



**TAIWAN PRINTED CIRCUIT BOARD  
TECHVEST CO., LTD.**

**The 2025 Annual General Meeting**

**Meeting Handbook**

**Methods : Physical Meeting**

**Date : May 28, 2025**

**Venue : Floor 2, No.12, Gongye 11th Rd., Pingzhen Dist.,  
Taoyuan City.**

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**TAIWAN PRINTED CIRCUIT BOARD TECHVEST CO., LTD.**  
**Procedures for the 2025 Annual Shareholders Meeting**

- I. Call the Meeting to Order**
- II. Chairperson Remarks**
- III. Report Items**
- IV. Ratification Items**
- V. Discussion Items**
- VI. Questions and Motions**
- VII. Adjournment**

# **TAIWAN PRINTED CIRCUIT BOARD TECHVEST CO., LTD.**

## **Agenda for the 2025 Annual Shareholders Meeting**

Time: 9:00 a.m. on Wednesday, May 28th, 2025

Venue: Floor 2, No.12, Gongye 11th Rd., Pingzhen Dist., Taoyuan City.

Liberty Pingzhen Campus Conference Room

### **I. Chairperson Calling the Meeting to Order and Remarks**

### **II. Report Items**

1. 2024 Business Report
2. Audit Committee Report
3. Report on the 2024 Distribution of Employees' Compensation and Directors' Remuneration
4. Report on the 2024 Distribution of Cash Dividends of Earning Distribution

### **III. Ratification Items**

1. 2024 Business Report and Financial Statements
2. 2024 Earnings Distribution Table

### **IV. Discussion Items**

1. Discussion of amendments to the "Articles of Incorporation"

### **V. Questions and Motions**

### **VI. Adjournment**

## **Report Items**

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

Description: Please refer to Attachment 1 (Pages 5-8) of this Handbook for the 2024 Business Report of the Company.

### **II. Audit Committee Report**

Description: Please refer to Attachment 2 (Pages 9-10) of this Handbook for the Audit Committee Report of the Company.

### **III. Report on the 2024 Distribution of Compensation to Employees and Remuneration to Directors**

Description: The distribution of compensation to employees and remuneration to directors was approved by the Board of Directors on March 12, 2025. The amount of compensation to employees and remuneration to directors were NTD 67,814,712 and NTD 13,562,942 respectively.

### **IV. Report on the 2024 Distribution of Cash Dividends of Earning Distribution**

Description: 1. According to the “Articles of Incorporation”, the Board of Directors has the duty to resolve the distribution of whole or part of the dividends and bonuses in the form of cash, and report its decision to the Shareholders Meeting.

2. After a meeting of the Board of Directors of the Company on April 11, 2025, it was approved to distribute a total amount of NTD 374,314,633 in cash dividends to shareholders for the fiscal year 2024, at a rate of NT\$ 1.38 per share (calculated to the nearest NTD). A resolution has been adopted by the Board of Directors to authorize the Chairman to set the ex-dividend date and payment date. Any fractional amount less than one New Taiwan Dollar (NTD) will be treated as other income by the Company.

3. With regard to the various matters reported in this case, if there are changes in laws and regulations, requests from the competent authority, or other factors that require adjustments to the distribution ratio, the Chairman is authorized to adjust the distribution ratio based on the actual number of outstanding shares in circulation of the Company as of the ex-dividend date and the total amount of distributable earnings.

## **Ratification Items**

### Item 1

Subject: To ratify the 2024 Business Report and Financial Statements.

(Proposed by the Board of Directors)

Description: 1. The 2024 Financial Statements were audited by Yi-Chun Chen and Shu-Ling Lien of KPMG. The abovementioned Financial Statements and 2024 Business Report were approved by the Board of Directors and review-ed by the audit committee.

2. Please refer to Attachment 1 (Pages 5-8, Attachments 3 and 4 (Pages 11-26) of this handbook for the 2024 Business Report, CPA Audit Report and Financial Statements.

Resolution:

### Item 2

Subject: To ratify the distribution of 2024 earnings.

(Proposed by the Board of Directors)

Description: 1. The Table of Distribution of 2024 Earnings was approved by the Board of Directors and audited by the audit committee.

2. Please refer to Attachment 5 (Page 27) of this handbook for the Table of Distribution of 2024 Earnings.

Resolution:

## **Discussion Items**

### Item 1

Subject: Amendment of some provisions of the " Articles of Incorporation " is hereby submitted for discussion.

(Proposed by the Board of Directors)

Description: To align with practical operating needs, amendments have been made to certain articles of the " Articles of Incorporation ". Please refer to Attachment 6 on pages 28 of the Handbook for the revised comparison table.

Resolution:

## **Questions and Motions**

## **Adjournment**

# TAIWAN PRINTED CIRCUIT BOARD TECHVEST CO., LTD.

## 2024 Business Report

### I. Summary of implementation

In the fiscal year of 2024, the Parent Company's financial statements reported a business revenue of NTD 14,074,572,000, which decreased by NTD 399,164,000 or 2.76% compared to the previous year's business revenue of NTD 14,473,736,000. The consolidated revenue for the fiscal year of 2024 was NTD 17,707,989,000, representing a decline of 6.47% compared to the previous year.

In 2024, although disinflation took hold and developed economies benefited from improvements in supply chains and increased demand for services—leading to a notable recovery in trade—geopolitical risks remained a concern. Ongoing factors such as the continued Russia-Ukraine war, rising tensions in the Middle East, and the escalating U.S.-China trade conflict have continued to dampen optimism surrounding the global economic outlook. The demand for consumer electronics, such as photovoltaic panels, has yet to recover, which has harmed both revenue and profits.

In 2024, the Vietnam factory began operations, but the production supply chain and personnel training had to be re-established, and customer certification also took time, all of which have affected the Group's profitability.

### II. 2024 Results of the implementation of the business plan

#### (1) Results of the implementation of the business plan (Parent only financial statement)

(In thousands of New Taiwan Dollars)

Items	Year 2024	Year 2023	Amount of Increase (Decrease)	Percentage (%)
Operating revenues	14,074,572	14,473,736	(399,164)	(2.76)
Operating costs	13,118,174	13,585,021	(466,847)	(3.44)
Gross profit from operation	956,398	888,715	67,683	7.62
Operating expenses	578,359	565,076	13,283	2.35
Net operating income	378,039	323,639	54,400	16.81
Net non-operating income (expenditure)	444,779	954,592	(509,813)	(53.41)
Profit before income tax	822,818	1,278,231	(455,413)	(35.63)
Profit after income tax	746,262	1,094,091	(347,829)	(31.79)

Results of the implementation of the business plan (Consolidated financial statement)

(In thousands of New Taiwan Dollars)

Items	Year 2024	Year 2023	Amount of Increase (Decrease)	Percentage (%)
Operating revenues	17,707,989	18,933,840	(1,225,851)	(6.47)
Operating costs	15,520,337	16,067,641	(547,304)	(3.41)
Gross profit from operation	2,187,652	2,866,199	(678,547)	(23.67)
Operating expenses	1,320,660	1,231,097	89,563	7.28
Net operating income	866,992	1,635,102	(768,100)	(46.98)
Net non-operating income (expenditure)	122,277	19,512	102,765	526.68
Profit before income tax	989,269	1,654,614	(665,345)	(40.21)
Profit after income tax	723,294	1,131,120	(407,826)	(36.06)
Net profit attributed to: Owners of Parent company	746,262	1,094,091	(347,829)	(31.79)

(2) Financial income and expenditure, and profitability analysis (Parent only financial statement)

(In thousands of New Taiwan Dollars)

Items		Year 2024	Year 2023
Financial income and expenditure	Operating revenues	14,074,572	14,473,736
	Gross profit from operation	956,398	888,715
	Profit after income tax	746,262	1,094,091
Profitability	Return on assets (%)	3.05	4.49
	Return on equity (%)	4.87	7.45
	Operating income to capital stock (%)	13.94	11.93
	Profit before tax to capital (%)	30.34	47.13
	Profit margin (%)	5.30	7.21
	Basic earnings per share (NTD)	2.75	4.03
	Diluted earnings per share (NTD)	2.73	3.98



Financial income and expenditure, and profitability analysis (Consolidated financial statement)

(In thousands of New Taiwan Dollars)

Items		Year 2024	Year 2023
Financial income and expenditure	Operating revenues	17,707,989	18,933,840
	Gross profit from operation	2,187,652	2,866,199
	Profit after income tax	723,294	1,131,120
Profitability	Return on assets (%)	2.91	4.45
	Return on equity (%)	4.52	7.37
	Operating income to capital stock (%)	31.96	60.28
	Profit before tax to capital (%)	36.47	61.00
	Profit margin (%)	4.08	5.97
	Basic earnings per share(NTD)	2.75	4.03
	Diluted earnings per share(NTD)	2.73	3.98

(3) Budget Implementation Status: This is not applicable since the Company did not disclose any financial forecast for 2024.

(4) Research and Development Status

With the growing demand for electronic products—particularly in the realm of physical on-device AI, such as AI PCs, AI robots, and high-performance computing—our Company remains fully committed to research and development, striving to deliver advanced products and technologies that align with mainstream market trends.

In response to advancements in high-speed circuit board technology, we have focused on developing solutions such as low signal loss, low DK materials, non-roughened ultra-low copper foil, and low surface roughness processing. These innovations are especially targeted at the AI PC sector, where there are exceptionally high demands for signal transmission stability, low latency, and high-frequency performance—key requirements to support the future of smart cities, AI applications, and high-performance computing.

