



2025 Regular Shareholders' Meeting

Agenda Handbook

Date: 10:00 a.m., Friday, June 10, 2025 (Tuesday)

Venue: No. 33, Ln. 277, Sec. 3, Changxing Rd., Luzhu Dist., Taoyuan City, Taiwan
(the Company's Conference Room on the 1st Floor)

Method of Shareholders' Meeting: Physical Shareholders' Meeting

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Chime Ball Technology Co., Ltd.
Procedures of the 2025 Regular Shareholders' Meeting

- I. Call to Order
- II. Chairman's Opening Speech
- III. Reports
- IV. Ratification
- V. Discussion matters
- VI. Extraordinary Motions
- VII. Adjournment

Agenda of the 2025 Regular Shareholders' Meeting

- (I) Time: 10:00 a.m., Friday, June 10, 2025
- (II) Venue: No. 33, Ln. 277, Sec. 3, Changxing Rd., Luzhu Dist., Taoyuan City, Taiwan
(the Company's Conference Room on the 1st Floor)
- (III) Method of Shareholders' Meeting: Physical Shareholders' Meeting
- (IV) Call to Order
- (V) Chairman's Opening Speech
- (VI) Reports
 - Proposal 1: 2024 Business Report
 - Proposal 2: 2024 Audit Committee's Review Report
 - Proposal 3: Distribution of remuneration to employees and directors for 2024.
 - Proposal 4: Report on the 2024 earnings distribution as cash dividend .
 - Proposal 5: Report on the issuance of the second unsecured convertible corporate bonds.
 - Proposal 6: Other report
- (VII) Ratification
 - Proposal 1: The Company's 2024 business report and financial statements.
 - Proposal 2: The Company's 2024 earnings distribution table.
- (VIII) Discussion matters
 - Proposal 1: Amendment to the Company's "Articles of Incorporation" in part
 - Proposal 2: Release of non-compete restrictions on directors
- (IX) Extraordinary Motions
- (X) Adjournment

Reports

Proposal 1:

Subject: The Company's 2024 business report is submitted for review.

Description: Please refer to Attachment 1 on page 8 of the Agenda Handbook for the business report.

Proposal 2:

Subject: The 2024 Audit Committee's Review Report is submitted for review.

Description: Please refer to Attachment 2 on page X of the Agenda Handbook for the Audit Committee's Review Report.

Proposal 3:

Subject: The 2024 distribution of remuneration to employees and directors is submitted for review.

Explanation:

1. According to Article 24 of the Company's Articles of Incorporation, the Company shall provide 0.01% to 15% of the profit of the current year as remuneration to employees and no more than 3% as remuneration to directors; provided that any cumulative losses shall be offset first.
2. The Company posted a net loss of NT\$2,670,375 in 2024, and thus no remuneration will be distributed to employees and directors.

Proposal 4:

Subject: The 2024 earnings distribution cash dividend status report is submitted for review.

Explanation:

1. According to Article 25 of the Company's Articles of Incorporation, the Board of Directors is authorized to distribute all or part of the dividends and bonuses distributable in the form of cash, and report to the shareholders' meeting.
2. Cash dividends totaling NTD 27,018,618 were distributed from the distributable earnings for 2024 pro rata to the shareholders listed in the shareholder register as of the record date. The cash dividend is NTD 0.5 per share, rounded down to the nearest whole dollar. For fractional shares to which the distributed amount is less than NTD 1 per share, the total amount is recognized as "other incomes" of the Company.
3. The Board of Directors has approved this proposal, and authorized the Chairperson to set the ex-dividend date and other related matters. If the number of outstanding shares is affected by subsequent changes in share capital, and the dividend rate is thus changed, the Board of Directors authorizes the Chairperson to adjust the dividend rate to shareholders.

Proposal 5:

Subject: The report on the issuance of the second batch of unsecured convertible corporate bonds is submitted for review.

Explanation:

1. The Company's Board of Directors resolved on July 2, 2024 to issue the second domestic unsecured convertible corporate bonds to reinvest in the subsidiary in Thailand and replenish the working capital, with a total amount of NT\$300 million. The second domestic unsecured convertible corporate bonds took effect on August 9, 2024 with Letter Jin-Guan-Cheng-Fa-Zi No.1130351078 by the Financial Supervisory

Commission, and the offering was completed on September 2 of the same year for listing to trade.

2. As of the fourth quarter of 2024, the actual amount of reinvestment used was NT\$225,862 thousand, and the utilization rate was 64.53%. The amount for replenishing working capital was NT\$29,473 thousand, and the utilization rate was 100%. The use of capital was implemented in accordance with the progress of the financing plan.

Proposal 6:

Subject: Other reports.

Explanation:

1. On April 9, 2025, the Company received a notice from Taipei Exchange, that to strengthen corporate governance and protect shareholders' interests, the reasonableness of the remuneration distributed to directors in 2024 will be fully explained in the annual shareholders' meeting.
2. If the Company makes a profit in a fiscal year, the Board of Directors shall resolve to provide not more than 3% of the profit as remuneration to directors. The Company did not make a profit in 2024, so no remuneration to directors was distributed.
3. The Company has clearly defined the remuneration policy, scope, type and regular review mechanism of directors' remunerations in the Remuneration Guidelines. The remunerations to directors are determined with reference to the directors' participation in the Company's operations, contribution and the usual level of the industry, submitted to the Remuneration Committee for deliberations, and then submitted to the Board of Directors for approval of the total payable amount. The Remuneration Committee regularly reviews the performance evaluation and the relevant measures for remuneration.

Ratification

Proposal 1:

[Proposed by the Board of Directors]

Subject: Please kindly ratify the Company's 2024 business report and financial statements.

Explanation:

1. The 2024 Business Report and Financial Statements (including consolidated financial statements) of the Company were approved by the Board of Directors on March 11, 2025. Of which, the financial statements were audited by Fang, Su-Liand Chang, Chao-Yi, CPAs of Deloitte Taiwan and the Audit Committee, and an audit report was issued.
2. Please refer to Attachment 1 on page 8 and Attachment 3 on page 12 of the Agenda Handbook for the business report, independent auditor's report and financial statements (including consolidated financial statements).

Resolution:

Proposal 2:

[Proposed by the Board of Directors]

Subject: Please kindly ratify the Company's 2024 earnings distribution.

Explanation:

1. The 2024 earnings distribution table has been prepared in accordance with the Articles of Incorporation, and has been approved by the Board of Directors on March 11, 2025.
2. The Company's net loss after tax in 2024 was NT\$2,670,375, plus the undistributed earnings was NT\$1,172,608,466 at the beginning of the period with the remeasurement

of the defined benefit plan of NT\$891,477, the distributable earnings of NT\$1,170,829,568 for the year.

3. Please refer to Attachment 4 on page X of the Agenda Handbook for the Company's 2024 earnings distribution table.

Resolution:

Discussion matters

Proposal 1: [Proposed by the Board of Directors]

Subject: Please kindly resolve the amendment to the "Articles of Incorporation" of the Company in part.

Explanation:

1. In accordance with Article 14 of the Securities and Exchange Act and Order Jin-Guan-Cheng-Fa-Zi No.1130385442, the Company amended some provisions of the "Articles of Incorporation".
2. Please refer to Attachment 5 on page 33 of the Agenda Handbook for the comparison table of the provisions of the "Articles of Incorporation" before and after amendment.

Resolution:

Proposal 2: [Proposed by the Board of Directors]

Subject: Please kindly resolve the proposal to release directors from the non-compete restrictions.

