

Spirox Corporation
2025 Annual Shareholders' Meeting
Meeting Handbook
(Translation)

Date : June 25, 2025 (Wednesday) at 9:00 a.m.
Venue : 9F, No. 95, Shuiyuan St., Hsinchu City
(The 9th floor Venue of the Company)

Spirox Corporation
2025 Annual Shareholders’ Meeting
Table of Contents

Item	Page
Meeting Agenda ·····	1
Reported matters ·····	2
Acknowledged matters ·····	3
Matters for Discussion ·····	4
Extemporaneous Motions ·····	6
 Attachment	
I. 2024 Business Report ·····	7
II. Audit Committee’s Review Report ·····	10
III. Details of 2024 Remuneration to Directors ·····	11
IV. “Rules of Procedures for Board of Directors Meetings” Comparison Table for Pre- and Post-amendment ·····	12
V. “Regulations Governing Transferring 2023 1 st Repurchased Shares to Employees” Comparison Table for Pre- and Post-amendment ·····	13
VI. “Regulations Governing Transferring 2023 2 nd Repurchased Shares to Employees” Comparison Table for Pre- and Post-amendment ·····	13
VII. “Regulations Governing Transferring 2024 1 st Repurchased Shares to Employees” Comparison Table for Pre- and Post-amendment ·····	13
VIII. “Procedures for Ethical Management and Guidelines for Conduct” Comparison Table for Pre- and Post-amendment ·····	14
IX. Share Buyback Program and Actual Implementation Status Table ·····	15
X. Regulations Governing Transferring 2025 1 st Repurchased Shares to Employees ···	16
XI. 2024 Independent Auditor’s Report and Financial Statements ·····	18
XII. 2024 Deficit Compensation Table ·····	36
XIII. “Articles of Incorporation” and the Comparison Table for Pre- and Post-amendment ·	37
 Appendix	
I. Rules of Procedures for Shareholders’ Meetings ·····	42
II. Articles of Incorporation(Pre-amendment) ·····	49
III. Shareholdings of All Directors ·····	53

Spirox Corporation

2025 Annual Shareholders' Meeting

Meeting Agenda

Time : 9:00 a.m. on Wednesday, June 25, 2025

Place : 9F, No. 95, Shuiyuan St., Hsinchu City (The 9th-floor Venue of the Company)

Meeting type : Physical meeting

I. Reported Matters

- (1)2024 Business Report.
- (2)Audit Committee's 2024 Review Report.
- (3)Report on 2024 Directors' Compensation.
- (4)Report on the Company's conducting Private Placements of Securities.
- (5)Report on amendment to "Rules of Procedures for Board of Directors Meetings".
- (6)Report on Amendment to 2023 1st , 2nd and 2024 1st Regulations Governing Transferring Repurchased Shares to Employees.
- (7)Report on Amendment to "Procedures for Ethical Management and Guidelines for Conduct".
- (8)Report on the First Share Buyback in 2025 and Its Implementation Status.

II. Acknowledged Matters

- (1)Adoption of 2023 Business Report and Financial Statements.
- (2)Adoption of the Proposal for deficit compensation of 2024.

III. Matters for Discussion

- (1)Amendment to "Articles of Incorporation".
- (2)The Company Intends to Conduct a Cash Capital Increase in Private Placement of Common Shares.

VI. Extraordinary Motions

【I. Reported matters】

Report 1 :

2024 Business Report

Explanation :

Please refer to Attachment I on page 7.

Report 2 :

Audit Committee's 2024 Review Report.

Explanation :

Please refer to Attachment II on page 10.

Report 3 :

Report on 2024 Directors' Compensation

Explanation :

1. Description of the policy, system, standard, and structure of remuneration to directors and independent directors of the Company, and the correlation between duties, risk, and time input with the amount of remuneration:

(1) In accordance with Article 17 of the Company's "Articles of Incorporation", the Board of Directors is authorized to determine the directors' remuneration with the reference of the proposal from Remuneration Committee, according to the involvement to the Company's operations as well as value of the contribution of the Directors.

(2) Pursuant to Article 22 of the Company's "Articles of Incorporation", when the Company is determined to have earnings in the year, no more than 5% of the earnings shall be appropriated as the directors' remuneration. In addition, in accordance with the "Rules for Salary, Remuneration and Performance Evaluation of Director" of the Company, the individual director's remuneration may be adjusted subject to the performance evaluation results.

(3) The remuneration structure for directors, as stipulated in the Company's "Rules for Salary, Remuneration and Performance Evaluation of Director", is consistent with the provisions of directors' remuneration, as set forth in the "Regulations Governing Information to be Published in Annual Reports of Public Companies". The policy, system, structure, and standard of the directors' remuneration is established by referred to the industry standard and shall be reviewed regularly according to the long-term and short-term development plans of the Company.

In conclusion, the amount of compensation paid by the Company to directors and independent directors has a positive correlation with the operation performance of the Company and the director's individual performance (including the involvement to the Company's operations and value of contribution).

2. Please refer to Attachment III on page 11 for the details of 2024 remuneration to directors.

Report 4 :

Report on the Company's conducting Private Placements of Securities

Explanation :

1. Pursuant to Article 43-6 of the Securities and Exchange Act, the Company will conduct a private placement of common stock in cash with a capital increase not exceeding 11,000 shares. This has been approved by the shareholders' meeting on June 19, 2024, and will be conducted in 1 to 3 installments within one year from the date of the shareholders' meeting.

2. Given that the one-year validity period for the private placement approved at the 2024 AGM is nearing expiration and no action has been taken, the Board resolved to terminate the private placement.

Report 5 :**Report on Amendment to “Rules of Procedures for Board of Directors Meetings”.**

Explanation :

In accordance with the revised "Reference Model of the Rules of Procedure for Board Meetings of ○○ Co., Ltd." issued by the Financial Supervisory Commission on August 23, 2024, some provisions of our company's "Rules of Procedures for Board of Directors Meetings" have been revised; Please refer to Attachment IV on page 12 for the amended “Rules and Procedures of Board Meetings” and the comparison table for pre- and post-amendment.

Report 6 :**Report on Amendment to 2023 1st , 2nd and 2024 1st Regulations Governing Transferring Repurchased Shares to Employees.**

Explanation :

1. In order to cooperate with the implementation of the "Medium- and Long-Term Incentive Plan for Employees (including Managers)", it is proposed to lift the restriction on transfer terms.
2. The Company revised its Repurchased Shares to Employees, deleting the clause “restricting employees from transferring shares for two years from the date of delivery of shares”. Please refer to Attachment V on page 13, Attachment VI on page 13 and Attachment VII on page 13 for the amended 2023 1st, 2nd and 2024 1st “Regulations Governing Transferring Repurchased Shares to Employees” and the comparison table for pre- and post-amendment.

Report 7 : Report on Amendment to “Procedures for Ethical Management and Guidelines for Conduct”.

Explanation :

In accordance with the practical operations of the Company, the amendment was made to the partial articles of the Company and affiliates “Procedures for Ethical Management and Guidelines for Conduct”. Please refer to Attachment VIII on page 14 for the amended “Procedures for Ethical Management and Guidelines for Conduct” comparison table for pre- and post-amendment.

Report 8 :**Report on Implementation of 2025 1st Share Buyback Program.**

Explanation :

1. Please refer to Attachment IX on page 15 for the implementation status of share buyback program.
2. Please refer to Attachment X on page 16 for the “Regulations Governing Transferring 2025 1st Repurchased Shares to Employees”.

【 II. Acknowledged matters 】**Proposal 1 : (Proposed by the Board of Directors)****Adoption of 2024 Business Report and Financial Statements. Acknowledge is respectfully requested.**

Explanation :

1. Please respectively refer to Attachment I on page 7 and Attachment XI on page 18 for 2024 business report and financial statements (including balance sheets, statements of comprehensive income, statements of changes in equity and statements of cash flows).
2. Please approve.

Resolution :

Proposal 2 : (Proposed by the Board of Directors)

Adoption of the Proposal for deficit compensation of 2024. Acknowledge is respectfully requested.

Explanation :

1. 2024 Deficit Compensation Table has been resolved by the Board of Directors, and submitted to the Audit Committee to issue a review report in file. Please refer to Attachment XII on page 36.
2. Please approve.

Resolution :

【 III. Matters for Discussion 】

Proposal 1 : (Proposed by the Board of Directors)

Amendment to “Articles of Incorporation”. Approval is respectfully requested.

Explanation :

1. In accordance with the practical operations of the Company and the Financial Supervisory Commission's "Financial Supervisory Certificate No. 1130385442" issued on November 8, 2024; the Articles of Incorporation should stipulates that a certain ratio of the annual profit shall be set aside to adjust the salaries or distribute remuneration to grassroots employees. The company plan to amend some provisions of the company's "Articles of Incorporation", please refer to Attachment XIII on page 37 for the amended “Articles of Incorporation” and the comparison table for pre- and post-amendment.
2. Please resolve the proposal.

Resolution :

Proposal 2 : (Proposed by the Board of Directors)

The company plans to to conduct a cash capital increase in private placement of common shares. Approval is respectfully requested.

Explanation :

1. In order to respond to the market strategy of long-term development and the need to maintain key talents in order to strengthen the company's competitiveness, the company plans to conduct a cash capital increase in private placement of ordinary shares within the limit of no more than 12,000 shares in accordance with Article 43-6 of the Securities and Exchange Act. It will be handled from 1 to 3 times within one year from the date of resolution of the shareholders' meeting on this private placement case.
2. Principles and explanations for using private placement to increase cash capital of common stock.

(1) Necessary reasons for conducting private placement :

(1.1) Reason for conducting non-public offering :

In response to the development trend of the industry, the company plans to introduce strategic partners and maintain key talents to ensure the company's long-term operational development. Since the private placement method has the quick and easy timeliness of raising funds and the restrictions on the transfer of private placement securities, it is better to ensure compliance with To form a medium- to long-term strategic partnership to enhance the company's industrial competitiveness, we use private equity to raise funds.

(1.2) Amount limit of the private placement :

The total amount shall not exceed 12,000,000 ordinary shares,

(1.3) Usage of funds for private placement and expected benefits :

(a) Usage of funds for private placement:

Each investment is used to invest in the development of its own products or invest in

the upstream and downstream industrial chains of its own products; it also introduces strategic partners and maintains key talents to ensure the company's long-term operational development, thereby enhancing the company's industrial competitiveness.

(b) Expected benefits :

Each time is in response to the company's future development, strategic cooperation, strengthening the company's operations and financial structure, and enhancing overall competitiveness.

(2) Pricing basis of private placement and its reasonableness :

(2-1) The reference price shall be the higher of the following two calculations :

- (a) The simple average closing price of the common shares for either 1, 3, or 5 business days before the price determination date, after adjustment for any distribution of stock dividends, cash dividends or capital reduction.
- (b) The simple average closing price of the common shares for the 30 business days before the price determination date, after adjustment for any distribution of stock dividends, cash dividends, or capital reduction.

(2-2) Private placement pricing ratio :

The par value per share of this private placement may not be lower than 80% of the reference price. The board of directors is authorized by the shareholders' meeting to determine the actual determination date of the price and private placement price within the percentage scope resolved at the shareholders' meeting, depending on the specified places and capital market conditions in the future.

(2-3) Reasons and rationality if the private placement price is lower than the face value of the stock : N/A

(2-4) The impact on shareholders' equity if the private placement price is lower than the par value of the shares : N/A

(3) The manner and purpose of a specific person's choice :

Specific persons who meet the requirements of Article 43-6 of the Securities and Exchange Act and the Financial Supervisory Commission's Order No. 1120383220 dated September 12, 2023; as of now, no applicant has been determined.

(3-1) If the applicant is an insider or related person of the company : N/A

(3-2) If the applicant is a strategic investor, the necessity and expected benefits are :

In response to the company's long-term development needs in the future, through the introduction of strategic investors, we can jointly develop and expand business, improve operating performance, and strengthen the company's financial structure and company competitiveness.

(3-3) This private equity case is based on the premise that it will not affect the company's management rights.

(4) Rights and obligations of these new shares privately placed :

In principle, the rights and obligations of the ordinary shares in this private placement are the same as those of the company's issued ordinary shares. However, according to the provisions of the Securities and Exchange Act, the ordinary shares in this private placement may not be sold within three years from the date of delivery, except to the transfer objects specified in Article 43-8 of the Securities and Exchange Act. Three years after the delivery date, the company authorizes the board of directors to decide whether to make supplementary reports for public issuance and listing transactions in accordance with relevant regulations based on the prevailing conditions.

(5) The important contents of this private placement common stock case, such as the issuance price (except the private placement pricing ratio), issuance conditions, issuance method, scheduled fund utilization progress, expected benefits and other unfinished matters, et cetera, shall not violate the provisions of this proposal. Within the principles and scope, it is proposed that the shareholders' meeting authorize the board of directors to adjust, formulate and

implement the regulations based on market conditions; if changes become necessary in the future due to changes in laws, amendments by competent authorities or changes in market conditions, it is also proposed and requested that the shareholders' meeting authorize the board of directors to authorize the board of directors. In accordance with relevant regulations, it has full authority to handle and authorize the chairman to sign all contracts and documents related to the issuance of ordinary shares through private placement on behalf of the company.

3. Please resolve the proposal.

Resolution :

【IV. Extraordinary Motions】

【V. Adjournment】

Spirox Corporation 2024 Business Report

1. 2024 Business Results

The emerging application markets, such as 5G, AI, high performance computing, IoT, automotive electronic, etc., as well as various cloud and Metaverse applications, combined with the extensive application development of AIoT, AI server, AI mobile phone, AINB, etc. related electronic products and semiconductor application rises. However, due to the continued existence of overall economic and regional political uncertainties, various industry research institutions have different expectations for growth in 2025.

The Company will follow market demands and industry trends to continue optimizing operational planning, and create one-stop solutions in semiconductors, which more closely meet customers' value; with three established frameworks of "testing solution", "advanced packaging solution", and "process and quality assurance solution", the Company hopes to bring customers more valuable products and services in keeping with the development capability of three major solutions and input of self-development resources. In 2024, regional political conflict has once again reached a stalemate, and the semiconductor supply chain in mainland China is still in a downturn, which indirectly affects the performance of terminal shipments of electronic products. To date, due to the continuous breakthroughs in emerging application markets such as generative AI technology, combined with strong demand for artificial intelligence, high-performance computing and cloud data services, the demand for artificial intelligence-related electronic products continues to increase. As the semiconductor process is approaching its limit and the AI wave is advancing, CoWoS's advanced packaging technology and demand are full of imagination, which will inject momentum into the mid- and long-term production capacity of the semiconductor packaging and testing industry OSAT. The company still holds a cautiously optimistic attitude towards the semiconductor market.

With the operational goal of providing customers with more valuable products and services,

- (i) The Company successfully installed two sets of silicon photonics WAT detection solutions in the fourth quarter of 2023 at its wafer foundry.
- (ii) The through silicon via (TSV) or through glass via (TGV) processes for three-dimensional stacked wafer technology in silicon semiconductor manufacturing have not yet reached maturity in terms of design, mass production and supply chain. In early 2025, our company launched the "SP8000G Non-destructive Laser Modification Inspection System" and "SP8000S Non-destructive TSV Inspection System". The advanced optical microscopy Spirox LTSTM high-precision inspection and analysis technology - 3D imaging technology can provide real-time key information for obtaining the three-dimensional structure of wafer aperture and tiny defects on the hole wall, which can be used to improve TGV/TSV design and manufacturing processes to ensure the quality of CoWoS innovative packaging and increase production capacity; it can also apply the patented Spirox LTSTM to expand it to meet the needs of different application-end customers, which is of great significance.
- (iii) In the field of compound semiconductor market, our company pioneered the "non-destructive defect detection system for silicon carbide substrates" in 2024, and also provided a service solution that can detect internal and external defects at the same time, with the goal of satisfying customers' feedback on improving production capacity and process yield. In 2025, our company cooperated with National Instruments (NI). Currently, only NI's SET laboratory in Germany can provide complete quality verification technology and technology transfer for silicon carbide

power components. Our company jointly built the first power semiconductor dynamic reliability verification laboratory in the Asia-Pacific region to accelerate customers' R&D schedule.

