are showing results.

The internal audit unit of the Company shall, based on the results of assessment of the risk of involvement in unethical conduct, devise relevant audit plans? including auditees, audit scope, audit items, audit frequency, etc., and examine accordingly the compliance with the prevention programs. The internal audit unit may engage a certified public accountant to carry out the audit, and may engage professionals to assist if necessary.

The results of examination in the preceding paragraph shall be reported to senior management and the ethical management dedicated unit and put down in writing in the form of an audit report to be submitted to the board of directors.

Article 21: (Education, Training, and Evaluation)

Executives shall regularly promote the importance of integrity. The Company shall hold training sessions for personnel and business partners and incorporate ethical performance into evaluations and HR policies with reward and penalty systems.

Article 22: (Whistleblowing Mechanism)

The Company shall adopt a concrete whistle-blowing system and scrupulously operate the system. The whistle-blowing system shall include at least the following:

1. An independent mailbox or hotline, either internally established and publicly announced or provided by an independent external institution, to allow internal and external personnel of the company to submit reports.
2. Dedicated personnel or unit appointed to handle the whistle-blowing system. Any tip involving a director or senior management shall be reported to the Audit and Risk Management Committee. Categories of reported misconduct shall be delineated and standard operating procedures for the investigation of each shall be adopted.
3. Follow-up measures to be adopted depending on the severity of the circumstances after investigations of cases reported are completed. Where necessary, a case shall be reported to the competent authority or referred to the judicial authority.
4. Documentation of case acceptance, investigation processes, investigation results, and relevant documents.
5. Confidentiality of the identity of whistle-blowers and the content of reported cases, and an undertaking regarding anonymous reporting.
6. Measures for protecting whistle-blowers from inappropriate disciplinary actions due to their whistle-blowing.
7. Whistle-blowing incentive measures.

When material misconduct or likelihood of material impairment to the company comes to their awareness upon investigation, the dedicated personnel or unit handling the whistle-blowing system shall immediately prepare a report and notify the Audit and Risk Management Committee in written form.

Article 23: (Disciplinary and Appeal System)

The Company shall establish and publish a disciplinary and appeal system for ethical violations and disclose violator's title, name, date, offense, and disciplinary action on the internal website.

Article 24: (Information Disclosure)

The Company shall collect quantitative data about the promotion of ethical management and continuously analyze and assess the effectiveness of the promotion of ethical management policy. They shall also disclose the measures taken for implementing ethical corporate management, the status of implementation, the foregoing quantitative data, and the effectiveness of promotion on their company websites, annual reports, and prospectuses, and shall disclose their ethical corporate management best practice principles on the Market Observation Post System.

Article 25: (Review and Amendment of Ethical Policies)

The Company shall at all times monitor the development of relevant local and international regulations concerning ethical corporate management and encourage their directors, supervisors, managers, and employees to make suggestions, based on which the adopted ethical corporate management policies and measures taken will be reviewed and improved with a view to achieving better implementation of ethical management.

Article 26: (Implementation)

These Guidelines shall be implemented following approval by the Audit and Risk Management Committee and the Board of Directors and shall be reported to the shareholders' meeting. The same applies to amendments.

The Board shall fully consider the opinions of independent directors and record objections or reservations in the minutes. If an independent director cannot attend, a written opinion should be provided in advance.

Article 27: (Revision Dates)

The Principles were established on May 10, 2016.

The 1st amendment was made on August 5, 2019.

The 2nd amendment was made on December 20, 2021.

The 3rd amendment was made on November 4, 2024.

KING POLYTECHNIC ENGINEERING CO., LTD. Amendment Comparison Table for the” Ethical Management and Guidelines for Conduct”

Amended Provisions	Current Provisions	Description
<p>Article 3 (omitted) The counterparties of the unethical conduct under the preceding paragraph include public officials, political candidates, political parties or their staffs, and government-owned or private-owned enterprises or institutions and their directors, <u>supervisors</u>, managerial officers, employees, persons having substantial control, or other interested parties.</p>	<p>Article 3 (omitted) The counterparties of the unethical conduct under the preceding paragraph include public officials, political candidates, political parties or their staffs, and government-owned or private-owned enterprises or institutions and their directors, managerial officers, employees, persons having substantial control, or other interested parties.</p>	Revise the wording as appropriate.
<p>Article 5 This Corporation shall designate the <u>Audit and Risk Management Committee</u> as the solely responsible unit (hereinafter, "responsible unit") under the board of directors and provide it with sufficient resources and competent personnel to be in charge of the amendment, implementation, interpretation, and advisory services with respect to these Procedures and Guidelines, the recording and filing of reports, and the monitoring of implementation. The responsible unit shall be in charge of the following matters and also submit regular reports (at least once a year) to the board of directors: (omitted)</p>	<p>Article 5 This Corporation shall designate the <u>Internal Audit Office</u> as the solely responsible unit (hereinafter, "responsible unit") under the board of directors and provide it with sufficient resources and competent personnel to be in charge of the amendment, implementation, interpretation, and advisory services with respect to these Procedures and Guidelines, the recording and filing of reports, and the monitoring of implementation. The responsible unit shall be in charge of the following matters and also submit regular reports (at least once a year) to the board of directors: (omitted)</p>	Revise the wording as appropriate.
<p>Article 7 (omitted) "A relationship of interest between the party providing or offering the benefit and the official duties of this Corporation's personnel," as referred to in the preceding paragraph, refers to one of the following circumstances: 1. When the two parties have commercial dealings, a relationship of direction and supervision, or subsidies (or rewards) for expenses. 2. When a contracting, trading, or other contractual relationship is being sought, is in progress, or has been established. 3. Other circumstances in which a decision regarding this Corporation's business, or the execution or non-execution of business, will result in a beneficial or adverse impact. <u>The responsible unit of this Corporation shall make a proposal, based on the nature and value of the benefit under paragraph 1, that it be returned, accepted on payment, given to the public, donated to charity, or handled in another appropriate manner. The proposal shall be implemented after being reported and approved by the Board of Directors.</u></p>	<p>Article 7 (omitted) "A relationship of interest between the party providing or offering the benefit and the official duties of this Corporation's personnel," as referred to in the preceding paragraph, refers to one of the following circumstances: 1. When the two parties have commercial dealings, a relationship of direction and supervision, or subsidies (or rewards) for expenses. 2. When a contracting, trading, or other contractual relationship is being sought, is in progress, or has been established. 3. Other circumstances in which a decision regarding this Corporation's business, or the execution or non-execution of business, will result in a beneficial or adverse impact.</p>	Revise the wording as appropriate.
<p>Article 21 (omitted) Personnel of this Corporation handling whistle-blowing matters shall represent in</p>	<p>Article 21 (omitted) Personnel of this Corporation handling whistle-blowing matters shall represent in</p>	Revise the wording as appropriate.

Amended Provisions	Current Provisions	Description
<p>writing they will keep the whistleblowers' identity and contents of information confidential. This Corporation also undertakes to protect the whistleblowers from improper treatment due to their whistleblowing.</p> <p>The responsible unit of this Corporation shall observe the following procedure in handling whistleblowing matters:</p> <p>1. An information shall be reported to the department head if involving the rank and file and to <u>Audit and Risk Management Committee</u> if involving a director or a senior executive.</p> <p>(omitted)</p>	<p>writing they will keep the whistleblowers' identity and contents of information confidential. This Corporation also undertakes to protect the whistleblowers from improper treatment due to their whistleblowing.</p> <p>The responsible unit of this Corporation shall observe the following procedure in handling whistleblowing matters:</p> <p>1. An information shall be reported to the department head if involving the rank and file and to Audit Committee if involving a director or a senior executive.</p> <p>(omitted)</p>	
<p>Article 24</p> <p>These Procedures and Guidelines, and any amendments hereto, shall be approved by the <u>Audit and Risk Management Committee</u> first, then adopted by the Board of Directors before implementation, and submitted to the Shareholders' Meeting. The same procedure shall apply for any amendments.</p> <p>(omitted)</p>	<p>Article 24</p> <p>These Procedures and Guidelines, and any amendments hereto, shall be approved by the Audit Committee first, then adopted by the Board of Directors before implementation, and submitted to the Shareholders' Meeting. The same procedure shall apply for any amendments.</p> <p>(omitted)</p>	<p>Revise the wording as appropriate.</p>
<p>Article 25</p> <p>The <u>Procedures and Guidelines</u> were established on March 23, 2020.</p> <p>The 1st amendment was made on December 20, 2021.</p> <p><u>The 2nd amendment was made on November 4, 2024.</u></p>	<p>Article 25</p> <p>The Code were established on March 23, 2020.</p> <p>The 1st amendment was made on December 20, 2021.</p>	<p>Add the revision date and revise the wording as appropriate.</p>

KING POLYTECHNIC ENGINEERING CO., LTD.

Ethical Management and Guidelines for Conduct

Article 1: (Purpose of adoption and scope of application)

This Corporation engages in commercial activities following the principles of fairness, honesty, faithfulness, and transparency, and in order to fully implement a policy of ethical management and actively prevent unethical conduct, these Procedures for Ethical Management and Guidelines for Conduct (hereinafter, "Procedures and Guidelines") are adopted pursuant to the provisions of the Ethical Corporate Management Best Practice Principles for TWSE/GTSM-Listed Companies and the applicable laws and regulations of the places where this Corporation and its business groups and organizations operate, with a view to providing all personnel of this Corporation with clear directions for the performance of their duties.

