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ICP DAS Co., Ltd.

2025 Shareholders' Meeting

Meeting Agenda

Shareholder Meeting Time: Thursday, June 19, 2025

Shareholder Meeting Location: No. 111, Guangfu North Road, Hukou Township, Hsinchu County (Company's 1st Floor Meeting Room)

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ICP DAS Co., Ltd.
2025 Shareholders' Meeting Procedure

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II. Meeting Proceedings

ICP DAS Co., Ltd. 2025 Shareholders' Meeting Proceedings
Meeting Time: 9:00 AM, Thursday, June 19, 2025
Meeting Location: No. 111, Guangfu North Road, Hukou Township, Hsinchu County (Company's 1st Floor Meeting Room)
Convening method: In-person Shareholders' Meeting

1. Announcement of Meeting (Report on Attendance)

2. Chairman's Address

3. Report Items
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7. Other motions
   Release of non-competition restrictions for newly elected directors and their representatives.

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9. Adjournment

III. Report Items

1. 2024 Business Report

Explanatory Notes： 2024 Business Report, please refer to attachment 1 (pages 9 to 13 of this handbook).

2. 2024 Audit Committee’s Review Report

Explanatory Notes： Audit Committee’s Review Report, , please refer to attachment 2 (pages14 of this handbook).

3. Report on the Distribution of 2024 Employee Compensation and Director Remuneration.

Explanatory Notes：
1. Pursuant to Article 19 of the "Articles of Incorporation," the Company shall allocate 3% to 12% of the annual profit as employee compensation and no more than 3% of the annual profit as Director remuneration. However, if the Company still has accumulated losses, it shall reserve the compensation amount in advance.
2. The employee compensation for the year 2024 is NT$16,155,000, and the directors' compensation is NT$3,231,000.
3. Both employee compensation and Director remuneration are paid in cash.

IV. Matters for Acknowledgment

Proposal 1 (Proposed by the Board of Directors)

Agenda: To accept 2024 Business Report and Financial Statements.

Explanatory Notes：
1. The Company's 2024 Consolidated Financial Statements and Individual Financial Statements (including Balance Sheets, Statements of Comprehensive Income, Statements of Changes in Equity, and Statements of Cash Flows) have been audited by CPAs Wu, Wui-Hao and Cheng, Ya-Hui of PwC Taiwan. These financial statements, along with the Business Report, have been submitted to the Audit Committee for review, and the Audit Committee has issued its audit report accordingly.
2. For the 2024 Business Report, CPA Audit Report, and the aforementioned Financial Statements, please refer to Attachment 1 (Pages 9 to 13 of this handbook) and Attachment 3 (Pages 15 to 34 of this handbook).

Resolution:

Proposal 2 (Proposed by the Board of Directors)

Agenda: To accept 2024 Earnings Distribution Table.

Explanatory Notes：
1. For the 2024 Earnings Distribution Table, please refer to Attachment 4 (Page 35 of this handbook).
2. It is proposed to distribute a cash dividend of NT$1.5 per share to shareholders. After the approval of the shareholders' meeting, the chairman is authorized to set the ex-dividend date and other related matters.
3. If the number of outstanding shares is subsequently affected due to changes in the Company's share capital, resulting in a change in the dividend payout ratio and requiring adjustment, it is proposed to authorize the Chairperson to handle the matter.
4. The cash dividends will be distributed to the nearest dollar according to the distribution ratio. Fractional amounts less than one dollar will be rounded down, and the total amount of fractional dollars less than one dollar will be

adjusted in the order of decimal places from largest to smallest and shareholder account numbers from the first to the last, until the total amount matches the total cash dividends to be distributed.

Resolution:

V. Discussions

Proposal 1 (Proposed by the Board of Directors)

Agenda: Amendment to the "Articles of Incorporation", please discuss.

Explanatory Notes： In response to the amendments to the Securities and Exchange Act, it is proposed to amend certain provisions of the "Articles of Incorporation". Please refer to Attachment 5 (page 36 of this handbook) for the comparison table of the provisions before and after the amendment to the "Articles of Incorporation".

Resolution:

Proposal 2 (Proposed by the Board of Directors)

Agenda: Amendment to the "Procedures for Acquisition or Disposal of Assets", please discuss.

Explanatory Notes： In response to actual needs, it is proposed to amend certain provisions of the "Procedures for Acquisition or Disposal of Assets". Please refer to Attachment 6 (page 39 of this handbook) for the comparison table of the provisions before and after the amendment to the "Procedures for Acquisition or Disposal of Assets".

Resolution:

VI. Election matters

Proposal 1 (Proposed by the Board of Directors)

Agenda: Election of all directors, please vote.

Explanatory Notes：
1. The term of the Company's directors will expire on June 13, 2025. According to law, all directors will be re-elected at this year's Annual General Meeting. In addition, according to Article 195 of the Company Act, the term of the current directors shall end upon the completion of this Annual General Meeting.
2. According to the Company's "Articles of Incorporation", this Annual General Meeting proposes to elect seven directors (including four Independent Board Directors), adopting the candidate nomination system. The term of the newly elected directors is three years, from June 19, 2025 to June 18, 2028.
3. This election shall be conducted in accordance with the Company's "Procedures for Election of Directors".
4. The list of director candidates has been confirmed by the Board of Directors on May 2, 2025. The relevant information is detailed in the table below:

Director Candidates	1	2	3
Name	Yeh,Nai-Ti	Chen,Ruei-Yu	Cheng, Shu-Fa
Number of shares held	5,124,874	8,132,110	275,982
Education	Master of Management, Yuan Ze University	Master of Power Mechanical Engineering, National Tsing Hua University	Department of Power Mechanical Engineering, National Tsinghua University

Experience	Chairperson, Golden Slogan Entertainment Company, Ltd. Spokesperson, ICP DAS Co., Ltd.	Researcher, Mechanical and Mechatronics Systems Lab, ITRI.	Engineer at the Mechanical Engineering Division, ITRI.
Current Position	Chairperson, ICP DAS Co., Ltd. Vice President, Administrative Management Division (Concurrent)	Chief Executive Officer, ICP DAS Co., Ltd.	President, ICP DAS Co., Ltd.

Independent Board Director Candidate	1	2	3	4
Name	Chen, Shao-Chi	Chao Yu	Hsueh, Shou-Hung	Lin, Shih-Yi
Number of shares held	2,586	0	0	0
Education	Ph.D. in Electrical Engineering, University at Buffalo, the State University of New York	Ph.D. in Management, National Yang Ming Chiao Tung University	Bachelor's Degree in Accounting, Fu Jen Catholic University	Bachelor's Degree in Financial and Economic Law, National Chengchi University
Experience	Dean of the Department and Institute of Electronic Engineering, National Yang Ming Chiao Tung University Associate Editor, IEEE Transactions on Circuits and Systems Independent Director, Alpha Imaging Technology Corp Deputy Dean of the Office of International	Division Director, Career Guidance Division & Alumni Service division, Office of Student Affairs, Chung Hua University Adjunct Associate Professor, Department of Industrial Design, Shih Chien University Editorial Board Member of the "Marketing Review", Taiwan	Partner (Practicing CPA), PwC Taiwan 26th Session Director, Taiwan Provincial CPA Association	Project Assistant, Institute of Photonics, National Tsing Hua University Legal Management Specialist, Center for Industry Collaboration, National Chiao Tung University Senior Manager,

	Affairs, National Yang Ming Chiao Tung University Director of Undergraduate Honors Program of Electrical Engineering and Computer Science, National Yang Ming Chiao Tung University Chair, IEEE Vehicular Technology Society, Taipei Section Chair of the Department and Institute of Electronic Engineering, National Yang Ming Chiao Tung University Chair, IEEE Vehicular Technology Society, Asian-Pacific Chapters Director, IEEE Taipei Section Member of the Board of Examiners & Convener & Drafter, Ministry of Examination, Examination Yuan Professor of the Department and Institute of Electronic Engineering, National Yang Ming Chiao Tung University Honorary Retired Professor of the Institute of Electronic Engineering, National Yang Ming Chiao Tung University	Marketing Research Association Executive Secretary of Social Responsibility Promotion Office, Chung Hua University Adjunct Associate Professor, Department of Educational Psychology and Counseling, National Tsing Hua University Adjunct Associate Professor, Department of Educational Psychology and Counseling, National Hsinchu University of Education Adjunct Assistant Professor, Department of Business Administration, National Taipei University of Business Assistant Professor, Department of Business Administration, Chung Hua University Lecturer, Department of Business Administration, Chung Hua University Assistant Research Fellow, Planning Unit of Precision Instrument Development Center, National Science Council, Executive		Legal and Regulatory Affairs Department, Kbro Co., Ltd. Lawyer, Premium Attorneys-at-Law Senior Manager, Legal Department, Hui Zhu Investment Co., Ltd.

	Member of the Screening Committee, Small Business Innovation Research (SBIR) program Program Evaluator of Accreditation of Engineering Education, Institute of Engineering Education Taiwan	Yuan Secretary to Manager of Production Department II, WYSE TECHNOLOGY LTD. Special Assistant to President, Chung Hua University		
Current Position	Independent Board Director, Intelligo Technology Inc. (Cayman Islands) Chair of Life Member Affinity Group, IEEE Taipei Section Committee Member, Technology Review Board, Ministry of National Defense	Associate Professor in Department of Business Administration, Chung Hua University Adjunct Associate Professor, Department of Business Administration, National Taipei University of Business Board Director, Chinese Cross-domain Innovation Association	Practicing CPA, MacroView Accounting Firm Supervisor,Yuanpei University of Medical Technology Foundation Independent Board Director, Nextronics Engineering Corp.	Independent Director, OK BIOTECH CO. LTD.

Election Results:

VII. Other motions

Proposal 1 (Proposed by the Board of Directors)

Agenda: Proposal to release newly appointed directors and their representatives from non-competition restrictions, please discuss.

Explanatory Notes：

1. According to Article 209 of the Company Act, "A director who engages in business activities within the scope of the company's operations, either for himself or for others, shall explain the essential content of such activities to the shareholders' meeting and obtain its approval.
2. To leverage the expertise and relevant experience of the Company's directors, thereby aiding the company's development, we hereby, in accordance with the law, request the shareholders' meeting to approve the release of non-competition restrictions for newly elected directors and their representatives, effective from the date of their appointment.
3. The shareholders' meeting is requested to approve the release of non-competition restrictions for newly appointed directors as follows:

Title	Name	Currently holding concurrent positions in other companies
Independent Director	Chen, Shao-Chi	・ Independent Board Director, Intelligo Technology Inc. (Cayman Islands)
Independent Director	Hsueh, Shou-Hung	・ Independent Board Director, Nextronics Engineering Corp.
Independent Director	Lin, Shih-Yi	・ Independent Director, OK Biotech Co., Ltd.

Resolution:

VIII. Extempore motions

IX. Adjournment

【Attachment 1】

Business Report

ICP DAS's consolidated net revenue for the year 2024 was NT$1,070,791 thousand, representing an increase of 5.12% compared to 2023; the consolidated net profit for 2024 was NT$103,780 thousand, representing an increase of 26.48% compared to 2023; the consolidated gross profit margin has remained at 53% over these two years; the consolidated net profit margin after tax for 2024 and 2023 was 10% and 8% respectively. Earnings per share were NT$1.62 in 2024 and NT$1.28 in 2023.

The following explains the Company's financial performance and development status.

1. Financial Revenue and Expenditure and Profitability - Consolidated Data

Unit: NT$ thousand

Items		2023	2024
Financial Revenue and Expenditure	Consolidated Net Sales Revenue	1,018,612	1,070,791
	Consolidated Pre-tax Net Profit	103,085	132,160
Profitability	Return on Assets (%)	5.06%	6.42%
	Return on Equity(ROE)(%)	6.45%	7.98%
	Net Profit Margin (%)	8.06%	9.69%
	Earnings Per Share(NT$)	1.28	1.62

1. Financial Revenue and Expenditure and Profitability - Individual Data

Unit: NT$ thousand

Items		2023	2024
Financial Revenue and Expenditure	Net Sales Revenue	946,130	1,024,260
	Net Profit Before Tax	103,034	132,160
Profitability	Return on Assets (%)	5.11%	6.42%
	Return on Equity(ROE)(%)	6.45%	7.98%
	Net Profit Margin (%)	8.06%	9.69%
	Earnings Per Share(NT$)	1.28	1.62

2. Research and Development Status - Individual Data

Unit: NT$ thousand

Items	2023	2024
Research and development expense	203,403	213,954
Ratio of Research and Development Expenses to Net Sales Revenue	21.50%	20.89%

3. Implementation Results of Business Plans

The coronavirus (COVID-19) pandemic continued from 2021 to 2023, coupled with inventory adjustments in 2024, bringing profound impacts to the global economy and the mainland China market. Various governments implemented large-scale fiscal and monetary stimulus policies to support economic recovery, which boosted demand in the short term but also brought inflationary pressures. The Federal Reserve and other major central banks gradually raised interest rates in 2022-2023 to combat inflation, leading to increased global capital costs, further affecting investment and consumption. However, under the push of the AI wave in 2024, Taiwan's semiconductor industry stood out exceptionally, compensating for the decline in some industries, ultimately allowing Taiwan's economic growth to reach 4.3%. ICP DAS accurately grasped the direction of the ESG market, and with all colleagues overcoming various difficulties, maintained revenue above the NT$1 billion level, slightly higher than 2023. With the semiconductor industry continuing to thrive in 2025, and the easing of geopolitical tensions, if China can promote domestic demand growth and industrial upgrading as well as rebuild market confidence, it still has the potential to achieve stable growth in the future. Therefore, ICP DAS remains deeply confident and continues to move forward with a spirit of unceasing effort.

ICP DAS continues to invest in the construction and production equipment of its new biomedical business unit. Experiments and products are becoming increasingly comprehensive. With the easing of the pandemic and the reopening of travel, more international visitors and distributors participated in various exhibitions held in 2024. ICP DAS has also completed overseas exhibitions and visits to distributors, gaining a better understanding of TPU (Transdermal Patch Delivery) customer information and significantly increasing the visibility of its biomedical TPU products. In 2024, through the expansion of market business, new customers recognized and were willing to use ICP DAS's TPU (Thermoplastic Polyurethane) for new products. However, trial use and certification still require some time. It is believed that ICP DAS's biomedical TPU will deliver even stronger performance in 2025.

In 2024, ICP DAS focused on Asia, particularly Taiwan and mainland China, increasing business and sales support, and strengthening ODM (Original Design Manufacturing) customized product development services for key customers. Furthermore, the company collaborated with different types of institutions and companies across industries to expand demand in various sectors. These experiences were promoted to different countries to jointly explore the global market.

In terms of overseas markets, ICP DAS also focused on countries such as India and Southeast Asian regions, including ASEAN countries like Indonesia, Vietnam, and Thailand. This year, the company will continue to conduct online application case sharing, online product training, and product training in Taiwan to facilitate communication with overseas customers. Simultaneously, ICP DAS will strengthen business information communication and project protection with key customers in other countries to achieve business goals.

In terms of the domestic market, ICP DAS regularly holds product launches and industry application case sharing events in northern, central, and southern regions, and invites customers or distribution partners to visit the smart factory at the Hukou headquarters to understand the practical applications of ESG and AIoT. The company also dedicates efforts to expand its customer base in different industry applications, providing customized services that meet customer needs to achieve win-win and mutually beneficial objectives.

Overall, ICP DAS employs a multi-faceted approach to expand its business and explore the global market. This includes customer visits, online activities, exhibitions, and cross-industry collaborations. At the same time, the company maintains a strong focus on the domestic market, developing customers across different industries and providing customized services to achieve mutually beneficial win-win outcomes.

By strengthening its business and product development efforts, ICP DAS has significantly enhanced its product image and brand visibility. The company's domestic business marketing achievements in 2024 are as follows:

- Published 14 advertisements
- 57 press releases
- 4 exhibitions
- 1 self-organized physical seminars, 1 online seminar
- 4 issues of PACTECH Technical Newsletter
- Marketing Cooperation: Articles: 5, Videos: 7, Advertising Placements: 5, Offline Events: 2
- Digital media promotion
  - 8 media videos
  - Facebook fan page: 48 posts on product and event promotion, 12 application cases
  - 10 Facebook ad placements
  - Line official account: 18 posts on case sharing and related event information

In terms of overseas marketing results:

- Online exhibitions/online seminars/online forums participated this year
  7 online seminars in total
  Overseas customer education and training program
- India Automation Exhibition display poster
- Thailand Taiwan Image Exhibition poster
- Japan Smart Factory Exhibition poster
- Taiwan-Japan Online Matchmaking Meeting poster / Company profile PPT / Virtual exhibition hall - Product information
- CIS Manual (English simplified version)
- Chinese and English blogs, 8 articles published
- ICP DAS LinkedIn, Facebook posts • Total of 46 posts published

- Additionally, regarding the new business of ICP DAS Biomedical Industry Development, domestic and international marketing achievements part:
- English version of official website launched
- Complete series of product pages established
- Biomedical brand introduction presentation Chinese/English version updated
- Biomedical catalog revision
- Physical exhibitions: 5 events
  - USA MD&M West
  - China CMEF 2024
  - Japan Medtec Japan
  - China Medtec China
  - Germany Compamed
  - Physical seminars: 1 event
  - Content marketing
  - Official website articles: 1 article
  - Exploring ICP DAS-BMP’s Smart Factory: Pioneering Advances in Medical TPU Pellets
- International press release publications: a total of 5 articles
- Publication regions expansion:
- Europe addition: Nordic countries

- Middle East additions: Arab Middle East, Turkey
- Social media
- LinkedIn, Facebook posts: 23 articles
- Design and publicity materials
- Biomedical catalog revision
- Biomedical introduction Flyer: 1 copy (English/Simplified Chinese/Japanese)
- New product Flyer: 3 copies (English/Simplified Chinese/Japanese)
- EARP series
- Soft ARP series
- ARP-W-G series

4. Research and Development Status

【Product R&D Achievements】: In 2023, a total of 104 new products were developed. Following the market trend of energy conservation and carbon reduction, ESG-related products and applications remain a key focus for everyone. Environmental monitoring products such as temperature and humidity sensors, leak detection, air quality monitors, infrared detection systems for distribution panels, along with environmental quality and factory safety solutions are becoming increasingly important. Coupled with ICP DAS's Energy Management System (EMS) promoted in recent years, which includes electric meters, meter concentrators, and IoTstar, customers can more easily select solutions based on their site requirements and scale. In response to ESG issues and regulatory requirements, businesses are moving from carbon awareness and control to carbon reduction, ultimately hoping to achieve "carbon removal" - that is, net zero, carbon neutrality, and climate neutrality.

