



Stock Code:3531

Shian Yih Electronic Industry Co., Ltd.

2025 Shareholders' Meeting

Agenda Handbook

Time: May 26, 2025 (physical meeting)

**Location: No. 22, Gongyequ 24th Rd., Nantun Dist.,
Taichung City**

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Shian Yih Electronic Industry Co., Ltd.

Procedure of 2025 Shareholders' Meeting

I. Call Meeting to Order

II. Chairman's Address

III. Report Items

IV. Matters for Acknowledgement

V. Matters for Discussion

VI. Election Matters

VII. Other Items

VIII. Questions and Motions

IX. Meeting Adjourned

Shian Yih Electronic Industry Co., Ltd.
Agenda of 2025 Shareholders' Meeting

- I. Method: Physical Meeting**
- II. Time: 9 A.M., Monday, May 26, 2025**
- III. Location: No. 22, Gongyequ 24th Rd., Nantun Dist., Taichung City**
- IV. Call Meeting to Order**
- V. Chairman's Address**
- VI. Subject of the Meeting:**
 - (I) Report item:
 - 1. 2024 Business Report of the Company
 - 2. 2024 Audit Committee's review report
 - 3. 2024 Employee Compensation and Remuneration of Directors distribution
 - 4. 2024 Earnings Distribution in Cash Dividends
 - (II) Matter for acknowledgement:
 - 1. 2024 Business Report and Financial Statements.
 - 2. 2024 Earnings Distribution
 - (III) Matters for Discussion
 - 1. Discussion of amendments to the corporate charter °
 - (IV) Election matters
 - 1. Election of the 17th directors (including independent directors)
 - (V) Other Items
 - 1. Approve the lifting of non-competition for new directors.
 - (VI) Questions and Motions
 - (VII) Meeting Adjourned

(I) Report Items

Proposal 1

Subject: 2024 Business Report of the Company

Description: Please refer to pages 11-15 of the Handbook for the 2024 Business Report.

Proposal 2

Subject: 2024 Audit Committee's review report

Description: Please refer to page 16 of the Handbook for the 2024 Audit Committee's review report.

Proposal 3

Subject: 2024 Employee Compensation and Remuneration of Directors distribution

Description: The Company plans to distribute NT\$5,902,315 as employee compensation and NT\$1,967,439 as remuneration of directors in cash in 2024 in accordance with the Articles of Incorporation.

Proposal 4

Subject: 2024 earnings distribution in cash dividend

Description:

1. Pursuant to Article 25-1 of the Articles of Incorporation of the Company, the Company authorizes the Board of Directors to distribute dividends or bonus in whole or in part in cash and to report to the shareholders' meeting.
2. The Company plans to distribute cash dividends of NT\$48,940,009 to shareholders, with NT\$0.8 per share. The cash dividend is rounded to the dollar. The sum of the fractional amount is transferred to the Employee Benefits

Committee.

3. This proposal has been approved by the Board of Directors. The Chairman is authorized to determine the record date and other matters related to the distribution. Where the total number of outstanding shares and distribution ratio are changed resulting from the repurchase of shares or approval by the competent authority or de facto demand, the Chairman is authorized to dispose such matter with full authorization.

(II) Matters for Acknowledgement

Proposal 1 (by the Board of Directors)

Subject: Acknowledgement of 2024 Business Report and Financial Statements.

Description:

1. The 2024 financial statements of the Company have been audited by CPA Chen, Yen-Hui and CPA Wu, Chun-Yuan from KPMG Taiwan, and the unqualified audit report and the business report have been submitted to the Audit Committee of the Company, who completed the review and confirmed the consistency.
2. Please refer to pages 11-32 of the Handbook for the 2024 Business Report, Audit Report, and the aforementioned financial statements.

Resolution:

Proposal 2 (by the Board of Directors)

Subject: Acknowledgement of 2024 earnings distribution.

Description:

1. Please refer to page 33 of this Handbook for the 2024 earnings distribution of the Company.
2. Pursuant to Article 25-1 of the Articles of Incorporation of the Company, the Board of Directors is authorized to resolve the distribution of cash dividend and report to the shareholders' meeting.
3. Please acknowledge the proposals.

Resolution:

(III) Matters for Discussion

Proposal 1 (by the Board of Directors)

Subject: Discussion of amendments to the corporate charter.

Description:

1. The Company intends to partially amend its Articles of Incorporation in accordance with additions and revisions to laws and regulations.
2. Please refer to pages 34 of this Handbook for the Comparison Table of the Amended Articles.

Resolution:

(IV) Election Matters

Proposal 1 (by the Board of Directors)

Subject: Election of the 17th directors (including independent directors)

Description:

1. The term of office of current Directors of the Company will expire on June 15, 2025. The full re-election shall be held at the annual shareholders' meeting of the year according to the requirements. In accordance with Article 14 of the Articles of Incorporation, there shall be zero to five Directors with a term of office of three years, and they may be re-elected and re-appointed; therefore, the election shall elect nine persons (including three Independent Directors).
2. For the fully re-elected 17th session of Directors, the term of office is three years from May 26, 2025 to May 25, 2028. The new Directors took office upon the completion of the election and after the shareholders' meeting, and the current Directors are concurrently dismissed.
3. The candidate nomination system is adopted for the Directors of the Company, and they are elected from the list of candidates. The list of Director candidates was approved by the review of the Board on February 25, 2025; relevant data are set out as follows:

Type	Name	Education	Experience	Other positions in the Company and other companies
Director	Wang, Wei-Sih	EMBA, National Chung Hsing University	Vice Chairman of Shian Yih Electronic Industry Co., Ltd.	Chairman of Shian Yih Electronic Industry Co., Ltd. and Sheng Yih Investment Co., Ltd.
Director	Cheng Yu Investment Co., Ltd. Representative: Teng, Chia-Wen	Master's degree, Institute of Computer Science and Engineering, National Chiao Tung University	Chairman of Shian Yih Electronic Industry Co., Ltd.	Vice Chairman of Shian Yih Electronic Industry Co., Ltd., Chairman of Chian Yih Optotech Co., Ltd., and Director of Success

Type	Name	Education	Experience	Other positions in the Company and other companies
		MBA, National Taiwan University		Electronic Co., Ltd.
Director	Corporate power investments limited Representative: Wang, Hui-Min	University of Hertfordshire Bachelor of Arts, Business Administration	President of Shian Yih Electronic Industry Co., Ltd.	Director and Vice President of Shian Yih Electronic Industry Co., Ltd., and Supervisor of Huei Kai Investment Co., Ltd.
Director	Yao, Pai-Chou	Department of Electronics, Zen Del High School	Vice President of Shian Yih Electronic Industry Co., Ltd.	Director and President of Shian Yih Electronic Industry Co., Ltd.
Director	Chang, Yu-Chang	EMBA, Tunghai University	Manager, Department of Quality Assurance of Shian Yih Electronic Industry Co., Ltd.	Director of Shian Yih Electronic Industry Co., Ltd., Manager of Manufacturing Department of Shian Yih Electronic Industry Co., Ltd., and Director of Chian Yih Optotech Co., Ltd.
Director	Wang, Jih-Chun	Bachelor's degree, Department of Economics, Tunghai	Director of Taichung Office of Crowe Taiwan	Director of Shian Yih Electronic Industry Co., Ltd. and Independent Director of Full Wang International Development Co., Ltd. And
Independent Director	Chang, Chia-Hsing	Department of Public Finance, National Chengchi University EMBA, National Chiao Tung University	Executive Director/Chief Financial Officer /Spokesperson of Global Material Science Taiwan Co. Ltd. Supervisor, ACULA Technology Corp. Instructor of Industrial Technology Graduate Program, Feng Chia University Instructor of Corporate Leader Program, Asia University, Taiwan	Chairman of Tong Hsin Chi Yuan Management Consulting Co., Ltd., Chairman of Dingcheng Investment Co., Ltd., Independent Director of Niching Industrial Co., Ltd., Independent Director of Axman Enterprise Co., Ltd., and Independent Director of Shian Yih Electronic Industry Co., Ltd.
Independent Director	Lin, Yu-Sheng	Master of Business, St. Louis University LL.M., National Chengchi University Master of Business, National Taiwan University	Vice President of Taishin Leasing and Financing Co., Ltd. Chairman of Taishin Investment Development Co., Ltd.	Supervisor of He Sheng Energy Co., Ltd., Director of IHH Biomedical Venture Fund I Co., Ltd., Director of Tetanti Agribiotech Inc. Director of Xin Yao Biotech Investment Co., Ltd, Director of Jing Ying Investment Co., Ltd., Director of Guoyu Internationality Performing

Type	Name	Education	Experience	Other positions in the Company and other companies
				arts Co., Ltd. President of Taishin Venture Capital Investment Co., Ltd. and Independent Director of Shian Yih Electronic Industry Co., Ltd.
Independent Director	Huang, Lan-Ying	MBA, Cleveland State University DBA (majored in international enterprise), Nova Southeastern University	Chair of Department of Business Administration, National Changhua University of Education	Professor, Department of Business Administration, National Changhua University of Education, Independent Director of Sdi Corporation and Axman Enterprise Co., Ltd. and Independent Director of Shian Yih Electronic Industry Co., Ltd.

Election results :

(V) Other Items

Proposal 1 (by the Board of Directors)

Subject: Approve the lifting of non-competition for new directors.

