Stock Code: 4934

Tainergy Tech Co., Ltd.

2026 Annual General Shareholders’ Meeting

Meeting Handbook

Date: May 22, 2026 (Wednesday) at 9:00 a.m.

Location: No. 5, Ziqiang 1st Rd., Zhongli Industrial Park, Zhongli Dist., Taoyuan City, Taiwan (R.O.C.)

Meeting Type: Physical shareholders’ meeting

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Tainergy Tech Co., Ltd.

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Tainergy Tech Co., Ltd.

Agenda of the 2026 Annual General Shareholders' Meeting

Time: 9:00 a.m., May 22, 2026 (Friday)
Venue: No. 5, Ziqiang 1st Road, Zhongli Industrial Park, Zhongli District, Taoyuan City, Taiwan
Meeting Type: Physical Shareholders' Meeting

I. Call the Meeting to Order

II. Chairperson's Remarks

III. Reports

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2. Proposal to waive subscription rights for the 2026 cash capital increase of subsidiary TAISIC MATERIALS CORP.

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VII. Adjournment

Reports

Report No. 1

Subject: 2025 Business Report, for your review.

Explanation:
Please refer to Attachment 1 of this Handbook for the 2025 Business Report.

Report No. 2

Subject: Audit Committee's Review Report for 2025.

Explanation:
Please refer to Attachment 2 of this Handbook for the Audit Committee’s Review Report for 2025.

Report No. 3

Subject: Report on the execution status of the private placement of common shares in 2025.

Explanation:

1. The Company resolved at the shareholders’ meeting on May 27, 2025 to conduct a private placement of common shares for cash capital increase, with a maximum issuance of 50,000,000 shares. As the execution period is approaching expiration and considering the Company’s current planning, the unissued quota is proposed to be cancelled and will not be further executed.
2. After the resolution of the 2025 Annual General Shareholders’ Meeting, the Company has not proceeded with the private placement of common shares. The Board of Directors resolved on March 3, 2026 to cancel the unissued quota.

Report No. 4

Subject: Report on the distribution of employees' and directors' compensation for 2025.

Explanation:

1. In accordance with Article 27 of the Company's Articles of Incorporation, if the Company has profits for the year, 5% to 15% of the pre-tax net profit shall be allocated as employees' compensation and 1% to 3% as directors' remuneration.
2. The Company incurred a pre-tax loss of NT$214,684,059 in 2025 (same currency hereinafter), resulting in accumulated losses; therefore, no employees' compensation or directors' remuneration is proposed to be distributed.

Report No. 5

Subject: Report on transactions with related parties, specific companies, and group enterprises in 2025.

Explanation:
This is handled in accordance with the Company's "Procedures for Handling Transactions with Related Parties, Specific Companies, and Group Enterprises." Except for material transactions which require approval by the Board of Directors prior to execution, please refer to Attachment 4 of this Handbook for the summary of such transactions in 2025.

Report No. 6

Subject: Report on the remuneration received by directors for 2025.

Explanation:

1. The remuneration policy, system, standards, and structure for the Company's directors and independent directors are determined based on their responsibilities, risks undertaken, and time commitment, and the correlation with the amount of remuneration is described as follows:
   The Company has established the "Regulations Governing the Payment of Directors' Remuneration" to regulate the remuneration for directors in performing their duties. The remuneration is evaluated based on each director's participation in operations, contribution, and risks undertaken (such as providing endorsements and guarantees), with reference to industry standards, and is subject to approval by the Remuneration Committee and the Board of Directors.
   In addition, in accordance with the Articles of Incorporation, if there are profits in the annual final accounts, the Board of Directors shall resolve to allocate 1% to 3% as

directors' remuneration, which shall be distributed in shares or cash upon a resolution adopted by a meeting attended by at least two-thirds of the directors and approved by a majority of the attending directors, and the distribution shall be reported to the shareholders' meeting.

2. For the remuneration received by directors, please refer to Attachment 5 of this Handbook.

Ratification Items

Proposal No. 1

(Proposed by the Board of Directors)

Subject: Adoption of the 2025 Business Report and Financial Statements.

Explanation:

1. The Company's 2025 financial statements (including consolidated financial statements) have been audited by CPAs Li, Li-Huang and Tsai, Tsung-Yuan of Deloitte & Touche, who have issued an audit report. The aforementioned financial statements and consolidated financial statements, together with the Business Report, have been reviewed by the Audit Committee and found to be in compliance.
2. For the aforementioned Business Report, please refer to Attachment 1 of this Handbook. For the independent auditors' report and the aforementioned financial statements, please refer to Attachment 3 of this Handbook.
3. Submitted for ratification.

Resolution:

Proposal No. 2

(Proposed by the Board of Directors)

Subject: Adoption of the Proposal for Deficit Compensation for 2025.

Explanation:

1. The Company incurred a post-tax loss of NT$214,517,810 for 2025 (same currency hereinafter), plus accumulated losses of NT$123,094,200 from prior periods, and plus remeasurement of defined benefit plans of NT$4,246,122. The Board resolved to offset losses by NT$71,308,969 from capital surplus. Therefore, the ending accumulated deficit is NT$262,056,919.
2. As there is an accumulated deficit, no legal reserve shall be appropriated in accordance with the law, and no dividends will be distributed.

Deficit Compensation for 2025

Tainergy Tech Co., Ltd.

Unit: NT$

Item	Amount	Remarks
Beginning accumulated deficit	(123,094,200)	
Add: Net loss for the current period	(214,517,810)	
Add: Retrospective adjustments due to changes in accounting principles		
Add: Remeasurement of defined benefit plans	4,246,122	
Total accumulated deficit for the current period	(333,365,888)	
Offset by legal reserve	0	
Offset by special reserve	0	
Offset by capital surplus	71,308,969	
Ending accumulated deficit	(262,056,919)	

Chairman: Hsieh, Ming-Kai /President: Chen, Yi-Kuang/Chief Accounting Officer: Yu, Hsiu-Chen

Resolution:

Discussion Items

Proposal No. 1

(Proposed by the Board of Directors)

Subject: Proposal for Private Placement of New Shares for Cash Capital Increase, submitted for discussion.

Explanation:

1. For the purpose of repaying bank loans, replenishing working capital, or other funding needs for future development, and to facilitate the Company's long-term operation and development, the Company intends to conduct a private placement of common shares not exceeding 50,000,000 shares, and proposes to authorize the Board of Directors to proceed with the financing methods and principles described below based on market conditions and the Company's actual needs.
2. In accordance with Article 43-6 of the Securities and Exchange Act and the "Directions for Public Companies Conducting Private Placements of Securities," the following matters shall be explained:

(1) Basis and reasonableness for determining the price of privately placed common shares:

A. The price of the privately placed common shares shall not be lower than 80% of the higher of the following two reference prices calculated prior to the pricing date:

a. The simple average closing price of the Company's common shares for either 1, 3, or 5 business days prior to the pricing date, after adjustment for ex-rights of stock dividends and ex-dividend, and adding back the stock price after capital reduction adjustment.

b. The simple average closing price of the Company's common shares for the 30 business days prior to the pricing date, after adjustment for ex-rights of stock dividends and ex-dividend, and adding back the stock price after capital reduction adjustment.

B. The actual issue price shall be determined by the Board of Directors within the range not lower than the percentage resolved by the shareholders' meeting, based on the status of negotiations with specific persons and market conditions. The pricing of the private placement is determined in accordance with applicable laws and regulations announced by the competent authority, and taking into account the three-year transfer restriction under the Securities and Exchange Act, the Company's operating performance, future prospects, and the market price of common shares, and is considered reasonable.

C. If the subscription price is set below the par value due to market factors in the future, it shall be deemed reasonable as it is determined in accordance with applicable laws and reflects market conditions. If such pricing results in an increase in accumulated losses and affects shareholders' equity, the Company will handle such losses in the future based on its operations and market conditions through capital reduction, earnings, capital surplus, or other legally permitted methods.

(2) Method of selecting specific persons:

The subscribers of the privately placed common shares shall be limited to specific persons in compliance with Article 43-6 of the Securities and Exchange Act and relevant regulations.

A. Method and purpose of selecting subscribers: The subscribers shall be those who have considerable understanding of the Company's operations and are beneficial to the Company's future operations, or are the Company's directors and related parties.

B. Necessity: To improve the Company's financial structure and strengthen its debt repayment capability, the introduction of funds from the following subscribers may improve the Company's overall financial condition.

C. Expected benefits: The participation of subscribers may reduce significant funding costs, improve the Company's financial structure, and lower operational risks.

D. The list of potential related parties or insiders who may subscribe to the privately placed common shares is as follows:

Subscriber	**Method and Purpose of Selection**	**Relationship with the Company**
Kenmec Mechanical Engineering Co., Ltd.	Corporate director of the Company	Insider

Corporate subscriber – major shareholders:

Name of Major Shareholder	**Shareholding (%)**	**Relationship with the Company**
Representative of Wei Hsin Investment Co., Ltd., Hsieh, Ching-Fu	7.82	Related party
Hsieh, Ching-Fu	5.51	Insider
Representative of Zhao Cheng Investment Co., Ltd., Pai, Chou-Huang	5.18	None

Name of Major Shareholder	Shareholding (%)	Relationship with the Company
Lin, Yueh-Chen	3.91	Insider
Pai, Chou-Huang	1.77	None
Hsieh, Ming-Kai	0.85	Insider
Chen, Yi-Chung	0.63	None
Tsai, Yung-Chang	0.55	None
Standard Chartered Bank (Taiwan) Limited, Custodian for Advanced Trust – FTSE All-World Index Trust II Investment Account	0.48	None
JPMorgan Chase Bank, Custodian for Advanced Starlight Global Equity Index Fund Investment Account	0.48	None

Note: Source of information is the annual report disclosed at the above company's 2025 shareholders' meeting (as of March 31, 2025).

E. The subscribers may include strategic investors to strengthen the Company's operational technologies, business, or key components. Currently, there are no identified strategic investors. The qualifications of subscribers are proposed to be authorized to the Board of Directors for full discretion by the shareholders' meeting.

F. Other than the aforementioned potential subscribers, there are currently no other identified subscribers.

(3) Necessity of the private placement, amount, use of funds, and expected benefits:

A. Reasons for not adopting public offering:
Considering current capital market conditions and the need to secure the timeliness and feasibility of fundraising, the Company intends to conduct the capital increase through private placement in order to obtain the required funds within the shortest possible time.

B. Amount, use of funds, and expected benefits:
Within the limit of 50,000,000 common shares (inclusive), with a par value of NT$10 per share, the Board of Directors is authorized to complete the issuance in up to three tranches within one year from the date of the shareholders' meeting resolution.

Use of funds for each tranche: All proceeds from the three tranches will be used for repayment of bank loans, replenishment of working capital, or other funding needs for future development.

Expected benefits for each tranche: All three tranches are expected to effectively reduce funding costs, enhance the Company's competitiveness, and improve operational efficiency.

3. Rights and obligations of the privately placed common shares:

The rights and obligations of the privately placed common shares shall be the same as those of the Company's issued common shares. However, within three years from the delivery date, the shares may not be transferred except to the parties specified under Article 43-8 of the Securities and Exchange Act. After three years from the delivery date, the Board of Directors is authorized to determine, based on the prevailing conditions, whether to apply to the Taiwan Stock Exchange Corporation for approval of listing eligibility, and thereafter apply to the competent authority to complete public issuance procedures and listing.

4. The issuance conditions, project items, use of funds, implementation progress, expected benefits, and other related matters of the privately placed common shares, if subsequently amended due to changes in laws and regulations by the competent authority, operational evaluation, or changes in objective circumstances, are proposed to be authorized to the Board of Directors for full handling by the shareholders' meeting.
5. In accordance with Article 43-6 of the Securities and Exchange Act, the matters to be disclosed regarding the private placement of securities are available on the Market Observation Post System (http://mops.twse.com.tw) under "Investment Section / Private Placement Section," and on the Company's website (http://www.tainergy.com.tw).
6. Submitted for discussion.

Resolution:

Proposal No. 2

(Proposed by the Board of Directors)

Subject: Proposal for Waiver of Subscription Rights for the 2026 Cash Capital Increase of Subsidiary TAISIC Materials Corp. submitted for discussion.