The scope of application of these Procedures and Guidelines includes the subsidiaries of this Corporation, any incorporated foundation in which this Corporation's accumulated contributions, direct or indirect, exceed 50 percent of the total funds of the foundation, and other group enterprises and organizations, such as institutions or juristic persons, substantially controlled by this Corporation.

Article 2: (Applicable subjects)

For the purposes of these Procedures and Guidelines, the term "personnel of this Corporation" refers to any director, managerial officer, employee, mandatary or person having substantial control, of this Corporation or its group enterprises and organizations.

Any provision, promise, request, or acceptance of improper benefits by any personnel of this Corporation through a third party will be presumed to be an act by the personnel of this Corporation.

Article 3: (Unethical conduct)

For the purposes of these Procedures and Guidelines, "unethical conduct" means that any personnel of this Corporation, in the course of their duties, directly or indirectly provides, promises, requests, or accepts improper benefits or commits a breach of ethics, unlawful act, or breach of fiduciary duty for purposes of acquiring or maintaining benefits.

The counterparties of the unethical conduct under the preceding paragraph include public officials, political candidates, political parties or their staffs, and government-owned or private-owned enterprises or institutions and their directors, supervisors, managerial officers, employees, persons having substantial control, or other interested parties.

Article 4: (Types of benefits)

For the purposes of these Procedures and Guidelines, the term "benefits" means any money, gratuity, gift, commission, position, service, preferential treatment, rebate, facilitating payment, entertainment, dining, or any other item of value in whatever form or name.

Article 5: (Responsible unit and duties)

This Corporation shall designate the Audit and Risk Management Committee as the solely responsible unit (hereinafter, "responsible unit") under the board of directors and provide it with sufficient resources and competent personnel to be in charge of the amendment, implementation, interpretation, and advisory services with respect to these Procedures and Guidelines, the recording and filing of reports, and the monitoring of implementation. The responsible unit shall be in charge of the following matters and also submit regular reports (at least once a year) to the board of directors:

1. Assisting in incorporating ethics and moral values into this Corporation's business strategy and adopting appropriate prevention measures against corruption and malfeasance to ensure ethical management in compliance with the requirements of laws and regulations.
2. Analysing and assessing the risks of unethical conduct within the business scope on a regular basis and accordingly adopting programs to prevent unethical conduct and setting out in each program the standard operating procedures and conduct guidelines with respect to this Corporation's operations and business.
3. Planning the internal organization, structure, and allocation of responsibilities and setting up check-and-balance mechanisms for mutual supervision of the business activities within the business scope which are possibly at a higher risk for unethical conduct.
4. Promoting and coordinating awareness and educational activities with respect to ethics policy.
5. Developing a whistle-blowing system and ensuring its operating effectiveness.
6. Assisting the board of directors and management in auditing and assessing whether the prevention measures taken for the purpose of implementing ethical management are effectively operating, and preparing reports

on the regular assessment of compliance with ethical management in operating procedures.

7. Preparing and retaining properly documented information such as ethical management policy and compliance statements, situations concerning the performance of undertakings and enforcement etc.

Article 6: (Prohibition against providing or accepting improper benefits)

Except under one of the following circumstances, when providing, accepting, promising, or requesting, directly or indirectly, any benefits as specified in Article 4, the conduct of the given personnel of this Corporation shall comply with the provisions of the Ethical Corporate Management Best Practice Principles for TWSE/GTSM-Listed Companies and these Procedures and Guidelines, and the relevant procedures shall have been carried out:

1. The conduct is undertaken to meet business needs and is in accordance with local courtesy, convention, or custom during domestic (or foreign) visits, reception of guests, promotion of business, and communication and coordination.
2. The conduct has its basis in ordinary social activities that are attended or others are invited to hold in line with accepted social custom, commercial purposes, or developing relationships.
3. Invitations to guests or attendance at commercial activities or factory visits in relation to business needs, when the method of fee payment, number of participants, class of accommodations, and the time period for the event or visit have been specified in advance.
4. Attendance at folk festivals that are open to and invite the attendance of the general public.
5. Rewards, emergency assistance, condolence payments, or honorariums from the management.
6. Other conduct that complies with the rules of this Corporation.

Article 7: (Procedures for handling the acceptance of improper benefits)

Except under any of the circumstances set forth in the preceding article, when any personnel of this Corporation are provided with or are promised, either directly or indirectly, any benefits as specified in Article 4 by a third party, the matter shall be handled in accordance with the following procedures:

1. If there is no relationship of interest between the party providing or offering the benefit and the official duties of this Corporation's personnel, the personnel shall report to their immediate supervisor within 3 days from the acceptance of the benefit, and the responsible unit shall be notified if necessary.
2. If a relationship of interest does exist between the party providing or offering the benefit and the official duties of this Corporation's personnel, the personnel shall return or refuse the benefit, and shall report to his or her immediate supervisor and notify the responsible unit. When the benefit cannot be returned, then within 3 days from the acceptance of the benefit, the personnel shall refer the matter to the responsible unit for handling.

"A relationship of interest between the party providing or offering the benefit and the official duties of this Corporation's personnel," as referred to in the preceding paragraph, refers to one of the following circumstances:

1. When the two parties have commercial dealings, a relationship of direction and supervision, or subsidies (or rewards) for expenses.
2. When a contracting, trading, or other contractual relationship is being sought, is in progress, or has been established.
3. Other circumstances in which a decision regarding this Corporation's business, or the execution or non-execution of business, will result in a beneficial or adverse impact.

The responsible unit of this Corporation shall make a proposal, based on the nature and value of the benefit under paragraph 1, that it be returned, accepted on payment, given to the public, donated to charity, or handled in another appropriate manner. The proposal shall be implemented after being reported and approved by the Board of Directors.

Article 8: (Prohibition of and handling procedure for facilitating payments)

This Corporation shall neither provide nor promise any facilitating payment.

If any personnel of this Corporation provides or promises a facilitating payment under threat or intimidation, they shall submit a report to their immediate supervisor stating the facts and shall notify the responsible unit.

Upon receipt of the report under the preceding paragraph, the responsible unit shall take immediate action and undertake a review of relevant matters in order to minimize the risk of recurrence. In a case involving alleged illegality, the responsible unit shall also immediately report to the relevant judicial agency.

Article 9: (Procedures for handling political contributions)

Political contributions by this Corporation shall be made in accordance with the following provisions, reported to the supervisor in charge for approval, and a notification given to the responsible unit, and when the amount of a contribution is NT\$100,000 or more, it shall be made only after being reported to and approved by the board of directors:

1. It shall be ascertained that the political contribution is in compliance with the laws and regulations governing

political contributions in the country in which the recipient is located, including the maximum amount and the form in which a contribution may be made.

2. A written record of the decision-making process shall be kept.
3. Account entries shall be made for all political contributions in accordance with applicable laws and regulations and relevant procedures for accounting treatment.
4. In making political contributions, commercial dealings, applications for permits, or carrying out other matters involving the interests of this Corporation with the related government agencies shall be avoided.

Article 10: (Procedures for handling charitable donations or sponsorships)

Charitable donations or sponsorships by this Corporation shall be provided in accordance with the following provisions and reported to the supervisor in charge for approval, and a notification shall be given to the responsible unit. When the amount is NT\$100,000 or more, the donation or sponsorship shall be provided only after it has been submitted for adoption by the board of directors:

1. It shall be ascertained that the donation or sponsorship is in compliance with the laws and regulations of the country where this Corporation is doing business.
2. A written record of the decision making process shall be kept.
3. A charitable donation shall be given to a valid charitable institution and may not be a disguised form of bribery.
4. The returns received as a result of any sponsorship shall be specific and reasonable, and the subject of the sponsorship may not be a counterparty of this Corporation's commercial dealings or a party with which any personnel of this Corporation has a relationship of interest.
5. After a charitable donation or sponsorship has been given, it shall be ascertained that the destination to which the money flows is consistent with the purpose of the contribution.

Article 11: (Recusal)

When a director, supervisor, officer or other stakeholder of this Corporation attending or present at a board meeting, or the juristic person represented thereby, has a stake in a matter under discussion in the meeting, that director, officer or stakeholder shall state the important aspects of the stake in the meeting and, where there is a likelihood that the interests of this Corporation would be prejudiced, may not participate in the discussion or vote on that proposal, shall recuse himself or herself from any discussion and voting, and may not exercise voting rights as proxy on behalf of another director. The directors shall exercise discipline among themselves, and may not support each other in an inappropriate manner.

Where the spouse, a blood relative within the second degree of kinship of a director, or any company which has a controlling or subordinate relation with a director has interests in the matters under discussion in the meeting of the preceding paragraph, such director shall be deemed to have a personal interest in the matter.

If in the course of conducting company business, any personnel of this Corporation discovers that a potential conflict of interest exists involving themselves or the juristic person that they represent, or that they or their spouse, parents, children, or a person with whom they have a relationship of interest is likely to obtain improper benefits, the personnel shall report the relevant matters to both his or her immediate supervisor and the responsible unit, and the immediate supervisor shall provide the personnel with proper instructions.

No personnel of this Corporation may use company resources on commercial activities other than those of this Corporation, nor may any personnel's job performance be affected by his or her involvement in the commercial activities other than those of this Corporation.

Article 12: (Special unit in charge of confidentiality regime and its responsibilities)

This Corporation shall set up a special unit charged with formulating and implementing procedures for managing, preserving, and maintaining the confidentiality of this Corporation's trade secrets, trademarks, patents, works and other intellectual properties and it shall also conduct periodical reviews on the results of implementation to ensure the sustained effectiveness of the confidentiality procedures.