### III. Summary of 2025 Business Plan

The IMF has projected global economic growth at 3.2% for 2024, with forecasts for both this year and the next holding steady at 3.3%. The overall outlook for global GDP growth in 2025 is expected to be comparable to that of 2024. Key drivers of economic expansion in 2025 include continued innovation in generative AI and a rebound in consumption and investment momentum in advanced economies, fueled by a gradual easing of monetary tightening by major central banks. However, despite an overall optimistic market outlook, policy uncertainties associated with the potential return of the US Trump Administration represent a major risk factor for 2025, potentially impacting downstream demand for PCBs. In addition, deflationary pressures in China and rising geopolitical tensions continue to add further uncertainty to the global market.

On April 2, U.S. President Trump announced a new policy on "reciprocal tariffs." The impact of this policy on existing supply chains remains to be assessed. Whether this development will lead the global economy into a recessionary cycle warrants continued monitoring and observation.

(1) Guideline for operating

In response to the coming era of meager profits and the challenges posed by rapidly shifting global dynamics, the Company has formulated the following business strategies:

1. To address the impact of an aging population on industrial labor supply and align with the market trend toward lighter, thinner, and more compact products, we will continue investing in equipment to enhance automation and intelligent manufacturing—an established strategic direction.
2. By integrating resources across all facilities and departments, we aim to achieve resource and knowledge sharing, thereby improving overall management efficacy.
3. In alignment with global sustainability initiatives, the Company remains committed to fulfilling its corporate social responsibilities, creating value for shareholders, improving employee working conditions and benefits, and dedicating sustained efforts to product and service excellence. Furthermore, we continue to give back to the community and actively pursue goals in energy conservation, water efficiency, and waste reduction as part of our environmental sustainability efforts.

(2) Main production and marketing policy

1. In response to evolving demand in the electronics industry—particularly for high-speed, high-frequency circuits and increasingly compact product designs—the Company is accelerating the development of new materials and the introduction of new equipment to enhance our manufacturing capabilities for high-end products. Advancements in production automation not only reduce labor dependency but also improve product quality and competitiveness. Additionally, our production strategy focuses on workforce and cost management, lead time control, and yield improvement to effectively meet customer demands.
2. In 2024, the new Vietnam factory continued to optimize its production processes, aiming to provide localized support for customer demands in the region. Together with the Group's Pingzhen Factory and the three major manufacturing sites in China, the Company delivers comprehensive and integrated services to its customers.

Finally, we would like to thank our shareholders for their support and encouragement over the years. We will continue to achieve our operational goals and create better results in the future so that we can live up to your support and the expectations of all our investors and share the fruits of our business.

Chairman:  
Hsu, Cheng-Min

Manager:  
Lee, Ming-Hsi

Accounting Supervisor:  
Hu, Hsiu-Hsing

**TAIWAN PRINTED CIRCUIT BOARD TECHVEST CO., LTD.**

**Audit Committee Report**

The Company's financial statements for the year ending 2024 have been prepared by the Board of Directors, and have been audited and certified by the CPAs of KPMG. The Audit Committee has conducted its review and found it to be free from material misstatement. As per Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act, the Committee hereby submits the aforementioned reports.

Sincerely,

TAIWAN PRINTED CIRCUIT BOARD TECHVEST CO., LTD.

Convener of the Audit Committee: Huang, Leei-May

(Signature or Stamp)

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March 12, 2025

**TAIWAN PRINTED CIRCUIT BOARD TECHVEST CO., LTD.**

**Audit Committee Report**

The Board of Directors has prepared the Company's annual business report and profit distribution proposal for the fiscal year 2024, which have been reviewed by the Audit Committee and found to be in compliance. As per Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act, the Committee hereby submits the aforementioned reports.

Sincerely,

TAIWAN PRINTED CIRCUIT BOARD TECHVEST CO., LTD.

Convener of the Audit Committee: Huang, Leei-May

(Signature or Stamp)

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April 11, 2025

## 2024 Consolidated Financial Statements and CPA's Audit Report

### Independent Auditor's Report

To the Board of Directors and Shareholders of Taiwan Printed Circuit Board Techvest Co., Ltd.:

#### Opinion

We have audited the accompanying consolidated financial statements of Taiwan Printed Circuit Board Techvest Co., Ltd. and its subsidiaries (the "Group"), which comprise the consolidated balance sheets as of December 31, 2024 and 2023, and the consolidated statements of comprehensive income, changes in equity and cash flows for years then ended, 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 Group as of December 31, 2024 and 2023, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards (IFRS), International Accounting Standard (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued by the Financial Supervisory Commission of the Republic of China.

#### Basis for Opinion

We conducted our audits following the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and generally accepted auditing standards in the Republic of China as commissioned. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group under the Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities under 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 for the year ended December 31, 2024. 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. We have determined the matters described below to be the key audit matters to be communicated in our report.

Timing of revenue recognition

Please refer to Note 4(14) "Revenue recognition", and Note 6(19) "Revenue disclosures" of the consolidated financial statements.

Description of key audit matter:

The TPT Group is a listed company, sales revenue is the leading indicator for investors, wherein the management assesses the Group's financial performance. The timing for the recognition of revenue is significant to the financial statements. Therefore, the test of the timing for recognition of revenue was the key audit matters for the audit of the TPT Group's consolidated statements.

How the matter was addressed in our audit:

Our principal audit procedures for the above key audit matters included: Testing the effectiveness of internal controls within the sales and cash receipt cycles and conducting detailed testing; Understanding the revenue recognition accounting treatment of the TPT Group and assessing compliance with relevant standards; Selecting a sample of sales transactions before and after the financial reporting date, verifying relevant documentation to evaluate the accuracy of revenue recognition timing and additionally, investigating whether significant returns occurred after the reporting period.

#### **Other Matter**

We have audited and expressed an unqualified opinion on the parent company only financial statements of the Group as of and for the years ended December 31, 2024 and 2023.

#### **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 Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards (IFRS), International Accounting Standard (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued by the Financial Supervisory Commission of the Republic of China. Besides, internal control, as determined by Management, 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 responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern, and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

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

#### **Auditor's 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 auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted following the generally accepted auditing standards in the Republic of China will always detect a material misstatement when it exists in the consolidated financial statements.

Misrepresentation may be the result of fraud or error. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on base on these consolidated financial statements.

As part of an audit under the auditing standards in the Republic of China, we exercised professional judgment and 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 audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not to express an opinion on the effectiveness of the Group's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit.

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 identified during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Group's consolidated financial statements for the year ended December 31, 2024 and are therefore the key audit matters. We describe these matters in our auditor's report unless laws or regulations preclude 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.

The engagement partners on the audit resulting in this independent auditors' report are Chen, Yi-Chun and Lien, Shu-Ling.

KPMG

Taipei, Taiwan (Republic of China)

March 12, 2025

#### Notes to Readers

The accompanying consolidated financial statements are intended only to present the consolidated statement of financial position, financial performance and its cash flows in accordance with the accounting principles and practices generally accepted in the Republic of China and not those of any other jurisdictions. The standards, procedures and practices to audit such consolidated financial statements are those generally accepted and applied in the Republic of China.

The independent auditors' report and the accompanying consolidated financial statements are the English translation of the Chinese version prepared and used in the Republic of China. If there is any conflict between, or any difference in the interpretation of the English and Chinese language independent auditors' report and consolidated financial statements, the Chinese version shall prevail.



**TAIWAN PRINTED CIRCUIT BOARD TECHVEST CO., LTD. AND SUBSIDIARIES**  
**Consolidated Balance Sheet**  
**For the years ended December 31, 2024 and 2023**

(Amounts in Thousands of New Taiwan Dollars)

Assets		December 31, 2024		December 31, 2023		Liabilities and Equity		December 31, 2024		December 31, 2023	
		Amount	%	Amount	%			Amount	%	Amount	%
<b>Current assets:</b>						<b>Current liabilities:</b>					
1100	Cash and cash equivalents (Note 6(1))	\$ 11,340,638	37	10,988,053	37	2100	Short-term debt (Note 6(10))	\$ 4,525,506	15	7,186,615	24
1110	Financial assets at fair value through profit or loss, current (Note 6(2))	29,368	-	60,123	-	2120	Financial liabilities at fair value through profit or loss, current (Note 6(2))	18,264	-	-	-
1170	Notes and accounts receivable, net (Note 6(4))	6,548,159	21	6,856,722	24	2170	Notes and accounts payable	3,636,851	12	3,035,673	10
1200	Other receivables (Note 6(5))	191,323	1	142,188	-	2200	Other payables	2,655,496	9	2,551,941	9
1310	Inventories (Note 6(6))	2,043,582	7	1,778,864	6	2230	Current tax liabilities	172,688	1	274,274	1
1476	Other financial assets, current (Note 8)	64,332	-	49,951	-	2250	Provisions for liabilities, current (Note 6(11))	118,159	-	74,127	-
1479	Other current assets, others	335,527	1	173,957	1	2280	Lease liabilities, current (Note 6(12))	24,834	-	30,188	-
<b>Total current assets</b>		<b>20,552,929</b>	<b>67</b>	<b>20,049,858</b>	<b>68</b>	2322	Current portion of long-term debt (Note 6(14))	463,159	1	53,815	-
<b>Non-current assets:</b>						2365	Refund liabilities, current (Note 6(13))	253,224	1	304,174	1
1510	Financial assets measured at fair value through profit or loss, non-current (Note 6(2))	60,000	-	42,000	-	2399	Other current liabilities	13,223	-	14,622	-
1517	Financial assets measured at fair value through other comprehensive income, non-current (Note 6(3))	3,587	-	4,150	-	<b>Total current liabilities</b>		<b>11,881,404</b>	<b>39</b>	<b>13,525,429</b>	<b>45</b>
1600	Property, plant and equipment (Note 6(7) and 8)	8,861,944	29	8,579,794	29	<b>Non-current liabilities:</b>					
1755	Right-of-use assets (Note 6(8))	636,113	2	423,986	1	2540	Long-term debt (Note 6(14))	1,925,891	6	575,420	2
1780	Intangible assets (Note 6(9))	386,697	1	372,703	1	2550	Provision for liabilities, non-current (Note 6(11))	143,500	-	-	-
1980	Other financial assets, non-current (Note 8)	164,233	1	33,762	-	2580	Lease liabilities, non-current (Note 6(12))	24,774	-	22,814	-
1995	Other non-current assets	68,920	-	190,143	1	2600	Other non-current liabilities	180,251	1	176,050	1
<b>Total non-current assets</b>		<b>10,181,494</b>	<b>33</b>	<b>9,646,538</b>	<b>32</b>	<b>Total non-current liabilities</b>		<b>2,274,416</b>	<b>7</b>	<b>774,284</b>	<b>3</b>
						<b>Total liabilities</b>		<b>14,155,820</b>	<b>46</b>	<b>14,299,713</b>	<b>48</b>
						<b>Equity attributable to owners of parent company: (Note 6(17))</b>					
						3110	Ordinary shares	2,712,425	9	2,712,425	9
						3200	Capital reserve	2,875,694	10	2,875,694	10
						Retained earnings:					
						3310	Legal reserve	1,986,488	7	1,877,180	6
						3320	Special reserve	1,035,019	3	719,314	2
						3350	Unappropriated retained earnings	7,641,809	25	7,591,802	26
						Others:					
						3410	Exchange differences on translation of foreign financial statements	(307,076)	(1)	(1,027,719)	(3)
						3420	Unrealized gains or losses on financial assets measured at fair value through other comprehensive income				
						<b>Total equity</b>		<b>(7,549)</b>	<b>-</b>	<b>(7,300)</b>	<b>-</b>
						Subtotal		<b>15,936,810</b>	<b>52</b>	<b>14,741,396</b>	<b>50</b>
						36XX	Non-controlling interests	641,793	2	655,287	2
						<b>Total equity</b>		<b>16,578,603</b>	<b>54</b>	<b>15,396,683</b>	<b>52</b>
<b>Total assets</b>		<b>\$ 30,734,423</b>	<b>100</b>	<b>29,696,396</b>	<b>100</b>	<b>Total liabilities and equity</b>		<b>\$ 30,734,423</b>	<b>100</b>	<b>29,696,396</b>	<b>100</b>