Explanation:

1. Strategic objective and regulatory basis:
   The subsidiary, TAISIC Materials Corp. (hereinafter referred to as “TAISIC Materials”), plans to promote its listing (TWSE/TPEx). According to Article 19 of the Taiwan Stock Exchange Corporation Rules Governing Review of Securities Listings, the combined shareholding ratio of the parent company, subsidiaries, and related parties shall not exceed 70% at the time of listing application. To comply with the requirement to reduce shareholding prior to listing without impairing the rights and interests of the Company’s shareholders, it is proposed to adopt the method of “waiving the preemptive subscription rights and allocating such rights to all shareholders of the Company for subscription.”
2. Capital increase scale and subscription rights:
   TAISIC Materials resolved at its Board of Directors meeting on March 3, 2026 to conduct a cash capital increase by issuing 20,000,000 new shares at an issue price of NT$35 per share. Based on the Company’s current shareholding ratio of 42.2849%, the Company would originally be entitled to subscribe for 7,611,290 shares (with a total amount of approximately NT$266 million).
3. Transfer of subscription rights and changes in shareholding:
   Based on the overall listing strategy of the group, it is proposed to fully waive the aforementioned subscription rights and allow all shareholders of the Company to subscribe in proportion to their shareholding as recorded in the shareholders’ register. Upon completion of this transaction, the Company’s shareholding ratio in TAISIC Materials is expected to decrease from 42.2849% to 32.8883%. For details on the counterparties, pricing basis, and analysis of the impact on shareholders’ equity, please refer to Attachment 6 of this Handbook.
4. Authorization to ensure fundraising completion:
   In the event that the Company’s shareholders fail to subscribe within the prescribed period or the subscription is undersubscribed, and in order to ensure the successful completion of the capital raising by TAISIC MATERIALS CORP., it is proposed to authorize the Company, as a “specific investor,” to subscribe for shares within a total amount not exceeding NT$150 million, and to authorize the Chairman to handle all related matters thereafter.

5. Submitted for discussion.

Resolution:

Extraordinary Motions

Adjournment

Attachment 1 Business Report for 2025

Tainergy Tech Co., Ltd.

Since its establishment in May 2007, the Company has been deeply engaged in the fields of solar cells, modules, and related systems. In recent years, the global photovoltaic industry has continued to face severe challenges, including international trade barriers, policy changes, and significant fluctuations in supply chain prices, which have exerted substantial pressure on the overall profitability of the industry.

In response to adverse market conditions, the Company has adhered to prudent principles by adopting strategies such as dynamic adjustment of production capacity and stringent selection of high-quality orders, striving to maintain a stable operational foundation. At the same time, in pursuit of sustainable development and enhanced value-added capabilities, the Company has initiated a critical strategic transformation, gradually shifting its operational focus from traditional manufacturing to “high-efficiency module integration” and “comprehensive energy system solutions,” and actively expanding into high-growth sectors such as energy storage and smart charging.

Through the resilience and efforts of all employees, along with strategic adjustments, the Company recorded consolidated operating revenue of NT$89,337 thousand in 2025. The operating performance for the year is summarized as follows:

I. Implementation Results of Business Plan

Unit: NT$ thousand

Item	2025	%	2024	%	Increase (Decrease)	%
Operating revenue	89,337	100	367,746	100	(278,409)	(76)
Gross profit	(131,090)	(147)	(138,922)	(38)	7,832	(6)
Operating income (loss)	(440,025)	(493)	(745,357)	(203)	305,332	(41)
Net income (loss) before tax	(389,914)	(436)	(629,867)	(171)	239,953	(38)

II. Budget Execution Status

In accordance with current regulations, the Company did not publicly disclose financial forecasts for 2025.

III. Financial Position and Profitability Analysis

Unit: NT$ thousand

Item	2025	2024	Increase (Decrease) %
Financial Position			
Operating revenue	89,337	367,746	(75.71)
Gross profit	(131,090)	(138,922)	(5.64)
Net income (loss) before tax	(389,914)	(629,867)	(38.10)
Profitability			
Return on assets (%)	(15.79)	(22.28)	29.13
Return on equity (%)	(13.27)	(31.62)	58.03
As a percentage of paid-in capital (%)			
Operating income	(19.56)	(12.70)	(54.02)
Net income before tax	(17.33)	(8.47)	(104.60)
Net profit margin (%)	(436.34)	(171.31)	(154.71)
Earnings per share (NT$)	(0.95)	(2.07)	54.11

IV. Research and Development Status: Technological Transformation and Strategic Deployment

1. Overview of Strategic Transformation

In response to changes in the global green energy supply chain, the Company is actively pursuing a strategic transformation of its business model. The goal is to upgrade from a traditional solar cell manufacturer to a provider of “high-efficiency module integration” and “comprehensive energy system solutions.”

While maintaining its capability in solar cell supply, the Company is strategically focusing its core resources on three high value-added areas: optimization and certification deployment of module packaging technologies, integration of commercial and industrial energy storage systems (ESS), and development of electric vehicle charging infrastructure, thereby responding to market demand with a diversified and competitive product portfolio.

2. Core Technology Focus and Product Development Achievements

To ensure technological leadership and meet market demand for high-quality and highly financeable products, the Company's R&D strategy focuses on the following three core areas:

(1) High-Efficiency Module Technology and International Certification Deployment

The Company recognizes that product quality, reliability, and compliance certification are critical factors for entering solar projects and obtaining financing.

Accordingly, the Company adopts a pragmatic and forward-looking approach in module development:

1. **Mainstream technology and multi-scenario applications:**
   The core of the product adopts the mainstream and mature TOPCon high-efficiency cell technology, balancing high efficiency with application needs for rooftop and ground-mounted projects; at the same time, mature PERC products are continuously provided based on customer and project requirements.
2. **Dual certification advantage of "global applicability and Taiwan optimization": Taiwan Certification (TCPV):**
   In response to Taiwan's unique climate and regulatory requirements, the Company is committed to enhancing product adaptability. Currently, Tainergy has 155 solar module products registered under TCPV, demonstrating that product quality meets or exceeds the requirements of government authorities and financial institutions.
3. **International certifications (IEC/TÜV):**
   Module products have also obtained TÜV SÜD international certifications (IEC 61215 / 61730), meeting global mainstream standards in safety and structural design.
4. **Forward-looking technology monitoring:**
   Continuous monitoring of next-generation perovskite technology development, with particular focus on long-term reliability and environmental sustainability, as a reference for future technological pathways.

(2) Integration of Commercial and Industrial Energy Storage Systems

Building upon a solid module foundation, the Company further expands into commercial and industrial (C&I) energy storage systems. In addition to strict compliance with international safety standards, the focus is placed on system integration applications, supporting functions such as peak shaving and backup power supply, thereby assisting customers in improving energy efficiency and operational flexibility.

(3) Smart Energy Solutions and Field Validation

To enhance the green energy ecosystem, the Company develops high-power DC fast chargers and AC charging stations. More importantly, through the actual operation of approximately 3.18 MW of self-owned solar power plants, the Company has obtained stable power generation data feedback. This enables the Company to possess comprehensive practical integration capabilities covering module generation, power plant operation, regulatory compliance, and energy storage applications, ensuring that R&D efforts effectively address real-world challenges on both the power generation and consumption sides, forming a positive cycle between R&D and application.

Building upon the above strategies, the Company’s professional team not only supports management in understanding technological trends, but also actively collaborates with leading domestic and international research institutions to drive sustainable corporate growth. Looking ahead, innovation remains the key source of competitiveness. The Company will continue to focus on forward-looking technologies and innovative applications, while optimizing mass production research and systematic management, to strengthen its leading position in core areas. Creating maximum value for shareholders remains the common goal of all employees.

Chairman: Hsieh, Ming-Kai
President: Chen, Yi-Kuang
Chief Accounting Officer: Yu, Hsiu-Chen

Attachment 2 Audit Committee's Review Report

Tainergy Tech Co., Ltd.

The Board of Directors has prepared and submitted the Company's 2025 parent company only financial statements and consolidated financial statements. The Board has further engaged Deloitte & Touche to audit the aforementioned financial statements, and an independent auditors' report has been issued.

The aforementioned parent company only financial statements and consolidated financial statements, together with the Business Report and the proposal for deficit compensation, have been reviewed by the Audit Committee and are found to be in compliance with the relevant provisions of the Company Act. Accordingly, this report is submitted in accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act.

Respectfully submitted for your review.

To
The 2026 Annual General Shareholders' Meeting
Tainergy Tech Co., Ltd.

Convener of the Audit Committee: Chang, Shu-Wei

March 26, 2026

Attachment 3 Independent Auditors' Report and 2025 Financial Statements

Independent Auditors' Report

To Tainergy Tech Co., Ltd.:

Opinion

We have audited the parent company only balance sheets of Tainergy Tech Co., Ltd. as of December 31, 2025 and 2024, and the parent company only statements of comprehensive income, changes in equity, and cash flows for the years from January 1 to December 31, 2025 and 2024, and the notes to the parent company only financial statements (including a summary of significant accounting policies).

In our opinion, the accompanying parent company only financial statements present fairly, in all material respects, the parent company only financial position of Tainergy Tech Co., Ltd. as of December 31, 2025 and 2024, and its parent company only financial performance and its parent company only cash flows for the years from January 1 to December 31, 2025 and 2024, in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and auditing standards. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Parent Company Only Financial Statements section of our report.

We are independent of Tainergy Tech Co., Ltd. in accordance with the Norm of Professional Ethics for Certified Public Accountants, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the parent company only financial statements of Tainergy Tech Co., Ltd. for the year 2025. These matters were addressed in the context of our audit of the parent company only financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matters of the parent company only financial statements of Tainergy Tech Co., Ltd. for the year 2025 are described as follows:

Occurrence of Revenue from Sales to Specific Customers

Tainergy Tech Co., Ltd. is primarily engaged in the research, design, manufacturing, and sale of solar cells, modules, and related systems. Based on materiality and the presumption under auditing standards that revenue recognition is a significant risk, we consider whether revenue recognized from sales to specific customers has actually occurred to be of significant impact on the financial statements. Accordingly, the occurrence of revenue from sales to specific customers has been identified as a key audit matter for the current year. For the accounting policy related to revenue recognition, please refer to Note 4(13).

The principal audit procedures we performed include:

1. Understanding and testing the design and operating effectiveness of internal controls relevant to revenue recognition for specific customers.
2. Performing sampling tests on revenue transactions with the aforementioned specific customers, examining supporting documentation and testing subsequent collections to verify that the sales transactions have occurred.
3. Reviewing whether there were significant sales returns or allowances subsequent to the balance sheet date to assess whether there were any material misstatements in revenue recognized from specific customers.

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

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

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

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

Auditors' Responsibilities for the Audit of the Parent Company Only Financial Statements

Our objectives are to obtain reasonable assurance about whether the parent company only financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with auditing standards will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error. Misstatements are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these parent company only financial statements.

As part of an audit in accordance with auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the parent company only financial statements, whether due to fraud or error; design and perform audit procedures responsive to those risks; and obtain sufficient and appropriate audit evidence to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management’s use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on Tainergy Tech Co., Ltd.’s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors’ report to the related disclosures in the parent company only financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors’ report. However, future events or conditions may cause Tainergy Tech Co., Ltd. to cease to continue as a going concern.
5. Evaluate the overall presentation, structure, and content of the parent company only financial statements, including the disclosures, and whether the parent company only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of the entities or business activities within Tainergy Tech Co., Ltd. to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision, and performance of the audit, and for forming the 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 communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the parent company only financial statements of Tainergy Tech Co., Ltd. for the year 2025 and are therefore the key audit matters. We describe these matters in our auditors’ report unless law or regulation precludes public disclosure about the matter, or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Deloitte & Touche Taiwan

CPA LI-HUANG LI	CPA TSUNG-YUAN TSAI
Approval No. from the Securities and Futures Commission Tai-Cai-Zheng-Liu-Zi No. 0930128050	Approval No. from the Financial Supervisory Commission Jin-Guan-Zheng-Shen-Zi No. 1130349292

March 26, 2026

Tainergy Tech Co., Ltd.