All personnel of this Corporation shall faithfully follow the operational directions pertaining to intellectual properties as mentioned in the preceding paragraph and may not disclose to any other party any trade secrets, trademarks, patents, works, and other intellectual properties of this Corporation of which they have learned, nor may they inquire about or collect any trade secrets, trademarks, patents, and other intellectual properties of this Corporation unrelated to their individual duties.

Article 13: (Prohibition against unfair competition)

This Corporation shall follow the Fair Trade Act and applicable competition laws and regulations when engaging in business activities, and may not fix prices, make rigged bids, establish output restrictions or quotas, or share or divide markets by allocating customers, suppliers, territories, or lines of commerce.

Article 14: (Prevention of damage caused by products and services to stakeholders)

This Corporation shall collect and understand the applicable laws and regulations and international standards governing its products and services which it shall observe and gather and publish all guidelines to cause personnel of this Corporation to ensure the transparency of information about, and safety of, the products and services in the course of their research and development, procurement, manufacture, provision, or sale of products and services.

This Corporation shall adopt and publish on its website a policy on the protection of the rights and interests of consumers or other stakeholders to prevent its products and services from directly or indirectly damaging the rights and interests, health, and safety of consumers or other stakeholders.

Where there are media reports, or sufficient facts to determine, that this Corporation's products or services are likely to pose any hazard to the safety and health of consumers or other stakeholders, this Corporation shall, within 3 days, recall those products or suspend the services, verify the facts and present a review and improvement plan.

The responsible unit of this Corporation shall report the event as in the preceding paragraph, actions taken, and subsequent reviews and corrective measures taken to the board of directors.

Article 15: (Prohibition against insider trading and non-disclosure agreement)

All personnel of this Corporation shall adhere to the provisions of the Securities and Exchange Act, and may not take advantage of undisclosed information of which they have learned to engage in insider trading. Personnel are also prohibited from divulging undisclosed information to any other party, in order to prevent other party from using such information to engage in insider trading.

Any organization or person outside of this Corporation that is involved in any merger, demerger, acquisition and share transfer, major memorandum of understanding, strategic alliance, other business partnership plan, or the signing of a major contract by this Corporation shall be required to sign a non-disclosure agreement in which they undertake not to disclose to any other party any trade secret or other material information of this Corporation acquired as a result, and that they may not use such information without the prior consent of this Corporation.

Article 16: (Compliance and announcement of policy of ethical management)

This Corporation shall request its directors and senior management to issue a statement of compliance with the ethical management policy and require in the terms of employment that employees comply with such policy.

This Corporation shall disclose its policy of ethical management in its internal rules, annual reports, on the company's websites, and in other promotional materials, and shall make timely announcements of the policy in events held for outside parties such as product launches and investor press conferences, in order to make its suppliers, customers, and other business-related institutions and personnel fully aware of its principles and rules with respect to ethical management.

Article 17: (Ethical management evaluation prior to development of commercial relationships)

Before developing a commercial relationship with another party, such as an agent, supplier, customer, or other counterparty in commercial dealings, this Corporation shall evaluate the legality and ethical management policy of the party and ascertain whether the party has a record of involvement in unethical conduct, in order to ensure that the party conducts business in a fair and transparent manner and will not request, offer, or take bribes.

When this Corporation carries out the evaluation under the preceding paragraph, it may adopt appropriate audit procedures for a review of the counterparty with which it will have commercial dealings with respect to the following matters, in order to gain a comprehensive knowledge of its ethical management:

1. The enterprise's nationality, location of business operations, organizational structure, and management policy, and place where it will make payment.
2. Whether the enterprise has adopted an ethical management policy, and the status of its implementation.
3. Whether enterprise's business operations are located in a country with a high risk of corruption.
4. Whether the business operated by the enterprise is in an industry with a high risk of bribery.
5. The long-term business condition and degree of goodwill of the enterprise.
6. Consultation with the enterprise's business partners on their opinion of the enterprise.
7. Whether the enterprise has a record of involvement in unethical conduct such as bribery or illegal political contributions.

Article 18: (Statement of ethical management policy to counterparties in commercial dealings)

Any personnel of this Corporation, when engaging in commercial activities, shall make a statement to the trading counterparty about this Corporation's ethical management policy and related rules, and shall clearly refuse to provide, promise, request, or accept, directly or indirectly, any improper benefit in whatever form or name.

Article 19: (Avoidance of commercial dealings with unethical operators)

All personnel of this Corporation shall avoid business transactions with an agent, supplier, customer, or other counterparty in commercial interactions that is involved in unethical conduct. When the counterparty or partner in cooperation is found to have engaged in unethical conduct, the personnel shall immediately cease dealing with the counterparty and blacklist it for any further business interaction in order to effectively implement this Corporation's ethical management policy.

Article 20: (Stipulation of terms of ethical management in contracts)

Before entering into a contract with another party, this Corporation shall gain a thorough knowledge of the status of the other party's ethical management, and shall make observance of the ethical management policy of this Corporation part of the terms and conditions of the contract, stipulating at the least the following matters:

1. When a party to the contract becomes aware that any personnel has violated the terms and conditions pertaining to prohibition of acceptance of commissions, rebates, or other improper benefits, the party shall immediately notify the other party of the violator's identity, the manner in which the provision, promise, request, or acceptance was made, and the monetary amount or other improper benefit that was provided, promised, requested, or accepted. The party shall also provide the other party with pertinent evidence and cooperate fully with the investigation. If there has been resultant damage to either party, the party may claim from the other party 130% of the contract price as damages, and may also deduct the full amount of the damages from the contract price payable.
2. Where a party is discovered to be engaged in unethical conduct in its commercial activities, the other party may terminate or rescind the contract unconditionally at any time.
3. Specific and reasonable payment terms, including the place and method of payment and the requirement for compliance with related tax laws and regulations.

Article 21: (Handling of unethical conduct by personnel of this Corporation)

As an incentive to insiders and outsiders for informing of unethical or unseemly conduct, this Corporation will grant a reward of not more than NT\$2,000 depending the seriousness of the circumstance concerned. Insiders having made a false report or malicious accusation shall be subject to disciplinary action and be removed from office if the circumstance concerned is material.

This Corporation shall internally establish and publicly announce on its website and the intranet, or provide through an independent external institution, an independent mailbox or hotline, for insiders and outsiders of this Corporation to submit reports. A whistleblower shall at least furnish the following information:

1. the whistleblower's name and I.D. number (whistleblowing reports may be submitted anonymously), and an address, telephone number and e-mail address where it can be reached.
2. the informed party's name or other information sufficient to distinguish its identifying features.
3. specific facts available for investigation.

Personnel of this Corporation handling whistle-blowing matters shall represent in writing they will keep the whistleblowers' identity and contents of information confidential. This Corporation also undertakes to protect the whistleblowers from improper treatment due to their whistleblowing.

The responsible unit of this Corporation shall observe the following procedure in handling whistleblowing matters:

1. An information shall be reported to the department head if involving the rank and file and to Audit and Risk Management Committee if involving a director or a senior executive.
2. The responsible unit of this Corporation and the department head or personnel being reported to in the preceding subparagraph shall immediately verify the facts and, where necessary, with the assistance of the legal compliance or other related department.
3. If a person being informed of is confirmed to have indeed violated the applicable laws and regulations or this Corporation's policy and regulations of ethical management, this Corporation shall immediately require the violator to cease the conduct and shall make an appropriate disposition. When necessary, this Corporation will report to the competent authority, refer said person to judicial authority for investigation, or institute legal proceedings and seek damages to safeguard its reputation and its rights and interests.
4. Documentation of case acceptance, investigation processes and investigation results shall be retained for five years and may be retained electronically. In the event of a suit in respect of the whistleblowing case before the retention period expires, the relevant information shall continue to be retained until the conclusion of the litigation.
5. With respect to a confirmed information, this Corporation shall charge relevant units with the task of reviewing the internal control system and relevant procedures and proposing corrective measures to prevent recurrence.
6. The responsible unit of this Corporation shall submit to the board of directors a report on the whistleblowing

case, actions taken, and subsequent reviews and corrective measures.

Article 22: (Actions upon event of unethical conduct by others towards this Corporation)

If any personnel of this Corporation discovers that another party has engaged in unethical conduct towards this Corporation, and such unethical conduct involves alleged illegality, this Corporation shall report the relevant facts to the judicial and prosecutorial authorities; where a public service agency or public official is involved, this Corporation shall additionally notify the governmental anti-corruption agency.

Article 23: (Internal awareness sessions and establishment of a system for rewards, penalties, and complaints, and related disciplinary measures)

The responsible unit of this Corporation shall organize once awareness sessions each year and arrange for the chairperson, general manager, or senior management to communicate the importance of ethics to its directors, employees, and mandataries.

This Corporation shall link ethical management to employee performance evaluations and human resources policy, and establish clear and effective systems for rewards, penalties, and complaints.

If any personnel of this Corporation seriously violates ethical conduct, this Corporation shall dismiss the personnel from his or her position or terminate his or her employment in accordance with applicable laws and regulations or the personnel policy and procedures of this Corporation.

This Corporation shall disclose on its intranet information the name and title of the violator, the date and details of the violation, and the actions taken in response.

Article 24: (Enforcement)

These Procedures and Guidelines, and any amendments hereto, shall be approved by the Audit and Risk Management Committee first, then adopted by the Board of Directors before implementation, and submitted to the Shareholders' Meeting. The same procedure shall apply for any amendments.