【Industry Trends】

In the context where concepts of "IoT", "Industry 4.0", and "Industrial IoT" have deeply penetrated various industries, 2024 is also marked by the rise of AI, which has driven the flourishing development of semiconductor-related industries. The "rapid expansion of generative AI", "deep integration of AI and automation", and "AIoT applications in energy and environmental protection fields" remain central to ICP DAS's R&D direction, which continues to focus on "ESG", "AIoT" and "Smart Manufacturing". From the "perception layer" to the "application layer," various products are being successively launched. "Front-end intelligence," "reliable transmission," and "intelligent applications" are aimed at meeting market demands, with the additional flexibility of customized production services based on different customer specification requirements, satisfying customer standards.

ICP DAS's products evolved from the earliest PC-based DAQ Cards & Remote I/O, PACs, Fieldbus Converters & Gateways, and Industrial Communication, subsequently entering M2M and Indusoft (OPC UA) domains. The technological development of all products is now moving toward comprehensive integrated applications. These technologies include: data acquisition, control strategy algorithms, fieldbus converters, gateway communication technologies, connections between various devices, controllers and databases, leading to integration with Cloud Computing or Big Data. In other words, we are fully entering a 5C stage, where these 5Cs include

- Data Collection ：PC-based DAQ Card, Remote I/O
- Computing : PAC , Motion Card, WISE
- Control：PAC, Motion, WISE
- Communication：Fieldbus Converter & Gateway, Industry Communication
- Connection：Indusoft, OPC UA, SmartView, M2M, IoTstar

In response to market demands, ICPDAS has sequentially launched solutions such as "Industrial Internet of Things (IIoT Solution)," "Energy Management," "Smart Factory/Smart Manufacturing," "Building Automation," and "Smart Farming & Agriculture." Using the implementation experience of the "Smart Factory" at ICPDAS's Hukou headquarters, including HVAC, lighting control system, power monitoring system, temperature and humidity monitoring system, face recognition system, air quality monitoring system, and Indusoft integration technology, as learning examples for introducing "Industry 4.0." ICP DAS will focus more on the application and promotion of comprehensive solutions for IoT, Industry 4.0, Big Data, smart manufacturing, and smart factory digital transformation. In terms of energy management and carbon reduction, our solutions cover monitoring of energy conversion efficiency for solar and wind power generation, electrical safety of factory transformers, electricity usage information for factory utilities including refrigeration/air conditioning, lighting and equipment, machine operating status, equipment predictive diagnostics, and preventive maintenance. Through various exhibitions, seminars, and the PACTech quarterly, we introduce these solutions to our distributors and customers. We will strengthen our understanding of customers to meet their needs and propose suitable optimal solutions. By collaborating with partners across different industries to integrate industry knowledge, we serve customers in various sectors and create outstanding achievements together.

Sincerely,

Wishing you great success and prosperity

Chairperson: Yeh, Nai-Ti   Managerial Officer: Cheng, Shu-Fa   Accounting manager: Cheng,Pi-Yu

【Attachment 2】

ICP DAS Co., Ltd.

Audit Committee's Review Report

The Board of Directors has prepared the Company's 2024 Business Report, Financial Statements, and Earnings Distribution Proposal. The 2024 Financial Statements have been audited by PWC Taiwan, which has issued its audit report. The Audit Committee has examined the aforementioned documents and found them to be in order. This report is hereby submitted in accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act for your review and approval.

Respectfully submitted to

ICP DAS Co., Ltd. 2025 Annual Shareholders' Meeting

Convener of the Audit Committee

Shen, Yang-Bin

March 6, 2025

【Attachment 3】

Independent Auditors' Report

(2025)Financial Audit Report No. 24003898.

ICP DAS Co., Ltd.,

ICP DAS Co., Ltd. and subsidiaries (hereinafter referred to as "ICP DAS Group") have had their consolidated balance sheets as of December 31, 2024 and 2023, as well as the consolidated statements of comprehensive income, consolidated statements of changes in equity, consolidated statements of cash flows, and notes to the consolidated financial statements (including a summary of significant accounting policies) for the year ended December 31, 2024 and 2023, audited by our accountants.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of ICP DAS Group as of 2024 and December 31, 2023, and its consolidated financial performance and consolidated cash flows for the year ended December 31,2024 and 2023, in conformity with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards, International Accounting Standards, Interpretations, and Interpretative Announcements endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

"Our conducted the audit in accordance with the Regulations Governing the Auditing and Certification of Financial Statements by Certified Public Accountants and generally accepted auditing standards in the Republic of China. The accountants' responsibilities under those standards will be further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section. The personnel of our firm subject to independence requirements have maintained independence from ICP DAS Co., Ltd. (ICP DAS Group) in accordance with the Norm of Professional Ethics for Certified Public Accountants of the Republic of China, and have fulfilled their other ethical responsibilities as required by the Norm. The Accountant believes that sufficient and appropriate audit evidence has been obtained to provide a basis for the audit opinion.

Key audit matters refers to those which, in accordance with the professional judgment of the CPA, are of utmost importance for the Consolidated Financial Statements of ICP DAS Group's audit for 2024. These matters have been addressed in the process of auditing the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matters of the Consolidated Financial Statements of ICP DAS Group for 2024 are listed as follows:

Inventory allowance for loss on decline in market value

Event Description

The accounting policies, significant accounting estimates and assumptions regarding inventory valuation, and the explanation of the accounting item for inventory loss allowance, please refer to Notes 4(11), 5(2), and 6(3) of the consolidated financial statements. As of December 31, 2024, the balances of inventories and allowance for inventory valuation losses of ICP DAS Group were NT$705,066 thousand and NT$199,944 thousand respectively.

ICP DAS Group is primarily engaged in the production and sales of industrial computer hardware, software, and peripherals. Since the market demand for industrial control, real-time monitoring, and automation products is diverse, ICP DAS Group needs to stock various types of products to meet the demand, resulting in a higher risk of inventory obsolescence. Moreover, as the assessment process often involves subjective judgments, it may lead to a high degree of uncertainty in accounting estimates. Therefore, the provision for inventory valuation of ICP DAS Group has been identified as one of the most critical audit matters for the current year.

Corresponding audit procedures

We have performed the following audit procedures for inventories exceeding a specific aging period and for individually identified obsolete inventories:

1. Based on our understanding of ICP DAS Group, we assessed the reasonableness of the policies and procedures adopted for the valuation of inventory allowances, including determining the extent of inventory obsolescence using historical information, and evaluating the reasonableness of the inventory allowance policies.
   Review its annual inventory plan and observe the annual inventory count and management status to assess the effectiveness of management's segregation and control of obsolete inventory.

2. Review its annual inventory plan and observe the annual inventory count and management status to assess the effectiveness of management's segregation and control of obsolete inventory.

3. Verify the accuracy of the inventory aging report and the information on inventory turnover, to ensure that the report information is consistent with the relevant policies.

4. Inspect and verify the accuracy of the calculation of inventory impairment losses, and assess the appropriateness of the allowance for impairment losses.

Parent company only financial statements

ICP DAS Group has prepared its 2024 and 2023 the parent company only financial statements, and the certified public accountant has issued an unqualified audit report, which is available for reference.

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

The management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards, International Accounting Standards, Interpretations, and Interpretative Announcements endorsed and issued into effect by the Financial Supervisory Commission, and for maintaining effective internal control relevant to the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the Consolidated Financial Statements, the management is responsible for assessing ICP DAS 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 the management either intends to liquidate ICP DAS Group or to cease operations, or has no realistic alternative but to do so.

Those in charge with ICP DAS Group's governance (including the Audit Committee) are responsible for overseeing its financial reporting process.

The Responsibilities of Auditors for the Audit of Consolidated Financial Statements

The purpose of our audit of the consolidated financial statements is 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. Reasonable assurance is a high level of assurance, but according to the auditing standards generally accepted in the Republic of China, the audit work performed cannot guarantee that all material misstatements in the consolidated financial statements will be detected. Misstatements can arise from fraud or error. An item is considered material if there is a reasonable possibility that its individual or aggregated amount, if misstated, would influence the economic decisions of users made on the basis of the consolidated financial statements.

When conducting the audit in accordance with the Statements of Auditing Standards of the Republic of China, we exercise professional judgment and maintain professional skepticism throughout the audit. The CPA also performs the following tasks:

1. Identify and assess the risks of material misstatement of the consolidated financial statements due to fraud or error; design and implement appropriate responses to those assessed risks; and obtain sufficient and appropriate audit evidence to provide a basis for our audit 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 ICP DAS 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 ICP DAS Group's ability to continue as a going concern. When the auditor concludes that a material uncertainty exists, the auditor shall draw attention in the auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, modify the opinion on the consolidated financial statements. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause ICP DAS Group to cease to continue as a going concern.

5. Evaluate the overall presentation, structure and content of the consolidated financial statements (including the related notes) and whether the consolidated financial statements appropriately represent the underlying transactions and events.

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

We communicated with the governance unit, among other matters, the planned scope and timing of the audit, as well as significant audit findings (including any significant deficiencies in internal control that were identified during the audit).

We also provided to the governing body a statement that the personnel of the firm to which they belong have complied with the ethical requirements regarding independence outlined in the Code of Professional Ethics for Certified Public Accountants in the Republic of China, and communicated with the governing body all relationships and other matters that may reasonably be thought to bear on their independence (including related safeguards).

From the communication with the management unit, the CPA decided on the key audit matters for the Consolidated Financial Statements of ICP DAS Group for 2024. We communicate these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

PWC Taiwan

Wu, Wei-Hao

CPA

Cheng, Ya-Hui

Financial Supervisory Commission
Financial Supervisory Commission Securities Examination No. 1080323093

Former Financial Supervisory Commission, Executive Yuan, Securities and Futures Bureau,
Approval Verification Number: Financial Supervisory Commission Securities No. 0960072936

March 6, 2025

Notice to Reader

For the convenience of readers, this report has been translated into English from the original Chinese version. The English version has not been audited or reviewed by independent auditors. If there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language independent auditors' report and consolidated financial statements shall prevail.

ICP DAS CO., LTD. AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS

December 31, 2024 and 2023

Unit: NT$ thousand

			December 31, 2024			December 31, 2023		
	Assets	**Note**		**Amount**	**%**		**Amount**	**%**
	Current Assets							
1100	Cash and Cash Equivalents	6(1)	$	153,434	9	$	91,238	5
1150	Net Notes Receivable	6(2)		5,366	-		5,287	-
1170	Net Accounts Receivable	6(2)		130,904	8		91,101	5
1200	Other Receivables			314	-		39	-
130X	Inventories	6(3)		505,122	31		631,908	38
1410	Prepayments			10,892	1		7,753	1
11XX	**Total Current Assets**			806,032	49		827,326	49
	Non-Current Assets							
1517	Financial assets measured at fair value through other comprehensive income - Non-current	6(4)		8,105	1		16,307	1
1600	Property, Plant, and Equipment	6(5) and 8		713,419	44		731,094	44
1755	Right-of-use Asset	6(6)		31,958	2		33,327	2
1760	Net Investment Property	6(7)(8)		7,217	-		7,400	-
1780	Intangible assets			2,499	-		3,403	-
1840	Deferred Tax Assets	6(24)		53,129	3		43,378	3
1900	Other Non-Current Assets	6(9) and 7		15,276	1		15,379	1
15XX	**Total Non-Current Assets**			831,603	51		850,288	51
1XXX	**Total Assets**		$	1,637,635	100	$	1,677,614	100

(Continued on next page)

ICP DAS CO., LTD. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS

December 31, 2024 and 2023

Unit: NT$ thousand

	Liabilities and Equity	Note	December 31, 2024 Amount	%	December 31, 2023 Amount	%
	Current Liabilities					
2100	Short-Term Debts	6(10)	$ 30,000	2	$ 120,000	7
2130	Contract liability - Current	6(18)	11,601	1	7,236	1
2170	Accounts payable		80,661	5	37,899	2
2200	Other Payables	6(11)	108,476	7	88,164	5
2230	Current Tax Liabilities	6(24)	25,027	1	31,435	2
2280	Lease Liabilities - Current	6(6)	3,088	-	3,811	-
2399	Other current liabilities - others		7,755	-	9,387	1
21XX	**Total current liabilities**		266,608	16	297,932	18
	Non-current liabilities					
2540	Long-Term Debts	6(12)	10,000	1	70,000	4
2570	Deferred income tax liabilities	6(24)	1,125	-	1,214	-
2580	Lease liabilities - Non-current	6(6)	2,098	-	2,063	-
2640	Net defined benefit liability — Non-current	6(13)	28,591	2	32,108	2
2670	Other non-current liabilities - others		485	-	641	-
25XX	**Total non-current liabilities**		42,299	3	106,026	6
2XXX	**Total liabilities**		308,907	19	403,958	24
	Equity attributable to owners of the parent company					
	Share capital	6(14)				
3110	Capital - common stock		639,657	39	639,657	38
	Capital surplus	6(15)				
3200	Capital surplus		68,630	4	68,630	4
	Retained earnings	6(16)				
3310	Legal surplus reserve		198,441	12	189,271	11
3320	Special surplus reserve		4,882	-	4,549	-
3350	Undistributed surplus		418,921	26	376,431	23
	Other equity interest	6(17)				
3400	Other equity interest		(1,803)	-	(4,882)	-
31XX	**Total equities attributable to owners of parent company**		1,328,728	81	1,273,656	76
3XXX	**Total Equity**		1,328,728	81	1,273,656	76
	Significant Commitments and Contingencies	9(2)				
3X2X	**Total Liabilities and Equity**		$ 1,637,635	100	$ 1,677,614	100

The attached note of the consolidated financial statements are part of this consolidated financial report. Please refer to them together.

Chairman: Yeh, Nai-Ti Manager:Cheng, Shu-Fa Accounting Manager:Cheng, Pi-Yu

ICP DAS CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the year ended December 31, 2024 and 2023

Unit: NT$ thousand (Except for earnings per share in NT$)

	Items	Note	2024 Amount	2024 %	2023 Amount	2023 %
4000	Operating revenue	6(18)	$ 1,070,791	100	$ 1,018,612	100
5000	Operating costs	6(3).(22) (23)	(505,931)	(47)	(485,723)	(47)
5900	Gross profit		564,860	53	532,889	53
	Operating expenses	6(22)(23) and 7				
6100	Selling expenses		(128,252)	(12)	(128,187)	(13)
6200	Administrative expenses		(106,354)	(10)	(104,276)	(10)
6300	Research and development expenses		(213,954)	(20)	(203,404)	(20)
6450	Expected credit impairment gains		1	-	58	-
6000	Total operating expenses		(448,559)	(42)	(435,809)	(43)
	Other income and net expenses and losses					
6500	Other income and net expenses and losses	6(8) (19)	1,985	-	2,348	-
6900	Operating income		118,286	11	99,428	10
	Non-operating revenue and expenses					
7100	Interest Revenue		884	-	837	-
7010	Other Revenue	6(20)	12,148	1	7,139	1
7020	Other Gains and Losses	6(21)	4,173	-	(571)	-
7050	Financial Costs	6. (10). (12)	(3,331)	-	(3,748)	(1)
7000	Total Non-Operating Revenue and Expenses		13,874	1	3,657	-
7900	**Net Profit Before Tax**		132,160	12	103,085	10
7950	Income Tax Expense	6(24)	(28,380)	(2)	(21,033)	(2)
8200	**Net Profit for the Period**		$ 103,780	10	$ 82,052	8
	Other comprehensive income (net)					
	Items that will not be reclassified to profit or loss					
8311	Remeasurements of defined benefit plan	6(13)	$ 2,080	-	$ 9,644	1
8316	Unrealized gains or losses on equity instrument investments measured at fair value through other comprehensive income	6(17)	9,741	1	1,579	-
8310	Total of items that will not be reclassified to profit or loss		11,821	1	11,223	1
	Items that may be reclassified subsequently to profit or loss					
8361	Exchange differences on translation of foreign financial statements	6(17)	3,437	-	(1,912)	-
8360	Total items that may be reclassified subsequently to profit or loss		3,437	-	(1,912)	-
8300	**Other comprehensive income (net)**		$ 15,258	1	$ 9,311	1
8500	**Total comprehensive income for the current period**		$ 119,038	11	$ 91,363	9
	Net Income Attributable to:					
8610	Owner of the Parent Company		$ 103,780	10	$ 82,052	8
	Total comprehensive income attributable to:					
8710	Owner of the Parent Company		$ 119,038	11	$ 91,363	9
	Earnings per share	6(25)				
9750	Basic earnings per share attributable to owners of the parent company		$	1.62	$	1.28
9850	Net diluted earnings per share attributable to owners of the parent company		$	1.62	$	1.28

The attached note of the consolidated financial statements are part of this consolidated financial report. Please refer to them together.

