

Stock No.: 3357



**Tai-Tech Advanced Electronics Co., Ltd.**

**2025 General Shareholders' Meeting  
Meeting Handbook**

**Convention Method: Physical Convention of Annual  
General Shareholders' Meeting**

**Published on May 23, 2025**

**1F, No. 3, Qingnian Rd., Yangmei Dist., Taoyuan City  
(Conference Room, China-Motor Training Center)**

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**Tai-Tech Advanced Electronics Co., Ltd.**  
**2025 Annual General Shareholders' Meeting Procedures**

**I. Call Meeting to Order**

**II. Chairperson's Remarks**

**III. Report Items**

**IV. Ratification Items**

**V. Discussions and Elections**

**VI. Extraordinary Motions**

**VII. Meeting Adjourned**

# **Tai-Tech Advanced Electronics Co., Ltd.**

## **2025 General Shareholders' Meeting**

**Time: 9:00 a.m. (Friday), May 23, 2025**

**Venue: 1F, No. 3, Qingnian Rd., Yangmei Dist., Taoyuan City (Conference Room, China-Motor Training Center)**

### **I. Call Meeting to Order**

### **II. Chairperson's Remarks**

### **III. Report Items**

- (I) 2024 Business Report.**
- (II) Audit Committee's Review Report on 2024 Financial Statements.**
- (III) Report on 2024 distribution of remuneration to employees and directors.**
- (IV) Report on 2024 distribution of shareholder dividends and bonuses.**

### **IV. Ratification Items**

- (I) Adoption of 2024 business report and financial statements.**

### **V. Discussions and Elections**

- (I) Election of directors (including independent directors).**
- (II) Proposal on execution of private placement of common shares for capital increase.**
- (III) Proposal on amendments to the “Articles of Incorporation”.**
- (IV) Removal of non-compete restriction for new directors of the Company.**

### **VI. Extraordinary Motions**

### **VII. Meeting Adjourned**

## **[Report Items]**

### **I. 2024 Business Report, submitted for review.**

(Please refer to Attachment 1, pages 10~14 of this Meeting Agenda for more details)

### **II. Audit Committee Review Report on 2024 Annual Final Accounts, respectfully submitted for review and approval.**

(Please refer to Attachment 2, page 15 of this Meeting Agenda for more details)

### **III. Report on 2024 distribution of remuneration to employees and directors, submitted for review.**

Description: Pursuant to Article 235-1 of the Company Act and Article 26-1 of the Articles of Incorporation, an amount of NT\$51,630,636 is proposed to be distributed as compensation of employees and an amount of NT\$12,907,659 is proposed to be distributed as compensation of directors. This proposal has been approved by the Remuneration Committee and the Board of Directors subject to reporting to the shareholders' meeting. Compensations shall be distributed in cash.

### **IV. Report on Distribution of Shareholder Dividends and Bonuses in 2024, respectfully submitted for review and approval.**

Description: (I) This proposal has been approved by resolution of the Board of Directors on February 24, 2025.

(II) The Company's net income after tax for 2024 amounted to NT\$748,154,765. After deducting the retained earnings adjustment of NT\$158,609,201 and the legal reserve provision of NT\$90,676,397, the available-for-distribution earnings for 2024 amounted to NT\$3,221,803,990. Shareholders' cash dividends are proposed to be distributed at a rate of NT\$5 per share. The total appropriated amount equals NT\$510,174,405.

(III) According to the calculation based on the number of outstanding shares (a total of 102,034,881 shares), it is proposed to distribute cash dividends at a rate of NT\$5 per share. In accordance with the resolution on the total amount of earnings to be distributed based on this proposal, the Company is entitled to participate in the distribution and the calculation of the payout ratio to the eighth digit after the decimal point (numbers truncated after the eighth digit) on the base date. Cash dividends shall be calculated based on distribution ratios and the integer dollar value after truncating decimals. The sum of the odd share values less than 1 dollar is then distributed until the value reaches zero based on the decimal values after shareholder distributions are arranged in descending order.

- (IV) If the total number of outstanding shares is affected by subsequent changes in the Company's share capital, and the dividend payout ratio is thus changed, it is intended to authorize the Chairman with full authority to handle such matters.

## **[Ratification Items]**

### **Proposal 1:**

**Proposed by the Board of Directors**

### **Agenda: Adoption of the Company's 2024 business report and financial statements, submitted for ratification.**

**Description:** I. The Company's 2024 parent company only financial statements and consolidated financial statements were approved by the Board of Directors and audited by CPAs Wei-hao Wu and Ya-Hui Cheng, CPAs of PwC Taiwan, with an unqualified opinion issued on the other matters. These statements were submitted along with the business report for ratification.

II. The Report of Independent Accountants, Financial Statements and 2024 Profit Distribution Table are attached. Please refer to the Attachments.

III. Proposed for ratification.

(For details on Attachments 1, 3 and 4, please refer to pp. 10-14 and 16-28 of the meeting agenda.)

### **Resolution:**

## [Discussions and Elections]

### Proposal 1:

Proposed by the Board of Directors

**Agenda: Proposal on election of directors (including independent directors), submitted for resolution.**

**Description:** I. The current term of directors and independent directors of the

Company will be expired on June 20, 2025, and re-election is proposed to be executed according to the law.

II. According to the Articles of Incorporation of the Company, nine directors (including three independent directors) shall be elected. The new directors shall resume office immediately upon the completion of re-election, for a term of office of 3 years from May 23, 2025 to May 22, 2028.

III. According to Article 192-1 of the Company Act, Article 5 of the “Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies” and Articles of Incorporation of the Company, the board of directors plans to nominate nine directors (including three independent directors) candidate roster. Since the number of terms of office of Mr. Yu-Tsun Li has reached three terms but based on the consideration of his expertise in relevant laws and his benefits to the business development and corporate governance of the Company, he is still nominated as the candidate for independent director. The candidate roster and profile are as follows:

IV. Proposed for election.

Serial Number	Title (Director and Independent Director)	Name of Nominees (Note)	Main Educational Background (Experience)	Number of shares held
1	Director	Yizhi Investment Co., Ltd. Representative: Ming-Yen Hsieh	Educational Background: Master of Business Administration, Pacific Western University (US) Department of Mechanical Engineering, Minghsin University of Science and Technology Experience: CEO, Tai-Tech Advanced Electronics Co., Ltd. President, TAI-TECH Advanced Electronics Co., Ltd. Current Position: Chairman and Director, Tai-Tech Advanced	1,680,000

Serial Number	Title (Director and Independent Director)	Name of Nominees (Note)	Main Educational Background (Experience)	Number of shares held
			Electronics Co., Ltd.	
2	Director	Hengyang Investment Co., Ltd. Representative: Yu-Hsiang Yu Hsieh	Educational Background: Yang Mei Elementary School Current Position: Chairman and Director, Hengyang Investment Co., Ltd.	6,540,995
3	Director	Superworld Holdings (S) Pte. Ltd. investment account under custody of First Commercial Bank Representative: Chin-Sheng Chen	Educational Background: EMBA, College of Management, National Taiwan University Department of Electrical Engineering, Hwa Hsia University of Technology Experience: Director, TAIPAQ Electronics (Si-hong) Co., Ltd. Current Position: Chairman and Director, Superworld Holdings (S) Pte. Ltd.)	10,207,649
4	Director	Hua Lan Investment Co., Ltd. Representative: Gui-Guang Huang	Educational Background: Department of Mechanical Engineering, Taipei Municipal Da-An Vocational High School Experience: President, Tai Tuo Technology Co., Ltd. Management Department Vice President, North West Electric Engineering Factory Director, North West Electric Engineering Section Chief, TDK Corporation Current Position: Chairman and Director,	10,000



Serial Number	Title (Director and Independent Director)	Name of Nominees (Note)	Main Educational Background (Experience)	Number of shares held
			Hua Lan Investment Corporation	
5	Director	Chien-Jung Lin	Educational Background: Department of Electromechanical Engineering, Minghsin University of Science and Technology Experience: Chairman's Office Director, Managing Director, Consultant, Tai-Tech Advanced Electronics Co., Ltd. President, TAI-TECH Advanced Electronics Co., Ltd. Technical Vice President, North West Electric Engineering Specialist, TDK Corporation Current Position: Chairman and Director, Smart Investment Corporation	1,836,610
6	Director	Chih-Cheng Hung	Educational Background: Master, School of Health Care Administration, Taipei Medical University Bachelor, School of Medicine, Chung Shan Medical University Experience: Official Research Fellow, Oregon Health & Science University, U.S.A. Attending Physician, Linkou Chang Gung Medical Cosmetic Center	1,231,815

Serial Number	Title (Director and Independent Director)	Name of Nominees (Note)	Main Educational Background (Experience)	Number of shares held
			President, Taipei Head Office, Han Fong Cosmetic Clinic Current Position: Director, Chimay Plastic Surgery Clinic	
7	Independent Director	Yu-Tsun Li	Educational Background: Department of Civil Engineering, Taoyuan Municipal Jhongli Commercial High School Experience: Chairman, TDK Taiwan Independent Director, Tecstar Technology Co., Ltd. Current Position: Independent Director, Tai-Tech Advanced Electronics Co., Ltd.	0
8	Independent Director	Yang-Pin Shen	Educational Background: PhD in Finance, Louisiana State University (USA) MBA, State University of New York at Buffalo Experience: Chief Secretary, Yuan Ze University EMBA President, Yuan Ze University Department Chair, Department of Finance of Yuan Ze University Director, Graduate Institute of Management of Yuan Ze University Associate Professor, Department of Finance of National Chung Cheng University.	0

Serial Number	Title (Director and Independent Director)	Name of Nominees (Note)	Main Educational Background (Experience)	Number of shares held
			Current Position: Associate Professor and Director of Human Resources Office, School of Management, Yuan Ze University	
9	Independent Director	Yi-Chun Chiang	Educational Background: Master in Civil and Commercial Law, National Chengchi University College of Law EMBA, National Chiao Tung University Experience: Person in-charge, Premium Attorneys-at-Law Project Manager, Legal Department of Vanguard International Semiconductor Corporation Associate Manager/Attorney, PwC Legal Current Position: Attorney, Premium Attorneys-at-Law	0

## **Election result:**

### **Proposal 2: Proposed by the Board of Directors**

**Agenda: Proposal on execution of private placement of common shares for capital increase. Please discuss.**

**Description: I.** Purpose and quantity: In order to introduce strategic investors and strengthen long-term cooperative relations with strategic partners, and at the same time to meet the future funds required by the Company to repay debts, replenish working capital or develop strategic alliances, the general meeting of shareholders will be requested to authorize the board of directors to conduct a private placement of common shares at an appropriate time within a quantity of no more than 10,000 thousand shares of common stock, depending on the market environment and the actual operating needs of the Company, and to conduct one or two installments within one year from the date of the general meeting of shareholders' resolution.

**II.** Pursuant to Article 43-6 of the Securities and Exchange Act and Directions for Public Companies Conducting Private Placements of Securities, the following matters are explained in relation to the private placement of common shares:

(I) Basis and rationality for determination of private placement price:

The issuance price per share of private placement common share shall be determined at not less than 80% of the higher of the following two prices:

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

The actual pricing date and the actual private placement price shall be determined by the board of directors within the range of not less than the percentage determined by the shareholders' meeting, taking into account the market conditions at the time, the circumstances of the specific persons involved and compliance with the above provisions. The above-mentioned issuance price was determined based on the Company's operating conditions, future prospects, and

the fact that the private placement common shares are subject to restrictions on the transfer targets and quantity within three years from the date of delivery, and that no application for supplementary public offering and OTC listing may be submitted to the competent authority before three years have passed since delivery. In addition, it was determined with reference to relevant laws and regulations and the closing price of the common shares, and should be reasonable.

(II) The method and purpose, necessity and expected benefits of the selection of a specific person:

The recipients of the private placement of common shares are limited to specific persons who meet the requirements of Article 43-6 of the Securities and Exchange Act and the Financial Supervisory Commission's Official Order Jin-Guan-Zhen-Fa Zi No. 1120383220 issued on September 12, 2023, and are limited to strategic investors. However, no strategic investors have been confirmed at present.

(III) The purpose, necessity and expected benefits of selecting strategic investors: In order to meet the needs of the Company's operational development, we will select strategic investors who can help the Company, including but not limited to strengthening the technology required for operation, improving business capacity, and consolidating the source of key components. In order to meet the needs of the Company's long-term development, we intend to use the technology, knowledge, brand or channels of such strategic investors to help the Company improve technology, improve quality, reduce costs, stabilize the supply source of key components, increase efficiency, and expand the markets.

(IV) Reasons for private placement:

1. Reasons for not adopting public offering: Considering the capital market conditions, fundraising timeliness, issuance costs and the restriction that private placement stocks cannot be transferred within three years, it is better to ensure and strengthen the long-term cooperative relationship with strategic partners. In addition, by authorizing the board of directors to conduct private placement according to the actual needs of the Company's operations, it will also effectively improve the mobility and flexibility of the Company's fundraising. Therefore, we will not adopt public offering but intend to conduct it through private placement.
2. Purpose of capital raised through private placement and expected

benefit to be achieved:

- (1) Amount of private placement: The Company will, depending on the market and the conditions of the applicants, conduct the private placement in one or two installments within one year from the date of the resolution of the general meeting of shareholders. With respect to the number of common shares privately placed in installments, the Company may issue all or part of the shares that have not been issued previously or the shares that are expected to be issued subsequently in each installment, provided that the total number of shares to be issued shall not exceed 10,000 thousand shares.
- (2) Purpose of funds in each installment: Repayment of debts, supplement of working capital, or to meet the funding needs of strategic alliance development.
- (3) Expected benefits of each installment: Strengthen the Company's financial structure and improve operational efficiency, as well as to strengthen the technology required for the Company's operations, increase business volume or consolidate the source of key components, so as to enhance the competitiveness and respond to the long-term development, thereby enhancing overall shareholders' interests.

**III.** Pursuant to the provisions of “Directions for Public Companies Conducting Private Placements of Securities”, if there is a major change in the management rights within one year before the board of directors resolves to conduct private placement of securities and within one year from the date of delivery of the private placement of securities, the securities underwriter shall be requested to issue an evaluation opinions on the necessity and rationality of conducting the private placement. Please refer to page 29 of the Meeting Manual in Appendix 5.

**IV.** Rights and obligations for present private placement of common shares are the same as those of the common shares issued by the Company. However, pursuant to Article 43-8 of the Securities and Exchange Act, except for the transfer objects and conditions specified in such article, the private placement common shares shall not be freely transferred within three years from the date of delivery. Three years after the delivery date, the Company authorizes the board of directors to determine whether to apply to the competent authority for a letter of consent that meets the OTC listing standards in accordance with relevant regulations based on the market conditions at the time, and subsequently report to the

competent authority to complete the public offering procedures and apply for OTC trading.

