

Stock code : 3013

uneec[®] CHENMING
ELECTRONIC TECH. CORP.

2025 Annual General Meeting

**Meeting Agenda
Handbook**

How to hold : Physical meeting

Date of meeting: June 13, 2025

Location: Grand Victoria Hotel (No.168, Jingye 4th Rd.,
Zhongshan Dist., Taipei City, Taiwan)

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Chenming Electronic Technology Corporation
2025 Annual General Meeting Agenda

Time of meeting: 9:00 a.m, June 13, 2025

Location: Grand Victoria Hotel (No.168, Jingye 4th Rd., Zhongshan Dist.,
Taipei City, Taiwan)

One. Announcement of the Commencement of the Meeting.

Two. The Chairperson's Remarks

Three. Reporting Matters:

I. 2024 Business Report

II. Audit Committee's review on 2024 financial statements

III. Report on issuance of the domestic 4th secured convertible
corporate bonds in 2024

IV. Distribution of remuneration to employees and directors

Four. Recognition Matters:

I. 2024 business report and financial statements

II. 2024 earnings distribution proposal

Five. Discussion Matters:

Amendments to the Company's "Articles of Incorporation".

Six. Extraordinary Motions.

Seven. Meeting Adjourned.

One. Announcement of the Commencement of the Meeting

Two. The Chairperson's Remarks

Three. Reporting Matters

Reporting Matter I (Proposed by the Board of Directors)

Subject: 2024 Business Report is submitted for review.

Explanation: Please refer to Attachment I for the Business Report (Page 7).

Reporting Matter II (Proposed by the Board of Directors)

Subject: Audit Committee's review report on the 2024 financial statements is presented for review.

Explanation: Please refer to Attachment II for Audit Committee's Review Report (Page 10).

Reporting Matter III (Proposed by the Board of Directors)

Subject: The report on issuance of the domestic 4th secured convertible corporate bonds in 2024 is presented for review.

Explanation: For the Company's issuance of the domestic 4th secured convertible corporate bonds, please refer to Attachment IV (Page 26).

Reporting Matter IV (Proposed by the Board of Directors)

Subject: The proposal for distribution of remuneration to employees and directors is presented for review.

Explanation: I. Pursuant to the Company's Articles of Incorporation, if Company records a profit in a year, an amount not less than 2% shall be appropriated as remuneration to employees and an amount no more than 2% shall be appropriated as remuneration to directors.

II. Pursuant to the preceding provision, the Company will appropriate NT\$18 million as remuneration to employees and NT\$1.5 million as remuneration to directors, and both will be distributed in cash. There is no difference between the actual amount paid and the estimated amount.

Four. Recognition Matters

Recognition Matter I: (Proposed by the Board of Directors)

Subject: The 2024 business report and financial statements

Explanation: I. The Company has completed preparation of parent company only and consolidated financial statements for 2024, and commissioned Wang, I-Wen, CPA and Chien, Szu-Chuan, CPA of KPMG Taiwan to perform an audit and certify the same, and issue an independent auditor's report therefor.

II. For the statements referred to in the preceding paragraph, please refer to Attachment I and Attachment III of the Meeting Agenda Handbook for details (Page 7 and Page 11).

III. This motion has been reviewed by the Audit Committee and approved by the board of directors, and is hereby presented for recognition during shareholders' regular meeting.

IV. Please kindly recognize.

Resolution:

Recognition Matter II: (Proposed by the Board of Directors)

Subject: 2024 earnings distribution proposal

- Explanation: I. In Year 2024, the Company's closing balance of undistributed earnings was NT\$490,233,013, plus the net profit after tax, NT\$730,391,441, and offsets of 10% legal reserve, NT\$73,039,144, and special reserve, NT\$60,961,504, in accordance with relevant laws and the Articles of Incorporation, the remaining distributable earnings was NT\$1,208,546,814. The dividend amounting NT\$123,083,358 is therefore proposed. Please refer to the earnings distribution plan for details.
- II. It has been authorized by the Board of Directors to set the ex-dividend date and handle other matter accordingly once the cash dividend amounting to NT\$123,083,358 is resolved at the shareholders' meeting. The dividend shall be distributed pro rata based on the shareholding shown in the roster of shareholders on the ex-dividend date. A cash dividend of NT\$0.6 per share will be distributed, and the total cash dividends for a shareholder is rounded down to the nearest whole number (rounded down to the nearest NTD). The fractional balance of dividends less than NT\$ 1 will be summed up and recognized as other income of the Company.
- III. In the event that the distribution ratio mentioned in preceding paragraph is subject to an adjustment due to any subsequent changes to the number of outstanding shares caused by conditions such as changes of laws, adjustments made by the competent authorities, conversion of corporate bonds to shares, or shares repurchase by the Company, the Board of Directors has authorized the Chairman to make such an adjustment.
- IV. This motion has been reviewed by the Audit Committee and approved by the Board of Directors, and is hereby presented for recognition during the annual general meeting.
- V. Please kindly recognize.

Resolution:

Chenming Electronic Technology Corporation
2024 Earnings Distribution Table Unit: NT\$

Item	Amount
Beginning retained earnings	490,233,013
Add: Net profit after tax for current period	730,391,441
Less: Legal reserve	(73,039,144)
Add: Reversal of special reserve	60,961,504
Distributable earnings	1,208,546,814
Items of distribution	
Dividend to shareholders – Cash dividend	(123,083,358)
Ending unappropriated earnings	1,085,463,456

- Note: 1. The 2024 earnings will be distributed first.
2. The cash dividend NT\$0.6 per share was calculated based on the number of outstanding shares, totaling 205,138,930 shares on March 5, 2025.

Chairman: Lin Mu-Ho General Manager: Lo Chih-Chi Chief Accountant: Chuang Chia-Ying

Five. Discussion Matters

Discussion Matters: (Proposed by the Board of Directors)

Subject: Amendments to the Company's "Articles of Incorporation."

Explanation: I. In order to comply with legal requirements and meet future company practical needs, we are amending the "Articles of Incorporation" of our company. The comparison table of the amended articles is as follows.

II. Please kindly resolve.

Resolution:

Chenming Electronic Technology Corporation
The comparison table of amended articles of Articles of Incorporation

Amended clauses	Old Provision	Remarks
<p>Article 5: The Company has aggregate total capital in an amount of NT\$3 billion, divided into 300 million shares at Ten New Taiwan Dollars par value. The Board of Directors is bestowed with full power to issue the shares as necessary in installments.</p> <p>Within the aforementioned total capital, NT\$200 million is reserved, divided into 20 million shares with a par value of NT\$10 per share, for the exercise of stock options through employee stock warrants, preferred shares with warrants, or corporate bonds with warrants.</p> <p><u>The recipients of employee stock warrants include employees of controlling or subsidiary companies who meet certain conditions.</u></p> <p><u>When the Company issues new shares, employees eligible to subscribe to such shares include employees of controlling or subsidiary companies who meet certain conditions.</u></p> <p><u>The recipients of restricted employee shares issued by the Company include employees of controlling or subsidiary companies who meet certain conditions.</u></p> <p><u>The recipients of treasury shares repurchased by the Company for transfer include employees of controlling or subsidiary companies who meet certain conditions.</u></p>	<p>Article 5: The Company has aggregate total capital in an amount of NT\$3 billion, divided into 300 million shares at Ten New Taiwan Dollars par value. The Board of Directors is bestowed with full power to issue the shares as necessary in installments.</p> <p>Within the total capital mentioned in the preceding Paragraph, a NT\$200 million sum shall be reserved ready for issuance of employee stock option certificates, preferred shares attached with warrants or corporate bonds attached with warrants in twenty million shares at Ten New Taiwan Dollars par value.</p>	<p>According to Articles 167-1, 167-2, 267 of the Company Act and future company practical needs, amendments have been made.</p>
<p>Article 19: Profit before tax and employee/director remuneration shall first be taken to offset previous losses. Any surplus remaining shall then be subject to employee remuneration of no less than 2%, and director remuneration of no more than 2%.</p> <p><u>Of the aforementioned employee remuneration amount, no less than 8% shall be allocated for distribution to entry-level employees.</u></p> <p>The remuneration to employees and remuneration to directors may be distributed either in stocks or in cash at the percentages, which shall be resolved by a majority vote in the Board meeting which is attended by directors who account for two-thirds of the aggregate total of director seats. The percentages so resolved shall be reported to the shareholders' meeting.</p> <p>The remuneration to employees may be distributed either in stocks or in cash and may be distributed to employees of subordinate company(ies) who satisfy the specified qualification requirements.</p>	<p>Article 19: Profit before tax and employee/director remuneration shall first be taken to offset previous losses. Any surplus remaining shall then be subject to employee remuneration of no less than 2%, and director remuneration of no more than 2%.</p> <p>The remuneration to employees and remuneration to directors may be distributed either in stocks or in cash at the percentages, which shall be resolved by a majority vote in the Board meeting which is attended by directors who account for two-thirds of the aggregate total of director seats. The percentages so resolved shall be reported to the shareholders' meeting.</p> <p>The remuneration to employees may be distributed either in stocks or in cash and may be distributed to employees of subordinate company(ies) who satisfy the specified qualification requirements.</p>	<p>Amended according to Paragraph 6, Article 14 of the Securities and Exchange Act</p>