Description:

1. According to Article 209 of the Company Act, “a director who does anything for himself or on behalf of another person that is within the scope of the company's business, shall explain to the meeting of shareholders the essential contents of such an act and secure its approval.
2. To draw support from the expertise and relevant experiences of the Company's new Directors, the Company proposes to the shareholders' meeting to release the non-competition restrictions on new Directors of the Company for approval according to the law.
3. Relevant data is set out in the following table:

Name	Other positions in the other companies	
Wang, Wei-Sih	Sheng Yih Investment Co., Ltd.	Chairman
Teng, Chia-Wen	Success Electronic Co., Ltd.	Director
	Chian Yih Optotech Co., Ltd.	Chairman
Wang, Hui-Min	Huei Kai Investment Co., Ltd.	Supervisor
	Sky Glory Developments Limited	Director
Chang, Yu-Chang	Chian Yih Optotech Co., Ltd.	Director
Wang, Jih-Chun	Full Wang International Development Co., Ltd.	Independent Director
Chang, Chia-Hsing	Niching Industrial Co., Ltd.	Independent Director
	Axman Enterprise Co., Ltd.	Independent Director
	YU-CHEN SYSTEM TECHNOLOGY CORP.	Independent Director
	Dingcheng Investment Co., Ltd.,	Chairman
	Tong Hsin Chi Yuan Management Consulting Co., Ltd.	Chairman

Name	Other positions in the other companies	
Lin, Yu-Sheng	He Sheng Energy Co., Ltd.	Supervisor
	IIH Biomedical Venture Fund I Co., Ltd.	Director
	Tetanti Agribiotech Inc.	Director
	Xin Yao Biotech Investment Co., Ltd.	Director
	Jing Ying Investment Co., Ltd.	Director
	Guoyu Internationality Performing arts Co., Ltd.	Director
Huang, Lan-Ying	Axman Enterprise Co., Ltd.	Independent Director
	SDI Corporation	Independent Director

Resolution:

(VI) Questions and Motions

(VII) Meeting Adjourned

2024 Business Report

Dear shareholders:

2024 was a year that the industry was eccentric and wild. The rapid emergence of EVs in Mainland China directly shook the global vehicle market, caused the poor performance of the industry in Europe and the United States, and indirectly affected Shian Yih's shipping momentum. However, with all employees fighting against low-price competition in joint forces, the consolidated operating income was maintained and achieved NT\$1.58 billion in 2024; net profit after tax was NT\$82.58 million, and earnings after tax per share was NT\$1.35. Furthermore, we actively innovate and develop new products, seek new customers, develop display and lighting technologies to achieve innovative transformation, and make efforts to break away from the low-price foundry market.

This year, under the backdrop of multiple tariffs and EV policies imposed by the new president of the United States and inflationary pressures, relevant industries are expected to continue to be affected, inevitably affecting the Company's development. However, under the expansion policy on innovative development and new markets in the market strategy of the Company for the new year at present, Shian Yih will also achieve the expected target, and we have confidence in the market expansion subsequently.

The Company hereby reports the 2024 business condition, summary of 2025 business plan, Company forecast, external market competition, laws and regulations, and the impact of the macroeconomy to the shareholders:

I. 2024 Business Report

(I) Result of the Business Plan

Unit: Thousand NTD

Item	2024	2023	Variation rate (%)
Consolidated revenue	1,581,569	2,083,903	-24.11
Net profit after tax	82,582	145,755	-43.34
Net profit after tax attributed to:			
Owner of the parent company	82,647	148,829	-44.47
Non-controlling equity	(65)	(3,074)	97.89
Profit margin	5.22%	6.99%	

In 2024, due to the low-price competition and the hike in the export of EVs in Mainland China that affects the shipping volume of large-scale vehicle companies worldwide and the delay of the delivery term of customer orders, the consolidated operating income dropped by 24% as compared to 2024.

(II) Financial balance and profitability analysis

1. Financial balance

Unit: Thousand NTD

Item	2024		2023	
	Amount	%	Amount	%
Operating revenue	1,581,569	100	2,083,903	100
Operating Costs	1,396,045	88	1,696,559	81
Gross profit	185,524	12	387,344	19
Operating expenses	227,580	15	259,435	12
Operating income	(42,056)	(3)	127,909	7
Net profit before tax	103,315	6	186,281	9

2. Profitability analysis

Item	2024	2023
Return on Assets (%)	3.33%	5.53%
Return on Equity (%)	4.32%	7.66%
Net operating profit to the paid-in capital (%)	-6.87%	20.90%
Net profit before tax to paid-in capital (%)	16.88%	30.45%
Net profit margin (%)	5.22%	6.99%
Earnings per share (NTD)	1.35	2.43

(III) Research technology and equipment investment

The Company invested in automatic backlight production equipment and large high-speed injection machines/laser striking machines. It is estimated to contract for large-scale backlight and module products starting from the middle of 2025.

II. Summary of 2025 Business Plan

(I) Annual operation strategy

1. Acceleration of innovative products and new market development project

- (1) In 2024, the Company commercialized mini LED displays successively and enhanced promotion efforts for it; this is estimated to enter the market in 2025.
- (2) According to the Company's business planning and strategy, accelerate the pace of development and cooperation opportunities for multiple new products, including: front light module/high brightness backlight technology/holographic projection. Some of these opportunities have translated into current projects, and the Company is negotiating with customers in terms of the contracting content.
- (3) Integrate R&D/sales/product development and introduce the module and finished good development - assembly production line cooperation project to initiate a brand-new order-taking model.

2. Strengthen the management team and the contracting capacity

- (1) In response to the Company's requirements for development and plans, introduce professional talents for modularization requirements and adjust the organization to respond to the short, mid, and long-term plans and business expansion capacity of the Company.
- (2) Continue to acquire large high-speed injection machines and automated peripheral equipment as planned to increase the market share of middle and large display modules.

3. Formulate the short-, mid-, and long-term plans of the Company and duly promote and implement them

Formulate the short-, mid-, and long-term plans of the Company, concurrently fulfill the labor and equipment requirements based on the plans and duly

promote and implement them to establish the capacity for the sustainable operation of the Company.

4. Carbon reduction and green energy

Global warming is a trend that cannot be eliminated and resisted. Achieving net zero carbon emissions by 2050 has been the goal of enterprises. The internal procedures and equipment of the Company are moving towards the target. Environmental protection is also adopted as the subject for products produced and services. The Company established large-scale solar power generation facilities in the subsidiary in Mainland China to achieve energy conservation, carbon reduction, and green energy application, hence fulfilling its responsibilities as a citizen of Planet Earth.

(II) Significant production and marketing policies

1. Introduce large processing and molding equipment based on market demand and concurrently establish peripheral production automation to improve product stability and labor requirements.
2. Implement the new market and cross-field module development strategy in accordance with the innovative development and transformation strategy to expand the Company's order-taking capacity and opportunities.
3. Reinforce cross-industry cooperation and joint development of channels and integrate internal resources of the Company to respond to the ever-changing market demand in the future.
4. Plan for and establish the production requirements for small volume and large variety items in the future market and vertically integrate and optimize production technologies from design to production.

(III) Forecast

1. Concurrently promote the improvement in the abilities of different business groups and the optimization of team building to create the capacity for sustainable operation based on the mid-to-long-term plan of the Company.
2. Concurrently expand the market based on development achievements, towards modularization and cross-field integration markets to break away from the current of low-price competition challenges foundries face.

3. Seek cooperation opportunities and channels with the industrial, governmental, and academic sectors.
4. Accelerate the product development speed and increase the market share of innovative products.

(IV) Policy in response to the external market competition and the change of the macroeconomic environment

Regarding low-price competition and the enlargement of the industry base, improve small amounts, large variety products and high margin products to integrate production capacity and improvement plan and implement it in the performance optimization projects of various departments. In 2025, the Company will actively optimize its subsidiary in Mainland China and its production base and equipment in Taiwan to align with production requirements for the new market and new technologies in the future and respond to inflation and changes in global tariffs and the supply chain brought by China-US Trade War that are unpredictable. We hope to create the maximum benefits for our shareholders in the challenging global environment.

The Company sincerely appreciates the continuous support of all shareholders and we wish all shareholders

Good health and prosperity

Chairman: Wang, Wei-Sih

Manager: Yao, Pai-Chou

Accounting Officer: Chen, Jui-Sui

**Shian Yih Electronic Industry Co., Ltd.
Audit Committee's review report**

The Board of Directors has prepared the Company's 2024 Business Report and Financial Statements. The financial statements have been audited by CPA Chen, Yen-Huei and CPA Wu, Jun-Yuan from KPMG Taiwan who submitted the audit report. The Business Report and Financial Statements have been reviewed and determined to be in compliance with provisions of the Securities and Exchange Act and the Company Act by the Audit Committee members. In accordance with Article 14-4 of the Securities and Exchange Act and Article 219 and Article 228 of the Company Act, we hereby submit this report.

To

2025 Shareholders' Meeting of Shian Yih Electronic Industry Co., Ltd.

Shian Yih Electronic Industry Co., Ltd.

