

Stock Code: 5314



Myson Century, Inc.

**The First Extraordinary
Shareholders' Meeting of
2025**

Date of Meeting: January 17, 2025
(Friday) 9:00 a.m.

Location: 18F-7, No. 248, Yonghua Rd., Sec. 2, Anping Dist.,
Tainan City (The Company's Yonghua Conference
Room)

Method: Physical shareholders' meeting

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Myson Century, Inc.
The Procedure for the 2025 The First Extraordinary
Shareholders

I. Matter for Discussion

II. Extempore Motions

III. Adjournment

Myson Century, Inc.

Agenda of 2025 The First Extraordinary Shareholders

Date of meeting: 9:00 am, January 17, 2025 (Friday)

Location: 18F-7, No. 248, Sec. 2, Yong Hua Road, An Ping District, Tainan City (The Company's Yonghua Conference Room)

I. Matters for Discussion:

Motion 1: Motion for amendments to the Company's Articles of Incorporation.

Motion 2: Motion for amendments to the Company's "Procedures for Acquisition and Disposal of Assets".

II. Extraordinary Motion

III. Adjournment

Matters to be discussed:

Motion 1: Motion for amendments to the Company's Articles of Incorporation. (Proposed by the Board of Directors)

Explanation: 1. Amendments to the Company's Articles of Incorporation in line with the Company's future business plan.

2. For the "Comparison table before and after the amendments to the Articles of Incorporation", please refer to Page 5-6 of the Handbook.

Resolution:

Motion 2: Motion for amendments to the Company's "Procedures for Acquisition and Disposal of Assets".

Explanation: 1. Amended according to the needs of practical operation.

2. For the "Comparison Table Before and After the Amendments to the Procedures for Acquisition and Disposal of Assets", please refer to Page 7 of the Handbook.

Resolution:

Extraordinary Motion

Meeting adjourned

Myson Century, Inc.
**Comparison Table Before and After the Amendments to the Articles of
Incorporation**

Number of Article	Amendment	Current Provisions	Explanation of Amendment
Article 2	<p>The business scope of the Company is as follows:</p> <ol style="list-style-type: none"> 1. CC01080 Electronics Components Manufacturing. 2. I301010 Information Software Services. 3. I501010 Product Designing. 4. IZ99990 Other Industrial and Commercial Services. 5. F401010 International Trade. 6. E801010 Indoor Decoration. 7. E801020 Doors and Windows Installation Engineering. 8. E801030 Indoor Light-gauge Steel Frame Engineering. 9. E801040 Glass Installation Engineering. 10. E801070 Kitchenware and Sanitary Fixtures Installation Engineering. 11. E901010 Painting Engineering. 12. E903010 Anti-Corrosion and Anti-Rust Engineering. 13. EZ99990 Other Engineering. 14. F102170 Wholesale of Foods and Groceries. 15. F105050 Wholesale of Furniture, Bedding Kitchen Utensils and Fixtures. 16. F107030 Wholesale of Cleaning Supplies. 17. F108040 Wholesale of Cosmetics. 18. F111090 Wholesale of Building Materials. 19. F113050 Wholesale of Computers and Clerical Machinery Equipment. 	<p>The business scope of the Company is as follows:</p> <ol style="list-style-type: none"> 1. CC01080 Electronics Components Manufacturing. 2. I301010 Information Software Services. 3. I501010 Product Designing. 4. IZ99990 Other Industrial and Commercial Services. 5. F401010 International Trade. 6. E801010 Indoor Decoration. 7. E801020 Doors and Windows Installation Engineering. 8. E801030 Indoor Light-gauge Steel Frame Engineering. 9. E801040 Glass Installation Engineering. 10. E801070 Kitchenware and Sanitary Fixtures Installation Engineering. 11. E901010 Painting Engineering. 12. E903010 Anti-Corrosion and Anti-Rust Engineering. 13. EZ99990 Other Engineering. 14. F102170 Wholesale of Foods and Groceries. 15. F105050 Wholesale of Furniture, Bedding Kitchen Utensils and Fixtures. 16. F107030 Wholesale of Cleaning Supplies. 17. F108040 Wholesale of Cosmetics. 18. F111090 Wholesale of Building Materials. 19. F113050 Wholesale of Computers and Clerical Machinery Equipment. 20. F113070 Wholesale of Telecommunication Apparatus. 21. F118010 Wholesale of Computer Software. 22. F119010 Wholesale of Electronic Materials. 23. F203010 Retail Sale of Food, Grocery and Beverage. 	<p>Amendments made in response to the Company's future operational plan.</p>

Number of Article	Amendment	Current Provisions	Explanation of Amendment
	20. F113070 Wholesale of Telecommunication Apparatus.	24. F205040 Retail Sale of Furniture, Bedding Kitchen Utensils and Fixtures.	
	21. F118010 Wholesale of Computer Software.	25. F206020 Retail Sale of Daily Commodities.	
	22. F119010 Wholesale of Electronic Materials.	26. F207030 Retail Sale of Cleaning Supplies.	
	23. F203010 Retail Sale of Food, Grocery and Beverage.	27. F208040 Retail Sale of Cosmetics.	
	24. F205040 Retail Sale of Furniture, Bedding Kitchen Utensils and Fixtures.	28. F211010 Retail Sale of Building Materials.	
	25. F206020 Retail Sale of Daily Commodities.	29. F213030 Retail Sale of Computers and Clerical Machinery Equipment.	
	26. F207030 Retail Sale of Cleaning Supplies.	30. F399040 Retail Sale No Storefront.	
	27. F208040 Retail Sale of Cosmetics.	31. F501030 Beverage Shops.	
	28. F211010 Retail Sale of Building Materials.	32. F501060 Restaurants.	
	29. F213030 Retail Sale of Computers and Clerical Machinery Equipment.	33. H701010 Housing and Building Development and Rental.	
	30. F399040 Retail Sale No Storefront.	34. H703090 Real Estate Business.	
	31. F501030 Beverage Shops.	35. H703100 Real Estate Leasing.	
	32. F501060 Restaurants.	36. I103060 Management Consulting.	
	33. H701010 Housing and Building Development and Rental.	37. I301020 Data Processing Services.	
	34. H703090 Real Estate Business.	38. I301030 Electronic Information Supply Services.	
	35. H703100 Real Estate Leasing.	39. I401010 General Advertisement Service.	
	36. I103060 Management Consulting.	40. I503010 Landscape and Interior Designing.	
	37. I301020 Data Processing Services.	41. JE01010 Rental and Leasing.	
	38. I301030 Electronic Information Supply Services.	42. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.	
	39. I401010 General Advertisement Service.	43. I102010 Investment Consulting.	
	40. I503010 Landscape and Interior Designing.	44. F201010 Retail Sale of Agricultural Products.	
	41. JE01010 Rental and Leasing.	45. F201010 Retail Sale of Livestock Products.	
	42. ZZ99999 All business	46. F201030 Retail Sale of Fishery Products.	
		47. F204110 Retail Sale of Cloths,Garments,Shoes,Hats,Umbrellas and Clothing Accessories.	
		48. F209060 Retail Sale of Culture,Education,Musical	