Amended clauses	Old Provision	Remarks
<p>Article 21: These Articles were enacted on June 4, 1976. 1st amendments hereto were made on July 20, 1976. 2nd amendments hereto were made on January 10, 1977. 3rd amendments hereto were made on June 26, 1982. 4th amendments hereto were made on July 12, 1985. 5th amendments hereto were made on April 6, 1987. 6th amendments hereto were made on October 8, 1992. 7th amendments hereto were made on October 28, 1997. 8th amendments hereto were made on January 7, 1998. 9th amendments hereto were made on June 30, 1998. 10th amendments hereto were made on June 20, 1999. 11th amendments hereto were made on May 24, 2000. 12th amendments hereto were made on May 16, 2001. 13th amendments hereto were made on May 20, 2002. 14th amendments hereto were made on March 10, 2003. 15th amendments hereto were made on June 6, 2003. 16th amendments hereto were made on June 11, 2004. 17th amendments hereto were made on June 10, 2005. 18th amendments hereto were made on June 15, 2007. 19th amendments hereto were made on June 13, 2008. 20th amendments hereto were made on June 10, 2009. 21st amendments hereto were made on June 9, 2010. 22nd amendments hereto were made on June 10, 2011. 23rd amendments hereto were made on June 17, 2016. 24th amendments hereto were made on June 13, 2018. 25th amendments hereto were made on June 14, 2019. 26th amendments hereto were made on June 12, 2020. 27th amendments hereto were made on June 17, 2022. <u>28th amendments hereto were made on June 13, 2025.</u></p>	<p>Article 21: These Articles were enacted on June 4, 1976. 1st amendments hereto were made on July 20, 1976. 2nd amendments hereto were made on January 10, 1977. 3rd amendments hereto were made on June 26, 1982. 4th amendments hereto were made on July 12, 1985. 5th amendments hereto were made on April 6, 1987. 6th amendments hereto were made on October 8, 1992. 7th amendments hereto were made on October 28, 1997. 8th amendments hereto were made on January 7, 1998. 9th amendments hereto were made on June 30, 1998. 10th amendments hereto were made on June 20, 1999. 11th amendments hereto were made on May 24, 2000. 12th amendments hereto were made on May 16, 2001. 13th amendments hereto were made on May 20, 2002. 14th amendments hereto were made on March 10, 2003. 15th amendments hereto were made on June 6, 2003. 16th amendments hereto were made on June 11, 2004. 17th amendments hereto were made on June 10, 2005. 18th amendments hereto were made on June 15, 2007. 19th amendments hereto were made on June 13, 2008. 20th amendments hereto were made on June 10, 2009. 21st amendments hereto were made on June 9, 2010. 22nd amendments hereto were made on June 10, 2011. 23rd amendments hereto were made on June 17, 2016. 24th amendments hereto were made on June 13, 2018. 25th amendments hereto were made on June 14, 2019. 26th amendments hereto were made on June 12, 2020. 27th amendments hereto were made on June 17, 2022.</p>	<p>Add: Date of amendment</p>

Six. Extraordinary Motions

Seven. Meeting Adjourned.

Chenming Electronic Technology Corporation
2024 Business Report

Looking back at 2024, driven by the AI industry's momentum, the server industry flourished dramatically. The server-related industry supply chain also found new opportunities. Benefiting from AI development, Chenming achieved record-high revenue, and our water-cooling cabinet technology also yielded substantial results, gaining customer recognition and cooperation. In response to customer demands, our production bases are established not only in Taiwan but also in Dongguan and Ningbo, China. The Thailand factory under construction is expected to begin operations this year, injecting new momentum into the Chenming Group and bringing promising contributions to our revenue. In regard to new product technology, we are actively advancing server water cooling and immersion liquid cooling solutions in accordance with customer timelines. We believe that water cooling technology will remain an essential component for AI server demands this year. Looking ahead, the AI wave continues to gain momentum, presenting both opportunities and challenges. Chenming is poised to capitalize on market trends by continuously implementing automated production and intelligent process management to enhance production efficiency and product quality, thereby strengthening our overall competitiveness. In light of emerging trends such as AI, 5G, IoT applications, and cloud-based services, Chenming will be undergoing aggressive digital transformation as a means to increase revenues, asset size, and profits in shareholders' favor. The following is a report of the Company's 2024 business performance and outlooks for 2025:

Business performance and R&D outcome for 2024

The 2024 consolidated operating revenue, net was NT\$9,409,586 thousand. The 2024 net profit was NT\$730,391 thousand, with EPS of NT\$3.63, growing by 181.39% from that of NT\$1.29 in the previous year. The Company will uphold the ethical management policy to expand its business actively and ensure the ongoing business growth in the intensive industrial competition.

R&D outcomes

- (1) Completed the development of 1U and 2U Nvidia MGX AI Server and 2U Edge AI chassis designs.

- (2) Completed the development of small tower and mid-tower Gaming PC products which were showcased at Computex 2024.
- (3) Development of standardized immersion cooling equipment.
- (4) Completed the development of 30KW liquid cooling cabinet/energy-saving cabinet which was showcased at Computex 2024.
- (5) Development of various testing, validation, and cooling solutions for various heat transfer and heat dissipation methods.

2025 business outlook and R&D plans

As the AI industry matures, Chenming will apply its strong advantages in terms of resource integration and to explore further success in fields such as cloud server and data center, AI, and IoT. The Company will also take the initiative to adopt Industry 4.0 and smart production, using automated equipment and physical as well as virtual platforms to assist in the creation of highly efficient logistics and management systems for more rapid service delivery and cost saving. By incorporating smart manufacturing and new technologies, the Company strives to ensure the sustainability of its growth.

R&D plan

- (1) 1U and 2U Intel Edge MHS server design.
- (2) Intel DC-MHS MDNO TYPE-2 2U server design.
- (3) Continuous development and iteration of immersion cooling equipment.
- (4) Development of 50KW air-assisted liquid cooling cabinets/energy-saving cabinets.
- (5) Development of water-to-air, water-to-water, and other liquid cooling heat dissipation products.
- (6) Continued development of testing, validation, and cooling solutions for various heat transfer and heat dissipation methods.

Given the world-wide adoption of new technologies such as smart manufacturing, smart factory, IoT, AI, big data, cloud computing, cybersecurity, and 5G, production and sale of consumer electronic parts and IT products still exhibit immense potentials in the future. The Company will keep aiming at intelligence, innovation, technological application, industrial evolution and cloud computing to upgrade its competitiveness and control the market opportunity.

By continuously improving the R&D, technology, quality and design ability to satisfy the trend for diversified products, sustain the steady and positive development for any competition from the industry in the future. We will endeavor for the sound corporate governance, implementation of corporate social responsibility and enhancement of shareholders' interests as a return of shareholders' supports and expectation.

Chairman: Lin Mu-Ho General Manager: Lo Chih-Chi Chief Accountant: Chuang Chia-Ying

Chenming Electronic Technology Corporation

Audit Committee's Review Report

We have reviewed the Company's 2024 business report, financial statements, and earnings distribution proposal prepared by the Board of Directors. The financial statements have been audited by CPA Wang, I-Wen and CPA Chien, Szu-Chuan. of KPMG Taiwan, to which the firm issued an independent auditor's report. The Audit Committee found no misstatement in the above business report, financial statements, or earnings distribution, and hereby issues its report as presented above in accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of The Company Act.