Chairman of the Audit Committee: Chang,
Chia-Hsing

February 25, 2025

Independent Auditors' Report

To the Board of Directors of Shian Yih Electronic Industry Co., Ltd:

Opinion

We have audited the consolidated financial statements of Shian Yih Electronic Industry Co., Ltd and its subsidiaries ("the Group"), which comprise the consolidated balance sheet as of December 31, 2024 and 2023, the consolidated statement of comprehensive income, changes in equity and cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of material accounting policies.

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

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

1. Cutoff of revenue

For accounting policies on revenue recognition, please refer to note 4(14) to the consolidated financial statements. For revenue recognition, please refer to note 6(22).

Description of key audit matter:

The Group's revenue is recognized when the control over a product has been transferred as specified in each sales contract. Due to various terms and conditions of the contracts, it is a highly complicated task to identify whether the control has been transferred and recognize revenue accordingly. Therefore, we have determined the timing of revenue recognition to be a key audit matter.

How the matter was addressed in our audit:

Our audit procedures in this area included:

- Testing the design, execution and effectiveness of internal control over revenue;
- reviewing significant new contracts and obtaining understanding of contractual terms; and
- sampling sales transactions before and after the reporting date, so as to assess whether revenues recognized in the correct period.

2. Inventory valuation

Please refer to note 4(8) Inventories in the consolidated financial statements for accounting policies for inventories, note 5 for uncertainties over accounting estimation and assumptions for inventory valuation, and note 6(5) Inventories for inventory write-downs.

Description of key audit matter:

Inventories are measured at the lower of costs and net realizable values. Due to the uncertainties over inventory values that arise from market demand fluctuations and rapid technological changes, there is risk that the costs of inventories may exceed the net realizable values thereof. Therefore, we considered inventory valuation to be a key audit matter.

How the matter was addressed in our audit:

Our audit procedures in this area included:

- reviewing inventory aging reports and analyzing the changes in inventory ages during each period;
- assessing whether inventory valuation is in compliance with the Group's accounting policies;
- obtaining understanding of both the selling prices adopted by the Group's management and the changes in inventory market prices, so as to evaluate the reasonableness of net realizable values of inventories; and
- looking into the sales of older inventories in the subsequent period and assessing the basis of net realizable values, with a view to verifying the accuracy of allowance inventory loss estimated by management.

Other Matter

Shian Yih Electronic Industry Co., Ltd has prepared its parent-company-only financial statements as of and for the year ended December 31, 2024 and 2023, on which we have issued an unmodified opinion.

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

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

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

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

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

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

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

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

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

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

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

The engagement partners on the audit resulting in this independent auditors' report are Chen, Yen-Hui and Wu, Chun-Yuan.

KPMG

Taipei, Taiwan (Republic of China)
February 25, 2025

See accompanying notes to .

(English Translation of Originally Issued in Chinese)

SHIAN YIH ELECTRONIC INDUSTRY CO., LTD AND SUBSIDIARIES

Consolidated Statements of Comprehensive Income

For the years ended December 31, 2024 and 2023

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

		2024		2023	
		Amount	%	Amount	%
4000	Operating revenue (note 6(22))	\$ 1,581,569	100	2,083,903	100
5000	Operating costs (notes 6(5), (10) and (18))	1,396,045	88	1,696,559	81
5950	Gross profit from operations	185,524	12	387,344	19
	Operating expenses (notes 6(10), (15), (18) and (23)) :				
6100	Selling expenses	58,761	4	65,852	3
6200	Administrative expenses	113,208	7	132,056	6
6300	Research and development expenses	54,936	4	61,527	3
6450	Reversal of expected credit loss (note 6(3))	675	-	-	-
		227,580	15	259,435	12
6900	Net operating income	(42,056)	(3)	127,909	7
7000	Non-operating income and expenses:				
7100	Interest income (note 6(24))	52,353	3	47,024	2
7010	Other income (note 6(16),(17) and (24))	11,784	1	13,966	-
7190	Gains on disposals of property, plant and equipment	1,916	-	394	-
7630	Foreign exchange gain, net	82,653	5	2,212	-
7050	Finance costs (notes 6(15) and (24))	(3,335)	-	(5,224)	-
		145,371	9	58,372	2
7900	Profit before income tax	103,315	6	186,281	9
7950	Less: Income tax expenses (note 6(19))	20,733	1	40,526	2
8200	Profit for the period	82,582	5	145,755	7
8300	Other comprehensive income:				
8310	Items that may not be reclassified subsequently to profit or loss:				
8316	Unrealized gains (losses) from investments in equity instruments measured at fair value through other comprehensive income	(88)	-	(6,072)	-
8349	Income tax related to components of other comprehensive income that will not be reclassified to profit or loss(notes 6(19))	-	-	-	-
		(88)	-	(6,072)	-
8360	Items that may be reclassified subsequently to profit or loss:				
8361	Exchange differences on translation of foreign financial statements	33,665	2	(12,300)	(1)
8399	Income tax related to items that will be reclassified to profit or loss(notes 6(19))	-	-	-	-
		33,665	2	(12,300)	(1)
8300	Other comprehensive income (after tax)	33,577	2	(18,372)	(1)
8500	Total comprehensive income for the period	\$ 116,159	7	127,383	6
	Profit (loss), attributable to:				
8610	Owners of parent	\$ 82,647	5	148,829	7
8620	Non-controlling interest(note 6(6))	(65)	-	(3,074)	-
		\$ 82,582	5	145,755	7
	Comprehensive income attributable to:				
8710	Owners of parent	\$ 116,224	7	130,457	6
8720	Non-controlling interest	(65)	-	(3,074)	-
		\$ 116,159	7	127,383	6
	Earnings per share (note 6(21))				
9750	Basic earnings per share (NT dollars)	\$ 1.35		2.43	
9850	Diluted earnings per share (NT dollars)	\$ 1.34		2.41	

See accompanying notes to .

(English Translation of Originally Issued in Chinese)
SHIAN YIH ELECTRONIC INDUSTRY CO., LTD AND SUBSIDIARIES
Consolidated Statements of Changes in Equity
For the years ended December 31, 2024 and 2023
(Expressed in Thousands of New Taiwan Dollars)

	Equity attributable to owners of parent											
	Retained earnings						Other equity			Total equity attributable to owners of parent	Non-controlling interests	Total equity
							Unrealized gains (losses) on financial assets measured at fair value through other comprehensive income					
	Ordinary shares	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings	Total	Exchange differences on translation of foreign financial statements					
Balance at January 1, 2023	\$ 611,750	669,678	229,973	157,621	337,449	725,043	(120,153)	(9,929)	(130,082)			
Profit for the year ended December 31, 2023	-	-	-	-	148,829	148,829	-	-	-	148,829	(3,074)	145,755
Other comprehensive income for the year ended December 31, 2023	-	-	-	-	-	-	(12,300)	(6,072)	(18,372)	(18,372)	-	(18,372)
Comprehensive income for the year ended December 31, 2023	-	-	-	-	148,829	148,829	(12,300)	(6,072)	(18,372)	130,457	(3,074)	127,383
Appropriation and distribution of retained earnings:												
Legal reserve	-	-	18,496	-	(18,496)	-	-	-	-	-	-	-
Cash dividends of ordinary share	-	-	-	-	(122,350)	(122,350)	-	-	-	(122,350)	-	(122,350)
Reversal of special reserve	-	-	-	(27,539)	27,539	-	-	-	-	-	-	-
			18,496	(27,539)	(113,307)	(122,350)				(122,350)		(122,350)
Balance at December 31, 2023	\$ 611,750	669,678	248,469	130,082	372,971	751,522	(132,453)	(16,001)	(148,454)	1,884,496	19,006	1,903,502
Profit for the year ended December 31, 2024	-	-	-	-	82,647	82,647	-	-	-	82,647	(65)	82,582
Other comprehensive income for the year ended December 31, 2024	-	-	-	-	-	-	33,665	(88)	33,577	33,577	-	33,577
Comprehensive income for the year ended December 31, 2024	-	-	-	-	82,647	82,647	33,665	(88)	33,577	116,224	(65)	116,159
Appropriation and distribution of retained earnings:												
Legal reserve	-	-	14,883	-	(14,883)	-	-	-	-	-	-	-
Reversal of special reserve	-	-	-	18,372	(18,372)	-	-	-	-	-	-	-
Cash dividends of ordinary share	-	-	-	-	(103,998)	(103,998)	-	-	-	(103,998)	-	(103,998)
			14,883	18,372	(137,253)	(103,998)				(103,998)		(103,998)
Balance at December 31, 2024	\$ 611,750	669,678	263,352	148,454	318,365	730,171	(98,788)	(16,089)	(114,877)	1,896,722	18,941	1,915,663

See accompanying notes to .