Parent Company Only Balance Sheets

As of December 31, 2025 and 2024

Unit: NT$ thousand

Code	Item	2025	%	2024	%
ASSETS					
Current Assets					
1100	Cash and Cash Equivalents	43,375	3	313,035	17
1136	Financial Assets at Amortized Cost – Current	-	-	18,321	1
1172	Accounts Receivable – Non-related Parties	2,513	-	3,872	-
1180	Accounts Receivable – Related Parties	347	-	-	-
1200	Other Receivables	258	-	302	-
1210	Other Receivables – Related Parties	603,481	37	382,332	21
1220	Current Income Tax Assets	4,977	-	3,775	-
130X	Inventories	338	-	-	-
1421	Prepayments	5,475	-	775	-
1470	Other Current Assets	3,631	-	7,203	-
11XX	**Total Current Assets**	**664,395**	**40**	**729,615**	**39**
Non-current Assets					
1517	Financial Assets at FVOCI – Non-current	42,685	3	42,685	2
1535	Financial Assets at Amortized Cost – Non-current	100	-	100	-
1550	Investments Accounted for Using Equity Method	846,110	51	985,607	53
1600	Property, Plant and Equipment	87,202	5	90,629	5
1755	Right-of-use Assets	10,313	1	5,771	1
1780	Intangible Assets	967	-	827	-
1915	Prepayments for Equipment	3,109	-	591	-
1920	Refundable Deposits	86	-	-	-
1975	Net Defined Benefit Assets – Non-current	1,956	-	-	-
15XX	**Total Non-current Assets**	**992,528**	**60**	**1,126,210**	**61**
1XXX	**TOTAL ASSETS**	**1,656,923**	**100**	**1,855,825**	**100**

Code	Item	2025	%	2024	%
LIABILITIES AND EQUITY					
Current Liabilities					
2100	Short-term Borrowings	-	-	50,000	3
2130	Contract Liabilities – Current	3,961	-	3,463	-
2170	Accounts Payable – Non-related Parties	2,276	-	-	-
2200	Other Payables	11,883	1	23,061	1
2220	Other Payables – Related Parties	3,573	-	4,607	1
2280	Lease Liabilities – Current	2,726	-	2,386	-
2320	Current Portion of Long-term Borrowings	14,117	1	17,883	1
2399	Other Current Liabilities	4,515	-	4,526	-
21XX	**Total Current Liabilities**	**43,051**	**2**	**105,926**	**6**
Non-current Liabilities					
2540	Long-term Borrowings	44,968	3	59,086	3
2550	Provisions – Non-current	2,014	-	2,014	-
2570	Deferred Income Tax Liabilities	-	-	166	-
2580	Lease Liabilities – Non-current	7,836	1	3,698	-
2640	Net Defined Benefit Liabilities – Non-current	-	-	5,472	1
2670	Other Non-current Liabilities	5,427	-	-	-
25XX	**Total Non-current Liabilities**	**60,245**	**4**	**70,436**	**4**
2XXX	**TOTAL LIABILITIES**	**103,296**	**6**	**176,362**	**10**
Equity					
3100	Share Capital	2,250,000	136	2,250,000	121
3200	Capital Surplus	71,309	4	342,927	18
3350	Accumulated Deficit	(333,367)	(20)	(466,022)	(25)
3410	Exchange Differences on Translation of Foreign Operations	(413,573)	(25)	(426,700)	(23)
3420	Unrealized Gains (Losses) on Financial Assets at FVOCI	(20,742)	(1)	(20,742)	(1)
3400	**Total Other Equity**	**(434,315)**	**(26)**	**(447,442)**	**(24)**
3XXX	**TOTAL EQUITY**	**1,553,627**	**94**	**1,679,463**	**90**
TOTAL	**TOTAL LIABILITIES AND EQUITY**	**1,656,923**	**100**	**1,855,825**	**100**

Chairman: Hsieh, Ming-Kai

President: Chen, Yi-Kuang

Chief Accounting Officer: Yu, Hsiu-Chen

Tainergy Tech Co., Ltd.

Parent Company Only Statements of Comprehensive Income

For the Years Ended December 31, 2025 and 2024

Unit: NT$ thousand, except loss per share (NT$)

Code	Item	2025	%	2024	%
Operating Revenue					
4100	Net Sales Revenue	29,994	100	155,043	100
Operating Costs					
5110	Cost of Goods Sold	(23,087)	(77)	(117,767)	(76)
5900	**Gross Profit**	**6,907**	**23**	**37,276**	**24**
5910	Unrealized Gain on Sales	(823)	(3)	(39)	-
5920	Realized Gain on Sales	14	-	1,285	1
5950	**Realized Gross Profit**	**6,098**	**20**	**38,522**	**25**
Operating Expenses					
6100	Selling Expenses	(4,889)	(16)	(6,539)	(4)
6200	Administrative Expenses	(45,743)	(153)	(54,753)	(36)
6300	Research and Development Expenses	(370)	(1)	(13)	-
6450	Expected Credit Loss (ECL) (Loss) Reversal Gain	(20)	-	189	-
6000	**Total Operating Expenses**	**(51,022)**	**(170)**	**(61,116)**	**(40)**
6900	**Operating Loss**	**(44,924)**	**(150)**	**(22,594)**	**(15)**
Non-operating Income and Expenses					
7100	Interest Income	11,775	39	18,805	12
7010	Other Income	2,096	7	11,471	7
7020	Other Gains and Losses	4,889	16	26,047	17
7050	Finance Costs	(2,251)	(7)	(3,384)	(2)
7070	Share of Loss of Subsidiaries, Associates and Joint Ventures Accounted for Using Equity Method	(186,269)	(621)	(496,701)	(320)
7000	**Total Non-operating Income and Expenses**	**(169,760)**	**(566)**	**(443,762)**	**(286)**
7900	**Loss Before Income Tax**	**(214,684)**	**(716)**	**(466,356)**	**(301)**
7950	Income Tax Benefit (Expense)	166	1	(166)	-

Code	Item	2025	%	2024	%
8200	**Net Loss for the Year**	**(214,518)**	**(715)**	**(466,522)**	**(301)**
Other Comprehensive Income (OCI)					
8311	Remeasurement of Defined Benefit Plans	4,246	14	500	-
8361	Exchange Differences on Translation of Foreign Operations	13,127	44	33,155	22
8300	**Total Other Comprehensive Income (Net of Tax)**	**17,373**	**58**	**33,655**	**22**
8500	**Total Comprehensive Loss for the Year**	**(197,145)**	**(657)**	**(432,867)**	**(279)**
Earnings Per Share (EPS)					
9710	Basic EPS (NT$)	(0.95)		(2.07)	
9810	Diluted EPS (NT$)	(0.95)		(2.07)	

The accompanying notes are an integral part of these parent company only financial statements.

Chairman: Hsieh, Ming-Kai
President: Chen, Yi-Kuang
Chief Accounting Officer: Yu, Hsiu-Chen

Tainergy Tech Co., Ltd.

Parent Company Only Statements of Changes in Equity

For the Years Ended December 31, 2025 and 2024

Unit: NT$ thousand

Code	Item	Shares (thousand)	Share Capital	Capital Surplus	Accumulated Deficit	Exchange Differences	Unrealized Gain (Loss) on FVOCI	Total Equity
A1	Balance at January 1, 2024	225,000	2,250,000	771,118	(428,191)	(459,855)	(20,742)	2,112,330
	Changes in Capital Surplus:							
C11	Capital Surplus Used to Offset Deficit	-	-	(428,191)	428,191	-	-	-
D1	Net Loss for 2024	-	-	-	(466,522)	-	-	(466,522)
D3	Other Comprehensive Income for 2024 (Net of Tax)	-	-	-	500	33,155	-	33,655
D5	Total Comprehensive Loss for 2024	-	-	-	(466,022)	33,155	-	(432,867)
Z1	Balance at December 31, 2024	225,000	2,250,000	342,927	(466,022)	(426,700)	(20,742)	1,679,463
	Changes in Capital Surplus:							

Code	Item	Shares (thousand)	Share Capital	Capital Surplus	Accumulated Deficit	Exchange Differences	Unrealized Gain (Loss) on FVOCI	Total Equity
C11	Capital Surplus Used to Offset Deficit	-	-	(342,927)	342,927	-	-	-
M7	Changes in Ownership Interests in Subsidiaries	-	-	71,309	-	-	-	71,309
D1	Net Loss for 2025	-	-	-	(214,518)	-	-	(214,518)
D3	Other Comprehensive Income for 2025 (Net of Tax)	-	-	-	4,246	13,127	-	17,373
D5	Total Comprehensive Loss for 2025	-	-	-	(210,272)	13,127	-	(197,145)
Z1	Balance at December 31, 2025	225,000	2,250,000	71,309	(333,367)	(413,573)	(20,742)	1,553,627

The accompanying notes are an integral part of these parent company only financial statements.

Chairman: Hsieh, Ming-Kai
President: Chen, Yi-Kuang
Chief Accounting Officer: Yu, Hsiu-Chen

Tainergy Tech Co., Ltd.

Parent Company Only Statements of Cash Flows

For the Years Ended December 31, 2025 and 2024

Unit: NT$ thousand

Code	Item	2025	2024
Cash Flows from Operating Activities			
A10000	Loss Before Income Tax	(214,684)	(466,356)
A20010	Adjustments:		
A20100	Depreciation Expense	10,756	10,722
A20200	Amortization Expense	1,061	802
A20300	Expected Credit Loss (ECL) (Gain) Loss	20	(189)
A20400	Net Gain on Financial Assets and Liabilities at FVTPL	(104)	(862)
A20900	Finance Costs	2,251	3,384
A21200	Interest Income	(11,775)	(18,805)
A21300	Dividend Income	(2,096)	(11,470)
A22400	Share of Loss of Subsidiaries, Associates and Joint Ventures	186,269	496,701
A22500	Gain on Disposal of Property, Plant and Equipment	(4,994)	(1,226)
A23800	Reversal of Inventory Write-down	-	(7,749)
A23900	Unrealized Gain from Related Parties	823	39
A24000	Realized Gain from Related Parties	(14)	(1,285)
A29900	Realized Gain on Purchases for Subsidiaries	(127)	(96)
A29900	Unrealized Gain on Purchases for Subsidiaries	-	273
A30000	Changes in Operating Assets and Liabilities:		
A31115	Financial Assets at FVTPL	104	862

Code	Item	2025	2024
A31150	Accounts Receivable – Non-related Parties	1,339	18,863
A31160	Accounts Receivable – Related Parties	(347)	7,468
A31180	Other Receivables	(258)	1,729
A31190	Other Receivables – Related Parties	(30)	2,384
A31200	Inventories	(338)	49,115
A31230	Prepayments	(4,700)	1,527
A32125	Contract Liabilities	498	(857)
A32150	Accounts Payable – Non-related Parties	2,276	(15,028)
A32160	Accounts Payable – Related Parties	-	(26,339)
A32180	Other Payables	(11,224)	(11,026)
A32190	Other Payables – Related Parties	(1,034)	2,104
A32230	Other Current Liabilities	(11)	(637)
A32240	Net Defined Benefit Liabilities	(3,182)	-
A33000	Cash Generated from Operations	(49,521)	34,048
A33100	Interest Received	12,150	18,130
A33300	Interest Paid	(2,161)	(3,188)
A33500	Income Taxes Paid	(1,202)	(1,419)
AAAA	**Net Cash (Used in) / Provided by Operating Activities**	**(40,734)**	**47,571**
Cash Flows from Investing Activities			
B00400	Acquisition of Financial Assets at Amortized Cost	-	(16,786)
B00050	Disposal of Financial Assets at Amortized Cost	18,321	-
B01800	Acquisition of Equity-method Investments	(177,066)	(4,932)
B02700	Acquisition of Property, Plant and Equipment	(3,932)	(189)
B02800	Proceeds from Disposal of Property, Plant and Equipment	3,277	799

Code	Item	2025	2024
B03800	(Increase) Decrease in Refundable Deposits	(86)	11,054
B04300	Increase in Other Receivables – Related Parties	-	(165,000)
B04500	Acquisition of Intangible Assets	(1,201)	(1,357)
B06600	Decrease (Increase) in Other Financial Assets	3,572	(2,006)
B07100	Increase in Prepayments for Equipment	(3,109)	(591)
B07600	Dividends Received	2,096	11,470
BBBB	**Net Cash Used in Investing Activities**	**(158,128)**	**(167,538)**
Cash Flows from Financing Activities			
C00100	(Decrease) Increase in Short-term Borrowings	(50,000)	20,000
C01700	Repayment of Long-term Borrowings	(17,884)	(17,668)
C03100	Refund of Deposits Received	-	(6,500)
C04020	Repayment of Lease Liabilities	(2,914)	(2,920)
CCCC	**Net Cash Used in Financing Activities**	**(70,798)**	**(7,088)**
EEEE	**Net Decrease in Cash and Cash Equivalents**	**(269,660)**	**(127,055)**
E00100	Cash and Cash Equivalents at Beginning of Year	313,035	440,090
E00200	Cash and Cash Equivalents at End of Year	**43,375**	**313,035**

The accompanying notes are an integral part of these parent company only financial statements.