For:

2025 Annual General Meeting

Audit Committee convener: Chen Chien-Tsun

March 13, 2025

Independent Auditors' Report

1. To the Board of Directors of CHENMING ELECTRONIC TECHNOLOGY CORP.:

2.

Opinion

We have audited the consolidated financial statements of CHENMING ELECTRONIC TECHNOLOGY CORP. and its subsidiaries ("the Group"), which comprise the consolidated balance sheet as of December 31, 2024 and 2023, the consolidated statement of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of material accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at 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.

Revenue recognition

Please refer to Notes 4(n) "Revenue Recognition" and Notes 6(r) "Revenue from Customer Contract" for accounting policy related to revenue recognition and information on revenue disclosure, respectively.

Description of key audit matters:

The Group is engaged in the manufacturing, research and development, and sale of server cases and computer cases. The sales revenue is a key matter in the consolidated financial statements, wherein the trade terms of revenue may affect the understanding of the users of the consolidated financial report. Therefore, revenue recognition is identified as a key audit matter.

Audit Procedure:

Our principal audit procedure included: performing test of controls in relation to the sales and collection cycle, conducting accounts receivable confirmation procedures, performing substantive testing on operating revenues through the examination of pertinent documentation, ensuring that performance obligations have been satisfied in accordance with the contract agreements, and assessing whether operating revenues are recognized in the correct accounting period in accordance to the relevant regulatory guidelines.

Other Matter

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

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

Those charged with governance (including the Supervisors) 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 auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Standards on Auditing of the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

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

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our 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 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 auditor's 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 Wang, I-Wen and Chien, Szu-Chuan.

KPMG
Taipei, Taiwan (Republic of China)
March 13, 2025

Notes to Readers

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

The independent auditors' audit 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 independent auditors' audit report and consolidated financial statements, the Chinese version shall prevail.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
CHENMING ELECTRONIC TECHNOLOGY CORP. AND SUBSIDIARIES

Consolidated Balance Sheet

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))	\$ 977,987	11	824,699	13	2100	Short-term loans (note (6)(i))	\$ -	-	20,000	-
1110	Current financial assets at fair value through profit or loss (note (6)(b))	-	-	1,699	-	2130	Current contract liabilities (note (6)(r))	3,147	-	3,050	-
1170	Trade receivables, net (notes (6)(c) and (6)(r))	3,162,812	37	2,016,525	31	2170	Trade payables	2,885,583	34	1,996,607	31
1310	Inventories, net (note (6)(d))	1,283,942	15	778,427	12	2200	Other payables	367,337	5	318,465	5
1476	Other current financial assets (note (6)(m))	99,773	1	67,584	1	2230	Current tax liabilities (note (6)(o))	178,860	2	47,151	1
1479	Other current assets	84,808	1	70,872	1	2280	Current lease liabilities (note (6)(l))	2,163	-	2,436	-
		<u>5,609,322</u>	<u>65</u>	<u>3,759,806</u>	<u>58</u>	2300	Other current liabilities	38,809	-	12,009	-
Non-current assets:						2322	Long-term borrowings, current portion (note (6)(j))	34,523	-	-	-
1510	Non-current financial assets at fair value through profit or loss (notes (6)(b) and (6)(k))	1,950	-	1,640	-			<u>3,510,422</u>	<u>41</u>	<u>2,399,718</u>	<u>37</u>
1600	Property, plant, and equipment (notes (6)(f) and (8))	2,524,090	29	2,234,718	34	Non-current liabilities:					
1755	Right-of-use assets (note (6)(g))	170,276	2	181,136	3	2530	Bonds payable (note (6)(k))	471,698	6	377,911	6
1760	Investment property, net (notes (6)(h) and (8))	270,743	3	274,448	4	2540	Long-term loans (note (6)(j))	203,877	2	433,900	7
1780	Intangible assets	9,386	-	7,530	-	2560	Non-current tax liabilities (note (6)(o))	6,393	-	21,736	-
1840	Deferred income tax assets (note (6)(o))	1,309	-	8,525	-	2570	Deferred income tax liabilities (note (6)(o))	4,549	-	188	-
1980	Other non-current financial assets (note (8))	4,322	-	5,505	-	2580	Non-current lease liabilities (note (6)(l))	2,106	-	3,968	-
1990	Other non-current assets (note (6)(f))	84,215	1	49,885	1	2645	Guarantee deposits (note (6)(m))	28,727	-	27,318	-
		<u>3,066,291</u>	<u>35</u>	<u>2,763,387</u>	<u>42</u>			<u>717,350</u>	<u>8</u>	<u>865,021</u>	<u>13</u>
Total assets		\$ 8,675,613	100	6,523,193	100		Total liabilities	<u>4,227,772</u>	<u>49</u>	<u>3,264,739</u>	<u>50</u>
						Equity attributable to owners of parent (notes (6)(k) and (6)(p)):					
						3100	Ordinary shares	2,051,389	23	1,959,350	30
						3200	Capital surplus	765,025	9	380,656	6
						3300	Retained earnings	1,642,068	19	990,051	15
						3410	Exchange differences on translation of foreign financial statements	(10,641)	-	(71,603)	(1)
							Total equity	<u>4,447,841</u>	<u>51</u>	<u>3,258,454</u>	<u>50</u>
							Total liabilities and equity	\$ 8,675,613	100	6,523,193	100

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
CHENMING ELECTRONIC TECHNOLOGY CORP. AND SUBSIDIARIES
Consolidated Statement 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>	
	Amount	%	Amount	%
4000 Operating revenue, net (note (6)(r))	\$ 9,409,586	100	6,461,562	100
5000 Operating costs (notes (6)(d), (6)(f), (6)(n) and (12))	7,944,135	84	5,698,434	88
5900 Gross profit from operations	<u>1,465,451</u>	<u>16</u>	<u>763,128</u>	<u>12</u>
6000 Operating expenses (notes (6)(f), (6)(g), (6)(h), (6)(n) and (12)):				
6100 Selling expenses	221,318	2	168,016	2
6200 Administrative expenses	376,346	4	311,517	5
6300 Research and development expenses	<u>64,910</u>	<u>1</u>	<u>55,981</u>	<u>1</u>
6450	<u>662,574</u>	<u>7</u>	<u>535,514</u>	<u>8</u>
6900 Net operating income	<u>802,877</u>	<u>9</u>	<u>227,614</u>	<u>4</u>
7000 Non-operating income and expenses:				
7050 Finance costs, net (notes (6)(k) and (6)(l))	(10,259)	-	(7,078)	-
7100 Interest income	17,742	-	8,362	-
7110 Rent revenue (notes (6)(m) and (7))	94,706	1	87,036	1
7190 Other income (losses), net (notes (6)(e) and (6)(k))	(23,945)	-	3,448	-
7210 Gains (losses) on disposals of intangible assets and property, plant and equipment and investment property (note (6)(f))	(64,245)	(1)	(53,578)	-
7230 Foreign exchange gains (losses) (note (6)(t))	<u>99,581</u>	<u>1</u>	<u>26,362</u>	<u>-</u>
	<u>113,580</u>	<u>1</u>	<u>64,552</u>	<u>1</u>
7900 Profit from continuing operations before tax	916,457	10	292,166	5
7950 Less: Income tax expenses (note (6)(o))	<u>186,066</u>	<u>2</u>	<u>39,022</u>	<u>1</u>
Profit	<u>\$ 730,391</u>	<u>8</u>	<u>253,144</u>	<u>4</u>
8300 Other comprehensive income (loss):				
8360 Components of other comprehensive income (loss) that will be reclassified to profit or loss				
8361 Exchange differences on translation of foreign financial statements	60,962	1	(21,135)	-
8399 Less: income tax related to components of other comprehensive income that will be reclassified to profit or loss	-	-	-	-
Total components of other comprehensive income (loss) that will be reclassified to profit or loss	<u>60,962</u>	<u>1</u>	<u>(21,135)</u>	<u>-</u>
8300 Other comprehensive income (loss)	<u>60,962</u>	<u>1</u>	<u>(21,135)</u>	<u>-</u>
8500 Comprehensive income (loss)	<u>\$ 791,353</u>	<u>9</u>	<u>232,009</u>	<u>4</u>
Earnings per share (expressed in NTD) (note (6)(q)):				
9750 Basic earnings per share	<u>\$ 3.63</u>		<u>1.29</u>	
9850 Diluted earnings per share	<u>\$ 3.57</u>		<u>1.28</u>	