The Company continued to adjust its operating structure and improve its overall gross profit margin in 2024. The Company also officially entered the advanced optics field in 2024. It is expected that the sales ratio, profit contribution and return on shareholders' equity of the Company's self-made optical products will increase in 2024.

The Company develops the innovative patented Spirox Laser Tomography Scanning Technology (SpiroxLTSTM) and mass-produces self-made optical products. In 2025, it launched high-precision inspection systems for semiconductor 3D chip packaging on silicon substrates/glass substrates and improved process solutions for compound semiconductors. It will also accelerate the commercialization of nonlinear optical technology in advanced optical inspection technologies such as silicon photonics, Micro LEDs, and metamaterials, which is expected to have a positive contribution to revenue. At the same time, we will continue to pay close attention to the trade tariff storm, geopolitics and emerging application markets, the demand for semiconductors and the regional economic pattern of shifting to local production. Through more comprehensive and complete distribution channels, overall solutions and flexible adjustments to service models, the value of our company's products can enhance customers' competitiveness, environmental protection and energy saving, and social value, demonstrating the service and value of the Weihua team's "Delivering Smarter Solution".

The business result of the Company in 2024 is listed as below. The net consolidated operating revenue was NTD0.673 billion with the consolidated gross profit in NTD138 million, the consolidated net profit before tax and the consolidated basic earnings per share respectively in NTD(291) million and NTD(2.23).

Unit: NTD Thousand, unless otherwise specified

Item	Amount	Percentage
Consolidated Net Operating Revenue	673,273	100.00%
Consolidated Operating Gross Profit	137,760	20.46%
Consolidated Net Operating Profit	(267,750)	(39.77%)
Consolidated Net Profit before Tax	(291,195)	(43.25%)
Net Profit of the Period	(275,898)	(40.98%)
Net Profit of the Period, Attributable to Owners of the Parent	(251,519)	(37.36%)
Basic Earnings per Share (EPS) (Dollar)	(2.23)	-

2. Analysis of 2024 Consolidated Operating Revenue

Unit: NTD Thousand

Type of Revenue	Amount	Percentage
Sales Revenue	642,590	95.44 %
Service Revenue and Other Revenue	12,074	1.79 %
Installation and Repair & Maintenance Revenue	18,609	2.77 %
Total	673,273	100 %

As shown in the aforesaid list, the main operating revenue of the Company was the sales revenue, accounting for 95.44%, while the revenues from service, repair and maintenance in the amount of NTD 30,683 thousand just represented the basic stable revenue sources.

3. Analysis of Consolidated Financial Income and Expenses, and Profitability

The analysis of financial structure and profitability in 2022, 2023 and 2024 is shown in the following list:

Item		Year	Financial Analysis		
			2022	2023	2024
Financial Structure	Total Liabilities to Total Assets (%)		29.91	28.31	18.06
	Long-term Debt to Fixed Assets (%)		530.10	468.52	385.95
Profitability	Return on Assets (%)		5.44	(1.22)	(8.73)
	Return on Equity (%)		9.62	(2.03)	(11.68)
	Paid-in Capital (%)	Operating Profit	(35.05)	(16.65)	(23.29)
		Net Profit before Tax	26.70	(3.91)	(25.33)
	Net Profit Ratio (%)		13.41	(4.11)	(40.98)
	Basic Earnings per Share (Dollar) (After Retroactive Adjustment)		2.14	(0.49)	(2.23)

Chairman: Peter Chin

President: Paul Yang

Chief Accounting Officer: Jasmine Ku

SPIROX CORPORATION
Audit Committee's Review Report

2024 annual final financial statements, including the parent company only and consolidated balance sheets, statements of comprehensive income, statements of changes in equity and statements of cash flows, prepared and submitted by the Board of Directors of the Company, have been audited by the CPAs, Kuan-Chao Lin and Ming-Yu Wen of PKF Taiwan, with an Audit Report issued. Along with the business report and the earnings distribution table, the said financial statements have been audited by the Audit Committee according to the law, and the Audit Committee considers that the said reports and table comply with provisions stipulated in law. This review report was hereby issued in accordance with Article 219 of the Company Act for approval.

Convener of the Audit Committee of Spirox Corporation:
Wu, Chia-Jung

March 12, 2025

Details of 2024 Remuneration to Directors

Unit: NTD Thousand

Title	Name	Directors' remuneration								Percent of A · B · C and D to net income after tax (Note 8)		Relevant remuneration of part-time personnel							Percent of A · B · C · D · E · F and G to net profit after tax (%) (Note 8)		Any remuneration from other invested business apart from subsidiaries (Note 9)	
		Compensation (A) (Note 2)		Retirement allowance (B)		Remuneration from distribution of earnings (C) (Note 3)		Business execution expenses (D) (Note 4)				Remuneration money award and special expenses etc. (E) (Note 5)		Retirement allowance (F)		Employee profit sharing from earnings distribution (G) (Note 6)						
		The Company	All companies within the consolidation on financial statement (Note 7)	The Company	All companies within the consolidation on financial statement (Note 7)	The Company	All companies within the consolidation on financial statement (Note 7)	The Company	All companies within the consolidation on financial statement (Note 7)	The Company	All companies within the consolidation on financial statement (Note 7)	The Company	All companies within the consolidation on financial statement (Note 7)	The Company	All companies within the consolidation on financial statement (Note 7)	Cash dividends	Stock dividends	Cash dividends	Stock dividends	The Company		All companies within the consolidation on financial statement (Note 7)
Chairman	Peter Chin	2,400	2,400	0	0	0	0	33	33	-0.97%	-0.97%	0	0	0	0	0	0	0	0	-0.97%	-0.97%	None
Director	Jack Chen	720	720	0	0	0	0	36	36	-0.30%	-0.30%	0	0	0	0	0	0	0	0	-0.30%	-0.30%	None
	Representative of Jun Yle Investment Co., Ltd.: Vicky Lin · Chia-Chang Tsai (Note 1)	300	300	0	0	0	0	18	18	-0.13%	-0.13%	0	0	0	0	0	0	0	0	-0.13%	-0.13%	None
	Representative of Hsi Wei Investment Co., Ltd.: Yeh, Pei-Cheng	300	300	0	0	0	0	18	18	-0.13%	-0.13%	0	0	0	0	0	0	0	0	-0.13%	-0.13%	None
Independent Director	Wu, Chia-Jung	504	504	0	0	0	0	21	21	-0.21%	-0.21%	0	0	0	0	0	0	0	0	-0.21%	-0.21%	None
	Wu, Yi-Ying	504	504	0	0	0	0	33	33	-0.21%	-0.21%	0	0	0	0	0	0	0	0	-0.21%	-0.21%	None
	Chen, Shu-Tzu	504	504	0	0	0	0	30	30	-0.21%	-0.21%	0	0	0	0	0	0	0	0	-0.21%	-0.21%	None

Note 1: Jun Yle Investment Co., Ltd. re-appointed Chia-Chang Tsai as its representative on August 21, 2024; Vicky Lin was dismissed from the representative of director of the Company on August 21, 2024.

Note 2: This refers to director compensation in the most recent year (including salary, allowances, severance pay, rewards and incentives).

Note 3: This refers to directors' remuneration distributed by the board of directors in the most recent year.

Note 4: This refers to director expenses and business execution expenses in the most recent year (including travelling allowances, special allowances, various subsidies, housing, company car, and other benefits in kind provided).

Note 5: This refers to any remuneration, including salary, job allowances, severance pay, various rewards, incentives, travelling allowance, special allowances, various subsidies, housing, company car, and other benefits in kind provided received by a director for concurrent service as an employee in the most recent year (including concurrent service as president, vice president, other officer or non-managerial employee).

Note 6: This refers to employee compensation (including stocks and cash) received by a director for concurrent service as an employee in the most recent year (including concurrent service as president, vice president, other officer or non-managerial employee). To disclose the amount of the proposed amount of compensation from distribution of earnings for the recent year approved by the Board of Directors.

Note 7: To disclose the total amount of remuneration paid to the directors of the Company by all companies in the consolidated financial report (including the Company).

Note 8: It means the net income after tax in the most recent year.

Note 9: It means relevant remuneration such as compensation, remuneration, employee dividend, and business execution expense, received by directors of the Company who serve as in capacities such as director, supervisor, or managerial officer in reinvested business other than subsidiaries.

SPIROX CORPORATION
Rules of Procedure for Board of Directors Meetings
Comparison Table for Pre- and Post-amendment

Post Amendment	Pre Amendment	Reason for Amendment
<p>Article 11-2 If one-half of all the directors are not in attendance at the appointed meeting time, the chair may announce postponement of the meeting time on that day, provided that no more than two such postponements may be made. If the quorum is still not met after two postponements, the chair shall reconvene the meeting in accordance with the procedures in Paragraph 2 of Article 3.</p>	<p>Article 11-2 If one-half of all the directors are not in attendance at the appointed meeting time, the chair may announce postponement of the meeting time on that day, provided that no more than two such postponements may be made. <u>The postponed time shall not be totally more than one hour.</u> If the quorum is still not met after two postponements, the chair shall reconvene the meeting in accordance with the procedures in Paragraph 2 of Article 3.</p>	<p>Cooperate with the amendment of laws and regulations; mainly to improve the board meeting procedures.</p>
<p>Article 12-4 If the chairman is unable to preside over the meeting for some reason while the board meeting is in progress <u>or failure to adjourn the meeting in accordance with the second paragraph</u>, the provisions of Item 7 of Article 9 shall apply to the selection and appointment of his agent.</p>	<p>Article 12-4 If the chairman is unable to preside over the meeting for some reason while the board meeting is in progress, the provisions of Item 7 of Article 9 shall apply to the selection and appointment of his agent.</p>	<p>Cooperate with the amendment of laws and regulations; mainly to improve the board meeting procedures.</p>
<p>Article 19 ... The 7th amendment was made on March 11, 2024. <u>The 8th amendment was made on November 6, 2024.</u></p>	<p>Article 19 ... The 7th amendment was made on March 11, 2024.</p>	<p>Record the revision date.</p>

SPIROX CORPORATION

(Attachment V)

Regulations Governing Transferring 2023 1st Repurchased Shares to Employees Comparison Table for Pre- and Post-amendment

Post Amendment	Pre Amendment	Reason for Amendment
In terms of the Company's transfer repurchased shares to the employees, the Company can consider the needs to make an agreement with the employees regarding other matters related to rights and obligations of the Company and the employees; however, the relevant statutory regulations of the Securities and Exchange Act, the Company Act, etc. shall not be violated.	In terms of the Company's transfer repurchased shares to the employees, <u>restrict employees from transferring stocks for two years from the date of delivery</u> , the Company can consider the needs to make an agreement with the employees regarding other matters related to rights and obligations of the Company and the employees; however, the relevant statutory regulations of the Securities and Exchange Act, the Company Act, etc. shall not be violated.	Cooperate with the implementation of the "Medium- and Long-term Incentive Plan for Employees (including Managers)".
Article 13 These regulations were established on February 21, 2023. ... The 2 nd amendment was made on Nov. 6, 2024.	Article 13 These regulations were established on February 21, 2023. The 1st amendment was made on May 8, 2024	Record the revision date.

(Attachment VI)

Regulations Governing Transferring 2023 2nd Repurchased Shares to Employees Comparison Table for Pre- and Post-amendment

Post Amendment	Pre Amendment	Reason for Amendment
In terms of the Company's transfer repurchased shares to the employees, the Company can consider the needs to make an agreement with the employees regarding other matters related to rights and obligations of the Company and the employees; however, the relevant statutory regulations of the Securities and Exchange Act, the Company Act, etc. shall not be violated.	In terms of the Company's transfer repurchased shares to the employees, <u>restrict employees from transferring stocks for two years from the date of delivery</u> , the Company can consider the needs to make an agreement with the employees regarding other matters related to rights and obligations of the Company and the employees; however, the relevant statutory regulations of the Securities and Exchange Act, the Company Act, etc. shall not be violated.	Cooperate with the implementation of the "Medium- and Long-term Incentive Plan for Employees (including Managers)".
Article 13 These regulations were established on December 13, 2023. ... The 2 nd amendment was made on Nov. 6, 2024.	Article 13 These regulations were established on December 13, 2023. The 1st amendment was made on May 8, 2024	Record the revision date.

(Attachment VII)

Regulations Governing Transferring 2024 1st Repurchased Shares to Employees Comparison Table for Pre- and Post-amendment

Post Amendment	Pre Amendment	Reason for Amendment
In terms of the Company's transfer repurchased shares to the employees, the Company can consider the needs to make an agreement with the employees regarding other matters related to rights and obligations of the Company and the employees; however, the relevant statutory regulations of the Securities and Exchange Act, the Company Act, etc. shall not be violated.	In terms of the Company's transfer repurchased shares to the employees, <u>restrict employees from transferring stocks for two years from the date of delivery</u> , the Company can consider the needs to make an agreement with the employees regarding other matters related to rights and obligations of the Company and the employees; however, the relevant statutory regulations of the Securities and Exchange Act, the Company Act, etc. shall not be violated.	Cooperate with the implementation of the "Medium- and Long-term Incentive Plan for Employees (including Managers)".
Article 13 These regulations were established on March 11, 2024. ... The 2 nd amendment was made on Nov. 6, 2024.	Article 13 These regulations were established on March 11, 2024. The 1st amendment was made on May 8, 2024	Record the revision date.

SPIROX CORPORATION
Procedures for Ethical Management and Guidelines for Conduct
Comparison Table for Pre- and Post-amendment

Post Amendment	Pre Amendment	Reason for Amendment
<p>Article 5 The Company shall designate the <u>Human Resources 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 below))</p>	<p>Article 5 The Company shall designate the <u>Operation Division</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 below))</p>	<p>Modified according to actual situation.</p>
<p>Article 24 These Procedures and Guidelines were adopted on May 12, 2020. ... <u>The 2nd amendment was made on May 7, 2025.</u></p>	<p>Article 24 These Procedures and Guidelines were adopted on May 12, 2020. The 1st amendment was made on January 11, 2023.</p>	<p>Record the revision date.</p>

2025 1st (The 11th time)
Share Buyback Program and Actual Implementation Status Table

Item		The 11 th Share Repurchase
Resolution Date of the Board of Directors		2025/4/15
Purpose of Share Repurchase		To Transfer Shares to Employees
Type of Shares to be Repurchased		Common Shares
Total Amount of Share Repurchase	Planned Maximum	NTD 106,500,000
	Actual	(Note)
Period of Repurchase	Planned	2025/4/16~2025/6/15
	Actual	(Note)
Number of Shares Repurchased	Planned	1,500,000 Shares
	Actual	(Note)
	Actual ratio to reservation	(Note)
Price of Repurchase	Planned Range	NTD 35 ~ 71
	Actual Average	(Note)
Total Treasury Shares the Company Holds		(Note)
Total Treasury Shares the Company Holds to Total Issued Common Share		(Note)
Reason for Failure in Full Exercise		(Note)
This execution rate and whether it meets the execution standards stipulated in Article 4 of the Company's operating procedures for repurchasing treasury shares.		(Note)
Improvement plan		(Note)

Note : As of the date of publication, it has not been completed.