When these Procedures and Guidelines are submitted to the board of directors for discussion, each independent director's opinions shall be taken into full consideration, and their objections and reservations expressed shall be recorded in the minutes of the board of directors meeting. An independent director that is unable to attend a board meeting in person to express objection or reservation shall provide a written opinion before the board meeting unless there is a legitimate reason to do otherwise, and the opinion shall be recorded in the minutes of the board of directors meeting.

Article 25: (Revision Dates)

The Procedures and Guidelines were established on March 23, 2020.

The 1st amendment was made on December 20, 2021.

The 2nd amendment was made on November 4, 2024.

KING POLYTECHNIC ENGINEERING CO., LTD.
Amendment Comparison Table for the Articles of Incorporation

Amended Provisions	Current Provisions	Description
<p>Article 6 The total capital of the Company shall be NTD <u>1,500,000,000</u> divided into <u>150,000,000</u> shares of NTD 10 per share, of which the unissued shares are authorized to be issued by the Board of Directors in installments as business needs dictate.</p>	<p>Article 6 The total capital of the Company shall be NTD 1,000,000,000 divided into 100,000,000 shares of NTD 10 per share, of which the unissued shares are authorized to be issued by the Board of Directors in installments as business needs dictate.</p>	<p>Increase in Capital</p>
<p>Article 26 Any profits made in the current year by the Company shall <u>allocate no less than 8% of the pre-tax earnings as employee compensation and no more than 2% as remuneration to directors. Of the amount allocated for employee compensation, a minimum of 2% shall be reserved for grassroots employees. However, if the Company has accumulated losses, such losses shall be offset prior to the aforementioned allocations. Employee compensation as stated in the preceding paragraph may be distributed in the form of shares or cash, and the recipients may include employees of subsidiaries who meet specified criteria. The eligibility requirements and distribution method shall be determined by the Board of Directors or a person duly authorized by the Board.</u> (omitted)</p>	<p>Article 26 Any profits made in the current year by the Company shall be retained to cover accumulated losses. Then 8% of the pre-tax profits shall be appropriated as remuneration to employees. The distribution will be distributed in shares or cash upon resolution of the board of directors, and the recipients of the payment include employees of subordinate companies that meet certain criteria; The board of directors may resolve to appropriate no more than 2% of the abovementioned profit as remuneration to directors. Employee remuneration and directors' remuneration distribution proposals shall be reported to the shareholders' meeting. (omitted)</p>	<p>Revise the wording as appropriate.</p>
<p>Article 26-1 The Company's dividend policy is implemented in accordance with the Company Act and the Company's Articles of Incorporation, in response to the Company's long-term development needs, and in consideration of the Company's capital structure and long-term financial plans, the Board of Directors has formulated the principles for the distribution of dividends. The engineering service business of the Company is a capital- and technology-intensive industry and the life cycle of the enterprise is at the stage of stable growth. <u>At this stage, the dividend distribution policy is based on the distributable earnings after deducting the taxes payable, the compensation for previous years' losses, the allocation of legal reserve, and special reserve from the current year's net profit. The company shall allocate no less than 50% of the distributable earnings as dividends to shareholders, with cash dividends accounting for no less than 40% of the distributable earnings for the year.</u> When the board of directors resolves to distribute <u>stock</u> dividends, if the closing price of the Company's common shares on the previous day is lower than the par value, the company may distribute cash dividends in whole or in part.</p>	<p>Article 26-1 The Company's dividend policy is implemented in accordance with the Company Act and the Company's Articles of Incorporation, in response to the Company's long-term development needs, and in consideration of the Company's capital structure and long-term financial plans, the Board of Directors has formulated the principles for the distribution of dividends. The engineering service business of the Company is a capital- and technology-intensive industry and the life cycle of the enterprise is at the stage of stable growth. In order to consider the operating principles of a sound financial structure and the life cycle of each business, a residual dividend policy is adopted at this stage. The ratio of stock dividends (including distribution of earnings and capital surplus) to cash dividends is determined based on the principle of earnings distribution according to the Company's capital needs, but the ratio of cash dividends shall not be less than 20%. When the board of directors resolves to distribute dividends, if the closing price of the Company's common shares on the previous day is lower than the par value, the company may distribute cash dividends in whole or in part.</p>	<p>Specify the Company's Dividend Policy</p>

Amended Provisions	Current Provisions	Description
<p>Article 29 The Articles of Incorporation were established on June 18, 1982. The 1st ~ 33th amendment(omitted) <u>The 34th amendment was made on June 16, 2025.</u></p>	<p>Article 29 The Articles of Incorporation were established on June 18, 1982. The 1st ~ 33th amendment(omitted)</p>	<p>Add the revision date</p>

KING POLYTECHNIC ENGINEERING CO., LTD. Articles of Incorporation

General Provisions

- Article 1: The Company is incorporated in accordance with the Company Act, and its name is KING POLYTECHNIC ENGINEERING CO., LTD.
- Article 2: The Company's business is as follows:
1. E603050 Automatic Control Equipment Engineering
 2. CB01010 Mechanical Equipment Manufacturing
 3. CB01030 Pollution Controlling Equipment Manufacturing
 4. F401010 International Trade
 5. CC01080 Electronics Components Manufacturing
 6. E602011 Refrigeration and Air Conditioning Engineering
 7. E604010 Machinery Installation
 8. F113990 Wholesale of Other Machinery and Tools
 9. F213990 Retail sale of Other Machinery and Tools
 10. F119010 Wholesale of Electronic Materials
 11. I301010 Information Software Services
 12. I401010 General Advertisement Service
 13. JZ99050 Agency Services
 14. E601010 Electric Appliance Construction
 15. E501011 Tap Water Pipelines Contractors
 16. IG03010 Energy Technical Services
 17. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.
 18. CC01010 Manufacture of Power Generation, Transmission and Distribution Machinery
 19. CA02060 Metal Containers Manufacturing
 20. EZ05010 Instruments and Meters Installation Engineering
 21. E603040 Fire Safety Equipment Installation Engineering
 22. E801010 Indoor Decoration
 23. F117010 Wholesale of Fire Safety Equipment
 24. H701010 Housing and Building Development and Rental
 25. H701020 Industrial Factory Development and Rental
 26. H701040 Specific Area Development
 27. H701050 Investment, Development and Construction in Public Construction
 28. H701060 New Towns, New Community Development
 29. H701070 Process Zone Expropriation and Urban Land Readjustment Agency
 30. H701080 Urban Renewal Reconstruction
 31. H701090 Urban Renewal Renovation or Maintenance
 32. H702010 Construction Manager
 33. H703090 Real Estate Business
 34. H703100 Real Estate Leasing
 35. H703110 Senior Citizen Residence
 36. I301020 Data Processing Services
 37. I301030 Electronic Information Supply Services
 38. E701030 Controlled Telecommunications Radio-Frequency Devices Installation Engineering
 39. E101011 Comprehensive Construction Activities
 40. I101061 Professional Engineering Consulting
- Article 3: The Company may provide guarantees to peers in the same industry for business needs.
- Article 4: The Company's external investment shall be subject to the resolution of the Company's board of directors, and the total amount of investment may exceed 40% of the paid-in capital.
- Article 5: The Company may establish, change, or abolish branch offices domestically or overseas, with the head office in Taipei City when necessary, subject to the resolution of the board of directors.

Chapter 1 Shares

- Article 6: The total capital of the Company shall be NTD 1,000,000,000 divided into 100,000,000 shares of NTD 10 per share, of which the unissued shares are authorized to be issued by the Board of Directors in installments as business needs dictate.
- Article 7: The shares of the Company shall be in registered form, signed or sealed by the director representing the Company, and shall be duly certified by the bank which is authorized to certify shares by law before issuance. The shares issued by the Company may be exempted from printing share certificates and shall be registered with a centralized securities depository.
- Article 8: Except as otherwise provided by laws and regulations and securities regulations, the Company's shareholders shall follow the "Regulations Governing the Administration of Shareholder Services of Public Companies".
- Article 9: The shares issued by the Company may be exempted from printing share certificates and shall be registered with a centralized securities depository.
- Article 10: The registration of the transfer of shares shall not be made within 60 days before a general shareholders' meeting, or within 30 days before an extraordinary shareholders' meeting, or within 5 days before the record date for the distribution of dividends and bonuses or other benefits by the Company.
The period referred to in the preceding paragraph shall be counted from the meeting date or the base date.

Chapter 2 Shareholders' Meeting

- Article 11: The Company's Shareholders Meeting is divided into Ordinary Shareholders' Meeting and Extraordinary Shareholders' Meeting. The general shareholders' meeting shall be convened once a year within six months after the end of each fiscal year, and the board of directors shall notify each shareholder 30 days before the meeting; if necessary, the extraordinary meeting shall be convened in accordance with the law and give shareholders a 15-day notice.
The Company may hold shareholders' meetings by videoconference or in other manners as announced by the central competent authority.
- Article 12: Unless otherwise provided for in the Company Act, a shareholders meeting shall be chaired by the chairperson; in the absence of the chairperson, the chairperson shall designate a director to act in place of the chairperson. If the chairperson does not make such a designation, the directors shall elect one among themselves to chair on their behalf.
- Article 13: The following matters of the Company shall be resolved by the shareholders' meeting:
1. Amendments to the Company's Articles of Incorporation.
 2. Any increase or decrease in the Company's capital stock.
 3. Merger or acquisition of other enterprises.
 4. Operation entrusted.
 5. Dissolution or liquidation of the Company.
 6. Election of directors.
 7. Adoption and amendment of the cash dividends to shareholders and employee bonuses.
 8. Any other matters that shall be resolved by the shareholders' meeting in accordance with the law.
- Article 14: If a shareholder is unable to attend a shareholders' meeting, a proxy shall be issued, specifying the scope of authorization to appoint a proxy to attend the meeting. However, when one person is concurrently appointed as a proxy by two or more shareholders, the voting rights represented by that proxy shall not exceed three percent of the voting rights represented by the total number of issued shares. Voting rights in excess of this threshold shall be excluded from the calculation.
Each shareholder may issue one proxy form and delegate one proxy only. All proxy forms must be received by the company at least 5 days before the shareholders' meeting. In cases where multiple proxy forms are issued, the one that arrives first shall prevail. However, this excludes situations where the shareholder has issued a proper declaration to revoke the previous proxy arrangement.
After the delivery of the authorization of proxy to the company and that the shareholder desires to attend the meeting in person or exercise the voting rights by correspondence or electronic means, a written notice of revocation of the authorization of proxy shall be sent to the company two days prior to the scheduled date of the meeting. If the shareholder fails to withdraw the proxy arrangement before the due date, the vote of the proxy attendant must prevail.
Unless otherwise specified in the Company Act, shareholders' attendance by proxy shall be handled in accordance with the "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies" promulgated by the competent authority.