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
CHENMING ELECTRONIC TECHNOLOGY CORP. AND SUBSIDIARIES

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

	Ordinary shares	Capital surplus	Retained earnings			Total retained earnings	Other component of equity	Total equity
			Legal reserve	Special reserve	Unappropriated retained earnings		Exchange differences on translation of foreign financial statements	
Balance on January 1, 2023	\$ 1,959,350	313,563	302,505	66,654	426,529	795,688	(50,468)	3,018,133
Appropriation and distribution of retained earnings:								
Legal reserve appropriated	-	-	22,022	-	(22,022)	-	-	-
Special reserve reversed	-	-	-	(16,186)	16,186	-	-	-
Cash dividends on ordinary shares	-	-	-	-	(58,781)	(58,781)	-	(58,781)
Profit for the year ended December 31, 2023	-	-	-	-	253,144	253,144	-	253,144
Other comprehensive income (loss) for the year ended December 31, 2023	-	-	-	-	-	-	(21,135)	(21,135)
Total comprehensive income (loss) for the year ended December 31, 2023	-	-	-	-	253,144	253,144	(21,135)	232,009
Issuance of convertible bonds	-	67,093	-	-	-	-	-	67,093
Balance on December 31, 2023	1,959,350	380,656	324,527	50,468	615,056	990,051	(71,603)	3,258,454
Appropriation and distribution of retained earnings:								
Legal reserve appropriated	-	-	25,314	-	(25,314)	-	-	-
Special reserve appropriated	-	-	-	21,135	(21,135)	-	-	-
Cash dividends of ordinary share	-	-	-	-	(78,374)	(78,374)	-	(78,374)
Profit for the year ended December 31, 2024	-	-	-	-	730,391	730,391	-	730,391
Other comprehensive income (loss) for the year ended December 31, 2024	-	-	-	-	-	-	60,962	60,962
Total comprehensive income (loss) for the year ended December 31, 2024	-	-	-	-	730,391	730,391	60,962	791,353
Conversion of convertible bonds	92,039	287,492	-	-	-	-	-	379,531
Issuance of convertible bonds	-	96,877	-	-	-	-	-	96,877
Balance on December 31, 2024	\$ 2,051,389	765,025	349,841	71,603	1,220,624	1,642,068	(10,641)	4,447,841

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
CHENMING ELECTRONIC TECHNOLOGY CORP. AND SUBSIDIARIES

Consolidated Statement 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	\$ 916,457	292,166
Adjustments:		
Adjustments to reconcile profit (loss):		
Depreciation expense	182,611	410,913
Amortization expense	7,308	7,549
Expected credit losses	25,518	102
Net losses (gains) on financial assets or liabilities at fair value through profit or loss	709	(1,170)
Interest expense	10,259	7,078
Interest income	(17,742)	(8,362)
Loss from disposal of intangible assets and property, plant and equipment, net	64,245	53,578
Total adjustments to reconcile profit	272,908	469,688
Changes in operating assets and liabilities:		
Increase in financial assets at fair value through profit or loss	-	(1,000)
(Increase) decrease in trade receivables	(1,123,529)	613,827
(Increase) decrease in inventories	(385,259)	315,762
(Increase) decrease in other current assets	(18,321)	34,904
Increase in other financial assets	(53,133)	(35,039)
Increase in contract liabilities	97	259
Increase (decrease) in trade payables	864,580	(343,987)
Increase in other payables and other current liabilities	64,591	62,305
Total changes in operating assets and liabilities	(650,974)	647,031
Total adjustments	(378,066)	1,116,719
Cash inflow generated from operations	538,391	1,408,885
Interest received	17,742	8,362
Income taxes paid	(58,408)	(37,198)
Net cash flows from operating activities	497,725	1,380,049
Cash flows from (used in) investing activities:		
Proceeds from disposal of financial assets at fair value through profit or loss	1,019	1,031
Acquisition of property, plant, and equipment	(543,011)	(336,567)
Proceeds from disposal of property, plant and equipment	-	2,124
Decrease in refundable deposits	1,183	3,151
Acquisition of intangible assets	(9,562)	(7,281)
Increase in prepayments for land and equipment	(83,564)	(63,271)
Net cash flows used in investing activities	(633,935)	(400,813)
Cash flows from (used in) financing activities:		
Decrease in short-term loans	(20,000)	(20,000)
Proceeds from issuance of convertible bonds	564,718	443,005
Proceeds from long-term loans	280,400	199,000
Repayments of long-term loans	(475,900)	(1,100,000)
Increase in guarantee deposits	1,409	1,166
Payment of lease liabilities	(2,460)	(2,893)
Distribution of cash dividends	(78,374)	(58,781)
Interest paid	(5,280)	(19,428)
Net cash flows from (used in) financing activities	264,513	(557,931)
Effect of exchange rate changes on cash and cash equivalents	24,985	(7,828)
Net increase (decrease) in cash and cash equivalents	153,288	413,477
Cash and cash equivalents at beginning of period	824,699	411,222
Cash and cash equivalents at end of period	\$ 977,987	824,699

See accompanying notes to consolidated financial statements.

Independent Auditors' Report

To the Board of Directors of CHENMING ELECTRONIC TECHNOLOGY CORP.:

Opinion

We have audited the financial statements of CHENMING ELECTRONIC TECHNOLOGY CORP. (“the Company”), which comprise the balance sheet as of December 31, 2024 and 2023, the statement 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 accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at 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 requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements 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.

Revenue recognition

Please refer to Notes (4)(h), Note (4)(n), Note(6)(e), and Note (6)(r) for accounting policy on investments accounted for using equity method, revenue recognition, information on investments accounted for using equity method, and revenue, respectively.

Description of key audit matters:

The Company and its subsidiaries, Dongguan Chenming Electronics Co., Ltd. and Chenming Electronics (Ningbo) Co., Ltd., are engaged in the manufacturing, research and development, and sale of computer cases and mobile device components. The sales revenue is a key matter in the consolidated financial statements, wherein the trade terms of revenue may affect the understanding of the users of the financial statements. Therefore, revenue recognition is identified as a key audit matter.

Audit Procedures:

Our principal audit procedure included: performing test of controls in relation to the sales and collection cycle, conducting accounts receivable confirmation procedures, performing substantive testing on operating revenues through the examination of pertinent documentation, ensuring that performance obligations have been satisfied in accordance with the contract agreements, and assessing whether operating revenues are recognized in the correct accounting period in accordance to the relevant regulatory guidelines.

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 Supervisors) are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an 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 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 auditor's 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 auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the 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 safeguard.

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 auditor's 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 Wang, I-Wen and Chien, Szu-Chuan.

KPMG

Taipei, Taiwan (Republic of China)

March 13, 2025

Notes to Readers

The accompanying 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 financial statements are those generally accepted and applied in the Republic of China.

The independent auditors' report and the accompanying 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 independent auditors' report and financial statements, the Chinese version shall prevail.

(English Translation of Financial Statements Originally Issued in Chinese)
CHENMING ELECTRONIC TECHNOLOGY CORP.