(English Translation of Originally Issued in Chinese)
SHIAN YIH ELECTRONIC INDUSTRY CO., LTD AND SUBSIDIARIES
Consolidated Statements of Cash Flows
For the years ended December 31, 2024 and 2023
(Expressed in Thousands of New Taiwan Dollars)

	<u>2024</u>	<u>2023</u> (Adjusted)
Cash flows from operating activities:		
Profit before tax	\$ 103,315	186,281
Adjustments:		
Adjustments to reconcile profit (loss):		
Depreciation expense	88,305	97,472
Amortization expense	2,093	119
Reversal of expected credit loss	675	-
Interest expense	3,335	5,224
Interest income	(52,353)	(47,024)
Gain from disposal of property, plant and equipment	(1,916)	(394)
Total adjustments to reconcile profit (loss)	<u>40,139</u>	<u>55,397</u>
Changes in operating assets and liabilities:		
Changes in operating assets:		
Decrease in accounts receivable	135,346	92,532
Decrease (increase) in other receivables	3,247	(1,606)
Decrease in inventories	146,575	4,075
Decrease in prepayments	10,815	17,342
Decrease (increase) in other current assets	509	(1,110)
Total changes in operating assets	<u>296,492</u>	<u>111,233</u>
Changes in operating liabilities:		
(Decrease) increase in accounts payable	(85,540)	27,686
Decrease in other payables include related parties	(29,541)	(17,884)
(Decrease) increase in other current liabilities	(2,786)	390
Total changes in operating liabilities	<u>(117,867)</u>	<u>10,192</u>
Total changes in operating assets and liabilities	<u>178,625</u>	<u>121,425</u>
Total adjustments	<u>218,764</u>	<u>176,822</u>
Cash inflow generated from operations	322,079	363,103
Interest received	52,581	46,046
Interest paid	(3,330)	(5,913)
Income taxes paid	(62,855)	(45,498)
Net cash flows from operating activities	<u>308,475</u>	<u>357,738</u>
Cash flows from investing activities:		
Acquisition of property, plant and equipment	(19,780)	(24,722)
Proceeds from disposal of property, plant and equipment	1,916	1,587
Decrease in refundable deposits	(103)	-
Acquisition of intangible assets	(4,798)	(1,463)
Decrease (increase) in other financial assets	210,700	(139,002)
Increase in other non-current assets	(1,822)	(4,025)
Net cash flows (used in) from investing activities	<u>186,113</u>	<u>(167,625)</u>
Cash flows from financing activities:		
Increase in short-term borrowings	6,000	79,755
Decrease in short-term borrowings	(6,000)	(159,701)
Repayments of long-term borrowings	(64,637)	(65,814)
Decrease in guarantee deposits received	143	140
Payment of lease liabilities	(8,013)	(7,876)
Cash dividends paid	(103,998)	(122,350)
Net cash flows used in financing activities	<u>(176,505)</u>	<u>(275,846)</u>
Effect of exchange rate changes on cash and cash equivalents	<u>26,594</u>	<u>(7,160)</u>
Net increase (decrease) in cash and cash equivalents	344,677	(92,893)
Cash and cash equivalents at beginning of period	1,052,016	1,144,909
Cash and cash equivalents at end of period	<u>\$ 1,396,693</u>	<u>1,052,016</u>

Independent Auditors' Report

To the Board of Directors of Shian Yih Electronic Industry Co., Ltd:

Opinion

We have audited the financial statements of Shian Yih Electronic Industry Co., Ltd("the Company"), which comprise the balance sheet as of December 31, 2024 and 2023, the statement of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the financial statements, including a summary of material accounting policies.

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

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the parent-company-only financial statements of the current period. 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. We have determined the matters described below to be the key audit matters to be communicated in our report.

1. Cutoff of revenue

For accounting policies on revenue recognition, please refer to note 4(13) to the parent-company-only financial statements. For revenue recognition, please refer to note 6(20).

Description of key audit matter:

The Company's revenue is recognized when the control over a product has been transferred as specified in each sales contract. Due to various terms and conditions of the contracts, it is a highly complicated task to identify whether the control has been transferred and recognize revenue accordingly. Therefore, we have determined the timing of inventory valuation to be a key audit matter.

How the matter was addressed in our audit:

Our audit procedures in this area included:

- Testing the design, execution and effectiveness of internal control over revenue;
- reviewing significant new contracts and obtaining understanding of contractual terms; and
- sampling sales transactions before and after the reporting date, so as to assess whether revenues recognized in the correct period.

2. Inventory valuation

Please refer to note 4(7) Inventories in the parent-company-only financial statements for accounting policies for inventories, note 5 for uncertainties over accounting estimation and assumptions for inventory valuation, and note 6(5) Inventories for inventory write-downs.

Description of key audit matter:

Inventories are measured at the lower of costs and net realizable values. Due to the uncertainties over inventory values that arise from market demand fluctuations and rapid technological changes, there is risk that the costs of inventories may exceed the net realizable values thereof. Therefore, we considered timing of revenue recognition to be a key audit matter.

How the matter was addressed in our audit:

Our audit procedures in this area included:

- reviewing inventory aging reports and analyzing the changes in inventory ages during each period;
- assessing whether inventory valuation is in compliance with the Company's accounting policies;
- obtaining understanding of both the selling prices adopted by the Company's management and the changes in inventory market prices, so as to evaluate the reasonableness of net realizable values of inventories; and
- looking into the sales of older inventories in the subsequent period and assessing the basis of net realizable values, with a view to verifying the accuracy of allowance inventory loss estimated by management.

Responsibilities of Management and Those Charged with Governance for the parent-company-only Financial Statements

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

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

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

Auditors' Responsibilities for the Audit of the parent-company-only Financial Statements

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

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

1. Identify and assess the risks of material misstatement of the parent-company-only financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the parent-company-only financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the parent-company-only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of the investment in other entities accounted for using the equity method to express an opinion on the parent-company-only financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.

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

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

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

The engagement partners on the audit resulting in this independent auditors' report are Chen, Yen-Hui and Wu, Chun-Yuan.

KPMG

Taipei, Taiwan (Republic of China)

February 25, 2025

Notes to Readers

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

(English Translation of Originally Issued in Chinese)
SHIAN YIH ELECTRONIC INDUSTRY CO., LTD
Balance Sheets
December 31, 2024 and 2023
(Expressed in Thousands of New Taiwan Dollars)

		December 31, 2024		December 31, 2023				December 31, 2024		December 31, 2023	
	Assets	Amount	%	Amount	%		Liabilities and Equity	Amount	%	Amount	%
	Current assets:						Current liabilities:				
1100	Cash and cash equivalents (note 6(1))	\$ 929,149	42	712,568	31	2130	Contract liabilities-current (note 6(20))	770	-	2,260	-
1170	Accounts receivable, net (note 6(3))	205,975	9	257,296	11	2170	Accounts payable	7,862	-	43,508	2
1200	Other receivables (note 6(4))	4,408	-	8,527	-	2180	Accounts payable to related parties (note 7)	102,765	5	91,601	4
1210	Other receivables from related parties (note 6(4) and 7)	938	-	93,206	4	2200	Other payables (note 6(23))	27,359	1	45,191	2
1220	Total current tax assets (note 6(5))	4,860	-	-	-	2220	Other payables to related parties (notes 7)	21,626	1	29,022	1
130X	Inventories	78,828	4	194,644	9	2230	Current tax liabilities	-	-	30,224	1
1410	Prepayments	4,451	-	5,946	-	2280	Lease liabilities-current (notes 6(14))	6,070	-	3,420	-
1470	Other current assets	921	-	90	-	2300	Other current liabilities (notes 6(12))	6,640	-	6,488	-
1476	Other financial assets-current (note 6(10) and 8)	36,064	2	191,495	8	2313	Deferred revenue (notes 6(15))	378	-	1,356	-
		1,265,594	57	1,463,772	63	2320	Long-term borrowings, current portion (notes 6(13), (15)and 8)	58,750	3	64,637	3
	Non-current assets:						Non-Current liabilities:	232,220	10	317,707	13
1521	Non-current financial assets at fair value through other comprehensive income (note 6(2))	9,246	-	9,334	-	2540	Long-term borrowings (notes 6(13), (15)and 8)	60,647	3	118,041	5
1551	Investments accounted for using equity method (notes 6(6) and 7)	860,684	39	772,141	33	2570	Deferred tax liabilities (note 6(17))	31,773	2	14,868	1
1600	Property, plant and equipment (notes 6(7) and 8)	53,164	2	84,657	4	2580	Lease liabilities-non-current (notes 6(14))	9,899	-	-	-
1755	Right-of-use assets (note 6(8))	15,894	1	3,293	-	2630	Long-term deferred revenue (notes 6(15))	62	-	440	-
1822	Intangible assets (note 6(9))	8	-	41	-		Total liabilities	102,381	5	133,349	6
1840	Deferred tax assets (note 6(17))	25,631	1	1,311	-		Equity (notes 6(18)):	334,601	15	451,056	19
1980	Guarantee deposits paid (note 6(10))	1,102	-	1,003	-	3100	Share capital	611,750	27	611,750	26
		965,729	43	871,780	37	3200	Capital surplus	669,678	30	669,678	29
						3300	Retained earnings	730,171	33	751,522	32
						3400	Other equity	(114,877)	(5)	(148,454)	(6)
							Total equity	1,896,722	85	1,884,496	81
	Total assets	\$ 2,231,323	100	2,335,552	100		Total liabilities and equity	\$ 2,231,323	100	2,335,552	100

(English Translation of Financial Statements Originally Issued in Chinese)