Number of Article	Amendment	Current Provisions	Explanation of Amendment
	<p>activities that are not prohibited or restricted by law, except those that are subject to special approval.</p> <p>43. I102010 Investment Consulting.</p> <p>44. F201010 Retail Sale of Agricultural Products.</p> <p>45. F201020 Retail Sale of Livestock Products</p> <p>46. F201030 Retail Sale of Fishery Products</p> <p>47. F204110 Retail Sale of Cloths, Garments, Shoes, Hats, Umbrellas and Clothing Accessories.</p> <p>48. F209060 Retail Sale of Culture, Education, Musical Instruments and Educational Entertainment Supplies.</p> <p>49. F102030 Wholesale of Tobacco and Alcohol.</p> <p>50. F203020 Retail Sale of Tobacco and Alcohol.</p> <p>51. <u>F108031 Medical Equipment Wholesale Industry.</u></p> <p>52. <u>F208031 Medical Device Retail.</u></p>	<p>Instruments and Educational Entertainment Supplies.</p> <p>49. F102030 Wholesale of Tobacco and Alcohol.</p> <p>50. F203020 Retail Sale of Tobacco and Alcohol.</p> <p>51. I301040 The Third Party Payment.</p>	
Article 5	<p>The total authorized capital of the Company shall be NT\$ 350 million, divided into <u>700</u> million shares (including <u>660,000,000</u> shares of employee stock warrants), at the price of NT\$ <u>0.5</u> per share. New shares may be issued at a premium over par value when capital is increased. For the unissued shares, the Board of Directors is authorized to issue the shares in separate installments.</p>	<p>The total authorized capital of the Company shall be NT\$ 350 million, divided into 350 million shares (including 30,000,000 shares of employee stock warrants), at the price of NT\$ 10 per share. New shares may be issued at a premium over par value when capital is increased. For the unissued shares, the Board of Directors is authorized to issue the shares in separate installments.</p>	<p>Amendments made in response to the Company's future operational plan.</p>
Article 33	<p>These Articles of Incorporation</p>	<p>These Articles of Incorporation were</p>	<p>Added the</p>

Number of Article	Amendment	Current Provisions	Explanation of Amendment
	<p>were established by the founders with the consent of all founders on July 12, 1991, and took effect from the date they were submitted to the competent authorities for registration.</p> <p>The 1st amendment was made on December 28, 1992, the 2nd amendment was made on August 25, 1993, the 3rd amendment was made on March 12, 1994,..... the 22st amendment was made on May 29, 2024, <u>the 23nd amendment was made on January 17, 2024.</u></p>	<p>established by the founders with the consent of all founders on July 12, 1991, and took effect from the date they were submitted to the competent authorities for registration.</p> <p>The 1st amendment was made on December 28, 1992, the 2nd amendment was made on August 25, 1993, the 3rd amendment was made on March 12, 1994,..... the 21st amendment was made on June 6, 2023, the 22nd amendment was made on May 29, 2024.</p>	<p>amendment date.</p>



Comparison Table Before and After the Amendments to the Procedures for Acquisition and Disposal of Assets

Article No.	Original provisions	Provisions after amendment	Reasons for amendment
Article 5	<p>The limit for the investment in non-operating real estate and the right-of-use assets or securities is determined as follows for the Company's individual acquisition of the above assets:</p> <p>I. The total amount of the non-operating real estate and the right-of-use assets shall not exceed 50% of the net worth in the most recent financial statements.</p> <p>II. The total amount of the investment in long-term and short-term securities shall not exceed 100% of the net worth in the most recent financial statements.</p> <p>III. The total amount of the investment in individual securities shall not exceed 20% of the net worth in the most recent financial statements or N\$T900 million.</p>	<p>The limit for the investment in non-operating real estate and the right-of-use assets or securities is determined as follows for the Company's individual acquisition of the above assets:</p> <p>I. The total amount of the non-operating real estate and the right-of-use assets shall not exceed <u>100%</u> of the net worth in the most recent financial statements.</p> <p>II. The total amount of the investment in long-term and short-term securities shall not exceed <u>300%</u> of the net worth in the most recent financial statements.</p> <p>III. The total amount of the investment in individual securities shall not exceed <u>200%</u> of the net worth in the most recent financial statements.</p>	The amendment was made in line with practical needs.

Myson Century, Inc.
Rules of Procedure for Shareholders Meetings

June 6, 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/GTSM Listed Companies.