- V.** With regard to the private placement's (including but not limited to) number of shares issued, issuance price, issuance terms and conditions, projects, amount raised, use of funds, expected progress and possible benefits, and all other matters related to the issuance plan, if they need to be changed or revised due to amendments to laws or regulations or regulations of the competent authorities, based on operational assessments or the impact of objective circumstances, except for the private placement pricing percentage, the shareholders' meeting is requested to authorize the board of directors to adjust, determine and handle them according to the market conditions at that time; in the future, if there are changes in laws or regulations, amendments instructed by the competent authorities, or changes based on operational assessments or objective circumstances, the board of directors is also authorized to handle them with full authority.
- VI.** In order to cooperate with the private placement of common shares, it is hereby proposed to request the shareholders' meeting to authorize the chairman to sign, discuss and amend all contracts and documents related to the private placement of common shares on behalf of the Company, and handle all matters required for the issuance of private placement of common shares.
- VII.** This proposal has been submitted to the 20th meeting of the 4th session of Audit Committee for discussion and to the board of directors for deliberation, and will then be submitted to the general shareholders' meeting for discussion in accordance with the law.

(Please refer to Attachment 5, pages 29~37 of this Meeting Agenda for more details)

**Proposal 3:** **Proposed by the Board of Directors**

**Agenda: Proposal on amendments to “Articles of Incorporation”. Please discuss.**

**Description:** Amend the Company's Articles of Incorporation in response to the amendment to Article 14, Paragraph 6 of the Securities and Exchange Act.

Please see the attached table for the amended articles.

(Please refer to Attachment 6, pages 38 of this Meeting Agenda for more details.)

**Proposal 4:** **Proposed by the Board of Directors**

**Agenda: Proposal on cancellation of non-compete restriction imposed on**

**directors of the Company. Please discuss.**

**Description:** I. According to Article 209 of the Company Act, a director of the Company who does anything for himself or on behalf of another person that is within the scope of the company's business, shall explain to the shareholders' meeting the essential contents of such an act and secure its approval.

II. For the job positions of directors of the Company at other companies, please refer to the following table:

Title	Name	Current adjunct positions at other companies
Director	Ming-Yen Hsieh	Chairman and Director, TAIPAQ Electronics (Si-Hong) Co., Ltd. Chairman, President and Director, TAI-TECH Advanced Electronics (Kun Shan) Co., Ltd. Chairman and Director, Fixed Rock Holding Limited Chairman and Director, North Star International Limited Chairman and Director, Best Bliss Investments Limited Director, Superworld Holdings (S) Pte. Ltd.) Chairman and Director, Northwest Investment Corporation Director, AiPAQ Technology CO., LTD Chairman and Director, Xie Hengde Investment Co., Ltd. Chairman and Director, Yizhi Investment Co., Ltd. Chairman and director, Yu Chi Investment Co., Ltd. Chairman and Director, TECHWORLD ELECTRONICS SINGAPORE PTE. LTD. Chairman and Director, TECHWORLD ELECTRONICS (M) SDN. BHD. Chairman Director, APAQ Technology Co., Ltd. Director, I-SEE VISION TECHNOLOGY INC. Director, AZ Venture Investment II Limited
Director	Yu-Hsiang Yu Hsieh	Chairman and Director, Heng Yang Investment Corporation
Director	Chin-Sheng	Chairman and Director, Superworld Holdings (S) Pte. Ltd.)



Title	Name	Current adjunct positions at other companies
	Chen	Chairman and Director, Superworld Electronics (S) Pte.) Chairman and Director, TAI-TECH Advanced Electronics (S) Pte.) Chairman and Director, Superworld Electronics (HK) Limited Chairman and Director, Superworld Electronics Co., Ltd. Chairman and Director, Superworld Electronics Co., Ltd. (Dongguan) Director, KL Venture Limited Director, Best Merits Ventures Limited Director, SerLink International LTD. Chairman and Director, Johnson Enterprise Ltd. Superworld Electronics Co., Ltd. (Malaysia) Director, AZ Venture Investment I Limited Director, AZ Venture Investment II Limited Director, KL Venture II Limited Director, TechWorld Electronics Singapore Pte. Director, TechWorld Electronics (M) Sdn.
Director	Chien-Jung Lin	Chairman and Director, Smart Investment Corporation
Director	Kuei-Kuang Huang	Chairman and Director, Hua Lan Investment Corporation
Independent Director	Yang-Pin Shen	Independent Director, ICP DAS Co., Ltd. Independent Director, Hsin Tao Power Corporation
Independent Director	Yi-Chun Chiang	Independent Director, ICP DAS Co., Ltd.

**Voting on the above-mentioned second to fourth proposals**

**[Extraordinary Motions]**

**[Meeting Adjourned]**

# Attachments

## Attachment 1

### **I. 2024 Business Report**

2024 remains a year full of uncertainties for the world. Challenges such as geopolitics, regional conflicts, supply chain adjustments and labor shortages have made the industrial environment more complicated. However, the information electronics industry still shows strong resilience, especially driven by the rapid development of emerging applications such as artificial intelligence and automotive electronics. Market demand continues to grow, and the passive component industry, as a member of the supply chain, has also benefited from it.

The Company has gone through a difficult journey in recent years. In the past two years, we have experienced a decline in operating revenue, but we did not get discouraged. Instead, we actively adjusted our strategy and continued to strengthen our technology and market layout, so that the Company can gradually return to the track of growth. In terms of products, we continue to improve technical specifications and product competitiveness; and for market expansion, we have successfully developed more new customers, especially in automotive electronics, passed certification from many well-known companies, and started mass production and delivery. In terms of production transformation, we have invested resources to introduce fully automated production equipment for multiple product lines, upgraded software and hardware, and improved production efficiency and smart manufacturing capabilities. For the layout of production bases, after some hard work, our new factory in Malaysia will soon start mass production in the first half of 2025. In terms of growth strategy layout, we have appropriately invested capital in equity transfers in passive component peers to strengthen market competitiveness and create sustainable shareholder value. These efforts have enabled us to successfully return to the growth track in 2024. In addition to revenue and profit growth, we have also further enhanced the Company's competitiveness and laid a solid foundation for the development in the next few years.

Analysis of the Company's operating results and profitability for 2024 is as follows:

Item	2024	2023	Growth rate
Net operating revenue	5,506,106	4,431,789	+24.2%
Gross profit	1,331,975	1,117,683	+19.2%
Gross margin	24.2%	25.2%	
Operating gains	566,327	463,144	+22.3%
Non-operating income and expenditure	285,017	206,081	+38.3%
Net Income After Tax	746,886	592,783	+26.0%
EARNINGS PER SHARE	7.33	5.82	

Unit: Except NT\$1 for Earnings Per Share, the others would be NT\$1,000.

In 2024, computer-related customers accounted for 29.5%; communication electronics-related customers accounted for 17.2%; consumer electronics-related customers accounted for 13.7%; automotive grade electronics-related customers accounted for 33.1%; other applications accounted for 6.5%. Except for a slight decline in communications electronics revenue, revenues from other application markets all grew; automotive electronics revenue was the largest growing application market.

In 2024, regarding the product revenue of TAI-TECH Advanced Electronics, the multilayer products accounted for 20.06% of the total revenue; wire-wound products accounted for 72.59% of the total revenue; LAN transformer products accounted for 6.58% of the total revenue; other products accounted for 0.77%, with the total sales reaching 25.82 billion products. The performance of the main product lines in 2024 is summarized as follows:

#### 1. Multilayer products

For the multilayer product line, downstream customers had relatively positive order demand for such products in 2024, with only a slight decline in orders in the fourth quarter as agency customers began to control inventory. The shipment volume throughout the year was approximately 20.3 billion, growing by 23.6% from 2023.

#### 2. Wire round products

##### (1) Wire-wound inductors

Wirewound inductor products benefited from the recovery of the automotive electronics and consumer electronics markets and achieved revenue growth. In particular, medium and large-sized encapsulated power inductors used in automotive electronics and panel products, some

automotive-grade single-wire products, tire pressure monitor low-frequency antennas, and through-line current-resistant magnetic beads performed relatively well, driving overall performance improvement. However, demand for small-sized products used in network communications, mobile phones and wearable devices continued to be sluggish. The shipment volume throughout the year was approximately 1.82 billion, growing by 20.4% from 2023.

## (2) Molded power inductors

The order demand for this type of product was the strongest in 2024, and the production capacity continued to be fully loaded. The market demand for automotive electronics, PCs and consumer electronics grew simultaneously, driving a steady increase in revenue. The shipment volume throughout the year was approximately 1.05 billion, growing by 39.2% from 2023. Among them, products used in automotive electronics account for the largest proportion, and are also the product line with the best revenue and profit performance of the company.

## (3) Common mode filter

Our common-mode filter products are widely used in consumer electronics high-speed network interfaces (such as HDMI2.1, USB3.0/3.1/4.0), and are also widely adopted in automotive electronic module interfaces. Benefiting from the recovery of the consumer market, the revenue of this product line has grown significantly. In addition, European and American automotive electronics brand customers replenished their inventories, coupled with new orders from well-known Chinese mainland automakers, resulting in a 31.0% increase in shipments compared to 2023, with annual shipments reaching 760 million units. Among them, the order growth of automotive-grade common-mode filters and medium and large-sized current-resistant common-mode filters is the most obvious, and they still have high growth potential in the future.

## 2. LAN transformer products

Affected by the low-price order-grabbing strategy adopted by competitors in mainland China, the market price of our company's network transformer products has been under pressure. The slow recovery of the Chinese market after the epidemic and more intense competition have led to widespread profitability challenges for suppliers. In order to maintain stable operations, the Company actively introduced cost control measures and adopted a selective order acceptance strategy, abandoning low-priced orders to ensure stable profits. Although the shipment volume in 2024 reached 1.7

billion units, a 6.4% increase over 2023, the revenue decreased by 12.1% over the previous year due to the decline in average unit price, showing a downward trend for two consecutive years, which also became the main factor affecting the annual profit performance. Looking ahead, as the positive benefits of the company's strategic adjustments gradually emerge, gross profit margin has improved significantly. In addition, benefiting from the policy stimulus in mainland China and the upgrading of product specifications, market demand has also shown a warming trend. It is expected that the revenue and profitability of such products will gradually recover.

In the face of changes in the industrial environment and upgraded market demands in 2024, the Company continued to promote a number of R&D strategies to optimize its product portfolio, strengthen its technological advantages, and ensure steady improvement in its market competitiveness. The main guidelines are as follows:

First, the Company further increases its investment in R&D resources for automotive electronic components, paying focus on the growth trend of the electric vehicle industry. Through technology upgrades and quality optimization, the Company actively strives for product certification from European and American automotive electronics brands and well-known brand car manufacturers in mainland China to deepen partnerships and expand long-term market share.

Secondly, in terms of inventory adjustment and product strategy optimization, the Company prudently adjusts its order-taking policy, eliminates low-profit orders, and concentrates resources on high-value-added products with market potential. At the same time, relying on its core technological advantages, the Company is accelerating the development of new products to ensure that products affected by market fluctuations can quickly restore gross profit margin levels.

In addition, the Company continues to improve product design, process and material technology to further enhance product performance and stability to ensure it maintains a competitive advantage in the high-end market. With technological innovation, the Company is committed to improving the high frequency, high temperature resistance, current resistance, and high performance of its products to meet the needs of industrial and automotive applications.

Finally, in order to seize market opportunities in popular applications, the

Company has actively invested in strengthening its R&D capabilities. In addition to automotive electronics, it also focuses on areas such as AI servers, high-speed computing and high-speed networking. Through close collaboration with customers, the Company expects to incorporate innovative technology solutions into applications at the early stages of product design to increase market penetration and competitiveness. Major products developed include:

- (1) Automotive-level high current and low DC resistance ferrite chip products
- (2) Automotive-level ferrite chip beads with a heat resistance of up to 175 degrees Celsius
- (3) Automotive-level magnetic material top cover and single-wound assembled inductor products
- (4) Automotive-level common mode filter products.
- (5) Common mode filter products that can withstand large currents.
- (6) Innovative LAN transformer modules.
- (7) SLPI/SEPI series of single-wound assembled inductors for high-end servers
- (8) TLVR series products, dual-wound assembled inductors used in high-end servers.
- (9) TLVR series integrally molded products, dual-wound power inductors used in high-end servers.
- (10) Sintered alloy molded power inductor.
- (11) Carbonyl base material/alloy material hot pressing molded power inductor.

## **II. 2025 Business Plan**

Faced with the market changes in 2025, we carefully evaluated the industry challenges and opportunities to ensure that the Company continues to maintain its competitive advantage. The challenges and risks we face include pressure from geopolitical instability leading to restructuring of product production locations; inflation affecting the consumer market, leading to increased volatility

in the application market; and stricter ESG regulations, as well as higher requirements from governments and customers for the environment, social responsibility and corporate governance. The market opportunities we expect include the growing demand for inductive components in the upgrading of application functions; the continued expansion of markets such as AI applications, automotive electronics, and networking equipment; client inventories have reached normal levels, and market demand has rebounded.

To ensure the smooth realization of the goals for 2025, the Company will focus on the following four core strategies:

1. Anti-risk strategy: Diversified production base layout ensures supply chain stability and production flexibility; strengthens brand influence, improves production efficiency, and reduces operating costs to enhance competitiveness; foresees market changes in advance and flexibly adjusts sales and production plans.

2. Strategies for seizing business opportunities: Develop high value-added products, such as EMI application components, automotive electronic components, AI application components, etc.; strengthen the layout of EMI application, automotive electronics, network communication and AI markets, and deepen regional market development: strengthen the construction of sales networks in emerging markets in the Indo-Pacific and European and American markets; expand production capacity for key product lines to meet market demands.

3. Strategy to improve operational efficiency: Digital transformation, strengthening of digital management systems, improvement of decision-making efficiency; optimization of production processes, and improvement of production efficiency and yield. Reduce unit production costs via process improvement and material cost control.

4. Strategy to enhance operational resilience: Strengthen team and ESG development, ensure compliance with the latest regulations and customer requirements, and promote sustainable development projects.

Although the market environment is still full of challenges, the Company remains cautiously optimistic about the operating outlook for 2025 and looks forward to taking advantage of the recovery trend of the electronics industry to actively expand the terminal application market and ensure the stability and improvement of market share. On the basis of the 24% growth in 2024, the Company aims to achieve further revenue growth and total shipments exceeding 28 billion units.