Article 15: Shareholders of the Company are entitled to one voting right for each share held except under the circumstances specified in Article 157, Paragraph 3 of the Company Act. Shares held by the Company, according to law, do not have voting rights.

Article 16: Shareholders' meeting resolutions shall be compiled into detailed minutes, signed by or affixed with the seal of the chair and disseminated to each shareholder within 20 days after the meeting. The production and distribution of the meeting minutes referred to in the preceding paragraph may be done in electronic form.

The meeting minutes on record may be distributed by public announcement. However, announcements for shareholders with less than 1,000 shares may be made through public announcements.

The meeting minutes shall record the date and place of the meeting, the name of the chairperson, the methods by which resolutions were adopted, and a summary of the essential points of the proceedings and the results of the meeting. The minutes shall be kept for the duration of the existence of the Company. The attendance book for sign-ins and the proxy forms presented shall be retained for at least one year. However, if a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the abovementioned documents must be retained until the conclusion of the litigation.

Chapter 3 Directors and Audit Committee

Article 17: The Company has 9 seats of directors. The election of directors shall be based on the candidate nomination system. Shareholders shall elect directors from the list of candidates for directors in a cumulative manner. They shall hold office for a term of three years and may be eligible for re-election.

When the number of vacant directors reaches one-third, the Board of Directors shall convene a special shareholders' meeting within 60 days to fill the vacancies of the directors.

The term of office of an additional or by-elected director shall be limited to the term of office of the other incumbent directors.

When it is necessary to amend the cumulative election method, the main contents shall be listed and explained in the reason for convening the meeting, in addition to Article 172 of the Company Act.

The total number of shares held by all directors of the Company shall not be less than the minimum number of shares required by the competent authority of securities.

Among the abovementioned number of directors, the number of independent directors shall not be less than three, and shall not be less than one-third of the number of directors. The professional qualifications, shareholdings, restrictions on part-time roles, nomination and election methods of independent directors, and other matters to be complied with are in accordance with the securities relevant regulations of the competent authority.

The total number of registered shares of the Company held by all Directors is determined in accordance with the "Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies" promulgated by the Securities and Futures Commission, Ministry of Finance.

The Company may take out liability insurance for directors during their term of office in accordance with the law for the scope of their business.

Article 18: The Board of Directors is composed of directors, and its functions and powers are as follows:

1. Resolution of domestic and foreign investment proposals.
2. Election of the Chairman and Vice Chairman.
3. Approval of the appointment and dismissal of the President and Vice Presidents.
4. Review of budget and final accounts.
5. Proposal to the shareholders' meeting on the amendment of the Articles of Incorporation, the change of capital, and the dissolution or merger of the company.
6. Propose to the Shareholders' Meeting on the distribution of earnings or the proposal for covering losses.
7. The establishment and abolishment of branches.
8. Negotiate the establishment of operational guidelines and review and supervise the execution of business plans.
9. The establishment and amendment of important articles of incorporation and organizational charters.

Article 19: The board of directors of the Company shall, in accordance with the law, have the directors elected from among themselves the chairman of the board and may appoint a vice chairman. The chairman of the board of directors shall chair the board meetings and represent the company externally.

Article 20: Board meetings shall be convened by the Chairman, unless otherwise provided in the Company Act. When the Chairman is on leave or for any reason unable to exercise his powers, his/her deputy shall handle it in accordance with the provisions of the Company Act.

When a board meeting is convened, a director shall attend the meeting in person. If he/she is unable to

attend a meeting for any reason, a director may issue a proxy form stating the scope of authorization of the meeting. When appointing another director to attend a board meeting on his/her behalf, he/she shall issue a proxy letter and state the scope of authorization of the cause of the meeting each time.

The above proxy is limited to one person.

If a board meeting is held by way of a video conference, the directors participating in the video conference shall be deemed to have attended the meeting in person.

Meeting notices of the Company's board of directors may be given in writing, by e-mail or by fax.

Article 21: The directors shall form the Board of Directors, and the Chairman shall convene a board meeting. Except as otherwise stated in the Company Act, a resolution on a matter at a board of directors meeting requires the approval of a majority of the directors present at the meeting that shall be attended by a majority of all directors. However, the following matters require the attendance of more than one-half of the directors and the consent of more than two-thirds of the attending directors:

1. Resolution of domestic and foreign investment proposals.
2. Review of budget and final accounts.

Article 22: The Company has appointed an Audit Committee in accordance with Article 14-4 of the Securities and Exchange Act. The Audit Committee is 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. The Audit Committee shall be composed of all the independent directors. The number of the audit committee shall not be less than three. One of them shall be the convener, and at least one of them shall have accounting or financial expertise.

Article 23: The Audit Committee shall examine the reports prepared by the Board of Directors that are presented at the shareholders' meeting, and report its opinions to the shareholders' meeting. The Audit Committee may appoint a certified public accountant to perform the affairs under the preceding paragraph on behalf of the Company.

Article 23-1: The Board of Directors is authorized to determine the remuneration of the Company's directors according to the evaluation of the Remuneration Committee, the degree of participation in the Company's operations and the value of contribution, and with reference to the usual pay levels in the industry at home and abroad.

Chapter 4 Managerial Officers

Article 24: The Company shall have one President and several Vice Presidents. The appointment and discharge of the President shall be subject to the consent of more than half of the directors. The appointment and dismissal of a vice president shall be approved by more than half of the directors at the proposal of the president.

Chapter 5 Accounting

Article 25: The Company's fiscal year is from January 1 to December 31 of the same year. At the end of each fiscal year, the board of directors shall prepare the various reports as required by Article 228 of the Company Act, and submit the same to the shareholders annual general meeting for ratification in accordance with the laws and regulations.

Article 26: Any profits made in the current year by the Company shall allocate no less than 8% of the pre-tax earnings as employee compensation and no more than 2% as remuneration to directors. Of the amount allocated for employee compensation, a minimum of 2% shall be reserved for grassroots employees. However, if the Company has accumulated losses, such losses shall be offset prior to the aforementioned allocations.

Employee compensation as stated in the preceding paragraph may be distributed in the form of shares or cash, and the recipients may include employees of subsidiaries who meet specified criteria. The eligibility requirements and distribution method shall be determined by the Board of Directors or a person duly authorized by the Board.

If the Company has earnings at the end of the year, it shall pay taxes according to laws, make up the accumulated losses, and then appropriate 10% as the legal reserve to the extent that it is the same amount as the paid-in capital. Allocate the remainder as a provision or reversal of special reserves according to laws and regulations; if there is any remaining balance, together with undistributed earnings, the board of directors will draft an earnings appropriation proposal. When the proposal adopts the issuance of new shares method, distribution can only be made after submitting the proposal to the shareholders' meeting for resolution approval.

Article 26-1: The Company's dividend policy is implemented in accordance with the Company Act and the Company's Articles of Incorporation, in response to the Company's long-term development needs, and in consideration of the Company's capital structure and long-term financial plans, the Board of Directors has formulated the principles for the distribution of dividends.

The engineering service business of the Company is a capital- and technology-intensive industry and the life cycle of the enterprise is at the stage of stable growth. At this stage, the dividend distribution policy is based on the distributable earnings after deducting the taxes payable, the compensation for previous years' losses, the allocation of legal reserve, and special reserve from the current year's net profit. The company shall allocate no less than 50% of the distributable earnings as dividends to shareholders, with cash dividends accounting for no less than 40% of the distributable earnings for the year.

When the Board of Directors resolves to distribute stock dividends, if the closing price of the Company's common shares on the previous day is lower than the par value, the company may distribute cash dividends in whole or in part.

Article 26-2: In accordance with Article 240, Paragraph 5 of the Company Act, the Company authorizes the Board of Directors to have a resolution adopted by a majority vote of the directors in attendance at a board meeting with at least two-thirds of the total number of directors present to resolve the distribution of dividends and bonuses or the mandatory reserve and additional paid-in capital as required under Article 241, Paragraph 1, of the Company Act in cash in whole or in part, and to report the matter to the Shareholders Meeting.

Article 27: Dividends are limited to the shareholders whose names are recorded in the Register of Members during the 5-day period prior to the record date of the dividend and bonus determination.

Chapter 6 Supplementary Provisions

Article 28: Matters not covered in these Articles of Incorporation shall be handled in accordance with the provisions of the Company Act.

Article 29: The Articles of Incorporation were established on June 18, 1982.

The 1st amendment was made on July 5, 1982.

The 2nd amendment was made on February 15, 1989.