SPIROX CORPORATION

Regulations Governing Transferring 2025 1st Repurchased Shares to Employees

Article 1

In order to motivate the employees and promote their solidarity, the Company establishes the Regulations Governing Transferring 2023 1st Repurchased Share to Employees in accordance with such related regulations as Subparagraph 1, Paragraph 1, Article 28-2 of the Securities and Exchange Act and the “Regulations Governing Share Repurchase by Exchange-Listed and OTC-Listed Companies”, published by the Financial Supervisory Commission. In addition to complying with the relevant statutory regulations, the Company transfers the repurchased shares to Employee shall be handled with pursuant to these regulations.

Article 2

The shares to be transferred to the employees for this time are the ordinary shares. The rights and obligations of which are the same as those of the outstanding ordinary shares, unless otherwise stipulated in the rules other than the relevant acts and these regulations.

Article 3

The repurchased shares for this time shall be transferred in lump sum or in installments to the employees within five years from the date of shares repurchased pursuant to these regulations. The shares which are not transferred within the time limit shall be deemed as the unissued shares of the Company for cancellation wherein an alteration registration shall be filed.

Article 4

Those official full-time employees who are still in active service on the base date of subscription (only the full-time employees within the Company’s formal organization and the full-time employees of domestic and overseas subsidiaries wherein the Company directly or indirectly holds 50% or more of the voting shares), shall be entitled to the subscription qualifications, subject to the amount to be subscribed, as set out in Article 5 of these regulations.

Article 5

Pursuant to such standards as the employee’s positions, service seniority, performance as well as his/her special contributions to the Company and in keeping with the long-term development of the Company, while considering the calculation standards such as factors of the total amount of repurchased shares, held by the Company on the base date of subscription and the ceiling number of subscribed shares for one single employee, the Company sets up the number of shares to be subscribed by the employees and the subscription price per share, and submits the proposal for assessment, subject to whether the employee is endowed with the capacity of managerial officers of the Company of the subsidiaries, along with the following list of applicability:

1. Applicability of the Company Transferring the Repurchased Shares to Managerial Officers and Non-managerial Officers:

Item	Remuneration Committee	Audit Committee	Board of Directors
Managerial Officers	✓		✓
Non-managerial Officers		✓	✓

2. Applicability of the Company Transferring the Repurchased Shares to Managerial Officers and Non-managerial Officers of the Subsidiaries:

(1) When the subsidiaries appoint the remuneration committee

The managerial officers and non-managerial officers are employed at the subsidiaries.		Type of Meeting Submitted		
		Remuneration Committee	The Company’s Audit Committee	The Company’s Board of Directors
Managerial Officer	Concurrently serve as the managerial officer of the Company	✓(The Company and the Subsidiaries)		✓
	Concurrently serve as the non-managerial officer of the Company or have no concurrent service in the Company	✓(The Subsidiaries)		✓
Non-managerial Officer	Concurrently serve as the managerial officer of the Company	✓(The Company)		✓
	Concurrently serve as the non-managerial officer of the Company or have no concurrent service in the Company.		✓	✓

(2) The subsidiaries do not appoint the remuneration committee

The managerial officers and non-managerial officers are employed at the subsidiaries.		Type of Meeting Submitted		
		The Company’s Remuneration Committee	The Company’s Audit Committee	The Company’s Board of Directors
Managerial Officer	Concurrently serve as the managerial officer of the Company	✓		✓
	Concurrently serve as the non-managerial		✓	✓

	officer of the Company or have no concurrent service in the Company			
Non-managerial Officer	Concurrently serve as the managerial officer of the Company	✓		✓
	Concurrently serve as the non-managerial officer of the Company or have no concurrent service in the Company.		✓	✓

Article 6

Operating Procedure of Transferring Repurchased Shares to Employees:

1. The shares of the Company shall be repurchased within the duration of execution subject to the resolution, announcement and declaration of the Board of Directors.
2. The Board of Directors establishes and announces such operational matters as the base date of the employee's subscription, the standards of number of shares to be subscribed, the duration of subscription payment, contents of rights and restriction conditions, etc.
3. Count the actual number of shares with the subscription payment and proceed with the stock transfer registration.

Article 7

Agreed Transfer Price per Share:

The transfer price of this time's share repurchase for transfer to the employees shall be based on the average actual repurchase price (hereinafter referred to as the average price), the price more than the average actual repurchase price, or the price less than the average actual repurchase price. The described transfer price shall be calculated up to the unit of NT dollar, rounding to the nearest tenth.

The transfer price, in case of more than the average actual repurchase price, is based on the average actual repurchase price plus the capital cost during the period from the ending date of the actual share repurchase period to the base date of subscription. The capital cost is based on the base interest rate (per month) of the Bank of Taiwan.

In the event that pursuant to the Articles of Incorporation of the Company, the shares are transferred to the employees in a price lower than the average price of actual repurchase, it shall not be handled till the consent is obtained from the attending shareholders with over two-thirds of voting rights in the most recent shareholders' meeting, in which the shareholders representing a majority of the total issued shares attend. The regulated matters in Article 10-1 of the "Regulations Governing Share Repurchase by Exchange-Listed and OTC-Listed Companies" shall be specified and described in the cause of the said shareholders' meeting. Besides, in respect of the pricing principle of the said actual transferring price, the transferring price shall be calculated by multiply 80% by the average actual repurchase price.

However, in case the Company's issued ordinary shares increase or decrease before the transfer, the adjustment shall be made in the range as per the increase or decrease rate of the issued shares. The adjustment formula is as follows:

Average actual repurchase price after adjustment = Average Price of Actual Repurchased Shares x (Total Issued Ordinary Shares at the Reporting Time of Repurchased Shares / Total Issued Ordinary Shares before Transfer of the Repurchased Shares to Employees)

Article 8

After the repurchased shares are transferred to the employees with the transfer registration completed, the remaining rights and obligations are identical to the original shares, unless otherwise stipulated.

Article 9

In terms of the Company's transfer repurchased shares to the employees, restrict employees from transferring stocks for two years from the date of delivery, the Company can consider the needs to make an agreement with the employees regarding other matters related to rights and obligations of the Company and the employees; however, the relevant statutory regulations of the Securities and Exchange Act, the Company Act, etc. shall not be violated.

Article 10

The taxes and expenses, incurred from the shares transferred shall be handled in accordance with the laws and the relevant corporate regulations at the time of transfer.

Article 11

These regulations shall take effect after resolved by the Board of Directors. In case there is change in laws or competent authority approval or based on the objective environment, the amendments shall be made by reporting to the Board of Directors for resolution.

Article 12

These regulations shall be reported to the shareholders' meeting; the same applies when amended.

Article 13

These regulations were established on April 15, 2025.

SPIROX CORPORATION and Subsidiaries
Independent Auditors' Report

The Board of Directors and Shareholders
of Spirox Corporation

Opinion

We have audited the accompanying consolidated statements of Spirox Corporation and its subsidiaries, which comprise the consolidated balance sheets as of December 31, 2024 and 2023, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, based on our audits the reports of other independent accountants, the accompanying consolidated financial statements present fairly. In all material respects, the consolidated financial position of Spirox Corporation and its subsidiaries 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 the International Financial Reporting Standards(IFRS), International Accounting Standards(IAS), IFRIC Interpretations(IFRIC), and SIC Interpretations(SIC) endorsed and issues into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and auditing standards generally accepted in the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the consolidated financial statement section of our report. We are independent of Spirox Corporation and its subsidiaries 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. Based on our audits and the reports of other independent accountants, 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 materials that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended December 31, 2024. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter for Spirox Corporation and its subsidiaries's consolidated financial statements for the year ended December 31, 2024 are stated as follows:

Appropriateness of sales revenue recognition

Spirox Corporation and its subsidiaries' sales revenue mainly comes from the agency of sales of semiconductor equipment. We consider that whether the recognition time of sales revenue was fairly, is an area of high concern in the audit.

Please refer to Note 4(18) for accounting policy on revenue recognition.

We performed the following audit procedures:

1. Understand the related internal control system and procedures for sales transactions, and further evaluate the effectiveness of the design and implementation of internal control system regarding the sales transactions.
2. Ascertain whether the content and classification of the main operating revenue are appropriate, and confirm whether the operating revenue is recognized in accordance with regulations.
3. Test the consistency of operating revenue, accounts receivable and credit terms from major customers:
 - (1)Obtain or compile a comparative analysis table of major customers' operating revenue, accounts receivable and credit terms.
 - (2)Obtain and review credit information of the inspected company to its major customers.
 - (3)Whether the maturity for the collection of accounts receivable complies with the credit terms of the inspected company.

4. Test authenticity of major customers:
 - (1) Inspect the relevant industry background and other information of manufacturers and customers for the main agency brand to confirm the authenticity of customers.
 - (2) Sample and check the original orders, shipping lists or export declarations of relevant external customers to confirm the consistency of sales revenue recognition amount and time.
5. Test the consistency of transactions content with major customers:
 - (1) Whether the collection period of accounts receivable is abnormal.
 - (2) Find out whether the object of significant accounts receivable is consistent with the sales object.
 - (3) Inspect the top ten purchase objects, and check whether there are situations where the purchase and sale objects are the same.

Other Matters

Using the reports of other independent accountants

Among the associates included in the financial statements of Spirox Corporation., Jetek Technology Corp., SCube Technologies Co., Ltd., and Southport Corporation for the year 2024, as well as the financial statements of Southport Corporation for the year 2023, were not audited by us but by other accountants. Additionally, the financial statements of Jetek Technology Corp. and SCube Technologies Co., Ltd. for the year 2023, which were prepared according to a different financial reporting framework, were not audited by us but by other accountants. The financial statements of Jetek Technology Corp. and SCube Technologies Co., Ltd. for the year 2023, which were converted to comply with the Financial Reporting Standards for Securities Issuers and International Financial Reporting Standards (“IFRS”), International Accounting Standards (“IAS”), Interpretations, and Announcements approved and promulgated by the Financial Supervisory Commission (“FSC”), have been adjusted accordingly, and the necessary audit procedures have been performed by this accountant. Therefore, the opinions expressed by this accountant regarding the financial statements of the above entities are based on the audit reports of other accountants for the amounts and financial disclosures related to the investments in these companies. As of December 31, 2024 and 2023, the total assets of the above subsidiary were NT\$199,364 thousand and NT\$296,692 thousand, accounting for 7.69% and 8.19% of the total consolidated assets, respectively. For the years ended December 31, 2024 and 2023, the net operating revenue were NT\$92,947 thousand and NT\$169,391 thousand, accounting for 13.81% and 12.62% of the consolidated net operating revenue, respectively.

Others

Spirox Corporation has prepared the parent company only financial statements for the 2024 and 2023, and the audit report with unqualified opinions and other matters issued by the accountant is on file for reference.

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

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

In preparing the consolidated financial statements, management is responsible for assessing Spirox Corporation and its subsidiaries’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 Spirox Corporation and its subsidiaries or to cease operations, or has no realistic alternative but to do so.

Those charged with governance (including members of the audit committee) are overseeing Spirox Corporation and its subsidiaries’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 auditing standards generally accepted in 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 auditing standards generally accepted in the Republic of China, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Spirox Corporation and its subsidiaries'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 the events or conditions that may cast significant doubt on Spirox Corporation and its subsidiaries' 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 Spirox Corporation and its subsidiaries 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 Spirox Corporation and its subsidiaries 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 the 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 our independence, and where applicable related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of significance in the audit of the consolidated financial statements for the year ended December 31, 2024 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonable be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audit resulting in this independent auditors' report are Kuan Chao Lin and Ming Yu Wen.

PKF Taiwan
Republic of China
March 12, 2025

The accompanying consolidated financial statements are intended only to present the financial position, financial performance and cash flows in accordance with accounting principles and practices generally accepted in the Republic of China and not those of any other jurisdictions. The standards, procedures and practices to audit such financial statements are those generally applied in the Republic of China. For the convenience of readers, in independent auditors' report and the accompanying consolidated statements have been translated into English from the original Chinese version prepared and used in the Republic of China. If there is any conflict between the English version and the original Chinese version or and difference in the interpretation of the two versions, the Chinese-language independent auditors' report and consolidated financial statements shall prevail. As the consolidated financial statements are the responsibility of the management, PKF Taiwan cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

SPIROX CORPORATION AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
December 31, 2024 and 2023
(Expressed in Thousands of New Taiwan Dollars)

ASSETS	Note	December 31, 2024		December 31, 2023	
		Amount	%	Amount	%
CURRENT ASSETS	4				
Cash and cash equivalents	6	\$ 1,271,021	49	\$ 1,460,624	41
Financial assets at fair value through profit or loss, current	7, 27	-	-	730,402	20
Financial assets measured at amortized cost, current	9, 27, 29	128,880	5	93,343	3
Notes receivable, net	10, 27	-	-	2,566	-
Accounts receivable, net	10, 27	201,886	8	334,290	9
Other receivables	11	10,094	-	52,837	1
Current tax assets	21	5,217	-	1,358	-
Inventories, net	12	69,962	3	73,757	2
Prepayments		93,944	4	82,790	2
Other current assets		50	-	2,935	-
Total current assets		<u>1,781,054</u>	<u>69</u>	<u>2,834,902</u>	<u>78</u>
NON-CURRENT ASSETS	4				
Financial assets at fair value through profit or loss, non-current	7, 27	16,693	1	7,315	-
Financial assets at fair value through other comprehensive income, non-current	8, 27	71,522	3	51,694	1
Financial assets at amortized cost, non-current	9, 27, 29	32,549	1	-	-
Property, plant and equipment	13, 29	589,402	23	603,469	17
Right-of-use assets	14	11,113	-	12,049	-
Intangible assets	15	78,243	3	86,481	3
Deferred tax assets	21	3,605	-	18,586	1
Other non-current assets	29	8,085	-	9,708	-
Total non-current assets		<u>811,212</u>	<u>31</u>	<u>789,302</u>	<u>22</u>
Total assets		<u>\$ 2,592,266</u>	<u>100</u>	<u>\$ 3,624,204</u>	<u>100</u>
LIABILITIES AND EQUITY					
CURRENT LIABILITIES	4				
Short-term borrowings	16, 27, 29	\$ 13,500	1	\$ 183,472	5
Contract liabilities	19	41,509	2	83,173	2
Accounts payable		111,246	4	251,927	7
Other payables	27	89,852	3	98,502	3
Current tax liabilities	21	1,100	-	9,933	-
Lease liabilities, current	14	5,530	-	8,478	-
Current portion of long-term borrowings	16, 27, 29	50,753	2	161,024	5
Other current liabilities		4,006	-	3,970	-
Total current liabilities		<u>317,496</u>	<u>12</u>	<u>800,479</u>	<u>22</u>
NON-CURRENT LIABILITIES	4				
Long-term borrowings	16, 27, 29	12,286	1	64,017	2
Deferred tax liabilities	21	125,322	5	152,434	4
Lease liabilities-non-current	14	5,859	-	4,395	-
Net defined benefit liabilities, non-current	17	1,649	-	3,360	-
Guarantee deposits	29	2,307	-	2,491	-
Total non-current liabilities		<u>147,423</u>	<u>6</u>	<u>226,697</u>	<u>6</u>
Total liabilities		<u>464,919</u>	<u>18</u>	<u>1,027,176</u>	<u>28</u>
EQUITY ATTRIBUTABLE TO OWNERS OF THE PARENT	4, 18, 23				
Share capital					
Ordinary shares		1,149,749	44	1,149,749	32
Capital surplus		390,640	15	437,109	12
Retained earnings					
Legal reserve		707,818	27	707,818	20
Special reserve		136,077	5	220,024	6
Unappropriated earnings		(59,076)	(2)	174,537	5
Other equity		(118,890)	(4)	(133,050)	(4)
Treasury shares		(127,617)	(5)	(38,174)	(1)
Equity attributable to owners of the parent		<u>2,078,701</u>	<u>80</u>	<u>2,518,013</u>	<u>70</u>
Non-controlling interests		48,646	2	79,015	2
Total equity		<u>2,127,347</u>	<u>82</u>	<u>2,597,028</u>	<u>72</u>
Total liabilities and equity		<u>\$ 2,592,266</u>	<u>100</u>	<u>\$ 3,624,204</u>	<u>100</u>