### **III. Impacts of External Competitive Environment, Legal Environment and**

## **Overall Operating Environment**

For the economic status of 2025, the passive component industry as a whole will be under multiple pressures from intensified external competition, stricter regulatory environment and more complex business environment. Global economic growth is moderate, and the effects and impacts of the new US government's political and economic policies remain to be seen. Mainland China is facing the impact of a structural slowdown in the economy, resulting in insufficient growth momentum in market demand, slowing demand for consumer electronics products, and the supply chain entering a situation of supply and demand rebalancing or even oversupply, forming fierce price competition. Among them, the technical capabilities of mainland Chinese manufacturers have significantly improved, gradually moving from the low- and mid-end markets to the mid- and high-end markets, making market competition more intense. Manufacturers from various countries are competing to invest in the research and development of high-end products, such as electric vehicles, 5G/6G communications, high-speed networking, AI computing and other fields, further pushing up the market's requirements for high-quality and high-reliability products. In addition, the impact of the regulatory environment is gradually increasing. For example, the Carbon Border Adjustment Mechanism (CBAM) and carbon tax policies promoted by the European Union have caused the industry to face higher environmental costs and material management pressures. At the same time, the global supply chain has increasingly emphasized ESG requirements, forcing manufacturers to actively invest in sustainable development and carbon management. From the perspective of the overall business environment, the global market is still affected by factors such as geopolitical risks, US-China technology trade frictions, inflationary pressure and rising financing costs. Manufacturers must further enhance supply chain resilience and regional diversification, which increases operating costs and challenges. However, despite the complex business environment and increasing challenges, the passive component industry still has long-term market opportunities in the fields of automotive electronics, networking, AI and high-end industrial applications. The manufacturers that will win in the future will depend on whether they can respond quickly to regulatory changes, have the technical capabilities of high-end products, and effectively integrate differentiation strategies and supply chain resilience to create new value growth space.

## **IV. Future Company Development Strategy and Outlook**

Looking ahead, the electronic terminal products and application markets are evolving rapidly, driving the electronic components industry towards higher technical specifications and application requirements, creating opportunities for



the Company's continuous growth. In next few years, the Company will actively expand into areas such as automotive electronics, network communications, high-speed computing, and AI artificial intelligence, and with technological innovation as the core, develop products that meet market demand, including high-performance electronic components that are miniaturized, high-frequency, high-speed, resistant to high currents, and have increased operating temperatures and reduced current losses. In addition, the Company will continue to optimize its product portfolio and increase the proportion of high value-added products to enhance gross profit margin and profitability. In terms of production line layout, we will flexibly respond to changes in the international political and economic situation, further strengthen the production capacity allocation of our Taiwan headquarters, mainland subsidiaries and new plant in Malaysia, ensure the stability of the global supply chain, and meet diverse market demands. Meanwhile, the Company adheres to the philosophy of “focusing on core business and operating in a pragmatic manner”, deepens its ESG strategy, actively implements environmental sustainability, and enhances corporate competitiveness. We will aim to become a leading supplier in the global magnetic components market, continue to innovate and make breakthroughs, strive to drive the Company to a higher level of growth, and share long-term and stable operating results with shareholders.

We sincerely appreciate shareholders' long-term support and care. We wish you all the best.

Good Health and Prosperous

Tai-Tech Advanced Electronics Co., Ltd.



Chairman: Ming-Yen Hsieh



Managerial Officer Ming-Liang Hsieh



Accounting Officer Hui-Yu Ho



**Tai-Tech Advanced Electronics Co., Ltd.  
2024 Annual Review Report of the Auditing Committee**

The Board of Directors has submitted the Company's 2024 business report and financial statements, including consolidated financial statements and the statement of earnings distribution. The financial statements have been audited by CPAs Wei-hao Wu and Ya-Hui Cheng of PricewaterhouseCoopers Taiwan, and an audit report has been issued.

The business report, financial statements (including consolidated financial statements) and statement of earnings distribution stated above have been audited by the Audit Committee and found to be in compliance with the Company Act and other applicable laws and regulations. We have presented you the reports based on the provisions stipulated in Article 219 of the Company Act.

Please review

Submitted to

Tai-Tech Advanced Electronics Co., Ltd.

Tai-Tech Advanced Electronics Co., Ltd.

Convenor

Yang-Pin Shen, Audit Commit



February 24, 2025

## Attachment 3

### Tai-Tech Advanced Electronics Co., Ltd.

#### Consolidated Financial Statements of Affiliated Enterprises

In 2024 (from January 1 to December 31, 2024), the related entities that are required to be included in the preparation of the Consolidated Financial Statements of the Company, under the “Criteria Governing the Preparation of Affiliation Reports, Consolidated Business Reports and Consolidated Financial Statements of Affiliated Enterprises” are the same as those defined in International Financial Reporting Standards (IFRS) No. 10 “Consolidated Financial Statements.” In addition, the information which shall be disclosed in the combined financial statements of affiliated companies is included in the consolidated financial statements of the parent company. Consequently, there will be no separate preparation of combined financial statements of affiliated companies.

Represented by

Company: Tai-Tech Advanced Electronics Co., Ltd.

Responsible Person: Ming-Yen Hsieh

February 24, 2025

## Report of Independent Accountants

(114)Cai-shen-bao-zi No. 24002672

To: Tai-Tech Advanced Electronics Co., Ltd.

### **Audit Opinions**

The audit of the Consolidated Balance Sheets for December 31, 2024 and 2023, as well as the Consolidated Income Statements, Consolidated Statement of Changes in Equity, Consolidated Cash Flow Statement, and Notes to Consolidated Financial Statements and from January 1 to December 31, 2024 and 2023 (including the summary of major accounting policies) for Tai-Tech Advanced Electronics Co., Ltd. and its subsidiaries (hereafter “Tai-Tech Group”) has been completed by this CPA.

In the opinion of this CPA, based on our audits and the reports of the other auditors (see Other Matters), all major aspects of the aforesaid Consolidated Financial Statements are formulated in compliance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers as well as the guidelines, interpretation, and explanations announced by the International Financial Reporting Standards and the International Accounting Standards recognized and declared as effective by the Financial Supervisory Commission. They are sufficient to present the consolidated financial status of Tai-Tech Group for December 31, 2024 and 2023, as well as the Consolidated Financial Performance and Consolidated Cash Flow for January 1 to December 31, 2024 and 2023.

### **Basis of Audit Opinion**

We have conducted the audit according to the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and the Taiwan Standards on Auditing. Our responsibilities under those standards are further described in the section titled “Auditors' Responsibilities for the Audit of the Consolidated Financial Statements” in our report. We are independent of the Group in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China and we have fulfilled our other ethical responsibilities in accordance with these requirements. Based on the audit results of our accountants and the audit reports of other accountants, we are of the opinion that sufficient and appropriate audit evidence has been obtained to be served as the basis for expressing the audit opinion.

### **Key Audit Matters**

The key audit items refer to the most important audit matters for the 2024

Consolidated Financial Statements of Tai-Tech Group under the professional judgment of this CPA. These matters were addressed in the context of our audit of the consolidated financial statements as a whole and, in forming our opinion thereon. As such, we do not provide a separate opinion on these matters.

The key audit matters for the Group's consolidated financial statements for the year ended 2024 are stated as follows:

## **Evaluation of Loss Allowance due to Inventory Impairment**

### Description

Please refer to Notes 4 (13), 5 (2), and 6 (3) of the Notes to Consolidated Financial Statements for detailed descriptions of the accounting policies, important accounting estimates, inventory evaluation assumptions, and accounting items for loss allowance due to inventory impairment. Tai-Tech Group's balances for inventory and loss allowance due to impairment as of December 31, 2024, were NT\$957,236 thousand and NT\$60,786, thousand, respectively.

The Group mainly engages in manufacturing and processing of electronic parts, magnet cores, multilayer wire-wound and other wire-wound products. Since the value of inventory is subject to market price fluctuation and its lifetime, the risk of becoming obsolete is relatively high. In addition, since the valuation process usually involves subjective judgments, the uncertainty in accounting estimates is high. As such, we determine the valuation of the allowance for inventory valuation loss as one of the key audit matters.

### Responsive Audit Procedures

We perform the following procedures for the inventory that is ageing and individually obsolete:

1. Based on our understanding to Tai-Tech Group to evaluate the rationality of its inventory allowance valuation policy and procedures.
2. Review the annual inventory plans of the Group, and observe their annual inventory and management status to assess their management performance and capacity to control obsolete inventories.

3. Verify the completeness and accuracy of inventory aging reports to confirm that the report information is consistent with its policies.
4. Review and verify the accuracy of inventory impairment loss calculations, including verifying the accuracy of product sales and purchase prices, and recalculating and evaluating the appropriateness of impairment loss provisions.

### **Other Matters - Audits conducted by other certified public accountants**

We have not audited the parts of financial statements of the investees under the equity method that are included in the consolidated financial statements of the Group, but other independent auditors have. Therefore, our opinion on the amount in the consolidated financial statements is based on the reports of other independent auditors. The investment amount of the aforementioned company using the equity method as of December 31, 2024 and 2023 was NT\$1,717,727 thousand and NT\$1,463,347 thousand, respectively, accounting for 14% and 13% of the consolidated total assets, respectively. The comprehensive income recognized for the aforementioned company from January 1 to December 31, 2024 and 2023 was NT\$311,871 thousand and NT\$70,078 thousand, respectively, accounting for 25% and 10% of the consolidated comprehensive income, respectively.

### **Other Matters – Individual Financial Report**

Tai-Tech Advanced Electronics Co., Ltd. has prepared the parent company only financial statements for 2024 and 2023, for which we have issued an unqualified opinion and the audit report with additional paragraphs for reference.

### **The Responsibilities of the Management Level and Governance Units for the Consolidated Financial Statements**

The responsibilities of the management level are to comply with the Regulations Governing the Preparation of Financial Reports by Securities Issuers as well as the guidelines, interpretation, and explanations announced by the International Financial Reporting Standards and International Accounting Standards as recognized and declared effective by the Financial Supervisory Commission during the preparation of the Consolidated Financial Statements; maintain the necessary internal control mechanism related to the formulation of the Consolidated Financial Statements; and insure that the Consolidated Financial Statements do not contain significant false statements that can lead to fraud or error.

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

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

### **The CPA's Responsibilities during the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance refers to a high degree of assurance, but the audit performed according to the TWSA cannot guarantee that material misrepresentations in the Consolidated Financial Statements will be detected. Misstatements can arise from fraud or error. Misstatements are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

The CPA has exercised professional judgment and skepticism when conducting audits under the TWSA. We also:

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error; design and perform audit procedures responsive to those risks; and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. The CPA must understand the organization's internal control unit being audited to design the appropriate audit procedure under the circumstances. The objective is not to express an opinion on the effectiveness of the internal control unit for the Tai-Tech Group.
3. Evaluate the appropriateness of the accounting policies adopted by the management

level, the rationality of its accounting estimates, and the relevant disclosures.

4. Make a conclusion regarding the appropriateness for the management level to continue to adopt the existing accounting basis and determine whether there are any significant doubts or major uncertainties regarding Tai-Tech Group's ability to continue its operations. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our report. However, future events or conditions may cause the Group to cease to continue as a going concern.
5. Evaluate the overall representation, structure, and content of the Consolidated Financial Statements (including the relevant notes) and determine whether the Consolidated Financial Statements have sufficiently expressed the relevant transactions and events.
6. Acquire sufficient and appropriate audit evidence for the financial information of individuals formed within the Prince Group and issue an opinion regarding the Consolidated Financial Statements. We are responsible for the direction, supervision, and performance of the group audit; we remain solely responsible for our audit opinion.

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

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

This accountant has decided the key audit items for the 2024 Consolidated Financial Statements of Tai-Tech Group based on the items communicated with the governance unit. We describe these matters in our 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.



PricewaterhouseCoopers Taiwan

Wei-hao Wu  
Certified Public Accountant (CPA)  
Ya-Hui Cheng

Pursuant to Official Document Jin-Guan-Zheng-Fa-Zi No.  
1080323093 issued by the Financial Supervisory  
Commission  
Former Financial Supervisory Commission and Securities  
and Futures Bureau of the Executive Yuan  
Pursuant to Official Document Jin-Guan-Zheng-Liu-Zi No.  
0960072936

February 26, 2025

Tai-Tech Advanced Electronics Co., Ltd. and Subsidiaries  
Consolidated Balance Sheets  
December 31, 2024 and 2023

Unit: NT\$ thousand

			December 31, 2024		December 31, 2023	
			Amount	%	Amount	%
Assets						
Current assets						
1100	Cash and cash equivalents	6 (1)	\$ 1,780,997	15	\$ 2,152,634	20
1136	Financial assets measured at amortized cost — current	6 (1)	-	-	30,705	-
1150	Notes receivable, net	6 (2)	36,806	-	49,844	1
1170	Accounts receivable, net	6 (2)	1,996,348	16	1,464,122	13
1180	Accounts receivable from related parties, net	6 (2) and 7	129,489	1	94,850	1
1200	Other receivables		33,711	-	14,002	-
1210	Other receivables (including those due from related party)	7	140	-	-	-
1220	Current income tax assets	6 (25)	2	-	6,717	-
130X	Inventory	6 (3)	896,450	8	768,123	7
1410	Pre-payments	6 (13)	104,091	1	42,632	-
1470	Other current assets		3,811	-	267	-
11XX	Total current assets		4,981,845	41	4,623,896	42
Non-current assets						
1510	Financial assets at fair value through profit or loss - non-current	6 (11)	770	-	880	-
1517	Financial assets at fair value through other comprehensive income - non-current	6 (4) and 12 (3)	567,634	5	558,896	5
1550	Investment accounted for using the equity method	6 (5)	2,178,533	18	1,470,603	14
1600	Property, plant and equipment	6 (6) and 8	4,358,293	35	4,100,494	38
1755	Right-of-use assets	6 (7) and 7	34,809	-	37,587	-
1780	Intangible assets		54,094	-	49,980	1
1840	Deferred income tax assets	6 (25)	3,237	-	26,638	-
1900	Other non-current assets	6 (8)	71,613	1	17,075	-
15XX	Total non-current assets		7,268,983	59	6,262,153	58
1XXX	Total assets		\$ 12,250,828	100	\$ 10,886,049	100

(Continued)

Tai-Tech Advanced Electronics Co., Ltd. and Subsidiaries  
Consolidated Balance Sheets  
December 31, 2024 and 2023

Unit: NT\$ thousand

Liabilities and equity	Note	December 31, 2024		December 31, 2023	
		Amount	%	Amount	%
<b>Current liabilities</b>					
2100 Short-term borrowings	6 (9)	\$ 330,000	3	\$ 100,000	1
2150 Notes payable		16,011	-	17,460	-
2170 Accounts payable		806,684	7	550,535	5
2180 Accounts payable - related parties	7	2,622	-	3,111	-
2200 Other payables	6 (10) and 7	587,956	5	553,461	5
2230 Current income tax liabilities	6 (25)	35,275	-	49,655	1
2250 Liability reserve - current		4,492	-	4,278	-
2280 Lease liabilities - current	7	2,311	-	4,085	-
2320 Current portion of long-term borrowings	6 (12)	243,158	2	37,733	-
21XX <b>Total current liabilities</b>		<u>2,028,509</u>	<u>17</u>	<u>1,320,318</u>	<u>12</u>
<b>Non-current liabilities</b>					
2530 Corporate bonds payable	6 (11)	1,066,426	9	1,048,695	10
2540 Long-term borrowings	6 (12)	1,266,554	10	1,504,712	14
2570 Deferred income tax liabilities	6 (25)	267,624	2	257,748	2
2580 Lease liabilities - non-current	7	5,376	-	7,182	-
2640 Net defined benefit liabilities—non-current	6 (13)	1,415	-	1,053	-
2670 Other non-current liabilities - others		7,207	-	10,014	-
25XX <b>Total non-current liabilities</b>		<u>2,614,602</u>	<u>21</u>	<u>2,829,404</u>	<u>26</u>
2XXX <b>Total liabilities</b>		<u>4,643,111</u>	<u>38</u>	<u>4,149,722</u>	<u>38</u>
<b>Equity attributable to shareholders of the parent</b>					
Share capital	6 (14)				
3110 Common shares		1,020,349	8	1,020,340	9
Capital surplus	6 (15)				
3200 Capital surplus		1,854,376	15	1,854,279	17
Retained earnings	6 (16)				
3310 Legal reserve		720,465	6	657,300	6
3320 Special reserve		76,642	1	76,642	1
3350 Unappropriated earnings		3,312,481	27	2,928,035	27
Other equity	6 (17)				
3400 Other equity		496,692	4	139,049	1
31XX <b>Equity attributable to shareholders of the parent - Total</b>		<u>7,481,005</u>	<u>61</u>	<u>6,675,645</u>	<u>61</u>
36XX <b>Non-controlling interests</b>		<u>126,712</u>	<u>1</u>	<u>60,682</u>	<u>1</u>
3XXX <b>Total equity</b>		<u>7,607,717</u>	<u>62</u>	<u>6,736,327</u>	<u>62</u>
Significant Commitments or Contingencies	9				
3X2X <b>Total liabilities and equity</b>		<u>\$ 12,250,828</u>	<u>100</u>	<u>\$ 10,886,049</u>	<u>100</u>

The accompanying notes are an integral part of the consolidated financial statements; please refer to them altogether.