The 3rd amendment was made on May 20, 1989.

The 4th amendment was made on July 5, 1989.

The 5th amendment was made on November 20, 1989.

The 6th amendment was made on November 13, 1990.

The 7th amendment was made on August 17, 1991.

The 8th amendment was made on November 18, 1991.

The 9th amendment was made on February 25, 1993.

The 10th amendment was made on June 6, 1996.

The 11th amendment was made on December 22, 1997.

The 12th amendment was made on January 5, 1998.

The 13th amendment was made on May 1, 1998.

The 14th amendment was made on August 5, 1998.

The 15th amendment was made on June 2, 1999.

The 16th amendment was made on April 27, 2000.

The 17th amendment was made on June 21, 2001.

The 18th amendment was made on June 28, 2002.

The 19th amendment was made on June 28, 2005.

The 20th amendment was made on May 29, 2006.

The 21st amendment was made on June 21, 2007.

The 22nd amendment was made on June 19, 2008.

The 23rd amendment was made on June 19, 2009.

The 24th amendment was made on June 25, 2010.

The 25th amendment was made on June 10, 2011.

The 26th amendment was made on June 19, 2012.

The 27th amendment was made on June 19, 2012.

The 28th amendment was made on June 24, 2013.

The 29th amendment was made on June 27, 2014.

The 30th amendment was made on June 27, 2016.

The 31st amendment was made on June 22, 2020.

The 32nd amendment was made on August 26, 2021.

The 33rd amendment was made on June 24, 2022.

Procedures for Election of Directors

- Article 1** To ensure a just, fair, and open election of directors, these Procedures are adopted pursuant to Articles 21 and 41 of the Corporate Governance Best-Practice Principles for TWSE/GTSM Listed Companies.
- Article 2** Except as otherwise provided by law and regulation or by this Corporation's articles of incorporation, elections of directors shall be conducted in accordance with these Procedures.
- Article 3** The overall composition of the board of directors shall be taken into consideration in the selection of this Corporation's directors. The composition of the board of directors shall be determined by taking diversity into consideration and formulating an appropriate policy on diversity based on the company's business operations, operating dynamics, and development needs. It is advisable that the policy include, without being limited to, the following two general standards:
1. Basic requirements and values: Gender, age, nationality, and culture.
 2. Professional knowledge and skills: A professional background (e.g., law, accounting, industry, finance, marketing, technology), professional skills, and industry experience.
- Each board member shall have the necessary knowledge, skill, and experience to perform their duties; the abilities that must be present in the board as a whole are as follows:
1. The ability to make judgments about operations.
 2. Accounting and financial analysis ability.
 3. Business management ability.
 4. Crisis management ability.
 5. Knowledge of the industry.
 6. An international market perspective.
 7. Leadership ability.
 8. Decision-making ability.
- More than half of the directors shall be persons who have neither a spousal relationship nor a relationship within the second degree of kinship with any other director.
- Article 4** The qualifications for the independent directors of this Corporation shall comply with the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies and in accordance with Article 24 of the Corporate Governance Best-Practice Principles for TWSE/GTSM Listed Companies.
- Article 5** The Company shall have 9 directors. The election of directors (including independent directors) shall adopt the candidate nomination system, and shareholders shall elect the directors from the list of nominated candidates by means of cumulative voting. The term of office for directors shall be 3 years and they may be re-elected. In the event that the number of vacancies on the Board reaches one-third of the total number of directors, the Board shall convene a special shareholders' meeting within 60 days to hold a by-election. The term of office for the newly elected director shall be limited to fulfilling the remainder of the predecessor's term. For directors elected through by-election or additional election, their term of office shall be the same as that of other incumbent directors. If there is any revision to the cumulative voting method, it shall be handled in accordance with Article 172 of the Company Act and explicitly stated in the notice of meeting, including the main content of the amendment. The aggregate shareholding of all directors shall not be less than the minimum percentage specified by the competent securities authority. Among the aforementioned directors, the number of independent directors shall not be less than 2 and shall not be less than one-fifth of the total number of directors. The election of independent directors shall adopt the candidate nomination system, and shareholders shall elect the independent directors from the list of nominated candidates. The professional qualifications, shareholding requirements, restrictions on concurrent positions, nomination and election methods, and other compliance matters concerning independent directors shall be handled in accordance with the relevant regulations stipulated by the competent securities authority.
- The total number of registered shares held by all directors of the Company shall comply with the standards stipulated in the "Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies."
- The Company may, during the term of the directors, purchase liability insurance for them to cover the compensation liabilities they may incur in the course of performing their duties in accordance with the law.

If the number of independent directors falls below the minimum required under Article 14-2, Paragraph 1 of the Securities and Exchange Act or as specified in the Company's Articles of Incorporation, a by-election shall be held at the next shareholders' meeting. If all independent directors are removed, the Company shall convene a special shareholders' meeting within 60 days from the date of occurrence to elect new independent directors.

- Article 6** The cumulative voting method shall be used for election of the cumulative voting system. Each share will have voting rights in number equal to the directors to be elected, and may be cast for a single candidate or split among multiple candidates.
- Article 7** The board of directors shall prepare separate ballots for directors in numbers corresponding to the directors or supervisors to be elected. The number of voting rights associated with each ballot shall be specified on the ballots, which shall then be distributed to the attending shareholders at the shareholders meeting. Attendance card numbers printed on the ballots may be used instead of recording the names of voting shareholders.
- Article 8** The number of directors will be as specified in this Corporation's articles of incorporation, with voting rights separately calculated for independent and non-independent director positions. Those receiving ballots representing the highest numbers of voting rights will be elected sequentially according to their respective numbers of votes. When two or more persons receive the same number of votes, thus exceeding the specified number of positions, they shall draw lots to determine the winner, with the chair drawing lots on behalf of any person not in attendance.
- Article 9** Before the election begins, the chair shall appoint a number of persons with shareholder status to perform the respective duties of vote monitoring and counting personnel. The ballot boxes shall be prepared by the board of directors and publicly checked by the vote monitoring personnel before voting commences.
- Article 10** A ballot is invalid under any of the following circumstances:
1. The ballot was not prepared by a person with the right to convene.
 2. A blank ballot is placed in the ballot box.
 3. The writing is unclear and indecipherable or has been altered.
 4. The candidate whose name is entered in the ballot does not conform to the director candidate list.
 5. Other words or marks are entered in addition to the number of voting rights allotted.
- Article 11** The voting rights shall be calculated on site immediately after the end of the poll, and the results of the calculation, including the list of persons elected as directors and the numbers of votes with which they were elected, shall be announced by the chair on the site.
- Article 12** The board of directors of this Corporation shall issue notifications to the persons elected as directors.
- Article 13** These Procedures, and any amendments hereto, shall be implemented after approval by a shareholders meeting.
- Article 14** The Procedure was approved by the shareholders' meeting on June 19, 2012
The 1st amendment was made on June 27, 2014.
The 2nd amendment was made on June 30, 2015.
The 3rd amendment was made on August 26, 2021.
The 4th amendment was made on June 24, 2022.

Rules of Procedure for Shareholders' Meetings

- Article 1** In order to establish a sound shareholders' meeting governance system, improve the function of supervision, and strengthen the function of management, the Rules of Procedure are established in accordance with Article 5 of the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies.
- Article 2** Unless otherwise specified by law or Articles of Incorporation, shareholder meetings shall proceed according to the terms of this Rules of Procedure.
- Article 3** (Shareholders Meeting Convening and Meeting Notice)
 The Company's shareholders meeting shall, unless otherwise specified by law, be convened by the Board of Directors.
 The method of convening the Company's shareholders' meeting shall be resolved by the board of directors and shall be made before the mailing of the shareholders' meeting notice. This Company shall prepare electronic versions of the shareholders meeting notice and proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors or supervisors, and upload them to the Market Observation Post System (MOPS) at least 30 days before the date of an annual general meeting (AGM) or 15 days before the date of an extraordinary general meeting (EGM). At least 21 days before an annual general meeting or 15 days before an extraordinary general meeting, an electronic copy of the shareholders' meeting agenda handbook and supplementary information shall be prepared and posted onto MOPS. The shareholders' meeting agenda handbook and supplemental materials shall be available for review by shareholders at any time at least fifteen days before a shareholders meeting, and they shall be available for access at the company and its share registration agent. The Company shall provide shareholders with the meeting agenda handbook and supplemental information in the preceding paragraph for reference on the date of meeting and by the following means:
- I. When a physical shareholders' meeting is convened, the meeting materials shall be distributed on-site at the venue of the shareholders' meeting.
 - II. When convening a physical shareholders' meeting with the assistance of a video conference, the meeting materials shall be distributed at the venue of the meeting and transmitted electronically to the video conferencing platform.
 - III. When convening a shareholders meeting by the method of video conference, the files should be transmitted electronically to the video conferencing platform.
- The reasons for convening a shareholders meeting shall be specified in the meeting notice and public announcement. With the consent of the addressee, the meeting notice may be given in electronic form.
- Election or dismissal of directors, amendments to the Articles of Incorporation, capital reduction, application for the approval of ceasing its status as a public company, approval of competing with the company by directors, capitalization of retained earnings, capitalization of reserves, dissolution, merger, spin-off, or any matter under Article 185, Paragraph 1 of the Company Act, Article 26-1 and Article 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 reason for convening meeting and its main contents explained. The main contents of the motions may not be proposed as Impromptu motions. Where re-election of all directors as well as their inauguration date is stated in the notice of the reasons for convening the shareholders' meeting, after the completion of the re-election in the said meeting, the inauguration date may not be changed in the same meeting by Impromptu motions or other methods. Shareholders who own 1% or more of the total number of issued shares are entitled to propose motions for discussion in annual general meetings; each shareholder may only propose one motion. Proposals above that limit will be excluded from the discussion. However, if the shareholder's proposal is to urge the Company to promote public interests or fulfill its social responsibilities, the motions may still be accepted by the Board of Directors. The Board of Directors may not have the proposals presented by shareholders that fall in the scope of Article 172-1 Paragraph 4 of the Company Act included for motions discussion.
- The Company shall announce, before the book closure date of annual general meeting, the conditions, methods (written or electronic), places and time within which shareholders' proposals are accepted. The acceptance period must not be less than ten days.