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))	\$ 410,524	6	153,657	3	2100	Short-term loans (note (6)(i))	\$ -	-	20,000	-
1110	Current financial assets at fair value through profit or loss (note (6)(b))	-	-	1,699	-	2170	Trade payables	82,460	1	1,605	-
1170	Trade receivables, net (notes (6)(c) and (6)(r))	1,420,201	21	925,006	17	2180	Trade payables to related parties (note (7))	1,376,241	20	1,098,198	21
1310	Inventories, net (note (6)(d))	89,716	1	5,287	-	2230	Current tax liabilities (note (6)(o))	131,302	2	38,170	1
1479	Other current assets	7,224	-	1,633	-	2200	Other payables	82,520	1	62,065	1
		<u>1,927,665</u>	<u>28</u>	<u>1,087,282</u>	<u>20</u>	2280	Current lease liabilities (note (6)(l))	665	-	655	-
Non-current assets:						2300	Other current liabilities (note (6)(j))	469	-	345	-
1510	Non-current financial assets at fair value through profit or loss (notes (6)(b) and (6)(k))	1,950	-	1,640	-	2320	Long-term loans, current portion	34,523	1	-	-
1550	Investments accounted for using equity method, net (note (6)(e))	3,094,733	45	2,457,618	46			<u>1,708,180</u>	<u>25</u>	<u>1,221,038</u>	<u>23</u>
1600	Property, plant, and equipment (notes (6)(f) and (8))	1,643,156	24	1,585,942	30	Non-Current liabilities:					
1755	Right-of-use assets (note (6)(g))	933	-	1,592	-	2530	Bonds payable (note (6)(k))	471,698	7	377,911	7
1760	Investment property, net (notes (6)(h) and (8))	170,754	3	171,793	3	2540	Long-term loans (note (6)(j))	203,877	3	433,900	8
1840	Deferred income tax assets (note (6)(o))	1,309	-	8,525	1	2560	Non-current tax liabilities (note (6)(o))	6,393	-	21,736	1
1980	Other non-current financial assets	1,561	-	1,270	-	2570	Deferred income tax liabilities (note (6)(o))	4,549	-	188	-
1990	Other non-current assets	4,995	-	2,748	-	2580	Non-current lease liabilities (note (6)(l))	280	-	945	-
		<u>4,919,391</u>	<u>72</u>	<u>4,231,128</u>	<u>80</u>	2645	Guarantee deposits	4,238	-	4,238	-
Total assets		\$ 6,847,056	100	5,318,410	100			<u>691,035</u>	<u>10</u>	<u>838,918</u>	<u>16</u>
							Total liabilities	<u>2,399,215</u>	<u>35</u>	<u>2,059,956</u>	<u>39</u>
							Equity attributable to owners of parent (notes (6)(k) and (6)(p)):				
						3100	Ordinary shares	2,051,389	30	1,959,350	37
						3200	Capital surplus	765,025	11	380,656	7
						3300	Retained earnings	1,642,068	24	990,051	18
						3410	Exchange differences on translation of foreign financial statements	(10,641)	-	(71,603)	(1)
							Total equity	<u>4,447,841</u>	<u>65</u>	<u>3,258,454</u>	<u>61</u>
							Total liabilities and equity	\$ 6,847,056	100	5,318,410	100

See accompanying notes to consolidated financial statements.

(English Translation of Financial Statements Originally Issued in Chinese)
CHENMING ELECTRONIC TECHNOLOGY CORP.

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>	
		Amount	%	Amount	%
4000	Operating revenue, net (note (6)(r))	\$ 4,139,566	100	2,569,509	100
5000	Operating costs (notes (6)(d), (6)(n), (7) and (12))	3,385,327	82	2,307,485	90
5900	Gross profit from operations	754,239	18	262,024	10
6000	Operating expenses (notes (6)(n), (7) and (12)):				
6100	Selling expenses	38,292	1	37,229	1
6200	Administrative expenses	101,762	2	93,211	4
6300	Research and development expenses	32,859	1	26,796	1
		172,913	4	157,236	6
6900	Net operating income	581,326	14	104,788	4
7000	Non-operating income and expenses:				
7050	Finance costs, net (notes (6)(k) and (6)(l))	(10,105)	-	(7,004)	-
7100	Interest income	3,362	-	1,786	-
7110	Rent revenue (notes (6)(m) and (7))	12,069	-	12,022	1
7190	Other income (losses), net (notes (6)(k) and (7))	1,907	-	4,649	-
7230	Foreign exchange gains (losses), net (note (6)(t))	83,092	2	(21,924)	(1)
7070	Share of profit of subsidiaries, associates and joint ventures accounted for using equity method, net	196,953	5	177,746	7
		287,278	7	167,275	7
7900	Profit from continuing operations before tax	868,604	21	272,063	11
7951	Less: Income tax expenses (note (6)(o))	138,213	3	18,919	1
	Profit	730,391	18	253,144	10
8300	Other comprehensive income:				
8360	Components of other comprehensive income (loss) that will be reclassified to profit or loss				
8361	Exchange differences on translation of foreign financial statements	60,962	1	(21,135)	(1)
8399	Less: Income tax related to components of other comprehensive income that will be reclassified to profit or loss	-	-	-	-
	Components of other comprehensive income (loss) that will be reclassified to profit or loss	60,962	1	(21,135)	(1)
8300	Other comprehensive income (loss)	60,962	1	(21,135)	(1)
8500	Comprehensive income (loss)	<u>\$ 791,353</u>	<u>19</u>	<u>232,009</u>	<u>9</u>
	Earnings per share (expressed in NTD) (note (6)(q)):				
9750	Basic earnings per share	<u>\$ 3.63</u>		<u>1.29</u>	
9850	Diluted earnings per share	<u>\$ 3.57</u>		<u>1.28</u>	

See accompanying notes to consolidated financial statements.

(English Translation of Financial Statements Originally Issued in Chinese)
CHENMING ELECTRONIC TECHNOLOGY CORP.

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

	Ordinary shares	Capital surplus	Retained earnings			Total retained earnings	Other components of equity	Total equity
			Legal reserve	Special reserve	Unappropriated retained earnings		Exchange differences on translation of foreign financial statements	
Balance on January 1, 2023	\$ 1,959,350	313,563	302,505	66,654	426,529	795,688	(50,468)	3,018,133
Appropriation and distribution of retained earnings:								
Legal reserve appropriated	-	-	22,022	-	(22,022)	-	-	-
Special reserve reversed	-	-	-	(16,186)	16,186	-	-	-
Cash dividends of ordinary share	-	-	-	-	(58,781)	(58,781)	-	(58,781)
Profit for the year ended December 31, 2023	-	-	-	-	253,144	253,144	-	253,144
Other comprehensive income (loss) for the year ended December 31, 2023	-	-	-	-	-	-	(21,135)	(21,135)
Total comprehensive income (loss) for the year ended December 31, 2023	-	-	-	-	253,144	253,144	(21,135)	232,009
Issuance of convertible bonds	-	67,093	-	-	-	-	-	67,093
Balance on December 31, 2023	\$ 1,959,350	380,656	324,527	50,468	615,056	990,051	(71,603)	3,258,454
Appropriation and distribution of retained earnings:								
Legal reserve appropriated	-	-	25,314	-	(25,314)	-	-	-
Special reserve reversed	-	-	-	21,135	(21,135)	-	-	-
Cash dividends of ordinary share	-	-	-	-	(78,374)	(78,374)	-	(78,374)
Profit for the year ended December 31, 2024	-	-	-	-	730,391	730,391	-	730,391
Other comprehensive income (loss) for the year ended December 31, 2024	-	-	-	-	-	-	60,962	60,962
Total comprehensive income (loss) for the year ended December 31, 2024	-	-	-	-	730,391	730,391	60,962	791,353
Conversion of convertible bonds	92,039	287,492	-	-	-	-	-	379,531
Issuance of convertible bonds	-	96,877	-	-	-	-	-	96,877
Balance on December 31, 2024	\$ 2,051,389	765,025	349,841	71,603	1,220,624	1,642,068	(10,641)	4,447,841

See accompanying notes to consolidated financial statements.

(English Translation of Financial Statements Originally Issued in Chinese)
CHENMING ELECTRONIC TECHNOLOGY CORP.

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	\$ 868,604	272,063
Adjustments:		
Adjustments to reconcile profit (loss):		
Depreciation expense	20,465	6,399
Amortization expense	2,032	1,683
Expected credit gains	(1)	(78)
Net losses (gains) on financial assets or liabilities at fair value through profit or loss	709	(1,170)
Interest expense	10,105	7,004
Interest income	(3,362)	(1,786)
Share of profit of subsidiaries, associates and joint ventures accounted for using equity method	(196,953)	(177,746)
Total adjustments to reconcile profit (loss)	(167,005)	(165,694)
Changes in operating assets and liabilities:		
Increase in financial assets at fair value through profit or loss	-	(1,000)
(Increase) decrease in trade receivables	(495,194)	389,183
Increase in inventories	(84,429)	(4,043)
(Increase) decrease in other current assets	(5,420)	2,312
Increase in trade payables (including related parties)	358,898	261,671
Increase (decrease) in other payables and other current liabilities	20,191	(26,966)
Other	547	(317)
Total changes in operating assets and liabilities	(205,407)	620,840
Total adjustments	(372,412)	455,146
Cash inflow generated from operations	496,192	727,209
Interest received	3,362	1,786
Income taxes paid	(49,018)	(8,783)
Net cash flows from operating activities	450,536	720,212
Cash flows from (used in) investing activities:		
Proceeds from disposal of financial assets at fair value through profit or loss	1,019	1,031
Acquisition of investments accounted for using equity method	(379,200)	(35,097)
Proceeds from capital reduction of investments accounted for using equity method	-	29,034
Acquisition of property, plant and equipment	(74,451)	(78,567)
Acquisition of intangible assets	(3,309)	(1,522)
Increase in prepayments for equipment and others	(2,791)	334
Net cash flows used in from investing activities	(458,732)	(84,787)
Cash flows from (used in) financing activities:		
Decrease in short-term loans	(20,000)	(20,000)
Proceeds from issuance of convertible bonds	564,718	443,005
Proceeds from long-term loans	280,400	199,000
Repayments of long-term loans	(475,900)	(1,100,000)
Payment of lease liabilities	(655)	(1,668)
Distribution in cash dividends	(78,374)	(58,781)
Interest paid	(5,126)	(19,355)
Net cash flows from (used in) financing activities	265,063	(557,799)
Net increase in cash and cash equivalents	256,867	77,626
Cash and cash equivalents at beginning of period	153,657	76,031
Cash and cash equivalents at end of period	\$ 410,524	153,657

See accompanying notes to consolidated financial statements.