See accompanying notes to consolidated financial statements.

# TAIWAN PRINTED CIRCUIT BOARD TECHVEST CO., LTD.AND SUBSIDIARIES

## Consolidated Statements of Comprehensive Income

For the years ended December 31, 2024 and 2023

(Amounts in Thousands of New Taiwan Dollars)

		2024		2023	
		Amount	%	Amount	%
4000	Operating revenue (Note 6(19))	\$ 17,707,989	100	18,933,840	100
5110	Cost of sales (Note 6(6))	15,520,337	88	16,067,641	85
	<b>Gross profit</b>	<b>2,187,652</b>	<b>12</b>	<b>2,866,199</b>	<b>15</b>
	<b>Operating expenses:</b>				
6100	Sales and marketing expenses	643,740	3	562,284	3
6200	General and administrative expenses	706,007	4	703,937	3
6450	Expected credit loss reversal profit Note 6(4))	(29,087)	-	(35,124)	-
	<b>Total operating expenses</b>	<b>1,320,660</b>	<b>7</b>	<b>1,231,097</b>	<b>6</b>
	<b>Net operating income</b>	<b>866,992</b>	<b>5</b>	<b>1,635,102</b>	<b>9</b>
	<b>Non-operating income and expenses: (Note 6(21))</b>				
7100	Interest revenue	215,659	1	204,734	1
7010	Other income	77,750	-	77,550	-
7020	Other gains and losses	22,427	-	(51,886)	-
7050	Finance costs	(193,559)	(1)	(210,886)	(1)
	<b>Total non-operating income and expenses</b>	<b>122,277</b>	<b>-</b>	<b>19,512</b>	<b>-</b>
7900	<b>Income before income tax</b>	<b>989,269</b>	<b>5</b>	<b>1,654,614</b>	<b>9</b>
7951	<b>Less: Income tax expense (Note 6(16))</b>	<b>265,975</b>	<b>1</b>	<b>523,494</b>	<b>3</b>
	<b>Net income in the period</b>	<b>723,294</b>	<b>4</b>	<b>1,131,120</b>	<b>6</b>
8300	<b>Other comprehensive income (loss):</b>				
8310	<b>Items that will not be reclassified into profit or loss</b>				
8311	Remeasurements of defined benefit plans	-	-	(2,211)	-
8316	Unrealized gains (losses) from equity instruments investments measured at fair value through other comprehensive income	(563)	-	(533)	-
8349	Less: Income tax related to items that will not be reclassified	-	-	-	-
	<b>Total</b>	<b>(563)</b>	<b>-</b>	<b>(2,744)</b>	<b>-</b>
8360	<b>Items that may be reclassified subsequently into profit or loss</b>				
8361	Exchange differences on translation of foreign financial statements	738,209	4	(324,620)	(2)
8399	Less: Income tax related to items that may be reclassified subsequently	-	-	-	-
	<b>Total</b>	<b>738,209</b>	<b>4</b>	<b>(324,620)</b>	<b>(2)</b>
8300	<b>Other comprehensive income (loss), net of income tax</b>	<b>737,646</b>	<b>4</b>	<b>(327,364)</b>	<b>(2)</b>
8500	<b>Total comprehensive income (loss) in the period</b>	<b>\$ 1,460,940</b>	<b>8</b>	<b>803,756</b>	<b>4</b>
	<b>Net profit attributable to:</b>				
8610	Owners of the parent company	\$ 746,262	4	1,094,091	6
8620	Non-controlling interests	(22,968)	-	37,029	-
		<b>\$ 723,294</b>	<b>4</b>	<b>1,131,120</b>	<b>6</b>
	<b>Total comprehensive income (loss) attributable to:</b>				
8710	Owners of the parent company	\$ 1,466,656	8	777,369	4
8720	Non-controlling interests	(5,716)	-	26,387	-
		<b>\$ 1,460,940</b>	<b>8</b>	<b>803,756</b>	<b>4</b>
	<b>Basic earnings per share (NTD) (Note 6(18))</b>				
9750	<b>Basic earnings per share (Unit: NTD)</b>	<b>\$ 2.75</b>		<b>4.03</b>	
9850	<b>Diluted earnings per share (Unit: NTD)</b>	<b>\$ 2.73</b>		<b>3.98</b>	

See accompanying notes to consolidated financial statements.

# TAIWAN PRINTED CIRCUIT BOARD TECHVEST CO., LTD.AND SUBSIDIARIES

## Consolidated Statement of Changes in Equity

For the years ended December 31, 2024 and 2023

(Amounts in Thousands of New Taiwan Dollars)

	Equity attributable to owners of parent company									
						Others				
	Share capital	Retained earnings				Unrealized gains or losses on financial assets measured at		Equity		
					Unappropriated retained earnings	Exchange differences on translation of foreign financial statements	other comprehensive income	attributable to owners of parent company	Non-controlling interests	Total equity
	Ordinary shares	Capital reserve	Legal reserve	Special reserve	earnings	statements	income	company	interests	
Balance on January 1, 2023	\$ 2,712,425	2,875,694	1,729,758	974,883	7,068,687	(712,249)	(7,065)	14,642,133	648,345	15,290,478
Net income in 2023	-	-	-	-	1,094,091	-	-	1,094,091	37,029	1,131,120
Other comprehensive income (loss) in 2023	-	-	-	-	(1,017)	(315,470)	(235)	(316,722)	(10,642)	(327,364)
Total comprehensive income (loss) in 2023	-	-	-	-	1,093,074	(315,470)	(235)	777,369	26,387	803,756
Appropriation and distribution of retained earnings:										
Legal reserve	-	-	147,422	-	(147,422)	-	-	-	-	-
Special reserve	-	-	-	(255,569)	255,569	-	-	-	-	-
Cash dividends on ordinary shares	-	-	-	-	(678,106)	-	-	(678,106)	-	(678,106)
Increase or decrease in non-controlling interests	-	-	-	-	-	-	-	-	(19,445)	(19,445)
Balance on December 31, 2023	2,712,425	2,875,694	1,877,180	719,314	7,591,802	(1,027,719)	(7,300)	14,741,396	655,287	15,396,683
Net income in 2024	-	-	-	-	746,262	-	-	746,262	(22,968)	723,294
Other comprehensive income (loss) in 2024	-	-	-	-	-	720,643	(249)	720,394	17,252	737,646
Total comprehensive income (loss) in 2024	-	-	-	-	746,262	720,643	(249)	1,466,656	(5,716)	1,460,940
Appropriation and distribution of retained earnings:										
Legal reserve	-	-	109,308	-	(109,308)	-	-	-	-	-
Reversal of special reserve	-	-	-	315,705	(315,705)	-	-	-	-	-
Cash dividends on ordinary shares	-	-	-	-	(271,242)	-	-	(271,242)	-	(271,242)
Increase or decrease in non-controlling interests	-	-	-	-	-	-	-	-	(7,778)	(7,778)
Balance on December 31, 2024	\$ 2,712,425	2,875,694	1,986,488	1,035,019	7,641,809	(307,076)	(7,549)	15,936,810	641,793	16,578,603

See accompanying notes to consolidated financial statements.