Chairman: Yeh, Nai-Ti Manager: Cheng, Shu-Fa Accounting manager: Cheng, Pi Yu

ICP DAS CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended December 31, 2024 and 2023

Unit: NT$ thousand

		Equity attributable to owners of the parent company							
				Retained earnings			Other equity interest		
	Note	Capital - common stock	Capital surplus- Issue premium	Legal surplus reserve	Special surplus reserve	Undistributed surplus	Exchange differences on translation of foreign financial statements	Unrealized gains (losses) from financial assets measured at fair value through other comprehensive income	Total Equity
2023									
Balance as of January 1, 2023		$ 581,506	$ 68,630	$ 166,762	$ 7,396	$ 449,774	($ 7,827)	$ 3,278	$ 1,269,519
Net income in 2023		-	-	-	-	82,052	-	-	82,052
Other comprehensive income in 2023	6(4).(17)	-	-	-	-	9,644	(1,912)	1,579	9,311
Total comprehensive income in 2023		-	-	-	-	91,696	(1,912)	1,579	91,363
Allocation and distribution of surplus:	6(16)								
Legal surplus reserve		-	-	22,509	-	(22,509)	-	-	-
Special surplus reserve		-	-	-	(2,847)	2,847	-	-	-
Cash dividends		-	-	-	-	(87,226)	-	-	(87,226)
Stock dividends		58,151	-	-	-	(58,151)	-	-	-
Balance as of December 31, 2023		$ 639,657	$ 68,630	$ 189,271	$ 4,549	$ 376,431	($ 9,739)	$ 4,857	$ 1,273,656
2024									
Balance as of January 1, 2024		$ 639,657	$ 68,630	$ 189,271	$ 4,549	$ 376,431	($ 9,739)	$ 4,857	$ 1,273,656
Net income in 2024		-	-	-	-	103,780	-	-	103,780
Other comprehensive income in 2024	6(4).(17)	-	-	-	-	2,080	3,437	9,741	15,258
Total comprehensive income in 2024		-	-	-	-	105,860	3,437	9,741	119,038
Allocation and distribution of surplus:	6(16)								
Legal surplus reserve		-	-	9,170	-	(9,170)	-	-	-
Special surplus reserve		-	-	-	333	(333)	-	-	-
Cash dividends		-	-	-	-	(63,966)	-	-	(63,966)
Disposal of equity instruments at fair value through comprehensive income	6(4).(17)	-	-	-	-	10,099	-	(10,099)	-
Balance as of December 31, 2024		$ 639,657	$ 68,630	$ 198,441	$ 4,882	$ 418,921	($ 6,302)	$ 4,499	$ 1,328,728

The attached note of the consolidated financial statements are part of this consolidated financial report. Please refer to them together.

Chairman: Yeh, Nai-Ti　　Manager: Cheng, Shu-Fa　　Accounting manager: Cheng, Pi-Yu

ICP DAS CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended December 31, 2024 and 2023

Unit: NT$ thousand

	Note	For the year ended December 31, 2024	For the year ended December 31, 2024
Cash flows from operating activities			
Current net profit before tax		$ 132,160	$ 103,085
Adjustment items			
Income and expense items			
Expected credit impairment gains	6(2)	(1)	(58)
Depreciation expenses (including right-of-use assets and investment properties)	6(22)	57,084	56,558
Various amortization	6(22)	1,604	1,298
Interest revenue		(884)	(837)
Interest expense		3,331	3,748
Changes in assets/liabilities relating to operating activities			
Net movement in assets relating to operating activities			
Notes receivable		(70)	1,987
Accounts receivable		(39,811)	(4,514)
Other Receivables		(275)	364
Inventories		126,786	3,634
Prepayments		(3,139)	3,446
Net movement in liabilities relating to operating activities			
Contract liability-Current		4,367	(782)
Accounts payable		42,762	(37,951)
Other Payables		14,077	(34,700)
Other current liabilities		(1,634)	6,581
Net defined benefit liability - Non-current		(917)	(2,019)
Cash inflow from operations		335,440	99,840
Interest charged		884	837
Interest paid		(3,331)	(3,748)
Income tax paid		(45,918)	(41,656)
Net cash inflows from operating activities		287,075	55,273
Cash flows from investing activities			
Acquisition of property, plant, and equipment	6(26)	(26,525)	(31,766)
Acquisition of intangible assets		(700)	(816)
Disposal of financial assets at fair value through other comprehensive income		17,853	-
Decrease (increase) in refundable deposits		(586)	305
Decrease (increase) in other non-current assets		665	(13,736)
Net cash outflow from investing activities		(9,293)	(46,013)
Cash flows from financing activities			
Repayment of lease liabilities	6(27)	(4,326)	(4,377)
Repayment of short-term debt		(290,000)	(630,000)
Raise short-term debt		200,000	680,000
Borrowing of long-term loans		-	100,000
Repayment of long-term loans		(60,000)	(62,000)
Decrease in deposits received	6(27)	(156)	(12)
Cash dividends	6(16)	(63,966)	(87,226)
Net cash outflow from financing activities		(218,448)	(3,615)
Adjustment in exchange rate		2,862	(1,585)
Increase in cash and cash equivalents for the current period		62,196	4,060
Beginning balance of cash and cash equivalents		91,238	87,178
Ending balance of cash and cash equivalents		$ 153,434	$ 91,238

The attached note of the consolidated financial statements are part of this consolidated financial report. Please refer to them together.

Chairman: Yeh, Nai-Ti　　Manager: Cheng, Shu-Fa　　Accounting manager: Cheng, Pi Yu

Independent Auditors' Report

(2025)Financial Audit Report No. 24003897.

ICP DAS Co., Ltd.,

The individual balance sheets of ICP DAS Co., Ltd. as of December 31, 2024 and 2023, and the individual statements of comprehensive income, individual statements of changes in equity, individual statements of cash flows for the periods from January 1 to December 31, 2024 and 2023, as well as the notes to the individual financial statements (including a summary of significant accounting policies), have been audited by this accountant.

In the opinion of this accountant, the aforementioned individual financial statements have been prepared in all material respects in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and fairly present the individual financial position of ICP DAS Co., Ltd. as of December 31, 2024 and 2023, as well as its individual financial performance and individual cash flows for the periods from January 1 to December 31, 2024 and 2023.

"Our conducted the audit in accordance with the Regulations Governing the Auditing and Certification of Financial Statements by Certified Public Accountants and generally accepted auditing standards in the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Standalone Financial Statements section of our report. The personnel of our firm subject to independence requirements have maintained independence from Herngmen Technology Co., Ltd. (ICP DAS Group) in accordance with the Norm of Professional Ethics for Certified Public Accountants of the Republic of China, and have fulfilled their other ethical responsibilities as required by the Norm. The Accountant believes that sufficient and appropriate audit evidence has been obtained to provide a basis for the audit opinion.

Key audit matters refer to those matters that, in our professional judgment, were of most significance in the audit of the 2024 the parent company only financial statements of ICP DAS Co., Ltd. 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.

The key audit matters for the 2024 the parent company only financial statements of Transcend Information, Inc. are as follows:

Inventory Allowance for Loss on Decline in Market Value

Event Description

The accounting policies, significant accounting estimates and assumptions regarding inventory valuation, and the explanation of the accounting item for inventory loss allowance, please refer to Notes 4(9), 5(2), and 6(3) of the individual financial statement. As of December 31, 2024, the balances of inventories and allowance for inventory valuation losses of ICP DAS Co., Ltd. were NT$681,554 thousand and NT$180,263 thousand respectively.

ICP DAS Co., Ltd. is primarily engaged in the production and sales of industrial computer hardware, software, and peripherals. Since the market demand for industrial control, real-time monitoring, and automation products is diverse, ICP DAS Co., Ltd. needs to stock various types of products to meet the demand, resulting in a higher risk of inventory obsolescence. Moreover, as the assessment process often involves subjective judgments, it may lead to a high degree of uncertainty in accounting estimates. Therefore, the provision for inventory valuation of ICP DAS Co., Ltd. has been identified as one of the most critical audit matters for the current year.

Corresponding audit procedures

We have performed the following audit procedures for inventories exceeding a specific aging period and for individually identified obsolete inventories:

1. Based on our understanding of ICP DAS Co., Ltd., we assessed the reasonableness of the policies and procedures adopted for the valuation of inventory allowances, including determining the extent of inventory obsolescence using historical information, and evaluating the reasonableness of the inventory allowance policies.

2. Review its annual inventory plan and observe the annual inventory count and management status to assess the effectiveness of management's segregation and control of obsolete inventory.

3. Verify the accuracy of the inventory aging report and the information on inventory turnover, to ensure that the report information is consistent with the relevant policies.

4. Inspect and verify the accuracy of the calculation of inventory impairment losses, and assess the appropriateness of the allowance for impairment losses.

Management's and Those Charged with Governance Responsibilities for the Individual Financial Statements

The responsibilities of management are to prepare the parent company only financial statements that present fairly in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and to maintain such internal control as management determines is necessary to enable the preparation of the parent company only financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the Consolidated Financial Statements, the management is responsible for assessing ICP DAS Co., Ltd.'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 the management either intends to liquidate ICP DAS Co., Ltd. or to cease operations, or has no realistic alternative but to do so.

The governance entities (including the Audit Committee) of ICP DAS Co., Ltd. are responsible for overseeing the financial reporting process.

The Responsibilities of Auditors for the Audit of Financial Statements

The purpose of our audit of the parent company only financial statements is 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 auditor's report. Reasonable assurance is a high level of assurance, however is not a guarantee that an audit conducted in accordance with the Republic of China Auditing Standards will always be able to detect material misstatements. Misstatements can arise from fraud or error. Materiality is considered to exist if an individual amount or aggregate of misstatements can reasonably be expected to influence the economic decisions made by users of the financial statements.

When conducting the audit in accordance with the Statements of Auditing Standards of the Republic of China, we exercise professional judgment and maintain professional skepticism throughout the audit. The CPA also performs the following tasks:

1. Identify and assess the risks of material misstatement of the individual financial statement due to fraud or error; design and implement appropriate responses to those assessed risks; and obtain sufficient and appropriate audit evidence to provide a basis for our audit 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 ICP DAS Co., Ltd. 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 ICP DAS Co., Ltd. ability to continue as a going concern. If the CPA concludes that a material uncertainty exists, it is required to draw attention in the auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause ICP DAS Co., Ltd.to cease to continue as a going concern.

5. Evaluate the overall presentation, structure and content of the parent company only financial statements (including related notes), and whether the parent company only financial statements appropriately present the underlying transactions and events.

6. To obtain sufficient and appropriate audit evidence about the financial information of the entities or business activities within ICP DAS Co., Ltd. to express an opinion on the entity financial statements. The CPA is responsible for the direction, supervision and performance of the entity audit, and remain solely responsible for the audit opinion on the entity financial statements.

We communicated with the governance unit, among other matters, the planned scope and timing of the audit, as well as significant audit findings (including any significant deficiencies in internal control that were identified during the audit).

We also provided to the governing body a statement that the personnel of the firm to which they belong have complied with the ethical requirements regarding independence outlined in the Code of Professional Ethics for Certified Public Accountants in the Republic of China, and communicated with the governing body all relationships and other matters that may reasonably be thought to bear on their independence (including related safeguards).

From the matters communicated with those charged with governance, we determine the key audit matters in the audit of the parent company only financial statements of ICP DAS Co., Ltd. for 2024. We communicate these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

PWC Taiwan

Wu, Wei-Hao

CPA

Cheng, Ya-Hui

Approved by Financial Supervisory Commission Financial Supervisory Commission Securities Examination No. 1080323093.

Former Financial Supervisory Commission, Executive Yuan, Securities and Futures Bureau, Approval Verification Number: Financial Supervisory Commission Securities No. 0960072936

March 6, 2025

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ICP DAS CO., LTD.

PARENT COMPANY ONLY BALANCE SHEETS

December 31, 2024 and 2023

Unit: NT$ thousand

	Assets	Note	December 31, 2024 Amount	%	December 31, 2023 Amount	%
	Current Assets					
1100	Cash and Cash Equivalents	6(1)	$ 107,368	6	$ 27,726	2
1150	Net Notes Receivable	6(2)	2,805	-	3,708	-
1170	Net Accounts Receivable	6(2)	126,823	8	84,152	5
1180	Net accounts receivable - related parties	6(2) and 7	2,737	-	7,381	1
130X	Inventories	6(3)	501,291	31	629,013	38
1410	Prepayments		10,060	1	7,120	-
11XX	**Total Current Assets**		751,084	46	759,100	46
	Non-Current Assets					
1517	Financial assets measured at fair value through other comprehensive income - Non-current	6(4)	8,105	1	16,307	1
1550	Investments accounted for using equity method	6.(5).	91,074	6	103,331	6
1600	Property, Plant, and Equipment	6(6) and 8	707,254	43	724,408	43
1780	Intangible assets		2,499	-	3,403	-
1840	Deferred Tax Assets	6(22)	53,129	3	43,378	3
1900	Other Non-Current Assets	6(8) and 7	14,659	1	14,783	1
15XX	**Total Non-Current Assets**		876,720	54	905,610	54
1XXX	**Total Assets**		$ 1,627,804	100	$ 1,664,710	100

(Continued on next page)

ICP DAS CO., LTD.

PARENT COMPANY ONLY BALANCE SHEETS

December 31, 2024 and 2023

Unit: NT$ thousand

	Liabilities and Equity	Note	December 31, 2024 Amount	%	December 31, 2023 Amount	%
	Current Liabilities					
2100	Short-Term Debts	6.(9).	$ 30,000	2	$ 120,000	7
2130	Contract liability - Current	6(17)	11,422	1	6,686	-
2170	Accounts payable		80,661	5	37,217	2
2200	Other Payables	6(10)	104,494	6	83,007	5
2230	Current Tax Liabilities	6(22)	25,027	2	31,435	2
2399	Other current liabilities - others		7,756	-	9,387	1
21XX	**Total current liabilities**		259,360	16	287,732	17
	Non-current liabilities					
2540	Long-Term Debts	6(11)	10,000	-	70,000	4
2570	Deferred income tax liabilities	6(22)	1,125	-	1,214	-
2640	Net defined benefit liability — Non-current	6(12)	28,591	2	32,108	2
25XX	**Total non-current liabilities**		39,716	2	103,322	6
2XXX	**Total liabilities**		299,076	18	391,054	23
	Equity					
	Share capital	6(13)				
3110	Capital - common stock		639,657	40	639,657	39
	Capital surplus	6(14)				
3200	Capital surplus		68,630	4	68,630	4
	Retained earnings	6(15)				
3310	Legal surplus reserve		198,441	12	189,271	11
3320	Special surplus reserve		4,882	-	4,549	-
3350	Undistributed surplus		418,921	26	376,431	23
	Other equity interest	6(16)				
3400	Other equity interest		(1,803)	-	(4,882)	-
3XXX	**Total Equity**		1,328,728	82	1,273,656	77
	Significant Commitments and Contingencies	9(2)				
3X2X	**Total Liabilities and Equity**		$ 1,627,804	100	$ 1,664,710	100

The notes to the parent company only financial statements are an integral part of these individual financial reports. Please refer to them together.

Chairman:Yeh, Nai-Ti Manager:Cheng, Shu-Fa Accounting Manager:Cheng, Pi-Yu

ICP DAS CO., LTD.

INDIVIDUAL STATEMENTS OF COMPREHENSIVE INCOME

For the year ended December 31, 2024 and 2023

Unit: NT$ thousand (Except for earnings per share in NT$)

	Items	Note	2024 Amount	2024 %	2023 Amount	2023 %
4000	Operating revenue	6(17) And 7	$ 1,024,260	100	$ 946,131	100
5000	Operating costs	6(3)(22)(21)	(497,761)	(49)	(464,319)	(49)
5900	Gross profit		526,499	51	481,812	51
5910	Unrealized Profit on Sales		(18,255)	(2)	(19,618)	(2)
5920	Realized Profit on Sales		19,618	2	26,879	3
5950	Net operating gross profit		527,862	51	489,073	52
	Operating expenses	6(20)(21) and 7				
6100	Selling expenses		(87,743)	(8)	(87,490)	(9)
6200	Administrative expenses		(89,151)	(9)	(87,206)	(9)
6300	Research and development expenses		(213,954)	(21)	(203,404)	(22)
6450	Expected credit impairment gains		1	-	58	-
6000	Total operating expenses		(390,847)	(38)	(378,042)	(40)
6900	Operating income		137,015	13	111,031	12
	Non-operating revenue and expenses					
7100	Interest revenue		531	-	417	-
7010	Other Revenue	6(18) and 7	11,385	1	5,884	1
7020	Other Gains and Losses	6(19)	4,476	1	(182)	-
7050	Financial Costs		(3,331)	-	(3,748)	(1)
7070	Share of profit or loss of subsidiaries, associates and joint ventures accounted for using the equity method	6.(5).	(17,916)	(2)	(10,368)	(1)
7000	Total Non-Operating Revenue and Expenses		(4,855)	-	(7,997)	(1)
7900	**Net Profit Before Tax**		132,160	13	103,034	11
7950	Income Tax Expense	6(22)	(28,380)	(3)	(20,982)	(2)
8200	**Net Profit for the Period**		$ 103,780	10	$ 82,052	9
	Other comprehensive income (net)					
	Items that will not be reclassified to profit or loss					
8311	Remeasurements of defined benefit plan	6(12)	$ 2,080	-	$ 9,644	1
8316	Unrealized gains or losses on equity instrument investments measured at fair value through other comprehensive income	6(16)	9,741	1	1,579	-
8310	Total of items that will not be reclassified to profit or loss		11,821	1	11,223	1
	Items that may be reclassified subsequently to profit or loss					
8380	Share of profit or loss of subsidiaries, associates and joint ventures accounted for using the equity method	6(16)	3,437	1	(1,912)	-
8360	Total items that may be reclassified subsequently to profit or loss		3,437	1	(1,912)	-
8300	**Other comprehensive income (net)**		$ 15,258	2	$ 9,311	1
8500	**Total comprehensive income for the current period**		$ 119,038	12	$ 91,363	10
	Basic earnings per share	6.(23)				
9750	Total basic Earnings per Share		$	1.62	$	1.28
	Diluted earnings per share	6.(23)				
9850	Total diluted deficit per share		$	1.62	$	1.28

The notes to the parent company only financial statements are an integral part of these individual financial reports. Please refer to them together.