Tai-Tech Advanced Electronics Co., Ltd. and Subsidiaries  
Consolidated Statement of Comprehensive Income  
January 1 to December 31, 2024 and 2023

Unit: NT\$ thousand  
(Except Earnings Per Share)

	Item	Note	2024		2023	
			Amount	%	Amount	%
4000	Operating revenue	6 (18) and 7	\$ 5,506,106	100	\$ 4,431,789	100
5000	Operating costs	6 (3)(23) (24) and 7	( 4,174,131)	( 76)	( 3,314,106)	( 75)
5900	Gross profit		1,331,975	24	1,117,683	25
	Operating expenses	6 (23) (24) and 7				
6100	Selling and marketing expenses		( 351,291)	( 6)	( 291,705)	( 7)
6200	General and administrative expenses		( 211,724)	( 4)	( 208,508)	( 5)
6300	Research and development expenses		( 202,633)	( 4)	( 155,250)	( 3)
6450	Expected credit impairment gain	12 (2)	-	-	924	-
6000	Total operating expenses		( 765,648)	( 14)	( 654,539)	( 15)
6900	Operating gains		566,327	10	463,144	10
	Non-operating income and expenses					
7100	Interest income	6 (19)	41,617	1	39,485	1
7010	Other income	6 (20) and 7	65,796	1	99,406	2
7020	Other gains and losses	6 (21)	81,625	2	16,172	1
7050	Financial costs	6 (9) and (12) (22)	( 41,075)	( 1)	( 28,396)	( 1)
7060	Share of profit (loss) of associates and joint ventures accounted for using equity method	6 (5)	137,054	3	79,414	2
7000	Total non-operating incomes and expenses		285,017	6	206,081	5
7900	<b>Income before income tax</b>		851,344	16	669,225	15
7950	Income tax expenses	6 (25)	( 104,458)	( 2)	( 76,442)	( 2)
8200	<b>Net profit (loss) for current period</b>		<u>\$ 746,886</u>	<u>14</u>	<u>\$ 592,783</u>	<u>13</u>

(Continued)

The accompanying notes are an integral part of the consolidated financial statements; please refer to them altogether.

Chairman: : Ming-Yen Hsieh

Managerial Officer: Ming-Liang Hsieh

Accounting Officer: Hui-Yu Ho

Tai-Tech Advanced Electronics Co., Ltd. and Subsidiaries  
Consolidated Statement of Comprehensive Income  
January 1 to December 31, 2024 and 2023

Unit: NT\$ thousand  
(Except Earnings Per Share)

	Item	Note	2024		2023	
			Amount	%	Amount	%
	<b>Other comprehensive income/(loss) for the year, net of income tax</b>					
	<b>Components of other comprehensive income that will not be reclassified to profit or loss</b>	6 (17)				
8316	Unrealized gain (loss) on investments in equity instruments at fair value through other comprehensive income	6 (4)	\$ 107,717	2	\$ 192,848	5
8320	Share of profit (loss) of associates and joint ventures accounted for using equity method - Components of other comprehensive income that will not be reclassified to profit or loss		155,561	3	3,721	-
8310	Total components of other comprehensive income that will not be reclassified to profit or loss		263,278	5	196,569	5
	<b>Items that may be reclassified subsequently to profit or loss</b>	6 (17)				
8361	Exchange differences on translating the financial statements of foreign operations		223,418	4	( 71,946)	( 2)
8370	Share of profit (loss) of associates and joint ventures accounted for using equity method - Components of other comprehensive income that might be reclassified to profit or loss		31,585	-	( 13,801)	-
8360	Total of items that may be reclassified subsequently to profit or loss		255,003	4	( 85,747)	( 2)
8300	<b>Other comprehensive income/(loss) for the year, net of income tax</b>		\$ 518,281	9	\$ 110,822	3
8500	<b>Total comprehensive income (loss) for the current period</b>		\$ 1,265,167	23	\$ 703,605	16
	Net income attributable to:					
8610	shareholders of the parent		\$ 748,155	14	\$ 593,383	13
8620	Non-controlling interests		(\$ 1,269)	-	(\$ 600)	-
	Total comprehensive income (loss) attributable to:					
8710	shareholders of the parent		\$ 1,264,407	23	\$ 706,953	16
8720	Non-controlling interests		\$ 760	-	(\$ 3,348)	-
	<b>EARNINGS PER SHARE</b>	6 (26)				
9750	Basic earnings per share attributable to shareholders of the parent company		\$ 7.33		\$ 5.82	
9850	Diluted earnings per share attributable to shareholders of the parent company		\$ 6.83		\$ 5.73	

The accompanying notes are an integral part of the consolidated financial statements; please refer to them altogether.

Tai-Tech Advanced Electronics Co., Ltd. and Subsidiaries  
Consolidated Statement of Changes in Equity  
January 1 to December 31, 2024 and 2023

Unit: NT\$ thousand

Note	Equity attributable to shareholders of the parent									
	Common shares	Capital surplus	Retained earnings			Other equity		Total	Non-controlling interests	Total equity
			Legal reserve	Special reserve	Unappropriated earnings	Exchange differences on translating the financial statements of foreign operations	Unrealized gain/(loss) on financial assets at fair value through other comprehensive income			
	\$ 1,020,340	\$ 1,798,320	\$ 552,955	\$ 76,642	\$ 3,012,932	(\$ 134,642 )	\$ 198,390	\$ 6,524,937	\$ -	\$ 6,524,937
	-	-	-	-	593,383	-	-	593,383	( 600 )	592,783
6 (17)	-	-	-	-	-	( 82,999 )	196,569	113,570	( 2,748 )	110,822
	-	-	-	-	593,383	( 82,999 )	196,569	706,953	( 3,348 )	703,605
6 (16)										
	-	-	104,345	-	( 104,345 )	-	-	-	-	-
	-	-	-	-	( 612,204 )	-	-	( 612,204 )	-	( 612,204 )
6 (11)	-	55,190	-	-	-	-	-	55,190	-	55,190
	-	769	-	-	-	-	-	769	-	769
	-	-	-	-	-	-	-	-	64,030	64,030
6 (17)										
	-	-	-	-	38,269	-	( 38,269 )	-	-	-
	\$ 1,020,340	\$ 1,854,279	\$ 657,300	\$ 76,642	\$ 2,928,035	(\$ 217,641 )	\$ 356,690	\$ 6,675,645	\$ 60,682	\$ 6,736,327
	\$ 1,020,340	\$ 1,854,279	\$ 657,300	\$ 76,642	\$ 2,928,035	(\$ 217,641 )	\$ 356,690	\$ 6,675,645	\$ 60,682	\$ 6,736,327
	-	-	-	-	748,155	-	-	748,155	( 1,269 )	746,886
6 (17)	-	-	-	-	-	252,974	263,278	516,252	2,029	518,281
	-	-	-	-	748,155	252,974	263,278	1,264,407	760	1,265,167
6 (16)										
	-	-	63,165	-	( 63,165 )	-	-	-	-	-
	-	-	-	-	( 459,153 )	-	-	( 459,153 )	-	( 459,153 )
	-	9	-	-	-	-	-	9	-	9
6 (11)	9	88	-	-	-	-	-	97	-	97
	-	-	-	-	-	-	-	-	65,270	65,270
6 (17)										
	-	-	-	-	158,609	-	( 158,609 )	-	-	-
	\$ 1,020,349	\$ 1,854,376	\$ 720,465	\$ 76,642	\$ 3,312,481	\$ 35,333	\$ 461,359	\$ 7,481,005	\$ 126,712	\$ 7,607,717

The accompanying notes are an integral part of the consolidated financial statements; please refer to them altogether.

Chairman: Ming-Yen Hsieh

Managerial Officer: Ming-Liang Hsieh

Accounting Officer: Hui-Yu Ho

Cash flow from operating activities

Income before income tax		\$	851,344	\$	669,225
Adjustments					
Adjustments for income and expenses					
Expected credit impairment gain	12 (2)		-	(	924 )
Depreciation expenses (including right-of-use assets)	6 (23)		540,703		511,098
Amortization	6 (23)		8,021		6,201
Net gain on financial assets and liabilities at fair value through profit or loss	6 (21)	(	6,916 )	(	1,672 )
Loss (gain) on disposal of property, plant and equipment	6 (21)	(	260 )		1,886
Interest income	6 (19)	(	41,617 )	(	39,485 )
Dividends income	6 (21)	(	23,151 )	(	33,534 )
Interest expenses	6 (22)		41,075		28,396
Share of profit of associates accounted for using equity method	6 (5)	(	137,054 )	(	79,414 )
Miscellaneous expenses			6,141		-
Disposal of investment losses	6 (21)		2,985		-
Changes in operating assets and liabilities					
Changes in operating assets					
Financial assets compulsorily measured at fair value through profit or loss - current			7,026		1,232
Notes receivable			13,038		10,541
Accounts Receivable		(	523,095 )		161,849
Accounts receivable due from related parties		(	34,639 )		17,695
Other receivables		(	6,942 )	(	575 )
Other receivables (including those due from related party)		(	140 )		-
Inventory		(	125,480 )		176,072
Pre-payments		(	61,112 )	(	9,868 )
Other current assets		(	3,485 )		202
Changes in operating liabilities, net					
Notes payable		(	764 )		5,624
Accounts payable			249,736		17,111
Accounts payables to related parties		(	489 )	(	2,216 )
Other payables			47,393	(	101,186 )
Liability reserve - current			214		4,278
Net defined benefit liabilities			362		275
Other noncurrent liabilities		(	1,767 )	(	2,272 )
Cash generated from operating activities			801,127		1,340,539
Interest paid		(	23,247 )	(	25,454 )
Income taxes paid		(	92,857 )	(	104,754 )
Net cash inflow from operating activities			<u>685,023</u>		<u>1,210,331</u>

(Continued)

## CASH FLOWS FROM INVESTING ACTIVITIES

Interests received		\$	41,617	\$	39,485
Dividends received			23,151		33,534
Acquisition of financial assets at fair value through other comprehensive income		(	78,845 )	(	49,918 )
Disposal of financial assets at fair value through other comprehensive income			-		64,431
Increase in financial assets measured at amortized cost			-	(	81,860 )
Decrease in financial assets at amortized cost			30,705		50,000
Investment accounted for using the equity method		(	261,360 )	(	1,458,000 )
Cash dividend of long-term equity investment under equity method			57,500		57,500
Acquisition of property, plant and equipment	6 (28)	(	765,011 )	(	248,208 )
Proceeds from disposal of property, plant and equipment			7,155		4,591
Acquisition of intangible assets		(	11,719 )	(	12,765 )
Increase in refundable deposits		(	4,932 )	(	93 )
Decrease in other noncurrent assets			88		-
Capital surplus distributed in cash			482		-
Cash proceeds from business combination	6 (27)		2,219		-
Net cash flows used in investing activities		(	958,950 )	(	1,601,303 )
<u>Cash Flow from Financing Activities</u>					
Increase in short-term borrowings			1,000,000		2,650,000
Decrease in short-term borrowings		(	770,000 )	(	2,550,000 )
Issuance of convertible bonds			-		1,100,502
Increase in long-term borrowings			-		453,999
Repayment for long-term borrowings		(	37,733 )	(	37,733 )
Repayment of the principal portion of lease liabilities	6(29)	(	4,082 )	(	6,735 )
Decrease in refundable deposits		(	1,040 )		-
Cash dividends appropriated	6 (16)	(	459,153 )	(	612,204 )
Increase in non-controlling interests			65,270		64,030
Net cash generated from (used in) financing activities		(	206,738 )		1,061,859
Exchange rate adjustments			109,028	(	47,130 )
Increase (decrease) in cash and cash equivalents for the period		(	371,637 )		623,757
Cash and cash equivalents - beginning balance			2,152,634		1,528,877
Cash and cash equivalents - ending balance		\$	1,780,997	\$	2,152,634



## Attachment 4

### 2024 Earnings Distribution Table

Unit: NT\$

Undistributed earnings at beginning of the period	\$	2,405,716,421
Add: 2024 net profit after tax		748,154,765
Add (less): 2024 retained earnings adjustment		
Add: Disposal of equity instruments measured at fair value through other comprehensive income		158,609,201
Minus: Legal reserve appropriated	(	90,676,397 )
Distributable earnings		<hr/> 3,221,803,990
Earnings distribution:		
Shareholder dividends - Cash (NT\$5)		510,174,405
Shareholder dividends - Stock		<hr/> 0
Ending undistributed earnings	\$	<hr/> 2,711,629,585

Note:

Note 1: The amount of this earnings distribution is the earnings in 2024.

Note 2: Cash dividends adopt the [integer dollar] - value after truncating of decimals for calculation.

Note 3: Based on the outstanding stock of 102,034,881 shares on February 24, 2025.

Responsible person:

Managerial Officer:

Accounting officer:

## Attachment 5

Tai-Tech Advanced Electronics Co., Ltd.

### Necessity and Rationality Assessment on Private Placement

Client: Tai-Tech Advanced Electronics Co., Ltd.

Recipient: Tai-Tech Advanced Electronics Co., Ltd.

Purpose: Only for Tai-Tech Advanced Electronics Co., Ltd. To execute the private placement in 2025

Report Type: Necessity and Rationality Assessment on Private Placement

Assessed by: Taishin Securities Co., Ltd.