Article 2

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

Article 3

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

Changes to the method of convening the shareholders' meeting shall be subject to a resolution by the Board of Directors and shall be made no later than before the notice of the shareholders' meeting is sent. Thirty days before the Company convenes an annual shareholders' meeting or 15 days before an extraordinary shareholders' meeting, the Company shall prepare electronic files of the meeting notice, proxy form, information on proposals for ratification, matters for discussion, election or dismissal of directors and other matters on the shareholders' meeting agenda and upload them to the Market Observation Post System (MOPS). The Company shall prepare electronic versions of the shareholders meeting agenda and supplemental meeting materials and upload them to the MOPS before 21 days before the date of the regular shareholders meeting or before 15 days before the date of the special shareholders meeting. If, however, the Company has the paid-in capital of NT\$10 billion or more as of the last day of the most current fiscal year, or total shareholding of foreign shareholders and PRC shareholders reaches 30% or more as recorded in the register of shareholders of the shareholders meeting held in the immediately preceding year, transmission of these electronic files shall be made by 30 days before the regular shareholders meeting. Fifteen days before the Company convenes a shareholders' meeting, it shall prepare the shareholders' meeting agenda handbook and supplementary materials and make them available for the shareholders to obtain and review at any time. In addition, the handbook shall be displayed at the Company and its professional shareholder service agency.

The Company shall provide the handbook and supplementary materials mentioned in the preceding paragraph to the shareholders on the day of the shareholders' meeting in the following methods:

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

The reasons for convening a shareholders meeting shall be specified in the meeting notice and public announcement. With the consent of the addressee, the meeting notice may be given in electronic form.

Election or dismissal of directors, amendments to the articles of incorporation, reduction of capital, application for the approval of ceasing its status as a public company, approval of the removal of the non-compete clause for the directors, capitalization of earnings, capitalization of legal reserve, dissolution, merger, or demerger of the Company, or any matter in each subparagraph under Article 185, paragraph 1 of the Company Act; Articles 26-1 and 43-6 of the Securities and Exchange Act, and Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers, shall be set out and the essential contents explained in the notice of the shareholders' meeting. None of the above matters may be raised by an extempore motion. Where an election of all directors and their inauguration date shall be stated in the notice of the shareholders' meeting, after the completion of the election in said meeting, such inauguration date may not be altered by any extempore motion or otherwise in the same meeting.

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

A shareholder may propose a recommendation for urging the corporation 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 an annual shareholders' meeting is held, the Company shall publicly announce its acceptance of shareholders' proposals in writing or by electronic means and the location and time period for their submission; the period for acceptance of shareholders' proposals may not be fewer than 10 days. Each of such proposals is limited to 300 words, and no proposal containing more than 300 words will be included in the meeting agenda. The shareholder making the proposal shall be present in person or by proxy at the annual general meeting of shareholders and take part in the discussion of the proposal.

The company shall, prior to preparing and delivering the shareholders' meeting notice, inform, by a notice, all the proposal submitting shareholders of the proposal screening results, and shall list in the shareholders' meeting notice the proposals conforming to the requirements set out in this Article. With regard to the proposals submitted by shareholders but not included in the agenda of the meeting, the cause of exclusion of such proposals and explanation shall be made by the board of directors at the shareholders' meeting to be convened.

Article 4

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

Each 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 at least five days before the date of the

shareholders' meeting. When a duplicate proxy form is served, the one received earliest shall prevail, unless a declaration is made to cancel the previous proxy form.

Once a proxy form is received by the Company, if a shareholder wishes to attend the shareholders' meeting in person or to exercise their voting rights in writing or by electronic means, a written proxy rescission notice shall be filed with the Company two days prior to the date of the shareholders' meeting, otherwise, the voting power exercised by the authorized proxy at the meeting shall prevail. Once the proxy form is received by the Company, in the case that the shareholder intends to attend the shareholders' meeting by video conference, a written proxy rescission notice shall be filed with the Company two days prior to the date of the shareholders' meeting; otherwise, the voting power exercised by the authorized proxy at the meeting shall prevail.

Article 5: (Principles for the venue and time of a shareholders' meeting)

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

When the Company convenes a shareholders' meeting by video conference, it is not subject to the restriction on the venue of the meeting under the preceding paragraph.

Article 6: (Preparation of a sign-in book and other documents)

The Company shall state, in the meeting notice, the sign-in time and place for shareholders, solicitors, and proxies (hereinafter referred to as "shareholders"), and other matters that shall be noted. The time at which shareholders' sign-in begins, as stated in the preceding paragraph, shall be at least 30 minutes prior to the time the meeting commences. The sign-in place shall be clearly marked and staffed with a sufficient number of suitable personnel. When the shareholders' meeting is convened by video conference, the sign-in process shall begin on the video conference platform 30 minutes before the meeting commences. Shareholders who have completed the sign-in shall be deemed to have attended the shareholders' meeting in person.

Shareholders shall attend the shareholders' meetings with their 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 attendance presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification.

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

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

If the shareholders' meeting is convened by video conference, shareholders who wish to attend by video conference should register with the Company two days prior to the shareholders' meeting.

If the shareholders' meeting is convened by video conference, the Company shall upload the meeting agenda handbook, annual report, and other relevant materials to the video conference platform at least 30 minutes prior to the start of the meeting and continue to disclose them until the end of the meeting.

Article 6-1: (Convening of the shareholders' meeting by video conference and the matters to be included in the meeting notice)

When the Company convenes the shareholders' meeting by video conference, the information below shall be stated in the meeting notice:

- I. Methods of shareholders participating in the video conference and exercising their rights.
- II. The response to the obstacles to the video conference platform or to the participation in the video conference due to natural disasters, incidents, or other force majeure events shall include at least the following:
 - (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) When a physical shareholders' meeting is convened, along with a video conference, if the video conference cannot continue, after the number of shares in attendance through the video conference is deducted, the total number of shares in attendance at the physical shareholders' meeting reaches the number as required by law, the shareholders' meeting shall continue. For shareholders participating by video conference, the number of their shares shall be included in the total number of shares in attendance, and they shall be deemed to abstain for all motions resolved at the 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. When a shareholders' meeting is to be convened by video conference, appropriate alternatives to shareholders who have difficulty participating in the meeting by video means shall be specified.