Chairman: Hsieh, Ming-Kai
President: Chen, Yi-Kuang
Chief Accounting Officer: Yu, Hsiu-Chen

Independent Auditors' Report

To Tainergy Tech Co., Ltd.:

Opinion

We have audited the consolidated balance sheets of Tainergy Tech Co., Ltd. and its subsidiaries (the "Tainergy Group") as of December 31, 2025 and 2024, and the consolidated statements of comprehensive income, changes in equity, and cash flows for the years from January 1 to December 31, 2025 and 2024, and the notes to the consolidated financial statements (including a summary of significant accounting policies).

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Tainergy Group as of December 31, 2025 and 2024, and its consolidated financial performance and its consolidated cash flows for the years from January 1 to December 31, 2025 and 2024, in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), Interpretations, and Interpretations as endorsed and issued into effect by the Financial Supervisory Commission.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and auditing standards. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report.

We are independent of the Tainergy Group in accordance with the Norm of Professional Ethics for Certified Public Accountants, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the Tainergy Group for the year 2025. These matters were addressed in the context of our audit of the consolidated financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matters of the consolidated financial statements of Tainergy Tech Co., Ltd. and its subsidiaries (the Tainergy Group) for the year 2025 are described as follows:

Occurrence of Revenue from Sales to Specific Customers

Tainergy Tech Co., Ltd. and its subsidiaries are primarily engaged in the research, design, manufacturing, and sale of solar cells, modules, and related systems. Based on materiality and the presumption under auditing standards that revenue recognition is a significant risk, we consider whether revenue recognized from sales to certain specific customers has actually occurred to be of significant impact on the financial statements. Accordingly, the occurrence of revenue from sales to certain specific customers has been identified as a key audit matter for the current year. For the accounting policy related to revenue recognition, please refer to Note 4(14).

The principal audit procedures we performed include:

1. Understanding and testing the design and operating effectiveness of internal controls relevant to revenue recognition for certain specific customers.
2. Performing sampling tests on revenue transactions with the aforementioned certain specific customers, examining supporting documentation and testing subsequent collections to verify that the sales transactions have occurred.
3. Reviewing whether there were significant sales returns or allowances subsequent to the balance sheet date to assess whether there were any material misstatements in revenue recognized from certain specific customers.

Impairment of Property, Plant and Equipment

As of December 31, 2025, the carrying amount of property, plant and equipment of the Tainergy Group was NT$643,913 thousand, representing 26.77% of total assets, which is material. For the accounting policy and related disclosures on asset impairment, please refer to Notes 4, 5, and 15 to the consolidated financial statements.

The subsidiary of the Tainergy Group, Sheng Xin Materials Technology Co., Ltd., is primarily engaged in the manufacturing and sale of silicon carbide products. Due to its investment in the silicon carbide sector, its revenue is not yet significant, resulting in idle capacity. Management expects that the future economic benefits of property, plant and equipment will decrease, and the recoverable amount is less than the carrying amount. Accordingly, the Tainergy Group recognized an impairment loss of NT$13,784 thousand in 2025.

Management assessed the recoverable amount of the aforementioned property, plant and equipment based on the fair value less costs of disposal model, with reference to an independent expert's report. As the valuation methods and key assumptions adopted in the expert report involve significant professional judgment, the impairment assessment of property, plant and equipment has been identified as a key audit matter.

The principal audit procedures we performed include:

1. Understanding the process and approval procedures used by management to assess impairment of property, plant and equipment.
2. Evaluating the competence, capabilities, and independence of the independent valuation expert engaged by management, and verifying the expert's qualifications; and involving our firm's financial advisory specialists to assist in evaluating whether the valuation methods and assumptions used by the independent expert are appropriate.
3. With the assistance of our financial advisory specialists, comparing selected valuation parameters used by the independent valuation expert with historical data or external information to verify the reasonableness of such parameters.

Other Matter

Tainergy Tech Co., Ltd. has also prepared parent company only financial statements for the years 2025 and 2024, on which we have issued an unmodified opinion for reference.

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

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

In preparing the consolidated financial statements, management is also responsible for assessing the ability of the Tainergy Group 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 Tainergy 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 financial reporting process of the Tainergy Group.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with auditing standards will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error. If misstatements, individually or in aggregate, could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements, they are considered material.

As part of an audit in accordance with auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error; design and perform audit procedures responsive to those risks; and obtain sufficient and appropriate audit evidence 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.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Tainergy Group's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and whether a material uncertainty exists.
5. Evaluate the overall presentation, structure, and content of the consolidated financial statements.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of the entities within the Group to express an opinion on the consolidated financial statements.

We communicate with those charged with governance regarding the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control.

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

From the matters communicated with those charged with governance, we determine the key audit matters for the audit of the consolidated financial statements of the Tainergy Group for the year 2025. We describe these matters in our auditors' report unless law or regulation precludes public disclosure, or in extremely rare circumstances when the adverse consequences of disclosure would outweigh the public interest benefits.

Deloitte & Touche Taiwan

CPA LI-HUANG LI	CPA TSUNG-YUAN TSAI
Approval No. from the Securities and Futures Commission Tai-Cai-Zheng-Liu-Zi No. 0930128050	Approval No. from the Financial Supervisory Commission Jin-Guan-Zheng-Shen-Zi No. 1130349292

March 26, 2026

Tainergy Tech Co., Ltd. and Subsidiaries

Consolidated Balance Sheets

December 31, 2025 and 2024

Unit: NT$ thousand

Code	Item	2025	%	2024	%
ASSETS					
Current Assets					
1100	Cash and Cash Equivalents	388,331	16	549,857	22
1110	Financial Assets at FVTPL – Current	180,166	8	101,035	4
1136	Financial Assets at Amortized Cost – Current	-	-	27,973	1
1150	Notes Receivable – Non-related Parties	91	-	-	-
1170	Accounts Receivable – Non-related Parties	12,252	1	8,889	-
1180	Accounts Receivable – Related Parties	1,839	-	1,470	-
1200	Other Receivables	7,687	-	20,126	1
1210	Other Receivables – Related Parties	265,354	11	314,145	12
1220	Current Income Tax Assets	6,304	-	3,936	-
130X	Inventories	54,986	2	49,493	2
1421	Prepayments	66,529	3	67,572	3
1470	Other Current Assets	7,634	-	16,040	1
11XX	**Total Current Assets**	**991,173**	**41**	**1,160,536**	**46**
Non-current Assets					
1520	Financial Assets at FVOCI – Non-current	42,685	2	42,685	2
1535	Financial Assets at Amortized Cost – Non-current	5,529	-	5,928	-
1550	Investments Accounted for Using Equity Method	242,319	10	245,476	10
1600	Property, Plant and Equipment	643,913	27	742,277	29

Code	Item	2025	%	2024	%
1755	Right-of-use Assets	210,796	9	95,160	4
1760	Investment Property	151,881	6	172,842	7
1780	Intangible Assets	2,092	-	1,700	-
1915	Prepayments for Equipment	94,142	4	39,587	1
1920	Refundable Deposits	15,858	1	18,997	1
1975	Net Defined Benefit Assets – Non-current	1,956	-	-	-
1990	Other Non-current Assets	3,000	-	6,000	-
15XX	**Total Non-current Assets**	**1,414,171**	**59**	**1,370,652**	**54**
1XXX	**TOTAL ASSETS**	**2,405,344**	**100**	**2,531,188**	**100**
LIABILITIES AND EQUITY					
Current Liabilities					
2100	Short-term Borrowings	30,000	1	76,309	3
2130	Contract Liabilities – Current	7,853	-	4,216	-
2170	Accounts Payable – Non-related Parties	17,158	1	2,625	-
2200	Other Payables	59,282	3	121,655	5
2220	Other Payables – Related Parties	270,650	11	394,040	16
2280	Lease Liabilities – Current	41,022	2	20,023	1
2310	Advances Received	10,622	-	129	-
2313	Deferred Revenue – Current	84	-	2,985	-
2320	Current Portion of Long-term Borrowings	28,448	1	31,967	1
2399	Other Current Liabilities	5,172	-	5,421	-
21XX	**Total Current Liabilities**	**470,291**	**19**	**659,370**	**26**
Non-current Liabilities					
2540	Long-term Borrowings	62,233	3	90,681	4
2550	Provisions – Non-current	2,014	-	2,014	-
2570	Deferred Income Tax Liabilities	1,104	-	1,330	-

Code	Item	2025	%	2024	%
2580	Lease Liabilities – Non-current	103,032	4	3,870	-
2630	Deferred Revenue – Non-current	57,214	3	58,779	3
2640	Net Defined Benefit Liabilities – Non-current	-	-	5,472	-
2645	Guarantee Deposits Received	7,721	-	7,690	-
2670	Other Non-current Liabilities	5,714	-	7,619	-
25XX	**Total Non-current Liabilities**	**239,032**	**10**	**177,455**	**7**
2XXX	**TOTAL LIABILITIES**	**709,323**	**29**	**836,825**	**33**
Equity Attributable to Owners of the Company					
3110	Share Capital	2,250,000	94	2,250,000	89
3200	Capital Surplus	71,309	3	342,927	13
3350	Accumulated Deficit	(333,367)	(14)	(466,022)	(18)
3410	Exchange Differences on Translation of Foreign Operations	(413,573)	(17)	(426,700)	(17)
3420	Unrealized Gain (Loss) on FVOCI Financial Assets	(20,742)	(1)	(20,742)	(1)
3400	**Total Other Equity**	**(434,315)**	**(18)**	**(447,442)**	**(18)**
31XX	**Total Equity Attributable to Owners**	**1,553,627**	**65**	**1,679,463**	**66**
36XX	Non-controlling Interests	142,394	6	14,900	1
3XXX	**TOTAL EQUITY**	**1,696,021**	**71**	**1,694,363**	**67**
TOTAL	**TOTAL LIABILITIES AND EQUITY**	**2,405,344**	**100**	**2,531,188**	**100**

The accompanying notes are an integral part of these consolidated financial statements.