Shareholders shall limit their proposed motions to 300 words only; proposals that exceed 300 words will not be accepted for discussion. Shareholders who have successfully proposed their motions shall attend the annual general meeting in person or through proxy and participate in the discussion.

The Company shall notify each proposing shareholder the outcomes of their proposed motions before the date the meeting notice is sent. Meanwhile, motions that satisfy the conditions listed in this Article shall be included as part of the motions in the meeting notice. For motions proposed by shareholders that are not included into the agenda, the Board of Directors shall explain the reasons for not including such motions into the agenda.

Article 4

Shareholders may appoint proxies to attend shareholder meetings on their behalf by completing the Company's proxy form and specifying the scope of delegated authority. Each shareholder may issue one proxy form and delegate one proxy only. All proxy forms must be received by the Company at least 5 days before the shareholders' meeting. In cases where multiple proxy forms are issued, the one that arrives first shall prevail. However, this excludes situations where the shareholder has issued a proper declaration to revoke the previous proxy arrangement.

After the delivery of the authorization of proxy to the company and that the shareholder desire to attend the meeting in person or exercise the voting rights by correspondence or electronic means, a written notice of revocation of the authorization of proxy shall be sent to the company two days prior to the scheduled date of the meeting. If the shareholder fails to withdraw proxy arrangement before the due date, the vote of the proxy attendant must prevail.

After the delivery of the authorization of proxy to the company and that the shareholder desire to attend the meeting via video conference method, a written notice of revocation of the authorization of proxy shall be sent to the company two days prior to the scheduled date of the meeting. If the shareholder fails to withdraw proxy arrangement before the due date, the vote of the proxy attendant must prevail.

Article 5

(Guidelines for the venue and time of the Shareholders' Meeting)

Shareholder meetings must be held at the Company's premises or at locations that are suitable and convenient for shareholders to attend. Meetings cannot commence anytime earlier than 9AM or later than 3PM. Independent Directors' opinions must be fully taken into consideration when choosing the meeting venue and time.

There are no restrictions on the meeting venue as prescribed in the preceding paragraph when the Company holds a video shareholders' meeting.

Article 6

(Preparation of attendance register and other documents)

The meeting notice must specify details such as meeting check-in time, venue, and important notes where relevant for the shareholders, proxy issuers, and proxy agents (hereinafter referred to as "shareholders").

Admission of meeting participants must begin at least 30 minutes before the meeting commences. The reception area must be clearly labeled and stationed with competent personnel. Check-in for the shareholders' meeting must be accepted at the shareholders' meeting video conference platform at least 30 minutes before the meeting starts. Shareholders who have checked in are deemed to be present in person at the shareholders' meeting.

The Company shall provide an attendance register for attending shareholders or their entrusted proxy (hereinafter referred to as "shareholder") to sign in at the shareholder meeting, or have attending shareholders turn in an attendance card as a means for signing in.

Shareholders who attend the meeting shall be given a copy of the meeting agenda handbook, annual report, attendance pass, speaker's slip, motion ballot and any information relevant to the meeting. Prepare additional ballots if director election is also being held during the meeting.

Shareholders shall attend the meeting of shareholders with the presentation of the attendance pass, attendance card or other attendance documents. Proxy solicitors should have identity documents with them for examination.

When the government or juridical person is a shareholder, the shareholder attending the meeting by proxy is not limited to one representative. Corporate entities that have been designated as proxy attendants can only appoint one representative to attend a shareholders' meeting.

If a shareholders meeting is convened by way of video conference, shareholders who intend to attend by way of video conference shall register with the Company 2 days prior to the date of meeting.

For a video shareholders' meeting, the Company must, at least 30 minutes before the start of the meeting, upload the meeting agenda handbook, annual report, and other relevant information to the video conference platform and keep them posted until the end of the meeting.

Article 6-1

(Items to be included in the notice of a video shareholders' meeting)

When convening a video shareholders' meeting, the Company shall specify the following items in the notice of meeting:

I. Methods for shareholders to participate in the video conference and exercise their rights.

II. In the event that the video conferencing platform or video participation is impeded due to natural disasters, events, or other force majeure circumstances, the following must be included:

(I) The time when it was decided that the preceding obstacles could not be eliminated and the meeting would be postponed or resumed, and if so, the date of the postponed or resumed meeting.

(II) Shareholders who have not registered to participate in the affected shareholders video meeting cannot attend the postponed or resumed session.

(III) When convening a physical shareholders' meeting with the assistance of a video conference, if the video conference is not able to be resumed, and the total number of shares present, after deducting the number of shares present by means of video participation, still reaches the quorum for the shareholders' meeting, the shareholders' meeting shall continue. The shares represented by shareholders attending the meeting through video conference shall be counted towards the total number of shares represented by shareholders present at the meeting, provided these shareholders shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders' meeting.

(IV) The methods used to handle the cases where the results have been announced for all the proposals but no impromptu motions has been made.

III. When convening a video shareholders' meeting, the appropriate alternative measures for shareholders with difficulties in participating in shareholders' meetings by video must also be specified.

Article 7

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

If a shareholders meeting is convened by the board of directors, the meeting shall be chaired by the chairperson of the board. When the chairperson of the board is on leave or for any reason unable to exercise the powers of the chairperson, the vice chairperson shall act in place of the chairperson; if there is no vice chairperson or the vice chairperson also is on leave or for any reason unable to exercise the powers of the vice chairperson, the chairperson shall appoint one of the managing directors to act as chair, or, if there are no managing directors, one of the directors shall be appointed to act as chair. Where the chairperson does not make such a designation, the managing directors or the directors shall select from among themselves one person to serve as chair.

A shareholders' meeting convened by the board of directors shall be attended by a majority of the directors.

For the meeting that is convened by the ones with the convening authority outside of the board, the meeting should be chaired by the convening authority. One person should be selected to chair the meeting if there are more than two present.

The Company may appoint its lawyers, certified public accountants and any relevant personnel to attend a shareholders' meeting in a non-voting capacity.

Article 8

(Documentation of a shareholders meeting by audio or video)

The Company shall record non-stop, in audio and video format, from the time admission is accepted and throughout the entire meeting proceeding, voting process and vote count, and keep such recordings for at least one year. However, if a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the abovementioned documents must be retained until the conclusion of the litigation.

When convening a video shareholders' meeting, the Company must keep records of shareholder registration, sign-in, check-in, questions raised, votes cast and results of votes counted by the Company, and continuous audio and video record, without interruption, the proceedings of the virtual meeting from beginning to end.

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

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

Article 9

Attendance at shareholders meetings shall be calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance register or the attendance cards collected, and the shares checked in on the video conference platform, plus the number of shares that have voting rights exercised by correspondence or through electronic means.

The chair shall call the meeting to order at the appointed meeting time and disclose information concerning the number of non-voting shares and number of shares represented by shareholders attending the meeting. However, if current attendance represents less than half of the Company's outstanding shares, the chair may announce to postpone the meeting up to two times, for a period totaling no more than one hour. If the quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chair must declare the meeting adjourned. In the event of a virtual shareholders meeting, the Company must also declare the meeting adjourned at the virtual meeting platform.

If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within one month. In the event of a virtual shareholders meeting, shareholders intending to attend the meeting online shall re-register with the Company in accordance with Article 6.

If the number of shares represented accumulate to more than half of all outstanding shares as the meeting progresses, the chair may propose the tentative resolutions for final voting according to Article 174 of the Company Act.

Article 10

(Discussion of proposals)

For shareholder meetings that are convened by the board of directors, the board of directors will determine the meeting agenda. All proposed motions (including Impromptu motions and amendments to existing motions) must be voted on a case-by-case basis. The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders meeting.

The above rule also applies to shareholders' meetings that are convened by any authorized party other than the board of directors.

In either of the two situations described above, the chair cannot dismiss the meeting while a motion (including impromptu motion) is still in progress. If the chair violates meeting rules by dismissing the meeting when not allowed to do so, other members of the board shall immediately assist attending shareholders in electing another chair that has the support of more than half of voting rights represented on-site to continue the meeting.

The chair must allow adequate time to explain and discuss various motions, amendments or impromptu motions proposed during the meeting. The chair may announce to discontinue further discussions if the issue in question is considered to have been sufficiently discussed to proceed with voting.

Article 11

(Shareholder speech)

Shareholders who wish to speak during the meeting must produce a speaker's slip detailing the topic, shareholder ID (or the attendance ID serial number) and shareholder's name. The order of shareholders' comments is determined by the chair.

The attending shareholders shall be deemed to have not spoken if they only provide speaker's slip without actually speaking. In the event where the content of the speech is inconsistent with the speaker's slip, the spoken content shall prevail.

Each shareholder shall speak no more than two times, for 5 minutes each, on the same motion unless otherwise agreed by the chair. The chair may stop shareholders from speaking if they violate any terms of the policy or speak beyond the scope of the topic.