Representative: Chia-Hung Kuo

(The contents of this report only serve as a reference for the resolution of the 2025 board meeting and shareholders meeting of Tai-Tech Advanced Electronics Co., Ltd. on the private placement, and shall not be used for any other purpose. This report is based on the financial information provided by the Tai-Tech Advanced Electronics Co., Ltd. and the information announced by it on MOPs. This report shall not bear any legal responsibility for the impact of future changes in the Company's private placement plan or other circumstances that may lead to changes in the contents of this report.)

Published on , 2025

In order to repay debts, supplement operating working capital or develop strategic alliances to meet the funding needs of long-term development, and meet the timeliness and convenience of fund raising, Tai-Tech Advanced Electronics Co., Ltd. Hereby intends handle the relevant matters regarding private placement of securities in accordance with Article 43-6 of the Securities and Exchange Act in accordance with the “Securities and Exchange Act” and “Directions for Public Companies Conducting Private Placements of Securities”. It is planned to discuss at the meeting of board of directors on February 24, 2025, and plan to discuss the private placement of no more than 10,000 thousand common shares at the shareholders' meeting on May 23, 2025. Pursuant to the Article 4, Paragraph 3 of “Directions for Public Companies Conducting Private Placements of Securities”, if there is a major change in the management rights within one year before the board of directors resolves to conduct private placement of securities and within one year from the date of delivery of the private placement of securities, the securities underwriter shall be requested to issue an evaluation opinions on the necessity and rationality of conducting the private placement, and the opinions shall be included in the notice of the shareholders' meeting as a reference for shareholders to determine whether they would give their consent. The underwriters’ assessment:

#### I. Company profile

Tai-Tech Advanced Electronics Co., Ltd. (stock code 3357, hereinafter referred to as Tai-Tech or the Company) was established in 1992 with a capital of NT\$1.02 billion. It is mainly engaged in the development and sales of coil components and chip inductor components. It is a comprehensive inductor component manufacturer in Taiwan, with a global inductor component market share of approximately 3.0 to 3.5%. In the first three quarters of 2024, the revenue proportion of each product was 20.4% for multilayer chip beads/inductors, 43.1% for integrated molded power inductors, 20.2% for wire-wound inductors, and 16.3% for network transformers and filter modules; the revenue proportion of each application was 18% for communications, 30% for computers, 32% for automotive, 13% for consumers, and 7% for others.

The Company actively develops products of niche, with features of lightweight, thinness, short, small, current-resistant, suitable for high-frequency operating range, vibration-resistant (portable devices and automotive electronics requirements), wide operating temperature range (automotive electronics requirements), high reliability (automotive electronics and server requirements), and high-performance (automotive electronics, servers, and high-speed computing requirements) products as the major development direction to enhance market competitiveness and meet the needs of the high-growth market trends. In terms of high-growth applications, electric vehicles require 3 to 5 times more than conventional fuel vehicles. Electric vehicles require a large number of inductors, which are used in DC/AC converters for power conversion and regulation, and in battery management systems for detecting and controlling

battery current to ensure battery safety and reliability. Taking the application of artificial intelligence high-speed computing equipment as an example, each AI server uses more than 300 inductors, which is about 80% more than traditional servers. Components such as CPUs and memories in high-speed computing equipment require a large amount of power supply and data transmission, and high-quality power line filters and EMI filters are required to ensure the stability of the power supply and the correct transmission of data. High-quality inductors can ensure the stability and reliability of high-speed computing equipment.

Looking back at the Company's operation and development in 2024, in the face of competition from China in network applications, the Company changed its strategy and rejected low-priced orders. Currently, new network transformers have entered China's first-tier manufacturers, and the prices of mid- and low-priced products have also stabilized, which is expected to drive the network business back to prosperity. In terms of automotive applications, small-scale shipments for American Tier 1 Car manufacturer customers the Company has long been maintaining relationships with have started in September 2023. In the past two years, Tai-Tech has stepped up the introduction of American brand customers, large European and American electronic and automotive parts module manufacturers, and is expected to make significant revenue contributions. Our goal is to steadily move the revenue proportion towards 25% to 30% in the future; in AI-related servers and DDR5 applications, the penetration rate is gradually increasing. In addition to being verified by many major American manufacturers and starting to place orders and waiting for capacity available, major domestic AI server manufacturers have also inquired for samples. From the end of 2023 to the first quarter of 2024, TLVR inductors were in the customer testing stage. Although the production capacity is in place, the customer's new projects and new models will not be mass-produced until the fourth quarter. It is expected that there will be significant orders in the fourth quarter. The Company's strength lies in fully automated production, and customers of ODM models have the opportunity of introduction. For the outlook of future, in order to respond to geopolitical risks, the Company has also deployed production capacity in Malaysia, and will start mass production in the first half of 2025. In the mid- and long term, the revenue share of the Malaysian plant may reach 20% to 30%, and it is expected to become another important production base besides Taiwan, Kunshan of Jiangsu, and Sihong of Jiangsu. In addition, the Company acquired a 28.1% of equity of the listed company APAQ TECHNOLOGY CO., LTD (hereinafter referred to as APAQ) in March 2023. APAQ mainly produces solid-state capacitors and is strong in servers and PC applications. It is expected to drive Tai-Tech to smoothly introduce new product lines, and the Company can complement APAQ's deployment in automobiles fields and China. The cooperation between both companies will gradually show comprehensive benefits.

As customer inventory levels gradually return to normal standards, the NB and smartphone

markets rebound, and major brands focus on AI applications, the server industry will also turn its focus on the development of high-end AI servers, indicating that a new wave of growth in the electronics industry is forming, which is not limited to the conventional consumer electronics fields, but has also expanded to electric vehicles and self-driving car applications. In order to the Company's operating strategy and enhance long-term cooperation with strategic partners, Tai-Tech plans to introduce strategic investors through private placement of common shares and provide funds required for operational development to optimize the Company's operations and financial performance.

### Consolidated Condensed Balance Sheet - International Financial Reporting Standards

Unit: NT\$ thousand

Year		2020 (Note 1)	2021 (Note 1)	2022 (Note 1)	2023 (Note 1)	Q3 2024 (Note 1)
Item						
Current assets		3,340,936	4,718,034	4,317,702	4,623,896	5,010,368
Property, plant and equipment		2,539,871	4,503,865	4,401,609	4,100,494	4,073,750
Intangible assets		17,530	46,296	43,403	49,980	49,229
Other assets		277,508	337,297	489,205	2,111,679	127,779
Total assets		6,175,845	9,605,492	9,251,919	10,886,049	11,722,444
Current liabilities	Before distribution	2,167,761	2,568,840	1,371,552	1,320,318	1,742,964
	After distribution	2,590,610	3,290,778	1,983,756	Not yet distributed	Not yet distributed
Non-current liabilities		442,200	814,061	1,355,430	2,829,404	2,683,859
Total liabilities	Before distribution	2,609,961	3,382,901	2,726,982	4,149,722	4,426,823
	After distribution	3,032,810	4,104,839	3,339,186	Not yet distributed	Not yet distributed
Equity attributable to shareholders of the parent		3,565,884	6,222,591	6,524,937	6,675,645	7,163,824
Share capital		910,000	1,031,340	1,020,340	1,020,340	1,020,349
Capital surplus		123,523	1,886,687	1,798,320	1,854,279	1,854,376
Retained earnings	Before distribution	2,546,626	3,321,011	3,642,529	3,661,977	3,708,917
	After distribution	2,123,777	2,599,073	3,030,325	Not yet distributed	Not yet distributed
Other equity		(14,265)	(16,447)	63,748	139,049	580,182
Treasury shares		0	0	0	0	0
Non-controlling interests		-	-	-	60,682	131,797
Total equity	Before distribution	3,565,884	6,222,591	6,524,937	6,736,327	7,295,621
	After distribution	3,143,035	5,500,653	5,912,733	Not yet distributed	Not yet distributed

Note 1: The above financial information for each year and each quarter has been verified by an accountant.

# Consolidated comprehensive income statement - International Financial Reporting Standards

Unit: NT\$ thousand

Item \ Year	2020 (Note 1)	2021 (Note 1)	2022 (Note 1)	2023 (Note 1)	2024 up to Q3 (Note 1)
Operating revenue	4,478,004	6,165,281	5,291,333	4,431,789	4,010,047
Gross profit	1,459,493	2,135,564	1,779,525	1,117,683	965,087
Operating profit and loss	889,534	1,330,196	1,019,017	463,144	416,284
Non-operating income and expenses	(20,116)	61,117	217,943	206,081	180,562
Income before income tax	869,418	1,391,313	1,236,960	669,225	596,486
Profit from continuing operations	734,671	1,197,065	1,038,537	592,783	505,533
Profit or loss from discontinued operations	-	-	-	-	-
<b>NET PROFIT (LOSS) FOR THE YEAR</b>	734,671	1,197,065	1,038,537	592,783	505,533
Other comprehensive profit or loss for the year (net of income tax)	69,321	(2,013)	85,114	110,822	448,884
Total comprehensive income (loss) for the current period	803,992	1,195,052	1,123,651	703,605	954,417
Net profit attributable to owner of the parent company	734,671	1,197,065	1,038,537	593,383	506,093
Net profit attributable to non-controlling interest	0	0	0	(600)	(560)
Total comprehensive income attributable to owners of the parent company	803,992	1,195,052	1,123,651	703,605	947,226
Total comprehensive income attributable to non-controlling interest	0	0	0	(3,348)	7,191
Earnings per share (Note 2)	8.07	12.08	10.11	5.82	4.96

Note 1: The above financial information for each year and each quarter has been verified by an accountant.

Note 2: Earnings per share are calculated based on the weighted average number of shares outstanding after retrospective adjustments.

## II. Contents of the Private Placement

In order to attract strategic investors and strengthen long-term cooperative relations with strategic partners, and to meet the future funds required for repayment of debts, supplementing operating working capital or development of strategic alliances, the Company intends to conduct a private placement of securities in accordance with Article 43-6 of the Securities and Exchange Act and to raise funds through a private placement of common shares. The number of shares issued shall not exceed 10,000 thousand shares and shall be conducted in one or two installments within one year from the date of the resolution of the general meeting of shareholders.

The issuance price of the common shares for this private placement shall be determined at a price not less than 80% of the higher of the following two prices calculated on the date of pricing by the Company:

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

## III. Reasons of Necessity and Evaluation on the Private Placement

Tai-Tech plans to issue common shares through private placement to increase cash capital. The funds from each tranche will be used to repay debts, supplement operating funds, or meet the funding needs of strategic alliance development. The issuance quantity shall not exceed 10,000 thousand shares. After the resolution of the shareholders' meeting on May 23, 2025, the board of directors will be authorized to handle the issuance. The reasons of necessity of the Company's private placement are shown as follows:

### (I) Reasons of necessity for private placement:

The operating income, net operating profit and interest expenses for the past three years and the most recent period listed in the consolidated financial report of Tai-Tech are as follows:

Unit: NT\$ thousand

Item \ Year	2021	2022	2023	2024 up to Q3
Operating revenue	6,165,281	5,291,333	4,431,789	4,010,047
Net operating profit (loss)	1,330,196	1,019,017	463,144	416,284
Income (loss) before income tax	1,391,313	1,236,960	669,225	596,486
Interests expense	7,058	12,012	28,396	30,371
Interest expense to net operating profit (loss) ratio	0.53%	1.18%	6.13%	7.30%
Interest expense to pre-tax net profit (loss) ratio	0.51%	0.97%	4.24%	5.09%

Data source: Annual and quarterly consolidated financial statements audited or reviewed

by certified public accountants.

As customer inventory levels gradually return to normal standards, the NB and smartphone markets rebound, and major brands focus on AI applications, the server industry is also switching its focus on the development of high-end AI servers, indicating that a new wave of growth in the electronics industry is forming, which is not limited to the consumer electronics fields, but has also expanded to electric vehicles and self-driving car applications. For Tai-Tech, in addition to accelerating the layout of related fields, the TLVR inductor project is about to be scaled up, and the new plant in Malaysia will also begin to contribute to new production capacity in the second half of 2024. If bank loans are used to support the funds required for normal operations and strategic cooperation, interest expenses will continue to increase and hinder operating profits. If private placement of common shares is adopted, fund raising would be relatively quick, simple and timely, and it can avoid over-reliance on loans from financial institutions and increase the flexibility of fund use, which will have a positive effect on future operations and profits. Further, considering factors such as the capital market conditions, fundraising timeliness, issuance costs and the restriction that private placement shares cannot be transferred within a period of three years, it is more likely to ensure and strengthen long-term cooperative relationships with strategic partners. Therefore, it is necessary to issue securities through private placement instead of public offering.

## (II) Evaluation of the Rationality of Private Placement

Tai-Tech expects that the resolution will be passed at the general shareholders meeting on May 23, 2025, and will also list and explain matters related to the private placement of securities in the reasons for convening the general shareholders meeting in accordance with Article 43-6, Paragraph 6 of the Securities and Exchange Act. There should be no major abnormalities.

The Company will use the funds raised to repay debts, supplement operating working capital or meet the funding needs of the development of strategic alliances. The expected benefits are to strengthen the Company's financial structure and improve operational efficiency, as well as to strengthen the technology required for the Company's operations, increase business volume or consolidate the source of key components, so as to enhance the competitiveness and respond to the long-term development, thereby enhancing overall shareholders' interests.

In addition to obtaining long-term stable funds, compared with public offerings, the private placement common shares are restricted from free transfer within three years, which can ensure the long-term cooperative relationship between the Company and the strategic investors it introduces, and help the Company's future mid-term operational growth. Therefore, the Company's plan to issue securities by private placement would be reasonable.



In summary, the securities underwriter believes that it is necessary and reasonable for Taiqing Technology to handle this private placement case in accordance with the provisions of “Directions for Public Companies Conducting Private Placements of Securities”.

#### IV. Assessment of major changes in the subscriber and management

##### (I) Feasibility and Necessity of Selection of Subscribers

###### 1. Selection of subscribers

The subscribers for the Company's private placement of common shares will be determined in accordance with Article 43-6 of the Securities and Exchange Act and the Official Document Jin-Guan-Zhen-Fa Zi No. 1120383220 issued by the Financial Supervisory Commission on September 12, 2023, and will be limited to strategic investors. Currently, the primary consideration is to select strategic investors who can directly or indirectly benefit the company. However, the actual selection of applicants will be handled in accordance with relevant regulations after the negotiation, so the method of selecting applicants should be appropriate.

###### 2. Feasibility and Necessity of Subscribers

In order to meet the needs of operational development, the Company will select strategic investors who can help the Company strengthen the technology required for operations, increase business capacity, and consolidate the source of key components, so as to use their experience, technology, knowledge, reputation or channels to enhance the Company's competitiveness, improve operational efficiency and long-term development. Compared with public offerings, the private placement securities cannot be transferred within three years, which can better ensure the long-term cooperative relationship between Tai-Tech and strategic investors and help stabilize the Company's operations. It is expected that in the future, collaboration with strategic investors in improving technology, developing products, reducing costs, expanding markets, strengthening customer relationships or channels will be able to expand market size and other strategic cooperation, which would have positive effects on the Company's business, finances and shareholders' interests. Therefore, the feasibility and necessity of introducing strategic investors in this private placement should be reasonable.