SHIAN YIH ELECTRONIC INDUSTRY CO., LTD

Statements of Comprehensive Income

For the years ended December 31, 2024 and 2023

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

		2024		2023	
		Amount	%	Amount	%
4000	Operating revenue (note 6(20) and 7)	\$ 857,041	100	1,188,348	100
5000	Operating costs (notes 6(5), (9), (16) and (7))	846,574	99	988,826	83
5950	Gross profit from operations	10,467	1	199,522	17
	Operating expenses (notes 6(9), (16) and (21)) :				
6100	Selling expenses	34,442	4	41,932	4
6200	Administrative expenses	50,754	6	58,029	5
6300	Research and development expenses	8,826	1	12,655	-
6450	Reversal of expected credit loss (note 6(4))	675	-	-	-
		94,697	11	112,616	9
6900	Net operating income	(84,230)	(10)	86,906	8
7000	Non-operating income and expenses:				
7100	Interest income (note 6(22) and 7)	47,161	6	45,742	4
7010	Other income (note 6(15) and (22))	2,244	-	6,083	-
7020	Other gains and losses, net (notes 6(22))	74,343	9	6,132	-
7775	Share of profit (losses) of associates accounted for using equity method	53,593	6	41,232	4
7050	Finance costs (notes 6(14) and (22))	(2,609)	-	(3,260)	-
		174,732	21	95,929	8
7900	Profit before income tax	90,502	11	182,835	16
7950	Less: Income tax expenses (note 6(17))	7,855	1	34,006	3
8200	Profit for the period	82,647	10	148,829	13
8300	Other comprehensive income:				
8310	Items that may not be reclassified subsequently to profit or loss:				
8316	Unrealized gains (losses) from investments in equity instruments measured at fair value through other comprehensive income (notes 6(18))	(88)	-	(6,072)	(1)
8349	Income tax related to components of other comprehensive income that will not be reclassified to profit or loss (notes 6(17))	-	-	-	-
		(88)	-	(6,072)	(1)
8360	Items that may be reclassified subsequently to profit or loss:				
8361	Exchange differences on translation of foreign financial statements (note 6(18))	33,665	4	(12,300)	(1)
8399	Income tax related to items that will be reclassified to profit or loss (notes 6(17))	-	-	-	-
		33,665	4	(12,300)	(1)
8300	Other comprehensive income (after tax)	33,577	4	(18,372)	(2)
8500	Total comprehensive income for the period	\$ 116,224	14	130,457	11
	Earnings per share (note 6(19))				
9750	Basic earnings per share (NT dollars)	\$ 1.35		2.43	
9850	Diluted earnings per share (NT dollars)	\$ 1.34		2.41	

See accompanying notes to .

(English Translation of Financial Statements Originally Issued in Chinese)

SHIAN YIH ELECTRONIC INDUSTRY CO., LTD**Statements of Changes in Equity****For the years ended December 31, 2024 and 2023****(Expressed in Thousands of New Taiwan Dollars)**

	Retained earnings						Other equity			
							Unrealized gains (losses) on			
							Exchange differences on translation of foreign financial statements	financial assets measured at fair value through other comprehensive income	Total	Total equity
	Ordinary shares	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings	Total				
Balance at January 1, 2023	\$ 611,750	669,678	229,973	157,621	337,449	725,043	(120,153)	(9,929)	(130,082)	1,876,389
Profit for the year ended December 31, 2023	-	-	-	-	148,829	148,829	-	-	-	148,829
Other comprehensive income for the year ended December 31, 2023	-	-	-	-	-	-	(12,300)	(6,072)	(18,372)	(18,372)
Comprehensive income for the year ended December 31, 2023	-	-	-	-	148,829	148,829	(12,300)	(6,072)	(18,372)	130,457
Appropriation and distribution of retained earnings:										
Legal reserve	-	-	18,496	-	(18,496)	-	-	-	-	-
Special reserve	-	-	-	(27,539)	27,539	-	-	-	-	-
Cash dividends of ordinary share	-	-	-	-	(122,350)	(122,350)	-	-	-	(122,350)
			18,496	(27,539)	(113,307)	(122,350)				(122,350)
Balance at December 31, 2023	\$ 611,750	669,678	248,469	130,082	372,971	751,522	(132,453)	(16,001)	(148,454)	1,884,496
Balance at January 1, 2024	\$ 611,750	669,678	248,469	130,082	372,971	751,522	(132,453)	(16,001)	(148,454)	1,884,496
Profit for the year ended December 31, 2024	-	-	-	-	82,647	82,647	-	-	-	82,647
Other comprehensive income for the year ended December 31, 2024	-	-	-	-	-	-	33,665	(88)	33,577	33,577
Comprehensive income for the year ended December 31, 2024	-	-	-	-	82,647	82,647	33,665	(88)	33,577	116,224
Appropriation and distribution of retained earnings:										
Legal reserve	-	-	14,883	-	(14,883)	-	-	-	-	-
Reversal of special reserve	-	-	-	18,372	(18,372)	-	-	-	-	-
Cash dividends of ordinary share	-	-	-	-	(103,998)	(103,998)	-	-	-	(103,998)
			14,883	18,372	(137,253)	(103,998)				(103,998)
Balance at December 31, 2024	\$ 611,750	669,678	263,352	148,454	318,365	730,171	(98,788)	(16,089)	(114,877)	1,896,722

(English Translation of Financial Statements Originally Issued in Chinese)

SHIAN YIH ELECTRONIC INDUSTRY CO., LTD

Statements of Cash Flows

For the years ended December 31, 2024 and 2023

(Expressed in Thousands of New Taiwan Dollars)

	2024	2023
Cash flows from operating activities:		
Profit before income tax	\$ 90,502	182,835
Adjustments:		
Adjustments to reconcile profit (loss):		
Depreciation expense	37,713	41,623
Amortization expense	33	61
Reversal of expected credit loss	675	-
Interest expense	2,609	3,260
Interest income	(47,161)	(45,742)
Share of profit of subsidiaries accounted for using equity method	(53,593)	(41,232)
Gain from disposal of property, plant and equipment	(1,294)	(1,284)
Total adjustments to reconcile profit (loss)	<u>(61,018)</u>	<u>(43,314)</u>
Changes in operating assets and liabilities:		
Changes in operating assets:		
Decrease in accounts receivable	50,646	30,949
Decrease in other receivable include related parties	3,605	108,306
(Decrease) increase in inventories	115,816	(60,328)
Decrease in prepayments	1,495	40
Increase in other current assets	(831)	(6)
Total changes in operating assets	<u>170,731</u>	<u>78,961</u>
Changes in operating liabilities:		
Decrease in accounts payable include related parties	(24,482)	(565)
Decrease in other payables include related parties	(25,232)	(7,437)
(Decrease) increase in other current liabilities	(1,338)	108
Total changes in operating liabilities	<u>(51,052)</u>	<u>(7,894)</u>
Total changes in operating assets and liabilities	<u>119,679</u>	<u>71,067</u>
Total adjustments	<u>58,661</u>	<u>27,753</u>
Cash inflow generated from operations	149,163	210,588
Interest received	47,828	44,818
Interest paid	(2,605)	(3,259)
Income taxes paid	(50,354)	(31,017)
Net cash flows from operating activities	<u>144,032</u>	<u>221,130</u>
Cash flows from investing activities:		
Acquisition of property, plant and equipment	(363)	(3,745)
Disposal of property, plant and equipment	9	-
Increase in refundable deposit	(99)	-
(Decrease) increase in other receivables include from related parties	92,115	(92,670)
Acquisition of intangible assets	-	(65)
(Decrease) increase in other financial assets	155,431	(83,733)
Increase in other non-current assets	-	34
Net cash (used in) flows from investing activities	<u>247,093</u>	<u>(180,179)</u>
Cash flows from financing activities:		
Repayments of long-term borrowings	(64,637)	(65,814)
Payment of lease liabilities	(5,909)	(5,809)
Cash dividends paid	(103,998)	(122,350)
Net cash used in from financing activities	<u>(174,544)</u>	<u>(193,973)</u>
Net increase in cash and cash equivalents	216,581	(153,022)
Cash and cash equivalents at beginning of period	712,568	865,590
Cash and cash equivalents at end of period	<u><u>\$ 929,149</u></u>	<u><u>712,568</u></u>

See accompanying notes to consolidated financial statements.

Shian Yih Electronic Industry Co., Ltd.
2024 Earnings Distribution Table

Unit: Thousand NTD

Item	Amount	
	Subtotal	Total
Undistributed earnings at January 1, 2024		235,717,011
Add (less):		
Income after tax of the current year	82,646,985	
The current remeasurement variation of the defined benefit plan	0	
Current net profit after tax and the items other than the current net profit are added to the current amount of undistributed earnings		82,646,985
Less: Legal reserve		(8,264,699)
Reverse special capital reserve in accordance with relevant laws or regulations		33,577,705
Current distributable earnings		343,677,002
Distribution items:		
Shareholder bonus – cash (NT\$0.8 per share)		(48,940,009)
Undistributed earnings by December 31, 2024		294,736,993

Note: 1. The cash dividend per share is NT\$0.8, and the number is rounded to the dollar. The sum of the fractional amount less than 1 dollar will be distributed to the Employees Benefit Committee of the Company.

2. Where the total number of outstanding shares and the dividend distribution ratio are changed resulting from the transfer application for the employee stock option certificate, the proposal is proposed to the Shareholders' Meeting for approval, and the Board of Directors is to be authorized to conduct the related work and make adjustment.