The accompanying notes are an integral part of the consolidated financial statements.
(With PKF Taiwan auditors' report dated March 12, 2025)

SPIROX CORPORATION 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)

Item	Note	2024		2023	
		Amount	%	Amount	%
Operating revenue, net	4, 19	\$ 673,273	100	\$ 1,342,715	100
Operating costs	12	535,513	80	1,104,293	82
Gross profit		137,760	20	238,422	18
Operating expenses	20, 28				
Selling expenses		220,241	33	233,785	18
Administrative expenses		153,500	23	120,986	9
Research expenses		54,874	8	44,529	3
Expected credit impairment losses (gains)	10	(23,246)	(3)	28,960	2
Total operating expenses		405,369	61	428,260	32
Other operating income and expenses, net	20	(141)	-	(1,559)	-
Operating loss		(267,750)	(41)	(191,397)	(14)
Non-operating income and expenses					
Interest income	20	34,374	5	32,656	3
Other income	20	25,407	4	18,695	1
Other gains or losses	20	(78,175)	(12)	105,602	8
Financial costs	20	(5,406)	-	(10,416)	(1)
Expected credit impairment gains	11	355	-	(20)	-
Share of profit (loss) of associates and joint ventures accounted for using equity method, net		-	-	(131)	-
Total non-operating income and expenses		(23,445)	(3)	146,386	11
Profit (loss) before income tax		(291,195)	(44)	(45,011)	(3)
Income tax expenses	4, 21	15,297	2	(10,221)	(1)
Net profit (loss) for the year		(275,898)	(42)	(55,232)	(4)
Other comprehensive income (loss)					
Items that will not be reclassified subsequently to profit or loss					
Remeasurement of defined benefit plan		2,845	-	534	-
Unrealized gains (losses) on investments in equity instruments at fair value through other comprehensive income		(10,179)	(1)	22,389	2
Income tax related to items that will not be reclassified	21	(521)	-	(107)	-
Total items that will not be reclassified to profit or loss		(7,855)	(1)	22,816	2
Items that may be reclassified subsequently to profit or loss					
Exchange differences on translating the financial statements of foreign operations	4, 18	30,423	4	15,192	1
Income tax related to items that may be reclassified	4, 21	(6,084)	(1)	(2,987)	-
Total items that may be reclassified subsequently to profit or loss		24,339	3	12,205	1
Total other comprehensive income		16,484	2	35,021	3
Total comprehensive income for the year		\$ (259,414)	(40)	\$ (20,211)	(1)
Net profit (loss) attributable to:					
Owners of the Parent		\$ (251,519)		\$ (56,085)	
Non-controlling interests		(24,379)		853	
		\$ (275,898)		\$ (55,232)	
Total comprehensive income attributable to:					
Owners of the Parent		\$ (235,035)		\$ (21,320)	
Non-controlling interests		(24,379)		1,109	
		\$ (259,414)		\$ (20,211)	
Loss per share	4, 22				
Basic		\$ (2.23)		\$ (0.49)	
Diluted		\$ (2.23)		\$ (0.49)	

The accompanying notes are an integral part of the consolidated financial statements.
(With PKF Taiwan auditors' report dated March 12, 2025)

SPIROX CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
For the years ended December 31, 2024 and 2023
(Expressed in Thousands of New Taiwan Dollars)

(Attachment XI)

Item	Equity attributable to owners of the parent												Non-controlling interests	Total equity
	Retained earnings						Other equity							
	Ordinary shares	Capital surplus	Legal reserve	Special reserve	Unappropriated earnings	Equity directly associated with disposal groups held for sale	Exchange differences on translating the financial statements of foreign operations	Unrealized gains (losses) on financial assets measured at fair value through other comprehensive income	Others	Treasury shares	Equity attributable to owners of the parent			
Balance, January 1, 2023	\$ 1,187,419	618,213	683,421	235,388	416,282	-	(45,213)	(166,653)	0	(148,537)	2,780,320	56,904	2,837,224	
Appropriation of earnings:														
Legal reserve appropriated	-	-	24,397	-	(24,397)	-	-	-	-	-	-	-	-	
Reversal of special reserve	-	-	-	(15,364)	15,364	-	-	-	-	-	-	-	-	
Cash dividends to shareholders-NT\$0.59955 per share	-	-	-	-	(68,586)	-	-	-	-	-	(68,586)	-	(68,586)	
Cash dividends from capital surplus-NT\$0.39970 per share	-	(45,724)	-	-	-	-	-	-	-	-	(45,724)	-	(45,724)	
Net loss for the year ended December 31, 2023	-	-	-	-	(56,085)	-	-	-	-	-	(56,085)	853	(55,232)	
Other comprehensive income (loss) for year ended December 31, 2023, net of income tax	-	-	-	-	427	-	11,949	22,389	-	-	34,765	256	35,021	
Total comprehensive income (loss) for the year ended December 31, 2023	-	-	-	-	(55,658)	-	11,949	22,389	-	-	(21,320)	1,109	(20,211)	
Share-based payment transactions	-	11,629	-	-	-	-	-	-	-	-	11,629	-	11,629	
Adjustments due to dividends that subsidiaries received from parent company	-	355	-	-	-	-	-	-	-	-	355	-	355	
Treasury shares transferred to employees	-	(355)	-	-	(6,269)	-	-	-	-	30,774	24,150	-	24,150	
Changes in ownership interests in subsidiaries	-	(141,581)	-	-	-	-	-	-	-	-	(141,581)	141,581	-	
Changes in non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	(120,579)	(120,579)	
Disposals of investments in equity instruments at fair value through other comprehensive income	-	-	-	-	(44,478)	-	-	44,478	-	-	-	-	-	
Treasury shares acquired	-	-	-	-	-	-	-	-	-	(21,230)	(21,230)	-	(21,230)	
Treasury shares retired	(37,670)	(5,428)	-	-	(57,721)	-	-	-	-	100,819	-	-	-	
Balance, December 31, 2023	1,149,749	437,109	707,818	220,024	174,537	-	(33,264)	(99,786)	-	(38,174)	2,518,013	79,015	2,597,028	
Appropriation of earnings:														
Reversal of special reserve	-	-	-	(83,947)	83,947	-	-	-	-	-	-	-	-	
Cash dividends to shareholders-NT\$0.60682 per share	-	-	-	-	(68,365)	-	-	-	-	-	(68,365)	-	(68,365)	
Cash dividends from capital surplus-NT\$0.40455 per share	-	(45,576)	-	-	-	-	-	-	-	-	(45,576)	-	(45,576)	
Net loss for the year ended December 31, 2024	-	-	-	-	(251,519)	-	-	-	-	-	(251,519)	(24,379)	(275,898)	
Other comprehensive income (loss) for year ended December 31, 2024, net of income tax	-	-	-	-	2,324	-	24,339	(10,179)	-	-	16,484	-	16,484	
Total comprehensive income (loss) for the year ended December 31, 2024	-	-	-	-	(249,195)	-	24,339	(10,179)	-	-	(235,035)	(24,379)	(259,414)	
Share-based payment transactions	-	15,205	-	-	-	-	-	-	-	-	15,205	643	15,848	
Adjustments due to dividends that subsidiaries received from parent company	-	359	-	-	-	-	-	-	-	-	359	-	359	
Treasury shares transferred to employees	-	(90)	-	-	-	-	-	-	-	22,980	22,890	-	22,890	
Changes in ownership interests in subsidiaries	-	(16,367)	-	-	-	-	-	-	-	-	(16,367)	16,367	-	
Changes in non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	(23,000)	(23,000)	
Treasury shares acquired	-	-	-	-	-	-	-	-	-	(112,423)	(112,423)	-	(112,423)	
Balance, December 31, 2024	\$ 1,149,749	\$ 390,640	\$ 707,818	\$ 136,077	\$ (59,076)	\$ -	\$ (8,925)	\$ (109,965)	\$ -	\$ (127,617)	\$ 2,078,701	\$ 48,646	\$ 2,127,347	

The accompanying notes are an integral part of the consolidated financial statements.
(With PKF Taiwan auditors' report dated March 12, 2025)

SPIROX CORPORATION 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 operating activities:		
Net profit (loss) before income tax	\$ (291,195)	\$ (45,011)
Adjustments for :		
Depreciation	44,508	36,525
Amortization	9,152	6,542
Expected credit impairment losses	(23,601)	28,980
Gains on financial assets at fair value through profit or loss, net	130,026	(142,135)
Financial costs	5,406	10,416
Share of losses of associates and joint ventures accounted for using equity method	0	131
Interest income	(34,374)	(32,656)
Dividend income	(4,909)	(1,907)
Provision for inventory market price decline and obsolete and slow-moving inventories	15,631	9,102
Share-based payment	15,848	11,629
Gains (losses) on disposal of property, plant and equipment, net	167	1,580
Property, plant and equipment transferred to expenses	-	195
Losses on foreign exchange, net	(28,306)	32,846
Losses (gains) on lease modification	(24)	(21)
Changes in operating assets and liabilities		
(Increase) decrease in notes receivable	2,566	(2,434)
Decrease in accounts receivable	149,758	136,770
Decrease in other receivables	(613)	62,818
(Increase) decrease in inventories	(21,057)	117,798
Decrease in prepayments	(11,154)	23,189
Decrease in other current assets	2,885	10,592
Decrease in other operating assets	1,623	450
Increase (decrease) in contract liabilities	(41,664)	(12,170)
Increase (decrease) in notes and accounts payable	(144,875)	(144,737)
Increase in other payables	(2,092)	11,884
Decrease in other current liabilities	36	(1,005)
Decrease in net defined benefit liabilities	1,134	(410)
Cash generated from operations	(225,124)	118,961
Interest received	33,396	35,371
Dividends received	4,909	1,907
Interest paid	(5,725)	(10,418)
Income tax refund (paid)	(16,131)	(7,964)
Net cash generated from operating activities	(208,675)	137,857
Cash flows from investing activities:		
Acquisitions of financial assets at fair value through other comprehensive income	(30,000)	(10,780)
Proceeds from disposal of financial assets at fair value through other comprehensive income	-	31,917
Decrease in financial assets at amortized cost	(66,509)	30,313
Acquisitions of financial assets at fair value through profit or loss	(216,784)	(7,169)
Proceeds from disposal of financial assets at fair value through profit or loss	833,297	-
Net cash outflow from acquisitions of subsidiaries	0	(3,074)
Acquisitions of property, plant and equipment	(12,339)	(24,025)
Proceeds from disposal of property, plant and equipment	-	216
Increase in other receivables	44,689	597,602
Acquisitions of intangible assets	(914)	-
Net cash generated from (used in) investing activities	551,440	615,000

(To be continued)

	2024	2023
(Continued)		
Cash flow from financing activities:		
Increase (decrease) in short-term borrowing	\$ (169,972)	\$ 59,362
Repayment of long-term borrowings	(162,002)	(143,136)
Increase (decrease) in guarantee deposits	(184)	685
Cash payment for the principal portion of the lease liabilities	(10,543)	(8,638)
Cash dividends	(113,582)	(113,955)
Treasury shares acquired	(117,732)	(15,921)
Proceeds from treasury shares transferred to employees	22,890	24,150
Changes in non-controlling interests	(23,000)	(198,554)
Net cash generated from (used in) financing activities	<u>(574,125)</u>	<u>(396,007)</u>
Effect of foreign exchange rate changes	41,757	971
Net increase in cash and cash equivalents	(189,603)	357,821
Cash and cash equivalents at the beginning of the year	1,460,624	1,102,803
Cash and cash equivalents at the end of the year	<u>\$ 1,271,021</u>	<u>\$ 1,460,624</u>

The accompanying notes are an integral part of the consolidated financial statements.
(With PKF Taiwan auditors' report dated March 12, 2025)

SPIROX CORPORATION
Independent Auditors' Report

The Board of Directors and Shareholders
of Spirox Corporation

Opinion

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

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

Basis for Opinion

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

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

Appropriateness of sales revenue recognition

Spirox Corporation's sales revenue mainly comes from the agency of sales of semiconductor equipment. We consider that whether the recognition time of sales revenue was fairly, is an area of high concern in the audit.

Please refer to Note 4(17) for the accounting policy on revenue recognition.

We performed the following audit procedures:

1. Understand the related internal control system and procedures for sales transactions, and further evaluate the effectiveness of the design and implementation of internal control system regarding the sales transactions.
2. Ascertain whether the content and classification of the main operating revenue are appropriate, and confirm whether the operating revenue is recognized in accordance with regulations.
3. Test the consistency of operating revenue, accounts receivable and credit terms from major customers:
 - (1) Obtain or compile a comparative analysis table of major customers' operating revenue, accounts receivable and credit terms.
 - (2) Obtain and review credit information of the inspected company to its major customers.
 - (3) Whether the maturity for the collection of accounts receivable complies with the credit terms of the inspected company.
4. Test authenticity of major customers:

- (1) Inspect the relevant industry background and other information of manufacturers and customers for the main agency brand to confirm the authenticity of customers.
 - (2) Sample and check the original orders, shipping lists or export declarations of relevant external customers to confirm the consistency of sales revenue recognition amount and time.
5. Test the consistency of transactions content with major customers:
- (1) Whether the collection period of accounts receivable is abnormal.
 - (2) Find out whether the object of significant accounts receivable is consistent with the sales object.
 - (3) Inspect the top ten purchase objects, and check whether there are situations where the purchase and sale objects are the same.

Other Matters – Using the reports of other independent accountants

Among the associates included in the financial statements of Spirox Corporation., Jetek Technology Corp., SCube Technologies Co., Ltd., and Southport Corporation for the year 2024, as well as the financial statements of Southport Corporation for the year 2023, were not audited by us but by other accountants. Additionally, the financial statements of Jetek Technology Corp. and SCube Technologies Co., Ltd. for the year 2023, which were prepared according to a different financial reporting framework, were not audited by us but by other accountants. The financial statements of Jetek Technology Corp. and SCube Technologies Co., Ltd. for the year 2023, which were converted to comply with the Financial Reporting Standards for Securities Issuers and International Financial Reporting Standards (“IFRS”), International Accounting Standards (“IAS”), Interpretations, and Announcements approved and promulgated by the Financial Supervisory Commission (“FSC”), have been adjusted accordingly, and the necessary audit procedures have been performed by this accountant. Therefore, the opinions expressed by this accountant regarding the financial statements of the above entities are based on the audit reports of other accountants for the amounts and financial disclosures related to the investments in these companies. As of December 31 of years 2024 and 2023, the balances of investments accounted for using the equity method were NT\$147,199 thousand and NT\$192,816 thousand, respectively, accounting for 6.22% and 6.04% of the total assets; for the periods from January 1 to December 31 of the fiscal years 113 and 112 of the Republic of China (“ROC”), the shares of profit (loss) recognized for these equity-method subsidiaries were (NT\$31,573) thousand and NT\$31,212 thousand, accounting for 11.4% and 62.05% loss before income tax, respectively.

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

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

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

Those charged with governance (including members of the Audit Committee) are overseeing Spirox Corporation’s financial reporting process.

Auditors’ Responsibilities for the Audit of the Parent Company Only Financial Statements

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

As part of an audit in accordance with the auditing standards generally accepted in the Republic of

China, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the parent company only financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Spirox Corporation's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on Spirox Corporation's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the parent company only financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause Spirox Corporation to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the parent company only financial statements, including the disclosures, and whether the parent company only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within Spirox Corporation to express an opinion on the parent company only 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 parent company only financial statements for the year ended December 31, 2024 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonable be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audit resulting in this independent auditors' report are Kuan Chao Lin and Ming Yu Wen.