##### (II) Review of major changes in management rights within one year before the board of directors resolves to conduct private placement

After reviewing the Company's relevant information and inquiring the MOPs, it was found that there were no changes in the Company's directors within one year before the board of directors decided to conduct a private placement, and there were no major changes in the company's management rights within one year before the board of directors decided to conduct a private placement as required by Article 4, Paragraph 3 of the “Directions for

## Public Companies Conducting Private Placements of Securities”.

(III) Assessment of whether the introduction of strategic investors in private placements will result in significant changes in management

The amount of the Company's private placement of common shares is capped at no more than 10,000 shares. After all of the shares are issued, the proportion of common stock issued after the capital increase will be 8.93%. However, considering that the Company's current board of directors will be fully re-elected after the term of office expires on June 20, 2025, and whether strategic investors introduced in the future private placement will obtain board seats and whether there will be changes in directors in the full re-election of directors, and whether there will be major changes in management, it is still unclear. Therefore, the company, in accordance with the provisions of “Directions for Public Companies Conducting Private Placements of Securities”, has contacted the underwriter of securities to issue an assessment opinion on the necessity and rationality of the private placement.

(IV) The impact of the private placement on the Company’s business, finances and shareholders’ rights

### 1. Impact on the Company’s Business

In order to repay debts, replenish operating working capital or develop strategic alliances to meet the funding needs for long-term development, the Company is raising funds through private placement. With the private placement, strategic investors who can directly or indirectly benefit the Company's future operations would be introduced, which can ensure the long-term cooperative relationship between the Company and its investment partners, and it is expected to help the Company improve technology, develop products, reduce costs, expand markets or strengthen customer relationships, so as to strengthen the our competitiveness, improve operational efficiency and long-term development through their experience, technology, knowledge, reputation or channels, which would have a positive effect on our business development.

### 2. Impact on the Company’s Finance

The Company intends to conduct a private placement of securities in accordance with Article 43-6 of the Securities and Exchange Act and to raise funds through a private placement of common shares. The number of shares issued shall not exceed 10,000 thousand shares and shall be conducted in one or two installments within one year from the date of the resolution of the general meeting of shareholders. The funds raised from the private placement can increase the Company's equity ratio and strengthen the Company's financial structure. Therefore, the private placement would have a positive effect on our finances.

### 3. Impact on the Rights and Interests of the Company’s Shareholders

The funds from the private placement will be used to repay debts, supplement

operating working capital or develop strategic alliances, which will help strengthen the Company's competitiveness, improve operational efficiency and respond to the Company's long-term development, thereby increasing shareholder equity. Therefore, the private placement should have a positive effect on the Company's shareholder equity.

## V. Conclusions

In summary, Tai-Tech's private placement of common shares aims to meet the needs of future long-term operational development. It is expected to improve the Company's financial structure, strengthen the competitiveness and improve its operating performance, and have a positive effect on the Company's business, finance and overall shareholder interests. After evaluation by the underwriter of securities in accordance with the provisions of “Directions for Public Companies Conducting Private Placements of Securities”, the Company's execution of the private placement should be necessary and reasonable.

Taishin Securities Co., Ltd.

Person in-charge: Chia-Hung Kuo

Published on , 2025

## Independence Statement

The Company has issued an evaluation and comments on the necessity and rationality of the private placement of common shares by Tai-Tech Advanced Electronics Co., Ltd. (hereinafter referred to as Tai-Tech) in 2025.

The Company carries out the above works and hereby declares that there are no following situations:

1. The Company is not an investee of Tai-Tech's equity method investment.
2. The Company is not an investment company using the equity method to invest in Tai-Tech.
3. The Chairman or President of the Company and the Chairman or President of Tai-Tech are not the same person, nor do they have a relationship within the second degree of kinship or spouse.
4. The Company is not a director or supervisor of Tai-Tech.
5. Tai-Tech is not a director or supervisor of the Company.
6. Except for the above circumstances, the Company and Tai-Tech do not have any related party relationship as defined in Article 18 of the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

In handling the necessity and rationality evaluation opinion case of private placement of common shares for Tai-Tech, the assessment opinions submitted by the Company all maintain full independence.

Taishin Securities Co., Ltd.

Person in-charge: Chia-Hung Kuo

Published on \_\_\_\_\_, 2025

(Only for use by the underwriters of the 2025 private placement of common shares of ai-Tech Advanced Electronics Co., Ltd.)

**Tai-Tech Advanced Electronics Co., Ltd.**  
**Comparison Table for Amendments of “Articles of Incorporation” of the Company**

Provision After Amendment	Before amendment	Explanation
<p>Article 26-1</p> <p>Where the Company has a profit for a fiscal year, it shall appropriate not less than 6% as the remuneration of employees, <u>and no less than 20% of the aforementioned employee remuneration shall be allocated as remuneration for rank and file employees</u>, and the board of directors shall reach resolution of the distribution in stock or cash. The distribution subject may include employees of subordinate companies satisfying certain criteria. The Company may appropriate an amount not higher than 2% of the aforementioned profit as the remuneration of <u>directors</u> and supervisors through resolution of a board of directors’ meeting. The proposal for distribution of the remuneration of employees and the remuneration of <u>directors</u> shall be reported to the shareholders’ meeting.</p>	<p>Article 26-1</p> <p>Where the Company has a profit for a fiscal year, it shall appropriate not less than 6% as the remuneration of employees, and the board of directors shall reach resolution of the distribution in stock or cash. The distribution subject may include employees of subordinate companies satisfying certain criteria. The Company may appropriate an amount not higher than 2% of the aforementioned profit as the remuneration of directors and supervisors through resolution of board of directors’ meeting. The proposal for distribution of the remuneration of employees and the remuneration of directors and supervisors shall be reported to the shareholders’ meeting,</p>	<p>In compliance with the amendment to Article 14, Paragraph 6 of the Securities and Exchange Act.</p>
<p>Article 31</p> <p>These Articles of Incorporation were duly enacted on October 27, 1992.</p> <p>The 1st amendment was made on July 31, 1993.</p> <p>The 2nd amendment was made on June 8, 1995.</p> <p>The 3rd amendment was made on August 10, 1999.</p> <p>The 4th amendment was made on June 2, 2000.</p> <p>The 5th amendment was made on October 2, 2000.</p> <p>The 6th amendment was made on November 13, 2000.</p> <p>The 7th amendment was made on November 27, 2000.</p> <p>The 8th amendment was made on June 20, 2001.</p> <p>The 9th amendment was made on November 23, 2001.</p> <p>The 10th amendment was made on June 9, 2002.</p> <p>The 11th amendment was made on January 13, 2003.</p> <p>The 12th amendment was made on May 10, 2003.</p> <p>The 13th amendment was made on June 4, 2004.</p>	<p>Article 31</p> <p>These Articles of Incorporation were duly enacted on October 27, 1992.</p> <p>The 1st amendment was made on July 31, 1993.</p> <p>The 2nd amendment was made on June 8, 1995.</p> <p>The 3rd amendment was made on August 10, 1999.</p> <p>The 4th amendment was made on June 2, 2000.</p> <p>The 5th amendment was made on October 2, 2000.</p> <p>The 6th amendment was made on November 13, 2000.</p> <p>The 7th amendment was made on November 27, 2000.</p> <p>The 8th amendment was made on June 20, 2001.</p> <p>The 9th amendment was made on November 23, 2001.</p> <p>The 10th amendment was made on June 9, 2002.</p>	<p>Newly added amendment dates</p>

Provision After Amendment	Before amendment	Explanation
The 14th amendment was made on June 4, 2004. The 15th amendment was made on June 3, 2005. The 16th amendment was made on May 14, 2010. The 17th amendment was made on May 31, 2011. The 18th amendment was made on June 26, 2012. The 19th amendment was made on May 3, 2013. The 20th amendment was made on June 11, 2015. The 21st amendment was made on October 6, 2015. The 22nd amendment was made on June 25, 2019. The 23rd amendment was made on June 24, 2020. The 24th amendment was made on November 9, 2020. The 25th amendment was made on July 23, 2021. The 26th amendment was made on June 21, 2022. <u>The 27th amendment was made on June 2025.</u>	The 11th amendment was made on January 13, 2003. The 12th amendment was made on May 10, 2003. The 13th amendment was made on June 4, 2004. The 14th amendment was made on June 4, 2004. The 15th amendment was made on June 3, 2005. The 16th amendment was made on May 14, 2010. The 17th amendment was made on May 31, 2011. The 18th amendment was made on June 26, 2012. The 19th amendment was made on May 3, 2013. The 20th amendment was made on June 11, 2015. The 21st amendment was made on October 6, 2015. The 22nd amendment was made on June 25, 2019. The 23rd amendment was made on June 24, 2020. The 24th amendment was made on November 9, 2020. The 25th amendment was made on July 23, 2021. The 26th amendment was made on June 21, 2022.	

# Appendix

## Appendix 1

### **Tai-Tech Advanced Electronics Co., Ltd.**

#### **Rules of Procedure for Shareholders' Meeting**

**Latest amendment approval date: May 31, 2023**

Article 1. To establish a strong governance system and sound supervisory capabilities for the Company's shareholders' meetings, and to strengthen management capabilities, these Rules are adopted pursuant to Article 5 of the "Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies" jointly established by Taiwan Stock Exchange Corporation and Taipei Exchange.

Article 2. The rules of procedures for shareholders' meeting of the Company, except as otherwise provided by law, regulation or the articles of incorporation, shall be as provided in these Rules.

Article 3. Unless otherwise provided by law or regulation, the shareholders' meetings of the Company shall be convened by the board of directors.

Unless otherwise provided in the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company convening a shareholders' meeting with video conferencing shall expressly provide for such meetings in its Articles of Incorporation and obtain a resolution of its board of directors. Furthermore, convening of a virtual-only shareholders' meeting shall require a resolution adopted by a majority vote at a meeting of the Board of Directors attended by at least two-thirds of the total number of directors.

Changes to how the Company convenes its shareholders meeting shall be resolved by the board of directors, and shall be made no later than mailing of the shareholders meeting notice.

The Company shall prepare electronic versions of the shareholders meeting notice and proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors or supervisors, and upload them to the Market Observation Post System of TWSE before 30 days before the date of a regular shareholders meeting or before 15 days before the date of a special shareholders meeting. The Company shall prepare electronic files of the shareholders meeting agenda and supplemental meeting materials and upload them to the Market Observation Post System of TWSE at least 21 days prior to the date of the regular shareholders meeting or 15 days prior to the date of the special shareholders meeting. If, however, the Company has paid-in capital of NT\$10 billion or more as of the last day of the most recent fiscal year, or total shareholdings of foreign shareholders and PRC nationals reach 30% or more as recorded in the register of shareholders of the shareholders meeting held in the most recent fiscal year, transmission of these electronic files shall be made at least 30 days prior to the regular shareholders meeting. In addition, 15 days before the date of the shareholders meeting, the Company shall also have prepared the shareholders meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at the Company and the professional shareholder services agent designated thereby.

The Company shall make the meeting agenda and supplemental meeting materials in the preceding paragraph available to shareholders for review in the following manner on the date of the shareholders meeting:

- I. For physical shareholders meetings, to be distributed on-site at the meeting.
- II. For hybrid shareholders meetings, to be distributed on-site at the meeting and shared on the virtual meeting platform.
- III. For virtual-only shareholders meetings, electronic files shall be shared on the virtual meeting platform.

The reasons for convening a shareholders meeting shall be specified in the meeting notice and public announcement. With the consent of the addressee, the meeting notice may be given in electronic form. Election or dismissal of directors or supervisors, amendments to the articles of incorporation, reduction of capital, application for the approval of ceasing its status as a public company, approval of competing with the company by directors, surplus profit distributed in the form of new shares, reserve distributed in the form of new shares, the dissolution, merger, or demerger of the corporation, or any matter under paragraph 1 of Article 185 of the Company Act, Articles 26-1 and 43-6 of the Securities and Exchange Act, Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be set out and the essential contents explained in the notice of the reasons for convening the shareholders meeting. None of the above matters may be raised by an extraordinary motion.

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

A shareholder holding 1% or more of the total number of issued shares may submit to the Company a proposal for discussion at a regular shareholders meeting. The number of items so proposed is limited to one only, and no proposal containing more than one item will be included in the meeting agenda. When the circumstances of any Subparagraph of Paragraph 4 of Article 172-1 of the Company Act apply to a proposal put forward by a shareholder, the board of directors may exclude it from the agenda.

A shareholder may propose a recommendation for urging the Company to promote public interests or fulfill its social responsibilities, provided procedurally the number of items so proposed is limited only to one in accordance with Article 172-1 of the Company Act, and no proposal containing more than one item will be included in the meeting agenda.

Prior to the book closure date before a regular shareholders meeting is held, the Company shall publicly announce its acceptance of shareholder proposals in writing or electronically, and the location and time period for their submission; the period for submission of shareholder proposals may not be less than 10 days.

Shareholder-submitted proposals are limited to 300 words, and for a proposal containing more than 300 words, such proposal is not be included in the meeting agenda. The shareholder making the proposal shall be present in person or by proxy at the regular shareholders meeting and take part in discussion of the proposal.

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

#### Article 4. Attending Shareholders' Meeting by Proxy and Authorization

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



A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders meeting, and shall deliver the proxy form to the Company 5 days before the date of the shareholders meeting. When duplicate proxy forms are delivered, the one received earliest shall prevail; unless a declaration is made to cancel the previous proxy appointment.

After a proxy form has been delivered to the Company, if the shareholder intends to attend the meeting in person or to exercise voting rights by correspondence or electronically, a written notice of proxy cancellation shall be submitted to the Company 2 business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

After a proxy form has been delivered to the Company, if the shareholder intends to attend the meeting in person or to exercise voting rights by correspondence or electronically, a written notice of proxy cancellation shall be submitted to the Company before 2 business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

#### Article 5. Principles for Shareholders Meeting Convention Time and Venue

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

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

#### Article 6. Preparation of Documents of Attendance Book, etc.

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

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

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

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

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

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

In the event of a virtual shareholders meeting, shareholders wishing to attend the meeting online shall register with the Company 2 days before the meeting date.

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

**Convening of Virtual Shareholders Meetings and Particulars to be Included in Shareholders Meeting Notice**  
To convene a virtual shareholders meeting, the Company shall include the follow particulars in the shareholders meeting notice:

- I. How shareholders attend the virtual meeting and exercise their rights. How shareholders attend the virtual meeting and exercise their rights.
- II. Actions to be taken if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events, at least covering the following particulars:
  - (I) To what time the meeting is postponed or from what time the meeting will resume if the above obstruction continues and cannot be removed, and the date to which the meeting is postponed or on which the meeting will resume.
  - (II) Shareholders not having registered to attend the affected virtual shareholders meeting shall not attend the postponed or resumed session.
  - (III) In case of a hybrid shareholders meeting, when the virtual meeting cannot be continued, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders meeting online, meets the minimum legal requirement for a shareholder meeting, then the shareholders meeting shall continue. The shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, and the shareholders attending the virtual meeting online shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders meeting.
  - (IV) Actions to be taken if the outcome of all proposals have been announced and extraordinary motion has not been carried out.
- III. To convene a virtual-only shareholders meeting, appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders meeting online shall be specified. Except under circumstances specified in Article 44-9, Paragraph 6 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall at least provide shareholders with Internet connection equipment and necessary assistance, and shall specify the period during which shareholders may apply to the Company, and other particulars.