3. The Chairman is authorized to determine the record date for this cash dividend distribution.

4. The 2024 net profit after tax will be first distributed in the current year earnings distribution.

5. The cash dividend is resolved by the Board of Directors and reported to the shareholders' meeting.

Chairman: Wang, Wei-Sih

Manager: Yao, Pai-Chou

Accounting Officer: Chen, Jui-Sui

Article of Incorporation

Comparison Table of the Amended Articles

Articles	Articles before the amendments	Articles after the amendments	Description
Article 25	<p>Where there is profit as a result of the yearly accounting closing, the Company shall distribute no less than 2% and no more than 10% of the profit as the remuneration of employees and no more than 2% of the profits as the remuneration of directors and supervisors. However, where there are cumulative losses, the Company shall first set aside the reserve amount.</p> <p>The recipient of the remuneration of employee may include the employees of affiliate companies who meet certain criteria. The remuneration may be distributed in the form of shares (treasury shares or issuance of new shares) or cash. It shall be resolved by the Board of Directors and be submitted to the shareholders' meeting.</p>	<p>Where there is profit as a result of the yearly accounting closing, the Company shall distribute no less than 2% and no more than 10% of the profit as the remuneration of employees <u>(including no less than 25% as the remuneration distributed to grass-root employees)</u></p> <p>No more than 2% of the profits as the remuneration of directors and supervisors. However, where there are cumulative losses, the Company shall first set aside the reserve amount.</p> <p>The recipient of the remuneration of employee may include the employees of affiliate companies who meet certain criteria. The remuneration may be distributed in the form of shares (treasury shares or issuance of new shares) or cash. It shall be resolved by the Board of Directors and be submitted to the shareholders' meeting.</p>	According to the provisions of Article 14, paragraph 6 of the Securities and Exchange Act.

Shian Yih Electronic Industry Co., Ltd.
Article of Incorporation
Chapter I General Provisions

- Article I: The Company shall be organized in accordance with the provisions of the Company Act, and shall be named “**先宜電子工業股份有限公司**.” Its English name shall be “Shian Yih Electronic Industry Co., Ltd.”
- Article II: The Company operates the following businesses:
- I. C805050 Industrial Plastic Products Manufacturing
 - II. CC01080 Electronics Components Manufacturing.
 - III. CC01110 Computer and Peripheral Equipment Manufacturing.
 - IV. CE01030 Optical Instruments Manufacturing.
 - V. CQ01010 Mold and Die Manufacturing.
 - VI. F106030 Wholesale of Molds.
 - VII. F113030 Wholesale of Precision Instruments.
 - VIII. F113050 Wholesale of Computers and Clerical Machinery Equipment
 - IX. F119010 Wholesale of Electronic Materials.
 - X. F401010 International Trade.
 - XI. I501010 Product Designing.
 - XII. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.
- Article III: The Company’s head office is located in Taichung City, and branch offices or sales offices may be set up inside and outside of the country when necessary upon a resolution of the Board of Directors.

Chapter II Shares

- Article IV: The aggregate capital of the Company shall be One Billion New Taiwan Dollars (NT\$1,000,000,000), divided into One Hundred Million (100,000,000) shares at Ten New Taiwan Dollars (NT\$10) per share, which are issued in batches. One Hundred Million New Taiwan Dollars (NT\$100,000,000) in the aggregate capital of the Company prescribed in Paragraph 1 are preserved for the issuance of stock option, preferred shares with warrants, or corporate bonds with equity warrants, divided into Ten Million (10,000,000) shares at Ten New Taiwan Dollars (NT\$10) per share, which may be issued in batches in accordance with the resolution by the Board of Directors.
- Where the Company repurchases the Company’s shares, the Board of Directors is authorized to repurchase the shares in accordance with laws and regulations.
- Article IV-I: To transfer shares to employees at less than the average actual share repurchase price or issue the stock option at the price less than the market price (net value per share), the Company must have obtained the consent of at least two-thirds of the voting rights present at the most recent shareholders’ meeting attended by shareholders representing a majority of total issued shares
- Article IV-II: The recipient of the treasury shares repurchased by the Company in

accordance with the Company Act may include the employees of affiliate companies who meet certain criteria.

The recipient of the stock options may include the employees of affiliate companies who meet certain criteria.

When the Company issues new shares, the subscribers may include the employees of affiliate companies who meet certain criteria.

The recipient of the restricted employee shares may include the employees of affiliate companies who meet certain criteria.

Article V: The Company may be exempted from printing any share certificate for the shares issued. However, the Company shall register the issued shares with a centralized securities depository enterprise.

Article VI: The disposition of stock matters shall be conducted in accordance with the Company Act and “Regulations Governing the Administration of Shareholder Services of Public Companies” promulgated by the competent authority.

Article VII: The name change and transfer of shares shall not be conducted within thirty days prior to the convening date of a regular shareholders’ meeting, or within fifteen days prior to the convening date of a special shareholders’ meeting, or within five days prior to the target date fixed by the issuing company for distribution of dividends, bonus or other benefits.

Chapter III Shareholders’ Meeting

Article VIII: The shareholders’ meetings of the Company are divided into ordinary shareholders’ meetings and special shareholders’ meetings. The ordinary shareholders’ meeting will be duly convened within six months following the close of each fiscal year by the Board of Directors in accordance with Article 172 of the Company Act. Special shareholders’ meetings may be convened when necessary in accordance with laws and regulations. The notice may be effected by means of electronic transmission, after obtaining a prior consent from the recipient(s) thereof.

The shareholders’ meeting may, upon the resolution of the Board of Directors, be in physical meeting and assisted by the video conference, virtual-only shareholders’ meetings, or other means promulgated by the central competent authority. The requirements for the Company, operation procedure, and other compliance matters shall be conducted in accordance with the securities competent authority.

Article IX: A shareholder unable to personally attend the shareholders’ meeting for whatever cause may vote by proxy with a duly executed appointment form specifying the authorized powers in accordance with Article 177 of the Company Act. Unless otherwise provided in the Company Act, shareholders attending the shareholders’ meeting by proxy shall also be governed by “Regulations Governing the Use of Proxies for Attendance at Shareholders’ Meetings of Public Companies.”

Article X: A shareholders’ meeting shall be convened by the Board of Directors and be chaired by the Chairman. In case the Chairman is on leave or absent for any cause, the Vice Chairman shall act on his behalf. In case the Vice Chairman is

also on leave or absent for any cause, the Chairman shall designate one of the directors to act on his behalf. In the absence of such a designation, the directors shall elect from among themselves an acting chairman. For a shareholders' meeting convened by any person having the convening right other than the Board of Directors, the Chair shall be determined in accordance with Article 182-1 of the Company Act.

Article XI: 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 of the Company Act.

Article XII: Resolutions at a shareholders' meeting shall, unless otherwise provided for in the Company Act, be adopted by a majority vote of the shareholders or proxies present, who represent more than one-half of the total number of voting shares. When the Company holds a shareholders' meeting, it may adopt exercise of voting rights by electronic means. A shareholder exercising voting rights by electronic means will be deemed to have attended the meeting in person. The relevant matters shall be conducted in accordance with laws and regulations.

Article XIII: 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 twenty days after the conclusion of the meeting.

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

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. The minutes shall be retained for the duration of the existence of the Company.

The attendance book and proxies shall be preserved for at least 1 year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, they shall be retained until the conclusion of the litigation.

Chapter IV Directors and Audit Committee

Article XIV: The Board of Directors of the Company shall have five to nine directors, and the Board of Directors is authorized to determine the number of directors. The term of service is three years, and the directors shall be elected by the shareholders' meeting from the list of candidates and may be re-elected. After the election, the Company may purchase liability insurance for directors during their term of service.

The combined shareholding ratio of all directors shall comply with the

regulations of the competent authority.

The cumulative voting method is adopted for the voting of directors. In the process of electing directors at a shareholders' meeting, 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.

Article XIV-I: The Company shall establish three independent directors from the number of directors set forth in the preceding paragraph in accordance with Article 14-2 of the Securities and Exchange Act.

The Company adopts the candidate nomination system for election of the directors of the Company stipulated in Article 192-1 of the Company Act. The professional qualifications, restrictions on shareholdings and concurrent positions held, assessment of independence, method of nomination, and other matters for compliance with respect to independent directors shall be conducted in accordance with the Securities and Exchange Act and relevant laws and regulations.

The Company shall elect the directors in accordance with Article 198 of the Company Act. Independent directors and other directors shall be elected together, and the seats are calculated respectively. A candidate to whom the ballots cast represent a prevailing number of votes shall be deemed an independent director elect and a director elect.

Article XIV-II: The Board of Directors shall elect a chairman of the board directors from among the directors by a majority vote at a meeting attended by over two-thirds of the directors, and may also elect in the same manner a vice chairman of the board if necessary. The chairman shall externally represent the Company.

Article XIV-III: When convening a Board of Directors meeting, the Company shall inform all directors (and independent directors) 7 days prior to the meeting. In the case of emergency, a meeting of the Board of Directors may be convened at any time by the Company. The notice for the meeting in the preceding paragraph may be done in writing, E-mail, or fax.

Article XIV-IV: The Company may establish the Audit Committee in accordance with Article 14-4 of the Securities and Exchange Act. The Audit Committee shall consist of all independent directors. The Audit Committee or the members of the Audit Committee are responsible for exercising the duties of supervisors prescribed in the Company Act, Securities and Exchange Act, and other laws and regulations. The number of members of the Audit Committee, terms, exercise of duties, and other compliance matters shall be conducted in accordance with relevant laws and regulations. The Company may also establish functional

committees, such as Salary and Remuneration Committee. The qualification of the members, exercise of duties, and relevant matters shall be conducted in accordance with the relevant laws and regulations and stipulated by the Board of Directors.