Attachment IV

Issuance of the 4th Secured Convertible Corporate Bonds in 2024

Type of corporate bond (Note 2)	Domestic 4th secured convertible corporate bonds (Note 5)	
Issuance (process) date	October 18, 2024	
Par amount	NT\$100,000 per unit	
Place of issuance and trading (Note 3)	Not applicable	
Issue price	Issued at 114.01% of the par value.	
Total	NT\$500,000,000 (actual total fund raised was NT\$570,040 thousand)	
Interest rate	Coupon rate: 0%	
Term	3 years, maturity date: October 18, 2027	
Guarantee institutions	Mega International Commercial Bank and CTBC Bank	
Trustee	First Commercial Bank	
Underwriter	CTBC Securities	
Certifying attorney	Ya-Wen Chiu, Attorney-at-Law of Handsome Attorneys-at-Law	
Certifying CPA	KPMG Michelle Wang, CPA and Yvette Chien, CPA	
Repayment method	Upon maturity, unless converted into ordinary shares of the Company, redeemed by the Company, or repurchased and cancelled from securities dealers' business premises, the bonds will be repaid in full in cash at face value.	
Unrepaid principal	NT\$500 million	
Terms of redemption or early settlement	Please refer to the regulations governing issuance for details.	
Restrictive clauses (Note 4)	None	
Name of credit rating agency, date of rating, and result of corporate bond rating	Not applicable	
With other rights	Amount that has been converted (exchanged or subscribed) in ordinary shares, global depository receipts or other marketable securities as of the date of publication of the annual report	None.
	Issuance and conversion (exchange or subscription) regulations	Please refer to the Company's Regulations Governing the Issuance and Conversion of the Domestic 4th Secured Convertible Corporate Bonds.
The method of issuing and converting, exchanging or subscription, the conditions under which the terms of issue may dilute the equity, and impact on existing shareholder equity	Based on the current conversion price, NT\$144.5, the degree of dilution is about 1.68% imputed in the context that the maximum number of ordinary shares that can be converted for the corporate bonds with a total face value of NT\$500,000 thousand is 3,460 thousand shares (NT\$500,000 thousand ÷ 144.5). As the creditors will exercise the conversion options at different points of time in the future, the total number of shares issued by the Company is gradually increased during the 3-year conversion period. Notwithstanding, the increase ratio is low, and the original dilution ratio of the shareholders' equity may be diluted step by step. Therefore, the dilution effect is considered limited.	
Name of the custodian for exchanged object	Not applicable	
Progress on planned use of fund	I. Repayment of bank loans: Fully executed in the fourth quarter of 2024. II. Investment in Chenming Thailand: Fully executed in the first quarter of 2025.	

Chenming Electronic Technology Corporation
Articles of Incorporation

Chapter One Supplementary Provisions

Article 1: This Company is duly incorporated in accordance with the Company Act in the full name of Chenming Electronic Technology Corporation (hereinafter referred to as the “Company”).

Article 2: The Company may engage in the following business activities:

1. A variety of metallic machines, punching machines, steel molds, metallic electrical parts & components purchase, manufacturing, import and export, buy & sales.
2. CC01030 Electrical Appliances and Audiovisual Electronic Products Manufacturing.
3. CC01060 Wired Communication Mechanical Equipment Manufacturing.
4. CC01050 Data Storage Media Units Manufacturing.
5. CC01070 Wireless Communication Mechanical Equipment Manufacturing.
6. CC01080 Electronics Components Manufacturing.
7. E605010 Computer Equipment Installation.
8. F113070 Wholesale of Telecommunication Apparatus.
9. F213060 Retail Sale of Telecommunication Apparatus.
10. F601010 Intellectual Property Rights.
11. I301010 Information Software Services.
12. I301020 Data Processing Services.
13. I301030 Electronic Information Supply Services.
14. I501010 Product Designing.
15. IE01010 Telecommunications Service Number Agencies.
16. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.

Article 2-1: The Company is entitled to render guarantee business externally.

Article 2-2: The Company is entitled to invest externally where the aggregate total of such outward investment may exceed 40% of the Company’s paid-in capital.

Article 3: The Company is headquartered in Taipei City, Taiwan and may have branches set elsewhere at home and abroad as duly resolved by the Board of Directors.

Article 4: Public announcements of the Company shall be duly made according to Article 28 of Company Act.

Chapter Two Shares

Article 5: The Company has aggregate total capital in an amount of NT\$3 billion, divided into 300 million shares at Ten New Taiwan Dollars par value. The Board of Directors is bestowed with full power to issue the shares as necessary in installments.

Within the total capital mentioned in the preceding Paragraph, a NT\$200 million sum shall be reserved ready for issuance of employee stock option certificates, preferred shares attached with warrants or corporate bonds attached with warrants in twenty million shares at Ten New Taiwan Dollars par value.

Article 5-1: Where the Company intends to issue employee stock option certificates at price of issue below the price of the Company's common shares closed on the day of issue, a decision shall be duly resolved by two-thirds majority vote in the shareholders' meeting which is attended by shareholders who account for a majority of the Company's outstanding shares beforehand.

Where the Company intends to transfer shares to employees at a price below the average price in actual buyback, a decision shall be duly resolved by two-thirds majority vote in the latest shareholders' meeting which is attended by shareholders who account for a majority of the Company's outstanding shares beforehand.

Article 6: For the shares issued by the Company, the Company may be exempted from printing any share certificate for the shares issued but shall appoint a centralized securities custody enterprise to make recordation of the issue of such shares.

Article 7: The Company issues owner-registered shares only. Every share certificate shall be legally certified and issued with signatures of directors capable of representing the Company.

Article 8: Transfer of shares shall be discontinued within sixty (60) days prior to a shareholders' regular meeting, or within thirty (30) days prior to a special shareholders meeting, or within five (5) days prior to the base day scheduled to allocate dividend, bonus or other interests.

Chapter Three Shareholders' Meeting

Article 9: The shareholders' meeting of the Company is in two categories, i.e., shareholders' meeting and special shareholders meeting. The

shareholders' regular meeting shall be duly convened by the board of directors once per annum within six months from closing of each fiscal year. A special shareholders meeting shall be duly convened according to law whenever necessary.

The Company may convene shareholder meetings by way of video conference or using other methods announced by the central authority.

Article 10: A shareholder who is unavailable to attend a shareholders' meeting may duly issue a written proxy in the Company provided form, expressly bearing the scope of authorized powers to authorize a proxy to attend the meeting on his or her behalf.

Article 11: Each share held by a shareholder of the Company is entitled to one voting power except an event as set forth under Article 179 of the Company Act which is not entitled to voting power.

Article 12: Unless otherwise provided for in the Company Act, decisions in the shareholders' meeting shall be resolved by a majority vote in the meeting which is attended by shareholders who represent a majority of the total issued shares.

Chapter Four Directors and Audit Committee

Article 13: The Company's directors shall be elected by shareholders' meeting from candidates of disposing capacity subject to the nomination system pursuant to Article 192-1 of the Company Act, with a three-year tenure of office and eligible for reelection.

Article 13-1: Pursuant to Article 14-2 of Securities and Exchange Act, the Company has 7~9 directors, including at least two independent directors that make up no less than one-fifth of the Board.