# TAIWAN PRINTED CIRCUIT BOARD TECHVEST CO., LTD.AND SUBSIDIARIES

## Consolidated Statements of Cash Flows

For the years ended December 31, 2024 and 2023

(Amounts in Thousands of New Taiwan Dollars)

	2024	2023
<b>Cash flows from operating activities:</b>		
<b>Income before income tax</b>	\$ 989,269	1,654,614
<b>Adjustments for:</b>		
Adjustments to reconcile net income (loss)		
Depreciation expense	1,001,049	935,663
Amortization expense	4,582	4,746
Expected credit loss reversal profit	(29,087)	(35,124)
Net gain from financial assets and liabilities measured at fair value through profit or loss	(11,104)	(60,123)
Interest expense	193,559	210,886
Interest revenue	(215,659)	(204,734)
Dividend revenue	(2,348)	-
Loss on disposal of property, plant and equipment	12,518	(4,858)
Loss on disposal of investments	-	18,436
Others	419	(3)
Total adjustments	953,929	864,889
Changes in assets and liabilities relating to operating activities:		
Net changes in assets relating to operating activities:		
Financial assets that are forced to be measured at fair value through profit or loss	60,123	34,817
Notes and accounts receivable	337,307	505,868
Other receivables	(53,357)	7,062
Inventories	(272,114)	307,891
Other current assets	(161,179)	(16,038)
Total net changes in assets relating to operating activities	(89,220)	839,600
Net changes in liabilities relating to operating activities:		
Financial liabilities held for trading	-	(1,627)
Notes and accounts payable	601,178	(10,609)
Other payables	212,147	(419,245)
Refund liabilities, current	(50,950)	4,906
Other current liabilities	(1,399)	(7,405)
Total net changes in liabilities relating to operating activities	760,976	(433,980)
Total net changes in assets and liabilities relating to operating activities	671,756	405,620
Total adjustments	1,625,685	1,270,509
Cash provided by operations	2,614,954	2,925,123
Interest received	220,484	221,352
Interest paid	(200,601)	(245,713)
Income taxes paid	(354,698)	(613,511)
<b>Net cash provided by operating activities</b>	<b>2,280,139</b>	<b>2,287,251</b>
<b>Cash flows from investing activities:</b>		
Acquisition of financial assets measured at fair value through profit or loss	(18,000)	(18,000)
Acquisition of property, plant, and equipment	(866,370)	(1,526,413)
Disposal of property, plant, and equipment	9,200	7,930
Acquisition of intangible assets	(18,735)	(2,573)
Other financial assets	(144,852)	8,563
Other non-current assets	(55,707)	(136,803)
Provisions for liabilities	(17,468)	(72,531)
Dividend received	2,348	-
<b>Net cash used in investing activities</b>	<b>(1,109,584)</b>	<b>(1,739,827)</b>
<b>Cash flows from financing activities:</b>		
Short-term debt	(2,661,109)	1,330,341
Short-term notes and bills payable	-	(199,843)
Proceeds from long-term debt	1,900,000	540,000
Repayment of long-term debt	(140,185)	(32,065)
Repayment of the principal portion of lease liabilities	(26,870)	(32,743)
Other non-current liabilities	(13,757)	(15,622)
Distribution of cash dividends	(271,242)	(678,106)
Changes in non-controlling interests	(7,778)	(19,445)
<b>Net cash provided by (used in) financing activities</b>	<b>(1,220,941)</b>	<b>892,517</b>
<b>Effect of exchange rate changes on cash and cash equivalents</b>	<b>402,971</b>	<b>(163,450)</b>
<b>Increase in cash and cash equivalents in the period</b>	<b>352,585</b>	<b>1,276,491</b>
<b>Cash and cash equivalents at beginning of year</b>	<b>10,988,053</b>	<b>9,711,562</b>
<b>Cash and cash equivalents at end of year</b>	<b>\$ 11,340,638</b>	<b>10,988,053</b>

See accompanying notes to consolidated financial statements.

## **2024 Parent Company Only Financial Statements and CPA's Audit Report**

### **Independent Auditor's Report**

To the Board of Directors and Shareholders of Taiwan Printed Circuit Board Techvest Co., Ltd.:

#### **Opinion**

We have audited the accompanying parent company only financial statements of Taiwan Printed Circuit Board Techvest Co., Ltd. ("the "Company"), which comprise the parent company only balance sheets as of December 31, 2024 and 2023, and the parent company only statements of comprehensive income, changes in equity and cash flows for the years then ended, 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 accompanying parent company only financial position of the Company as of December 31, 2024 and 2023, and its parent company only financial performance and its parent company only cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

#### **Basis for Opinion**

We conducted our audits following the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and generally accepted auditing standards in the Republic of China as commissioned. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Parent Company Only Financial Statements section of our report. We are independent of the Company in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities under 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 for the year ended December 31, 2024. 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. We have determined the matters described below to be the key audit matters to be communicated in our report.

##### **Timing of revenue recognition**

Please refer to Note 4(13) "Revenue recognition", and Note 6(17) "Revenue disclosures" of the financial statements.

Description of key audit matter:

Taiwan Printed Circuit Board Techvest Co., Ltd. is a listed company. Sales revenue serves as a primary metric for investors, and the management evaluates the company's financial performance based on it. The timepoint of revenue recognition holds significant importance for the financial statements. Consequently, our audit of Taiwan Printed Circuit Board Techvest Co., Ltd. focused on assessing the timepoint of revenue recognition as the key audit matters.

How the matter was addressed in our audit:

Our principal audit procedures for the above key audit matters included Testing the effectiveness of internal controls within the sales and cash receipt cycles and conducting detailed testing; Understanding the revenue recognition accounting treatment of the TPT Company and assessing compliance with relevant standards; Selecting a sample of sales transactions before and after the financial reporting date, verifying relevant documentation to evaluate the accuracy of revenue recognition timing and additionally, investigating whether significant goods returns occurred after the reporting period.

### **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 following 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 responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to a going concern, and using the going concern's 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 Company's financial reporting process.

### **Auditor's 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 auditor's 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 the auditing standards in the Republic of China will always detect a material misstatement when it exists. Misrepresentation may be the result of fraud or error. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken based on these parent company only financial

statements.

As part of an audit under the auditing standards in the Republic of China, we exercised professional judgment and 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 audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit to design audit procedures that are appropriate in the circumstances, but not to express 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 the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's 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 auditor's report. However, future events or conditions may cause the Company 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 appropriate audit evidence regarding the financial information of the investment in other entities accounted for using the equity method to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision and performance of the audit.

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

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

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

for the year ended December 31, 2024 and are therefore the key audit matters. We describe these matters in our auditor's report unless laws or regulations preclude 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.

The engagement partners on the audit resulting in this independent auditors' report are Chen, Yi-Chun and Lien, Shu-Ling.

KPMG  
Taipei, Taiwan (Republic of China)  
March 12, 2025

#### Notes to Readers

The accompanying parent company only financial statements are intended only to present the statement of financial position, financial performance and cash flows in accordance with the accounting principles and practices generally accepted in the Republic of China and not those of any other jurisdictions. The standards, procedures and practices to audit such parent company only financial statements are those generally accepted and applied in the Republic of China.

The independent auditors' report and the accompanying parent company only financial statements are the English translation of the Chinese version prepared and used in the Republic of China. If there is any conflict between, or any difference in the interpretation of the English and Chinese language independent auditors' report and parent company only financial statements, the Chinese version shall prevail.



TAIWAN PRINTED CIRCUIT BOARD TECHVEST CO., LTD.

Parent Company Only Balance Sheets

For the years ended December 31, 2024 and 2023

(Amounts in Thousands of New Taiwan Dollars)

Assets		December 31, 2024		December 31, 2023		Liabilities and Equity		December 31, 2024		December 31, 2023	
		Amount	%	Amount	%			Amount	%	Amount	%
<b>Current assets:</b>						<b>Current liabilities:</b>					
1100	Cash and cash equivalents (Note 6(1))	\$ 1,966,415	7	1,647,217	6	2100	Short-term debt (Note 6(9))	\$ 4,209,625	14	6,546,860	23
1110	Financial assets at fair value through profit or loss, current (Note 6(2))	-	-	1,156	-	2170	Notes and accounts payable	284,179	1	324,554	1
1170	Notes and accounts receivable from non-related parties, net (Note 6(3))	4,873,548	16	4,972,347	18	2180	Accounts payable to related parties (Note 7)	5,507,005	19	4,458,657	16
1180	Accounts receivable due from related parties, net (Note 6(3) and 7)	155,394	1	37,819	-	2200	Other payables (Note 7)	950,403	3	1,106,426	5
1200	Other receivables (Note 6(4))	16,592	-	17,031	-	2230	Current tax liabilities	62,039	-	133,351	-
1210	Other receivables to related parties (Note 6(4) and 7)	169,536	1	1,065,893	4	2280	Lease liabilities, current (Note 6(10))	5,882	-	10,722	-
1310	Inventories (Note 6(5))	687,532	2	672,343	2	2322	Current portion of long-term debt (Note 6(12))	449,823	2	34,286	-
1476	Other financial assets, current (Note 8)	49,096	-	45,611	-	2365	Refund liabilities, current (Note 6(11))	248,554	1	289,098	1
1479	Other current assets, others	<u>81,012</u>	-	<u>32,806</u>	-	2300	Other current liabilities	<u>8,756</u>	-	<u>7,574</u>	-
<b>Total current assets</b>		<u>7,999,125</u>	<u>27</u>	<u>8,492,223</u>	<u>30</u>	<b>Total current liabilities</b>		<u>11,726,266</u>	<u>40</u>	<u>12,911,568</u>	<u>46</u>
<b>Non-current assets:</b>						<b>Non-current liabilities:</b>					
1510	Financial assets at fair value through profit or loss, non-current (Note 6(2))	60,000	-	42,000	-	2540	Long-term debt (Note 12))	1,905,891	6	505,714	2
1550	Investment accounted for using equity method (Note 6(6))	20,735,066	70	18,823,711	67	2580	Lease liabilities, non-current (Note 6(10))	4,478	-	4,830	-
1600	Property, plant and equipment (Note 6(7) and 7)	833,594	3	843,294	3	2600	Other non-current liabilities (Note 6(14))	<u>84,106</u>	-	<u>67,022</u>	-
1755	Right-of-use assets (Note 6(8))	10,256	-	15,454	-	<b>Total non-current liabilities</b>		<u>1,994,475</u>	<u>6</u>	<u>577,566</u>	<u>2</u>
1980	Other financial assets, non-current (Note 8)	438	-	3,237	-	<b>Total liabilities</b>		<u>13,720,741</u>	<u>46</u>	<u>13,489,134</u>	<u>48</u>
1995	Other non-current assets	<u>19,072</u>	-	<u>10,611</u>	-	<b>Equity: (Note 6(15))</b>					
<b>Total non-current assets</b>		<u>21,658,426</u>	<u>73</u>	<u>19,738,307</u>	<u>70</u>	3110	Ordinary shares	2,712,425	9	2,712,425	9
						3200	Capital reserve	2,875,694	10	2,875,694	10
						Retained earnings:					
						3310	Legal reserve	1,986,488	7	1,877,180	7
						3320	Special reserve	1,035,019	3	719,314	3
						3350	Unappropriated retained earnings	7,641,809	26	7,591,802	27
						Others:					
						3410	Exchange differences on translation of foreign financial statements	(307,076)	(1)	(1,027,719)	(4)
						3420	Unrealized gains or losses on financial assets measured at fair value through other comprehensive income	(7,549)	-	(7,300)	-
						<b>Total equity</b>		<u>15,936,810</u>	<u>54</u>	<u>14,741,396</u>	<u>52</u>
<b>Total assets</b>		<u>\$ 29,657,551</u>	<u>100</u>	<u>28,230,530</u>	<u>100</u>	<b>Total liabilities and equity</b>		<u>\$ 29,657,551</u>	<u>100</u>	<u>28,230,530</u>	<u>100</u>