PKF Taiwan

Republic of China

March 12, 2024

----- The accompanying parent company only financial statements are intended only to present the financial position,

financial performance and cash flows in accordance with accounting principles and practices generally accepted in the Republic of China and not those of any other jurisdictions. The standards, procedures and practices to audit such financial statements are those generally applied in the Republic of China. For the convenience of readers, in independent auditors' report and the accompanying parent company only financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. If there is any conflict between the English version and the original Chinese version or and difference in the interpretation of the two versions, the Chinese-language independent auditors' report and parent company only financial statements shall prevail. As the parent company only financial statements are the responsibility of the management, PKF Taiwan cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

SPIROX CORPORATION
PARENT COMPANY ONLY BALANCE SHEETS
December 31, 2024 and 2023
(Expressed in Thousands of New Taiwan Dollars)

ASSETS	Note	December 31, 2024		December 31, 2023	
		Amount	%	Amount	%
CURRENT ASSETS	4				
Cash and cash equivalents	6	\$ 290,713	12	\$ 436,150	14
Financial assets measured at amortized cost, current	8, 28	1,403	-	92,115	3
Accounts receivable, net	9	46,035	2	85,699	3
Accounts receivable from related parties, net	9, 27	93,375	4	301,066	10
Other receivables, net	10	5,508	-	6,283	-
Other receivables from related parties	27	-	-	196,139	6
Current tax assets	21	1,003	-	88	-
Inventories, net	11	36,622	2	34,880	1
Prepayments		62,021	3	66,747	2
Total current assets		<u>536,680</u>	<u>23</u>	<u>1,219,167</u>	<u>39</u>
Non-current assets	4				
Financial assets at fair value through other comprehensive income, non-current	7, 26	61,682	3	40,602	1
Financial assets measured at amortized cost, non current		32,549	1		
Investments accounted for using equity method	12, 27	1,186,647	50	1,364,437	43
Property, plant and equipment	13, 27, 28	540,628	23	551,149	17
Right-of-use assets	14	157	-	273	-
Intangible assets	15	843	-	3,025	-
Deferred tax assets	21	1,737	-	7,857	-
Other non-current assets	28	4,668	-	5,067	-
Total non-current assets		<u>1,828,911</u>	<u>77</u>	<u>1,972,410</u>	<u>61</u>
Total assets		<u>\$ 2,365,591</u>	<u>100</u>	<u>\$ 3,191,577</u>	<u>100</u>
LIABILITIES AND EQUITY					
CURRENT LIABILITIES	4				
Short-term borrowings	16, 28	\$ -	-	\$ 109,000	3
Contract liabilities	19	22,750	1	49,334	2
Accounts payable		37,541	2	105,956	3
Accounts payable to related parties	27	284	-	114	-
Other payables		59,093	2	51,219	2
Other payables to related parties	26	-	-	3,866	-
Current tax liabilities		-	-	2,781	-
Lease liabilities, current	14	94	-	115	-
Current portion of long-term borrowings	16	45,773	2	155,240	5
Other current liabilities		1,627	-	1,712	-
Total current liabilities		<u>167,162</u>	<u>7</u>	<u>479,337</u>	<u>15</u>
NON-CURRENT LIABILITIES	4				
Long-term borrowings	16, 28	-	-	45,753	2
Deferred tax liabilities	21	116,140	5	141,738	4
Lease liabilities-non-current	14	65	-	159	-
Net defined benefit liabilities, non-current	17	319	-	3,360	-
Guarantee deposits		3,204	-	3,217	-
Total non-current liabilities		<u>119,728</u>	<u>5</u>	<u>194,227</u>	<u>6</u>
Total liabilities		<u>286,890</u>	<u>12</u>	<u>673,564</u>	<u>21</u>
Equity	4, 18, 23				
Share capital					
Ordinary shares		1,149,749	48	1,149,749	36
Capital surplus		390,640	17	437,109	14
Retained earnings					
Legal reserve		707,818	30	707,818	22
Special reserve		136,077	6	220,024	7
Unappropriated earnings		(59,076)	(3)	174,537	5
Other equity		(118,890)	(5)	(133,050)	(4)
Treasury shares		(127,617)	(5)	(38,174)	(1)
Total equity		<u>2,078,701</u>	<u>88</u>	<u>2,518,013</u>	<u>79</u>
Total liabilities and equity		<u>\$ 2,365,591</u>	<u>100</u>	<u>\$ 3,191,577</u>	<u>100</u>

The accompanying notes are an integral part of the parent company only financial statements.
(With PKF Taiwan auditors' report dated March 12, 2025)

SPIROX CORPORATION
PARENT COMPANY ONLY 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)

Item	Note	2024		2023	
		Amount	%	Amount	%
Operating revenue, net	4, 19, 27	\$ 281,647	100	\$ 375,358	100
Operating costs	11, 20, 27	208,112	74	313,285	83
Gross profit		73,535	26	62,073	17
Operating expenses	20, 27				
Selling expenses		86,889	31	88,452	23
Administrative expenses		107,520	38	89,671	24
Research expenses		30,889	11	29,615	8
Expected credit impairment losses (gains)	9	(20,717)	(7)	20,649	6
Total operating expenses		204,581	73	228,387	61
Other operating income and expenses, net	20, 27	0	0	- 1,705	- 1
Operating loss		(131,046)	(47)	(168,019)	(45)
Non-operating income and expenses					
Interest income	20, 27	14,422	5	15,714	4
Other income	20, 27	19,575	7	17,500	5
Other gains or losses	20	38,237	14	(7,212)	(2)
Financial costs	20	(3,542)	(1)	(6,267)	(2)
Expected credit impairment losses equity method	10 4, 12	355 (215,044)	- (76)	(20) 97,999	0 26
Total non-operating income and expenses		(145,997)	(51)	117,714	31
Profit (loss) before income tax		(277,043)	(98)	(50,305)	(14)
Income tax expense	4, 21	25,524	9	(5,780)	- 1
Net profit (loss) for the year		(251,519)	(89)	(56,085)	(15)
Profit (loss) before income tax					
Income tax expense					
Net profit (loss) for the year		2,604	1	534	-
Unrealized gains (losses) on investments in equity instruments at fair value through other comprehensive income		(8,920)	(3)	11,172	3
Share of the other comprehensive income (loss) of subsidiaries accounted for using the equity method		(1,018)	(1)	11,217	3
Income tax related to items that will not be reclassified		(521)	-	(107)	-
Total items that will not be reclassified to profit or loss		(7,855)	(3)	22,816	6
Items that may be reclassified subsequently to profit or loss					
Exchange differences on translating the financial statements of foreign operations	4,18	18,254	7	5,974	2
Share of the other comprehensive income (loss) of subsidiaries accounted for using the equity method		12,169	4	8,962	2
Income tax related to items that may be reclassified		(6,084)	(2)	(2,987)	(1)
Total items that may be reclassified subsequently to profit or loss		24,339	9	11,949	3
Total other comprehensive income		16,484	6	34,765	9
Total comprehensive income for the year		\$ (235,035)	(83)	\$ (21,320)	(6)
Earnings (loss) per share	4, 22				
Basic		\$ (2.23)		\$ (0.49)	
Diluted		\$ (2.23)		\$ (0.49)	

The accompanying notes are an integral part of the parent company only financial statements.
(With PKF Taiwan auditors' report dated March 12, 2025)

SPIROX CORPORATION
PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
For the years ended December 31, 2024 and 2023
(Expressed in Thousands of New Taiwan Dollars)

(Attachment XI)

Item	Retained earnings					Other equity		Treasury shares	Total equity
	Ordinary share	Capital surplus	Legal reserve	Special reserve	Unappropriated earnings	Exchange differences on translating the financial statements of foreign operations	Unrealized gains (losses) on financial assets measured at fair value through other comprehensive income		
Balance, January 1, 2023	\$ 1,187,419	618,213	683,421	235,388	416,282	(45,213)	(166,653)	(148,537)	2,780,320
Appropriation of earnings:									
Legal reserve appropriated	-	-	24,397	-	(24,397)	-	-	-	-
Reversal of special reserve	-	-	-	(15,364)	15,364	-	-	-	-
Cash dividends to shareholders-NT\$0.59955 per share	-	-	-	-	(68,586)	-	-	-	(68,586)
Cash dividends from capital surplus-NT\$0.39970 per share	-	(45,724)	-	-	-	-	-	-	(45,724)
Net loss for the year ended December 31, 2023	-	-	-	-	(56,085)	-	-	-	(56,085)
Other comprehensive income (loss) for year ended December 31, 2023, net of income tax	-	-	-	-	427	11,949	22,389	-	34,765
Total comprehensive income (loss) for the year ended December 31, 2023	-	-	-	-	(55,658)	11,949	22,389	-	(21,320)
Share-based payment transactions	-	11,629	-	-	-	-	-	-	11,629
Adjustments due to dividends that subsidiaries received from parent company	-	355	-	-	-	-	-	-	355
Treasury shares transferred to employees	-	(355)	-	-	(6,269)	-	-	30,774	24,150
Changes in ownership interests in subsidiaries	-	(141,581)	-	-	-	-	-	-	(141,581)
Disposals of investments in equity instruments at fair value through other comprehensive income	-	-	-	-	(44,478)	-	44,478	-	-
Treasury shares acquired	-	-	-	-	-	-	-	(21,230)	(21,230)
Treasury shares retired	(37,670)	(5,428)	-	-	(57,721)	-	-	100,819	-
Balance, December 31, 2023	1,149,749	437,109	707,818	220,024	174,537	(33,264)	(99,786)	(38,174)	2,518,013
Appropriation of earnings:									
Reversal of special reserve	-	-	-	(83,947)	83,947	-	-	-	-
Cash dividends to shareholders-NT\$0.60682 per share	-	-	-	-	(68,365)	-	-	-	(68,365)
Cash dividends from capital surplus-NT\$0.40455 per share	-	(45,576)	-	-	-	-	-	-	(45,576)
Net loss for the year ended December 31, 2024	-	-	-	-	(251,519)	-	-	-	(251,519)
Other comprehensive income (loss) for year ended December 31, 2024, net of income tax	-	-	-	-	2,324	24,339	(10,179)	-	16,484
Total comprehensive income (loss) for the year ended December 31, 2024	-	-	-	-	(249,195)	24,339	(10,179)	-	(235,035)
Share-based payment transactions	-	14,348	-	-	-	-	-	-	14,348
Adjustments due to dividends that subsidiaries received from parent company	-	359	-	-	-	-	-	-	359
Treasury shares transferred to employees	-	(90)	-	-	-	-	-	22,980	22,890
Changes in ownership interests in subsidiaries	-	(15,510)	-	-	-	-	-	-	(15,510)
Treasury shares acquired	-	-	-	-	-	-	-	(112,423)	(112,423)
Balance, December 31, 2024	\$ 1,149,749	\$ 390,640	\$ 707,818	\$ 136,077	\$ (59,076)	\$ (8,925)	\$ (109,965)	\$ (127,617)	\$ 2,078,701

The accompanying notes are an integral part of the parent company only financial statements.
(With PKF Taiwan auditors' report dated March 12, 2025)

SPIROX CORPORATION
PARENT COMPANY ONLY 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 operating activities:		
Net loss before income tax	\$ (277,043)	\$ (50,305)
Adjustments for :		
Depreciation	17,864	17,628
Amortization	2,652	3,757
Expected credit impairment losses (gains)	(21,072)	20,669
Provision for inventory market price decline and lobsolote and slow-moving inventories	10,009	17,439
Gain on financial instruments at fair value through profit or loss, net	(643)	-
Financial costs	3,542	6,267
Interest income	(14,422)	(15,714)
Dividend income	(647)	(647)
Share-based payment	14,348	11,629
Share of profit or loss of subsidiaries accounted for using the equity method	215,044	(97,999)
Gains on disposal of property, plant and equipment, net	-	1,705
Gains (losses) on foreign exchange, net	(8,829)	26,451
Changes in operating assets and liabilities		
Increase (decrease) in accounts receivable	60,391	(13,376)
Decrease in accounts receivable from related parties	199,110	10,533
Decrease in other receivables	87	752
Increase (decrease) in other receivables from related parties	6,126	(5,081)
Increase (decrease) in inventories	(11,751)	74,307
Decrease in prepayments	4,726	4,248
Increase (decrease) in contract liabilities	(26,584)	6,756
Decrease in accounts payable	(70,510)	(37,111)
Increase (decrease) accounts payable to related parties	170	(1,558)
Increase (decrease) other payables	13,453	(5,452)
Increase (decrease) in other payables to related parties	(3,866)	3,866
Decrease other current liabilities	(85)	(274)
Decrease in net defined benefit liabilities	(437)	(410)
Cash generated from (used in) operations	111,633	(21,920)
Interest received	21,388	12,798
Dividends received	647	647
Interest paid	(3,838)	(6,213)
Income tax paid	(4,255)	929
Net cash generated from (used in) operating activities	125,575	(15,617)
Cash flows from investing activities:		
Acquisitions of financial assets at fair value through other comprehensive income	\$ (30,000)	\$ (10,780)
Decrease in financial assets at amortized cost	58,918	25,794
Acquisitions of financial instruments at fair value through profit or loss	(163,531)	-
Disposal of financial instruments at fair value through profit or loss	164,174	-
Acquisition of investments accounted for using equity method	(23,000)	(118,196)
Proceeds from capital return of investments accounted for using equity method	-	270,816
Acquisitions of property, plant and equipment	(7,227)	(8,931)
(Increase) decrease in refundable deposits	399	(412)
Decrease in other receivables	-	146,065
(Increase) decrease in other receivables from related parties	185,079	(185,079)
Acquisitions of intangible assets	(470)	-
Net cash generated from investing activities	184,342	119,277

(To be continued)

	<u>2024</u>	<u>2023</u>
(Continued)		
Cash flow from financing activities:		
Increase (decrease) in short-term borrowing	(109,000)	109,000
Repayment of long-term borrowings	(155,220)	(108,007)
Increase (decrease) in guarantee deposits	(13)	685
Cash payment for the principal portion of the lease liabilities	(120)	(30)
Cash dividends	(113,941)	(114,310)
Treasury shares acquired	(117,732)	(15,921)
Proceeds from treasury shares transferred to employees	<u>22,890</u>	<u>24,150</u>
Net cash used in financing activities	<u>(473,136)</u>	<u>(104,433)</u>
Effects of foreign exchange rate changes on cash and cash equivalents	<u>17,782</u>	<u>(16,282)</u>
Decrease in cash and cash equivalents	(145,437)	(17,055)
Cash and cash equivalents at the beginning of the year	<u>436,150</u>	<u>453,205</u>
Cash and cash equivalents at the end of the year	<u>\$ 290,713</u>	<u>\$ 436,150</u>

The accompanying notes are an integral part of the consolidated financial statements.
(With PKF Taiwan auditors' report dated March 12, 2025)

SPIROX CORPORATION
2024 Deficit Compensation Table

	Unit: NTD Thousand
Undistributed earnings at the beginning of the period	190,119,521
+ Adjusted amount of retained earnings in 2024 (Actuarial profit from defined benefit plans)	2,323,730
+ Net profit (loss) after tax of the period	(251,519,108)
+ Reverse special reserve	<u>17,186,744</u>
Expect to make up for the loss	<u>(41,889,113)</u>
To make up for loss projects:	
+ The legal reserve	<u>41,889,113</u>
Undistributed earnings at the end of the period	<u><u>0</u></u>

Chairman: Peter Chin

President: Paul Yang

Chief Accounting Officer: Jasmine Ku

SPIROX CORPORATION

Articles of Incorporation (After revision)

Chapter 1 General Provisions

- Article 1: The Company shall be incorporated under the Company Act of the Republic of China, and its Chinese name shall be 蔚華科技股份有限公司, and Spirox Corporation in English.
- Article 2: The scope of business of the Company shall be as follows:
1. CC01080 Electronic Parts and Components Manufacturing
 2. E605010 Computer Equipment Installation
 3. F119010 Wholesale of Electronic Materials
 4. F219010 Retail Sale of Electronic Materials
 5. CB01010 Mechanical Equipment Manufacturing
 6. F401010 International Trade
 7. I301010 Software Design Services
 8. CC01101 Restrained Telecom Radio Frequency Equipment and Materials Manufacturing
 9. F401021 Restrained Telecom Radio Frequency Equipment and Materials Import
 10. I501010 Product Designing
 11. CC01110 Computers and Computing Peripheral Equipment Manufacturing
 12. CC01120 Data Storage Media Manufacturing and Duplicating
 13. IG03010 Energy Technical Services
 14. CC01090 Batteries Manufacturing
 15. E604010 Machinery Installation Construction
 16. ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.
- Article 3: The total amount of the investments of the Company is not subject to the limit of 40% of its paid-in capital.
- Article 4: The Company can endorse for its affiliated enterprise due to the business needs.
- Article 5: The Company shall have its head office in Hsinchu City, the Republic of China, and may, pursuant to a resolution adopted at the meeting of the Board of Directors, set up branch offices within or outside the territory of the Republic of China when deemed necessary.
- Article 6: Public announcements of the Company shall be made according to Article 28 of the Company Act.