In election of directors, each share is entitled to the electing power equivalent to the number of directors to be elected. Such election power may be used in concentration to elect one candidate or be allocated to elect several candidates. The candidates who win more election powers shall be elected the directors. The independent directors and non-independent directors shall be elected in the same package and the numbers of elected ones shall be calculated respectively.

Article 13-2: The Company's independent directors shall be duly elected in candidate nomination system. The Company's shareholders who hold over 1% of the total outstanding shares and the board of directors may nominate the candidates for independent directors. The board of directors shall review and screen those nominees and then submit the qualified nominees to the shareholders' meeting. The shareholders' meeting shall elect

independent directors out of those qualified candidates for independent directors.

The nominated candidates for independent directors shall be duly accepted and promulgated in accordance with Company Act, Securities and Exchange Act and laws and ordinances concerned.

Article 13-3: The Company shall establish the Audit Committee consisting of all independent directors who shall be no less than three persons in number, one of whom shall be the Committee convener, and at least one of whom shall have accounting or financial expertise.

Article 14: Board of Directors shall be organized by directors. By attendance of two-thirds majority of directors and by a majority vote of the attending directors, one chairman and one vice chairman shall be duly elected. The chairman shall represent the Company externally.

Article 15: During the chairman's absence or unavailability for performance of duties, the substitution shall be duly handled in accordance with Article 208 of the Company Act. The Board meeting shall be duly convened in accordance with Article 204 of the Company Act. The notices for a Board meeting may be served in writing, by e-mail or by FAX. Where a director commissions another director to attend a Board meeting, the proxies shall be duly handled in accordance with Article 205 of the Company Act.

Article 16: For the remuneration to all directors, the Board of Directors is authorized with full powers to fix it based on the normal level prevalent in horizontal trades. The amount of travel or transportation allowance to directors shall be duly resolved by the Board of Directors. The remuneration to directors for their performance of duty shall be granted disregarding whether the Company operates at a profit. The Company may acquire liability insurance for the directors to lower and disperse their potential risks of critical impairment to the Company and to shareholders in case of a fault in their exercise of their duties.

Chapter Five Managerial officers

Article 17: The Company has one general manager whom shall be duly appointed, discharged and paid in accordance with Article 29 of the Company Act.

Chapter Six Accounting

Article 18: Upon closing of each fiscal year of the Company, the Board of Directors shall work out: I. Business report; II. Financial statements and III. the motions for earnings distribution or compensation for deficit to be

acknowledged by an annual general meeting pursuant to laws.

Article 19: Profit before tax and employee/director remuneration shall first be taken to offset previous losses. Any surplus remaining shall then be subject to employee remuneration of no less than 2%, and director remuneration of no more than 2%.

The remuneration to employees and remuneration to directors may be distributed either in stocks or in cash at the percentages, which shall be resolved by a majority vote in the Board meeting which is attended by directors who account for two-thirds of the aggregate total of director seats. The percentages so resolved shall be reported to the shareholders' meeting.

The remuneration to employees may be distributed either in stocks or in cash and may be distributed to employees of subordinate company(ies) who satisfy the specified qualification requirements.

Article 19-1: Annual surpluses concluded by the Company are first subject to taxation and reimbursement of previous losses, followed by a 10% provision for legal reserve and provision or reversal of special reserve as the laws or the authority may require. The residual balance is then added to unappropriated earnings accumulated from previous years, for which the board of directors will propose an earnings appropriation plan and seek resolution in a shareholder meeting before distribution.

The Company may distribute earnings through cash dividend or stock dividend given consideration of the Company's financial standing and business performance and such factors and shall be preferentially distributed in cash dividend. The cash dividend shall be at the ratio not below 10% of the aggregate total dividend to be distributed in the year.

Chapter Seven Supplementary Provisions

Article 20: Any matters inadequately provided for in these Articles of Incorporation shall be duly handled according to Company Act.

Article 21: The Articles of Incorporation were first enacted on June 4, 1976.

1st amendments hereto were made on July 20, 1976.

2nd amendments hereto were made on January 10, 1977.

3rd amendments hereto were made on June 26, 1982.

4th amendments hereto were made on July 12, 1985.

5th amendments hereto were made on April 6, 1987.

6th amendments hereto were made on October 8, 1992.

7th amendments hereto were made on October 28, 1997.

8th amendments hereto were made on January 7, 1998.

9th amendments hereto were made on June 30, 1998.
10th amendments hereto were made on June 20, 1999.
11th amendments hereto were made on May 24, 2000.
12th amendments hereto were made on May 16, 2001.
13th amendments hereto were made on May 20, 2002.
14th amendments hereto were made on March 10, 2003.
15th amendments hereto were made on June 6, 2003.
16th amendments hereto were made on June 11, 2004.
17th amendments hereto were made on June 10, 2005.
18th amendments hereto were made on June 15, 2007.
19th amendments hereto were made on June 13, 2008.
20th amendments hereto were made on June 10, 2009.
21st amendments hereto were made on June 9, 2010.
22nd amendments hereto were made on June 10, 2011.
23rd amendments hereto were made on June 17, 2016.
24th amendments hereto were made on June 13, 2018.
25th amendments hereto were made on June 14, 2019.
26th amendments hereto were made on June 12, 2020.
27th amendments hereto were made on June 17, 2022.

Chenming Electronic Technology Corporation
Procedure Rules for Shareholders' Meeting

- I. Unless otherwise specified in laws or Articles of Incorporation, shareholders' meetings shall proceed according to the rules stated herein. The Company shall prepare an electronic file that contains the meeting advice, a proxy form, a detailed agenda of topics to be acknowledged or discussed during the meeting, and notes on the election or dismissal of directors and post it onto the Market Observation Post System (MOPS) at least 30 days before a shareholders' regular meeting, or 15 days before a special shareholders' meeting. At least 21 days before a shareholders' regular meeting or 15 days before a special shareholders' meeting, an electronic copy of the shareholders' meeting conference handbook and supplementary information shall be prepared and posted onto MOPS. Hard copies of the shareholders' meeting conference handbook and supplementary information also have to be prepared at least 15 days before the meeting and made accessible to shareholders at any time. These documents must be made available at the Company's premises and at the share transfer agent, and distributed on-site during the shareholders' meeting.

The meeting advice and announcement shall include a detailed agenda. Advices can be served in electronic form with the recipient's consent. Election/dismissal of Directors, changes in the Articles of Incorporation, capital reduction, application of halting public offering, permission for the Directors to compete with the Company, capitalization of retained earnings, capitalization of capital reserves, dissolution/merging/splitting of the Company, or all items pertaining to Paragraph 1, Article 185 of the Company Act, Articles 26-1 and 43-6 of the Securities and Exchange Act, or items pertaining to Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be listed as reasons to convene the meeting, with their essential contents specified, and shall not be raised as extempore motions. Where the reasons for convening the shareholders' meeting already specifies the election of all Directors and the date elected Directors take office, once the election is completed in the shareholders' meeting, the date the elected Directors take office may not be changed by extempore motions or other methods in the same meeting. Shareholders that own more than 1% of the Company's outstanding shares are entitled to propose motions for discussion in shareholders' regular meetings; each shareholder may only propose one motion; proposals above that limit will be excluded from discussion. The board of directors may disregard shareholder's proposal if the proposed motion exhibits any of the conditions described in Paragraph 4, Article 172-1 of The Company Act. Shareholders may submit proposed proposals to urge the Company to promote the public interest or fulfill its social responsibilities. The Procedures shall be limited to one item in accordance with the relevant provisions of Article 172-1 of the Company Act. Any proposal with more than one item may be excluded in the proposal.

The Company shall announce, before the book closure date of shareholders' regular 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 shareholders' regular 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 advice is sent. Meanwhile, motions that satisfy the conditions listed in this Article shall be included as part of the meeting advice. During the shareholder meeting, the board of directors shall explain the reasons why certain proposed motions are excluded from discussion.

- II. An attendance log shall be prepared to record shareholders' attendance; alternatively, shareholders may present attendance cards to signify their presence.

The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in and the number of shares registered on the video conferencing platform plus the number of shares whose voting rights are exercised by correspondence or electronically.

If a shareholders meeting is convened by way of video conference, shareholders who wish to attend by way of video conference shall register with the Company two days before the shareholders meeting.