See accompanying notes to the parent company only financial statements.

# TAIWAN PRINTED CIRCUIT BOARD TECHVEST CO., LTD.

## Parent Company Only Statements of Comprehensive Income

For the years ended December 31, 2024 and 2023

(Amounts in Thousands of New Taiwan Dollars)

		2024		2023	
		Amount	%	Amount	%
4110	<b>Operating revenue (Note 6(17) and 7)</b>	\$ 14,074,572	100	14,473,736	100
5110	<b>Cost of sales (Note 6(5) and 7)</b>	13,118,174	93	13,585,021	94
	<b>Gross profit</b>	956,398	7	888,715	6
	<b>Operating expenses:</b>				
6100	Sales and marketing expenses	383,320	3	325,572	2
6200	General and administrative expenses	222,587	1	227,986	2
6450	Expected credit loss (gain) (Note 6(3))	(27,548)	-	11,518	-
	<b>Total operating expenses</b>	578,359	4	565,076	4
	<b>Net operating income</b>	378,039	3	323,639	2
	<b>Non-operating income and expenses:</b>				
7100	Interest revenue	25,418	-	48,610	-
7010	Other income(Note 6(19))	4,084	-	1,542	-
7020	Other gains and losses (Note 6(19))	5,137	-	(20,340)	-
7050	Finance costs (Note 6 (19))	(170,568)	(1)	(174,441)	(1)
7070	Share of profit (losses) of subsidiaries, associates and joint ventures accounted for using equity method	580,708	4	1,099,221	8
	<b>Total non-operating income and expenses</b>	444,779	3	954,592	7
7900	<b>Income before income tax</b>	822,818	6	1,278,231	9
7951	<b>Less: Income tax expense (Note 6(14))</b>	76,556	1	184,140	1
	<b>Net income in the period</b>	746,262	5	1,094,091	8
8300	<b>Other comprehensive income (loss):</b>				
8310	<b>Items that will not be reclassified into profit or loss</b>				
8330	Share of other comprehensive income (loss) of subsidiaries, associates and joint ventures accounted for using the equity method that will not be reclassified into profit or loss	(249)	-	(1,252)	-
8349	Less: Income tax related to items that will not be reclassified	-	-	-	-
	<b>Total</b>	(249)	-	(1,252)	-
8360	<b>Items that may be reclassified subsequently into profit or loss</b>				
8361	Exchange differences on translation of foreign financial statements	720,643	5	(315,470)	(2)
8399	Less: Income tax related to items that may be reclassified subsequently	-	-	-	-
	<b>Total</b>	720,643	5	(315,470)	(2)
8300	<b>Other comprehensive income (loss), net of income tax</b>	720,394	5	(316,722)	(2)
8500	<b>Total comprehensive income (loss) in the period</b>	<u>\$ 1,466,656</u>	<u>10</u>	<u>777,369</u>	<u>6</u>
	<b>Basic earnings per share (NTD) (Note 6(16))</b>				
9750	<b>Basic earnings per share (Unit: NTD)</b>	<u>\$ 2.75</u>		<u>4.03</u>	
9850	<b>Diluted earnings per share (Unit: NTD)</b>	<u>\$ 2.73</u>		<u>3.98</u>	

See accompanying notes to the parent company only financial statements.

**TAIWAN PRINTED CIRCUIT BOARD TECHVEST CO., LTD.**

**Parent Company Only Statements of Changes in Equity**

**For the years ended December 31, 2024 and 2023**

(Amounts in Thousands of New Taiwan Dollars)

	<u>Share capital</u>		<u>Retained earnings</u>			<u>Others</u>		<u>Total equity</u>
	<u>Ordinary shares</u>	<u>Capital reserve</u>	<u>Legal reserve</u>	<u>Special reserve</u>	<u>Unappropriated retained earnings</u>	<u>Exchange differences on translation of foreign financial statements</u>	<u>Unrealized gains or losses on financial assets measured at fair value through other comprehensive income</u>	
<b>Balance on January 1, 2023</b>	\$ 2,712,425	2,875,694	1,729,758	974,883	7,068,687	(712,249)	(7,065)	14,642,133
Net income in 2023	-	-	-	-	1,094,091	-	-	1,094,091
Other comprehensive income (loss) in 2023	-	-	-	-	(1,017)	(315,470)	(235)	(316,722)
Total comprehensive income (loss) in 2023	-	-	-	-	1,093,074	(315,470)	(235)	777,369
Appropriation and distribution of retained earnings:								
Legal reserve	-	-	147,422	-	(147,422)	-	-	-
Special reserve	-	-	-	(255,569)	255,569	-	-	-
Cash dividends on ordinary shares	-	-	-	-	(678,106)	-	-	(678,106)
<b>Balance on December 31, 2023</b>	2,712,425	2,875,694	1,877,180	719,314	7,591,802	(1,027,719)	(7,300)	14,741,396
Net income in 2024	-	-	-	-	746,262	-	-	746,262
Other comprehensive income (loss) in 2024	-	-	-	-	-	720,643	(249)	720,394
Total comprehensive income (loss) in 2024	-	-	-	-	746,262	720,643	(249)	1,466,656
Appropriation and distribution of retained earnings:								
Legal reserve	-	-	109,308	-	(109,308)	-	-	-
Reversal of special reserve	-	-	-	315,705	(315,705)	-	-	-
Cash dividends on ordinary shares	-	-	-	-	(271,242)	-	-	(271,242)
<b>Balance on December 31, 2024</b>	<u>\$ 2,712,425</u>	<u>2,875,694</u>	<u>1,986,488</u>	<u>1,035,019</u>	<u>7,641,809</u>	<u>(307,076)</u>	<u>(7,549)</u>	<u>15,936,810</u>

See accompanying notes to the parent company only financial statements.

**TAIWAN PRINTED CIRCUIT BOARD TECHVEST CO., LTD.**

**Parent Company Only Cash Flow Statements**

**For the years ended December 31, 2024 and 2023**

(Amounts in Thousands of New Taiwan Dollars)

	<u>2024</u>	<u>2023</u>
<b>Cash flows from operating activities:</b>		
<b>Income before income tax</b>	\$ 822,818	1,278,231
<b>Adjustments for:</b>		
Adjustments to reconcile net income (loss)		
Depreciation expense	86,586	88,035
Amortization expense	1,078	969
Expected credit loss (reversal profit)	(27,548)	11,518
Gain from financial assets measured at fair value through profit or loss	-	(1,156)
Interest expense	170,568	174,441
Interest revenue	(25,418)	(48,610)
Dividend revenue	(2,348)	-
Share of profit of subsidiaries, associates and joint ventures accounted for using equity method	(580,708)	(1,099,221)
Gain on disposal of property, plant and equipment	(3,644)	(1,057)
Loss on disposal of investments accounted for using equity method	-	18,235
Others	29	(3)
Total adjustments	(381,405)	(855,693)
Changes in assets and liabilities relating to operating activities:		
Net changes in assets relating to operating activities:		
Financial assets that are forced to be measured at fair value through profit or loss	1,156	-
Notes and accounts receivable	8,772	262,064
Other receivables	22,610	12,737
Inventories	(15,189)	(154,709)
Other current assets	(48,206)	(4,316)
Total net changes in assets relating to operating activities	(76,077)	115,776
Net changes in liabilities relating to operating activities:		
Financial liabilities held for trading	-	-
Notes and accounts payable	1,007,983	725,166
Other payables	(165,706)	(301,404)
Refund liabilities, current	(40,544)	8,730
Other current liabilities	1,182	(617)
Total net changes in liabilities relating to operating activities	820,915	431,875
Total net changes in assets and liabilities relating to operating activities	726,838	547,651
Total adjustments	345,433	(309,198)
Cash provided by (used in) operations	1,168,251	969,033
Interest received	25,418	48,610
Interest paid	(175,178)	(175,322)
Income taxes paid	(130,784)	(261,428)
<b>Net cash provided by (used in) operating activities</b>	<b>887,707</b>	<b>580,893</b>
<b>Cash flows from investing activities:</b>		
Acquisition of financial assets measured at fair value through profit or loss	(18,000)	(18,000)
Acquisition of investments accounted for using equity method	(614,180)	(936,260)
Disposal of investments accounted for using equity method	-	15,433
Acquisition of property, plant, and equipment	(79,479)	(62,585)
Disposal of property, plant, and equipment	30,732	2,050
Acquisition of intangible assets	(9,539)	(445)
Other receivables	918,351	(1,033,682)
Other financial assets	(686)	22,598
Other non-current assets	-	(1,499)
Dividends received	8,512	35,210
<b>Net cash provided by (used in) investing activities</b>	<b>235,711</b>	<b>(1,977,180)</b>
<b>Cash flows from financing activities:</b>		
Short-term debt	(2,337,235)	720,586
Short-term notes and bills payable	-	(199,843)
Proceeds from long-term debt	1,900,000	540,000
Repayment of long-term debt	(84,286)	-
Repayment of the principal portion of lease liabilities	(11,457)	(16,480)
Distribution of cash dividends	(271,242)	(678,106)
<b>Net cash provided by (used in) financing activities</b>	<b>(804,220)</b>	<b>366,157</b>
<b>Increase (decrease) in cash and cash equivalents in the period</b>	<b>319,198</b>	<b>(1,030,130)</b>
<b>Cash and cash equivalents at beginning of year</b>	<b>1,647,217</b>	<b>2,677,347</b>
<b>Cash and cash equivalents at end of year</b>	<b>\$ 1,966,415</b>	<b>1,647,217</b>