Article 7: (Chair of the shareholders' meeting and attendees in a non-voting capacity)

If a shareholders' meeting is convened by the Board of Directors, the meeting shall be chaired by the Chairman. When the Chairman is on leave or unable to exercise the powers as the chair for any reason, the Vice Chairman shall chair the meeting on his behalf. Where there is no such a position as Vice Chairman or the Vice Chairman is on leave or unable to exercise the powers as the chair for any reason, the Chairman shall appoint one of the managing directors to act as the chair. Where there is no such a position as managing director, the Chairman shall appoint one of the directors to act as the chair. Where the Chairman fails to make such a designation, the managing directors or directors shall select, from among themselves, one person to serve as the chair.

When a managing director or director serves as the chair, as referred to in the preceding paragraph, the director shall have held that position for six months or more with great understanding of the Company's financial position and business conditions. The same shall apply for a representative of a institutional director to serve as the chair.

It is advisable that shareholders' meetings convened by the Board of Directors be chaired by the Chairman in person and attended by a majority of the directors 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.

Where a shareholders' meeting is convened by a party with power to convene 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, CPAs, or relevant persons retained by it to attend a shareholders' meeting in a non-voting capacity.

Article 8: (Evidence of the audio or video recordings of the shareholders' meeting)

The Company shall make an uninterrupted audio and video recording of the entire process of the shareholders' meeting from shareholders' sign-in, the proceedings of the meeting, as well as the process of voting and vote counting.

The audio and video recording in the preceding paragraph shall be kept for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation. If a shareholders' meeting is convened by video conference, the Company shall keep records of shareholders' registration, sign-in, questions raised, as well as voting and the Company's vote counting results and retain the records, while making an uninterrupted audio and video recording of the entire video conference.

The above-mentioned materials and audio and video recordings shall be properly kept by the Company during the period of its existence, and the audio and video recordings shall be provided to those who are entrusted to handle the video conference affairs for storage.

Article 9

Attendance at shareholders' meetings shall be counted based on numbers of shares. The number of shares in attendance shall be counted according to the shares indicated in the sign-in book or the sign-in cards handed in and the sign-in record on the video conference platform plus the number of shares whose voting rights are exercised in writing or by electronic means.

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 attending shareholders still represent less than one third of the total number of issued shares after two postponements, the chair shall declare the

meeting adjourned. If a shareholders' meeting is convened by video conference, the Company shall also declare the meeting adjourned on the video conference platform.

If there are not enough shareholders representing at least one third of issued shares attending the meeting after two postponements, tentative resolutions may be passed in accordance with Article 175, paragraph 1 of the Company Act. Shareholders shall be notified of the tentative resolutions, and another shareholders' meeting will be convened within one month. If a shareholders' meeting is convened by video conference, shareholders who wish to attend by video conference 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 outstanding shares, the chair may resubmit the tentative resolution for a vote by the shareholders' meeting pursuant to Article 174 of the Company Act.

Article 10

If a shareholders meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. Votes shall be cast on each separate proposal in the agenda (including extraordinary motions and amendments to the original proposals set out in the agenda). The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders meeting. The provisions of the preceding paragraph apply mutatis mutandis to a shareholders' meeting convened by a party with the power to convene other than 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 extempore motions put forward by the shareholders; when the chair is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the chair may announce the discussion closed, call for a vote, and schedule sufficient time for voting.

Article 11: (Speeches by shareholders)

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 is not in alignment with the subject 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 motion, the chair may have the shareholder stop the speech.

Attending shareholders may not interfere with the speaking shareholders without the Chairman's consent and the speaking shareholders. The Chairman will have the violating shareholders stopped. When an institutional 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.

If a shareholders' meeting is convened by video conference, shareholders who participate by video conference may ask questions in text on the video conference platform after the chair calls the meeting to order and before the chair declares the meeting adjourned. The number of questions raised by each shareholder for each motion shall not exceed two, each question shall be limited to 200 words, and the provisions of paragraphs 1 to 5 shall not apply.

Article 12 (Calculation of voting rights and recusal system)

Votes cast at shareholders' meetings shall be calculated based on numbers of shares.

With respect to resolutions by a shareholders' meeting, the number of shares held by a shareholder without voting rights shall not be calculated as part of the total number of outstanding shares.

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

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

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

Article 13

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

When the Company holds a shareholders' meeting, it shall adopt the exercise of voting rights by electronic means and may adopt the 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's exercise of voting rights by correspondence or electronic means will be deemed to have attended the meeting in person, but to have waived their rights with respect to the extempore motions and amendments to original proposals of that meeting; it is therefore advisable that the Company avoid the submission of extempore 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 at least two days before the date of the shareholders' meeting. When duplicate declarations of intent are delivered, the one

received earliest shall prevail, except when a declaration is made to cancel the earlier declaration of intent.

After shareholders exercise their voting rights in writing or by electronic means, if they wish to attend the shareholders' meeting in person or by video conference, they shall serve a declaration of intent to retract the voting rights already exercised under the preceding paragraph two days before the shareholders' meeting in the same manner in which the voting rights were exercised; otherwise the voting rights exercised in writing or by electronic means shall prevail. If the shareholder exercises the voting right in writing or by electronic means and appoints a proxy with a proxy form to attend the shareholders' meeting, the voting right exercised by the attending proxy at 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, 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 vote by the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be entered on the MOPS.

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

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

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

When a shareholders' meeting is convened by video conference, shareholders participating by video conference shall vote on various motions and election(s) on the video conference platform after the chair calls the meeting to order. They shall complete the voting before the chair declares the voting closed, otherwise they shall be deemed to have waived their voting rights.