Chairman:Yeh, Nai-Ti   Manager:Cheng, Shu-Fa   Accounting manager:：Cheng, Pi Yu

ICP DAS CO., LTD.

PARENT COMPANY CHANGES IN EQUITY

For the year ended December 31, 2024 and 2023

Unit: NT$ thousand

	Note	Capital - common stock	Capital surplus- Issue premium	Retained earnings: Legal surplus reserve	Retained earnings: Special surplus reserve	Retained earnings: Undistributed surplus	Other equity interest: Overseas Operating Entities translation of the financial statements Exchange difference	Other equity interest: Unrealized gains (losses) from financial assets measured at fair value through other comprehensive income	Total Equity
2023									
Balance as of January 1, 2023		$ 581,506	$ 68,630	$ 166,762	$ 7,396	$ 449,774	($ 7,827)	$ 3,278	$ 1,269,519
Net Income for the Year 2023		-	-	-	-	82,052	-	-	82,052
Other comprehensive income in 2023	6(4).(16)	-	-	-	-	9,644	(1,912)	1,579	9,311
Total comprehensive income in 2023		-	-	-	-	91,696	(1,912)	1,579	91,363
Appropriation and distribution of earnings	6(15)								
Legal surplus reserve		-	-	22,509	-	(22,509)	-	-	-
Special surplus reserve		-	-	-	(2,847)	2,847	-	-	-
Cash dividends		-	-	-	-	(87,226)	-	-	(87,226)
Stock dividends		58,151	-	-	-	(58,151)	-	-	-
Balance as of December 31, 2023		$ 639,657	$ 68,630	$ 189,271	$ 4,549	$ 376,431	($ 9,739)	$ 4,857	$ 1,273,656
2024									
Balance as of January 1, 2024		$ 639,657	$ 68,630	$ 189,271	$ 4,549	$ 376,431	($ 9,739)	$ 4,857	$ 1,273,656
Net Income for the Year 2024		-	-	-	-	103,780	-	-	103,780
Other comprehensive income in 2024	6(4).(16)	-	-	-	-	2,080	3,437	9,741	15,258
Total comprehensive income in 2024		-	-	-	-	105,860	3,437	9,741	119,038
Appropriation and distribution of earnings	6(15)								
Legal surplus reserve		-	-	9,170	-	(9,170)	-	-	-
Special surplus reserve		-	-	-	333	(333)	-	-	-
Cash dividends		-	-	-	-	(63,966)	-	-	(63,966)
Disposal of equity instruments at fair value through comprehensive income	6(4).(16)	-	-	-	-	10,099	-	(10,099)	-
Balance as of December 31, 2024		$ 639,657	$ 68,630	$ 198,441	$ 4,882	$ 418,921	($ 6,302)	$ 4,499	$ 1,328,728

The notes to the parent company only financial statements are an integral part of these individual financial reports. Please refer to them together.

Chairman:Yeh, Nai-Ti Manager: Cheng, Shu-Fa Accounting manager: Cheng,Pi-Yu

ICP DAS CO., LTD.

INDIVIDUAL STATEMENT OF CASH FLOWS

For the year ended December 31, 2024 and 2023

Unit: NT$ thousand

	Note	For the year ended December 31, 2024	For the year ended December 31, 2023
Cash flows from operating activities			
Current net profit before tax		$ 132,160	$ 103,034
Adjustment items			
Income and expense items			
Expected credit impairment gains	12(2)	(1)	(58)
Depreciation expense	6(20)	49,779	48,981
Various amortization	6(20)	1,604	1,298
Share of profit or loss of subsidiaries accounted for using the equity method		17,916	10,368
Unrealized Gross Profit on Sales		(1,363)	(7,261)
Interest revenue		(531)	(417)
Interest expense		3,331	3,748
Changes in assets/liabilities relating to operating activities			
Net movement in assets relating to operating activities			
Notes receivable		912	488
Accounts receivable		(42,678)	(6,392)
Accounts receivable - related parties		4,644	2,135
Inventories		127,722	(7,440)
Prepayments		(2,940)	2,865
Net movement in liabilities relating to operating activities			
Contract liability-Current		4,736	(1,063)
Accounts payable		43,444	(37,048)
Other Payables		15,252	(33,532)
Other current liabilities		(1,631)	6,581
Net defined benefit liability - Non-current		(917)	(2,019)
Cash inflow from operations		351,439	84,268
Interest charged		531	417
Interest paid		(3,331)	(3,748)
Income tax paid		(45,918)	(41,605)
Net cash inflows from operating activities		302,721	39,332

(Continued on next page)

ICP DAS CO., LTD.

INDIVIDUAL STATEMENT OF CASH FLOWS

For the year ended December 31, 2024 and 2023

Unit: NT$ thousand

	Note	For the year ended December 31, 2024	For the year ended December 31, 2023
Cash flows from investing activities			
Disposal of financial assets at fair value through other comprehensive income		$ 17,853	$ -
Acquisition of property, plant and equipment	6(24)	(26,366)	(31,624)
Acquisition of intangible assets		(700)	(816)
Decrease (increase) in refundable deposits		(565)	294
Decrease (increase) in other non-current assets		665	(13,717)
Net cash outflow from investing activities		(9,113)	(45,863)
Cash flows from financing activities			
Raise short-term debt		200,000	680,000
Repayment of short-term debt		(290,000)	(630,000)
Borrowing of long-term loans		-	100,000
Repayment of long-term loans		(60,000)	(62,000)
Distribute cash dividends	6(25)	(63,966)	(87,226)
Net cash (outflow) inflow from financing activities		(213,966)	774
Increase (decrease) in cash and cash equivalents for the current period		79,642	(5,757)
Beginning balance of cash and cash equivalents		27,726	33,483
Ending balance of cash and cash equivalents		$ 107,368	$ 27,726

The notes to the parent company only financial statements are an integral part of these individual financial reports. Please refer to them together.

Chairman:Yeh, Nai-Ti Manager:Cheng, Shu-Fa Accounting manager: ： Cheng, Pi Yu

【Attachment 4】

ICP DAS Co., Ltd.
Earnings Distribution Table
2024

Unit: NT$ (dollars)

Items		Amount	
		Subtotal	Total
①	Beginning Retained Earnings	302,963,039	
②	Add: Net Income After Tax for the Current Period	103,779,294	
③	Add: 2024 Retained Earnings Adjustments (Note 1)	12,178,624	
④	Less: Provision for legal surplus reserve (④=(②+③)*10%)	11,595,792	
⑤	Add: Special Reserve Reversal (Note 2)	3,079,412	
⑥	2024 Subtotal of Distributable Earnings (⑥=②+③-④+⑤)	107,441,538	
⑦	Accumulated Distributable Earnings as of the Current Year (⑦=①+⑥)		410,404,577
	2024 Earnings Distribution Items		
	Distribution of Shareholders' Dividends and Bonuses (Note 3)		
	Shareholders' Cash Dividends (NT$1.5 per share)	95,948,480	
⑧	Total Distribution Amount for the Current Year		95,948,480
⑨	Ending Undistributed Earnings (⑨＝⑦-⑧)		314,456,097

Note 1 Adjustment to retained earnings due to actuarial gains and losses from the 2024 defined benefit plan, including the disposal of equity instruments measured at fair value through comprehensive income.

Note 2 The difference between the 2024 other equity deduction amount and the special reserve recorded in the books.

Note 3 The distribution of profits for this time is from the earnings of fiscal year 2024.

Chairperson: Yeh, Nai-Ti Managerial Officer: Cheng, Shu-Fa Accounting manager: Cheng,Pi-Yu

【Attachment 5】

ICP DAS Co., Ltd.

Comparison Table of Articles Before and After the Amendment of the "Articles of Incorporation

Article	Before The Revision	After The Revision	Reason for Amendment
Article 19:	The Company shall allocate 3% to 12% of the current year's profit as employees' compensation and no more than 3% of the current year's profit as directors' remuneration. However, if the Company still has accumulated losses, it shall reserve the compensation amount in advance. The employees' compensation in the preceding paragraph may be distributed in the form of shares or cash, and the recipients may include employees of subordinate companies who meet certain conditions. The directors' remuneration in previous paragraph shall be distributed only in cash. The profit of the current year in Paragraph 1 refers to the profit before tax of the current year minus the employees' compensation and directors' remuneration. The distribution of employees' compensation and directors' remuneration shall be resolved by a majority of the directors present at a Board meeting attended by two-thirds or more of the total number of directors, and reported to the shareholders' meeting. If the Company has a profit at the end of the year, it shall first pay taxes and	The Company shall allocate 3% to 12% of the current year's profit as employees' compensation and no more than 3% of the current year's profit as directors' remuneration. However, if the Company still has accumulated losses, it shall reserve the compensation amount in advance. From the aforementioned employee compensation amount, no less than 10% shall be allocated as compensation for entry-level employees. Employee compensation may be distributed in the form of stock or cash, and the recipients may include employees of subsidiaries who meet certain conditions. The directors' remuneration in previous paragraph shall be distributed only in cash. The profit of the current year in Paragraph 1 refers to the profit before tax of the current year minus the employees' compensation and directors' remuneration. The distribution of employees' compensation and directors' remuneration shall be resolved by a majority of the directors present	In response to amendments to the Securities and Exchange Act

Article	Before The Revision	After The Revision	Reason for Amendment
	make up for accumulated losses, then allocate 10% as legal reserve and provide or reverse special reserve in accordance with laws or regulations of the competent authority. If there is any remaining profit, it shall be combined with the accumulated undistributed earnings as the cumulative distributable earnings. The Board of Directors shall prepare a distribution proposal and submit it to the shareholders' meeting for resolution.	at a Board meeting attended by two-thirds or more of the total number of directors, and reported to the shareholders' meeting. If the Company has a profit at the end of the year, it shall first pay taxes and make up for accumulated losses, then allocate 10% as legal reserve and provide or reverse special reserve in accordance with laws or regulations of the competent authority. If there is any remaining profit, it shall be combined with the accumulated undistributed earnings as the cumulative distributable earnings. The Board of Directors shall prepare a distribution proposal and submit it to the shareholders' meeting for resolution.	
Article 22	These Articles of Incorporation were established on July 27, 1993. The first amendment was made on March 27, 1997. The second amendment was made on December 16, 2002. The third amendment was made on December 27, 2002. The fourth amendment was made on September 24, 2003. The fifth amendment was made on September 20, 2005. The sixth amendment was made on December 6, 2005. The seventh amendment was made on June 28, 2007.	These Articles of Incorporation were established on July 27, 1993. The first amendment was made on March 27, 1997. The second amendment was made on December 16, 2002. The third amendment was made on December 27, 2002. The fourth amendment was made on September 24, 2003. The fifth amendment was made on September 20, 2005. The sixth amendment was made on December 6, 2005. The seventh amendment was made on June 28, 2007.	Addition of amendment number and date

Article	Before The Revision	After The Revision	Reason for Amendment
	The eighth amendment was made on June 13, 2008. The ninth amendment was made on June 16, 2009. The tenth amendment was made on June 18, 2010. The eleventh amendment was made on June 18, 2012. The twelfth amendment was made on June 22, 2015. The thirteenth amendment was made on June 13, 2016. The fourteenth amendment was made on June 12, 2020. The fifteenth amendment was made on June 14, 2022. The sixteenth amendment was made on June 9, 2023 The seventeenth amendment was made on June 13, 2024	The eighth amendment was made on June 13, 2008. The ninth amendment was made on June 16, 2009. The tenth amendment was made on June 18, 2010. The eleventh amendment was made on June 18, 2012. The twelfth amendment was made on June 22, 2015. The thirteenth amendment was made on June 13, 2016. The fourteenth amendment was made on June 12, 2020. The fifteenth amendment was made on June 14, 2022. The sixteenth amendment was made on June 9, 2023 The seventeenth amendment was made on June 13, 2024 The eighteenth amendment was made on June 19, 2025.	

【Attachment 6】

ICP DAS Co., Ltd.

Comparison Table of Articles Before and After the Amendment of the "Procedures for Acquisition or Disposal of Assets

Article	Before The Revision	After The Revision	Reason for Amendment
Table	Securities (traded on centralized securities exchanges or securities dealers' business premises) Authority for Approval Board of Directors: NT$20,000 thousand or above Chairperson: NT$20,000 thousand (inclusive) or below Securities (not traded on centralized securities exchanges or securities dealers' business premises) Authority for Approval Board of Directors: NT$10,000 thousand or above Chairman: NT$10,000 thousand (inclusive) or below Real Estate, Equipment, or Right-of-Use Assets Authority for Approval Board of Directors: NT$50,000 thousand or above Acquisition or Disposal of Machinery and Equipment or Right-of-Use Assets for Business Use from Related or Non-related Parties Authority for Approval Board of Directors: NT$50,000 thousand or above	Securities (traded on centralized securities exchanges or securities dealers' business premises) Authority for Approval Board of Directors: NT$100,000 thousand or above Chairman: NT$100,000 thousand (inclusive) or below Securities (not traded on centralized securities exchanges or securities dealers' business premises) Authority for Approval Board of Directors: NT$50,000 thousand or above Chairman: NT$50,000 thousand (inclusive) or below Real Estate, Equipment, or Right-of-Use Assets Authority for Approval Board of Directors: NT$50,000 thousand or above Acquisition or Disposal of Machinery and Equipment or Right-of-Use Assets for Business Use from Non-related Parties Authority for Approval Board of Directors: NT$50,000 thousand or above	According to actual needs

Article	Before The Revision	After The Revision	Reason for Amendment
Article 16	These Procedures were established on June 18, 2012. The First amendment was made on June 20, 2014. The second amendment was made on June 14, 2017. The third amendment was made on June 3, 2019. The fourth amendment was made on June 14, 2022.	These Procedures were established on June 18, 2012. The First amendment was made on June 20, 2014. The second amendment was made on June 14, 2017. The third amendment was made on June 3, 2019. The fourth amendment was made on June 14, 2022. The fifth amendment was made on June 19, 2025.	Addition of amendment number and date

【Appendix 1】

ICP DAS Co., Ltd.

Articles of Incorporation (Before Amendment)

Chapter 1 General Provisions

Article 1: The Company is organized in accordance with the Company Act and is named ICP DAS Co., Ltd.

The English name is ICP DAS Co., Ltd.

Article 2: The business scope of the Company is as follows:

C801100	Synthetic Resin and Plastic Manufacturing
CB01010	Mechanical Equipment Manufacturing
CC01010	Manufacture of Power Generation, Transmission and Distribution Machinery
CC01030	Electrical Appliances and Audiovisual Electronic Products Manufacturing
CC01060	Wired Communication Mechanical Equipment Manufacturing
CC01070	Wireless Communication Mechanical Equipment Manufacturing
CC01080	Electronics Components Manufacturing
CC01100	Controlled Telecommunications Radio-Frequency Devices and Materials Manufacturing
CC01110	Computer and Peripheral Equipment Manufacturing
CE01010	General Instrument Manufacturing
E603050	Automatic Control Equipment Engineering
E604010	Machinery Installation
E605010	Computer Equipment Installation
EZ05010	Instrument and Meters Installation Engineering
F107170	Wholesale of Industrial Catalyst
F107200	Wholesale of Chemical Feedstock
F107990	Wholesale of Other Chemical Products
F108031	Wholesale of Medical Devices
F113020	Wholesale of Electrical Appliances
F113030	Wholesale of Precision Instruments
F113050	Wholesale of Computers and Clerical Machinery Equipment
F207170	Retail Sale of Industrial Catalyst
F207200	Retail Sale of Chemical Feedstock
F207990	Retail Sale of Other Chemical Products
F208031	Retail Sale of Medical Apparatus
F213010	Retail Sale of Electrical Appliances
F213030	Retail Sale of Computers and Clerical Machinery Equipment

F213040	Retail Sale of Precision Instruments
F213050	Retail Sale of Measuring Instruments
F213060	Retail Sale of Telecommunication Apparatus
F218010	Retail Sale of Computer Software
F219010	Retail Sale of Electronic Materials
F401010	International Trade
I101070	Agriculture, Forestry, Fishing and Livestock Consulting
I301010	Information Software Services
I301020	Data Processing Services
I301030	Electronic Information Supply Services
IG03010	Energy Technical Services
JA02010	Electric Appliance and Electronic Products Repair
ZZ99999	All business activities that are not prohibited or restricted by law, except those that are subject to special approval.

Article 2-1: The Company may, by resolution of the Board of Directors, provide endorsement and guarantee for invested businesses.

Article 2-2: The total amount of the Company's reinvestment shall not be subject to the restriction of not exceeding 40% of the paid-in capital as provided in Article 13 of the Company Act.

Article 3: The Company is headquartered in Hsinchu County. When necessary, it may establish branches or representative offices domestically or overseas upon resolution of the Board of Directors and approval from the competent authority.