## TAIWAN PRINTED CIRCUIT BOARD TECHVEST CO., LTD.

2024

## EARNINGS DISTRIBUTION TABLE

Unit: NTD

Items	Amount
Undistributed earnings	\$ 6,895,546,717
Add: Net Profit After Tax of 2024	746,262,670
Income after tax for the period and other items adjusted to the current year's undistributed earnings	746,262,670
Less: Appropriated as legal reserve (10%)	(74,626,267)
Add: Reversal of special reserve	720,393,903
Accumulated distributable earnings until the end of 2023	8,287,577,023
Less: Distributable items	
Dividend to shareholders (Cash Dividends NTD 1.38)(Note)	(374,314,633)
Total distributable items	(374,314,633)
Unappropriated retained earnings	\$ 7,913,262,390

Note: As of the end of the transfer date (March 30, 2025), the total number of shares outstanding was 271,242,488.

Chairman:  
Hsu, Cheng-Min

Manager:  
Lee, Ming-Hsi

Accounting Supervisor:  
Hu, Hsiu-Hsing

## Comparison Table of the “Articles of Incorporation” Amendment

Amended Article	Original Article
<p>Article 32</p> <p>he Company's annual income before tax, prior to deduction of directors' remuneration and employee compensation, shall allocate no more than 3% for directors' remuneration and between 5% to 15% for employee compensation <b><u>(with no less than 0.5% specifically allocated to rank-and-file employees)</u></b>. However, if the Company has an accumulated deficit (including adjustments to undistributed earnings), the corresponding amount shall be reserved in advance to offset such losses.</p> <p>The aforementioned employee compensation may be distributed in the form of stock or cash, and may be granted to employees of domestic or foreign subsidiary companies who meet certain criteria, as authorized and determined by the Board of Directors.</p> <p>The matters stated in the preceding two paragraphs shall be resolved by the Board of Directors with the attendance of at least two-thirds of its members and the approval of a majority of the directors present, and shall be reported to the shareholders' meeting.</p>	<p>Article 32</p> <p>After the pre-tax net profit of the current term before the remuneration for directors and that for employees are subtracted from the profit for the current year of the Company, less than 3% shall be set aside to be the remuneration for directors and 5% to 15% shall be that for employees. In cases of pending cumulative deficits borne by the Company (including adjustment of the value of undistributed earnings), an amount sufficient to offset the deficits shall be retained first.</p> <p>The employees' compensation may be made in form of shares and cash to the employees of the Parent or subsidiaries of the Company who meet certain criteria. The criteria and the method of subscription shall be authorized by the resolution of the Board of Directors.</p> <p>The Company may, by a resolution adopted by a majority vote at a meeting of the Board of Directors, attended by two-thirds of the total number of directors, have the profit distributed directors' and as employees' compensation as stated in the preceding two paragraphs; and in addition, thereto a report of such distribution shall be submitted to the Shareholders Meeting.</p>
<p>Article 34</p> <p>These Articles were formulated on April 4, 1998.</p> <p>A first amendment was made on December 17, 1998.</p> <p>The second amendment was made on April 30, 1999.</p> <p>The third amendment was made on May 30, 2001.</p> <p>The fourth amendment was made on June 13, 2002.</p> <p>The fifth amendment was made on June 24, 2003.</p> <p>The sixth amendment was made on June 18, 2004.</p> <p>The seventh amendment was made on June 15, 2005.</p> <p>The eighth amendment was made on December 20, 2005.</p> <p>The ninth amendment was made on May 29, 2006.</p> <p>The tenth amendment was made on June 21, 2007.</p> <p>The eleventh amendment was made on June 25, 2008.</p> <p>The twelfth amendment was made on June 10, 2009.</p> <p>The thirteenth amendment was made on April 30, 2010.</p> <p>The fourteenth amendment was made on June 15, 2011.</p> <p>The fifteenth amendment was made on April 27, 2012.</p> <p>The sixteenth amendment was made on June 11, 2013.</p> <p>The seventeenth amendment was made on June 12, 2015.</p> <p>The eighteenth amendment was made on June 8, 2016.</p> <p>The nineteenth amendment was made on June 8, 2017.</p> <p>The twentieth amendment was made on June 8, 2018.</p> <p>The twenty-first amendment was made on June 12, 2019.</p> <p>The twenty-second amendment was made on June 8, 2022.</p> <p>The twenty-third amendment was made on June 9, 2023.</p> <p><b><u>The twenty-fourth amendment was made on May 28, 2025.</u></b></p>	<p>Article 34</p> <p>These Articles were formulated on April 4, 1998.</p> <p>A first amendment was made on December 17, 1998.</p> <p>The second amendment was made on April 30, 1999.</p> <p>The third amendment was made on May 30, 2001.</p> <p>The fourth amendment was made on June 13, 2002.</p> <p>The fifth amendment was made on June 24, 2003.</p> <p>The sixth amendment was made on June 18, 2004.</p> <p>The seventh amendment was made on June 15, 2005.</p> <p>The eighth amendment was made on December 20, 2005.</p> <p>The ninth amendment was made on May 29, 2006.</p> <p>The tenth amendment was made on June 21, 2007.</p> <p>The eleventh amendment was made on June 25, 2008.</p> <p>The twelfth amendment was made on June 10, 2009.</p> <p>The thirteenth amendment was made on April 30, 2010.</p> <p>The fourteenth amendment was made on June 15, 2011.</p> <p>The fifteenth amendment was made on April 27, 2012.</p> <p>The sixteenth amendment was made on June 11, 2013.</p> <p>The seventeenth amendment was made on June 12, 2015.</p> <p>The eighteenth amendment was made on June 8, 2016.</p> <p>The nineteenth amendment was made on June 8, 2017.</p> <p>The twentieth amendment was made on June 8, 2018.</p> <p>The twenty-first amendment was made on June 12, 2019.</p> <p>The twenty-second amendment was made on June 8, 2022.</p> <p>The twenty-third amendment was made on June 9, 2023.</p>

**TAIWAN PRINTED CIRCUIT BOARD TECHVEST CO., LTD.**  
**Rules of Procedure for Shareholders Meetings**

April 30, 1999

Amended and approved by the Extraordinary Shareholders Meeting in 1999.

Amended and approved by the Shareholders Meeting in 2002.

Amended and approved by the Shareholders Meeting in 2006.

Amended and approved by the Shareholders Meeting in 2015.

Amended and approved by the Shareholders Meeting in 2020.

Amended and approved by the Shareholders Meeting in 2022.

Amended and approved by the Shareholders Meeting in 2023.

- Article 1 The Shareholders Meetings of the Company (the “Meetings”) shall be conducted following these rules of procedure. Any matter not stated in these rules of procedure shall be handled under the relevant laws and regulations.
- Article 2 The Company shall furnish the attending shareholder with an attendance book to sign, or attending shareholders may hand in a sign-in card in lieu of signing in.
- Article 3 Attendance at Shareholders Meetings shall be calculated based on the number of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in, plus the number of shares whose voting rights are exercised written or electronically. Shareholders who wish to attend the Shareholders Meeting via video conference shall register with the Company at the designated location or website no later than two days before the meeting.
- Article 4 The Chairman of the Board of Directors shall chair the meeting in the case that the meeting is convened by the Board of Directors. If the Chairman of the Board of Directors is on leave or absent or cannot exercise his power and authority for any reason, the Vice-Chairman shall act on his behalf. In case there is no Vice-Chairman or the Vice-Chairman is also on leave or absent or unable to exercise his power and authority for any cause, the Chairman of the Board of Directors shall designate one of the managing directors, or where there is no managing director, one of the directors to act on his/her behalf. In the absence of such a designation, the managing directors or the directors shall elect from among themselves an Acting Chairman of the Board of Directors.
- Whereas for a Shareholders Meeting convened by any other person having the convening right, he/she shall act as the Chairman of that meeting provided, however, that if there are two or more persons having the convening right, the Chairman of the meeting shall be elected from among themselves. During the shareholders meeting, if the Chairman declares the adjournment of the meeting in a manner in violation of such rules governing the proceedings of meetings, a new Chairman of the meeting may be elected by a resolution to be adopted by a majority of the voting rights represented by the shareholders attending the said meeting to continue the proceedings of the meeting.
- Article 5 The Company may appoint its attorneys, certified public accountants, or related persons to attend the meeting in a non-voting capacity.

Article 6 The Company shall record or videotape the entire meeting of shareholders and keep it for at least one year.