Chapter 2 Capital Stock

- Article 7: The total capital stock of the Company shall be in the amount of 3 billion New Taiwan Dollars, divided into 300 million shares, at 10 New Taiwan Dollars each, to be fully issued. The shares may be issued in installments, and the shares which have not been issued would be authorized by the Board of Directors to issue in installments.
- Among the aforementioned registered capital amount, 30 million New Taiwan Dollars is divided into 30,000,000 shares, is reserved for issuance of employee stock options.
- Article 8: Share certificates of the Company shall be in registered form, signed or sealed by the director representing the Company, and issued after the authentication of the bank which is competent to certify in accordance with laws. The issued shares may be exempted from printing any share certificate, provided that such issuance shall be duly registered or kept with the securities depository and clearing agent.
- Article 9: Registration for transfer of shares shall be suspended for a period of sixty days before the convening date of a regular shareholders' meeting, thirty days before the convening date of a special shareholders' meeting, or within five days before the date on which dividends, bonus, or other benefits are scheduled to be paid by the Company. The other share affairs of the Company may be handled in accordance with the regulations promulgated by the competent authority.

Chapter 3 Shareholders' Meeting

- Article 10: Shareholders' meetings of the Company are of two kinds: (1) regular meeting and (2) special meeting. Regular meetings shall be convened at least once a year by the Board of Directors according to the law within six months after close of each fiscal year. Special meetings shall be convened whenever necessary according to the laws and regulations. The shareholders' meeting can be held by means of a visual communication network or other methods promulgated by the central competent authority. For the shareholders' meeting held by a visual communication network, the Company shall be subject to prescriptions provided for by the competent authority in charge of securities affairs, including the

prerequisites, procedures, and other compliance matters.

Article 11: When a shareholder for any reason cannot attend the shareholders' meeting in person, he/she/it may attend the meeting by proxy by executing a power of attorney printed by the Company stating therein the scope of power authorized to the proxy. The proxy for attending the shareholders' meeting shall be handled in accordance with the Company Act and the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies promulgated by the competent authority.

Article 12: Each shareholder is entitled to one vote for each share held.

Article 13: Unless otherwise provided for in the Company Act, a meeting of shareholders shall proceed only if attended by shareholders representing more than one-half of the total outstanding capital stock of the Company. Resolutions of a shareholders' meeting shall be made at the meeting with the concurrence of a majority of the votes held by the shareholders present at the meeting.

Shareholders of the Company may exercise their voting rights electronically, and relevant matters shall be handled in accordance with the provisions of laws and regulations.

Article 13-1: Resolutions adopted at a shareholders' meeting shall be recorded in the minutes of the meeting, which shall be affixed with the signature or seal of the chairman of the meeting and shall be made and distributed to all shareholders of the Company within twenty days after the close of the meeting. The aforementioned distribution of the minutes of shareholders' meeting may be effected by means of a public notice.

Chapter 4 Directors

Article 14: The Company shall have 5 to 11 Directors to be elected at the shareholders' meeting from among the individuals of legal capacity, with the term of three years. All Directors and Supervisor(s) shall be eligible for re-election. The Company is a public company whose percentage of shareholdings of all the directors selected is subject to the provisions separately prescribed by the competent authority in charge of securities affairs, such provisions shall prevail.

The Company may have independent directors within the aforementioned number of directors and the number of independent directors shall be no less than one-fifth of the total number of directors and shall not be less than three. The election of directors and independent directors adopts the candidate nomination system and is held together. The electees seats of directors and independent directors are calculated separately. The shareholders shall elect the directors and independent directors from the list of the candidates. The professional qualifications, shareholdings, restrictions on concurrent position, nomination, election method and other compliance matters shall be handled in accordance with relevant regulations of the securities authorities.

The Company's directors election adopts cumulative voting system. The number of votes exercisable in respect of one share shall be the same as the number of directors to be elected, and the total number of votes per share may be consolidated for election of one candidate or may be split for election of two or more candidates. A candidate to whom the ballots cast represent a prevailing number of votes shall be deemed a director elect.

The Company establishes the audit committee to replaces the supervisors. The audit committee shall be composed of the entire number of independent directors. It shall not be fewer 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. The audit committee or its members are responsible to execute the duties and power of supervisors which are regulated in the Company Act, Securities and Exchange Act, and other Acts.

Article 15: The Directors shall constitute the Board of Directors and shall elect one Chairman of the Board from among themselves by a majority at a meeting attended by at least two-thirds of the Directors and one Vice Chairman may be elected among directors in view of business need. The Chairman shall externally represent the Company.

Article 16: In addition to the first meeting of each term of the Board of Directors which shall be convened by the director who received a ballot representing the largest number of votes at the election of directors, the meetings of the Board of Directors shall be convened by the chairman of the Board of Directors. The meeting date, location, and agenda notice shall be notified by the convener via written letters, fax, or email to every director at least 7 days before the meeting. The meeting of the Board of Directors shall be held at least once quarterly. In emergency circumstances, however, a meeting may be called on shorter notice. In case a meeting of the Board of Directors is proceeded via visual communication network, then the directors taking part in such a visual communication meeting shall be deemed to have attended the meeting in person.

Article 16-1: The directors shall personally attend the board meeting, and if the directors cannot attend the board meeting for certain reasons, he/she may appoint another director as his/her proxy each time with a power of attorney stating the scope of authority with reference to the subjects to be discussed at the meeting and powers granted; provided that a director may act as the proxy for only one another director.

- Article 16-2: In case the Chairman of the Board of Directors is on leave or absent or can not exercise his power and authority for any cause, a delegate shall be appointed in compliance with Article 208 of the Company Act.
- Article 17: The remuneration of directors may be determined by taking into account their participation in the Company's business and their contribution value, and the board meeting is authorized to resolve the amount of the remuneration.
- Article 18: The following relationships may not exist among more than half of a Company's directors:
1. A spousal relationship.
 2. A familial relationship within the second degree of kinship.
- Article 19: For the directors and the supervisors of the Company and its affiliated company, the Company may obtain liability insurance with respect to liabilities resulting from exercising their duties during their terms of directorship so as to reduce and spread the risk of material harm to the Company and shareholders arising from the execution of duties and power by directors and supervisors without law violation.

Chapter 5 Managerial Officials

- Article 20: The Company may have one managerial officer. Appointment, discharge and the remuneration of the managerial officers shall be in compliance with Article 29 of the Company Act.

Chapter 6 Accounting

- Article 21: The Board of Directors shall prepare the following statements at the end of each accounting year and submit them to the shareholders' meeting for approval:
1. Business report
 2. Financial statements
 3. Proposal for distribution of profit or appropriation of losses
- Article 22: When it is determined that the Company has profit for a fiscal year, the Company shall appropriate the profit-sharing compensation according to the following sequence:
1. At most 5% of the profit shall be allocated as directors' profit-sharing compensation.
 2. At least 2% of the profit shall be allocated as the profit-sharing compensation of employees.
- Of the employee remuneration amount referred to in the preceding paragraph, no less than 20% shall be set aside to distribute remuneration to grassroots employees.
- But, in the case that the Company still has retained losses, the Company should appropriate sufficient amount for making up the losses of previous year.
- The employees' profit-sharing compensation of the Company may be paid in cash or in the form of shares and the directors' profit-sharing compensation may be paid in cash. The appropriation shall be resolved by the Board of Directors and submitted to the shareholders' meeting.
- Qualification requirements of employees, including the employees of the parent and subordinate companies of the Company meeting certain specific requirements, entitled to be paid in cash or in the form of shares, shall be determined by the Board of Directors.
- Article 23: When it is determined that the Company has net income for a fiscal year, the earnings shall firstly be appropriated to make up the losses of previous years and the Company shall provide 10% of the remaining earnings as the legal reserve, unless such legal reserve has amounted to the paid-in capital, and then set aside or reserve special reserve in accordance with the laws and regulations. The remaining and accumulated undistributed earnings of previous years may then be distributed after the Board of Directors has made a proposal of shareholders' dividend distribution according to the dividend policy stated in Paragraph 3 of this Article and resolved it according to Paragraph 4 of this Article.
- When the Company allocates the special reserve in accordance with the laws and regulations, for the insufficiency of the "Prior accumulated net gain on fair value of investment property" and "Prior accumulated other deductions from equity", prior to the earnings distribution, the same amount of special reserve shall be allocated from the prior retained earnings. If it is still insufficient, the special reserve shall be allocated from the after-tax net income for the period and other items adjusted to the current period's undistributed earnings.
- The shareholder dividend of the Company is paid in cash or in the form of shares, and at least 10% of it shall be paid in cash. The policy of shareholder dividend distribution shall not only consider the factors such as current and future investment circumstances, financing requirements, domestic and overseas competitive situation, budget, and so on but also take the shareholders' interests, dividend balance, and the long-term business plan.
- When the company's earnings are distributed through the issuance of new shares, the distribution shall be made upon resolution of the shareholders' meeting. In accordance with the provisions of Paragraph 5

of Article 240 and Paragraph 2 of Article 241 of the "Company Act", the Company authorizes the board of directors to distribute all or part of the dividends, statutory surplus reserves and capital reserves in the form of cash with the attendance of more than two-thirds of the directors and the resolution of more than half of the directors present.

The cash dividend distributed by the Company is calculated according to the distribution proportion and rounded down to an integer. The decimal will be summed and attributed to the Company's employee welfare committee.

Article 24: If the Company plans to transfer the repurchased shares to employees at less than the average actual share repurchase price, the transfer shall only be executed according to the "Regulations Governing Share Repurchase by Exchange-Listed and OTC-Listed Companies" ter being resolved by the recent shareholders' meeting.

If the Company plans to issue employee stock warrants at the exercise price which is less than the closing price of the common share on the issue date, the issuance shall be executed according to the "Regulations Governing the Offering and Issuance of Securities by Securities Issuers" ter being resolved by the shareholders' meeting.

Article 24-1: Qualification requirements of employees, including the employees of the parent and subordinate companies of the Company meeting certain specific requirements, entitled to be bought back the treasury stock, issued share subscription warrant, new share subscription and restricted stock by the Company, shall be determined by the Board of Directors.

Chapter 7 Supplementary Provisions

Article 25: In regard to all matters not provided for in these Articles of Incorporation, the Company Act shall govern.

Article 26: These Articles of Incorporation are agreed to and signed on December 5, 1987.

The 1st amendment was made on July 5, 1990.

The 2nd amendment was made on April 6, 1992.

The 3rd amendment was made on December 7, 1994.

The 4th amendment was made on December 25, 1994.

The 5th amendment was made on December 1, 1995.

The 6th amendment was made on June 27, 1997.

The 7th amendment was made on April 20, 1998.

The 8th amendment was made on July 24, 1999.

The 9th amendment was made on May 15, 2000.

The 10th amendment was made on June 22, 2001.

The 11th amendment was made on June 21, 2002.

The 12nd amendment was made on June 21, 2002.

The 13rd amendment was made on June 19, 2003.

The 14th amendment was made on June 17, 2005.

The 15th amendment was made on June 6, 2006.

The 16th amendment was made on June 11, 2007.

The 17th amendment was made on June 13, 2008.

The 18th amendment was made on June 19, 2009.

The 19th amendment was made on June 18, 2010.

The 20th amendment was made on June 22, 2011.

The 21st amendment was made on June 27, 2012.

The 22nd amendment was made on June 26, 2013.

The 23rd amendment was made on June 11, 2015.

The 24th amendment was made on June 22, 2016.

The 25th amendment was made on June 21, 2017.

The 26th amendment was made on March 14, 2018.

The 27th amendment was made on June 26, 2019.

The 28th amendment was made on March 26, 2020.

The 29th amendment was made on August 13, 2021.

The 30th amendment was made on June 22, 2022.

The 31th amendment was made on June 19, 2024

The 32th amendment was made on June 25, 2025

SPIROX CORPORATION
Articles of Incorporation
Comparison Table for Pre- and Post-amendment

Post Amendment	Pre Amendment	Reason for Amendment
<p>Article 13 Unless otherwise provided for in the Company Act, a meeting of shareholders shall proceed only if attended by shareholders representing more than one-half of the total outstanding capital stock of the Company. Resolutions of a shareholders' meeting shall be made at the meeting with the concurrence of a majority of the votes held by the shareholders present at the meeting. <u>Shareholders of the Company may exercise their voting rights electronically, and relevant matters shall be handled in accordance with the provisions of laws and regulations.</u></p>	<p>Article 13 Unless otherwise provided for in the Company Act, a meeting of shareholders shall proceed only if attended by shareholders representing more than one-half of the total outstanding capital stock of the Company. Resolutions of a shareholders' meeting shall be made at the meeting with the concurrence of a majority of the votes held by the shareholders present at the meeting.</p>	<p>It has become current practice and complies with laws and regulations.</p>
<p>Article 22 When it is determined that the Company has profit for a fiscal year, the Company shall appropriate the profit-sharing compensation according to the following sequence: 1. At most 5% of the profit shall be allocated as directors' profit-sharing compensation. 2. At least 2% of the profit shall be allocated as the profit-sharing compensation of employees. <u>Of the employee remuneration amount referred to in the preceding paragraph, no less than 20% shall be set aside to distribute remuneration to grassroots employees.</u> But, in the case that the Company still has retained losses, the Company should appropriate sufficient amount for making up the losses of previous year. The employees' profit-sharing compensation of the Company may be paid in cash or in the form of shares and the directors' profit-sharing compensation may be paid in cash. The appropriation shall be resolved by the Board of Directors and submitted to the shareholders' meeting. Qualification requirements of employees, including the employees of the parent and subordinate companies of the Company meeting certain specific requirements, entitled to be paid in cash or in the form of shares, shall be determined by the Board of Directors.</p>	<p>Article 22 When it is determined that the Company has profit for a fiscal year, the Company shall appropriate the profit-sharing compensation according to the following sequence: 1. At most 5% of the profit shall be allocated as directors' profit-sharing compensation. 2. At least 2% of the profit shall be allocated as the profit-sharing compensation of employees. But, in the case that the Company still has retained losses, the Company should appropriate sufficient amount for making up the losses of previous year. The employees' profit-sharing compensation of the Company may be paid in cash or in the form of shares and the directors' profit-sharing compensation may be paid in cash. The appropriation shall be resolved by the Board of Directors and submitted to the shareholders' meeting. Qualification requirements of employees, including the employees of the parent and subordinate companies of the Company meeting certain specific requirements, entitled to be paid in cash or in the form of shares, shall be determined by the Board of Directors.</p>	<p>It has become current practice and complies with laws and regulations.</p>
<p>Article 26 ... The 31th amendment was made on June 19, 2024 <u>The 32th amendment was made on June 25, 2025</u></p>	<p>Article 26 ... The 31th amendment was made on June 19, 2024</p>	<p>Record the revision date.</p>