Article 4: Public announcements of the Company shall be made in accordance with Article 28 of the Company Act.

Chapter 2 Shares

Article 5: The total authorized capital of the Company is NT$800,000,000, divided into 80,000,000 shares at NT$10 par value per share. The Board of Directors is authorized to issue the unissued shares in separate trenches. The authorized capital in the preceding paragraph includes NT$75,000,000 reserved for the exercise of employee stock options.

Article 5-1: When the Company issues employee stock options with an exercise price lower than the closing price of the Company's common stock on the issuance date, the issuance shall be approved by shareholders representing more than half of the total issued shares at a shareholders' meeting, with approval from two-thirds of the voting rights of shareholders present. When transferring shares to employees at a price lower than the average actual repurchase price, the Company shall, prior to such transfer, obtain approval at the most recent shareholders' meeting attended by shareholders representing more than half of the total issued shares, with approval from two-thirds of the voting rights of shareholders present.

Article 5-2: When the Company implements employee treasury stock, employee stock options, employee subscription of new shares, and issuance of restricted employee shares, the recipients may include employees of controlling or subsidiary companies who meet certain conditions. These conditions and distribution methods are authorized to be determined by resolution of the Board of Directors.

Article 6: All shares of the Company shall be registered shares and issued in accordance with the Company Act of the Republic of China and relevant laws and regulations. The Company may choose not to print physical share certificates. Share registration shall be handled by the securities depository and clearing institution, and shares shall be delivered by book-entry transfer.

Article 7: Registration for transfer of shares shall be suspended 60 days immediately before the date of regular meeting of shareholders, and 30 days immediately before the date of any extraordinary meeting of shareholders, or within 5 days before the day on which dividend, bonus, or any other benefit is scheduled to be paid by the Corporation.

Chapter 3 Shareholders' Meeting

Article 8: Shareholders' meetings of the Company are of two types, regular meetings and extraordinary meetings. Regular meetings shall be convened at least once every year by the Board of Directors within six months after the end of each fiscal year in accordance with the law. Special meetings meetings shall be convened in accordance with the law when necessary.

Shareholders’ meetings of the Corporation may be held through remote video conferencing, or in other forms as and to the extent permitted by relevant government authorities in charge.

Article 8-1: When the Company convenes a shareholders' meeting, it may allow shareholders to exercise their voting rights in writing or by electronic means.

Shareholders who exercise their voting rights by electronic means shall be deemed as attending the meeting in person, and related matters shall be handled in accordance with the provisions of laws and regulations.

Article 9: A shareholder who is unable to attend a shareholders' meeting may appoint a proxy to attend the meeting by providing a proxy form issued by the Company stating the scope of authorization, and signed or sealed by the shareholder.

Article 10: Each share held by a shareholder shall be entitled to one vote, except those shares for which the voting rights are restricted or excluded as specified in Article 179 of the Company Act.

Article 11: Resolutions of the shareholders' meeting, unless otherwise provided for in the Company Act, shall be adopted by a majority of the shareholders present who represent more than one-half of the total number of voting shares.

Article 12: Shareholders' meetings convened by the Board of Directors shall be presided over by the chairman. In case the chairman is on leave, the chairman shall appoint one of the directors to act as the chair. If no such designation is made, the directors shall elect one person to serve as the chair.

Article 12-1: Resolutions adopted at a shareholders' meeting shall be recorded in the meeting minutes and handled in accordance with Article 183 of the Company Act.

Article 12-2: After the Company's shares are publicly issued, the Company shall not cancel its public issuance without a resolution of the shareholders' meeting. The preceding paragraph shall remain unchanged during the period when the Company is traded on the Emerging Stock Board or listed.

Article 12-3: The election of Directors of the Company shall adopt the cumulative voting method. Each share shall have voting rights equivalent to the number of Directors to be elected, and such voting rights can be combined to vote for one person or divided to vote for multiple persons. The candidates receiving the highest number of votes shall be elected as Directors in the order of the number of votes received. If there is a need to amend this method, in addition to complying with the provisions of Article 172 of the Company Act and other relevant regulations, the main content of the amendment shall be listed and explained in the notice of the reasons for convening the shareholders' meeting.

Chapter 4 Directors and Supervisors

Article 13: The Company shall have seven to eleven directors, among whom the number of independent directors shall not be less than three and shall not be less than one-third of the total number of director seats. The term of office shall be three years, and they may be re-elected. The number of directors is authorized to be determined by the Board of Directors. The total shareholding ratio of all directors shall comply with the regulations of the securities authorities.

The election of directors shall adopt the candidate nomination system in accordance with Article 192-1 of the Company Act. The shareholders' meeting shall elect the directors from among the list of candidates. The acceptance of nomination of director candidates and the announcement of related matters shall be handled in accordance with the Company Act, the Securities and Exchange Act and relevant laws and regulations. Independent directors and non-independent directors shall be elected together with respective numbers of persons to be elected calculated separately.

Article 14: The Board of Directors shall be organized by the directors. The chairman shall be elected by a majority of the directors present at a meeting attended by at least two-thirds of the directors. The chairman shall represent the Company externally.

Article 14-1: The Company's Board of Directors shall convene at least once every quarter. The notice of the Board meeting shall state the reasons for convening the meeting and shall be sent to each director seven days prior to the meeting. However, in case of emergency, the meeting may be convened at any time. The notice of the Board meeting may be made in writing, by fax or by electronic mail (E-mail).

Article 15: The first meeting of each term of the Board of Directors shall be convened by the director who received the most votes within 15 days after the re-election. Except for the Board meetings convened in accordance with Article 203 or Article 203-1 of the Company Act, the rest shall be convened by the chairman. When the chairman is on leave or unable to exercise his/her powers for any reason, the chairman shall designate one of the directors to act on his/her behalf. If the chairman does not designate a proxy, the directors shall elect one person from among themselves to serve as the proxy. When a Board meeting is held by video conference, directors who participate in the meeting via video conference shall be deemed as attending the meeting in person. Resolutions of the Board meeting, unless otherwise provided for in the Company Act, shall be adopted by a majority of the directors present at a meeting attended by a majority of the directors. When a director is unable to attend a meeting for any reason, he/she may appoint another director as his/her proxy to attend the meeting by issuing a proxy form stating the scope of authorization regarding the reasons for convening the meeting, but each proxy shall accept the appointment of one person only.

Article 15-1: The Company shall establish an audit committee in accordance with the law, which shall be composed of all independent directors and shall be responsible for performing the duties of supervisors as prescribed in the Company Act, the Securities and Exchange Act and other relevant laws and regulations.

The members, exercise of powers, and other compliance matters of the audit committee shall be handled in accordance with relevant laws and regulations, and its organizational rules shall be established separately by the Board of Directors.

Article 15-2: In the event that the number of vacancies on the Board of Directors equals to one third of the total number of directors or all independent directors are discharged, the Board of Directors shall convene a special shareholders' meeting to elect succeeding directors to fill the vacancies. Except for a re-election of the entire Board of Directors, the term of office of the newly elected director shall be the remainder of the term of the predecessor. If the term of office of a director expires and no re-election has been held, the term of office shall be extended until the newly elected director assumes office.

Article 16: The remuneration of the directors shall be authorized by the Board of Directors based on their degree of participation and contributions to the Company, regardless of whether the Company makes a profit or loss, and with reference to the usual standards of the industry. The Company may purchase liability insurance for directors for their liabilities during their term of office based on the scope of their job responsibilities.

Article 16-1: The Board of Directors of the Company may establish a remuneration committee or other functional committees based on business operation needs.

Chapter 5 Managerial officer

Article 17: The Company may appoint several managers, and their appointment, discharge and remuneration shall be handled in accordance with Article 29 of the Company Act.

Chapter 6 Accounting

Article 18: The fiscal year of the Company shall begin on January 1 and end on December 31 of each year. At the end of each fiscal year, the Board of Directors shall prepare the following documents and submit them to the regular shareholders' meeting for ratification in accordance with the legal procedures:

1. Business Report;
2. Financial Statements;
3. Proposal for distribution of earnings or covering of losses.

Article 19: The Company shall allocate 3% to 12% of the current year's profit as employees' compensation and no more than 3% of the current year's profit as directors' remuneration. However, if the Company still has accumulated losses, it shall reserve the compensation amount in advance.

The employees' compensation in the preceding paragraph may be distributed in the form of shares or cash, and the recipients may include employees of subordinate companies who meet certain conditions. The directors' remuneration in previous paragraph shall be distributed only in cash.

The profit of the current year in Paragraph 1 refers to the profit before tax of the current year minus the employees' compensation and directors' remuneration.

The distribution of employees' compensation and directors' remuneration shall be resolved by a majority of the directors present at a Board meeting attended by two-thirds or more of the total number of directors, and reported to the shareholders' meeting.

If the Company has a profit at the end of the year, it shall first pay taxes and make up for accumulated losses, then allocate 10% as legal reserve and provide or reverse special reserve in accordance with laws or regulations of the competent authority. If there is any remaining profit, it shall be combined with the accumulated undistributed earnings as the cumulative distributable earnings. The Board of Directors shall prepare a distribution proposal and submit it to the shareholders' meeting for resolution.

Article 20: With regard to the business operations of the Company, as the Company's business is currently in the growth stage, the dividend distribution policy shall take into account the current and future operational plans, investment projects, capital budgets, changes in internal and external environments, as well as the interests of shareholders and the balance of dividends. Each year, the Board of Directors shall propose a distribution proposal in accordance with the law and submit it to the shareholders' meeting for approval. The principle of dividend distribution is that the cash dividend shall not be less than 20% of the current year's distributable earnings. The Company's shareholder dividend distribution may be made in the form of stock dividends, and the proportion of cash dividends distributed to shareholders should not be less than 10% of the total shareholder dividends.

Chapter 7 Supplementary Provisions

Article 21: Any matters not provided for in these Articles of Incorporation shall be handled in accordance with the provisions of the Company Act.

Article 22: These Articles of Incorporation were established on July 27, 1993.
The first amendment was made on March 27, 1997.
The second amendment was made on December 16, 2002.
The third amendment was made on December 27, 2002.
The fourth amendment was made on September 24, 2003.
The fifth amendment was made on September 20, 2005.
The sixth amendment was made on December 6, 2005.
The seventh amendment was made on June 28, 2007.
The eighth amendment was made on June 13, 2008.
The ninth amendment was made on June 16, 2009.
The tenth amendment was made on June 18, 2010.
The eleventh amendment was made on June 18, 2012.
The twelfth amendment was made on June 22, 2015.
The thirteenth amendment was made on June 13, 2016.
The fourteenth amendment was made on June 12, 2020.
The fifteenth amendment was made on June 14, 2022.
The sixteenth amendment was made on June 9, 2023
The seventeenth amendment was made on June 13, 2024

【Appendix 2】

ICP DAS Co., Ltd.

Procedures for Acquisition or Disposal of Assets (Before Amendment)

Article 1: Purpose and Legal Basis

These procedures are established in accordance with Article 36-1 of the Securities and Exchange Act and the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies" promulgated by the Financial Supervisory Commission (hereinafter referred to as the FSC).

The Company's acquisition or disposal of assets shall be conducted in accordance with these procedures.

Article 2: Scope of Assets

1. Stocks, government bonds, corporate bonds, financial bonds, securities representing funds, depository receipts, subscription (sale) warrants, beneficiary securities, and asset-backed securities investments.
2. Real estate (including land, houses and buildings, investment property, inventory of construction industry) and equipment.
3. Membership certificates.
4. Patents, copyrights, trademarks, franchise rights, and other intangible assets.
5. Right-of-use assets.
6. Claims against financial institutions (including receivables, purchased or discounted foreign exchange and loans, collection items).
7. Derivative products.
8. Assets acquired or disposed of in accordance with mergers, demergers, acquisitions, or share transfers under the law.
9. Other significant assets.

Article 3: Definitions

1. Derivative products: Refers to forward contracts, options contracts, futures contracts, leveraged margin contracts, swap contracts, combinations of the above contracts, or hybrid contracts or structured products with embedded derivatives, whose value is derived from specific interest rates, financial instrument prices, commodity prices, exchange rates, price or rate indices, credit ratings or credit indices, or other variables. The term "forward contracts" does not include insurance contracts, performance contracts, after-sales service contracts, long-term lease contracts, and long-term purchase (sales) contracts.
2. Assets acquired or disposed of in accordance with mergers, demergers, acquisitions, or share transfers under the law: Refers to assets acquired or disposed of through mergers, demergers, or acquisitions conducted under

the Business Mergers and Acquisitions Act, Financial Holding Company Act, Financial Institution Merger Act, or other laws, or the acquisition of shares of another company through issuance of new shares of one's own company as the consideration therefor (hereinafter referred to as "share transfer") under Article 156-3 of the Company Act.

3. Related parties, subsidiaries: Shall be determined in accordance with the provisions of the Regulations Governing the Preparation of Financial Reports by Securities Issuers.
4. Professional appraiser: Refers to a real estate appraiser or other person authorized by law to engage in the business of appraising real estate and equipment.
5. Date of occurrence: Refers to the date of contract signing, date of payment, date of consignment trade, date of transfer, date of board of directors' resolution, or other date that can determine the counterparty and monetary amount of the transaction, whichever is earlier. However, for investments requiring approval from the competent authority, the date of occurrence shall be determined by whichever comes earlier: the above dates or the date on which approval is received from the competent authority.
6. Investment in the Mainland China area: Refers to investments in the Mainland area conducted in accordance with the provisions of the Regulations Governing Permission for Investment or Technical Cooperation in the Mainland Area formulated by the Investment Commission of the Ministry of Economic Affairs.

Article 4: The appraisal reports or opinions issued by CPAs, attorneys, or securities underwriters obtained by the Company shall meet the following requirements: the professional appraiser and their appraisal personnel, CPA, attorney, or securities underwriter shall comply with the following provisions:

1. Have not previously been sentenced to a fixed-term imprisonment of more than one year for violating the Securities and Exchange Act, Company Act, Banking Act, Insurance Act, Financial Holding Company Act, Business Accounting Act, or for committing fraud, breach of trust, embezzlement, forgery of documents, or business crimes. However, this restriction does not apply to those who have completed their sentence, finished their probation period, or been pardoned for more than three years.
2. Shall not be a related party or a substantive related party to any party to the transaction.
3. If the Company should obtain appraisal reports from two or more professional appraisers, the different professional appraisers or appraisal personnel shall not be related parties or have a substantive relationship with

each other.

When consulting the personnel mentioned in the previous paragraph for the issuance of appraisal reports or opinions, the Company shall request that they comply with the self-regulatory rules of their respective industry associations and the following matters:

1. Before accepting an engagement, they shall carefully assess their own professional competence, practical experience, and independence.
2. When executing an engagement, they shall properly plan and implement appropriate operating procedures to form conclusions and thereby issue reports or opinions; and they shall fully document the procedures performed, data collected, and conclusions reached in the working papers of the engagement.
3. They shall evaluate the appropriateness and reasonableness of the data sources, parameters, and information used on an item-by-item basis, as the basis for issuing the appraisal report or opinion.
4. Declaration statements shall include items such as the relevant personnel's possession of professional competence and independence, the evaluation of the information used as being appropriate and reasonable, and compliance with relevant laws and regulations.

Article 5: Evaluation Procedures

1. The Company shall handle the acquisition or disposal of assets according to the following regulations based on the asset types:
   (1) The acquisition or disposal of real estate, equipment, or right-of-use assets, except for transactions with domestic government agencies, self-built construction on own land, leased land construction, or acquisition or disposal of equipment or right-of-use assets for business operations, where the transaction amount reaches 20% of the Company's paid-in capital or NT$300 million or more, shall obtain an appraisal report issued by a professional appraiser prior to the date of occurrence, and comply with the following regulations:
      1. When for special reasons it is necessary to use a limited price, a specific price, or a special price as a reference basis for the transaction price, the transaction shall first be submitted to the Board of Directors for resolution; the same shall apply to any subsequent changes to the terms of the transaction.
      2. If the transaction amount reaches NT$1 billion or more, appraisals from two or more professional appraisers shall be obtained.
      3. When the appraisal results from professional appraisers have any of the following situations, except where the appraisal results for

acquiring assets are all higher than the transaction amount or the appraisal results for disposing of assets are all lower than the transaction amount, a certified public accountant shall be engaged to provide a specific opinion on the reason for the discrepancy and the appropriateness of the transaction price:

(1) The appraisal result differs from the transaction amount by 20% or more of the transaction amount.

(2) The difference in appraisal results between two or more professional appraisers is 10% or more of the transaction amount.

4. The date of the appraisal report issued by the professional appraiser and the date of the contract establishment shall not exceed three months. However, if the same published current value is applicable and it has not exceeded six months, the original professional appraiser may issue an opinion statement.

(2) When acquiring or disposing of securities, the company shall obtain the latest financial statements of the target company that have been audited or reviewed by a certified public accountant prior to the date of occurrence of the event as reference for evaluating the transaction price. Furthermore, if the transaction amount reaches 20% of the company's paid-in capital or NT$300 million or more, the company shall engage a certified public accountant to provide an opinion on the reasonableness of the transaction price prior to the date of occurrence of the event. However, this restriction does not apply to securities with active market public quotations or where the Financial Supervisory Commission has specified otherwise.

(3) For acquisition or disposal of intangible assets, right-of-use assets, or membership certificates with a transaction amount reaching 20% of the company's paid-in capital or NT$300 million or more, except for transactions with domestic government agencies, the company shall engage a certified public accountant prior to the date of occurrence of the event to provide an opinion on the reasonableness of the transaction price.