Chairman: Hsieh, Ming-Kai
President: Chen, Yi-Kuang
Chief Accounting Officer: Yu, Hsiu-Chen

Tainergy Tech Co., Ltd. and Subsidiaries

Consolidated Statements of Comprehensive Income

For the Years Ended December 31, 2025 and 2024

Unit: NT$ thousand, except loss per share (NT$)

Code	Item	2025	%	2024	%
Operating Revenue					
4100	Net Sales Revenue	89,337	100	367,746	100
Operating Costs					
5110	Cost of Goods Sold	(220,427)	(247)	(506,668)	(138)
5900	**Gross Loss**	**(131,090)**	**(147)**	**(138,922)**	**(38)**
Operating Expenses					
6100	Selling Expenses	(27,093)	(30)	(22,668)	(6)
6200	Administrative Expenses	(141,216)	(158)	(159,074)	(43)
6300	Research and Development Expenses	(126,775)	(142)	(175,533)	(48)
6450	Expected Credit Loss (ECL) (Loss) Reversal Gain	(67)	-	180	-
6000	**Total Operating Expenses**	**(295,151)**	**(330)**	**(357,095)**	**(97)**
6500	Other Gains and Losses, Net	(13,784)	(15)	(249,340)	(68)
6900	**Operating Loss**	**(440,025)**	**(492)**	**(745,357)**	**(203)**
Non-operating Income and Expenses					
7100	Interest Income	15,536	17	26,409	7
7190	Other Income	51,924	58	71,371	20
7020	Other Gains and Losses	7,133	8	30,832	9
7050	Finance Costs	(20,461)	(23)	(10,046)	(3)
7060	Share of Loss of Associates and Joint Ventures	(4,021)	(4)	(3,076)	(1)
7000	**Total Non-operating Income and Expenses**	**50,111**	**56**	**115,490**	**32**
7900	**Loss Before Income Tax**	**(389,914)**	**(436)**	**(629,867)**	**(171)**
7950	Income Tax Benefit (Expense)	103	-	(111)	-

Code	Item	2025	%	2024	%
8200	**Net Loss for the Year**	**(389,811)**	**(436)**	**(629,978)**	**(171)**
Other Comprehensive Income (OCI)					
8311	Remeasurement of Defined Benefit Plans	4,246	5	500	-
8361	Exchange Differences on Translation of Foreign Operations	13,127	14	33,155	9
8300	**Total Other Comprehensive Income (Net of Tax)**	**17,373**	**19**	**33,655**	**9**
8500	**Total Comprehensive Loss for the Year**	**(372,438)**	**(417)**	**(596,323)**	**(162)**
Profit (Loss) Attributable to:					
8610	Owners of the Company	(214,518)	(240)	(466,522)	(127)
8620	Non-controlling Interests	(175,293)	(196)	(163,456)	(44)
8600	**Net Loss for the Year**	**(389,811)**	**(436)**	**(629,978)**	**(171)**
Total Comprehensive Income Attributable to:					
8710	Owners of the Company	(197,145)	(221)	(432,867)	(118)
8720	Non-controlling Interests	(175,293)	(196)	(163,456)	(44)
8700	**Total Comprehensive Loss for the Year**	**(372,438)**	**(417)**	**(596,323)**	**(162)**
Earnings Per Share (EPS)					
9710	Basic EPS (NT$)	(0.95)		(2.07)	
9810	Diluted EPS (NT$)	(0.95)		(2.07)	

The accompanying notes are an integral part of these consolidated financial statements.

Chairman: Hsieh, Ming-Kai
President: Chen, Yi-Kuang
Chief Accounting Officer: Yu, Hsiu-Chen

Tainergy Tech Co., Ltd. and Subsidiaries

Consolidated Statements of Changes in Equity

For the Years Ended December 31, 2025 and 2024

Unit: NT$ thousand

Code	Item	Shares (thousand)	Share Capital	Capital Surplus	Accumulated Deficit	Exchange Differences	Unrealized Gain (Loss) on FVOCI	Non-controlling Interests	Total Equity
A1	Balance at January 1, 2024	225,000	2,250,000	771,118	(428,191)	(459,855)	(20,742)	178,356	2,290,686
	Changes in Capital Surplus:								
C11	Capital Surplus Used to Offset Deficit	-	-	(428,191)	428,191	-	-	-	-
D1	Net Loss for 2024	-	-	-	(466,522)	-	-	(163,456)	(629,978)
D3	Other Comprehensive Income for 2024	-	-	-	500	33,155	-	-	33,655
D5	Total Comprehensive Income for 2024	-	-	-	(466,022)	33,155	-	(163,456)	(596,323)

Code	Item	Shares (thousand)	Share Capital	Capital Surplus	Accumulated Deficit	Exchange Differences	Unrealized Gain (Loss) on FVOCI	Non-controlling Interests	Total Equity
Z1	Balance at December 31, 2024	225,000	2,250,000	342,927	(466,022)	(426,700)	(20,742)	14,900	1,694,363
	Changes in Capital Surplus:								
C11	Capital Surplus Used to Offset Deficit	-	-	(342,927)	342,927	-	-	-	-
M7	Changes in Ownership Interests in Subsidiaries	-	-	71,309	-	-	-	(71,309)	-
D1	Net Loss for 2025	-	-	-	(214,518)	-	-	(175,293)	(389,811)
D3	Other Comprehensive Income for 2025	-	-	-	4,246	13,127	-	-	17,373
D5	Total Comprehensive Income for 2025	-	-	-	(210,272)	13,127	-	(175,293)	(372,438)
O1	Changes in Non-controlling Interests	-	-	-	-	-	-	374,096	374,096

Code	Item	Shares (thousand)	Share Capital	Capital Surplus	Accumulated Deficit	Exchange Differences	Unrealized Gain (Loss) on FVOCI	Non-controlling Interests	Total Equity
Z1	Balance at December 31, 2025	225,000	2,250,000	71,309	(333,367)	(413,573)	(20,742)	142,394	1,696,021

The accompanying notes are an integral part of these consolidated financial statements.

Chairman: Hsieh, Ming-Kai
President: Chen, Yi-Kuang
Chief Accounting Officer: Yu, Hsiu-Chen

Tainergy Tech Co., Ltd. and Subsidiaries

Consolidated Statements of Cash Flows

For the Years Ended December 31, 2025 and 2024

Unit: NT$ thousand

Code	Item	2025	2024
Cash Flows from Operating Activities			
A10000	Loss Before Income Tax	(389,914)	(629,867)
A20010	Adjustments:		
A20100	Depreciation Expense	170,007	185,125
A20200	Amortization Expense	4,133	1,442
A20300	Expected Credit Loss (ECL) (Gain) Loss	67	(180)
A20400	Net Gain on Financial Assets and Liabilities at FVTPL	(2,362)	(3,597)
A20900	Finance Costs	20,461	10,046
A21200	Interest Income	(15,536)	(26,409)
A21300	Dividend Income	(2,096)	(11,470)
A22300	Share of Loss of Associates and Joint Ventures	4,021	3,076
A22500	(Gain) Loss on Disposal of PPE	(4,348)	160
A23700	Impairment Loss on Non-financial Assets	13,784	249,340
A23800	Inventory Write-down (Reversal)	14,795	(14,628)
A29900	Reversal of Deferred Revenue	(4,639)	(15,048)
A30000	Changes in Operating Assets and Liabilities:		
A31115	Financial Assets at FVTPL	(76,769)	8,962
A31130	Notes Receivable – Non-related Parties	(91)	-
A31150	Accounts Receivable – Non-related Parties	(3,430)	14,606
A31160	Accounts Receivable – Related Parties	(369)	(1,470)
A31180	Other Receivables	12,422	(11,461)
A31200	Inventories	(21,144)	71,098
A31230	Prepayments	1,043	(7,934)
A31990	Other Non-current Assets	3,000	9,349

Code	Item	2025	2024
A32125	Contract Liabilities	3,637	(624)
A32150	Accounts Payable	14,533	(30,828)
A32180	Other Payables	(30,385)	(43,904)
A32190	Other Payables – Related Parties	(1,158)	2,274
A32200	Provisions	-	(42)
A32210	Advances Received	10,493	(9,961)
A32230	Other Current Liabilities	(249)	123
A32240	Net Defined Benefit Liabilities	(3,182)	-
A32250	Deferred Revenue	-	3,956
A32990	Other Non-current Liabilities	(1,905)	(10,476)
A33000	Cash Generated from Operations	(285,181)	(258,342)
A33100	Interest Received	20,608	22,662
A33300	Interest Paid	(11,403)	(6,671)
A33500	Income Taxes Paid	(2,368)	(1,361)
AAAA	**Net Cash Used in Operating Activities**	**(278,344)**	**(243,712)**
Cash Flows from Investing Activities			
B00050	Disposal of Financial Assets at Amortized Cost	28,372	45,973
B02700	Acquisition of Property, Plant and Equipment	(173,000)	(210,419)
B02800	Proceeds from Disposal of PPE	4,348	5
B03800	Decrease in Refundable Deposits	3,139	8,012
B04400	Decrease in Other Receivables – Related Parties	43,736	80,694
B04500	Acquisition of Intangible Assets	(4,529)	(1,686)
B06600	Decrease in Other Financial Assets	8,406	6,346
B07100	Increase in Prepayments for Equipment	(55,908)	(39,586)
B07600	Dividends Received	2,096	11,470
BBBB	**Net Cash Used in Investing Activities**	**(143,340)**	**(99,191)**
Cash Flows from Financing Activities			
C00100	Increase in Short-term Borrowings	-	70,000

Code	Item	2025	2024
C00200	Decrease in Short-term Borrowings	(46,309)	(85,018)
C01600	Proceeds from Long-term Borrowings	-	35,000
C01700	Repayment of Long-term Borrowings	(31,967)	(26,786)
C03000	Increase in Guarantee Deposits Received	31	-
C03100	Refund of Guarantee Deposits	-	(5,887)
C03700	Increase in Other Payables – Related Parties	-	165,000
C04020	Repayment of Lease Liabilities	(48,918)	(38,394)
C05800	Changes in Non-controlling Interests	374,096	-
CCCC	**Net Cash Provided by Financing Activities**	**246,933**	**113,915**
DDDD	Effect of Exchange Rate Changes on Cash	13,225	10,884
EEEE	**Net Decrease in Cash and Cash Equivalents**	**(161,526)**	**(218,104)**
E00100	Cash and Cash Equivalents at Beginning of Year	549,857	767,961
E00200	Cash and Cash Equivalents at End of Year	**388,331**	**549,857**

The accompanying notes are an integral part of these consolidated financial statements.

Chairman: Hsieh, Ming-Kai
President: Chen, Yi-Kuang
Chief Accounting Officer: Yu, Hsiu-Chen

Attachment 4 Transactions with Related Parties, Specific Companies, and Group Enterprises in 2025

Tainergy Tech Co., Ltd.

Unit: NT$ thousand

Transaction Item	Kenmec Mechanical Engineering Co., Ltd.	Chang Hong New Energy Co., Ltd.	TAISIC Materials Corp.	TAI VISION CO., LTD.	Thuntech Co., Ltd.
Purchases					
Sales			3,300		
Property transactions – acquisition	7,253	1,183			
Property transactions – disposal	19,903				
Gain (loss) on disposal of property	685				
Lease of property – rental expense	2,530				
Lease of property – rental income					
Processing revenue (consignment)					
Processing costs (outsourcing)					
Power plant maintenance expenses		4,946			
Interest expense	46				
Interest income			7,873	2,683	108
Other expenses		17			
Other income					

Attachment 5 Report on Directors' Remuneration for 2025

Tainergy Tech Co., Ltd.

Explanation:

The remuneration policy, system, standards, and structure for directors and independent directors of the Company are determined based on factors such as their duties, risks undertaken, and time commitment, and the relationship between such factors and the amount of remuneration is described as follows:

The Company has established the "Regulations Governing Directors' Remuneration," which stipulate the remuneration for directors in performing their duties. The calculation method is as follows:

Category 1: Monthly Fixed Remuneration for Duties Performed

1. Independent directors receive a monthly remuneration of NT$50,000 (including NT$10,000 for serving as members of functional committees, such as the Remuneration Committee).
2. Directors providing endorsements and guarantees for the Company receive a monthly remuneration of NT$50,000.
3. General directors receive a monthly remuneration of NT$30,000.

Category 2: Meeting Attendance Fees

1. For attendance at Remuneration Committee meetings, Audit Committee meetings, key audit matters meetings, and Board of Directors meetings:
   - Directors attending in person receive NT$5,000 per meeting.
   - For video conference attendance, except for the chairperson who receives NT$5,000, other attendees receive NT$3,000.
2. For attendance at the shareholders' meeting in person, directors receive NT$10,000 per meeting.
3. If multiple meetings are attended on the same day, only one attendance fee shall be paid.

Category 3: Remuneration Based on Annual Profit

In accordance with Article 27 of the **Company's** Articles of Incorporation.

1. The allocation of remuneration based on annual profits is determined primarily with reference to each director’s term of office, attendance at meetings, and contributions to the Company (including but not limited to shareholding and provision of endorsements and guarantees for the Company, etc.).

The remuneration received by the directors of the Company for 2025 is as follows:

Tainergy Tech Co., Ltd.