Explanation:

1. According to Article 209 of the Company Act, if a director or its representatives , for their own or on others' behalf, invest or engage in the acts the same or similar to the scope of the Company's business, without prejudice to the Company's interests, the director or its representative shall explain the essential contents of such acts to the shareholders' meeting for permission.
2. In order to utilize the expertise and experience of the Company's directors, it is intended to request the shareholders' meeting to approve the release the directors from the non-compete restrictions. The status of directors' concurrent positions is as follows:

Title	Name	Companies with the lifted non-compete clause	Held position
Director	Li-Hong Lu	Pure Metallica Co., Ltd.	Director

3. Submitted for resolution.

Resolution:

Extraordinary Motions

Adjournment

Attachment 1

Business Report

Dear shareholders:

Due to the involution in the Chinese market, low-price competition, and the sluggish global demand for consumer electronics resulting in the continuous oversupply of the PCB market, the overall PCB performance in 2024 was short from the expectation. Regarding the overall PCB performance, other than the booming demand for AI-related servers and Nvidia AI substrates, the demands for HDI, MLB, and FPCB declined. As for the direct imaging exposure devices, the sales of Chime Ball in Southeast Asian, Taiwanese, and Asian markets were affected by the fierce low-price competition in China. As a result, the sales of Chime Ball were poorer than expected. The overall results of the subsidiary, BHT Service Solution, were also affected by the delayed orders from end customers and the launch of new production capacity of mature process by the manufacturers in China. In order to cast off the evolutionary competitions of the PCB direct imaging devices and mature semiconductor production process from Mainland China, the Company started the re-organization and transformation in 2024 simultaneously.

PCB industry:

The core transformation of direct imaging products reduced costs, and the high-end substrate sorting equipment, the AVI appearance inspection equipment was invested in. In the new technology field of TGV glass substrate, the Company has engaged in the OEM of TGV metallization and planned to establish a small mass production line in Q2 of 2025. The Company is expected to begin receiving orders and ship in the Q4 of 2025. It is expected that the demand for TGV products will surge in the next two years, which will lead to the transformation of the Group and the expansion of its revenue.

Semiconductor industry:

The subsidiary, BHT, is actively developing 12" PECVD devices and key components, while obtaining the right to serve as the Taiwan regional agency from the European aging test equipment manufacturers, to expand into the semiconductor 5G, AI high-frequency aging testing packaging and testing field.

The Group's position for the transformative new devices began in 2024. It is expected to be completed and delivered to customers from Q3 of 2025, which will inject new momentum for the Group. Chime Ball has adopted the ESG as an important indicator for its corporate sustainability. The Group has established a Sustainability Committee and actively engaged in the three aspects, namely energy saving and carbon reduction in the plant, employee care, and care for the socially disadvantaged groups. The ESG report has been prepared actively and uploaded in August 2025, in line with the corporate

commitment to ESG and promoting the industry to move towards to the direction of sustainable development.

I would like to express my sincere gratitude to all employees, customers, shareholders, and partners for their support and recognition of our work in the last year. The China bonus no longer existed due to the continuously escalating and intensifying US-China trade war. The product and operating strategies need to be adjusted as soon as possible. Since 2024, Chime Ball began the organization restructuring, adjustment to the device R&D and development direction, and development of new TGV OEM business, and semiconductor high power packaging and testing agency services have gradually formed. With the collective mission and awareness of the Group's colleagues, we will strive to become the best solution provider in the IT ecological industry, demonstrate the expectations and confidence of ourselves, and gradually show our results of transformation. Please support and expect us together.

I. 2024 Consolidated Business Report

(I) 2024 Business Plan Implementation Results

Unit: NTD thousand; %

Item	2024	2023	Increase (decrease) amount	Increase (decrease) ratio
Net operating revenue	915,514	1,407,762	(492,248)	(34.97)
Operating gross profit	249,757	375,977	(126,219)	(33.57)
Operating expenses	313,543	346,009	(32,467)	(9.38)
Operating income	(63,786)	29,968	(93,753)	(312.85)
Non-operating income/expenses	77,070	61,562	15,508	30.08
Net profit after tax attributable to the Company's owners	(2,670)	49,227	(51,897)	(105.42)

The Company's consolidated operating revenue for 2024 was NT\$915,514 thousand, a decline of 34.97% from the consolidated operating revenue of NT\$1,407,762 thousand in 2023, mainly due to the continuous geopolitical conflicts in 2024, the closeout of consumer electronics inventory was not as expected, which impacted the global supply chain capacity position. The overall market growth of the PCB industry is slowing down under the continued negative factors including international conflicts, high inflation, and high inventory.

(II) Budget Execution

According to current laws and regulations, the Company did not disclose financial forecasts for 2024. The overall operational status of the Company is roughly in line with the original operating plan, with no significant anomalies.

(III) Analysis of financial income, expenditure and profitability:

Unit: NTD thousand; %

Item		2024	2023
Profitability	Return on total assets (%)	(0.73)	0.96
	Return on equity (%)	(0.36)	1.84
	Operating profit to paid-in capital ratio	(11.80)	6.27
	Net income before tax to paid-in capital ratio	2.46	19.15
	Net profit margin (%)	(0.57)	3.46
	Earnings per share after tax (NTD)	(0.06)	1.04

All the profitability indicators in 2024 declined from 2023, mainly due to the decrease in operating revenue and profitability in 2024 year-on-year.

(IV) Performance in Research and Development

Applications such as low earth orbit satellite communications, AI servers, high-performance computing (HPC), and electric vehicles are constantly leading the overall market demands. Many equipment manufacturers are thus moving toward high-end equipment and semiconductors along with PCB manufacturers. In the future, IC substrates will be the main source of growth momentum of the PCB industry, followed by HDI, multi-layer boards and FPC products. The equipment development will be focused on the provision of solutions for satellite communications, electric vehicles, high performance computing (HPC), artificial intelligence (AI), servers, solar panels, and other PCB exposure processes. Meanwhile, the deployment and R&D of high-end exposure equipment for substrates and packaging will be adjusted in a proactive manner. Below are the R&D expenses invested in the last two years, and the R&D achievements thereof:

1. R&D expenses invested in the last two years

Unit: NTD thousand; %

Item	2024	2023
R&D expenses invested	69,048	99,119
Net operating revenue	915,514	1,407,762
R&D expenses to net revenue (%)	7.54	7.04

2. Research and development achievements in the last two years

Year	R&D achievements
2024	LED+ Laser mixed wave LDI device Lead frame AVi appearance inspection machine
2023	Gemini 8600 SR_F FPC Solder Mask DI Exposure Machine TiTAN 8600W Mini LED DI Exposure Machine for White Oil DI Laser Light Source + UV LED Hybrid Light Source CBT-50RT30 FPC Collimated Light Exposure Machine

II. 2025 business plan overview:

(I) Business Policy

1. Continuously deploy PCB equipment and semiconductor cross-industry alliance opportunities, and cooperate with strategic partners to expand product applications, enhance adhesion with international manufacturers, and stay close to the market.
2. Actively explore the opportunities for upstream and downstream investment in PCB and semiconductor industries, stimulating the growth momentum of the Company's business.
3. Actively grasp market trends and international situations, and boost customer relations as well as building the brand image through market analysis and customer classification.
4. Proactively expand service locations and production bases in Southeast Asia in response to the relocation of PCB factories in order to enhance customer services, attract talent, and continuously strengthen our competitive advantages.
5. Continuously strengthen personnel recruitment and education and training programs, properly develop talents, and ensure sound and professional organization and management, effectively reducing talent turnover and thereby achieving the goal of sustainable operation.
6. Review internal resources, devise the integration plan, and establish the cross-department collaboration mechanism in response to the new business model.
7. Implement green manufacturing and fulfill corporate social responsibility.