When a shareholders' meeting is convened by video conference, after the chair declares the voting closed, the votes shall be counted at one go, and the voting and election results shall be announced.

If a shareholders' meeting is convened, along with a video conference held at the same time, shareholders who have registered to attend the shareholders' meeting by video conference in accordance with Article 6, intend to attend the physical shareholders' meeting in person, shall rescind the registration in the same manner as the registration two days before the shareholders' meeting, otherwise they can only attend the shareholders' meeting by video conference.

Those who exercise their voting rights in writing or by electronic means without retracting their declaration of intention and participate in the shareholders' meeting by video conference shall not exercise their voting rights on the same motions, propose amendment to the same motions, or exercise their voting

rights for revised motions, except for extempore motions.

Article 14

The election of directors at a shareholders meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, and the voting results shall be announced on-site immediately, including the names of those elected as directors and the numbers of votes with which they were elected, and the names of directors 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 scrutineers and kept in proper custody for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.

Article 15

Matters relating to the resolutions by 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.

Said distribution may be announced through the MOPS.

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

When a shareholders' meeting is convened by video conference, the minutes of the shareholders' meeting shall contain the start and end time of the shareholders' meeting, the method of convening the meeting, the names of the chair and the meeting taker, as well as the response method and the response situation when any natural disasters, accidents, or other force majeure events have obstructed the video conference platform or the participation in the video conference in addition to the matters that shall be recorded in accordance with the preceding paragraph.

When a shareholders' meeting is convened by video conference, the Company shall proceed as per the preceding paragraph and shall specify the alternative measures provided to shareholders who have difficulty participating in the video conference in the minutes of the shareholders' meeting.

Article 16: (Public announcement)

The Company shall, on the day of the shareholders' meeting, compile a statistical statement in the prescribed format and disclose the number of shares solicited by the solicitor, the number of shares represented by the proxies, and the number of shares in attendance in writing or by electronic means clearly on site at the shareholders' meeting. When a shareholders' meeting is convened by video conference, the Company shall upload the aforementioned information to the video conference platform at least 30 minutes before the start of the meeting and continue to disclose it until the end of the meeting.

When a shareholders' meeting is convened by video conference, when the chair calls the meeting to order, the total number of shares in attendance shall be disclosed on the video conference platform. The same shall apply if the total number of shares and voting rights in attendance are counted during the meeting. If any resolutions by the shareholders' meeting are material information as stipulated by laws and regulations or Taiwan Stock Exchange Corporation (Taipei Exchange), the Company shall upload the content to the MOPS prior to a deadline.

Article 17: (Maintenance of the order of the venue)

Staff handling administrative affairs of a shareholders' meeting shall wear an identification badge or an armband.

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 badge or an armband, reading "Proctor."

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

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

Article 18: (Recess and resumption of a shareholders' meeting)

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

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

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

Article 19: (Disclosure of information at video conferences)

When a shareholders' meeting is convened by video conference, the Company shall immediately disclose the voting results and election results of various motions on the video conference platform in accordance with the regulations and shall continue to disclose for at least 15 minutes after the chair declares the meeting adjourned.

Article 20: (Location of the chair and minute taker for shareholders' meeting by video conference only)

When a shareholders' meeting is convened by video conference, the chair and the minute taker shall be at the same location in Taiwan, and the chair shall disclose the address of the place when calling the meeting to order.

Article 21: (Response to disconnection)

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

In the event of any incident in the preceding paragraph that caused the meeting to be postponed or resumed, shareholders who have not registered to participate in the original shareholders' meeting by video conference shall not participate in the meeting postponed or resumed.

For the meeting to be postponed or resumed under paragraph 1, shareholders who have registered to participate in the original shareholders' meeting by video conference and have completed the registration but fail to participate in said meeting, the number of shares in attendance and the voting rights and voting rights for elections exercised at the original shareholders' meeting shall be included in the total number of attending shareholders' shares, voting rights, and voting rights for elections at the meeting postponed or resumed.

During a postponed or resumed session of a shareholders meeting held under paragraph 1, 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.

When the Company convenes a shareholder's meeting, supplemented by a video conference, if the video conference cannot continue as under paragraph 1, after the number of shares in attendance through the video conference is deducted, the total number of shares in attendance at the physical shareholders' meeting reaches the number as required by law, the shareholders' meeting shall continue. There is no need to postpone or resume the meeting in accordance with paragraph 1.

When the meeting shall continue as in the preceding paragraph, for shareholders participating by video conference, the number of their shares shall be included in the total number of shares in attendance; however, they shall be deemed to abstain for all motions resolved at the shareholders' meeting.

When the Company postpones or resumes the meeting in accordance with paragraph 1, it shall handle the relevant matters in accordance with the provisions set forth in Article 44-27 of the Regulations Governing the Administration of Shareholder Services of Public Companies, and relevant preparations shall be made as per the date of the original shareholders' meeting and the provisions of this article.

Based on the period under Article 12, second-half paragraph and Article 13, paragraph 3 of the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies; 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 postpone or resume the shareholders' meeting at a date as per paragraph 1.

Article 22: (Handling of digital divide)

When a shareholders' meeting is to be convened by video conference, appropriate alternatives to shareholders who have difficulty participating in the meeting by video means shall be provided.

Article 23

These Rules shall take effect after having been submitted to and approved by a shareholders meeting. Subsequent amendments thereto shall be effected in the same manner.

Chapter I General Provision

Article 1: The Company is incorporated in accordance with the Company Act and named Myson Century, Inc.