SPIROX CORPORATION

Rules of Procedure for Shareholders' Meetings

- Article 1 To establish a strong governance system and sound supervisory capabilities for the Company's shareholders' meetings, and to strengthen management capabilities, these Rules are adopted pursuant to Article 5 of the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies.
- Article 2 The rules of procedures for the Company's shareholders' meetings, except as otherwise provided by law, regulation, or the articles of incorporation, shall be as provided in these Rules.
- Article 3 Unless otherwise provided by law or regulation, the Company's shareholders' meetings shall be convened by the Board of Directors.
- The virtual shareholders' meeting, convened by the Company, unless otherwise provided in the Regulations Governing the Administration of Shareholder Services of Public Companies, shall be specified in the regulations, and resolved by the Board of Directors; besides, a resolution at the virtual shareholders' meeting shall be approved by a board meeting where two-thirds or more of directors attend with the consent of a majority of directors in attendance.
- Changes to how the Company convenes its shareholders' meeting shall be resolved by the Board of Directors, and shall be made no later than mailing of the shareholders' meeting notice.
- The Company shall prepare electronic versions of the shareholders' meeting notice and proxy forms, and the origins of any 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) before 30 days before the date of a regular shareholders' meeting or before 15 days before the date of a special shareholders' meeting. The Company shall prepare electronic versions of the shareholders' meeting agenda and supplemental meeting materials and upload them to the MOPS before 21 days before the date of the regular shareholders' meeting or before 15 days before the date of the special shareholders' meeting. If, however, the Company has the paid-in capital of NT\$10 billion or more as of the last day of the most current fiscal year, or total shareholding of foreign shareholders and PRC shareholders reaches 30% or more as recorded in the register of shareholders of the shareholders' meeting held in the immediately preceding year, transmission of these electronic files shall be made by 30 days before the regular shareholders' meeting. In addition, before 15 days before the date of the shareholders' meeting, the Company shall also have prepared the shareholders' meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at the Company and the professional shareholder services agent designated thereby.
- The Corporate shall make the meeting agenda and supplemental meeting materials in the preceding paragraph available to shareholders for review in the following manner on the date of the shareholders' meeting:
1. For physical shareholders' meetings, to be distributed on-site at the meeting.
 2. For hybrid shareholders' meetings, to be distributed on-site at the meeting and shared on the virtual meeting platform.
 3. For virtual-only shareholders' meetings, electronic files shall be shared on the virtual meeting platform.
- The reasons for convening a shareholders' meeting shall be specified in the meeting notice and public announcement. With the consent of the addressee, the meeting notice may be given in electronic form.
- Election or dismissal of directors or supervisors, amendments to the articles of incorporation, reduction of capital, application for the approval of ceasing its status as a public company, approval of competing with the company by directors, surplus profit distributed in the form of new shares, reserve distributed in the form of new shares, the dissolution, merger, or demerger of the Company, or any matter under Article 185, paragraph 1 of the Company Act, Articles 26-1 and 43-6 of the Securities Exchange Act, Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be set out and the essential contents explained in the notice of the reasons for convening the shareholders' meeting. None of the above matters may be raised by an extraordinary motion.
- Where re-election of all directors and supervisors as well as their inauguration date is stated in the notice of the reasons for convening the shareholders' meeting, after the completion of the re-election in said meeting such inauguration date may not be altered by any extraordinary motion or otherwise in the same meeting.
- A shareholder holding one percent or more of the total number of issued shares may submit to the Company a proposal for discussion at a regular shareholders' meeting. The number of items so proposed is limited to one only, and no proposal containing more than one item will be included in the meeting agenda. When the circumstances of any subparagraph of Article 172-1, paragraph 4 of the Company Act apply to a proposal put forward by a shareholder, the Board of Directors may exclude it from the agenda. A shareholder may propose a recommendation for urging the Company to promote public interests or fulfill its social responsibilities, provided procedurally the number of items so proposed is limited only to one in accordance with Article 172-1 of the Company Act, and no proposal containing more than one item will be included in the meeting agenda.
- Prior to the book closure date before a regular shareholders' meeting is held, the Company shall publicly announce its acceptance of shareholder proposals in writing or electronically, and the location and time period for their submission; the period for submission of shareholder proposals may not be less than 10 days. Shareholder-submitted proposals are limited to 300 words, and no proposal containing more than 300 words

will be included in the meeting agenda. The shareholder making the proposal shall be present in person or by proxy at the regular shareholders' meeting and take part in discussion of the proposal.

Prior to the date for issuance of notice of a shareholders' meeting, the Company shall inform the shareholders who submitted proposals of the proposal screening results, and shall list in the meeting notice the proposals that conform to the provisions of this article. At the shareholder's meeting the Board of Directors shall explain the reasons for exclusion of any shareholder proposals not included in the agenda.

Article 4 For each shareholders' meeting, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by the Company and stating the scope of the proxy's authorization.

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

After a proxy form has been delivered to the Company, if the shareholder intends to attend the meeting in person or to exercise voting rights by correspondence or electronically, a written notice of proxy cancellation shall be submitted to the Company before two business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

If, after a proxy form is delivered to the Company, a shareholder wishes to attend the shareholder's meeting online, a written notice of proxy cancellation shall be submitted to the Company two business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

Article 5 The venue for a shareholders' meeting shall be the premises of the Company, or a place easily accessible to shareholders and suitable for a shareholders' meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m. Full consideration shall be given to the opinions of the independent directors with respect to the place and time of the meeting.

The restrictions on the place of the meeting shall not apply when the Company convenes a virtual-only shareholders' meeting.

Article 6 The Company shall specify in its shareholders' meeting notices the time during which attendance registrations for shareholders, solicitors and proxies (collectively "shareholders") will be accepted, the place to register for attendance, and other matters for attention.

The time during which shareholder attendance registrations will be accepted, as stated in the preceding paragraph, shall be at least 30 minutes prior to the time the meeting commences. The place at which attendance registrations are accepted shall be clearly marked and a sufficient number of suitable personnel assigned to handle the registrations. For virtual shareholders' meetings, shareholders may begin to register on the virtual meeting platform 30 minutes before the meeting starts. Shareholders completing registration will be deemed as attend the shareholder's meeting in person.

Shareholders shall attend shareholders' meetings based on attendance cards, sign-in cards, or other certificates of attendance. The Company may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification.

The Company shall furnish the attending shareholders with an attendance book to sign, or attending shareholders may hand in a sign-in card in lieu of signing in.

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

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

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

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

Article 6-1 To convene a virtual shareholders' meeting, the Company shall include the follow particulars in the shareholders' meeting notice:

1. How shareholders attend the virtual meeting and exercise their rights.
2. Actions to be taken if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events, at least covering the following particulars:
 - A. To what time the meeting is postponed or from what time the meeting will resume if the above obstruction continues and cannot be removed, and the date to which the meeting is postponed or on which the meeting will resume.
 - B. Shareholders not having registered to attend the affected virtual shareholders' meeting shall not

attend the postponed or resumed session.

- C. In case of a hybrid shareholders' meeting, when the virtual meeting cannot be continued, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders' meeting online, meets the minimum legal requirement for a shareholder meeting, then the shareholders' meeting shall continue. The shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, and the shareholders attending the virtual meeting online shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders' meeting.
 - D. Actions to be taken if the outcome of all proposals has been announced and extraordinary motion has not been carried out.
3. To convene a virtual-only shareholders' meeting, appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders' meeting online shall be specified. Except the circumstance set forth in Paragraph 6 of Article 44-9 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall at least provide shareholders with online equipment and necessary assistance, and specify the duration for shareholders' application with the Company and other related matters for notice.

Article 7

If a shareholders' meeting is convened by the Board of Directors, the meeting shall be chaired by the chairman of the Board. When the chairman of the Board is on leave or for any reason unable to exercise the powers of the chairman, the vice chairman shall act in place of the chairman; if there is no vice chairman or the vice chairman also is on leave or for any reason unable to exercise the powers of the vice chairman, the chairman shall appoint one of the directors to act as chair. Where the chairman does not make such a designation, the directors shall select from among themselves one person to serve as chair. When a director serves as chair, as referred to in the preceding paragraph, the director shall be one who has held that position for six months or more and who understands the financial and business conditions of the Company. The same shall be true for a representative of a juristic person director that serves as chair. It is advisable that shareholders' meetings convened by the Board of Directors be chaired by the chairman of the Board in person and attended by a majority of the directors, at least one supervisor in person, and at least one member of each functional committee on behalf of the committee. The attendance shall be recorded in the meeting minutes.

If a shareholders' meeting is convened by a party with power to convene but other than the Board of Directors, the convening party shall chair the meeting. When there are two or more such convening parties, they shall mutually select a chair from among themselves.

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

Article 8

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

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

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

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

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

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 book and sign-in cards handed in, and the shares checked in on the virtual meeting platform, plus the number of shares whose voting rights are exercised by correspondence or electronically.

The chair shall call the meeting to order at the appointed meeting time and disclose information concerning the number of nonvoting shares and number of shares represented by shareholders attending the meeting.

However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined total of no more than one hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one-third of the total number of issued shares, the chair shall declare the meeting adjourned. In the event of a virtual shareholders' meeting, 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 Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders' meeting shall be convened within one month. In the event of a virtual shareholders' meeting, shareholders intending to attend the meeting online shall re-register to the Company in accordance with Article 6.

When, prior to conclusion of the meeting, the attending shareholders represent a majority of the total number of issued shares, the chair may resubmit the tentative resolution for a vote by the shareholders' meeting pursuant to Article 174 of the Company Act.

Article 10 If a shareholders' meeting is convened by the Board of Directors, the meeting agenda shall be set by the Board of Directors. Votes shall be cast on each separate proposal in the agenda (including extraordinary motions and amendments to the original proposals set out in the agenda). The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders' meeting.

The provisions of the preceding paragraph apply mutatis mutandis to a shareholders' meeting convened by a party with the power to convene that is not the Board of Directors.

The chair may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs (including extraordinary motions), except by a resolution of the shareholders' meeting. If the chair declares the meeting adjourned in violation of the rules of procedure, the other members of the Board of Directors shall promptly assist the attending shareholders in electing a new chair in accordance with statutory procedures, by agreement of a majority of the votes represented by the attending shareholders, and then continue the meeting.

The chair shall allow ample opportunity during the meeting for explanation and discussion of proposals and of amendments or extraordinary motions put forward by the shareholders; when the chair is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the chair may announce the discussion closed, call for a vote, and schedule sufficient time for voting.

Article 11 Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, his/her shareholder account number (or attendance card number), and account name. The order in which shareholders speak will be set by the chair.

A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail.

Except with the consent of the chair, a shareholder may not speak more than twice on the same proposal, and a single speech may not exceed 5 minutes. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chair may terminate the speech.

When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chair and the shareholder that has the floor; the chair shall stop any violation.

When a juristic person shareholder appoints two or more representatives to attend a shareholders' meeting, only one of the representatives so appointed may speak on the same proposal.

After an attending shareholder has spoken, the chair may respond in person or direct relevant personnel to respond.

Where a virtual shareholders' meeting is convened, shareholders attending the virtual meeting online may raise questions in writing at the virtual meeting platform from the chair declaring the meeting open until the chair 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 Voting at a shareholders' meeting shall be calculated based the number of shares.

With respect to resolutions of shareholders' meetings, the number of shares held by a shareholder with no voting rights shall not be calculated as part of the total number of issued shares.

When a shareholder is an interested party in relation to an agenda item, and there is the likelihood that such a relationship would prejudice the interests of the Company, that shareholder may not vote on that item, and may not exercise voting rights as proxy for any other shareholder.

The number of shares for which voting rights may not be exercised under the preceding paragraph shall not be calculated as part of the voting rights represented by attending shareholders.

With the exception of a trust enterprise or a shareholder services agent approved by the competent securities authority, when one person is concurrently appointed as proxy by two or more shareholders, the voting rights represented by that proxy may not exceed three percent of the voting rights represented by the total number of issued shares. If that percentage is exceeded, the voting rights in excess of that percentage shall not be included in the calculation.

Article 13

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

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

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

Except as otherwise provided in the Company Act and in the Company's articles of incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, for each proposal, the chair or a person designated by the chair shall first announce the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be entered into the MOPS.

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

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

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

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

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

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

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

Article 14

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

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

Article 15

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

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

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

Where a virtual shareholders' meeting is convened, in addition to the particulars to be included in the meeting minutes as described in the preceding paragraph, the start time and end time of the shareholders' meeting, how the meeting is convened, the chair's and secretary's name, and actions to be taken in the event of disruption to the virtual meeting platform or participation in the meeting online due to natural disasters, accidents or other force majeure events, and how issues are dealt with shall also be included in the minutes.

When convening a virtual-only shareholder meeting, other than compliance with the requirements in the preceding paragraph, the Company shall specify in the meeting minutes alternative measures available to shareholders with difficulties in attending a virtual-only shareholders' meeting online

Article 16

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 a virtual shareholders' meeting, the Company shall upload the above meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

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

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

Article 17

Staff handling administrative affairs of a shareholders' meeting shall wear identification cards or arm bands. The chair may direct the proctors or security personnel to help maintain order at the meeting place. When proctors or security personnel help maintain order at the meeting place, they shall wear an identification card or armband bearing the word "Proctor."

At the place of a shareholders' meeting, if a shareholder attempts to speak through any device other than the public address equipment set up by the Company, the chair may prevent the shareholder from so doing.

When a shareholder violates the rules of procedure and defies the chair's correction, obstructing the proceedings and refusing to heed calls to stop, the chair may direct the proctors or security personnel to escort the shareholder from the meeting.

Article 18

When a meeting is in progress, the chair may announce a break based on time considerations. If a force majeure event occurs, the chair may rule the meeting temporarily suspended and announce a time when, in view of the circumstances, the meeting will be resumed.

If the meeting venue is no longer available for continued use and not all of the items (including extraordinary motions) on the meeting agenda have been addressed, the shareholders' meeting may adopt a resolution to resume the meeting at another venue.

A resolution may be adopted at a shareholders' meeting to defer or resume the meeting within five days in accordance with Article 182 of the Company Act.

Article 19

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 chair has announced the meeting adjourned.