(II) Sales forecast and basis thereof

The Company's expected sales quantity for 2025 remains conservative, as the increase in annual sales quantity depends on the global economic recovery status and changes in the industry operating environment, and factors such as the Company's recent operating conditions, new customer development progress, capacity expansion and technology improvement are also taken into account.

(III) Key Marketing Policies

1. Production policy:

- (1) Flexible manufacturing system to effectively deploy manpower allocation in the low seasons and high seasons.
- (2) Strengthen management, improve yield rate, and rationalize working hours to reduce production costs.
- (3) Find alternative suppliers, establish a safety stock strategy and shorten the delivery time to enhance the competitiveness for order receiving.
- (4) Form strategic alliances with upstream suppliers, deploy advanced materials, ensure procurement advantages of raw materials, establish green supply chains, and maintain close and long-term partnerships with suppliers.
- (5) In response to the movement of supply chain in the PCB industry, the Company actively lays out its production bases in Southeast Asia.

2. Sales policy:

- (1) Foster relationships with important domestic and foreign customers, establish long-term positive cooperation with customers, and actively develop new customers in order to expand the international market and increase global market share.
- (2) Establish a comprehensive device turnkey business model.
- (3) Provide satisfactory after-sales service to enhance the added value of products.

III. Future Development Strategies

With the development vision of making the Group become the best manufacturing solution provider in the IT industry, and with the targets of being “in pursuit of excellence,” “customer-orientated,” “bold to dream” and “human-centered,” the following development strategies are formulated:

- (I) Grasp market demand, integrate group resources to create R&D momentum, and increase core technical capabilities.
 - (II) Continue to develop, to obtain more international certifications and patent applications in more countries.
 - (III) Pay attention to industry development trends and pulse, and make early arrangements for service locations and production bases in response to industry relocation.
 - (IV) Implement the three dimensions of “environmental sustainability,” “social responsibility,” and “corporate governance” in detail, and simultaneously incorporate ESG standards into work objectives.
- IV. Impacts from External Competitive Environment, Regulatory Environment, and Overall Operating Environment:

IV. Impacts from External Competitive Environment, Regulatory Environment, and Overall Operating Environment:

- (I) External competitive environment: With many competitors in the industry and the rise of the red supply chain, competition is becoming fierce. In the face of these challenges, the Company will continue to improve its core technical capabilities and actively invest in the R&D of high-end equipment.
- (II) Regulatory environment: To meet the regulatory requirements of increasingly stringent environmental regulations, climate change response laws, and tax system adjustments, the Company will actively implement ESG sustainable management concepts and make proper plans to comply with relevant tax regulations, so as to reduce the operational stress in the industry.
- (III) Overall operating environment: The uncertainties, rising inflation, challenges in the labor market, and supply chain constraints, together with the fading effects of fiscal and monetary stimulus programs from various countries, will pose significant risks to the overall economy. In response, the Company will prudently adapt to changes in global industry and market demand, continuously improve operational flexibility, and properly implement risk control measures with the aim of achieving sustainable growth and creating value for the company.

Chairman: Hung-Ming Chang General Manager: Hung-Ming Chang Accounting Manager: Wei-Chun Lin

Attachment 2

Chime Ball Technology Co., Ltd. Audit Committee's Review Report

The Company's 2024 business report, consolidated financial statements, parent company only financial statements and earnings distribution table have been prepared. The consolidated financial statements and parent company only financial statements have been audited by Fang, Su-Li and Chang, Chao-Ying, CPAs of Deloitte Taiwan, and the independent auditor's report has been issued.

The Audit Committee has reviewed the aforementioned business report, consolidated financial statements, parent company only financial statements and earnings distribution proposal, and found no inconsistency. We hereby submit this report in accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act.

Please review.

To

2025 Regular Shareholders' Meeting, Chime Ball Technology Co., Ltd.

Convener of Audit Committee: Hsueh-Po Lu

March 11, 2025

Attachment 3

Independent auditors' opinions and consolidated financial statements

Independent auditors' opinions and parent company only financial
statements

Attachment 4

Chime Ball Technology Co., Ltd. 2024 Earnings Distribution Table

Unit: NTD

Item	Amount	Note
Unappropriated Retained Earnings at the Beginning of the Period	1,172,608,466	
Plus: Remeasurement of defined benefit plan	891,477	
Less: Net loss after tax in 2024	(2,670,375)	
Distributable earnings	1,170,829,568	
Distribution Items:		
Shareholder Bonus in Cash	(27,018,618)	
Unappropriated Earnings at the End of the Period	1,143,810,950	

Chairman: Hung-Ming
Chang

Manager: Hung-Ming
Chang

Accounting Supervisor:
Wei-Chun Lin

Attachment 5

Comparison table of the Articles of Incorporation before and after amendment

Article	After amendment	Original article	Basis and reason for amendment
Article 19:	The board of directors is authorized to determine the remunerations to the chairperson and directors based on their participation in the Company's operations and the values of their contributions, with reference to the general level in the industry. The aforementioned remuneration shall be submitted to the Board of Directors for approval after being deliberated and approved by the Remuneration Committee.	The board of directors is authorized to determine the remunerations to the chairperson and directors based on their participation in the Company's operations and the values of their contributions, with reference to the general level in the industry. The aforementioned remuneration shall be reviewed and approved by the Remuneration Committee, and then submitted to the Board of Directors for approval and to <u>the shareholders' meeting for resolution.</u>	Modified based on the actual needs of the Company.
Article 24:	If the Company makes a profit in a fiscal year, it shall provide 0.01% to 15% of the profit as remuneration to employees, which shall be distributed in shares or in cash upon the resolution of the Board of Directors. <u>In the amount of remuneration to employee referred to in the preceding paragraph, no less than 60% of the amount shall be distributed as remuneration non-executive employees.</u> <u>The employees entitled to receive the remunerations in the preceding two paragraphs include the employees of the controlling or subordinate companies meeting certain criteria.</u>	If the Company makes a profit in a fiscal year, it shall provide 0.01% to 15% of the profit as remuneration to employees, which shall be distributed in shares or in cash upon the resolution of the Board of Directors. The Company's employees entitled to receive remunerations include the employees of the Company's controlling or subordinate companies meeting certain criteria, and the conditions and subscription terms shall be determined by the Board of Directors.	Amended in accordance with the law and actual needs.
Article 28	These Articles of Incorporation were established on February 8, 1999 The 21st amendment was made on June 16, 2022. The 22nd amendment was made on June 15, 2023. <u>The 23rd amendment was made on June 10, 2025.</u>	These Articles of Incorporation were established on February 8, 1999 The 21st amendment was made on June 16, 2022. The 22nd amendment was made on June 15, 2023.	Date of amendment was added.