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

1. CC01080 Electronics Components Manufacturing.
2. I301010 Information Software Services.
3. I501010 Product Designing.
4. IZ99990 Other Industrial and Commercial Services.
5. F401010 International Trade.
6. E801010 Indoor Decoration.
7. E801020 Doors and Windows Installation Engineering.
8. E801030 Indoor Light-gauge Steel Frame Engineering.
9. E801040 Glass Installation Engineering.
10. E801070 Kitchenware and Sanitary Fixtures Installation Engineering.
11. E901010 Painting Engineering.
12. E903010 Anti-Corrosion and Anti-Rust Engineering.
13. EZ99990 Other Engineering.
14. F102170 Wholesale of Foods and Groceries.
15. F105050 Wholesale of Furniture, Bedding Kitchen Utensils and Fixtures.
16. F107030 Wholesale of Cleaning Supplies.
17. F108040 Wholesale of Cosmetics.
18. F111090 Wholesale of Building Materials.
19. F113050 Wholesale of Computers and Clerical Machinery Equipment.
20. F113070 Wholesale of Telecommunication Apparatus.
21. F118010 Wholesale of Computer Software.
22. F119010 Wholesale of Electronic Materials.
23. F203010 Retail Sale of Food, Grocery and Beverage.
24. F205040 Retail Sale of Furniture, Bedding Kitchen Utensils and Fixtures.

25. F206020 Retail Sale of Daily Commodities.
26. F207030 Retail Sale of Cleaning Supplies.
27. F208040 Retail Sale of Cosmetics.
28. F211010 Retail Sale of Building Materials.
29. F213030 Retail Sale of Computers and Clerical Machinery Equipment.
30. F399040 Retail Sale No Storefront.
31. F501030 Beverage Shops.
32. F501060 Restaurants.
33. H701010 Housing and Building Development and Rental.
34. H703090 Real Estate Business.
35. H703100 Real Estate Leasing.
36. I103060 Management Consulting.
37. I301020 Data Processing Services.
38. I301030 Electronic Information Supply Services.
39. I401010 General Advertisement Service.
40. I503010 Landscape and Interior Designing.
41. JE01010 Rental and Leasing.
42. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.
43. I102010 Investment Consulting.
44. F201010 Retail Sale of Agricultural Products.
45. F201020 Retail Sale of Livestock Products
46. F201030 Retail Sale of Fishery Products
47. F204110 Retail Sale of Cloths, Garments, Shoes, Hats, Umbrellas and Clothing Accessories.
48. F209060 Retail Sale of Culture, Education, Musical Instruments and Educational Entertainment Supplies.
49. F102030 Wholesale of Tobacco and Alcohol.
50. F203020 Retail Sale of Tobacco and Alcohol.
51. I301040 The Third Party Payment.

Article 2-1: The Company may make endorsements and guarantees to external parties subject to the resolution of the Board of Directors.

Article 2-2: The Board of Directors is authorized to determine the amount of the Company's reinvestment based on the circumstances, and is not subject to the restriction that the total amount of the Company's reinvestment shall not exceed 40% of the Company's paid-up capital under the Company Act.

Article 3: The Company is headquartered in Tainan City and, when necessary, may establish branches at home and abroad as resolved by the Board of Directors.

Article 4: Deleted

Chapter II Shares

Article 5: The total authorized capital of the Company shall be NT\$ 350 million, divided into 350 million shares (including 30,000,000 shares of employee stock warrants), at the price of NT\$ 10 per share. New shares may be issued at a premium over par value when capital is increased. For the unissued shares, the Board of Directors is authorized to issue the shares in separate installments.

Article 6: The share certificates of the Company shall be in registered form and numbered and shall be signed or sealed by three or more directors, and shall be certified by the registrar as designated by the competent authority or authorized by the registrar before issuance. The Company may be exempted from printing any new share certificates. Shares are issued in a paperless form.

Article 7: The shareholders' affairs of the Company shall be handled in accordance with the Regulations Governing the Administration of Stock Affairs of Public Companies and applicable laws and regulations.

Article 8: The shares are to be transferred to the employee at a price lower than the average price of the shares actually bought back or issues employee stock warrants at a price lower than the closing price of the common stock on the date of issuance and shall be adopted by a majority vote at a meeting of shareholders attended by shareholders representing two-thirds or more of the total number of the outstanding shares of the Company.

Article 8-1: According to Article 267 of Company Act, the shares reserved for subscription by employees at the time of issuance of new shares and restricted stock units may be issued to employees of the Company's controlling or subordinate companies meeting certain criteria, which are set by the Board of Directors.

Chapter III Shareholders' Meetings

Article 9: Share transfer registration shall be suspended for 60 days prior to a regular shareholders' meetings, or for 30 days prior to a special shareholders' meetings, or for 5 days prior to the record date fixed for distributing dividends, bonus, or any other benefit.

Article 10: The shareholders' meeting of the Company shall be divided into the following two:

- (1). General meeting of shareholders: Convened by the Board of Directors within six months after the close of each fiscal year.
- (2). Special meetings: Convened by the Board of Directors when deemed necessary in accordance with the law.

When convening a shareholders' meeting, electronic means shall be included as one of the channels for shareholders to exercise their voting rights, and the relevant operations shall be handled in accordance with the regulations of the competent authority.

Article 10-1: The shareholders' meeting of the Company may be convened by video conference or by other means as announced by the central competent authority. Regulations governing the requirements, operating procedures, and other matters that must be followed for shareholders' meetings by video conference, unless otherwise specified by the securities competent authority, such regulations shall apply.

Article 11: During the shareholders' meeting, the chairman shall serve as chair of the meeting. Where the chairman is on leave or for any reason is unable to exercise the powers of the chair, the chairman shall appoint a representative to preside over the meeting. If the chairman does not appoint a representative, the directors are to select a representative from among themselves to preside over the meeting, where there are two or more parties with the right to convene, one of them shall be elected to preside over the meeting.

Article 12: The shareholders shall be notified 30 days prior to convening of a general meeting of shareholders and 15 days in advance prior to convening of a special meeting; and shall comply with the provisions of the Company Act, the Securities and Exchange Act and applicable laws and regulations.