The calculation of the aforementioned transaction amount shall be conducted in accordance with Paragraph 2, Article 31 of the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies," and the term "within one year" refers to the one-year period calculated retroactively from the date of occurrence of the current transaction. Items for which an appraisal report issued by a professional appraiser or a CPA's opinion has been obtained in accordance with the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies" need not be counted again.

2. Assets acquired or disposed of through court auction procedures may use the documentary proof issued by the court to replace the appraisal report or CPA's opinion.
3. Related party transactions shall be evaluated for the reasonableness of transaction terms and other matters in accordance with Article 10 of these Operating Procedures.

Article 6: Operating Procedures

1. The Company's acquisition or disposal of assets shall be executed after being reported for approval level by level in accordance with the authorization limits and levels specified in the attached table "Authorization Limits for Acquisition or Disposal of Assets and Investment Securities Amount Table. The execution units and transaction processes for each operating procedure shall be handled as follows:
   (1) The operating procedures for the acquisition or disposal of real property and equipment shall be handled in accordance with the Company's internal control system "Real Property, Plant and Equipment Cycle" and "Property Management Regulations.
   (2) The operating procedures for the acquisition or disposal of securities shall be handled in accordance with the Company's internal control system "Investment Cycle.
2. Other Operating Procedures to be Executed
   (1) The Company shall not waive its right to subscribe to the capital increases of ADVANCE AHEAD LTD. in future years. If the Company intends to waive its right to subscribe to the capital increases of ADVANCE AHEAD LTD. or dispose of shares in ADVANCE AHEAD LTD. in the future, it must be approved by a special resolution of the Company's Board of Directors.
   (2) ADVANCE AHEAD LTD. shall not waive its right to subscribe to the capital increases of Shanghai Golden ICPDAS International Trade Co., Ltd. (hereinafter referred to as "Shanghai Golden ICPDAS") in future years. If ADVANCE AHEAD LTD. intends to waive its right to subscribe to the capital increases of Shanghai Golden ICPDAS or dispose of shares in Shanghai Golden ICPDAS in the future, it must be approved by a special resolution of the Board of Directors of both the Company and ADVANCE AHEAD LTD.

Article 7: Investment Limits for Non-Operating Real Property and Right-of-Use Assets or Securities

The limits for the Company and its subsidiaries' individual acquisition of non-operating real property and right-of-use assets or securities are as follows:

1. The total amount of non-operating real property and right-of-use assets purchased shall not exceed sixty percent of the Company's net worth as shown in its most recent financial statements.
2. The total amount of investment in securities shall not exceed fifty percent of the Company's net worth as shown in its most recent financial statements.
3. The amount of investment in any individual security shall not exceed twenty percent of the Company's net worth as shown in its most recent financial statements.

Article 8: Control Procedures for Subsidiaries' Acquisition or Disposal of Assets

1. For subsidiaries in which the Company has invested, the acquisition or disposal of assets shall be conducted in accordance with the established "Procedures for Acquisition or Disposal of Assets," which shall be approved by the Board of Directors. The same applies to any amendments.
2. When a subsidiary acquires or disposes of assets, it shall comply with the provisions of these Procedures. The Company's audit unit shall conduct regular or irregular audit operations and review its self-assessment reports. If any deficiencies are found, their improvement status shall be continuously tracked, and a follow-up report shall be submitted to the Company's Board of Directors.
3. If a subsidiary of the Company is not a domestic public company and its acquisition or disposal of assets reaches the standard for public announcement and reporting as stipulated in these Procedures, the Company shall also make the public announcement in accordance with these Procedures. In the standards for public announcement and reporting by subsidiaries, the phrase "reaching twenty percent of the company's paid-in capital or ten percent of total assets" shall be based on the Company's paid-in capital or total assets.

Article 9: Penalties for Personnel Violating the Provisions of these Procedures

When relevant personnel of the Company responsible for the acquisition or disposal of assets violate the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies" issued by the Financial Supervisory Commission or these operational procedures, they shall be handled according to the following provisions, depending on the severity of the violation:

1. Personnel who violate the relevant regulations shall be regularly reported to the management meeting in accordance with the "Work Rules" and given

appropriate penalties after discussion by the management. Records of violations will also serve as a reference for annual individual performance evaluations.

2. The supervisors of personnel who violate the regulations shall also be reported for disciplinary action in accordance with the "Work Rules," except for those who can reasonably explain that preventive measures were taken beforehand.
3. If the Board of Directors or Directors violate relevant regulations and shareholder resolutions in the execution of their duties, the independent board directors of the Audit Committee shall, in accordance with Article 14-4 of the Securities and Exchange Act, which applies mutatis mutandis to Article 218-2 of the Company Act, notify the Board of Directors or Directors to cease such actions.

Article 10: Procedures for Related Party Transactions

If the Company or its subsidiaries that are not domestic public companies acquire or dispose of assets with related parties, in addition to following the evaluation procedures in Article 5, when the transaction amount reaches 10% or more of the Company's total assets, they shall also obtain an appraisal report issued by a professional appraiser or an opinion from a CPA in accordance with Article 5. All relevant documentation must be submitted to the shareholders' meeting for approval before signing the transaction contract and making payment. However, this restriction does not apply to transactions between the Company and its subsidiaries, or between its subsidiaries. The calculation of the aforementioned transaction amount shall be conducted in accordance with the provisions of Paragraph 1, Article 5. Items that have been approved by more than half of all the members of the Audit Committee, and have been submitted to and passed by the Board of Directors and the shareholders' meeting in accordance with the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies," are exempted from being counted again.

1. When determining whether a transaction counterparty is a related party, in addition to considering its legal form, the substantive relationship should also be taken into account.
2. Evaluation and Operating Procedures

   When the Company acquires or disposes of real property or its right-of-use assets from or to a related party, or acquires or disposes of assets other than real property or its right-of-use assets from or to a related party and the transaction amount reaches 20% of the paid-in capital, 10% of total assets, or NT$300 million or more, except for trading of domestic government bonds, bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises, the following information shall be approved by more than half of all members of the Audit Committee and submitted to the Board of Directors for approval before signing the transaction contract and making payment:

(1) The purpose, necessity, and expected benefits of acquiring or disposing of assets.

(2) The reason for selecting the related party as the transaction counterparty.

(3) When acquiring real property or its right-of-use assets from a related party, the relevant materials for evaluating the reasonableness of the proposed transaction terms in accordance with Paragraph 3 of this Article and Article 11.

(4) The original date of acquisition by the related party, the original price, the transaction counterparty, and the relationship between the counterparty and the Company and the related party.

(5) Monthly cash flow forecasts for the year commencing from the anticipated month of contract signing, and an evaluation of the necessity of the transaction and the reasonableness of fund utilization.

(6) An appraisal report issued by a professional appraiser or an opinion from a CPA obtained in accordance with Article 5.

(7) The restrictive covenants and other significant terms of the current transaction.

3. Evaluation of Transaction Cost Reasonableness

When the Company acquires real property or its right-of-use assets from a related party, it shall evaluate the reasonableness of the transaction cost in accordance with the following methods and engage a CPA to review and provide a specific opinion.

(1) The transaction price from the related party plus necessary interest on funds and the costs to be borne by the buyer in accordance with law. The necessary interest cost on funds shall be calculated based on the weighted average interest rate of the borrowings in the year the company purchases the assets; however, it shall not exceed the maximum lending rate for non-financial industries published by the Ministry of Finance.

(2) If the related party has previously created a mortgage on the target property for a loan from a financial institution, the total loan value assessed by the financial institution for that target property; provided, however, that the cumulative loan actually extended by the financial institution for that target property must reach at least 70% of the total assessed loan value and the loan period must have been for more than one year. However, this does not apply where the financial institution is a

related party to one of the transaction parties.

When purchasing or leasing land and buildings of the same target property in combination, the transaction costs of the land and buildings may be evaluated separately according to either of the above methods.

4. When the Company acquires real property or its right-of-use assets from a related party, and one of the following circumstances exists, the provisions of Paragraph 3 of this Article shall not apply, and the matter shall be handled in accordance with Paragraph 2 of this Article:
   (1) The related party acquired the real property or its right-of-use assets through inheritance or as a gift.
   (2) The time when the related party contracted to acquire the real property or its right-of-use assets is more than five years earlier than the date of this transaction contract.
   (3) The real property is acquired through signing a joint construction contract with the related party, or through engaging the related party to build real property, either on the Company's own land or on rented land.
   (4) The right-of-use assets of real property for business use are acquired between the Company and its subsidiaries, or between subsidiaries in which the Company directly or indirectly holds 100 percent of the issued shares or total capital.
5. The following transactions conducted between the Company and its subsidiaries, or between subsidiaries in which the Company directly or indirectly holds 100 percent of the issued shares or total capital:
   (1) Acquisition or disposal of equipment or its right-of-use assets for business use
   (2) Acquisition or disposal of right-of-use assets of real property for business use

   The Board of Directors may authorize the Chairperson to make decisions within the limits specified in the "Table of Approval Authority for Acquisition or Disposal of Assets and Investment Securities Amount" in accordance with Article 6, Paragraph 1, and subsequently report to the nearest Board meeting for ratification. The opinions of each Independent Board Director shall be fully considered; if an Independent Board Director expresses any objection or reservation, it shall be recorded in the minutes of the Board meeting.

Article 11: Actions to Be Taken When the Calculated Transaction Cost is Lower than the Transaction Price

When the transaction cost, as evaluated according to the provisions of Paragraph 3 of the preceding Article, is lower than the transaction price, the provisions of Paragraph 3 of this Article shall apply, unless the following circumstances exist and objective evidence can be provided along with specific and reasonable opinions from a professional real estate appraiser and a certified public accountant.

1. Where the related party acquired undeveloped land or leased land for development, it may submit proof of compliance with one of the following conditions:
   (1) The undeveloped land shall be evaluated according to the methods specified in Article 10, Paragraph 3, and the buildings shall be evaluated based on the construction cost of the related party plus reasonable construction profit, with the sum exceeding the actual transaction price. The term "reasonable construction profit" shall be based on the lower of the average gross profit margin of the related party's construction department for the most recent three years or the latest construction industry gross profit margin published by the Ministry of Finance.
   (2) Transactions by unrelated parties for other floors of the same property or in neighboring areas within the past year, where the area is similar and the transaction terms are equivalent when evaluated based on reasonable floor or location price differences according to real estate purchase or lease practices.
2. Providing evidence that the terms of the transaction for purchasing real estate or acquiring right-of-use assets through leasing from a related party are comparable to those of transactions by unrelated parties in neighboring areas within the past year for similar sized properties.
   The term "transactions in neighboring areas" refers to transactions in the same or adjacent city blocks within a radius not exceeding 500 meters from the subject property, or where the publicly announced current value is similar; the term "similar area" refers to transactions by unrelated parties where the area is not less than 50 percent of the area of the subject property; the term "within the past year" refers to the one-year period calculated retrospectively from the date of the acquisition of the real estate or right-of-use asset.
3. When the Company acquires real estate or right-of-use assets from a related party, if the transaction cost evaluated according to Article 10, Paragraph 3 and Paragraph 2 of this Article is lower than the transaction price, and none of the circumstances described in Paragraph 1 of this Article exist, or if there is other evidence indicating that the transaction is not in line with business practices, the following actions shall be taken:
   (1) A special reserve shall be set aside in accordance with Paragraph 1, Article 41 of the Securities and Exchange Act for the difference between the real estate or right-of-use asset transaction price and the evaluated cost, and it shall not be distributed or used for capital increase and issuance of bonus shares. If an investor who values its investment in the Company using the equity method is a public company, it shall also set

aside a special reserve in proportion to its shareholding ratio in accordance with Paragraph 1, Article 41 of the Securities and Exchange Act.

(2) The independent directors who are members of the Audit Committee shall comply with Article 218 of the Company Act, which applies mutatis mutandis under Article 14-4 of the Securities and Exchange Act.

(3) The handling of items (1) and (2) of this paragraph shall be reported to the shareholders' meeting, and the detailed content of the transaction shall be disclosed in the annual report and prospectus.

If the Company sets aside a special reserve in accordance with the aforementioned provisions, it may only utilize such special reserve after the assets that were purchased or leased at a high price have been recognized as impairment loss, or have been disposed of or the lease has been terminated, or appropriate compensation has been made or the status quo ante has been restored, or there is other evidence confirming that there was nothing unreasonable about the transaction, and approval has been obtained from the Financial Supervisory Commission.

Article 12: Procedures for Derivatives Trading

1. Types of Transactions

   The scope of the Company's derivatives financial products operations is limited primarily to forward exchange, options, interest rate or exchange rate swaps. If there is a need to operate other products, approval must first be obtained from the Board of Directors before proceeding.

2. Operational or Hedging Strategies

   Derivatives trading should primarily aim to hedge operational risks, and the selection of transaction products should mainly be to hedge risks arising from the Company's business operations, such as foreign exchange income, expenditure, assets, or liabilities. In addition, transaction counterparties should, as far as possible, be selected from financial institutions that have business relationships with the Company, in order to avoid credit risk.

3. Transaction Limits:

   (1) Hedging transactions: The total contract amount that may be engaged in is limited to the foreign currency deposits already held and the net foreign exchange position resulting from offsetting receivables and payables or assets and liabilities generated by the Company's business operations within the next six months, not exceeding this amount.

   (2) Non-hedging transactions: Specific purpose transaction contracts require prior approval from the Board of Directors before they can be executed. Before executing each transaction, trading personnel should provide a

foreign exchange trend analysis report that includes market trend analysis and recommended operational methods, which can only be implemented after approval by the responsible supervisor.

4. Maximum Loss Limits for Total and Individual Contracts
   (1) Hedging transactions: The maximum loss limit for an individual contract must not exceed 10% of the individual contract amount; the maximum loss limit for all contracts must not exceed 20% of the total contract amount.
   (2) Non-hedging transactions: The maximum loss limit for an individual contract must not exceed 10% of the individual contract amount; the maximum loss limit for all contracts must not exceed 20% of the total contract amount.
5. Division of Responsibilities
   (1) Fund Management: Personnel who execute the Company's derivative product transactions shall be designated by the Chairperson. Responsible for formulating trading strategies within authorized scope, executing trading orders, disclosing future transaction risks, and providing real-time information to relevant departments for reference.
   (2) Accounting Unit: Responsible for confirming transactions, recording them according to relevant regulations, maintaining transaction records, regularly conducting fair market value assessments of positions held, providing this information to designated trading personnel, and disclosing derivative product-related matters in financial statements.
   (3) Finance Unit: Responsible for the settlement matters of derivative product transactions.
6. Key Points of Performance Evaluation
   (1) Hedging Transactions: Performance evaluation shall be based on the difference between the exchange (interest) rate costs recorded in the Company's books and the gains/losses generated from derivative financial transactions. Evaluations shall be conducted at least twice a month, and the performance results shall be presented to the management for reference.
   (2) Non-hedging Transactions: Performance evaluation shall be based on the actual gains/losses generated. Evaluations shall be conducted at least once a week, and the performance results shall be presented to the management for reference.
7. Risk Management Measures:

   The Company's engagement in derivative product transactions, its risk management scope and risk management measures to be implemented are as follows:

(1) Credit Risk Considerations: The principle for transaction counterparties shall be financial institutions that have business relationships with the Company or well-known domestic or foreign financial institutions with good credit standing that can provide professional information.
(2) Market Price Considerations: Transactions should primarily involve financial products that are commonly traded internationally, and should reference current financial market prices to establish appropriate transaction prices with banks.
(3) Liquidity Considerations: To ensure market liquidity, financial products with higher liquidity (i.e., those that can be offset in the market at any time) should be prioritized when selecting financial products. The financial institutions entrusted with transactions must have sufficient information and the ability to conduct transactions in any market at any time.
(4) Cash Flow Risk Considerations: To ensure the stability of the Company's operating capital turnover, the source of funds for the Company's derivative product transactions shall be limited to its own funds, and the transaction amount should take into account the funding requirements as projected in the cash flow forecast for the next three months.
(5) Operational Considerations: Authorization limits and operational procedures must be strictly followed to avoid operational risks.
(6) Legal Risk Management: Any contractual documents signed with financial institutions should use internationally standardized documents whenever possible. For derivative product transactions being conducted for the first time, these should be reviewed by specialist personnel from foreign exchange, legal affairs, or legal counsel before being formally signed, in order to avoid legal risks.
(7) Personnel engaged in derivative product transactions and those responsible for confirmation, settlement, and other operations must not hold concurrent positions.
(8) Personnel responsible for risk measurement, supervision, and control should belong to a different department from those mentioned in the preceding paragraph, and should report to the Board of Directors or to senior executive officers who do not have responsibility for trading or position decision-making.
(9) Positions held in derivative product transactions should be evaluated at least once a week; however, hedging transactions conducted for business needs should be evaluated at least twice a month. The evaluation reports should be submitted to senior executive officers authorized by the Board of Directors (who are not senior executives of the executing unit).

8. Internal Audit System:

The Company's internal audit personnel should regularly evaluate the adequacy of internal controls for derivative product transactions, and conduct monthly audits of the trading department's compliance with the operating procedures for derivative product transactions, and prepare audit reports. If any major violations are discovered, they should be immediately reported to the Chairperson and senior executives designated by the Board of Directors, and written notifications should be sent to each Independent Board Director member of the Audit Committee.