Article XV: When the number of vacancies in the Board of Directors of the Company equals to one third of the total number of directors or all independent directors are dismissed, the Board of Directors shall call a special meeting of shareholders to elect succeeding directors to fill the vacancies within sixty days. The term for the newly elected directors shall be limited to the original expiry date.

Article XVI: In case no election of new directors is effected after expiration of the term of office of existing directors, the term of office of out-going directors shall be extended until the time new directors have been elected and assumed their office. However, the competent authority may, ex officio, order the Company to elect new directors within a given time limit, and if no re-election is effected after expiry of the given time limit, the out-going directors shall be discharged ipso facto from such expiration date.

Article XVII: The operation principles and other important matters of the Company shall be approved by the Board of Directors. Apart from the first Board of Directors meeting of each term that shall be convened in accordance with Article 203 of the Company Act, the rest of the meetings shall be convened by the Chairman, and he shall serve as the chair of the meeting. In case the Chairman is on leave or absent for any cause, the Vice Chairman shall act on his behalf. In case the Vice Chairman is also on leave or absent for any cause, the Chairman designate one of the directors to act on his behalf. In the absence of such a designation, the directors shall elect from among themselves an acting chairman.

Article XVIII: In case the Chairman is on leave or absent for any cause that he is unable to exercise his duties, the proxy shall be conducted in accordance with Article 208 of the Company Act.

Article XIX: Unless otherwise provided in the Company Act, resolutions of the Board of Directors shall be adopted by a majority of the directors at a meeting attended by a majority of the directors. Where a director is unable to attend the meeting in person, his/her proxy can only represent one director with a duly executed appointment form specifying the authorized powers. In case a meeting of the Board of Directors is proceeded via online communication network, then the directors taking part in such an online meeting shall be deemed to have attended the meeting in person.

Article XX: Matters relating to the resolutions of a Board of Directors 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 twenty days after the conclusion of the meeting. The meeting minutes shall accurately record summary of the deliberations and their voting results. The meeting minutes, attendance book, and proxies shall be kept in the Company. The meeting minutes may be produced and distributed in electronic form.

Article XXI: The Board of Directors of the Company is authorized to determine the remuneration of directors based on the participation level of the operation of the Company and the value of contribution while taking the general standards

of the industry into consideration.

The Company may determine a reasonable salary and remuneration that are different from the ordinary directors, for independent directors.

Article XXII: Deleted.

Chapter V Managerial personnel

Article XXIII: The Company has one president and several managerial officers, and the appointment, discharge and the remuneration of the managerial personnel shall be decided in accordance with the Company Act, Securities and Exchange Act, and the Civil Code and bylaws.

Chapter VI Accounting

Article XXIV: The Board of Directors shall prepare the following documents after the end of the fiscal year for submission to the Audit Committee thirty days prior to the shareholders' meeting and to the shareholders' meeting for approval in accordance with the statutory procedure:

- i. Business Report
- ii. Financial Statements
- iii. Earnings Distribution Table or loss make-up proposal

Article XXV: Where there is profit as a result of the yearly accounting closing, the Company shall distribute no less than 2% and no more than 10% of the profit as the remuneration of employees and no more than 2% of the profits as the remuneration of directors and supervisors. However, where there are cumulative losses, the Company shall first set aside the reserve amount.

The recipient of the remuneration of employee may include the employees of affiliate companies who meet certain criteria. The remuneration may be distributed in the form of shares (treasury shares or issuance of new shares) or cash. It shall be resolved by the Board of Directors and be submitted to the shareholders' meeting.

Article XXV-I: Where the Company has earnings at the end of the fiscal year, the Company shall first pay all taxes, offset its losses in the previous years and set aside a legal capital reserve at 10% of the net profit, which may be exempted when the accumulated legal capital reserve is equal the paid-in capital of the Company; then set aside or reverse special capital reserve in accordance with operational demand of the Company and relevant laws or regulations. Where there is still remaining earnings, the Board of Directors may propose the distribution of the remaining earnings plus the undistributed earnings of the previous years in the earnings distribution proposal for approval in the shareholders' meeting.

The Company may authorize the distributable dividends and bonuses in whole or in part may be paid in cash after a resolution has been adopted by a majority vote at a meeting of the Board of Directors attended by two-thirds of the total number of directors, and in addition thereto a report of such distribution shall be submitted to the shareholders' meeting.

Article XXV-II: The Company may authorize the legal reserve (only the portion of legal reserve which exceeds 25 percent of the paid-in capital may be distributed)

and capital reserve meeting the provisions of the Company in whole or in part may be paid in cash after a resolution has been adopted by a majority vote at a meeting of the Board of Directors attended by two-thirds of the total number of directors, and in addition thereto a report of such distribution shall be submitted to the shareholders' meeting.

Article XXVI: The amount of dividends is determined by the earnings of the current year and the accumulated earnings of the previous years, the profit status, capital structure, and future operation demand. The dividend distribution will be share dividends and cash dividends based on the capital demand and delusion of earnings per share. The dividends paid in cash shall not be less than 20% of the total dividends distributed in the current year.

Chapter VII Supplemental Provisions

Article XXVII: Where the Company invests in another company and become a shareholder with limited liabilities, the total investment amount may exceed 40% of the paid-in capital of the Company.

Article XXVIII: The Company may, upon the approval of the Board of Directors, may make endorsements and guarantees to another company due to the demand of performing business.

Article XXVIII-I: Where the stock of the Company is to be delisted from the TWSE and TPEx, it shall be submitted to the shareholders' meeting, and this Article shall not be amended during the listing period in TPEx and TWSE.

Article XXIX: Matters not prescribed herein shall be conducted in accordance with the Company Act and other laws and regulations.

Article XXX: The Articles of Incorporation was stipulated on September 3, 1979. The 1st amendment was made on September 26, 1979. The 2nd amendment was made on October 30, 1981. The 3rd amendment was made on July 28, 1984. The 4th amendment was made on May 21, 1987. The 5th amendment was made on January 17, 1991. The 6th amendment was made on August 15, 1995. The 7th amendment was made on May 20, 1996. The 8th amendment was made on April 10, 2002. The 9th amendment was made on June 30, 2004. The 10th amendment was made on November 15, 2004. The 11th amendment was made on June 14, 2006. The 12th amendment was made on March 20, 2007. The 13th amendment was made on June 20, 2007. The 14th amendment was made on June 20, 2007. The 15th amendment was made on June 19, 2008.

The 16th amendment was made on June 10, 2009. The 17th amendment was made on June 18, 2010. The 18th amendment was made on June 24, 2011. The 19th amendment was made on June 13, 2012. The 20th amendment was made on June 13, 2016. The 21st amendment was made on June 16, 2017. The 22nd amendment was made on June 13, 2018. The 23rd amendment was made on July 29, 2021. The 24th amendment was made on June 16, 2022.

Shian Yih Electronic Industry Co., Ltd.

Chairman: Wang, Wei-Sih

Shian Yih Electronic Industry Co., Ltd.
Rules of Procedure for Shareholders' Meetings

Article I Basis for adoption

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/GTSM Listed Companies.

Article II 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 III Convening shareholders' meetings and shareholders' meeting notices

Unless otherwise provided by law or regulation, the Company's shareholders' meetings shall be convened by the Board of Directors.

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 and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors or supervisors, and upload them to the Market Observation Post System (MOPS) 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 twenty one days before the date of the regular shareholders' meeting or before fifteen days before the date of the special 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 Company shall make the meeting agenda and supplemental meeting materials in the preceding paragraph available to shareholders for review in the following manner on the date of the shareholders' meeting:

- I. For physical shareholders' meetings, to be distributed on-site at the meeting.
- II. For hybrid shareholders' meetings, to be distributed on-site at the meeting and shared on the virtual meeting platform.

III. 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 corporation, or any matter under Paragraph 1, Article 185 of the Company Act shall be set out and the essential contents explained in the notice of the reasons for convening the shareholders' meeting. None of the above matters may be raised by an extraordinary motion. The essential content may be posted on the website designated by the securities competent authority or the Company, and the website(s) shall be specified in the notice.

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. Where a proposal exceeding the limit is for urging the Company to promote public interests or fulfill its social responsibilities, the Board of Directors may still include it in the meeting agenda. Where a proposal meets any circumstances stipulated in Paragraph 4, Article 172-1 of the Company Act, the Board of Directors may not include it 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 ten 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 shareholders' meeting the Board of Directors shall explain the reasons for exclusion of any shareholder proposals not included in the agenda.

Article IV Attendance by proxy and authorization

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. The preceding paragraph is not applicable to a declaration that 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, 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 shareholders' 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 V Principles determining the time and place of a shareholders' meeting

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 in the preceding paragraph shall not apply when the Company convenes a virtual-only shareholders' meeting.

Article VI Preparation of documents of the shareholders' meeting

The attending shareholders of the Company shall turn in sign-in cards in lieu signing in.

For virtual shareholders' meetings, shareholders may begin to register on the virtual meeting platform thirty minutes before the meeting starts. Shareholders completing registration will be deemed as attend the shareholders' meeting in person.

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

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.