Article 13: Shareholders who are unable to attend a shareholders' meeting in person may appoint a proxy to attend the meeting by executing a power of attorney printed by the Company, stating therein the scope of power authorized to the proxy. The power of attorney shall be used in accordance with the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies.

Article 14: Shareholders are entitled to one voting right per share, except as provided by law.

Article 15: Resolutions at a shareholders' meeting shall, unless otherwise provided for in the Company Act, be adopted by a majority vote of the shareholders present, who represent more than one-half of the total number of voting shares. During voting, if the chair solicits and receives no dissents by the shareholders at the meeting, the motion is deemed passed, with equivalent force as a resolution by vote.

Article 15-1: Matters relating to the resolutions by 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 should record the essentials of the proceedings and the result of the meeting. The meeting minutes should be kept in the Company along with the shareholders' attendance book and the proxy form.) The distribution of the minutes of the shareholders' meeting of the Company may be effected by public announcement.

Chapter IV Directors and managers

Article 16: The Company shall have five to **nine** directors with a term of office of three years. The shareholders' meeting shall elect all persons with disposing capacity and are eligible for re-election. The directors shall adopt the candidate nomination system. The number of independent directors referred to above shall not be less than three and shall not be less than one fifth of the total number of directors.

Independent directors and non-independent directors shall be elected together and the number of elected seats should be counted separately. Independent directors' professional qualifications, shareholdings, restrictions on part-time jobs, determination of independence, methods of nomination and selection, the exercise of powers, and other procedures for compliance shall be handled in accordance with the Company Act and the regulations of the competent authority in charge of securities.

The Company may purchase liability insurance for each term of Board of Directors within the scope of their duties.

Pursuant to Article 14-4 of the Securities and Exchange Act, all of the independent directors shall comprise the "Audit Committee" to form an "Audit Committee" of which there shall be no less than three members, one of whom shall be the convener, and at least one of whom shall possess accounting or financial expertise. The number, term of office, terms of reference, and rules of procedure of the Audit Committee shall be determined in accordance with the relevant provisions of the Regulations Governing the Exercise of Powers by Audit Committees of Public Companies, and shall be governed by the Charter of the Audit Committee.

The Board of the Company has established the Audit Committee and the Remuneration Committee as required by law. The Company may also establish other functional committees. The Charter of the Audit Committee and the Charter of the Remuneration Committee shall be stipulated by the Board of Directors.

Article 17: The Board of Directors shall be organized by the directors, and the functions and

powers thereof are as follows:

- (1). Preparation of business plan.
- (2). Proposal for the distribution of earnings and appropriation for making up losses
- (3). Proposal for capital increase or decrease.
- (4). Establishment of the key rules and charter for the Company.
- (5). Appointment and dismissal of the Company's general managers and vice general managers.
- (6). Establishment and abolition of branches.
- (7). Creation of budgets and settlement of accounts.
- (8). Other powers vested in the Company Act or the resolution of the shareholders' meeting.

Article 18: Where the directors forms the board, the Board of Directors shall elect a chairman of the board directors from among the directors by a majority vote at a meeting attended by over two-thirds of the directors, who shall conduct all affairs of the Company in accordance with the law, the Articles of Incorporation, and the resolutions of the shareholders' meetings and the board meetings.

Article 19: Unless otherwise specified in the Company Act, a meeting of the Board of Directors shall be convened by the chairman. Unless otherwise provided for in the Company Act, resolutions of the Board of Directors shall be adopted by a majority of the directors at a meeting attended by a majority of the directors.

Article 19-1 All directors shall be notified seven days prior to convening of a meeting of the Board of Directors, explaining the reason(s), except that in case of emergencies, a meeting may be convened at any time.
The convening notice referred to in the preceding paragraph may be effected in writing, facsimile or electronic means.

Article 20: The chairman is the chair of a meeting of the Board of Directors. In the event that the chairman is on leave or is unable to perform his/her duty, the proxy thereof shall be handled in accordance with Article 208 of the Company Act. Each director shall attend the board meeting in person. If a director is unable to attend the meeting for any reason, they may entrust another director to attend by proxy; however, each director shall act as a proxy for only one director.

Article 21: Deleted

Article 22: Deleted

Article 23: The Company may have a Chief Executive Officer, General Manager, Vice General Managers, and Officers. The appointment, dismissal and the remuneration of such persons shall be handled in accordance with Article 29 of the Company Act. (A resolution must be made with the attendance of a majority

of the directors and the consent of a majority of the directors present) The Board of Directors shall establish separately the authority and scope of signature for the managers to sign for the Company in management of affairs.

Article 24: The minutes of the meeting of the Board of Directors' meetings shall be recorded, which shall be affixed with the signature and seal of the chair and shall be distributed to all directors within 20 days after the meeting. The meeting minutes should record the essentials of the proceedings and the result of the meeting. The meeting minutes should be kept in the Company along with the shareholders' attendance book and the proxy form.

Chapter V Accounting

Article 25: The fiscal year of the Company is from January 1 to December 31. The accounts should be finalized at the end of each year.

Article 26: The Company shall, at the end of each fiscal year, have the business report, financial statements, proposals for earnings distribution or loss offsetting, etc. prepared by the Company in accordance with Article 228 of the Company Act. These reports shall be submitted to the Audit Committee for review 30 days before the general meeting of shareholders, and then presented to the general meeting of shareholders for ratification.

Article 27: Dividends and bonuses are distributed according to the shareholding ratio of each shareholder. When there is no surplus, the Company shall not distribute dividends and bonuses.

Article 27-1: The Company must pay remuneration to directors for performing their duties of the Company, regardless of the Company's profit or loss. The Board of Directors is authorized to determine the remuneration based on the extent of the Directors' participation in and the value of the contributions to the Company's operations, and in consideration of the common standards in the industry. If the Company has earnings, the remuneration shall be distributed in accordance with Article 28 of the Articles of Incorporation.