Appendix 1

Articles of Incorporation of Chime Ball Co., Ltd. (before amendment)

Chapter I General Provisions

- Article 1: The Company is organized as a company limited by shares in accordance with the Company Act and is named "Chime Ball Technology Co., Ltd".
English name: Chime Ball Technology Co., Ltd.
- Article 2: The businesses engaged by our company are as follows:
1. F113010 Wholesale of Machinery
 2. F213080 Retail Sale of Machinery and Equipment
 3. E604010 Machinery Installation
 4. CB01010 Machinery Equipment Manufacturing
 5. F401010 International Trade
 6. I301010 Information Software Services
 7. JE01010 Leasing
 8. CC01080 Electronic Parts and Components Manufacturing
 9. F119010 Wholesale of Electronic Materials
 10. F219010 Retail Sale of Electronic Materials
 11. CD01060 Aircraft and Parts Manufacturing
 12. C805050 Industrial Plastic Products Manufacturing
 13. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval
- Article 3: The Company established its head office in Taoyuan City, the Republic of China, and may, pursuant to a resolution adopted at the meeting of the Board of Directors, set up branch offices, factories, sales offices, or contact offices within or outside the territory of the Republic of China when deemed necessary.
- Article 4: Public announcements of the Company shall be made according to Article 28 of the Company Act.
- Article 5: The Company's investment in other domestic and foreign businesses is not subject to the restrictions on the total amount of investment under the Company Law and may exceed 40% of the total paid-in capital.
- Article 6: The Company may provide external endorsements and guarantees for business needs, and the operations shall be carried out in accordance with the Company's operating

procedures for endorsement and guarantee.

- Article 7: After the Company's shares are publicly offered, if it intends to revoke the public issuance, a resolution should be submitted to the shareholders' meeting, and this article shall remain unchanged during the Emerging Stock Market period and the listed/OTC trading period.

Chapter II Shares

- Article 8: The total capital stock of the Company shall be in the amount of NT\$800,000,000, divided into 80 million shares, at NT\$10 per share. The unissued shares are authorized to be issued in installments by the board of directors as needed.

From the total capital in the first paragraph, NT\$50 million is reserved and divided into 5 million shares for the issuance of employee warrants, which may be issued in tranches according to the resolution of the Board of Directors.

When the Company issues employee warrants at a subscription price lower than the market price, it shall be approved by a shareholders' meeting attended by shareholders representing more than half of the total issued shares, and with the consent of more than two-thirds of the voting rights of the attending shareholders before the issuance can proceed.

- Article 8-1: If the Company plans to transfer shares to employees at a price lower than the average actual purchase price, it shall be proposed at the soonest shareholders' meeting with more than half of the issued shares attended, and approved by more than two-thirds of the voting rights of the attending shareholders, before the transfer.

- Article 9: The Company's shares shall be registered shares, signed or stamped by the director representing the Company, and issued after verification in accordance with the Company Act of the Republic of China and other relevant laws and regulations. The Company may issue shares without printing physical share certificates but shall register with a central securities depository institution. The same applies to other securities.

- Article 10: After the Company's public offering, the transfer of shares shall be suspended within 60 days before the annual shareholders' meeting, within 30 days before the extraordinary shareholders' meeting, or within 5 days before the record date for the distribution of dividends, bonuses, or other benefits.

Chapter III Shareholders' Meeting

- Article 11: Shareholders meetings of the Company are of two kinds: (1) regular meeting and (2) special meeting. Regular meetings shall be convened at least once a year by the Board of Directors according to the law within six months after close of each fiscal year.

Special meetings shall be convened whenever necessary according to the laws and regulations. After the Company's public offering, shareholders with less than 1,000 shares may be notified by public announcement.

Article 11-1: The Company's shareholders' meetings may be held by video conference or other methods announced by the central competent authority. If the competent authority of securities has provided for the required criteria, operating procedures and other requirements for a shareholders' meeting held via video conference, such provisions shall prevail.

Article 12: If a shareholder is unable to attend a shareholders' meeting for any reason, they may issue a power of attorney in accordance with Article 177 of the Company Law and the "Regulations for the Use of Proxy Forms for Publicly Issued Companies Attending Shareholders' Meetings" promulgated by the competent authority, and appoint a proxy to attend on their behalf.

Article 13: Each shareholder of the Company, except for the situations where the shares have no voting rights as prescribed in Article 179 of the Company Law and other legal regulations, has one vote per share.

Article 14: Unless otherwise provided by the Company Act, any resolution of a shareholders' meeting shall be adopted by a majority of the voting rights of the attending shareholders with the attendance of shareholders representing a majority of the total outstanding shares.

Article 15: Where a shareholders' meeting is convened by the Board of Directors, the meeting is chaired by the Chairperson; where the Chairperson is absent, the chairperson shall designate a director to act on his/her behalf; if not designated, the directors shall elect one among themselves to act as the chairman. Where the meeting is convened by a person with right to convene other than the Board of Directors, the convener shall serve as the chairman of the meeting. If there are two or more conveners, they shall elect one among themselves to serve as the chairman.

Chapter IV Directors, Supervisors and Audit Committee

Article 16: The Company shall have nine to thirteen directors, with a term of three years, and they are eligible for re-election. Among the director seats, independent directors shall be appointed after the Company goes public, with no fewer than two independent directors and no less than one-fifth of the total director seats. The election of directors shall adopt the candidate nomination system, and the shareholders' meeting shall elect directors from the list of director candidates. The professional qualifications, shareholdings, restrictions on concurrent employment, methods of nomination and other requirements for independent directors shall be subject to the applicable regulations of the competent authority of securities.

In addition to the provisions of the Company Act 192-1, the election of directors shall also comply with the Company's "Regulations Governing the Election of Directors". In accordance with Article 14-4 of the Securities Exchange Act, the Company establishes the Audit Committee to replace the supervisors. The Audit Committee is composed of all independent directors, with no fewer than three members. One of them shall serve as the convener. The exercise of authority and related matters shall comply with the relevant laws and regulations, and the Audit Committee's Charter shall be separately established and implemented after being approved by the board of directors.

- Article 17: The board of directors shall be convened by the Chairperson in accordance with the law, unless otherwise provided by the Company Act. A board meeting may be convened anywhere in Taiwan, or via video conference; any director attending the meeting via video conference shall be deemed to have attended the meeting in person. The board meeting may be convened at any time when necessary, but at least once a quarter. In case of emergency, the meeting may be convened at any time. The notice of a board meeting may be given by fax or e-mail. The notice mentioned in the preceding paragraph may, subject to consent of the recipient, be sent in electronic manner.
- Article 18: Where the Chairman is on leave or unable to perform his/her duties for whatever reason, the appointment of his/her proxy shall be subject to Article 208 of the Company Act.
- Article 19: The board of directors is authorized to determine the remunerations to the chairperson and directors based on their participation in the Company's operations and the values of their contributions, with reference to the general level in the industry. The aforementioned remuneration shall be reviewed and approved by the Remuneration Committee, and then submitted to the Board of Directors for approval and to the shareholders' meeting for resolution.
- Article 20: The Company may take out liability insurance for directors during their term of office covering the liability they are legally required to bear within the scope of business conducted by them.
- Article 21: The Company's directors may receive transportation allowance. If a director also holds other positions in the Company concurrently, he/she may receive salaries in accordance with the general standards.

Chapter V Managers

- Article 22: The Company may have a number of managerial officers, whose appointment, dismissal and remuneration are handled in accordance with Article 29 of the Company Act.