When an attending shareholder is making a statement, other shareholders shall not speak unless given permission by the chair and the speaking shareholder. Violators shall be halted by the chairman.

Where a juristic person shareholder has appointed two or more representatives to attend the shareholder meeting, only one representative may speak per motion.

After a shareholder has finished speaking, the chair may answer the shareholder's queries personally or appoint any relevant personnel to do so.

When convening a video shareholders' meeting, shareholders attending the virtual meeting online may raise questions in writing at the virtual meeting platform from the chair declaring the meeting open until the chair declaring the meeting adjourned. No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words. The regulations in Paragraphs 1 to 5 do not apply.

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

Article 12

(Calculation of Voting Shares and Recusal System)

Votes in a shareholders' meeting are vested based on the number of shares represented. With respect to resolutions of shareholders meetings, the number of shares held by a shareholder with no voting rights shall not be calculated as part of the total number of issued shares.

Shareholders may not vote and may not exercise voting rights as proxy for any other shareholders on any motions that present a conflict between their own interests and interests of the Company.

The number of shares held by shareholders who are not permitted to vote shall be excluded from the calculation of total voting rights represented by the shareholders present at the meeting.

With the exception of trust enterprises and certain share transfer agencies approved by the authority, when one person is concurrently appointed as proxy by two or more shareholders, the voting rights represented by that proxy may not exceed three percent of the voting rights represented by the total number of issued shares. Voting rights in excess of this threshold shall be excluded from the calculation.

Article 13

A shareholder shall be entitled to one vote for each share held, except when the shares are restricted shares or are deemed non-voting shares under Article 179, paragraph 2 of the Company Act.

When the Company holds a shareholders meeting, it may allow the shareholders to exercise voting rights by correspondence or electronic means. When voting rights are exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders meeting notice. Shareholders who have their votes cast in writing or by electronic means are deemed as attending the meeting in person. However, they are considered to have waived their rights to participate in any Impromptu motions or any amendment to the original discussion that may arise during the shareholder meeting. For this reason, the Company should avoid proposing special motions or amendments to the original motion where possible.

Instructions to exercise written and electronic votes must be delivered to the Company at least 2 days before the shareholder meeting. In the event of duplicate submissions, the one received earliest shall prevail. However, this excludes situations where a proper declaration is issued to revoke the previous arrangement.

Shareholders who wish to attend the shareholders' meeting in person after exercising their voting rights in writing or using electronic methods are required to withdraw their votes using the same method by which the vote was cast in the first place, and by no later than two days before the day of shareholder meeting. The written/electronic vote shall prevail if not withdrawn before the cutoff time. If a shareholder exercise voting in writing or through electronic means and at the same time delegates a proxy to attend shareholder meeting, the voting decision exercised by the proxy shall prevail.

Unless otherwise provided by the Company Act or the Company's Articles of Incorporation, a motion is passed when supported by attending shareholders representing more than half of total voting rights in the meeting. When voting, the chairperson or delegate thereof shall announce the total number of voting rights represented by attending shareholders for every motion discussed and have shareholders vote on a case-by-case basis. Details including the number of votes in favor, against, and abstained for each discussion shall be uploaded onto MOPS on the same day the shareholders' meeting ends.

In cases where several amendments or alternative solutions have been proposed at the same time, the chair shall determine the order in which proposals are to be voted on. If one of the motions has been passed, the other motions shall be deemed as rejected without the need for further resolution.

The chair shall appoint ballot examiners and ballot counters to support the voting process. The ballot examiner must be a shareholder.

The counting of votes shall be conducted at the venue of the shareholders' meeting, and the voting results shall be reported on-site and recorded in the minutes.

Article 14

(Election matters)

The director election at a shareholders' meeting shall be held in accordance with the applicable election and appointment procedures adopted by the Company, and the voting results shall be announced on-site, including the names of those elected as directors and the numbers of votes with which they were elected, and the list of persons not elected as directors and the numbers of votes casted for them.

All ballots used in the abovementioned elections shall be sealed and signed by the ballot examiner and held in proper custody for at least one year. However, if a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the abovementioned documents must be retained until the conclusion of the litigation.

Article 15 Shareholders' meeting resolutions shall be compiled into detailed minutes, signed by or affixed with the seal of the chair and disseminated to each shareholder within 20 days after the meeting. The preparation and distribution of meeting minutes may be made in electronic form.

The Company's shareholders' meeting minutes referred to above can be distributed by posting it on the MOPS.

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

Article 16 (Announcement to the public)

On the day of a shareholders' meeting, the Company shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation, the number of shares represented by proxies and the number of shares represented by shareholders attending the meeting by correspondence or electronic means, and shall make an express disclosure of the same at the place of the shareholders meeting. In the event of a virtual shareholders meeting, the Company shall upload the above meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

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

The Company must disclose on MOPS in a timely manner any shareholders' meeting resolutions that constitute material information as defined by law or the rules of Taiwan Stock Exchange Corporation (or Taipei Exchange).

Article 17 (Maintenance of meeting order)

Staff handling administrative affairs of a shareholders meeting shall wear identification badges or arm bands.

The chair may instruct security staff to help maintain order in the meeting. While maintaining order in the meeting, all security staff are required to wear arm badges that identify their role as "Security."

For venues that are equipped with broadcasting equipment, the chair shall halt any shareholder that makes statements from equipment not allocated to the Company. Shareholders in violation of the rules and disobeying correction by the chair that disrupt the meeting are asked to leave the venue and will be escorted out by the proctors or the security personnel.

Article 18 (Recess and resumption of a shareholders meeting)

The chair may put the meeting in recess at appropriate times. In the event of force majeure, the chair may suspend the meeting temporarily and resume at another time.

If the shareholder meeting is unable to conclude all scheduled motions (including Impromptu motions) before the venue is due for return, participants may resolve to continue the meeting at an alternative location.

Shareholders may also resolve to postpone or resume the meeting within the next 5 days, according to Article 182 of the Company Act.

Article 19 (Disclosure of information at video meetings)

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

Article 20 (Location of the chair and secretary of video-only shareholders meeting)

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

Article 21 (Handling of disconnection)

In the event of a video shareholders' meeting, the Company may offer a simple connection

test to shareholders prior to the meeting, and provide relevant real-time services before and during the meeting to help resolve communication technical issues.

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

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

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

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

When the Company convenes a physical shareholders' meeting with the assistance of a video conference, and the video conference cannot continue as described in second paragraph, if the total number of shares present, after deducting the number of shares present by means of video participation, still reaches the quorum for the shareholders' meeting, then the shareholders' meeting shall continue, and no postponement or resumption thereof under the second paragraph is required.

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

When postponing or resuming a meeting according to the second paragraph, the Company shall handle the preparatory work based on the date of the original shareholders meeting and the various provisions.

When postponing or resuming a meeting according to the second paragraph, the relevant matters that must be disclosed in an announcement on the day of the meeting must be disclosed to the shareholders on the day of the postponement or resumption.

Article 22 (The handling of digital divide)

When convening a video shareholders' meeting, the Company shall provide appropriate alternative measures available to shareholders with difficulties in participating in shareholders' meetings by video.

Article 23 The Rules of Procedure are to be announced and implemented after being approved by the shareholders' meeting. The same shall apply to any amendments to the Rules of Procedure.

Article 24 Addition and amendment of record

The Regulations was enacted on November 22, 2000.

1st amendment was made on June 10, 2011.

2nd amendment was made on June 19, 2012.

3rd amendment was made on June 22, 2020.

4th amendment was made on August 26, 2021.

5th amendment was made on June 24, 2022.

Attachment IX

Shareholdings of All Directors and Supervisors of the Company:

Base date: April 18, 2025

Job title	Name	Date elected	Shares Held at the Time of Election			Current holdings			Remarks
			Type	Number of shares	% to the issued shares	Type	Number of shares	% to the issued shares	
Chairman	Hong Chien-Fong	2022.06.24	Common stock	623,857	0.88%	Common stock	688,195	0.88%	
Vice Chairman	Chang Ming-Chan	2022.06.24	Common stock	193,995	0.27%	Common stock	106,909	0.14%	
Director	Hong, Chen-Pan	2022.06.24	Common stock	2,671,560	3.77%	Common stock	2,947,077	3.77%	
Director	Chuan Lun Investment Co., Ltd. Representative: Lai, Chi-Li	2022.06.24	Common stock	2,383,560	3.37%	Common stock	2,517,203	3.22%	
Director	Chang, Pang-Yen	2022.06.24	Common stock	586,095	0.83%	Common stock	646,537	0.83%	
Director	Neptune Investment Co., Ltd. Representative: Shu-Hua Chang	2022.06.24	Common stock	1,400,950	1.98%	Common stock	1,545,429	1.98%	
Independent Director	Hui-You Hsu	2022.06.24	Common stock	11,243	0.02%	Common stock	12,401	0.02%	
Independent Director	Jung-Hui, Liang	2022.06.24	Common stock	0	0.00%	Common stock	0	0.00%	
Independent Director	Mao-Sheng Liang	2022.06.24	Common stock	0	0.00%	Common stock	0	0.00%	
Total :				7,871,260	11.12%		8,463,751	10.84%	

Total outstanding shares on June 24, 2022:	70,790,961	Shares			
Total outstanding shares on April 18, 2025:	78,091,632	Shares			
Remark: Quantity of shares required to be held by all Directors of the Company according to law:	6,247,330	Shares	Held as of April 18, 2025:	8,463,751	Shares

Thank you for attending the AGM!

**We welcome your critiques and suggestions at any
time!**