If a shareholders' meeting is convened by video conference, the Company shall upload the agenda handbook, annual report and other relevant materials to the shareholders' meeting video conference platform at least 30 minutes before the start of the meeting, and keep the disclosure until the end of the meeting.

- III. Attendance and votes in a shareholder meeting are calculated based on the number of shares represented.

- IV. A shareholders' meeting shall be convened at a venue where the Company is located or a location appropriate for a shareholders' meeting to be convened. A shareholders' meeting shall be convened at a timeframe not earlier than 9:00 a.m. or later than 3:00 p.m.

When the Company convenes a video shareholders' meeting, it shall not be restricted by the place of the meeting mentioned in the preceding paragraph.

- V. A shareholders' meeting shall be chaired by the chairman if convened by the board of directors. Where the chairman is on leave or unavailable to exercise his responsibilities and powers, the vice chairman shall act as the substitute. If there is no vice chairman or where the vice chairman is unavailable to exercise the responsibilities and powers as well, the chairman shall appoint one managing director to act as the substitute. Where the chairman does not appoint a managing director, a managing director or a director shall be elected from among themselves to act as the substitute.

Where a shareholders' meeting is convened by a convener beyond the board of directors, that shareholders' meeting shall be chaired by that convener.

- VI. An Attorney-at-Law, a Certified Public Accountant or a person concerned commissioned by the Company may participate in a shareholders' meeting as a non-voting (guest) participant.

The staff taking charge of a shareholders' meeting shall wear identity certificates or armbands.

- VII. The entire process of a shareholders' meeting shall be audio recorded or videotaped and such audio record or videotape shall be archived for one year minimum.

- VIII. The chairperson should announce commencement of meeting as soon as it is due, and announce the number of shares represented in the meeting as well as the number of shares that are not entitled to voting rights.

However, if current attendees represent less than half of the Company's outstanding shares, the chairperson 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 shall declare the meeting adjourned. In the event of a virtual shareholders' meeting, the Company shall also declare the meeting adjourned at the virtual meeting platform.

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 Paragraph 1, Article 175 of the Company Act. All shareholders shall be notified of the tentative resolution and another shareholders' meeting shall be convened within one month. In the event of a virtual shareholders' meeting, shareholders intending to attend the meeting online shall re-register to the Company in accordance with Article 2.

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

- IX. Where a shareholders' meeting is convened by the board of directors, the agenda shall be fixed by the board of directors. The shareholders' meeting shall be duly handled in accordance with the scheduled agenda which shall not be changed unless duly resolved in the shareholders' meeting.

The provision set forth under the preceding Paragraph is applicable mutatis mutandis to shareholders' meeting which is convened by a person beyond the board of directors.

Unless duly resolved, the chairperson shall not declare adjournment of the meeting until the issues set in the agenda in the two preceding Paragraphs (including extraordinary motions) are concluded.

After a shareholders' meeting is Adjourned, the shareholders shall not elect another chairperson to continue the meeting at the same venue or a new venue. Where the chairperson proves in contravention of Procedure Rules for Shareholders' Meeting by declaring adjournment of the meeting unlawfully, nevertheless, a new chairperson may be elected by a majority vote of the present shareholders to continue the meeting.

- X. A present shareholder shall fill out and submit the floor note, giving the gist of the speech, shareholder number (or code of the participation certificate) and name of account holder before he or she takes the floor. Then the chairperson may fix the order of floor.

A present shareholder who has submitted the floor note but does not take the floor is deemed as having not taken the floor. Where a present shareholder speaks contents inconsistent with the contents shown on the floor note, the contents actually spoken shall prevail.

While a present shareholder takes the floor, other shareholder(s) shall not speak to interfere with the floor unless consented by the chairperson and the speaking shareholder. The chairperson shall stop the offender, if any.

- XI. On the same issue, every shareholder shall not speak more than twice and shall not speak in excess of five (5) minutes in each floor. Where a shareholder violates the provision set forth under the preceding Paragraph or speaks beyond the scope of the subject issue, the chairperson may stop his or her speech.

- XII. Where a juristic person is commissioned to participate in a shareholders'

meeting as a proxy, that juristic person may assign only one person to participate in the shareholders' meeting.

A juristic person who assigns two or more representatives to participate in a shareholders' meeting may appoint only one person to take the floor on the same issue.

- XIII. After a present shareholder completes the floor, the chairperson may answer the floor either in person or by assigning a person concerned to respond. Where a virtual shareholders' meeting is convened, shareholders attending the virtual meeting online may raise questions in writing at the virtual meeting platform from the time when the chairperson declares the meeting open until the chairperson declares the meeting adjourned. No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words. The regulations in Articles 10~12 do not apply.
- XIV. Where an issue is found having been discussed enough up to the extent of resolution, the chairperson may announce discontinuance from discussion and put that issue to vote.
- XV. For the voting process, the ballot scrutinizer and the tally clerk shall be appointed by the chairperson. The ballot scrutinizer shall, nevertheless, be appointed from among the shareholders. The outcome of the voting process shall be reported on-the-spot and put into the minutes.
- XVI. During progress of the meeting, the chairperson may set an intermission as appropriate.
- XVII. Unless otherwise provided for in the Company Act and the Articles of Incorporation, the decision of an issue shall be resolved by a majority vote in the meeting which is attended by shareholders who represent a majority of the total issued shares. During the voting process, an issue which proves to meet no objection in response to the inquiry by the chairperson is deemed duly passed in the validity same as an issue duly resolved through balloting process.
- XVIII. Where a same issue is accompanied with an amendment or an alternate, the chairperson shall rule the voting order for the amendment or alternate in consolidation with the original bill. Where one bill among them is passed, other bill(s) is(are) deemed having been vetoed without a need for voting any more.
- XIX. The chairperson may command picket personnel (or security guard(s)) to maintain the order of the meeting venue. The picket personnel (or security guard(s)) shall wear "picket personnel" armbands while serving the meeting site to maintain the order.
- XX. In the event of a virtual shareholders' meeting, the Company shall disclose real-time results of votes and election immediately after the end of the voting session on the virtual meeting platform according to the regulations, and this disclosure shall continue at least 15 minutes after the chairperson has announced the meeting adjourned.
- XXI. If the virtual meeting platform or participation in the virtual meeting, if any, is obstructed due to natural disasters, accidents or other force majeure events before the chairperson has announced the meeting adjourned, and the obstruction continues for more than 30 minutes, the meeting shall be postponed to or resumed on another date within next 5 days, in which case Article 182 of the Company Act shall not apply.
- XXII. The Rules shall be enforced upon approval by the shareholders' meeting. The same shall apply where the Rules are amended.

Appendix III

**Chenming Electronic Technology Corporation
Directors' Shareholding**

Record date: April 15, 2025

Title	Name	Date when elected	Number of shares held when elected			Number of shares held currently			Remarks
			Type of share	Number of shares	Percentage to total outstanding shares (%)	Type of share	Number of shares	Percentage to total outstanding shares (%)	
Chairman	Lin Mu-Ho	June 16, 2023	Common shares	30,000,230	15.31%	Common shares	29,991,230	14.62%	None
Vice-Chairman	Lin Feng-Ran	June 16, 2023	Common shares	6,612,310	3.37%	Common shares	5,013,310	2.44%	None
Director	Chen Hsiao-Chun	June 16, 2023	Common shares	259,456	0.13%	Common shares	155,456	0.08%	None
Director	Lo Chih-Chi	June 16, 2023	Common shares	573,958	0.29%	Common shares	573,958	0.28%	None
Independent Director	Chou Liang-Cheng	June 16, 2023	Common shares	0	0.00%	Common shares	0	0.00%	None
Independent Director	Chen Hung-Chang	June 16, 2023	Common shares	0	0.00%	Common shares	0	0.00%	None
Independent Director	Chen Chien-Cun	June 16, 2023	Common shares	0	0.00%	Common shares	0	0.00%	None
Total				37,445,954			35,733,954		

Total outstanding shares as at June 16, 2023: 195,935,018 shares

Total outstanding shares as at April 15, 2025: 205,138,930 shares

Note: Minimum required shareholdings across all directors: 12,000,000 shares; shareholdings as at April 15, 2025: 35,733,954 shares

© Shares held by independent directors do not count toward director' shareholding.

©The Company has assembled an Audit Committee, therefore supervisors' minimum shareholding requirements do not apply here.