Chapter VI Accounting

- Article 23: The Company's fiscal year is from January 1 to December 31 of each year. After settling the annual final accounts, the Board of Directors shall prepare the following reports and statements for submission to the regular shareholders' meeting for ratification: (I) Business report; (II) Financial statements; (III) Proposal for earnings distribution or deficit compensation.
- Article 24: If the Company makes a profit in a fiscal year, it shall provide 0.01% to 15% of the profit as remuneration to employees, which shall be distributed in shares or in cash upon the resolution of the Board of Directors. The Company's employees entitled to receive remunerations include the employees of the Company's controlling or subordinate companies meeting certain criteria, and the conditions and subscription terms shall be determined by the Board of Directors.
- The Company may set aside a maximum of 3% of the above-mentioned profit for directors' remuneration as resolved by the board of directors. The proposal for the distribution of employee compensation and director remuneration shall be reported to the shareholders' meeting. However, if the Company still has cumulative losses, an amount shall be reserved in advance to make up the losses.
- The Company may transfer the treasury shares repurchased, issue employee warrants, issue new restricted employee shares, and issue new shares reserved for employee subscription in the cash capital increase, to employees of the Company's controlling or subordinate companies who meet certain criteria, and the terms and subscription methods thereof shall be determined by the Board of Directors.
- Article 25: If the Company has a profit at the year's final accounting, it shall first pay taxes and make up any cumulative losses in accordance with laws, and then make a 10% contribution of the balance to the legal reserve, unless the amount of such legal reserve equals or exceeds the paid-in capital of the Company. Provision/reversal of special reserve shall then be made based on the rest of the profit. The residual balance, if any, shall be added to the accumulated unappropriated retained earnings, and the board of directors shall prepare a proposal on earnings distribution. When such distribution is to be made by issuing new shares, the distribution shall be subject to the resolution of the shareholders' meeting.
- Where any distribution of part or all of dividends and bonuses or legal and capital surplus is made by distributing cash, the board of directors may be authorized to do so upon the approval by a majority of the attending directors in a meeting attended by at least two-thirds of all directors, and submit a report thereof to a shareholders' meeting.
- Article 26: Dividend policy: The Company's dividends are distributed in consideration of the environment and growth stage of the Company, in response to future capital

requirements and financial planning. Under the principle of balanced dividends, the Board of Directors shall prepare the distribution proposal to be implemented upon the resolution of the shareholders' meeting. Of which, the principle is that the cash dividends shall be no less than 20% of the total amount of the director distribution. However, the actual amount, type, and ratio of profit distribution may be adjusted according to the actual profits and capital conditions, as determined by the shareholders' meeting.

Chapter VII Supplementary Provisions

Article 27: Matters not provided for by the Articles shall be subject to the Company Act.

Article 28: These Articles of Incorporation were established on February 8, 1999

The 1st amendment was on June 8th, 2002.

The 2nd amendment was on March 26th, 2003.

The 3rd amendment was on August 12th, 2003.

The 4th amendment was on December 12th, 2003.

The 5th amendment was on June 21st, 2004.

The 6th amendment was on June 29th, 2005.

The 7th amendment was on June 23rd, 2006.

The 8th amendment was on June 3rd, 2007.

The 9th amendment was on August 24th, 2007.

The 10th amendment was on October 30th, 2009.

The 11th amendment was on June 15th, 2010.

The 12th amendment was on August 23rd, 2010.

The 13th amendment was on January 6th, 2011.

The 14th amendment was on June 12th, 2012.

The 15th amendment was on June 13th, 2013.

The 16th amendment was on June 28th, 2016.

The 17th amendment was on June 5th, 2018.

The 18th amendment was on June 14th, 2019.

The 19th amendment was on June 10th, 2020.

The 20th amendment was on July 7th, 2021.

The 21st amendment was made on June 16, 2022.

The 22nd amendment was made on June 15, 2023.

Chime Ball Technology Co., Ltd.

Chairman: Hung-Ming Chang

Appendix 2

Rules of Procedure for Shareholders' Meeting

Article 1

To establish a strong governance system and sound supervisory capabilities for the Company's shareholders meetings, and to strengthen management capabilities, these Rules are adopted pursuant to the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies.

Article 2

The rules of procedures for the Company's shareholders meetings, except as otherwise provided by law, regulation, or the articles of incorporation, shall be as provided in these Rules.

Article 3

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

Any change to the manner in which a shareholders' meeting of The Company is convened shall be made via a resolution of the Board of Directors at least before a notice of the meeting is sent. The convening of the regular shareholders' meeting shall be notified to all shareholders 30 days in advance. For shareholders holding less than 1,000 shares of registered shares, it can be announced by entering the Market Observation Post System (MOPS) 30 days in advance.

The convening of a special shareholders' meeting shall be notified to all shareholders 15 days in advance. For shareholders holding less than 1,000 shares of registered stock, it can be announced by entering the MOPS 15 days in advance.

The Company shall, 21 days prior to an annual shareholders' meeting or 15 days prior to a special shareholders' meeting, prepare electronic files of a meeting handbook and supplementary materials for the shareholders' meeting and upload such files to the MOPS. Where the paid-in capital of The Company on the end date of the most recent fiscal year equals or exceeds NT\$2 billion or where at least 30% of the shares of The Company are held by foreign and Mainland Chinese investors as recorded in the shareholder register at the time when the annual shareholders' meeting of the most recent fiscal year is convened, the foregoing electronic files shall be uploaded 30 days prior to the annual shareholders' meeting.

The Company shall, 15 days prior to a shareholders' meeting, prepare a meeting handbook and supplementary materials for the shareholders' meeting and make them available to shareholders upon request at any time. They shall be displayed at The Company and any professional shareholder service agent engaged by The Company.

The meeting handbook and supplementary materials under the preceding paragraph shall be made available to shareholders on the day of a shareholders' meeting in any of the following manners:

1. For any shareholders' meeting held in a physical manner, they shall be distributed at the venue of the meeting.
2. For any shareholders' meeting held with the assistance of video conference, they shall be distributed at the venue of the meeting with their electronic files uploaded to the video conference platform.
3. For any shareholders' meeting held via video conference, their electronic files shall be uploaded to the video conference platform.

The notice and announcement of a shareholders' meeting shall indicate the reasons for convening the meeting. Such a notice may, subject to consent of the recipient, be sent electronically.

Matters relating to election or discharge of directors, amendment to the Articles of Incorporation, capital reduction, application for cessation of public offerings, approval for any director to compete with The Company, capital increase from earnings or reserves or the dissolution, merger or division of The Company, or the matters set forth in paragraph 1, Article 185 of the Company

Act, Articles 26-1 and 43-6 of the Securities and Exchange Act and Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be enumerated, along with a description of their key information, in the reasons for convening a shareholders' meeting and may not be proposed in the form of an extempore motion.

Where the reasons for convening a shareholders' meeting have indicated an election of new directors and the date of their taking office, the shareholders' meeting may not, by an extempore motion or otherwise, change the date of their taking office once such an election has been completed at that meeting.

Any shareholder holding at least 1% of the total outstanding shares may submit to The Company a proposal for an annual shareholders' meeting. Such submission shall be limited to only one proposal, and any submission of more than one proposal will not be accepted. Where any of the circumstances under paragraph 4, Article 172-1 of the Company Act applies to any proposal submitted by a shareholder, the Board of Directors may decline to accept such proposal.

A shareholder may submit a proposal for suggestions on urging the Company to enhance public interest or fulfill its social responsibility. Procedurally, such submission shall be limited to only one proposal in accordance with Article 172-1 of the Company Act, and any submission of more than one proposal will not be accepted.

The Company shall, prior to the book closure date before an annual shareholders' meeting, announce that it will accept proposals submitted by shareholders in writing or electronically and specify the location and period for accepting such proposals. The period for accepting such proposals shall be no less than 10 days.