#### **Article 7. Chair and Non-voting Participants of Shareholders' Meeting**

If a shareholders meeting is convened by the board of directors, the meeting shall be chaired by the chairman of the board. When the chairman of the board is on leave or for any reason unable to exercise the powers of the chairman, the vice chairman shall act in place of the chairman; if there is no vice chairman or the vice chairman also is on leave or for any reason unable to exercise the powers of the vice chairman, the chairman shall appoint one of the managing directors to act as chair, or, if there are no managing directors, one of the directors shall be appointed to act as chair. Where the chairman does not make such a designation, the managing directors or the directors shall select from among themselves one person to serve as chair.

When a managing director or a director serves as chair, as referred to in the preceding paragraph, the managing director or director shall be one who has held that position for 6 months or more and who understands the financial and business conditions of the company. The same shall be true for a representative of a juristic person director that serves as chair.

It is recommended that shareholders meetings convened by the board of directors be chaired by the Chairman in person and attended by a majority of the directors, at least one independent director in person, and at least one member of each functional committee on behalf of the committee. The attendance shall be recorded in the meeting minutes. If a shareholders meeting is convened by a party with power to convene but other than the board of directors, the convening party shall chair the meeting. When there are two or more such convening parties, they shall mutually select a chair from among themselves.

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

#### Article 8. Documentation of Shareholders' Meeting by Audio or Video

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

The recorded materials of the preceding paragraph shall be retained for at least 1 year. However, if a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.

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

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

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

#### Article 9. Calculation of Number of Attending Shares and Convention of Shareholders' Meeting

Attendance at shareholders' meetings shall be calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in, and the shares checked in on the virtual meeting platform, plus the number of shares whose voting rights are exercised by correspondence or electronically.

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

However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined total of no more than one hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chair shall declare the meeting adjourned. In the event of a virtual shareholders meeting, the Company shall also declare the meeting adjourned on the virtual meeting platform.

If the quorum is not met after two postponements as referred to in the preceding paragraph, but the

attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, Paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within 1 month. In the event of a virtual shareholders meeting, shareholders intending to attend the meeting online shall re-register with the Company in accordance with Article 6.

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

#### Article 10. Discussion of Proposals

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

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

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

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

#### Article 11. Shareholder Speech

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

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

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

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

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

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

Where a virtual shareholders meeting is convened, shareholders attending the virtual meeting online may raise questions in writing at the virtual meeting platform from the chair declaring the meeting open until the chair declaring the meeting adjourned. No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words. The regulations in Paragraphs 1 to 5 do not apply.

As long as questions so raised in accordance with the preceding paragraph are not in violation of the regulations or beyond the scope of a proposal, it is advisable the questions be disclosed to the public at the virtual meeting platform.

#### Article 12. Calculation of Voting Shares and Recusal System

Voting at a shareholders' meeting shall be calculated based on the number of shares.

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

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

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

With the exception of a trust enterprise or a shareholder services agent approved by the competent securities authority, when one person is concurrently appointed as proxy by two or more shareholders, the voting rights represented by that proxy may not exceed 3% 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. Proposal Voting, Vote Monitoring and Vote Counting Method

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

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

A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph shall deliver a written declaration of intent to the Company 2 days before the date of the shareholders' meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail; except when a declaration is made to cancel the earlier declaration of intent.

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

attend a shareholders meeting, the voting rights exercised by the proxy in the meeting shall prevail. Except as otherwise provided in the Company Act and in the Company's articles of incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, for each proposal, the chair or a person designated by the chair shall first announce the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders. In addition, on the same day after the conclusion of the shareholders' meeting, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be entered into the Market Observation Post System of TWSE. When there is an amendment or alternative to a proposal, the chair shall present the amended or alternative proposal together with the original proposal and decide the order in which they will be put to a vote. When any one among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required. Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chair, provided that all monitoring personnel shall have the identity of shareholders of the Company. Vote counting for shareholders meeting proposals or elections shall be conducted in public at the place of the shareholders meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on-site at the meeting, and a record made of the vote. When the Company convenes a virtual shareholders meeting, after the chair declares the meeting open, shareholders attending the meeting online shall cast votes on proposals and elections on the virtual meeting platform before the chair announces the voting session ends or will be deemed abstained from voting. In the event of a virtual shareholders meeting, votes shall be counted at once after the chair announces the voting session ends, and results of votes and elections shall be announced immediately. When the Company convenes a hybrid shareholders meeting, if shareholders who have registered to attend the meeting online in accordance with Article 6 decide to attend the physical shareholders meeting in person, they shall revoke their registration 2 days before the shareholders meeting in the same manner as they registered. If their registration is not revoked within the time limit, they may only attend the shareholders meeting online. When shareholders exercise voting rights by correspondence or electronic means, unless they have withdrawn the declaration of intent and attended the shareholders meeting online, except for extraordinary motions, they will not exercise voting rights on the original proposals or make any amendments to the original proposals or exercise voting rights on amendments to the original proposal.

#### Article 14. Elections

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

The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least 1 year. However, if a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.

#### Article 15. Meeting Minutes and Signing Requirements

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

The Company may distribute the meeting minutes of the preceding paragraph by means of a public announcement made through the Market Observation Post System of TWSE.

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

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

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

#### Article 16. Public Disclosure

On the day of a shareholders meeting, the Company shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation, the number of shares represented by proxies and the number of shares represented by shareholders attending the meeting by correspondence or electronic means, and shall make an express disclosure of the same at the place of the shareholders meeting. In the event a virtual shareholders meeting, the Company shall upload the above meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

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

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

#### Article 17. Maintaining Order at the Meeting Place

Staff handling administrative affairs of a shareholders meeting shall wear identification cards or arm bands.

The chair may direct the proctors or security personnel to help maintain order at the meeting place. When proctors or security personnel help maintain order at the meeting place, they shall wear an identification card or armband bearing the word "Proctor."

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

At the place of a shareholders meeting, if a shareholder attempts to speak through any device other than the public address equipment set up by the Company, the chairperson may prevent the shareholder from so doing. When a shareholder violates the rules of procedure and defies the chairperson's correction, obstructing the proceedings and refusing to heed calls to stop, the chairperson may direct the proctors or security personnel to escort the shareholder from the meeting.

#### Article 18. Recess and Resumption of Shareholders' Meeting

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

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

A resolution may be adopted at a shareholders' meeting to defer or resume the meeting within 5 days in accordance with Article 182 of the Company Act.

#### Article 19. Information Disclosure of Virtual Meeting

In the event of a virtual shareholders meeting, the Company shall disclose real-time results of votes and election immediately after the end of the voting session on the virtual meeting platform according to the regulations, and this disclosure shall continue at least 15 minutes after the chair has announced the meeting adjourned.

#### Article 20. Location of Chair and Secretary of Virtual Shareholders' Meeting

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

#### Article 21. Handling of Disconnection

In the event of a virtual shareholders meeting, the Company may offer a simple connection test to shareholders prior to the meeting, and provide relevant real-time services before and during the meeting to help resolve communication technical issues.

In the event of a virtual shareholders meeting, when declaring the meeting open, the chair shall also declare, unless under a circumstance where a meeting is not required to be postponed to or resumed at another time under Paragraph 4 of Article 44-20 of the Regulations Governing the Administration of Shareholder Services of Public Companies, if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events before the chair has announced the meeting adjourned, and the obstruction continues for more than 30 minutes, that the meeting shall be postponed to or resumed on another date within 5 days, in which case Article 182 of the Company Act shall not apply.

For a meeting to be postponed or resumed as described in the preceding paragraph, shareholders who have not registered to participate in the affected shareholders meeting online shall not attend the postponed or resumed session.



For a meeting to be postponed or resumed under Paragraph 2, the number of shares represented by, and voting rights and election rights exercised by the shareholders who have registered to participate in the affected shareholders meeting and have successfully signed in the meeting, but do not attend the postpone or resumed session, at the affected shareholders meeting, shall be counted towards the total number of shares, number of voting rights and number of election rights represented at the postponed or resumed session.

During a postponed or resumed session of a shareholders meeting held under Paragraph 2, no further discussion or resolution is required for proposals for which votes have been cast and counted and results have been announced, or list of elected directors and supervisors.

When the Company convenes a hybrid shareholders meeting, and the virtual meeting cannot continue as described in Paragraph 2, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders meeting online, still meets the minimum legal requirement for a shareholder meeting, then the shareholders meeting shall continue, and not postponement or resumption thereof under Paragraph 2 is required.

Under the circumstances where a meeting should continue as in the preceding Paragraph, the shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, provided these shareholders shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders meeting.

When postponing or resuming a meeting according to Paragraph 2 herein, the Company shall handle the preparatory work based on the date of the original shareholders meeting in accordance with the requirements laid out under Article 44-20, Paragraph 7 of the Regulations Governing the Administration of Shareholder Services of Public Companies.

For dates or periods stipulated in the second half of Article 12 and Paragraph 3 of Article 13 of Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, and Article 44-5, Paragraph 2, Article 44-15, and Article 44-17, Paragraph 1 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall handle relevant matters in accordance with the date of the shareholders meeting that is postponed or resumed under Paragraph 2.

#### Article 22. Handling of Digital Divide

When convening a virtual-only shareholders meeting, the Company shall provide appropriate alternative measures to shareholders with difficulties in attending a virtual shareholders meeting online. 3. Except under circumstances specified in Article 44-9, Paragraph 6 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall at least provide shareholders with Internet connection equipment and necessary assistance, and shall specify the period during which shareholders may apply to the Company, and other particulars.

Article 23. These Rules, and any amendments hereto, shall be implemented after adoption by shareholders meetings.

#### Article 24. Supplementary Provisions

These Rules were duly enacted on June 28, 2012.

The 1st amendment was made on May 3, 2013.

The 2nd amendment was made on June 11, 2015.

The 3rd amendment was made on November 9, 2020.

The 4th amendment was made on July 23, 2021.

The 5th amendment was made on June 21, 2022.

The 6th amendment was made on May 31, 2023.

## **Tai-Tech Advanced Electronics Co., Ltd.**

### **Articles of Incorporation**

Latest amendment approval date: June 21, 2022

#### Chapter 1. General Provisions

- Article 1. The Company shall be incorporated according to regulations related to company limited by shares specified in the Company Act and its name shall be TAI-TECH ADVANCED ELECTRONICSCO., LTD.
- Article 2. The Company shall have its head office registered in Taoyuan City, R.O.C. When it is determined to be necessary, branch offices may be established at appropriate locations, and the establishment and abolishment of branch offices shall be determined by the board of directors.
- Article 3. The scope of business operated by the Company is as follows:
1. CC01080 Electronics Components Manufacturing
  2. Manufacturing, Processing and Trading of Multilayer Wire-wound and Other Wire-wound Products.
  3. Agency for distribution and quotation of domestic and foreign company products described in the preceding paragraph, tendering business and import/export trading business.
  4. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.
- Article 4. The Company's external re-investments shall not be subject to the limitation under Article 13 of the Company Act prescribing that the re-investments shall not exceed 40% of the Company's paid-in capital.
- Article 4-1. The Company may provide external guarantee to operators in the same industry or its affiliates depending upon the business needs.

#### Chapter 2. Shares

- Article 5. The total capital of the Company shall be NT\$3 billion, divided into 300 million shares, at a par value of NT\$10 per share. For the unissued shares, the board of directors is authorized to perform issuance at discrete times depending upon the needs of business. Among which, an amount of NT\$20 million dollars, divided into 2 million shares, is reserved for employee share subscription warrant.
- Article 5-1. Where the shares repurchased by the Company according to the laws are transferred to employees at a price lower than the average price of the shares actually repurchased by the Company, or where employee stock option certificates are issued at a price lower than the market price (net worth per share), such issuance shall only be made based on the consents of attending shareholders representing more than two-thirds of the total voting rights in a shareholders' meeting attended by shareholders representing a majority of the total number

of issued shares and shall be handled according to relevant laws.

This article shall be applicable when the Company is a TWSE (TPEX) listed company.

Article 6. The share certificates of the Company shall be in registered form and signed or sealed by the Director representing the Company and shall be certified for issuance of the share certificates according to the laws.

For the shares issued by the Company, the printing of share certificates may be exempted; however, the shares shall be registered with the Centralized Securities Depository Enterprises.

Article 7. The administration of relevant shareholder services of the Company shall be handled according to the “Regulations Governing the Administration of Shareholder Services of Public Companies” announced by the competent authority and relevant laws.

Article 8. Prior to the public listing of the Company, any registration of assignment/transfer of shares shall not be made within 30 days prior to an ordinary shareholders’ meeting, 15 days prior to an extraordinary or shareholders’ meeting, or 5 days prior to the target date fixed by the Company for the distribution of dividends and bonuses or other benefits.

After the public listing of the Company, registration of assignment/transfer of shares shall not be made within 60 days prior to the convening date of an ordinary shareholders' meeting, or within 30 days prior to the convening date of an extraordinary shareholders' meeting, or within 5 days prior to the target date fixed by the Company for distribution of dividends, bonus or other benefits.

### Chapter 3. Shareholders’ meeting

Article 9. Shareholders’ meetings are divided into two types of ordinary shareholders’ meetings and extraordinary shareholders’ meetings. The ordinary shareholders’ meeting shall be convened at least once annually and convened by the board of directors according to the laws within 6 months after the end of each fiscal year. The extraordinary shareholders’ meeting is convened whenever necessary according to relevant laws.

During the convention of the shareholders’ meeting, visual communication meeting or other methods announced by the competent authority may be adopted. Its operation procedure and other required compliance matters shall be handled in accordance with the regulations of the competent authority.

Article 10. Unless otherwise specified in the laws, each shareholder of the Company shall have one voting right for each share held.

Article 11. Where a shareholder for any reasons cannot attend a shareholders’ meeting in person, the shareholder may appoint a proxy to attend the shareholders' meeting on his/her behalf by executing a signed or sealed power of attorney stating therein the scope of power authorized to the proxy.

The regulations for authorizing proxies to attend meetings on behalf of shareholders of the Company shall comply with Article 177 of the Company Act and shall also be handled accordingly to the “Regulations Governing the Use of Proxies for Attendance at Shareholder

Meetings of Public Companies” announced by the competent authority.

Article 12. Where a shareholders’ meeting is convened by the board of directors, the Chairman of the board shall be the chair of the meeting. In case where the Chairman is absent due to reasons, the Chairman shall designate one director to act as his/her proxy. Where no designation is made, the directors shall elect a chair from among themselves.

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

Article 13. During the convention of a shareholders’ meeting of the Company, the electronic transmission is provided as one of the methods for exercising the voting power. A shareholder who exercises his/her/its voting power at a shareholders meeting by way of electronic transmission shall be deemed to have attended the said shareholders’ meeting in person, Relevant exercise of the voting power shall be handled according to the current laws and regulations.