However, if a lawsuit is filed by a shareholder following Article 189 of the Company Act, it shall be kept until the end of the lawsuit. If a Shareholders Meeting is held by video conference, the Company shall keep records of the shareholders' registration procedure, attendance, questions, voting and the Company's vote-counting procedures and results, and shall continuously and uninterruptedly record and videotape the entire video conference. The Company shall keep the aforementioned information and audio and video recordings for the duration of the meeting, and provide the audio and video recordings to the person entrusted with the video meeting for retention.

Article 7 When the meeting time has arrived, the Chairman shall immediately announce the commencement of the meeting, and simultaneously disclose the number of votes without voting rights and the shareholding information of the attending shareholders. However, if less than a majority of the shareholders representing the total issued shares are present, the Chairman may announce a postponement of the meeting, limited to a maximum of two times, with a total postponement time not exceeding one hour. If after two postponements there are still not enough shareholders representing at least one-third of the total issued shares present, the Chairman may declare the meeting as adjourned. In the case of a virtual meeting, the Company shall also announce the adjournment on the virtual meeting platform.

If, after two postponements, there are still not enough shareholders representing at least one-third of the total issued shares present, the Chairman may declare a resolution as a "tentative resolution" in accordance with Paragraph 1, Article 175 of the Company Act, and notify all shareholders of such tentative resolution within one month for the re-convening of a Shareholders Meeting. For virtual meetings, shareholders who wish to attend via video conference shall re-register with the Company in accordance with the regulations, such as the Guidelines for Handling Shares of Publicly Issued Companies.

If, before the conclusion of the current meeting, the shares represented by attending shareholders reach more than half of the total issued shares, the Chairman may resubmit the tentative resolution for voting at the meeting in accordance with Article 174 of the Company Act.

Article 8 If a Shareholders Meeting is convened by the Board of Directors, the meeting agenda shall be set by the Board of Directors. Votes shall be cast on each separate proposal in the agenda (including extraordinary motions and amendments to the original proposals set out in the agenda). The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the Shareholders Meeting.

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

Unless otherwise resolved at the meeting, the Chairperson cannot announce adjournment of the meeting before all the matters of discussion (including motions) listed in the agenda are resolved. The shareholders cannot designate any other person as Chairperson and continue the meeting in the same or another place after the meeting is adjourned.



- Article 9 The number of shares held by a shareholder with no voting rights shall not be calculated as part of the total number of issued shares. The number of shares for which voting rights may not be exercised shall not be calculated as part of the voting rights represented by attending shareholders.
- A shareholder who has a personal interest in the matter under discussion at a meeting, which may impair the interest of the Company, shall not vote nor exercise the voting right on behalf of another shareholder.
- Article 10 When a shareholder appoints a proxy to attend a Shareholders Meeting, except for trust enterprises or stock agencies approved by the competent authority when a person acts as the proxy for two or more shareholders, the number of voting power represented by him/her shall not exceed 3% of the total number of voting shares of the Company, otherwise, the portion of excessive voting power shall not be counted. Any legal entity designated as a proxy by a shareholder to be present at a meeting may appoint up to two representatives to attend the meeting.
- Article 11 When the Chairperson deems that a proposal has been discussed sufficiently to put it to a vote, the Chairperson may announce the discussion closed and call for a vote and arrange a suitable time for voting.
- Article 12 Unless otherwise provided in the Company Act and the Company's Articles of Incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, the Chairperson or a person designated by the Chairperson shall first announce the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders.
- Article 13 When a shareholder presents at the meeting and wishes to speak, a Speech Note should be filled out with a summary of the speech, the shareholder's number (or the number on the Attendance Card) and the name of the shareholder. The sequence of speeches by shareholders should be decided by the Chairperson.
- A shareholder in attendance who has submitted a speaker's slip but does not speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail.
- Unless otherwise permitted by the Chairperson and the shareholder in speaking, no shareholder shall interrupt the speeches of the other shareholders; otherwise, the Chairperson shall stop such interruption.
- Article 14 When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chair and the shareholder that has the floor; the chair shall stop any violation. Except with the consent of the chair, a shareholder may not speak more than twice on the same proposal, and a single speech may not exceed 5 minutes. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chair may terminate the speech. The Chairperson may suspend the attendance of any person who disobeys the Chairman's correction and obstructs the order of the meeting.

Article 15 When a legal person is appointed to attend as a proxy, it may designate only one person to represent it in the meeting. When appointing two or more representatives to attend a meeting, only one of the representatives appointed may speak on the same proposal.

Article 16 After an attending shareholder has spoken, the Chairperson may respond in person or direct relevant personnel to respond.

Where a virtual Shareholders Meeting is convened, shareholders attending the virtual meeting online may raise questions in writing at the virtual meeting platform from the Chairperson declaring the meeting open until the Chairperson declares the meeting adjourned. No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words. This does not apply to Non-Video Conferencing.

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

Article 17 Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the Chairperson, provided that all monitoring personnel shall be shareholders of the Company. The result of the voting shall be announced at the meeting and records shall be maintained.

In the event of a virtual Shareholders Meeting, votes shall be counted at once after the Chairman announces the voting session ends, and results of votes and elections shall be announced immediately.

In the event of a virtual Shareholders Meeting, 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 Shareholders Meeting online shall not attend the postponed or resumed session.

When a company postpones or reconvenes a meeting under paragraph 3, shareholders, proxy solicitors, or proxy agents who registered to take part by video conferencing in the originally scheduled shareholders' meeting and completed sign-in but do not participate in the postponed or reconvened meeting, the number of shares represented by them and voting rights and election rights exercised by them shall be counted toward the total number of shares, the number of voting rights and number of election rights of shareholders represented at the postponed or reconvened meeting. When a company postpones or reconvenes a shareholders' meeting as set out in paragraph 3, no redundant discussion or resolution is required for proposals, or for lists of elected directors and supervisors, for which the votes have already been cast and counted and the results have been announced.

When the inability to continue video conferencing as set out in paragraph 3 occurs at a hybrid shareholders' meeting convened by the company, if the total number of shares

represented at the shareholders' meeting after deduction of the number of shares represented through attendance by video conferencing still reaches the legal quorum for convening of the shareholders' meeting, the shareholders' meeting shall continue in session, without need to postpone or reconvene the meeting as set out in paragraph 3.

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

When the Company convenes a virtual-only Shareholders Meeting, it furthermore shall specify appropriate alternative measures available to shareholders who have difficulty taking part in a virtual Shareholders Meeting.

Article 18 When there is an amendment or an alternative to a proposal, the Chairperson shall present the amended or alternative proposal together with the original proposal and decide the order in which they will be put to a vote. When anyone among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.

Article 19 The Chairperson may direct the disciplinary officers or the security guard to assist in keeping the order of the meeting venue. Such disciplinary officers (or security guards) shall wear badges marked "Disciplinary Officers" for identification purposes.

Article 20 During the meeting, the Chairperson may at his or her discretion, set a time for a break.

Article 21 When this Corporation holds a Shareholders Meeting, it shall adopt the exercise of voting rights by electronic means and may adopt the exercise of voting rights by correspondence. When voting rights are exercised by correspondence or electronic means, the method of exercise shall be specified in the Shareholders Meeting notice. A shareholder exercising voting rights by correspondence or electronic means will be deemed to have attended the meeting in person, but to have waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting; it is, therefore, advisable that this Corporation avoid the submission of extraordinary motions and amendments to original proposals.

Article 22 When a meeting is in progress, if a force majeure event occurs, the Chairperson may rule the meeting temporarily suspended and announce a time when, given the circumstances, the meeting will be resumed. A resolution may be adopted at a Shareholders Meeting to resume the meeting within five days of the announcement or without notice.

If the meeting cannot be held on the notified date, the Board of Directors is authorized to adjourn or resume the meeting, within five days, following Article 182 of the Company Act. Article 172 of the Company Act shall not apply to the procedure of convening the meeting or adjourning or resuming the meeting of the preceding paragraph.

Article 23 This Rule of procedure shall be effective from the date it is approved by the Shareholders Meeting. The same applies in the case of its revision.

**TAIWAN PRINTED CIRCUIT BOARD TECHVEST CO., LTD.**  
**Articles of Incorporation(Before Amendments)**

**Section 1 General Provisions**

Article 1: The Company shall be incorporated, as a company limited by shares, under the Company Act of the Republic of China, and its name shall be TAIWAN PRINTED CIRCUIT BOARD TECHVEST CO., LTD. (志超科技股份有限公司 in Chinese Language)

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

1. CC01080 Electronics Components Manufacturing.
2. F219010 Retail Sale of Electronic Materials.
3. F401010 International Trade.
4. A101020 Growing of crops.
5. A102050 Crops Cultivation.
6. A102060 Food Dealers.
7. A102080 Horticultural Services.
8. C109010 Manufacture of Seasoning.
9. C801110 Fertilizer Manufacturing.
10. F101130 Wholesale of Vegetables and Fruits.
11. F102170 Wholesale of Foods and Groceries.
12. F201010 Retail Sale of Agricultural Products.
13. F299990 Retail Sale of Other Products.
14. F301020 Supermarkets.
15. F399040 Retail Sale No Storefront.
16. F501060 Restaurants.
17. G801010 Warehousing.
18. I103060 Management Consulting.
19. IG01010 Biotechnology Services
20. ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.

Article 3:

1. The Company is headquartered in Taoyuan City and, when necessary, may establish branches at home and abroad as resolved by the Board of Directors following the law.
2. The Company may reinvest in other businesses and the investing rate may exceed forty percent of the amount of its own paid-up capital without being subject to the restriction outlined in Article 13 of the Company Act.
3. The Company may make endorsements or guarantees to other companies within the same industry or affiliated companies in the same business scope.

Article 4                    Any public announcement to be made by the Company shall comply with Article 28 of the Company Act.