A proposal submitted by any shareholder shall contain no more than 300 words, and no proposal containing more than 300 words will be accepted. Any shareholder submitting a proposal shall attend the annual shareholders' meeting in person or by proxy and participate in the discussion of the proposal.

The Company shall, prior to the date of notice of a shareholders' meeting, inform the shareholders submitting proposals of the results of review of their proposals, and shall include in the notice of meeting a list of proposals that have met the requirements under 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 4

A shareholder may appoint a proxy to attend a shareholders' meeting by presenting a proxy form printed by the Company indicating the scope of authorization.

A shareholder may only execute one power of attorney and appoint one proxy only, and shall serve such written proxy to the Company no later than 5 days prior to the meeting date of the shareholders' meeting. If two or more written proxies are received from one shareholder, the first one received by the Company shall prevail; unless an explicit statement to revoke the previous written proxy is made in the proxy which comes later.

If, after a letter of attorney has been delivered to the Company, a shareholder intends to attend a shareholders' meeting in person, a written notice of revocation of proxy appointment shall be submitted to the Company 2 days prior to the date of the shareholders' meeting. Where such a notice of revocation is not submitted within the said time limit, the voting rights exercised by the appointed proxy at the meeting shall prevail.

If, after a letter of attorney has been delivered to the Company, a shareholder intends to attend a shareholders' meeting via video conference, a written notice of revocation of proxy appointment shall be submitted to the Company 2 days prior to the date of the shareholders' meeting. Where such a notice of revocation is not submitted within the said time limit, the voting rights exercised by the appointed proxy at the meeting shall prevail.

Article 5

The location of a shareholders' meeting shall be in the place where The Company is located or any location easily accessible to shareholders and suitable for a shareholders' meeting. The meeting start time shall be no earlier than 9:00 a.m. and no later than 3:00 p.m. The opinions of independent directors shall be given full consideration regarding the location and time of the meeting.

Any shareholders' meeting held via video conference will not be subject to the restrictions on its location under the preceding paragraph.

Article 6

A notice of meeting shall indicate the time and location for accepting check-in by shareholders, solicitors and appointed proxies (hereinafter "shareholder") and other information requiring attention.

The time for accepting check-in by shareholders under the preceding paragraph shall be no later than 30 minutes prior to the meeting start time. The location for check-in shall be clearly marked, with a sufficient number of competent personnel assigned to accept check-in. In the case of a shareholders' meeting held via video conference, check-in by shareholders shall be accepted on the video conference platform of the meeting prior to the meeting start time, and any shareholder who has completed check-in shall be deemed as attending the meeting in person.

The Company shall prepare an attendance book for shareholders attending in person or by proxies (collectively, the "shareholders") to sign in, or, alternatively, an attending shareholder may hand in a sign-in card.

The Company shall provide any shareholder attending a shareholders' meeting with a meeting handbook, an annual report, an attendance card, statement notes, voting ballots and other meeting materials. Where an election of directors is held, election ballots shall also be provided.

Shareholders attending in person or by proxies (collectively, the "shareholders") shall attend a shareholders' meeting by presenting an attendance card, a sign-in card or any other document of attendance. A solicitor soliciting letters of attorney shall carry an identity document for verification.

Where a shareholder is a government entity or corporation, it may be represented by more than one person at a shareholders' meeting. Where a corporation is appointed as a proxy to attend a shareholders' meeting, it may be represented by only one person at the meeting.

Where a shareholders' meeting is held via video conference, any shareholder intending to attend the meeting via video conference shall register with The Company 2 days prior to the meeting.

Where a shareholders' meeting is held via video conference, the Company shall upload a meeting handbook, an annual report and other relevant materials to the video conference platform of the meeting prior to the start of the meeting and keep them disclosed until the end of the meeting.

Article 6-1

The following information shall be specified in the notice of any shareholders' meeting held by The Company via video conference:

1. The manner in which a shareholder attends a video conference and exercises his/her rights.
2. In the event of any hindrance caused by an act of God, an incident or any other force majeure situation to the video conference platform or attendance via video conference, the treatment of such a situation shall include at least the following information:
 - (1) The time for postponing or resuming the meeting in the event of continued failure to remove the foregoing hindrance, and the date of the meeting if postponement or resumption is required.
 - (2) Any shareholder who has not registered to attend the original meeting via video conference may not attend the postponed or resumed meeting.

- (3) Where any shareholders' meeting held with the assistance of video conference cannot resume via video conference, the meeting shall resume if the total number of attending shares less the number of shares attending via video conference equals or exceeds the legal quorum of the meeting. Any shareholder attending the meeting via video conference shall have the number of his/her attending shares included in the total number of shares held by the attending shareholders, and shall be deemed to have abstained with respect to all proposals for the meeting.
 - (4) The treatment of the situation where the results of all proposals have been announced without any extempore motion.
3. Where a shareholders' meeting is held via video conference, the appropriate alternative measures available for shareholders who have difficulties in attending the meeting via video conference shall be specified.

Article 7

Any shareholders' meeting convened by the Board of Directors shall be chaired by the Chairperson. Where the Chairperson is on leave or unable to perform his/her duties for whatever reason, the Vice Chairperson shall act on his/her behalf. In the absence of a Vice Chairperson or where the Vice Chairperson is also on leave or unable to perform his/her duties for whatever reason, the Chairperson shall appoint a managing director or, in the absence of any managing director, a director to act on his/her behalf. Where the Chairperson has failed to make such appointment, the managing directors or directors shall select one of them to act on his/her behalf. Any managing director or director appointed to act as the chairperson under the preceding paragraph shall be one who has been in office for no less than 6 months and who understands the financial and business conditions of The Company. The same shall apply where the chairperson is a representative of any corporate director.

Where a shareholders' meeting is convened by any person other than the Board of Directors with the power to convene such a meeting, that person shall chair the meeting. If there are two or more such persons, they shall select one of them to chair the meeting.

Article 8

The Company may appoint any attorney or certified public accountant (CPA) it has engaged or any related person to attend a shareholders' meeting in a non-voting capacity.

Article 9

The Company shall, from the time it starts to accept check-in by shareholders, make uninterrupted audio and video recordings of the full processes of check-in, meeting, voting and vote counting.

The audio and video recordings under the preceding paragraph shall be retained for at least one year. Where any shareholder has filed a lawsuit pursuant to Article 189 of the Company Act, such recordings shall be retained until conclusion of the lawsuit.

Where a shareholders' meeting is held via video conference, The Company shall retain the records of information including the registration and entries of shareholders, their check-in, questions and voting records and the result of vote counting, and shall make uninterrupted audio and video recordings of the full process of the video conference.

The information and audio and video recordings under the preceding paragraph shall be properly retained during the existence of The Company, with the audio and video recordings provided to the video conference service provider engaged by The Company for retention.

Article 10

Shares shall be the basis for calculating attendance at a shareholders' meeting. The number of attending shares shall be calculated in accordance with the checked-in numbers of shares in the attendance book or sign-in cards handed in and on the video conference platform plus the number of shares whose voting rights will be exercised in writing or electronically.

The chairperson shall, at the specified meeting start time, call a meeting to order and announce the numbers of non-voting shares and attending shares. Where the number of shares represented by the attending shareholders falls short of a majority of the total outstanding shares, the chairperson may postpone the meeting start time no more than twice, and the total duration of such postponement shall not exceed one hour. Where, after two postponements, the number of shares represented by the attending shareholders has failed to reach one-third of the total outstanding shares, the chairperson shall declare the meeting adjourned due to lack of quorum. If the meeting is held via video conference, the Company shall also announce such adjournment on the video conference platform of the meeting.