Remuneration of Directors and Independent Directors

As of December 31, 2025

Unit: NT$ thousand

Table (Simplified Header)

Title	Name	Salary	Pension	Dir. Fees	Exec. Exp.	Subtotal (A–D)	Salary/Bonus (E)	Pension (F)	Emp. Comp. (G)	Total (A–G)	Other Comp.
Chairman	Kenmec Rep.: Hsieh Ching-Fu	242	-	-	15	257	4,487	-	-	4,744	10,318
Chairman	Hsieh Ming-Kai	335	-	-	25	360	1,916	1,659	-	3,935	3,116
Director	Kenmec Rep.: Shen Li-Chuan	360	-	-	35	395	-	-	-	395	4,511
Director	Hsieh Ming-Chih	360	-	-	18	378	-	-	-	378	2,246
Director	Chen Chien-Liang	360	-	-	33	393	-	-	-	393	-
Ind. Director	Kan Yao-Jung	600	-	-	31	631	-	-	-	631	-
Ind. Director	Wang Chia-Hsiang	242	-	-	18	260	-	-	-	260	-
Ind. Director	Yeh Fu-Ling	242	-	-	20	262	-	-	-	262	-
Ind. Director	Li Yu-Lan	358	-	-	23	381	-	-	-	381	-
Ind. Director	Chang Shu-Wei	358	-	-	21	379	-	-	-	379	-

Attachment 6 Capital Increase of TAISIC Materials Corp. – Partial Waiver of Subscription Rights

Tainergy Tech Co., Ltd.

I. Purpose and Compliance

TAISIC Materials Corp. (“TAISIC”), a subsidiary of the Company, resolved at the Board meeting on March 3, 2026 to conduct a cash capital increase of 20,000,000 shares at an issue price of NT$35 per share in connection with its listing plan.

1. **Subscription Rights:**
   Based on the Company’s shareholding ratio of 42.2849%, the Company was originally entitled to subscribe for 7,611,290 shares, amounting to NT$266,395,150.
2. **Compliance Consideration:**
   Pursuant to Article 19 of the TWSE Listing Review Rules, the combined shareholding of the parent company, subsidiaries, and related parties shall not exceed 70%.
   To meet shareholding dispersion requirements while protecting shareholders’ interests, the Company proposes to transfer its preemptive subscription rights to all shareholders in proportion to their shareholdings.
3. **Shareholding Impact:**
   Upon completion, the Company’s shareholding in TAISIC is expected to decrease from 42.2849% to 32.8883% (after considering dilution from employee subscription).

II. Pricing Reasonableness

1. **Net Value Reference:**
   The issue price of NT$35 per share is based on TAISIC’s latest self-assessed financial statements as of December 31, 2025, with a net value of NT$3.37 per share.
   The issue price is significantly higher than the net value.
2. **Independent Expert Opinion:**
   An independent expert has issued a valuation report with an estimated range of NT$32.89 to NT$40.47.
   Considering TAISIC is in a growth stage, the pricing is consistent with valuation trends and is considered reasonable.

III. Impact on Shareholders’ Equity

1. **Financial Perspective:**

- **Capital Preservation:**
  In view of rapid changes in the solar industry, the Company must maintain sufficient working capital.
  Waiving the subscription avoids a cash outflow of approximately NT$266 million and strengthens liquidity.
- **Strategic Investor Participation:**
  Any unsubscribed portion will be arranged by TAISIC's Chairman for subscription by strategic investors, which is expected to enhance external resources, customer development, and supply chain stability, contributing positively to the Group's long-term development.

2. **Operational Perspective:**
   - **Control Maintained:**
     Although the shareholding ratio decreases, the Company retains substantial control over TAISIC through board representation and key operational decisions.
   - **Consistent Investment Strategy:**
     The dilution is for listing compliance purposes and does not affect the Company's long-term investment strategy.

IV. Conclusion

In summary, the proposed approach of waiving preemptive subscription rights and allocating them to all shareholders not only facilitates shareholding dispersion in compliance with listing requirements, but also, based on professional evaluation, does not impair the interests of the Company's shareholders.

Overall, the plan achieves a balance among regulatory compliance, financial flexibility, and group synergy.

Appendix I Articles of Incorporation

Tainergy Tech. Co., Ltd.

Chapter 1. General Provisions

Article 1: The Company has been duly incorporated in accordance with the provisions of the Company Act governing companies limited by shares, under the name of "太極能源科技股份有限公司", and its English name is "TAINERGY TECH CO., LTD.".

Article 2: The Company's business scope shall include the following:

I.	CC01010 Manufacture of Power Generation, Transmission and Distribution Machinery
II.	CC01060 Wired Communication Mechanical Equipment Manufacturing
III.	CC01070 Wireless Communication Mechanical Equipment Manufacturing
IV.	CC01080 Electronics Components Manufacturing
V.	CC01090 Manufacture of Batteries and Accumulators
VI.	D401010 Thermal Energy Supply
VII.	E604010 Machinery Installation
VIII.	E701030 Controlled Telecommunications Radio-Frequency Devices Installation Engineering
IX.	F113010 Wholesale of Machinery
X.	F113110 Wholesale of Machinery
XI.	F213080 Retail Sale of Machinery and Tools
XII.	F119010 Wholesale of Electronic Materials
XIII.	F213110 Retail Sale of Batteries
XIV.	F219010 Retail Sale of Electronic Materials
XV.	F401010 International Trade
XVI.	I501010 Product Designing
XVII.	IG02010 Research and Development Service
XVIII.	IG03010 Energy Technical Services
XIX.	CA04010 Surface Treatments
XX.	ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.

Article 3: The Company may, based on its business needs, provide guarantees externally and make re-investments in other business enterprises. The total amount of such re-investments may exceed 40% of the paid-up capital of the Company

Article 4: The Company's headquarters shall be located in Taoyuan City, and branches may be established in appropriate locations domestically or abroad if necessary. The establishment and dissolution of any such branch shall be determined by the Board of Directors.

Chapter 2. Shares

Article 5: The total capital of the Company shall be NTD 5,000,000,000, divided into 500,000,000 shares at NTD 10 per share and issued in tranches. Of the said total capital, an amount of NTD 20,000,000 shall be retained and divided into 2,000,000 shares at NTD 10 per share for exercising stock options against stock option certificates, preferred stocks with stock options or corporate bonds with stock options.

Article 6: The Company's shares are registered and are issued in accordance with the Company Act and other applicable laws and regulations. The shares issued by the Company are exempted from printing, provided that such shares are kept in custody by or registered with a securities depository body, and shall be handled in accordance with the requirements of such depository body. The Company shall manage its shares and related matters in accordance with the "Regulations Governing the Administration of Shareholder Services of Public Companies" promulgated by the competent authority.

Article 7: After the public listing of the Company, any proposed withdrawal of public offer of its shares shall be submitted to the shareholders' meeting for decision. This provision shall remain unchanged during the period in which the shares of the Company are listed as emerging stock and on TWSE/TPEx.

Article 8: No change may be made to the shareholder register within 30 days before a regular shareholders' meeting is convened or 15 days before a special shareholders' meeting is convened; or within 60 days before a regular shareholders' meeting is convened or 30 days before a special shareholders' meeting is convened after the public listing of the Company; or within 5 days before the record date on which the Company has decided to distribute dividends and bonuses or other benefits.

Article8-1: In accordance with the Company Act, shares bought back by the Company, employee share subscription warrants and new restricted employee stock, and additional shares may be transferred, distributed, or subscribed to employees of parents or subsidiaries of the Company meeting certain specific requirements. The criteria shall be determined by the Board of Directors.

Chapter 3. Shareholders' Meeting

Article 9: The shareholders' meeting may be convened on a regular or special basis. A regular meeting shall be convened at least annually within six months after the end of each fiscal year. A special meeting may be convened whenever necessary. The Company's shareholders' meeting may be convened by videoconference or other means announced by the central competent authority. In case of natural disasters, accidents, or other force majeure events, the central competent authority may promulgate a ruling that authorizes a company which does not have above provision in its Articles of Incorporation to hold its shareholders' meeting by means of videoconference or other promulgated methods within a certain period of time.

In case a shareholders' meeting is proceeded via videoconference, the shareholders taking part in such videoconference shall be deemed to have attended the meeting in person.

For the preceding two paragraphs, a public company shall be subject to prescriptions provided for by the competent authority in charge of securities affairs.

Article 10: Any shareholder who is unable to attend a shareholders' meeting for whatever reason may appoint a proxy to attend the meeting by presenting a letter of attorney which indicates the scope of authorization. . After the public listing of the Company, the appointment of a proxy by any shareholder to attend a meeting shall be subject to the “Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies”.

Article 11: A shareholder of the Company shall have one voting right for each share held, except for any shareholder whose shares are restricted or who is deemed as having no voting rights under Paragraph 2, Article 179 of the Company Act.

Article 12: The Chairman of the Board of Directors shall preside over a shareholders' meeting. If the Chairman is on leave or is absent for whatever reason, the Chairman shall appoint one of the directors to act on his/her behalf. Where the Chairman fails to make such appointment, the directors shall select one of them to act on behalf of the Chairman. If a shareholders' meeting is convened by any person other than the Board of Directors who has the right to do so, the meeting shall be presided over by that person. Where there are two or more such persons, they shall select one of them to preside over the meeting.

Article 13: Except as otherwise provided by the Company Act, any resolution of a shareholders' meeting shall be adopted by a majority of the voting rights held by the shareholders attending the meeting at which shareholders representing a majority of the total outstanding shares are present.

Chapter 4. Directors and the Audit Committee

Article 14: The Company shall have seven to eleven directors serving a three-year term, who shall be elected under a candidate nomination system by the shareholders' meeting from a list of candidates. The directors may be reelected for consecutive terms. The number of directors shall be determined by the Board of Directors.

Article 15: Upon the expiration of the term of directors, if no new election has been held in time, their term shall be extended for performing their duties until newly elected directors take office. Notwithstanding the foregoing, the competent authority may, by its authority, order the Company to hold a new election within a limited period. If no new election has been held before the expiration of such a period, the directors shall be discharged upon the expiration thereof.

Article 16: Where at least one-third of the seats of directors are vacant, the Board of Directors shall convene a special shareholders' meeting within 30 days or, after the public listing of the Company, within 60 days to hold a by-election. The term of each director elected as such shall be limited to the remaining term of his/her predecessor.

Article 17: At least three of the directors of the Company shall be independent directors. The professional competence, shareholdings, restrictions on concurrent positions, methods of nomination and election and other requirements of such independent directors shall be subject to Article 192-1 of the Company Act and the applicable regulations of the competent authority of securities.

Article 18: The Board of Directors shall consist of the Company's directors. The Chairman shall be elected by a majority of the directors attending a meeting of the Board of Directors at which at least two-thirds of directors are present. The Chairman shall represent the Company externally.

Article 19: Except as otherwise provided by the Company Act, any meeting of the Board of Directors shall be convened and presided over by the Chairman. If the Chairman is on leave or unable to perform his/her duties for whatever reason, the Chairman shall appoint one of the directors to act on his/her behalf. Where the Chairman fails to make such appointment, the directors shall select one of them to act on behalf of the Chairman.

Article 20: Unless otherwise provided for in the Company Act, any resolution of the Board of Directors shall be adopted by a majority of the directors attending a meeting of the Board of Directors at which a majority of directors are present.

Article 21: Any director who is unable to attend a meeting of the Board of Directors may appoint any other director to act on his/her behalf by presenting a letter of attorney which indicates the scope of authorization regarding the reasons for convening the meeting. The Board may convene via teleconferencing and the directors participating in the teleconference shall be deemed attending the Board session in person.

Article 22: The Company may take out liability insurance for its directors covering the liability they are legally required to bear in relation to the performance of their duties.

Article 23: The Board of Directors shall be authorized to determine the remuneration for the Chairman and directors based on the extent of their participation in and contributions to the operations of the Company, taking into consideration the general standards of the industry.

Article 24: The Company shall establish an Audit Committee consisting of all the independent directors. The number of members, term, duties and rules of procedure of the Audit Committee shall, in accordance with the "Regulations Governing the Exercise of Powers by Audit Committees of Public Companies", be separately set forth in the "Rules of Organization of the Audit Committee".