Article 20

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

- Article 21 In the event of a virtual shareholders' meeting, the Company may offer a simple connection test to shareholders prior to the meeting, and provide relevant real-time services before and during the meeting to help resolve communication technical issues.
- In the event of a virtual shareholders' meeting, when declaring the meeting open, the chair shall also declare, unless under a circumstance where a meeting is not required to be postponed to or resumed at another time under Article 44-20, paragraph 4 of the Regulations Governing the Administration of Shareholder Services of Public Companies, if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events before the chair has announced the meeting adjourned, and the obstruction continues for more than 30 minutes, the meeting shall be postponed to or resumed on another date within five days, in which case Article 182 of the Company Act shall not apply.
- For a meeting to be postponed or resumed as described in the preceding paragraph, shareholders who have not registered to participate in the affected shareholders' meeting online shall not attend the postponed or resumed session.
- For a meeting to be postponed or resumed under the second paragraph, the number of shares represented by, and voting rights and election rights exercised by the shareholders who have registered to participate in the affected shareholders' meeting and have successfully signed in the meeting, but do not attend the postpone or resumed session, at the affected shareholders' meeting, shall be counted towards the total number of shares, number of voting rights and number of election rights represented at the postponed or resumed session.
- During a postponed or resumed session of a shareholders' meeting held under the second paragraph, no further discussion or resolution is required for proposals for which votes have been cast and counted and results have been announced, or list of elected directors and supervisors.
- When the Company convenes a hybrid shareholders' meeting, and the virtual meeting cannot continue as described in second paragraph, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders' meeting online, still meets the minimum legal requirement for a shareholder meeting, then the shareholders' meeting shall continue, and not postponement or resumption thereof under the second paragraph is required.
- Under the circumstances where a meeting should continue as in the preceding paragraph, the shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, provided these shareholders shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders' meeting.
- When postponing or resuming a meeting according to the second paragraph, the Company shall handle the preparatory work based on the date of the original shareholders' meeting in accordance with the requirements listed under Article 44-20, paragraph 7 of the Regulations Governing the Administration of Shareholder Services of Public Companies.
- For dates or period set forth under Article 12, second half, and Article 13, paragraph 3 of Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, and Article 44-5, paragraph 2, Article 44-15, and Article 44-17, paragraph 1 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall handle the matter based on the date of the shareholders' meeting that is postponed or resumed under the second paragraph.
- Article 22 When convening a virtual-only shareholders' meeting, the Company shall provide appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders' meeting online. Except the circumstance set forth in Paragraph 6 of Article 44-9 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall at least provide shareholders with online equipment and necessary assistance, and specify the duration for shareholders' application with the Company and other related matters for notice.
- Article 23 These Rules shall take effect after having been submitted to and approved by a shareholders' meeting. Subsequent amendments thereto shall be effected in the same manner.
- Article 24 The procedure "Rules and Procedures of Shareholders' Meeting" which was amended on June 27, 2012 was repealed.
- This procedure was established on June 26, 2013.
- This procedure was amended on June 11, 2015.
- This procedure was amended on June 23, 2020.
- This procedure was amended on June 24, 2021.
- This procedure was amended on June 22, 2022.
- This procedure was amended on June 21, 2023.

SPIROX CORPORATION

Articles of Incorporation (Pre-amendment)

Chapter 1 General Provisions

- Article 1: The Company shall be incorporated under the Company Act of the Republic of China, and its Chinese name shall be 蔚華科技股份有限公司, and Spirox Corporation in English.
- Article 2: The scope of business of the Company shall be as follows:
1. CC01080 Electronic Parts and Components Manufacturing
 2. E605010 Computer Equipment Installation
 3. F119010 Wholesale of Electronic Materials
 4. F219010 Retail Sale of Electronic Materials
 5. CB01010 Mechanical Equipment Manufacturing
 6. F401010 International Trade
 7. I301010 Software Design Services
 8. CC01101 Restrained Telecom Radio Frequency Equipment and Materials Manufacturing
 9. F401021 Restrained Telecom Radio Frequency Equipment and Materials Import
 10. I501010 Product Designing
 11. CC01110 Computers and Computing Peripheral Equipment Manufacturing
 12. CC01120 Data Storage Media Manufacturing and Duplicating
 13. IG03010 Energy Technical Services
 14. CC01090 Batteries Manufacturing
 15. E604010 Machinery Installation Construction
 16. ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.
- Article 3: The total amount of the investments of the Company is not subject to the limit of 40% of its paid-in capital.
- Article 4: The Company can endorse for its affiliated enterprise due to the business needs.
- Article 5: The Company shall have its head office in Hsinchu City, the Republic of China, and may, pursuant to a resolution adopted at the meeting of the Board of Directors, set up branch offices within or outside the territory of the Republic of China when deemed necessary.
- Article 6: Public announcements of the Company shall be made according to Article 28 of the Company Act.

Chapter 2 Capital Stock

- Article 7: The total capital stock of the Company shall be in the amount of 3 billion New Taiwan Dollars, divided into 300 million shares, at 10 New Taiwan Dollars each, to be fully issued. The shares may be issued in installments, and the shares which have not been issued would be authorized by the Board of Directors to issue in installments.
Among the aforementioned registered capital amount, 30 million New Taiwan Dollars is divided into 30,000,000 shares, is reserved for issuance of employee stock options.
- Article 8: Share certificates of the Company shall be in registered form, signed or sealed by the director representing the Company, and issued after the authentication of the bank which is competent to certify in accordance with laws. The issued shares may be exempted from printing any share certificate, provided that such issuance shall be duly registered or kept with the securities depository and clearing agent.
- Article 9: Registration for transfer of shares shall be suspended for a period of sixty days before the convening date of a regular shareholders' meeting, thirty days before the convening date of a special shareholders' meeting, or within five days before the date on which dividends, bonus, or other benefits are scheduled to be paid by the Company. The other share affairs of the Company may be handled in accordance with the regulations promulgated by the competent authority.

Chapter 3 Shareholders' Meeting

- Article 10: Shareholders' meetings of the Company are of two kinds: (1) regular meeting and (2) special meeting. Regular meetings shall be convened at least once a year by the Board of Directors according to the law within six months after close of each fiscal year. Special meetings shall be convened whenever necessary according to the laws and regulations. The shareholders' meeting can be held by means of a visual communication network or other methods promulgated by the central competent authority. For the shareholders' meeting held by a visual communication network, the Company shall be subject to prescriptions provided for by the competent authority in charge of securities affairs, including the

prerequisites, procedures, and other compliance matters.

- Article 11: When a shareholder for any reason cannot attend the shareholders' meeting in person, he/she/it may attend the meeting by proxy by executing a power of attorney printed by the Company stating therein the scope of power authorized to the proxy. The proxy for attending the shareholders' meeting shall be handled in accordance with the Company Act and the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies promulgated by the competent authority.
- Article 12: Each shareholder is entitled to one vote for each share held.
- Article 13: Unless otherwise provided for in the Company Act, a meeting of shareholders shall proceed only if attended by shareholders representing more than one-half of the total outstanding capital stock of the Company. Resolutions of a shareholders' meeting shall be made at the meeting with the concurrence of a majority of the votes held by the shareholders present at the meeting.
- Article 13-1: Resolutions adopted at a shareholders' meeting shall be recorded in the minutes of the meeting, which shall be affixed with the signature or seal of the chairman of the meeting and shall be made and distributed to all shareholders of the Company within twenty days after the close of the meeting. The aforementioned distribution of the minutes of shareholders' meeting may be effected by means of a public notice.

Chapter 4 Directors

- Article 14: The Company shall have 5 to 11 Directors to be elected at the shareholders' meeting from among the individuals of legal capacity, with the term of three years. All Directors and Supervisor(s) shall be eligible for re-election. The Company is a public company whose percentage of shareholdings of all the directors selected is subject to the provisions separately prescribed by the competent authority in charge of securities affairs, such provisions shall prevail.
- The Company may have independent directors within the aforementioned number of directors and the number of independent directors shall be no less than one-fifth of the total number of directors and shall not be less than three. The election of directors and independent directors adopts the candidate nomination system and is held together. The electees seats of directors and independent directors are calculated separately. The shareholders shall elect the directors and independent directors from the list of the candidates. The professional qualifications, shareholdings, restrictions on concurrent position, nomination, election method and other compliance matters shall be handled in accordance with relevant regulations of the securities authorities.
- The Company's directors election adopts cumulative voting system. The number of votes exercisable in respect of one share shall be the same as the number of directors to be elected, and the total number of votes per share may be consolidated for election of one candidate or may be split for election of two or more candidates. A candidate to whom the ballots cast represent a prevailing number of votes shall be deemed a director elect.
- The Company establishes the audit committee to replaces the supervisors. The audit committee shall be composed of the entire number of independent directors. It shall not be fewer 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. The audit committee or its members are responsible to execute the duties and power of supervisors which are regulated in the Company Act, Securities and Exchange Act, and other Acts.
- Article 15: The Directors shall constitute the Board of Directors and shall elect one Chairman of the Board from among themselves by a majority at a meeting attended by at least two-thirds of the Directors and one Vice Chairman may be elected among directors in view of business need. The Chairman shall externally represent the Company.
- Article 16: In addition to the first meeting of each term of the Board of Directors which shall be convened by the director who received a ballot representing the largest number of votes at the election of directors, the meetings of the Board of Directors shall be convened by the chairman of the Board of Directors. The meeting date, location, and agenda notice shall be notified by the convener via written letters, fax, or email to every director at least 7 days before the meeting. The meeting of the Board of Directors shall be held at least once quarterly. In emergency circumstances, however, a meeting may be called on shorter notice. In case a meeting of the Board of Directors is proceeded via visual communication network, then the directors taking part in such a visual communication meeting shall be deemed to have attended the meeting in person.
- Article 16-1: The directors shall personally attend the board meeting, and if the directors cannot attend the board meeting for certain reasons, he/she may appoint another director as his/her proxy each time with a power of attorney stating the scope of authority with reference to the subjects to be discussed at the meeting and powers granted; provided that a director may act as the proxy for only one another director.
- Article 16-2: In case the Chairman of the Board of Directors is on leave or absent or can not exercise his power and authority for any cause, a delegate shall be appointed in compliance with Article 208 of the Company

Act.

Article 17: The remuneration of directors may be determined by taking into account their participation in the Company's business and their contribution value, and the board meeting is authorized to resolve the amount of the remuneration.

Article 18: The following relationships may not exist among more than half of a Company's directors:

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

Article 19: For the directors and the supervisors of the Company and its affiliated company, the Company may obtain liability insurance with respect to liabilities resulting from exercising their duties during their terms of directorship so as to reduce and spread the risk of material harm to the Company and shareholders arising from the execution of duties and power by directors and supervisors without law violation.

Chapter 5 Managerial Officials

Article 20: The Company may have one managerial officer. Appointment, discharge and the remuneration of the managerial officers shall be in compliance with Article 29 of the Company Act.

Chapter 6 Accounting

Article 21: The Board of Directors shall prepare the following statements at the end of each accounting year and submit them to the shareholders' meeting for approval:

1. Business report
2. Financial statements
3. Proposal for distribution of profit or appropriation of losses

Article 22: When it is determined that the Company has profit for a fiscal year, the Company shall appropriate the profit-sharing compensation according to the following sequence:

1. At most 5% of the profit shall be allocated as directors' profit-sharing compensation.
2. At least 2% of the profit shall be allocated as the profit-sharing compensation of employees.

But, in the case that the Company still has retained losses, the Company should appropriate sufficient amount for making up the losses of previous year.

The employees' profit-sharing compensation of the Company may be paid in cash or in the form of shares and the directors' profit-sharing compensation may be paid in cash. The appropriation shall be resolved by the Board of Directors and submitted to the shareholders' meeting.

Qualification requirements of employees, including the employees of the parent and subordinate companies of the Company meeting certain specific requirements, entitled to be paid in cash or in the form of shares, shall be determined by the Board of Directors.

Article 23: When it is determined that the Company has net income for a fiscal year, the earnings shall firstly be appropriated to make up the losses of previous years and the Company shall provide 10% of the remaining earnings as the legal reserve, unless such legal reserve has amounted to the paid-in capital, and then set aside or reserve special reserve in accordance with the laws and regulations. The remaining and accumulated undistributed earnings of previous years may then be distributed after the Board of Directors has made a proposal of shareholders' dividend distribution according to the dividend policy stated in Paragraph 3 of this Article and resolved it according to Paragraph 4 of this Article.

When the Company allocates the special reserve in accordance with the laws and regulations, for the insufficiency of the "Prior accumulated net gain on fair value of investment property" and "Prior accumulated other deductions from equity", prior to the earnings distribution, the same amount of special reserve shall be allocated from the prior retained earnings. If it is still insufficient, the special reserve shall be allocated from the after-tax net income for the period and other items adjusted to the current period's undistributed earnings.

The shareholder dividend of the Company is paid in cash or in the form of shares, and at least 10% of it shall be paid in cash. The policy of shareholder dividend distribution shall not only consider the factors such as current and future investment circumstances, financing requirements, domestic and overseas competitive situation, budget, and so on but also take the shareholders' interests, dividend balance, and the long-term business plan.

When the company's earnings are distributed through the issuance of new shares, the distribution shall be made upon resolution of the shareholders' meeting. In accordance with the provisions of Paragraph 5 of Article 240 and Paragraph 2 of Article 241 of the "Company Act", the Company authorizes the board of directors to distribute all or part of the dividends, statutory surplus reserves and capital reserves in the form of cash with the attendance of more than two-thirds of the directors and the resolution of more than half of the directors present.

The cash dividend distributed by the Company is calculated according to the distribution proportion and rounded down to an integer. The decimal will be summed and attributed to the Company's employee welfare committee.

- Article 24: If the Company plans to transfer the repurchased shares to employees at less than the average actual share repurchase price, the transfer shall only be executed according to the "Regulations Governing Share Repurchase by Exchange-Listed and OTC-Listed Companies" ter being resolved by the recent shareholders' meeting.
- If the Company plans to issue employee stock warrants at the exercise price which is less than the closing price of the common share on the issue date, the issuance shall be executed according to the "Regulations Governing the Offering and Issuance of Securities by Securities Issuers" ter being resolved by the shareholders' meeting.
- Article 24-1: Qualification requirements of employees, including the employees of the parent and subordinate companies of the Company meeting certain specific requirements, entitled to be bought back the treasury stock, issued share subscription warrant, new share subscription and restricted stock by the Company, shall be determined by the Board of Directors.

Chapter 7 Supplementary Provisions

- Article 25: In regard to all matters not provided for in these Articles of Incorporation, the Company Act shall govern.
- Article 26: These Articles of Incorporation are agreed to and signed on December 5, 1987.
- The 1st amendment was made on July 5, 1990.
- The 2nd amendment was made on April 6, 1992.
- The 3rd amendment was made on December 7, 1994.
- The 4th amendment was made on December 25, 1994.
- The 5th amendment was made on December 1, 1995.
- The 6th amendment was made on June 27, 1997.
- The 7th amendment was made on April 20, 1998.
- The 8th amendment was made on July 24, 1999.
- The 9th amendment was made on May 15, 2000.
- The 10th amendment was made on June 22, 2001.
- The 11th amendment was made on June 21, 2002.
- The 12nd amendment was made on June 21, 2002.
- The 13rd amendment was made on June 19, 2003.
- The 14th amendment was made on June 17, 2005.
- The 15th amendment was made on June 6, 2006.
- The 16th amendment was made on June 11, 2007.
- The 17th amendment was made on June 13, 2008.
- The 18th amendment was made on June 19, 2009.
- The 19th amendment was made on June 18, 2010.
- The 20th amendment was made on June 22, 2011.
- The 21st amendment was made on June 27, 2012.
- The 22nd amendment was made on June 26, 2013.
- The 23rd amendment was made on June 11, 2015.
- The 24th amendment was made on June 22, 2016.
- The 25th amendment was made on June 21, 2017.
- The 26th amendment was made on March 14, 2018.
- The 27th amendment was made on June 26, 2019.
- The 28th amendment was made on March 26, 2020.
- The 29th amendment was made on August 13, 2021.
- The 30th amendment was made on June 22, 2022.
- The 31th amendment was made on June 19, 2024.

SPIROX CORPORATION
Shareholdings of All Directors

Record Date: April 27, 2025

1. As the Company has established the audit committee, the minimum shareholding requirements for supervisors do not apply. The minimum shareholding requirements for directors are as below:

Total common shares issued	114,974,918 Shares
The minimum shareholding requirements for all directors	6,898,495 Shares

2. As of April 27, 2025 of record date, the shareholding of each director is as below:

Title	Name	Current Shareholding (Shares)	Shareholding Percentage (%)
Chairman	Peter Chin	12,479,000	10.86%
Director	Jack Chen	3,040,193	2.65%
Director	Jun Yle Investment Co., Ltd.	11,701,000	10.18%
Director	Hsi Wei Investment Co., Ltd.	8,330,000	7.25%
Independent Director	Chia-Jung Wu	0	0.00%
Independent Director	Yi-Ying Wu	0	0.00%
Independent Director	Shu-Tzu Chen	0	0.00%
Total (the shares held by independent directors are not included)		33,550,193	30.94%