Except when otherwise regulated by The Company Act, a shareholders' meeting resolution is passed when more than half of all outstanding shares are represented in the meeting, and voted in favor by more than half of all voting rights represented during the meeting.

To cooperate with the application for listing at TWSE/TPEX, the abolishment of Company’s registration at the TPEX shall be submitted to the shareholder’ meeting for resolution.

Article 14. Matters relating to the resolutions of a shareholders’ meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting. The minutes of the shareholders' meeting shall record the date and place of the meeting, a summary of the essential points of the proceedings and the results of the meeting, meeting agenda summary and result, the name of the chairperson, the method of adopting resolutions. The meeting minutes shall be distributed to all shareholders within 20 days after the meeting, and shall also be kept persistently throughout the life of the Company. The meeting minutes may be produced and distributed in electronic form, and the aforementioned distribution of meeting minutes may be made via public announcement. The attendance list bearing the signatures of shareholders present at the meeting and the powers of attorney of the proxies shall be kept for a minimum period of at least one year.

#### Chapter 4. Director

Article 15. The Company has five to eleven supervisors and the candidates nomination system is adopted, which shall be selected by the shareholders' meeting from the candidate list. The term of office shall be 3 years, and re-election shall be permissible. The shareholding ratio of all directors shall comply with the regulations specified by the competent authority of securities.

Article 15-1 The Company has three independent directors and it shall not be less than one fifth of the total number of directors. The election method shall adopt the candidates nomination system, and independent directors shall elected by the shareholders’ meeting from the independent director candidate roster. The professional qualification, shareholding, term of

office, concurrent job position limitation, nomination and election method as well as other compliance matters related to the independent directors shall comply with relevant regulations specified by the competent authority of securities. The Company may purchase liability insurance for directors to cover their legal liability for damages that may arise in the course of performing their duties during their term of office.

Article 15-2 The Company established its Audit Committee according to Article 14-4 of the Securities and Exchange Act. The Audit Committee shall be composed of all independent directors, and shall assume the powers and duties assigned to supervisors by the Company Act, Securities and Exchange Act, and other laws and regulations.

Article 16. The board of directors shall be formed by directors. A chairman of the board shall be elected from among the directors during a board meeting attended by more than two-thirds of the directors and with the consents of a majority of the attending directors.

The chairman represents the Company to manage all affairs. In case where the chairman is on leave or cannot exercise his/her power and authority for any cause, a director shall be appointed to act as a deputy; where no appointment is made, the directors shall elect one person from among themselves to act as the deputy.

Article 17. For the convention of a board of directors' meeting of the Company, all directors shall be informed of the reasons of convention 7 days in priority. In case of emergencies of the Company, a board of directors' meeting may be convened at any time. The notice for the convention of Board of Directors' meeting of the Company may be made in writing, e-mail or facsimile method.

During the convening of a board of directors' meeting, if it is held with the video conference method, directors attending the meeting through video conference shall be deemed to attend the meeting in person.

Article 18. In case where the chairman cannot attend a board of directors' meeting, it shall be handled in accordance with the regulation of Article 208 of the Company Act. A director entrusting another director to attend a board of directors' meeting as a proxy shall issue a power of attorney each time, and the authorization scope of the reason of convention shall be indicated in order to entrust another director to attend the meeting as a proxy. The proxy described in the preceding paragraph shall be limited to accept the entrustment of one director only.

Article 19. Unless otherwise specified in the Company Act, resolutions of board of directors' meeting shall be executed based on the attendance of a majority of directors and the consents of more than half of the attending directors, and the resolutions of the board of directors meeting shall be recorded in meeting minutes. The meeting minutes shall be signed or sealed by the chair and preserved at the Company.

Article 20. The functions and powers of the board of directors are as follows:

1. Determination of business directives and business plan.
2. Stipulation and review of budget and final accounts.
3. Establish proposal for capital increase/decrease.

4. Determine distribution of earnings.
5. Other authorities according to the laws and granted by the shareholders' meeting.

Article 21. Deleted.

Article 22. Directors executing duties of the Company may collect compensation or attendance fee. The remuneration of directors of the Company may refer to the standard adopted in the same industry, and the board of directors is authorized to establish the payment standard.

#### Chapter 5. Managerial Officer

Article 23. The Company may appoint several managerial officers. Appoint, discharge and compensation of the managers are subject to Article 29 of the Company Act.

Article 23-1 The Company may have one general manager, chief executive officer, vice executive officer and several business unit presidents and the appointment and discharge thereof shall be executed by the board of director's meeting attending by a majority of the directors and based on the consents of a majority of the attending directors.

Article 24. For other employees of the Company, the president shall be responsible for the employment and discharge thereof.

#### Chapter 6. Accounting officer:

Article 25. At the end of each fiscal year of the Company, the board of directors shall prepare reports and statements of: 1. Business Report; 2. Financial Statements; 3. Proposal for Distribution of Earnings of Loss Compensation, for submission to the shareholders' meeting according to the laws in order to request for ratification.

Article 26. Where the Company has surplus earnings after the final account of a fiscal year, in addition to payment of taxes, the accumulated loss of previous years shall be compensated first, followed by setting aside 10% thereof as legal reserve; however, in the event that the legal reserve has reached the amount of the paid-in capital of the Company, it may be exempted from such appropriation. For the remaining amount, special reserve is further appropriated or reversed according to the law. If there is still remaining amount, it is combined with the accumulated undistributed surplus, which shall be submitted to the board of directors for the establishment of a surplus distribution proposal in order to report to the shareholders' meeting for resolution on the distribution of shareholders' dividends and bonuses.

When the dividends and bonuses or legal reserve appropriated and capital reserve distributed are made in the form of cash, the board of directors is authorized to execute the distribution in accordance with the resolution of the board of directors' meeting attended by more than two thirds of the directors and the consents of a majority of the attending directors. In addition, report to the shareholders' meeting shall also be made.

Article 26-1 Where the Company has a profit for a fiscal year, it shall appropriate not less than 6% as the remuneration of employees, and the board of directors shall reach resolution of the distribution in stock or cash. The distribution subject may include employees of subordinate

companies satisfying certain criteria. The Company may appropriate an amount not higher than 2% of the aforementioned profit as the remuneration of directors and supervisors through resolution of a board of directors' meeting. The proposal for distribution of the remuneration of employees and the remuneration of directors and supervisors shall be reported to the shareholders' meeting,

Article 27. Dividend policy:

The Company's dividend policy shall be determined based on the factors of the environment of its industry, Company's growth stage, future fund demand, financial structure and capital budget, etc., along with the benefits of shareholders, balance of dividends and the long-term planning of the Company. Within the distributable range, the distribution proposal is to be established by the board of directors according to the laws, and the proposal is reported to the shareholders' meeting. No less than 30% of annual earnings are appropriated to shareholders. Shareholder's bonuses may be appropriated in cash or in shares, provided, however, that the appropriation in cash shall not be less than 10% of the total appropriated amount.

Chapter 7. Supplementary Provisions

Article 28. The organizational charter and operational rules of the Company shall be further established separately.

Article 29. Any matters not specified in these Articles of Incorporation shall be handled in accordance with the Company Act of R.O.C. and other relevant laws and regulations.

Article 30. The establishment and amendment of these Articles of Incorporation shall be implemented after the approval and registration of the competent authority.

Article 31. These Articles of Incorporation were duly enacted on October 27, 1992.

The 1st amendment was made on July 31, 1993.

The 2nd amendment was made on June 8, 1995.

The 3rd amendment was made on August 10, 1999.

The 4th amendment was made on June 2, 2000.

The 5th amendment was made on October 2, 2000.

The 6th amendment was made on November 13, 2000.

The 7th amendment was made on November 27, 2000.

The 8th amendment was made on June 20, 2001.

The 9th amendment was made on November 23, 2001.

The 10th amendment was made on June 9, 2002.

The 11th amendment was made on January 13, 2003.

The 12th amendment was made on May 10, 2003.

The 13th amendment was made on June 4, 2004.

The 14th amendment was made on June 4, 2004.

The 15th amendment was made on June 3, 2005.

The 16th amendment was made on May 14, 2010.



The 17th amendment was made on May 31, 2011.  
The 18th amendment was made on June 26, 2012.  
The 19th amendment was made on May 3, 2013.  
The 20th amendment was made on June 11, 2015.  
The 21st amendment was made on October 6, 2015.  
The 22nd amendment was made on June 25, 2019.  
The 23rd amendment was made on June 24, 2020.  
The 24th amendment was made on November 9, 2020.  
The 25th amendment was made on July 23, 2021.  
The 26th amendment was made on June 21, 2022.

## Appendix 3

### **Tai-Tech Advanced Electronics Co., Ltd.**

#### **Director Election and Appointment Procedure**

**Latest amendment approval date:** November 9, 2020

##### Article 1

To ensure a just, fair, and open election of directors, these Procedures are adopted pursuant to Articles 21 and 41 of the “Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies”.

##### Article 2

Except as otherwise provided by law and regulation or by the Company's articles of incorporation, elections of directors shall be conducted in accordance with these Regulations.

##### Article 3

The overall composition of the board of directors shall be taken into consideration in the selection of the Company's directors. The composition of the board of directors shall be determined by taking diversity into consideration, and shall establish an appropriate policy on diversity based on the company's business operations, operating dynamics, and development needs be formulated and include, without being limited to, the following two general standards:

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

Each member of the Board of Directors shall have the necessary knowledge, skill, and experience to perform their duties; the abilities that must be present in the board as a whole are as follows:

- I. The ability to make judgments about operations.
- II. Accounting and financial analysis ability.
- III. Business management ability.
- IV. Crisis management ability.
- V. Knowledge of the industry.
- VI. An international market perspective.
- VII. Leadership ability.
- VIII. Ability to make policy decisions.

More than half of the directors shall be persons who have neither a spousal relationship nor a relationship within the second degree of kinship with any other director.

The board of directors of the Company shall consider the adjustment of the composition of the members of the board of directors according to the result of the performance assessment.

##### Article 4

The qualifications for the independent directors of the Company shall comply with Articles 2, 3, and 4 of the “Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies”.

The election of independent directors of the Company shall comply with 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 elections of directors of the Company shall be conducted in accordance with the candidate nomination system and procedures set out in Article 192-1 of the Company Act.

When the number of directors falls below five due to the discharge of a director for any reason, the Company shall hold a by-election for director at the following shareholders meeting. When the number of directors falls short by one third of the total number prescribed in the Company's Articles of Incorporation, the Company shall call a special shareholders meeting within 60 days from the date of occurrence to hold a by-election to fill the vacancies.

Where the number of independent directors falls below the number prescribed in the proviso of Paragraph 1 of Article 14-2 of Securities and Exchange Act, the Company shall hold a by-election at the most recent shareholders' meeting. When all independent directors are dismissed, the Company shall convene an extraordinary shareholders' meeting within 60 days from the occurrence of such event to hold a by-election for the independent directors.

## Article 6

The single-name cumulative voting method shall be used for election of the directors at the Company. Each share will have voting rights in number equal to the directors to be elected, and may be cast for a single candidate or split among multiple candidates.

## Article 7

The board of directors shall prepare separate ballots for directors in numbers corresponding to the directors or supervisors to be elected. The number of voting rights associated with each ballot shall be specified on the ballots, which shall then be distributed to the attending shareholders at the shareholders meeting. Attendance card numbers printed on the ballots may be used instead of recording the names of voting shareholders.

## Article 8

The number of directors will be as specified in the Company's articles of incorporation, with voting rights separately calculated for independent and non-independent director positions. Those receiving ballots representing the highest numbers of voting rights will be elected sequentially according to their respective numbers of votes. When two or more persons receive the same number of votes, thus exceeding the specified number of positions, they shall draw lots to determine the winner, with the chair drawing lots on behalf of any person not in attendance.

## Article 9

Before the election begins, the chair shall appoint a number of persons with shareholder status to perform the respective duties of vote monitoring and counting personnel. The ballot boxes shall be prepared by the board of directors and publicly checked by the vote monitoring personnel before voting commences.

## Article 10

A ballot is invalid under any of the following circumstances:

- I. The ballot is not prepared by a person with the right to convene.
- II. A blank ballot is placed in the ballot box.
- III. The writing is unclear and indecipherable or has been altered.
- IV. The candidate whose name is entered in the ballot does not conform to the director candidate roster.
- V. Other words or marks are entered in addition to the number of voting rights allotted.

## Article 11

The voting rights shall be calculated on site immediately after the end of the poll, and the results of the calculation, including the list of persons elected as directors and the numbers of votes with which they were elected, shall be announced by the chair on the site.

The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least 1 year. However, if a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.

## Article 12

The board of directors of the Company shall issue notifications to the persons elected as directors.

## Article 13

These Procedures shall be implemented after approval by the shareholders' meeting, and the same requirements shall be applied to amendments of these regulations.

## Article 14

Any matters not specified in these Procedures shall be handled in accordance with the Company Act and other relevant laws and regulations.

## Article 15

### Supplementary Provisions

These Rules were duly enacted on June 28, 2012.

The 1st amendment was made on May 3, 2014.

The 2nd amendment was made on June 11, 2015.

The 3rd amendment was made on November 9, 2020.

## Appendix 4

### Tai-Tech Advanced Electronics Co., Ltd. Shareholdings of All Directors

List of Directors

Book closure date: March 25, 2025

Title	Name	Date of election	Number of shares held as of the register closure date			Remarks
			Type	Number of shares	Percentage over total issuance at that time %	
Chairman	Northwest Investment Corporation Representative: Ming-Yen Hsieh	2022.06.21	Common stock	6,121,718	6.00%	
Director	Heng Yang Investment Corporation Representative: Yu-Hsiang Yu Hsieh	2022.06.21	Common stock	6,540,995	6.41%	
Director	Superworld Holdings (S) Pte. Ltd. investment account under custody of First Commercial Bank; Representative: CHEN CHIN SHENG	2022.06.21	Common stock	10,207,649	10.00%	
Director	Chien-Jung Lin	2022.06.21	Common stock	1,836,610	1.80%	
Director	Chih-Cheng Hung	2022.06.21	Common stock	1,231,815	1.21%	
Director	Kuei-Kuang Huang	2022.06.21	Common stock	1,824,591	1.79%	
Independent Director	Yu-Tsun Li	2022.06.21	Common stock	0	0	
Independent Director	Yang-Pin Shen	2022.06.21	Common stock	0	0	
Independent Director	Yi-Chun Chiang	2022.06.21	Common stock	0	0	
Total				27,763,378	27.21%	

Note: Calculated based on the paid-in capital on the book closure date of March 25, 2025. 102,034,881 shares are calculated.

Note: 1. The total number of shares required to be held by all directors of the Company is 8,000,000 shares. As of March 25, 2025, the actual number of shares held is 27,763,378.

Note: 2. The Company has established the Audit Committee; accordingly, the requirement on the minimum shares to be held by supervisors is not applicable.