Article 28: Where the Company has a profit for the year, an amount of 1-10% shall be appropriated as the remuneration to the employees and no more than 5% of the profit shall be set aside as the remuneration to the directors. . Remuneration to employees may be paid in the form of shares or cash, and the rewards in shares or cash may include employees of the Company's controlling or subordinate companies meeting certain criteria, and the Board of Directors is authorized to determine such relevant regulations.

The aforementioned profit is the profit before tax for the current year before deducting the remuneration to employees and directors.

The allocation of remuneration to employees and directors shall be resolved with a consent of a majority of the directors present at a meeting attended by more than two thirds of the total directors and reported to the shareholder's meeting by the Board.

Article 28-1: The competition in the industry that the Company is in is fierce. Based on the need for capital expenditure and sound financial planning in order to achieve sustainable operation, the Company hereby stipulates this dividend policy:

1.1 (Delete)

1.2 The current year's earnings of the Company, if any, shall first be used to pay taxes and cover previous year's deficit, and then 10% of the remaining amount shall be set aside as legal reserve, unless accumulated legal reserve has reached a amount equal to the Company's paid-in capital. Further, special reserve shall be set aside or reversed in accordance with Article 41 of the Securities and Exchange Act. Appropriation of the remainder earnings, if any, shall be added to the earnings undistributed of the previous years at the beginning of the period according to the business status and the balanced dividend policy. Except for a portion that shall be retained, the remaining earnings shall be added together with the earnings of previous years and the Board of Directors shall propose a motion for the earnings distribution to be approved at the shareholders' meeting.

In accordance with the provisions of Articles 240 and 241 of the Company Act, the Company authorizes the distribution of dividend and bonus or statutory surplus to be resolved in favor of a majority of the directors in a meeting with more than two-thirds of the directors present at the board meeting. Reserve and capital reserve, in whole or in part, in the form of cash distributions shall be reported to the shareholders' meeting.

2. Conditions and timing of dividend distribution:

In order to support the Company's long-term growth, the Company distributes dividends in principle to satisfy its future operation and development requirements. The Board of Directors shall plan the distribution of dividends according to the Articles of Incorporation after comprehensive consideration of a sound financial structure, maintenance of stable dividends, protection of reasonable returns to shareholders, etc. Issue of new shares shall be approved at the shareholders' meeting and the competent authorities.

3.1 (Delete)

3.2 (every fiscal year)

Percentage of cash and stock dividends: The Company distributes dividends to shareholders in cash dividends and stock dividends after earnings are finalized each year. In consideration of maintaining a balanced dividend policy, the Company appropriates at least 30% of the earnings shareholders' dividends, but when the surplus for distribution is less than 10% of the paid-in capital, the Board of Directors may decide not to distribute the dividends. Dividends may be distributed in stock or cash, with cash dividends of not less than 10% of the total dividends.

For the distribution of the aforementioned earnings, the Board of Directors may adjust the proportion of cash and stock dividends distribution after considering the Company's operation and capital expenditure needs, and draft a distribution proposal in the form of new shares issuance. Issue of new shares shall be approved at the shareholders' meeting.

Article 29: Dividends may only be distributed to shareholders whose names are recorded in the shareholders' register five days prior to the record date for the determination of dividend distribution.

Chapter VI Supplementary Provisions

Article 30: Deleted.

Article 31: The Company's Charter and Enforcement Rules shall be separately adopted by the Board of Directors.

Article 32: Any matters that are not properly addressed in the Articles of Incorporation shall be handled in accordance with the Company Act.

Article 33: These Articles of Incorporation were established by the founders with the consent of all founders on July 12, 1991, and took effect from the date they were submitted to the competent authorities for registration.

The first amendment was made on December 28, 1992,

The 2nd amendment was made on August 25, 1993,

The 3rd amendment was made on March 12, 1994,

The 4th amendment was made on March 18, 1995,

The 5th amendment was made on May 27, 1995,

The 6th amendment was made on February 29, 1996,

The 7th amendment was made on March 14, 1997,

The 8th amendment was made on May 4, 1998,

The 9th amendment was made on May 14, 1999,

The 10th amendment was made on June 28, 2000,

The 11th amendment was made on June 26, 2001,

The 12th amendment was made on May 21, 2002,

The 13th amendment was made on June 9, 2006,

The 14th amendment was made on June 19, 2012,

The 15th amendment was made on June 20, 2014,

The 16th amendment was made on June 9, 2015,

The 17th amendment was made on June 7, 2016,

The 18th amendment was made on May 26, 2017,

The 19th amendment was made on June 26, 2018,

The 20th amendment was made on May 31, 2022.

The 21st amendment was made on June 6, 2023.

The 22st amendment was made on May28, 2024.

Shareholdings of All Directors

Book closure date: December 19, 2024

Title	Name		Number of shares held in the register at book closure date	
			Number of shares	Percentage
Chairman	Huo Jui Investment Co. Lit. Representative: Chang, Yu-Ming		5,000	0.03%
Director	Sun Yad Construction Co., Ltd.		2,507,367	17.05%
	Representative	Chang, Shuo-Wen		
	Representative	Chao, Tien-Tsung		
	Representative	Tseng, Peng-Kuang		
Shareholdings of all shareholders		Total	2,512,367	17.09%
Independent director	JEN, CHIA-LAN		0	0%
Independent director	WANG, JUI-CHI		0	0%
Independent director	CHEN, PEI-CHUN		0	0%
Independent director	SHIH, YU-CHING		0	0%
Shareholdings of all independent shareholders		Total	0	0%

- I. The Company's paid-in capital was NT\$147,000,000, and 14,700,000 shares were issued.
- II. Pursuant to Article 26 of the Securities and Exchange Act and the "Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies", all directors of the Company are required to own a minimum of 1,764,000 shares.
- III. The shareholdings of individual directors and the directors collectively as of the book closure date are stated as above.