If, after two postponements, the number of shares represented by the attending shareholders still falls short of the quorum but has reached or exceeded one-third of the total outstanding shares, a tentative resolution may be adopted in accordance with paragraph 1, Article 175 of the Company Act, and all shareholders shall be notified of the tentative resolution indicating that another shareholders' meeting will be convened within one month. If the meeting is held via video conference, any shareholder intending to attend the meeting via video conference shall register again with The Company in accordance with Article 6 hereof.

If, prior to the conclusion of the meeting, the number of shares represented by the attending shareholders has reached or exceeded a majority of the total outstanding shares, the chairperson may, in accordance with Article 174 of the Company Act, call a re-vote by the meeting on any tentative resolution adopted.

Article 11

The agenda of any shareholders' meeting convened by the Board of Directors shall be set by the Board of Directors, and a vote shall be held on each of the relevant proposals (including extempore motions and amendments to original proposals). The meeting shall proceed according to the set agenda, which may only be changed by a resolution of the meeting.

The preceding paragraph shall also apply to any shareholders' meeting convened by any person other than the Board of Directors with the power to convene such a meeting.

The chairperson may not, prior to the conclusion of the meeting on the set agenda under the preceding two paragraphs (including extempore motions), declare the meeting adjourned without a resolution. Where the chairperson has declared the meeting adjourned in violation of the rules of procedure, the other members of the Board of Directors shall promptly assist the attending shareholders to elect a new chairperson in accordance with legal procedures, subject to approval of a majority of the voting rights represented by the attending shareholders, to continue the meeting.

The chairperson shall give sufficient opportunities for explanation and discussion of any proposal or any amendment or extempore motion submitted by a shareholder. If the chairperson determines that the proposal, amendment or motion can be put to a vote, he/she may end the discussion and submit the proposal, amendment or motion to a vote with sufficient time arranged for voting.

Article 12

Prior to giving a statement, an attending shareholder shall submit a statement note specifying the gist of his/her statement and his/her shareholder account number (or attendance card number) and account name. The chairperson shall determine the order in which the shareholder will give his/her statement.

Any attending shareholder who has submitted a statement note without giving any statement shall be deemed to have not given any statement. Where a statement given is inconsistent with that specified in the statement note, the statement given shall prevail.

Except with consent of the chairperson, no shareholder may give a statement more than twice on the same proposal, and each statement shall be given for no longer than 5 minutes. If a

shareholder's statement has violated the relevant rules or gone beyond the scope of the proposal, the chairperson may stop the shareholder from continuing his/her statement.

When an attending shareholder is giving a statement, no other shareholder may interrupt by speaking without consent of the chairperson and the shareholder giving a statement. The chairperson shall stop any such interruption.

Where a corporate shareholder has appointed two or more representatives to attend a shareholders' meeting, only one of them may give a statement on a proposal.

After an attending shareholder has concluded his/her statement, the chairperson may give or appoint any related person to give a response.

Where a shareholders' meeting is held via video conference, any shareholder attending the meeting via video conference may, after the chairperson calls the meeting to order and before he/she declares the meeting adjourned, ask questions in a textual form on the video conference platform of the meeting no more than twice for each proposal with no more than 200 words per question. The provisions under paragraphs 1 to 5 shall not apply.

Article 13

Shares shall be the basis for calculating votes at a shareholders' meeting.

The number of shares held by the shareholders without voting rights shall not be counted in the total number of issued shares for the resolution of the shareholders' meeting.

Where a shareholder has a personal stake in any proposal to a shareholders' meeting and is therefore likely to prejudice the interests of the Company, the shareholder may not vote on that proposal and may not exercise voting rights as a proxy for any other shareholder. The number of shares not entitled to exercise voting rights as mentioned in the preceding paragraph shall not be counted in the calculation of the votes casted by the shareholders present.

Except for a trust company or any shareholder service agent approved by the competent authority of securities, the voting rights represented by a proxy appointed by two or more shareholders shall not exceed 3% of the voting rights represented by the total outstanding shares. Any voting rights exceeding such limit will be excluded from calculation.

Article 14

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

When the Company holds a shareholder meeting, it shall adopt exercise of voting rights by electronic means and may adopt exercise of voting rights by correspondence. The method of exercising and expressing its intentions shall be in accordance with Articles 177-1 and 177-2 of the Company Act for voting on resolutions. Unless otherwise provided by the Company Act and the Articles of Incorporation, any proposal subject to a vote shall be approved by a majority of the voting rights represented by the attending shareholders.

Where voting rights are exercised in writing or electronically, the manner of such exercise shall be specified in a notice of the shareholders' meeting. A shareholder exercising voting rights in writing or electronically shall be deemed to have attended a shareholders' meeting in person, but shall be deemed to have abstained with respect to any extempore motion or any amendment to an original proposal at the meeting. Accordingly, it is advised that no extempore motion or amendment to an original proposal be submitted.

Any shareholder exercising voting rights in a written or electronic form in the preceding paragraph shall deliver his/her intention to do so to the Company two days before the date of the shareholders' meeting. Where duplicate intentions are delivered, the one received first shall prevail, unless a statement has been made to withdraw said intention.

Where any shareholder who has exercised voting rights in writing or electronically intends to attend a shareholders' meeting in person or via video conference, the shareholder shall, 2 days prior to the meeting, revoke his/her declaration of intent for such exercise under the preceding

paragraph in the same manner in which he/she has exercised voting rights. Where such revocation is not made within the said time limit, the voting rights exercised in writing or electronically shall prevail. Where any shareholder exercising voting rights in writing or electronically has appointed a proxy to attend a shareholders' meeting by a letter of attorney, the voting rights exercised by the appointed proxy at the meeting shall prevail.

At the time of voting, the chairperson or a person appointed by him/her shall announce the total number of voting rights represented by the attending shareholders, after which shareholders shall vote on the proposal. The results of shareholders voting for and against or abstaining with respect to each proposal shall be uploaded to the MOPS on the same day of the meeting.

In case of an amendment or alternative to a proposal, the chairperson shall determine the order in which the amendment or alternative together with the original proposal will be put to a vote.

Where either of them has been approved, the other one shall be deemed as rejected and require no further voting. For voting on proposals, the chairperson shall appoint voting monitors and tellers.

A voting monitor shall be a shareholder.

Vote counting for proposals or elections at a shareholders' meeting shall be conducted at an open place inside the venue of the meeting. Upon the completion of vote counting, the voting results, including the numbers of voting rights counted, shall be announced in public and recorded.

Where a shareholders' meeting is held via video conference, any shareholder attending the meeting via video conference shall, after the chairperson calls the meeting to order, cast votes through the video conference platform for proposals and elections before the chairperson announces the end of voting. Failure to do so within the said time limit will be deemed as abstention.

Where a shareholders' meeting is held via video conference, all votes shall be counted together after the chairperson announces the end of voting, with the results of voting and elections announced thereafter.

Where a shareholders' meeting is held with the assistance of video conference, if any shareholder who has registered to attend the meeting via video conference in accordance with Article 6 hereof intends to attend the physical meeting in person, he/she shall, 2 days prior to the meeting, revoke his/her registration in the same manner in which he/she has registered. Where such revocation is not made within the said time limit, he/she may attend the meeting only via video conference.

Any shareholder who exercises voting rights in writing or electronically without revoking his/her intent of such exercise and attends a shareholders' meeting via video conference may not exercise voting rights on any original proposal, propose any amendment to any original proposal or exercise voting rights on any amendment to any original proposal, except with respect to an extempore motion.