Chapter 5. Manager

Article 25: The Company may appoint a manager to conduct all its business in accordance with the policies decided by the Board of Directors. Their appointment, discharge and compensation shall be subject to Article 29 of the Company Act.

Chapter 6. Accounting

Article 26: At the end of each fiscal year of the Company, the Board of Directors shall prepare the following documents and submit them to the shareholders' meeting for ratification:

I. Business report.
II. Financial statements.
III. Motion for profit distribution or loss compensation.

Article 27: 5%–15% of the Company's annual profits, (this allocation includes a minimum of no less than 1% designated for salary adjustments or remuneration distribution to frontline employees) if any, shall be appropriated as employee remuneration which may be distributed in shares or in cash as decided by the Board of Directors. Such employee remuneration may be distributed to the employees of affiliated companies who have met certain requirements. The Board of Directors may decide to appropriate 1%–3% of the amount of the said profits as directors' remuneration. The proposals for distribution of the remuneration for employees and directors shall be submitted in a report to the shareholders' meeting. If the Company has accumulated losses, an equivalent amount from the profits shall be reserved as compensation for such losses before the remuneration to employees and directors is appropriated by the aforementioned percentages.

The profits under the preceding paragraph shall mean the net profits before tax of each fiscal year prior to deduction of the remuneration for employees and directors.

Article 28:

I. The Company's earnings, if any, in its annual final account shall be first used to pay taxes and make compensation for its accumulated losses, and then 10% of the said profits shall be set aside as legal reserves, unless the amount of such legal reserves has reached the paid-up capital of the Company. The remaining amount of the said profits shall be set aside or reversed as special reserves as required by law or the competent authority. Any balance thereof still available shall, together with the undistributed earnings accumulated at the year's beginning and the "adjusted amount of the annual undistributed earnings", be submitted by the Board of Directors in the form of a proposal for distribution to the shareholders' meeting for ratification.

The shareholder bonus in the preceding paragraph distributed in the form of cash ,statutory surplus reserves and capital reserves is authorized to a Board meeting attended by more than two-thirds of the directors and resolution by a majority of the directors present at the meeting, and shall be reported to the shareholders' meeting.

When the Company provides special reserves in accordance with the law, the insufficient amounts in "net increase in fair value of investment property accumulated in prior periods" and "net decrease in other equity accumulated in prior periods" shall be provided by the same amount from the special reserves of prior years' undistributed earnings prior to the distribution of earnings. If the amount is still insufficient, the same amount shall be provided from current net income after tax plus items other than current net income after tax.

II. Dividend policy:

1. The Company's business is currently in the stage of operational growth, requiring profits to be retained as funding necessary for operational growth and investments. Therefore, the Company currently adopts a "balance as dividend" policy, giving consideration to the distribution of a balanced dividend equaling at least 50% of the annual net profits after tax. The Board of Directors may, however, submit a proposal for distribution to the shareholders' meeting for decision after taking into account the actual funding situation of the Company.
2. Earnings may be distributed in the form of a combination of cash and stock dividends, provided that cash dividend is at least 20% of the total dividend. The shareholders' meeting may, however, make adjustment thereto based on future funding plans.

Chapter 7. Supplementary Provisions

Article 29: The organizational regulations and working rules of the Company shall be established separately.

Article 30: Matters not provided in this Articles of Incorporation shall be subject to the Company Act and other applicable laws.

Article 31: This Articles of Incorporation was established on April 26, 2007.
1st amendment on June 19, 2008.
2nd amendment on June 10, 2009.
3rd amendment on June 9, 2011.
4th amendment on June 28, 2012.

5th amendment on June 28, 2013.
6th amendment on June 27, 2014.
7th amendment on June 30, 2015.
8th amendment on June 6, 2016.
9th amendment on June 24, 2020.
10th amendment on August 24, 2021.
11th amendment on June 23, 2022.
12th amendment on June 27, 2023
13th amendment on May 27, 2025

Appendix II Rules of Procedure for Shareholders' Meeting

Tainergy Tech. Co., Ltd.

Article 1: For the purposes of building a system for good governance of the shareholders' meeting of the Company, ensuring its sound supervisory functions and strengthening its management capability, these Rules of Procedure (hereinafter referred to as the "Rules") has been established in accordance with Article 5 of the Corporate Governance Best Practice Principles for TWSE/TPEx Listed Companies.

Article 2: Except as otherwise provided by law or the Articles of Incorporation, the rules of procedure for the shareholders' meeting of the Company shall be governed by these Rules.

Article 3: Except as otherwise provided by law, the shareholders' meeting of the Company shall be convened by the Board of Directors.

Any change of the method of convening a shareholders' meeting shall be resolved by the Board of Directors. The change shall be made at the latest prior to sending the letter of notification of the shareholders' meeting.

A meeting agenda handbook shall be prepared for any regular shareholders' meeting convened, for which a 30-day prior notice shall be given to all shareholders. Any shareholder holding less than 1,000 registered shares may be given such 30-day prior notice by a public disclosure made on the MOPS.

The shareholders' meeting agenda handbook and supplemental materials shall be made available for the shareholders in the following manners on the day of a shareholders' meeting:

I. Where a physical shareholders' meeting is held, they shall be made available on-site at the meeting.

II. Where a hybrid shareholders' meeting is convened, they shall be made available on-site at the meeting and electronic files shall be sent to the meeting platform of the videoconference.

III. Where a videoconference is convened, electronic files shall be sent to the meeting platform of the videoconference.

For any special shareholders' meeting convened, a 15-day prior notice shall be given to all shareholders. Any shareholder holding less than 1,000 registered shares may be given such 15-day prior notice by a public disclosure made on the MOPS.

The notices and public announcements shall expressly provide the subjects of the meeting and may be served in electronic means subject to consent by the target addressees.

The election or discharge of directors, amendment to the Articles of Incorporation, capital reduction, application for cessation of public offering, approval for directors to compete with the Company, capital increase from retained earnings or capital reserve, the dissolution, merger or division of the Company or the matters set forth in 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 included in the notice to convene a meeting of shareholders and the essential content shall be explained, and it may not be proposed in the form of an extraordinary motion.

Any shareholder holding 1% or more of the total outstanding shares may submit to the Company a proposal for any regular shareholders' meeting. Such a proposal, however, shall be limited to one item only, and no proposal containing more than one item will be included in the meeting agenda. Where any of the circumstances under Article 172-1, Paragraph 4 of the Company Act applies to a proposal submitted by any shareholder, the Board of Directors may exclude it from the meeting agenda. Any shareholder may submit a proposal for suggestions on urging the Company to enhance public interest or fulfill social responsibility. Procedurally, a shareholder may submit only one such proposal in accordance with Article 172-1 of the Company Act, and no proposal will be included in the meeting agenda if more than one has been submitted.

The Company shall announce the accepting of proposals submitted by shareholders, the method for accepting proposals in writing or by way of electronic transmission, and the location and period for accepting proposals before the Company suspends the transfer of stocks before the convening of the regular shareholders' meeting. The period for accepting proposals shall not be shorter than 10 days.

An issue proposed by a shareholder shall not exceed the maximum of 300 Chinese characters and an issue that exceeds 300 Chinese characters shall not be entered into the agenda. A shareholder who poses a proposal shall participate in the shareholders' meeting either in person or through a proxy and shall participate in the discussion process of the issue so proposed.

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. On issues proposed by shareholders which are not entered into the agenda, the Board of Directors shall explain the reasons why during the shareholders' meeting.

Article 4: For each shareholder's meeting, a shareholder may issue a proxy in the standard form printed and provided by the Company, expressly specifying the scope of the powers bestowed to delegate a proxy to attend the shareholders' meeting on his or her behalf.

A shareholder may issue one proxy and may only delegate one proxy. The proxy shall be served to the Company 5 days prior to the date scheduled for the shareholders' meeting. In case of double proxies, the proxy shall be entertained on the first come first served basis unless the preceding proxy is declared withdrawn.

After a proxy is served to the Company, if a shareholder decides to participate in the shareholders' meeting in person or to exercise voting rights in writing or through electronic means,

he or she shall inform the Company in writing to withdraw the proxy 2 days prior to the date scheduled for the shareholders' meeting. In the event that such shareholder is overdue in withdrawing the notice, the voting rights exercised by the delegated proxy shall prevail.

After a proxy is served to the Company, if a shareholder decides to participate in the shareholders' meeting by video, he or she shall inform the Company in writing to withdraw the proxy 2 days prior to the date scheduled for the shareholders' meeting. In the event that such shareholder is overdue in withdrawing the notice, the voting rights exercised by the delegated proxy shall prevail.

Article 5: (Principles for the Location and Time of the Shareholders' Meeting)

The shareholders' meeting shall be held at the location where the Company is headquartered or a location convenient for the shareholders to attend the meeting and suitable for convening the meeting. The start time of the meeting shall be no earlier than 9 a.m. and no later than 3 p.m. The opinions of the independent directors shall be given full consideration regarding the location and time of the

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

Article 6: (Preparation of Attendance Book and Other Documents)

The Company shall specify in its shareholders' meeting notices the time during which attendance registrations for shareholders, solicitors and proxies (collectively "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 shall be 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 prepare an attendance book for any attending to sign in or, alternatively, the attending shareholder may hand in a sign-in card.

The Company shall provide any attending shareholder with a meeting agenda handbook, the annual report, an attendance card, speaker's slips, voting slips and other meeting materials. Where there is an election of directors, ballots shall also be provided.

Where the government or any juristic person is a shareholder, it may be represented by more than one person at the shareholders' meeting. Any juristic person attending the shareholders' meeting as a proxy may only be represented by one person at the meeting.

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

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

Article 6-1 (Convening virtual shareholders' meetings and particulars to be included in the shareholders' meeting notice)

When convening a virtual shareholders' meeting, the Company shall include the following particulars in the shareholders' meeting notice:

I. How shareholders attend the virtual meeting and exercise their rights.
II. Actions to be taken if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events, at least covering the following particulars:
    (I) To what time the meeting is postponed or from what time the meeting will resume if the above obstruction continues and cannot be removed, and the date to which the meeting is postponed or on which the meeting will resume.
    (II) Shareholders who have not registered to attend the affected virtual shareholders' meeting shall not attend the postponed or resumed session.
    (III) In case of a hybrid shareholders' meeting, when the virtual meeting cannot be continued, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders' meeting

online, meets the minimum legal requirement for a shareholders' meeting, then the shareholders' meeting shall continue. The shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, and the shareholders attending the virtual meeting online shall be deemed abstaining from voting on all proposals on the meeting agenda of that shareholders' meeting.

(IV) Actions to be taken if the outcomes of all proposals have been announced but extraordinary motions have not been carried out.

III. To convene a virtual shareholders' meeting, appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders' meeting online shall be specified.

Article 7: (Chairperson and Attendees of the Shareholders' Meeting)

Any shareholders' meeting convened by the Board of Directors shall be presided over by the Chairman. If the Chairman is on leave or unable to perform his/her duties for whatever reason, the Vice Chairman shall act on his/her behalf. In the absence of a Vice Chairman or where the Vice Chairman is also on leave or unable to perform his/her duties for whatever reason, the Chairman shall appoint one of the executive directors to act on his/her behalf. In the absence of any executive director, one of the directors shall be appointed to act on behalf of the Chairman. Where the Chairman fails to make such appointment, the executive directors or directors shall select one of them to act on behalf of the Chairman.

Any shareholders' meeting convened by the Board of Directors should be attended by a majority of the directors.

If a shareholders' meeting is convened by any person other than the Board of Directors who has the right to do so, the meeting shall be presided over by that person. Where there are two or more such persons, they shall select one of them to preside over the meeting.

Attorneys, certified public accountants or other related persons engaged by the Company may be appointed to attend a shareholders' meeting.

Article 8: (Documentation of the Shareholders' Meeting by Audio or Video)

Audio and video records of any shareholders' meeting shall be made and retained for at least one year by the Company. Where any shareholder files a lawsuit pursuant to Article 189 of the Company Act, such records shall be retained until conclusion of the lawsuit.

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 make a continuous and uninterrupted audio and video recording of 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.