9. Regular Evaluation Methods and Handling of Abnormal Situations:
   (1) Regular monthly or weekly evaluations of derivative product transactions shall be conducted, summarizing the current month's or week's profit and loss and non-hedging open positions, and submitting them to senior executives authorized by the Board of Directors and the Chairperson as reference for management performance assessment and risk measurement.
   (2) Senior executives designated by the Company's Board of Directors should continuously monitor and control the risks associated with derivative product transactions. The Board of Directors should also evaluate whether the performance of derivative product transactions aligns with established business strategies and whether the risks undertaken are within the acceptable range permitted by the Company.
   (3) Senior executives authorized by the Board of Directors should manage derivative product transactions according to the following principles:
      1. Regularly evaluate whether the current risk management measures are appropriate and ensure compliance with the "Standards for Acquisition or Disposal of Assets" established by the Financial Supervisory Commission and the relevant provisions of these Procedures.
      2. Supervise transactions and profit/loss situations. When abnormal situations are discovered, necessary countermeasures should be taken and immediately reported to the Board of Directors. Independent Board Directors should be present at Board meetings and express their opinions.
   (4) When the Company engages in derivative product transactions and authorizes relevant personnel to handle such transactions in accordance with the procedures for derivative product transactions stipulated in these Procedures, such transactions should be reported to the nearest Board of Directors meeting afterwards.
   (5) The Company should establish a "Derivative Product Transaction Registry" that details the types and amounts of derivative product transactions, the date of Board approval, monthly or weekly regular

evaluation reports, and the regular evaluation items from the Board of Directors and senior executives authorized by the Board.

Article 13: Procedures for Handling Mergers, Demergers, Acquisitions, or Share Transfers

1. Before convening a Board meeting to resolve on matters concerning merger, demerger, acquisition, or share transfer, the Company should engage accountants, lawyers, or securities underwriters to provide opinions on the reasonableness of the share exchange ratio, acquisition price, or cash or other property distributed to shareholders, and submit these opinions to the Board of Directors for discussion and approval. However, in the case of a merger between the Company and a subsidiary in which it directly or indirectly holds 100% of the issued shares or total capital, or a merger between subsidiaries in which the Company directly or indirectly holds 100% of their issued shares or total capital, the aforementioned expert opinions regarding reasonableness may be exempted.
2. The Company shall prepare a public document for shareholders containing the important terms and relevant matters of the merger, demerger, or acquisition prior to the shareholders' meeting, and deliver it to the shareholders together with the expert opinions mentioned in Paragraph 1 of this Article and the notice of the shareholders' meeting, to serve as a reference for whether to approve the merger, demerger, or acquisition. However, this provision does not apply when other laws and regulations stipulate that a shareholders' meeting is not required to resolve on matters of merger, demerger, or acquisition. Furthermore, if any shareholders' meeting of the companies participating in the merger, demerger, or acquisition cannot be convened, fails to pass a resolution due to lack of a quorum, insufficient voting rights, or other legal restrictions, or if the proposal is rejected by the shareholders' meeting, the companies participating in the merger, demerger, or acquisition shall immediately make a public announcement explaining the reasons, subsequent actions, and the expected date for convening the shareholders' meeting.
3. Board Meeting Date: Companies participating in a merger, demerger, or acquisition shall convene their Board meetings and shareholders' meetings on the same day to resolve matters relevant to the merger, demerger, or acquisition, unless otherwise stipulated by other laws or when special factors have been reported to and approved by the Financial Supervisory Commission in advance. Companies participating in a share transfer shall convene their Board meetings on the same day, unless otherwise stipulated by other laws or when special factors have been reported to and approved by the Financial Supervisory Commission in advance.

4. The Company, when participating in a merger, demerger, acquisition, or share transfer, shall make complete written records of the following information and retain them for five years for reference:
   (1) Basic personnel information: Including the title, name, and identification card number (or passport number for foreigners) of all persons involved in the planning or implementation of the merger, demerger, acquisition, or share transfer plan prior to public disclosure.
   (2) Dates of important events: Including dates of signing letters of intent or memoranda of understanding, engaging financial or legal advisors, signing contracts, and holding Board meetings.
   (3) Important documents and minutes: Including the merger, demerger, acquisition, or share transfer plan, letters of intent or memoranda of understanding, important contracts, and minutes of Board meetings.
5. The Company, when participating in a merger, demerger, acquisition, or share transfer, shall, within two days from the date of the Board resolution, report the information specified in Paragraph 4, Subparagraphs (1) and (2) of this Article to the Financial Supervisory Commission for reference in the prescribed format through the Internet information system.
6. Prior confidentiality commitment: All persons participating in or knowing about the Company's merger, demerger, acquisition, or share transfer plan shall issue a written confidentiality commitment, stating that they will not disclose the contents of the plan externally before the information is made public, nor will they trade in the stocks or other equity securities of any companies related to the merger, demerger, acquisition, or share transfer case in their own name or under the name of others.
7. Principles for determining and changing the share exchange ratio or acquisition price: The share exchange ratio or acquisition price may not be arbitrarily changed except in the following circumstances, and the conditions for change should be stipulated in the merger, demerger, acquisition, or share transfer contract:
   (1) Conducting cash capital increases, issuing convertible corporate bonds, distributing stock dividends, issuing corporate bonds with warrants, preferred shares with warrants, stock warrants, and other equity securities.
   (2) Actions affecting the Company's financial and business operations, such as disposing of major company assets.
   (3) Occurrence of major disasters, significant technological changes, or other events affecting the Company's shareholder equity or securities prices.
   (4) Adjustments due to the legal repurchase of treasury shares by any party

participating in the merger, demerger, acquisition, or share transfer.

(5) Changes in the number of entities or companies participating in the merger, demerger, acquisition, or share transfer.

(6) Other conditions that have been stipulated as changeable in the contract and have been publicly disclosed.

8. Contract Content: The contract shall specify the rights and obligations of companies participating in the merger, demerger, acquisition, or share transfer, and shall include the following items:

(1) Handling of breach of contract.

(2) Principles for handling equity securities previously issued by, or treasury shares repurchased by, companies that will be dissolved due to the merger or will be demerged.

(3) The quantity of treasury shares that participating companies are legally permitted to buy back after the base date for calculating the share exchange ratio, and the principles for handling such shares.

(4) Method of handling changes in the number of participating entities or companies.

(5) Estimated schedule for plan implementation and expected completion date.

(6) The scheduled date for convening the shareholders' meeting as required by law and other relevant procedures if the plan is not completed by the deadline.

9. Changes in the number of companies participating in a merger, demerger, acquisition, or transfer of shares: After public disclosure of information, if any company participating in a merger, demerger, acquisition, or transfer of shares intends to engage in a further merger, demerger, acquisition, or transfer of shares with another company, all completed procedures or legal actions in the original merger, demerger, acquisition, or transfer of shares shall be performed again by all participating companies, unless the number of participating companies decreases and the shareholders' meeting has already resolved and authorized the board of directors to make changes, in which case the participating companies may be exempted from convening another shareholders' meeting for a new resolution.

10. If a company participating in a merger, demerger, acquisition, or transfer of shares is not a public company, the Company shall sign an agreement with it and handle the matter in accordance with the relevant provisions of this Article.

Article 14: Procedures for Public Disclosure of Information

1. If any of the following circumstances occurs in the Company's acquisition or

disposal of assets, relevant information shall be publicly announced and reported on the website designated by the Financial Supervisory Commission within two days from the date of the occurrence of the event, according to the prescribed format based on the nature of the transaction.

(1) Acquisition or disposal of real property or right-of-use assets from or to a related party, or acquisition or disposal of assets other than real property or right-of-use assets from or to a related party where the transaction amount reaches 20% of the Company's paid-in capital, 10% of the Company's total assets, or NT$300 million or more. However, this restriction does not apply to trading of domestic government bonds, bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.

(2) Merger, demerger, acquisition, or transfer of shares.

(3) Losses from derivatives trading reaching the maximum limit for total or individual contract losses specified in the established procedures.

(4) Acquisition or disposal of equipment or right-of-use assets held for operating purposes from or to a non-related party where the transaction amount reaches NT$500 million or more.

(5) Acquisition of real property under an arrangement for commissioned construction on self-owned land, commissioned construction on leased land, joint construction and allocation of housing units, joint construction and allocation of ownership percentages, or joint construction and separate sale, where the transaction counterparty is not a related party, and the amount the Company expects to invest in the transaction reaches NT$500 million or more.

(6) Asset transactions, disposals of receivables by financial institutions, or investments in the Mainland China area other than those referred to in the preceding five subparagraphs, where the transaction amount reaches 20% of the Company's paid-in capital or NT$300 million or more. However, the following circumstances are exempt from this restriction:

    1. Trading of domestic government bonds or foreign government bonds with a credit rating not lower than the sovereign rating of the ROC.
    2. Trading of bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.

    The aforementioned transaction amounts shall be calculated as follows:

    1. The amount of each transaction.
    2. The cumulative transaction amount of acquisitions or disposals of the same type of subject matter with the same counterparty within one

year.

3. The cumulative transaction amount of acquisitions or disposals (accumulated separately for acquisitions and disposals) of real property or right-of-use assets under the same development project within one year.
4. The cumulative transaction amount of acquisitions or disposals (accumulated separately for acquisitions and disposals) of the same security within one year.

The aforementioned "within one year" refers to the one-year period calculated retroactively from the date of the current transaction. Transactions that have already been publicly announced in accordance with the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies" need not be counted again.

2. Public Announcement and Reporting Procedures
   Report the status of derivatives transactions conducted by the Company and its subsidiaries that are not domestic public companies as of the end of the previous month in the prescribed format, and enter this information into the information reporting website designated by the Financial Supervisory Commission before the tenth day of each month.
3. The Company shall keep relevant contracts, minutes, logs, appraisal reports, and opinions from accountants, attorneys, or securities underwriters regarding the acquisition or disposal of assets at the Company. Unless otherwise stipulated by other laws, these documents shall be retained for at least five years.
4. If there are errors or omissions in items that should be publicly announced and need to be corrected, all items shall be re-announced and reported within two days from the date of becoming aware of such errors or omissions.
5. After a transaction has been publicly announced and reported in accordance with the above provisions, if any of the following circumstances occurs, relevant information shall be publicly announced and reported on the website designated by the Financial Supervisory Commission within two days from the date of the occurrence of the event:
   1. The relevant contract originally signed for the transaction has been changed, terminated, or rescinded.
   2. The merger, demerger, acquisition, or transfer of shares is not completed by the scheduled date set forth in the contract.
   3. The content of the original public announcement and report has changed.
6. If a subsidiary of the Company is not a domestic public company and has acquired or disposed of assets that require public announcement and reporting as stipulated in this Article, such announcement and reporting shall

be made by the Company.

The aforementioned subsidiary's threshold for public announcement and reporting requirements under Paragraph 1 of this Article regarding the standards related to paid-in capital or total assets shall be based on the Company's paid-in capital or total assets.

Article 15: Supplementary Legal Provisions

The provisions regarding ten percent of total assets in these Procedures shall be calculated based on the total asset amount in the most recent individual financial statements prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

If the Company's stock has no par value or the par value per share is not NT$10, the provisions in these Procedures regarding transaction amounts of twenty percent of paid-in capital shall be calculated based on ten percent of equity attributable to owners of the parent company.

The establishment or amendment of the "Procedures for Acquisition or Disposal of Assets" or any major asset or derivative transaction should be approved by more than half of all members of the Audit Committee and then submitted to the Board of Directors for resolution; if the aforementioned approval threshold is not met, it may be implemented with the approval of more than two-thirds of all directors, and the resolution of the Audit Committee shall be recorded in the minutes of the Board of Directors meeting.

These Procedures shall be implemented after being approved by the Board of Directors and then submitted to the shareholders' meeting for approval. The same procedure shall apply to any amendments. When submitted to the Board of Directors for discussion, if any director expresses objections and such objections are recorded or submitted in writing, the Company shall forward the directors' objection materials to the independent director members of the Audit Committee. The opinions of each independent director should also be fully considered, and if an independent director has objections or reservations, they should be recorded in the minutes of the Board of Directors meeting.

If there are any matters not covered in these Procedures, they shall be handled in accordance with relevant laws and regulations.

Article 16: Implementation and Amendment

These Procedures were established on June 18, 2012.

The First amendment was made on June 20, 2014.

The second amendment was made on June 14, 2017.

The third amendment was made on June 3, 2019.

The fourth amendment was made on June 14, 2022.

Table : "Table of Approval Authorities for the Acquisition or Disposal of Assets and Investment Limits for Securities

Unit: New Taiwan Dollar, %

Asset Items	Approval Authority	Authority for Approval	Authorized Person	Authorized Limits	Total Investable Amount	Individual Investment Limit
Securities (traded on centralized securities exchanges or securities dealers' business premises)	Board of Director	Exceeding 100,000 thousand dollars	Chairman	100,000 thousand dollars (inclusive) or below	50% of Net Worth	20% of Net Worth
Securities (not traded on centralized securities exchanges or securities dealers' business premises)	Board of Director	Exceeding 50,000 thousand dollars	Chairman	50,000 thousand dollars (inclusive) or below		
Non-operating real estate and right-of-use assets	Board of Director				60% of Net Worth	60% of Net Worth
Real Estate, Equipment, or Right-of-Use Assets	Board of Director	Exceeding 50,000 thousand dollars	Chairman	50,000 thousand dollars (inclusive) or below		
Acquisition or disposal of machinery equipment or right-of-use assets for operational use from non-related parties	Board of Director	Exceeding 50,000 thousand dollars (Announcement Criteria: Reaching 500 million dollars or more)	Chairman	50,000 thousand dollars (inclusive) or below		
Related party	Board of	Acquisition or				

transactions	Director	disposal of real estate or right-of-use assets: No limit on transaction amount Acquisition or disposal of other assets: 20% of paid-in capital, 10% of total assets, or 300 million NT dollars or more Investment in mainland China: No limit on transaction amount				
Intangible assets or right-of-use assets or membership certificates	Chairman					
Derivative instrument transactions - Hedging transactions	Chairman	Foreign currency deposits already held and net foreign exchange positions that do not exceed accounts receivable, accounts payable, or asset-liability offsets generated by the company's			The total loss limit for all contracts must not exceed 20% of the total contract amount	The loss limit for individual contracts must not exceed 10% of the individual contract amount

		business operations within the next six months				
Derivative instrument transactions - Non-hedging transactions	Board of Director	Special purpose transaction contracts			The total loss limit for all contracts must not exceed 20% of the total contract amount	The loss limit for individual contracts must not exceed 10% of the individual contract amount

【Appendix 3】

ICP DAS Co., Ltd.

Rules and Procedures of Shareholders' Meeting

Article 1: In order to establish a good corporate governance system for the Company's shareholders' meetings, strengthen supervisory functions and enhance management functions, these Rules are established in accordance with the Company Act and with reference to Article 5 of the "Corporate Governance Best Practice Principles for TWSE/GTSM Listed Companies" for compliance.

Article 2: Unless otherwise specified in laws and regulations or the Company's Articles of Incorporation, the rules of procedures for shareholders' meeting of this Company shall be proceeded with in accordance with the Rules.

Article 3: Unless otherwise specified in laws and regulations, the shareholders' meetings shall be convened by the Board.

All shareholders shall receive notice for the convening of shareholders' meetings, at 30 days in advance, in case of regular meetings; and at least 15 days in advance, in case of extraordinary meetings.

Notices and public announcements shall specify the reasons for the meeting, and the meeting notices may, as an alternative, be given by means of electronic transmission, upon obtaining a prior consent from the recipient(s) thereof.

If there are matters listed in Article 172, Paragraph 5 of the Company Act, Article 43-6 of the Securities and Exchange Act, Article 56-1 and Article 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers, they should be itemized and explained in the reasons for convening the meeting and cannot be proposed as extempore motions; their main contents may be placed on the website designated by the securities regulatory authority or the company, and the website address should be specified in the meeting notice.

Where re-election of all directors as well as their inauguration date is stated in the notice of the reasons for convening the shareholders meeting, after the completion of the re-election in said meeting such inauguration date may not be altered by any extraordinary motion or otherwise in the same meeting.

Shareholders who own more than 1% of the Company's total issued shares may propose in writing one item to be included in the agenda of the Annual General Meeting. Each shareholder may propose only one agenda item; additional items will not be accepted. However, if the shareholder's proposal is a suggestion for the Company to promote public interests or fulfill social responsibilities, the Board of Directors may still include it in the agenda. The Board of Directors may disregard shareholders' proposals if the proposed agenda item involves any of the circumstances listed in Article 172-1, Paragraph 4 of the Company Act.

Prior to the date on which share transfer registration is suspended before the convention of a regular shareholders' meeting, the Company shall give a public notice announcing the way of accepting shareholders proposals by written form or electronic transmission, the place and the period for shareholders to submit proposals to be discussed at the meeting; and the period for accepting such proposals shall not be less than ten (10) days.

The contents of each agenda item proposed by shareholders must not exceed 300 Chinese characters or the proposal shall not be accepted. Shareholders who have successfully proposed agenda items shall attend the Annual General Meeting in person or through proxy attendance and shall participate in the discussion.

The Company shall notify the proposing shareholders of the acceptance or rejection of their proposal(s) before the date that the meeting notice is sent. Meanwhile, accepted agenda items shall be included in the meeting notice. For shareholders' proposals that are not included in the agenda, the Board of Directors shall explain the reasons for not including them at the shareholders' meeting.

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

Each shareholder may appoint one proxy by issuing a proxy form, which must arrive at the Company at least five days before the Shareholders' Meeting. In the event that multiple proxy forms are issued by the same shareholder, the proxy form that arrives first shall prevail. The above shall not apply to the cancellation of a power of attorney.

After the service of a proxy to the Company, in case the shareholder granting the said proxy intends to attend the shareholders' meeting in person or by way of a written ballot or by way of an electronic transmission, a proxy rescission notice shall be given in writing to the Company two days prior to the date of the shareholders' meeting, otherwise, the voting right exercised by the authorized proxy at the meeting shall prevail.