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 thirty minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

Article VI-I Convening virtual shareholders' meetings and particulars to be included in shareholders' meeting notice

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

- I. How shareholders attend the virtual meeting and exercise their rights.
- II. 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:
 - (I) 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.
 - (II) Shareholders not having registered to attend the affected virtual shareholders' meeting shall not attend the postponed or resumed session.
 - (III) 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 shareholders' 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.

(IV) Actions to be taken if the outcome of all proposals have been announced and extraordinary motion has not been carried out.

III. 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.

Article VII The chair and non-voting participants of a shareholders' meeting

If a shareholders' meeting is convened by the Board of Directors, the meeting shall be chaired by the Chairman. When the Chairman of the board is on leave or for any reason unable to exercise the powers of the 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.

It is advisable that a shareholders' meeting convened by the Board of Directors shall be attended by a majority of the directors. 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 VIII Documentation of a shareholders' meeting by audio or video

The Company shall make an uninterrupted audio and video recording the whole proceedings of the shareholders' meeting and retain the recorded materials for at least 1 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 this Corporation, 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 this Corporation 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 IX The calculation of the number of shares in attendance at a shareholders' meeting and meeting

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. 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 VI.

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 X Discussion of proposals

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 XI Shareholder speech

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 five 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 I to V 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 XII Calculation of voting shares and recusal system

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 a proxy for any other shareholder.

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

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 XIII Voting, monitoring, and counting methods

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.

When the Company holds a shareholders' 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 it is considered that a shareholder has waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting.

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. The preceding paragraph is not applicable to a declaration that 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 shall be conducted in public at the place of the shareholders' meeting. Immediately after vote counting has been completed, the results of the voting shall be announced on-site at the meeting, and a record of the vote shall be made.

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 XIV Election matters

The election of directors at a shareholders' meeting shall be held in accordance with the "Regulations Governing the Election of Directors" of the Company, and the voting results shall be announced on-site immediately.

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 recording shall be retained until the conclusion of the litigation.

Article XV Meeting minutes and signing matters

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 twenty days after the conclusion of the meeting.

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. The minutes shall be retained for the duration of the existence of the Company.

Where the resolution method is agreed by all shareholders unanimously after the chair inquires the shareholders' opinions, the meeting minutes shall record that "the resolution is approved unanimously after the chair inquires all attending shareholders." Where there is objections from the shareholders, the meeting minutes shall specify the voting method, and the number and ratio of the voting rights.

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 shareholders' 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 XVI Public disclosure

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 thirty minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

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

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

Article XVII Maintaining order at the meeting place

The chair may direct the proctors or security personnel to help maintain order at the meeting place.

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 XVIII Recess and resumption of a shareholders' meeting

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 XIX Disclosure of information at virtual meetings

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 fifteen minutes after the chair has announced the meeting adjourned.

Article XX Location of the chair and secretary of virtual-only shareholders' meeting

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 XXI Handling of disconnection

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 Paragraph 4, Article 44-20 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 thirty 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 paragraph II, 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 paragraph 2, 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 paragraph II, 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 shareholders' meeting, then the shareholders' meeting shall continue, and not postponement or resumption thereof under paragraph 2 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 Paragraph 7, Article 44-20 of the Regulations Governing the Administration of Shareholder Services of Public Companies.

For dates or period set forth under Article 12, second half, and Paragraph 3, Article 13 Regulations Governing the Use of Proxies for Attendance at Shareholders' Meetings of Public Companies, and Paragraph 2, Article 44-5, Article 44-15, and Paragraph 1, Article 44-17 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 paragraph 2.

Article XXII 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.

Shian Yih Electronic Industry Co., Ltd.

Rules for Election of Directors

- Article I Except when otherwise stated in laws and regulations, the election of the Company's Directors shall be subject to the requirements within the Regulations.
- Article II The election of the Company's Directors is carried out at the shareholders' meeting.
- Article III The registered cumulative voting approach is adopted for the election of the Company's Directors. Each share has the electoral weights equivalent to the number of Directors to be elected that can be used in electing one person concentratedly or multiple persons. The Independent Directors and non-Independent Directors of the Company shall be elected together according to the relevant requirements within the Regulations, and those who received more votes shall be elected; however, Independent Directors and non-Independent Directors shall be calculated separately.
- Article IV The candidate nomination system is adopted for the Company's Directors. The shareholders shall elect Directors from the list of Director candidates. The acceptance method for the nomination of Director candidates, announcements, and relevant matters shall be subject to the Company Act, Securities and Exchange Act, and relevant laws and regulations. Based on the number of seats set out in the Articles of Incorporation, those who received votes that represent more electoral weights shall be elected as Independent Directors and non-Independent Directors, separately, based on the order. If there are two or more persons who received equivalent weights that exceed the number of seats stated, persons who received equivalent voting rights shall draw lots to decide; for those who are not on-site, the chairperson shall draw lots on their behalf.
- Article IV-I The qualification of the Company's Independent Directors shall comply with Article 2, Article 3, and Article 4 of the "Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies."
- The election of the Company's Independent Directors shall comply with Article 5, Article 6, Article 7, Article 8, and Article 9 of the "Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies," and arrangements shall be made according to Article 24 of the "Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies."

Article IV-II To review the qualification of Director candidates, academic background and experience, and whether they meet the criteria set out in the subparagraphs of Article 30 of the Company Act, other certifying documents for the qualification may not be added at will, and the review results shall be provided to shareholders for reference so as to elect suitable Directors.

Article IV-III The overall composition of the Board of Directors shall be taken into consideration in the selection of this Corporation's directors. The composition of the Board of Directors shall be determined by taking diversity into consideration and formulating an appropriate policy on diversity based on the company's business operations, operating dynamics, and development needs. It is advisable that the policy include, without being limited to, the following two general standards:

- I. Basic requirements and values: Gender, age, nationality, and culture.
- II. Professional knowledge and skills: A professional background (e.g., law, accounting, industry, finance, marketing, technology), professional skills, and industry experience.

The Board of Directors' members shall generally have the knowledge, skills and quality required for performance of their duties, and they shall have the following ability as a whole

- I. Operation judgment ability.
- II. Accounting and financial analysis ability.
- III. Operation management ability.
- IV. Crisis management ability.
- V. Knowledge about the industry.
- VI. International perspective on the market.
- VII. Leadership.
- VIII. Decision making ability.

There shall be over half of all the directors who are not spouse or the relatives within the second degree of kinship.

The Company's Board shall consider adjustments to the composition of Board members based on the results of the performance evaluation.

Article V The Board shall print the ballots. Apart from affixing the Company's stamp, the number of the attendance certificate of the elector and the number of electoral

weights shall be filled in on the ballot.

- Article VI Regarding the “electee” column on each ballot, the elector may tick one on the list of “candidates” prepared by the Company. However, this shall not apply to shareholders who exercise their voting rights through electronic votes.
- Article VII Before the commencement of the election, the chairperson shall appoint multiple scrutineers and counting agents to carry out their relevant duties. Scrutineers shall be shareholders.
- Article VIII The ballot boxes shall be prepared by the board of directors and publicly checked by the vote monitoring personnel before voting commences.
- Article IX A ballot is invalid under any of the following circumstances:
- I. Ballots stated in the Regulations are not used.
 - II. A blank ballot is placed in the ballot box.
 - III. The writing is unclear and indecipherable or has been altered.
 - IV. Ballots with two or more persons on the list of “candidates” ticked.
 - V. Except for the list of “candidates” prepared by the Company, the ballots have other text written.
 - VI. The number of electees filled in on ballots exceeds the number of seats to be elected or the number of total electoral weights allocated exceeds the electoral weights held by the elector.
- Article X When the total electoral weights allocated are less than the electoral weights held by the elector, the reduced electoral weights are deemed waived.
- Article XI The voting rights shall be calculated on-site immediately after the end of the poll; and the results of the calculation shall be announced by the chair on the site, including the list of persons elected as directors and the numbers of votes with which they were elected.
- 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 XII These Regulations and any amendments hereto shall be put into effect upon approval by a Shareholders' Meeting. Matters not specifically covered herein shall be handled in accordance with applicable provisions set forth in the Company Act and relevant laws and regulations.

Shian Yih Electronic Industry Co., Ltd.
Directors' Shareholdings

- I. The paid-in capital of the Company is NT\$611,750,110, and the number of shares issued is 61,175,011 shares.
- II. Pursuant to Article 26 of the Securities and Exchange Act, the minimum number of shares held by all directors shall be 4,894,000 shares.
- III. As of the book closing date of this shareholders' meeting, the shareholding of individual and all directors is as follows, which meet the requirement percentage provided in Article 26 of the Securities and Exchange Act.

As of: March 28, 2025

Title	Name	Number of shares held	Note
Chairman	Wang, Wei-Sih	3,756,815	Registration number: 31
Vice Chairman	Cheng Yu Investment Co., Ltd Representative: Teng, Chia-Wen	2,729,000	Registration number: 3659
Director	Corporate power investments limited Representative: Wang, Hui-Min	2,117,952	Registration number: 34
Director	Yao, Pai-Chou	438,850	Registration number: 49
Director	Chang, Yu-Chang	729,928	Registration number: 14
Director	Wang, Jih-Chun	683,000	Registration number: 285
Independent Director	Chang, Chia-Hsing	0	Registration number:
Independent Director	Lin, Yu-Sheng	0	Registration number:
Independent Director	Huang, Lan-Ying	0	Registration number:
Total shareholding of all directors		10,455,545	