Article 9: Shares shall be the basis for the calculation of attendees at a shareholders' meeting. The number of shares in attendance shall be calculated according to the number of shares indicated by the attendance book and the shares checked in on the virtual meeting platform ,or the sign-in cards handed in, plus the number of shares whose voting rights are exercised in a written or electronic form.

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. If the attending shareholders do not represent a majority of the total outstanding shares, the chair may postpone the meeting twice at most, and the duration of such postponement may not exceed one hour in total. 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 attending shareholders after the second postponement, while still not meeting the quorum, represent at least one third of the total outstanding shares, a tentative resolution may be adopted in accordance with Article 175, Paragraph 1 of the Company Act and communicated to the shareholders to notify them that the meeting will be convened again within one 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.

If the attending shareholders before the end of the meeting already represent a majority of the total outstanding shares, the chairperson may re-propose the tentative resolution for voting at the meeting in accordance with Article 174 of the Company Act.

Article 10: (Discussion of Motions)

If a shareholders' meeting is convened by the Board of Directors, the meeting agenda shall be set by the Board of Directors. The meeting shall proceed in accordance with the set agenda, which may not be changed without a resolution of the meeting.

The provisions of the preceding paragraph shall apply mutatis mutandis to any shareholders' meeting convened by any person other than the Board of Directors who has the right to do so.

With respect to the set agenda under the preceding two paragraphs (including extempore motions), the chairperson may not unilaterally adjourn the meeting without a resolution before it ends. If the chairperson declares an adjournment in violation of these Rules, other members of the Board of Directors shall promptly assist the attending shareholders to, in accordance with legal procedures, elect a new chairperson by a majority of the voting rights held by the attending shareholders to continue the meeting.

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

After the meeting is adjourned, the shareholders may not elect another chairperson to resume the meeting at the original or other venue.

Article 11: (Statements by Shareholders)

Before any attending shareholder delivers a statement, the shareholder shall submit a speaker's slip containing the subject of his/her statement and his/her account number (or attendance card number) and account name. The chairperson shall determine the order in which the shareholder delivers his/her statement.

Any shareholder who has submitted a speaker's slip without delivering his/her statement shall be deemed as not having delivered any statement at all. In the event of any inconsistency between the statement delivered and that contained in the speaker's slip, the statement delivered shall prevail.

Unless the chairperson gives consent, no shareholder may deliver his/her statement more than twice on the same proposal, and each statement may not be delivered for more than five minutes. If the shareholder's statement violates these Rules or exceeds the scope of the proposal, the chairperson may stop the delivery of his/her statement.

When a shareholder is delivering his/her statement, any other shareholder may not interrupt with his/her own statement without consent by both the chairperson and the shareholder delivering statement. The chairperson shall stop any such interruption.

Where any shareholder who is a juristic person is represented by two or more persons at the shareholders' meeting, only one of them may be selected to deliver a statement on a proposal.

After the attending shareholders have delivered their statements, the chairperson may give or have designated persons give responses.

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

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

Article 12: (Calculation of Voting Shares and Recusal System)

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

With respect to any resolution of a shareholders' meeting, the number of shares held by any shareholder with no voting rights shall not be calculated as part of the number of the total outstanding shares.

Where any shareholder has a stake in any proposal at the meeting, and where the interest of the Company is likely to be prejudiced as a result, that shareholder may not vote on the proposal and may not exercise voting rights on behalf of 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 the attending shareholders.

Where one person has been appointed to act as a proxy for two or more shareholders, unless the person is a trust company or a stock transfer agency approved by the competent authority of securities, the voting rights exercised by the person may not exceed 3% of the voting rights of the total outstanding shares. Excessive voting rights shall not be calculated.

Article 13: A shareholder shall have one voting right for each share held, except for any shareholder whose shares are restricted or who is deemed as having no voting rights under Article 179, Paragraph 2 of the Company Act.

At a shareholders' meeting convened by the Company, voting rights may be exercised in writing or electronically. Where voting rights are exercised in writing or electronically, such means of exercise shall be expressly provided in the notice of the shareholders' meeting. Any shareholder exercising voting rights in a written or electronic form will be deemed as having attended the shareholders' meeting in person, but also deemed as having waived his/her rights with respect to the extempore motions and amendments to original proposals at that meeting.

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

Where any shareholder who has exercised voting rights in a written or electronic means intends to attend the shareholders' meeting in person, the shareholder shall withdraw his/her previous intention to exercise voting rights in the same way in which he/she has exercised voting rights at least two days before the date of the shareholders' meeting. If the said intention is withdrawn after that period, the voting rights exercised in a written or electronic form shall prevail. Where any shareholder who has exercised voting rights in a written or electronic form has appointed a proxy to attend the shareholders' meeting through a letter of attorney, the voting rights exercised by the appointed proxy at the meeting shall prevail.

Except as otherwise provided in the Company Act and the Articles of Incorporation of the Company, a proposal shall be adopted by a majority of the voting rights represented by the attending shareholders. At the time of a vote for each proposal, the chairperson or any person designated by him/her shall first announce the total number of voting rights represented by the attending shareholders The shareholders vote for each proposal, and on the same day after the conclusion of the 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 MOPS.

Where there is any amendment or alternative to a proposal, the chairperson shall determine the order in which the amended or alternative proposal together with the original one are put to a vote. If one of the proposals is adopted, the other proposal shall be deemed as rejected, and no further voting is required.

Persons responsible for monitoring and counting the votes on proposals shall be designated by the chairperson. Any vote monitor shall be a shareholder.

Votes shall be counted publicly at the venue of the shareholders' meeting, and the voting result shall be announced on-site and recorded.

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 end of the voting session, or they will be deemed to have abstained from voting.

In the event of a virtual shareholders' meeting, votes shall be counted at once after the chair announces the end of the voting session, and the results of the votes and elections shall be announced immediately.

When the Company convenes a hybrid shareholders' meeting, if shareholders who have registered to attend the virtual meeting in accordance with Article 6 decide to attend the physical shareholders' meeting in person, they shall revoke their registration two days before the shareholders' meeting in the same manner as they registered. If their registration is not revoked within the time limit, they may only attend the virtual shareholders' meeting.

When shareholders exercise voting rights by correspondence or electronic means, unless they have withdrawn the declaration of intent and attended the virtual shareholders' meeting, except for extraordinary motions, they may 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 matters)

Any election of directors at a shareholders' meeting shall be held in accordance with the applicable rules of election established by the Company, and the election result shall be announced on-site, including the names of those elected as directors and the numbers of votes with which they were elected, and the names of directors and not elected and number of votes they received.

The ballots for any election under the preceding paragraph shall be sealed with the signatures of the vote monitors and kept in proper custody for at least one year. Where any shareholder files a lawsuit pursuant to Article 189 of the Company Act, the ballots shall be retained until conclusion of the lawsuit.

Article 15: (Resolutions)

Resolutions adopted by a shareholders' meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed by or stamped with the seal of the chairperson and distributed to all shareholders within 20 days after the conclusion of the meeting. The meeting minutes under the preceding paragraph may be produced and distributed in an electronic form.

The meeting minutes under paragraph 1 may be distributed by a public disclosure made on the MOPS.

The meeting minutes shall accurately record the year, month, day and venue of the meeting, the chairperson's name, the method of resolution, a summary of the meeting and the meeting results. The meeting minutes shall be retained permanently for the duration of the existence of the Company. The attendance book or sign-in cards of the attending shareholders and the letters of attorney for proxy attendance shall be retained for at least one year. Where any shareholder files a lawsuit pursuant to Article 189 of the Company Act, the said records shall be retained until conclusion of the lawsuit.

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 name of the chair and secretary, and actions to be taken in the event of disruption to the virtual meeting platform or participation in the virtual meeting 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 shareholders' meeting, other than compliance with the requirements in the preceding paragraph, the Company shall specify in the meeting minutes alternative measures available to shareholders with difficulties in attending a virtual shareholders' meeting.

Article 16: (Public Disclosure)

On the day of a shareholders' meeting, the Company shall compile, according to the specified format, statistics of the number of shares acquired by solicitors through solicitation and 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 venue of the shareholders' meeting. In the event of 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.

If the resolutions adopted by a shareholders' meeting include material information as provided by law or defined by Taiwan Stock Exchange Corporation (or Taipei Exchange), the Company shall upload the resolutions including such information to the MOPS within the specified time period.

Article 17: (Maintenance of Order at the Meeting)

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

The chairperson may direct disciplinary officers or security guards to help maintain order at the meeting. A disciplinary officer or security guard shall wear an identification armband marked with "Discipline" while maintaining order at the meeting.

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

Where any shareholder violates these Rules and defies the chairperson's correction, obstructs the proceedings and refuses to heed calls to stop, the chairperson may direct disciplinary officers or security guards to escort the shareholder out of the meeting.

Article 18: (Break and Resumption of Meeting)

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

If the meeting venue is no longer available for continued use before all of the items (including extempore motions) on the meeting agenda have been completed, the shareholders' meeting may adopt a resolution to resume the meeting at another venue.

The shareholders' meeting may, in accordance with Article 182 of the Company Act, adopt a resolution to postpone or resume the meeting within five days.

Article 19: (Disclosure of information at virtual meetings)

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

Article 20: (Location of the chair and secretary of virtual shareholders' meeting)

When the Company convenes a virtual 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 technical issues in the communication.

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.

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

For a meeting to be postponed or resumed under the second paragraph, the number of shares represented and voting rights and election rights exercised by the shareholders who have registered to participate in the affected virtual shareholders' meeting and have successfully signed in for the meeting but do not attend the postponed or resumed session, 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 the second paragraph, no further discussion or resolution is required for proposals for which votes have been cast and counted and results have been announced, or the list of elected directors.
When the Company convenes a hybrid shareholders' meeting, and the virtual meeting cannot continue as described in the second paragraph, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders' meeting, still meets the minimum legal requirement for a shareholders' meeting, then the shareholders' meeting shall continue, and postponement or resumption thereof under the second paragraph is not required.
Under the circumstances where a meeting should continue as in the preceding paragraph, the shares represented by shareholders attending the virtual meeting 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 the meeting agenda of that shareholders' meeting.
When postponing or resuming a meeting according to the second paragraph, the Company shall handle the preparatory work based on the date of the original shareholders' meeting in accordance with the requirements listed under Article 44-20, Paragraph 7 of the Regulations Governing the Administration of Shareholder Services of Public Companies.
For the date or period set forth under the second half of Article 12 and Article 13, Paragraph 3 of the 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 the matter based on the date of the shareholders' meeting that is postponed or resumed under the second paragraph.

Article 22: (Handling of the digital divide)
When convening a virtual-only shareholders' meeting, the Company shall provide appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders' meeting.

Article 23: Supplementary Provisions:
I. Matters not provided in these Rules shall be subject to the Company Act, other applicable laws and the Articles of Incorporation.
II. These Rules and any amendment thereto shall be implemented after the adoption thereof by the shareholders' meeting.

Article 24: These Rules were established on June 19, 2008.
1st amendment on June 28, 2012.
2nd amendment on June 6, 2016.
3rd amendment on August 24, 2021.
4rd amendment on June 23, 2022

Appendix III Shareholdings of All Directors

I.The Company's paid-in capital is NT$2,250,000,000, with 225,000,000 shares issued.
As of the book closure date for the shareholders' meeting (March 24, 2026), the minimum number of shares required to be held by all directors is 12,000,000 shares.

II.The shareholdings of all directors have met the statutory minimum requirement.

III.As of the book closure date (March 24, 2026), the shareholdings of individual directors and all directors as recorded in the shareholders' register are as follows:

Title	Name	Shares Held	Shareholding Ratio
Chairman	Hsieh Ming-Kai	11,588	0.01%
Director	Kenmec Mechanical Engineering Co., Ltd. Representative: Shen Li-Chuan	61,132,856	27.17%
Director	Chen Chien-Liang	-	-
Director	Hsieh Ming-Chih	522	0%
Independent Director	Kan Yao-Jung	-	-
Independent Director	Chang Shu-Wei	-	-
Independent Director	Li Yu-Lan	-	-
Total (All Directors)		**61,144,966**	**27.18%**