Article 15

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

The aforementioned ballots for an election shall be sealed and signed by the vote monitoring personnel and kept in proper custody for at least one year. Where any shareholder has filed a lawsuit pursuant to Article 189 of the Company Act, such recordings shall be retained until conclusion of the lawsuit.

Article 16

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 will be distributed to each shareholder within 20 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 date (year/month/day) and location of the meeting, the name of the chairperson, the methods of resolution, a summary of the meeting and the voting results (including the number of voting rights counted). Where an election of directors has been held, the number of voting rights received by each candidate shall be disclosed. The meeting minutes shall be permanently retained during the existence of The Company.

For any shareholders' meeting held via video conference, the meeting minutes shall record the information required under the preceding paragraph and include the start and end times of the meeting, the manner in which the meeting is convened, the names of the chairperson and minutes taker, and the manner and result of treatment in the event of any hindrance caused by an act of God, an incident or any other force majeure situation to the video conference platform or attendance via video conference.

For any shareholders' meeting held via video conference in accordance with the preceding paragraph, the meeting minutes shall also indicate the alternative measures available for shareholders who have difficulties in attending the meeting via video conference.

Article 17

The Company shall, on the day of a shareholders' meeting, prepare statistics of the number of shares solicited by solicitors, the number of shares represented by proxies and the number of shares held by shareholders attending the meeting in writing or electronically in a required format, and shall make clear disclosure of such statistics at the venue of the meeting. Where the meeting is held via video conference, the Company shall upload the foregoing information to the video conference platform of the meeting at least 30 minutes prior to the start of the meeting and keep them disclosed until the end of the meeting.

Where a shareholders' meeting is held via video conference, the total number of shares held by the attending shareholders shall be disclosed on the video conference platform at the time the meeting is called to order. The same shall apply where the total numbers of shares and voting rights held by the attending shareholders are calculated during the meeting.

Where any resolution of a shareholders' meeting includes material information defined under the applicable laws, the Company shall upload such information to the MOPS within the required time limit.

Article 18

Any person managing the administrative affairs of a shareholders' meeting shall wear an identification badge or armband.

The chairperson may direct disciplinary or security officers to help maintain order at the venue of a shareholders' meeting. When helping maintain order at the venue of a shareholders' meeting, a disciplinary or security officer shall wear an armband or identification badge bearing the words "Disciplinary Officer."

Where the venue of a shareholders' meeting has loudspeaker equipment, a shareholder speaking through any equipment other than that provided by The Company may be stopped by the chairperson from doing so.

Where a shareholder has violated the rules of procedure, rejected correction from the chairperson, interrupted the meeting and refused any call to stop such interruption, the chairperson may direct disciplinary or security officers to escort the shareholder out of the venue of the meeting.

Article 19

During a meeting, the chairperson may announce a break at any time deemed appropriate by him/her. In the event of any force majeure, the chairperson may suspend the meeting and announce a time for resumption of the meeting depending on the circumstances.

If, prior to the conclusion of a shareholders' meeting on its set agenda (including extempore motions), the venue of the meeting is no longer available for use, a resolution may be adopted to continue the meeting at another venue.

Shareholders may, in accordance with Article 182 of the Company Act, adopt a resolution to postpone or resume the meeting within 5 days.

Article 20

Where a shareholders' meeting is held via video conference, the Company shall disclose the results of voting for proposals and elections in a real-time manner on the video conference platform of the meeting.

Article 21

For any shareholders' meeting held via video conference, the chairperson and minutes taker shall be located in the same place domestically, and the chairperson shall announce the address of the place at the meeting.

Article 22

Where a shareholders' meeting is held via video conference, the chairperson shall, at the time the meeting is called to order, announce that except for the circumstance under paragraph 4, Article 44-20 of the Regulations Governing the Administration of Shareholder Services of Public Companies where postponement or resumption of the meeting is not required, Article 182 of the Company Act is not applicable to the date for postponement or resumption of the meeting within 5 days if, before the chairperson declares the meeting adjourned, any hindrance caused by an act of God, an incident or any other force majeure situation to the video conference platform or attendance via video conference has lasted for no less than 30 minutes.

Where postponement or resumption of the meeting under the preceding paragraph is required, any shareholder who has not registered to attend the original meeting via video conference may not attend the postponed or resumed meeting.

Where postponement or resumption of the meeting under paragraph 2 is required, with respect to any shareholder who has registered to attend the original meeting via video conference and completed check-in but has failed to attend the postponed or resumed meeting, the number of his/her attending shares and the numbers of his/her voting rights exercised for proposals and elections at the original meeting shall be included in the total number of shares and the numbers of voting rights for proposals and elections held by the shareholders attending the postponed or resumed meeting.

Where a shareholders' meeting is postponed or resumed in accordance with paragraph 2, new discussion and resolution on any proposal for which voting and vote counting have been completed and for which the result of voting or a list of elected directors has been announced is not required.

Where any shareholders' meeting held with the assistance of video conference cannot resume via video conference under paragraph 2, the meeting shall resume if the total number of attending shares less the number of shares attending via video conference equals or exceeds the legal quorum of the meeting without requiring any postponement or resumption in accordance with paragraph 2.

In the event of resumption of a meeting under the preceding paragraph, any shareholder attending the meeting via video conference shall have the number of his/her attending shares included in the total number of shares held by the attending shareholders, and shall be deemed to have abstained with respect to all proposals for the meeting.

Where The Company postpones or resumes a shareholders' meeting in accordance with paragraph 2, preparatory work shall be carried out based on the date of the original meeting and the relevant requirements pursuant to paragraph 7, Article 44-20 of the Regulations Governing the Administration of Shareholder Services of Public Companies.

The periods set forth in the second half of Article 12 and paragraph 3, Article 13 of the Regulations Governing the Use of Proxies for Attendance at Shareholder 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 shall be based on the date for postponement or resumption of a shareholders' meeting by The Company in accordance with paragraph 2.

Article 23

This Rules and any amendment hereto shall be implemented after approval by a shareholders' meeting.

Appendix 3

Shareholding of Directors

Unit: Shares/%

Title	Name	Number of shares registered in the shareholder roster	Shareholding Ratio (%)
Chairman	Hung-Ming Chang	2,441,996	4.51
Director	Chang-Yen Tseng	1,301,334	2.40
Director	Ching-Chuan Wei	741,136	1.37
Director	Li-Hong Lu	163,000	0.30
Director	Long-Chuan Tsai	183,308	0.34
Director	Shu-Fang Yang	0	0
Corporate Director	Representative, Ding Mao Technology Co., Ltd.: Tai-Yu Lin	230,851	0.43
Independent director	Chia-Ming Yang (Note 4)	0	0
Independent director	Hsueh-Po Lu	0	0
Independent director	Kuan-Sheng Wang	0	0
Independent director	Chun-Chieh Huang	0	0
Total Shareholding of all Directors		5,061,625	9.35

Note:

1. As of the book closure date (April 12, 2025), the Company has issued a total of 54,151,980 shares.
2. The minimum shareholding required for all directors is 4,332,159 shares (54,151,980 x 10% x 80%).
3. Pursuant to Article 2 of the "Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies," the minimum shareholding requirement is 80% of the shares held by all directors. The number of shares held by all directors of the Company meets the statutory requirement.
4. Independent Director, Mr. Chia-Min Yang, resigned on March 3, 2025 due to personal career planning.