Article 5: Shareholders' meeting shall be held at the Company's premises or at a place that is convenient for shareholders to attend and suitable for holding such meetings. The meeting shall not start earlier than 9:00 am or later than 3:00 pm. Full consideration shall be given to the opinions of the independent directors with respect to the place and time of the Meeting.

Article 6: The Company shall specify in its shareholders' meeting notices the time during which shareholder attendance registrations will be accepted, the place to register for attendance, and other matters for attention.

The time during which shareholder attendance registrations will be accepted, as stated in the preceding paragraph, shall be at least 30 minutes prior to the time the meeting commences.

The place at which attendance registrations are accepted shall be clearly marked and a sufficient number of suitable personnel shall be assigned to handle the registrations.

The Company shall provide shareholders attending the Shareholders' Meeting with the meeting agenda handbook, annual report, attendance card, speaker's slips, voting slips, and other meeting materials. When there is an election of Directors, election ballots shall also be provided.

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

Government agency shareholders or institutional shareholders may appoint more than one representative to attend the Shareholders' Meetings. When a legal entity is entrusted to attend a shareholders' meeting, it may only appoint one person as its representative to attend.

Article 7: If a shareholders' meeting is convened by the Board of Directors, the meeting shall be chaired by the Chairperson. When the Chairperson is on leave or for any reason unable to exercise the powers of the Chairperson, the Chairperson shall appoint one of the directors to act as chair. Where the Chairperson does not make such a designation, the directors shall select from among themselves one person to serve as chair. The chair shall be a director who has held that position for six months or more and who understands the financial and business conditions of the Company. The same shall apply if the chair is a representative of a juristic person director.

Shareholders' Meetings that are convened by the Board of Directors should be chaired by the chairman in person and attended by more than half of the board members and at least one member of each functional committee. The attendance shall be recorded in the meeting minutes.

If the Shareholders' Meeting is convened by an authorized party other than the Board of Directors, the convener will act as the meeting's Chairman. If there are two or more conveners present at the same time, one shall be appointed from among them to chair the meeting.

The Company may appoint its attorneys, certified public accountants, or related personnel to attend the shareholders' meeting.

Article 8: The Company shall record the proceedings of a shareholders' meeting in their entirety in audio or video and retain the recording for at least one year. However, the said tapes shall be preserved until the conclusion of the lawsuit if a shareholder initiates a lawsuit in accordance with Article 189 of the Company Law.

Article 9: Attendance at Shareholders' Meetings shall be calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the sign-in book or the attendance cards submitted, plus the number of shares whose voting rights are exercised by correspondence or electronically.

When the scheduled time for the meeting has arrived, the chair shall call the meeting to order and announce relevant information such as the number of non-voting shares and the number of shares represented by the shareholders present. However, if the number of shares represented by the shareholders present does not constitute a majority of the total number of issued shares, the chair may announce a postponement of the meeting. The postponements shall be limited to no more than twice and the total time accumulated in the postponement(s) shall not exceed one hour. After being postponed twice, if the attendance still fails to represent more than one-third of the total issued shares, the chairperson shall announce the meeting adjourned.

If the quorum is still not met after two postponements, but the attending shareholders represent more than one-third of the total number of issued shares, a tentative resolution may be adopted in accordance with Article 175, paragraph 1 of the Company Act, and shareholders shall be notified of the tentative resolutions and another shareholders' meeting shall be convened within one month.

If before the conclusion of the meeting, the number of shares represented by the attending shareholders reaches a majority of the total number of issued shares, the chair may re-submit the tentative resolution adopted to the shareholders' meeting for a vote pursuant to Article 174 of the Company Act.

Article 10: If a shareholders' meeting is convened by the Board of Directors, the meeting agenda shall be set by the Board of Directors. The meeting shall proceed in the order set by the agenda through a voting process on a case-by-case basis, which may not be changed without a resolution of the shareholders' meeting.

The above provision applies mutatis mutandis to cases where the meeting is convened by any person, other than the Board, entitled to convene such meeting.

Before the scheduled agenda items in the preceding two paragraphs (including extemporaneous motions) are concluded, the chairperson may not declare the meeting adjourned without a resolution; if the chairperson violates the rules of procedure and declares the meeting adjourned, other members of the Board of Directors shall promptly assist the attending shareholders in accordance with legal procedures to elect a chairperson with the approval of a majority of the voting rights of the attending shareholders to continue the meeting.

The chairperson should provide ample opportunity for explanation and discussion of proposals and amendments or extemporaneous motions proposed by shareholders, and when the chairperson considers that a proposal has been discussed sufficiently to put it to a vote, the chairperson may announce the discussion closed and call for a vote.

Article 11: When a shareholder present at the Meeting wishes to speak, a Speech Note should be filled out with summary of the speech, the shareholder’s number (or the number of Attendance Card) and the name of the shareholder. The sequence of speeches by shareholders should be decided by the chairman.

If any shareholder present at the Meeting submits a Speech Note but does not speak, no speech should be deemed to have been made by such shareholder. In case the contents of the speech of a shareholder are inconsistent with the contents of the Speech Note, the contents of actual speech shall prevail.

Each shareholder shall speak no more than twice and shall speak for no more than five minutes each time unless otherwise agreed by the Chairman. The Chairman may stop shareholders’ speeches if the speeches are in violation of the rules or if the shareholders speak outside the scope of the agenda item under discussion.

Unless otherwise permitted by the chairman and the shareholder in speaking, no shareholder shall interrupt the speeches of the other shareholders, otherwise the chairman shall stop such interruption.

If a corporate shareholder designates two or more representatives to attend the Meeting, only one representative can speak for each discussion item.

After the speech of a shareholder, the chairman may respond himself/herself or appoint an appropriate person to respond.

Article 12: The count of votes in a Shareholders’ Meeting is based on the number of shares represented at the meeting.

Shares that do not carry voting rights are excluded from the calculation of outstanding shares when voting for the final resolution.

A shareholder shall abstain from voting and shall not act as proxy for others on agenda items where he/she has a conflict of interest against the Company.

The abstaining shareholder shall be excluded from the total voting rights represented in the meeting.

Except for trust enterprises or stock affairs agencies 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 3 percent of the voting rights represented by the total number of issued shares. If that percentage is exceeded, the voting rights in excess of that percentage shall not be included in the calculation.

Article 13: Each shareholder shall be entitled to one vote for each share held, except when the shares are restricted shares or are deemed non-voting shares under Article 179, Paragraph 2 of the Company Act.

The voting right at a shareholders' meeting shall be exercised by way of electronic transmission or in writing, provided, however, that the method for exercising the voting right shall be described in the shareholders' meeting notice to be given to the shareholders if the voting right will be exercised in writing or by way of electronic transmission. A shareholder exercising voting rights by correspondence or electronic means will be deemed to have attended the meeting in person. However, they will be deemed to have waived their rights with respect to the extraordinary motions and amendments to original proposals of that meeting.

Instructions to exercise votes in writing or by way of electronic transmission shall be delivered to the Company two days prior to the Shareholders' Meeting. In the event that there are duplicate submissions delivered to the Company, the first submission shall prevail, unless an explicit statement arrives revoking the previous instruction. This restriction shall not apply if a declaration is made to revoke the previous expression of will.

In case a shareholder who has exercised his voting right in writing or by way of electronic transmission intends to attend the shareholders' meeting in person, he shall, two days prior to the meeting date of the scheduled shareholders' meeting and in the same manner previously used in exercising his voting right, deliver a separate declaration of intention to rescind his previous declaration of intention made in exercising the voting right under the preceding paragraph. In the absence of a timely rescission of the previous declaration of intention, the voting right exercised in writing or by way of electronic transmission 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.

Unless otherwise specified in the Company Law or the Company's Articles of Incorporation, a resolution shall be adopted by a majority of the votes represented by the attending shareholders. This will be followed by a poll of the shareholders. After the conclusion of the meeting, on the same day on which 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 MOPS.

In cases where there are several amendments or alternative resolutions to a certain agenda item, the chairman shall determine the order in which voting takes place on the new and original proposals. If any one of them has been adopted, the others shall be deemed vetoed and no further voting is necessary.

The person(s) to check and the person(s) to record the ballots during a vote by casting ballots shall be appointed by the chairman. The person(s) checking the ballots shall be a shareholder(s). Vote counting for Shareholders' Meeting proposals or elections shall be conducted in public at the place of the Shareholders' Meeting. Immediately after vote counting has been completed, the results of the voting, including statistical tallies of the numbers of votes, shall be announced on-site at the meeting, and a record shall be made of the vote.

Article 14: 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.

All ballots used in the election shall be sealed and signed by the ballot examiners, and shall be kept properly for at least one year. However, the said tapes shall be preserved until the conclusion of the lawsuit if a shareholder initiates a lawsuit in accordance with Article 189 of the Company Law.

Article 15: The resolutions of the shareholders' meeting shall be recorded in the minutes, and shall be handled in accordance with Article 183 of the Company Act. The distribution of the minutes may be done by way of a public announcement via the Market Observation Post System.

The meeting minutes shall accurately record the year, month, day, and place of the meeting, as well as the chair's full name. The minutes shall also include the methods by which resolutions were adopted, a summary of the discussions, and the voting results. In the event of an election of directors, the number of votes received by each candidate shall be disclosed. The meeting minutes shall be retained for the duration of the existence of the Company.

Article 16: On the day of a shareholders' meeting, the Company shall compile a statistical statement, in the prescribed format, of the number of shares obtained through solicitation and the number of shares represented by proxies, and shall make an express disclosure of the same at the venue of the shareholders' meeting.

Within the regulated deadline, the Company shall post onto MOPS all resolutions that are classified as material information as defined by the laws and regulations published by the TPEx.

Article 17 :Personnel working at the Shareholders' Meeting must wear identification cards or badges.

The Chairman may instruct the disciplinary officers or the security staff to help maintain order in the meeting. Such disciplinary officers or security guards shall wear arm badges or identification cards marked "Disciplinary Personnel" when assisting in maintaining order in the meeting place.

The shareholder making oral presentation at the meeting shall use the equipment provided by the Company, or the chairman may stop the presentation.

The Chairman may instruct disciplinary officers or security staff to remove shareholders who violate the meeting rules or who refuse to obey the instructions given by the Chairman.

Article 18: The Chairman may, at his/her discretion, set a time for the intermission. In the event of a major incident, the Chairman may suspend the meeting temporarily and announce, depending the situation, when the meeting will resume.

Before the agenda set forth in the shareholders' meeting（ including provisional motions）are concluded, if the meeting place cannot continue to be used for the meeting, then, by resolution of the shareholders, another place may be sought to resume the meeting.

Shareholders may resolve to postpone the meeting and to reconvene it within the next five days, according to Article 182 of the Company Act.

Article 19: These Rules and Procedure shall be effective from the date they are approved by the shareholders' meeting.

Article 20: These Rules were adopted on July 13, 2006.

The First amendment was made on June 18, 2012.

The second amendment was made on June 10, 2013.

The third amendment was made on June 12, 2020.

The fourth amendment was made on June 14, 2022.

【Appendix 4】

ICP DAS Co., Ltd.
Director Election Procedures

Article 1: To ensure a fair, just, and transparent election of directors, these procedures are established in accordance with the provisions of the "Company Act" and "Company Articles of Incorporation," and with reference to Article 21 of the "Corporate Governance Best Practice Principles for TWSE/TPEx Listed Companies.

Article 2: The election of directors of the Company shall be conducted in accordance with these procedures, unless otherwise stipulated by laws or the Articles of Incorporation.

Article 3: The election of directors of the Company shall take into consideration the overall composition of the Board of Directors.

The composition of the Board of Directors should consider diversity, and based on its own operations, business model, and development needs, formulate appropriate diversity policies, including standards in the following two major aspects:

1. Basic conditions and values: gender, age, nationality, and culture, etc.
2. Professional knowledge and skills: professional background (such as law, accounting, industry, finance, marketing, or technology), professional skills, and industry experience, etc.

Board members should generally possess the knowledge, skills, and qualities necessary to perform their duties, and collectively should have the following capabilities:

1. Operational judgment capability.
2. Accounting and financial analysis capability.
3. Business management capability.
4. Crisis management capability.
5. Industry knowledge.
6. International market perspective.
7. Leadership capability.
8. Decision-making capability.

More than half of the director seats should not be held by individuals who have a spousal relationship or are relatives within the second degree of kinship.

The Board of Directors of the Company shall consider adjusting the composition of the Board members based on the results of performance evaluation.

Article 4: The qualifications of Independent Board Directors of the Company shall comply with the provisions of Articles 2, 3, and 4 of the "Regulations Governing

Appointment of Independent Directors and Compliance Matters for Public Companies.

The election of Independent Board Directors of the Company shall comply with the provisions of Articles 5, 6, 7, 8, and 9 of the "Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies," and shall be conducted in accordance with Article 24 of the "Corporate Governance Best Practice Principles for TWSE/TPEx Listed Companies.

Article 5: The election of directors of the Company shall be conducted in accordance with the candidate nomination system and procedures set forth in Article 192-1 of the Company Act.

If the number of directors falls below five due to dismissal for any reason, the Company shall hold a by-election at the next shareholders' meeting. However, if the vacancy of directors reaches one-third of the total number of director seats required to be elected, the Company shall convene a special shareholders' meeting within sixty days from the date of occurrence to hold a by-election.

If the number of independent directors falls below the requirement set forth in the proviso to Paragraph 1, Article 14-2 of the Securities and Exchange Act, a by-election shall be held at the next shareholders' meeting; when all independent directors have been dismissed, a special shareholders' meeting shall be convened within sixty days from the date of occurrence to hold a by-election.

Article 6: The election of directors of the Company shall adopt the cumulative voting method. Each share shall have voting rights equivalent to the number of directors to be elected, and the voting rights may be exercised to elect one candidate or may be distributed among several candidates.

Article 7: The Board of Directors shall prepare ballots equal to the number of directors to be elected, mark the number of voting rights on each ballot, and distribute them to the shareholders present at the shareholders' meeting. The name of the voter may be represented by the attendance card number printed on the ballot.

Article 8: The directors of the Company shall be elected by the shareholders' meeting from among the nominees listed in the roster of director candidates. The number of director seats shall be determined in accordance with Article 13 of the Company's Articles of Incorporation. The election ballots for directors shall be calculated separately for independent directors and non-independent directors, though they are elected simultaneously. Those who receive more voting rights shall be elected in sequence. If two or more persons receive the same number of voting rights and exceed the specified number of positions, the persons with the same number of voting rights shall draw lots to decide who is elected. The chairperson shall draw lots on behalf of any nominee who is not present.

Article 9: Before the election begins, the chairperson shall appoint several shareholders to serve as ballot supervisors and ballot counters to perform the relevant duties. The ballot box shall be prepared by the Board of Directors and publicly inspected by the ballot supervisors before voting begins.

Article 10: A ballot shall be deemed invalid in any of the following circumstances:

1. The ballot is not prepared by the convener.
2. A blank ballot is placed in the ballot box.
3. The writing is illegible or has been altered.
4. The name of the person being voted for does not match any name on the list of director candidates upon verification.
5. The ballot contains writings other than the allocated number of voting rights.

Article 11: The ballots shall be counted immediately after the voting is completed, and the chairman shall announce the list of elected directors and the number of voting rights obtained by each elected director on the spot.

All ballots used in the election shall be sealed and signed by the ballot examiners, and shall be kept properly for at least one year. However, the said tapes shall be preserved until the conclusion of the lawsuit if a shareholder initiates a lawsuit in accordance with Article 189 of the Company Law.

Article 12: The Board of Directors of the Company shall issue a notice of election to the elected directors.

Article 13: Matters not specified in these procedures shall be handled in accordance with the Company Act, the Company's Articles of Incorporation, and other relevant laws and regulations.

Article 14: These procedures shall be implemented after approval by the shareholders' meeting, and the same applies when they are amended.

These procedures were established on June 14, 2022

【Appendix 5】

ICP DAS Co., Ltd.
Shareholding Status of All Directors

1. Paid-in capital of the Company: NT$639,656,530; total number of issued shares: 63,965,653 shares. Pursuant to Article 26 of the Securities and Exchange Act, the statutory number of shares to be held by all directors shall be 5,117,252 shares.

2. As of April 21, 2025, the record date for suspension of share transfer for this Annual General Meeting of Shareholders, the actual number of shares held by all directors of the Company is 5,127,489 shares, which has met the required percentage stipulated in Article 26 of the Securities and Exchange Act. The individual shareholding status of directors is as follows:

Record date for suspension of share transfer: April 21, 2025

Title	Name	Date Elected	Term	Number of Shares Held at Election		Number of Shares Held on Record Date	
				Number of shares	Ratio	Number of shares	Ratio
Chairman	Yeh,Nai-Ti	2022.6.14	3	4,194,111	7.94%	5,124,874	8.01%
Director	Vacancy (Note 2)						
Director	Vacancy (Note 3)						
Independent Director	Shen, Yang-Bin	2022.6.14	3	25	0.00%	29	0.00%
Independent Director	Jiang, Yi-Jyun	2022.6.14	3	0	0.00%	0	0.00%
Independent Director	Chen, Shao-Chi	2022.6.14	3	6,600	0.01%	2,586	0.00%
Independent Director	Chao Yu	2022.6.14	3	0	0.00%	0	0.00%
Total Number of Shares Held by Directors				4,200,736	7.95%	5,127,489	8.01%

Note 1: According to Article 2 of the "Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies," if two or more independent directors are elected, the required shareholding percentage of all directors other than the independent directors shall be reduced to 80%.

Note 2: Director Chen, Ruei-Yu resigned on May 20, 2024.

Note 3: Director Huang, Bin-Fong passed away and was discharged from duty on March 2, 2025.