## **Section II Shares**

Article 5                    The total capital of the company is set at NTD3,500,000,000.-, divided into 350,000,000 shares. The par value per share is NTD10. The Board of Directors is authorized to issue the unissued shares in installments as required by the business. Within the total share capital mentioned above, NTD200,000,000.- is reserved, totaling 20,000,000 shares, for the exercise of employee stock warrants through stock option certificates. The Board of Directors is authorized to issue these shares in installments according to resolutions.

Article 5-1:                Treasury shares bought back by the Company shall be transferred to employees of the Parent or subsidiaries of the Company who meet certain criteria. The criteria and the method of subscription are authorized by a resolution made by the Board of Directors.

When the Company issues restricted stock awards to the employees, employees who subscribe to the shares including employees of the Parent or subsidiaries of the Company who meet certain criteria. The criteria and the method of subscription are authorized by a resolution made by the Board of Directors.

When the Company issues new shares, employees who subscribe to the shares include employees of the Parent or subsidiaries of the Company who meet certain criteria. The criteria and the method of subscription are authorized by a resolution made by the Board of Directors.

When the Company issues restricted stock awards to the employees, employees who subscribe to the shares include employees of the Parent or subsidiaries of the Company who meet certain criteria. The criteria and the method of subscription are authorized by a resolution made by the Board of Directors.

Article 6:                    All of the Company's shares are registered shares, and the share certificates shall be affixed with the signatures or personal seals of the Director representing the Company, and certified by the competent authority or its competent agency. The shares may be issued without physically printing them, by resolution of the Board of Directors, the same applies to other marketable securities.

Article 7:                    The shareholder shall provide his/her real name and residence or domicile to the Company for inclusion in the Register of Shareholders and submit his/her signature/seal card to the Company for verification, the same applies if there is a change. When the shareholders receive their dividends, and bonuses or when communicating with the Company in written form and exercising their shareholder rights, it shall be per the signature/seal card.

Article 8: The transfer, gift, creation or release of pledge, loss or destruction of shares, or other share transactions shall be held following the “Regulations Governing the Administration of Shareholder Services of Public Companies” and other related laws and regulations.

Article 9: (Deleted)

Article 10: (Deleted)

Article 11 Share transfer registration shall be suspended for 60 days prior to a regular Shareholders Meeting, for 30 days prior to a special Shareholders Meeting, or for 5 days prior to the record date fixed for distributing dividends, bonuses, or any other benefit.

### **Section III Shareholders Meeting**

Article 12: Shareholders Meetings may be ordinary meetings or extraordinary meetings and ordinary meetings may be convened once per year. The Shareholders Meeting shall be convened by the Board of Directors six months after the end of each fiscal year. Extraordinary Shareholders Meetings may be convened when necessary as per the law.

Article 13: The Shareholders Meeting shall be convened with a written notice sent to each shareholder at their registered address with the company. For regular meetings, the notice should be sent at least 30 days in advance, while for extraordinary meetings, the notice should be sent at least 15 days in advance. The notice and announcement should clearly state the purpose of the meeting. If agreed upon by the recipient, electronic means may be used for issuing the notice.

Article 13-1: The Company’s Shareholders Meetings may be held by video conference or other means as announced by the Central Authority.  
The conditions, operating procedures and other matters to be complied with in the video conference of the Shareholders Meeting shall be under the relevant regulations of the securities supervisory authority.

Article 14: Resolutions at a Shareholders Meeting shall, except as otherwise provided for in the Company Act, be adopted by a majority vote of the shareholders present, who represent more than one-half of the total number of voting shares.

Article 15 When the number of shareholders present does not constitute the quorum prescribed in the preceding article, but those present represent one-third or more of the total

number of issued shares, a tentative resolution may be passed by a majority of those present. A written notice of such tentative resolution shall be given to each of the shareholders, and reconvene a Shareholders Meeting within one month. If bearer share certificates have been issued, such tentative resolution shall also be publicly announced. In the aforesaid meeting of shareholders, if the tentative resolution is again adopted by a majority of those present who represent one-third or more of the total number of issued shares, such tentative resolution shall be deemed to be a resolution under the preceding article.

Article 16: A shareholder shall be entitled to one vote for each share held, and voting rights are exercised by correspondence or electronic means, except when the shares are restricted shares or are deemed non-voting shares under Paragraph 2, Article 179 of the Company Act.

Article 17: In case the shareholder may not be attending the Shareholders Meeting for any reason, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by this Company and stating the scope of the proxy's authorization. The use of proxies for attendance at Shareholders Meeting shall be held following Article 177 of the Company Act and "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies" issued by the authority.

Article 18: The Shareholders Meeting shall be chaired by the Chairman of the Company, and if the Chairman of the Company is absent, the Chairman shall appoint a director to chair the meeting, if not appointed by the Chairman, the Board of Directors shall elect a director to chair the meeting.

Article 19: Resolutions adopted at a meeting shall be recorded in the minutes of the meeting, which shall be affixed with the signature or seal of the Chairperson of the meeting and shall be distributed to all shareholders of the Company within twenty days after the end of the meeting. The meeting minutes may be produced and distributed in electronic form. Minutes of the meeting, an attendance book to be signed by the attending shareholders and the proxy form shall be kept together at the Company.

#### **Section 4 Directors**

Article 20: The Company shall have a Board of Directors consisting of seven to fifteen members. The selection and appointment of directors shall follow the nomination system stipulated in Article 192-1 of the Company Act. The term of office for directors is three years, and they shall be appointed by the Shareholders Meeting from candidates who possess legal capacity. Re-election is permissible, and if a director's term expires before re-election takes place, they shall continue to perform their duties until the

new directors are appointed.

As per Articles 14-2 and 14-4 of the Securities and Exchange Act, the number of independent directors among the total number of directors of the Company shall be no less than three and shall represent more than one-fifth of the total number of the directors. The election of independent directors happens in a candidate-nomination system and is appointed from the list of candidates of independent directors at a Shareholders Meeting. The professional qualification, restrictions on shareholdings and concurrent positions held, assessment of independence, method of nomination and appointment, and other matters for compliance concerning independent directors shall be handled following Securities and Exchange supervisory regulations.

Article 21: Where the directors form a Board, the Board of Directors shall elect a Chairman of the Board of Directors from among the directors by a majority vote at a meeting attended by over two-thirds of the directors, who shall conduct all affairs of the Company per the law, the Articles of Incorporation, the resolutions of the Shareholders Meetings and the board meetings.

Article 22: The Board of Directors shall be convened by the Chairman, except for the first meeting of each newly elected Board of Directors, which shall be convened within 15 days by the elected director with the highest vote. The notice of the convened meeting of the Board of Directors shall indicate the date, place and agenda, and be sent to each director at least 7 days prior to the meeting. The notice may be made by electronic mail or fax. In case of an emergency, the meeting may be convened within less than 7 days. The Board of Directors shall convene at least four times a year.

Article 23: The Board of Directors Meeting shall be chaired by the Chairman of the Company, when the Chairman is absent, the Chairman shall appoint a director to chair the meeting following Article 208 of the Company Act, if the director is not appointed by the Chairman, the Board of Directors shall elect a director to chair the meeting.

Article 24 Unless otherwise provided for in the Company Act, resolutions of the Board of Directors shall be adopted by a majority of the directors at a meeting attended by a majority of the directors.

Article 25: A director appointing another director to attend a board meeting in his or her place shall give to that director a written proxy with the authorization for all the issues of the meeting and execute his or her voting right, but each director may only act as a proxy of only one director.

Article 26: The terms of reference of the Board of Directors are as follows: Directors shall adopt resolutions at the Board of Directors meeting and exercise their duties and



responsibilities.

Article 27: The Company establishes an Audit Committee in accordance with the provisions of Article 14-4 of the Securities Exchange Act. The Audit Committee shall consist of all independent directors, and the Audit Committee or the members of the Audit Committee shall be responsible for carrying out the duties and responsibilities of the supervisors under the Company Act, the Securities and Exchange Act, and other laws and regulations. The audit committee of the Company is implemented from June 12, 2018.

Article 28: (Deleted)

Article 28-1: The Board of Directors is authorized to decide the remuneration of the Chairman and directors, based on the extent of their participation in and value of the contribution to the Company's operations and concerning industry standards.

Article 28-2: The Company may obtain liability insurance for the directors with the approval of the Board of Directors.

## **Section 5 Personnel**

Article 29: The Company shall have a manager, whose appointment, dismissal and remuneration shall be following Article 29 of the Company Act.

Article 30: The Manager shall coordinate the business of the Company by resolution of the Board of Directors and the order of the Chairman.

## **Section 6 Financial Statements**

Article 31: At the end of the fiscal year, the Board of Directors shall prepare and submit to the Shareholders Meeting the following documents for ratification, before submitting them to the authority for examination.

(1) The Business Report

(2) The Financial Statements

(3) The surplus earning distribution or loss off-setting proposals.

Article 32: After the pre-tax net profit of the current term before the remuneration for directors and that for employees are subtracted from the profit for the current year of the Company, less than 3% shall be set aside to be the remuneration for directors and 5% to 15% shall be that for employees. In cases of pending cumulative deficits borne by the Company (including adjustment of the value of undistributed earnings), an amount sufficient to offset the deficits shall be retained first.

The employees' compensation may be made in form of shares and cash to the employees of the Parent or subsidiaries of the Company who meet certain criteria. The

criteria and the method of subscription shall be authorized by the resolution of the Board of Directors.

The Company may, by a resolution adopted by a majority vote at a meeting of the Board of Directors, attended by two-thirds of the total number of directors, have the profit distributed directors' and as employees' compensation as stated in the preceding two paragraphs; and in addition, thereto a report of such distribution shall be submitted to the Shareholders Meeting.

Article 32-1: For annual earnings concluded by the Company, besides taxation as required by law, they shall be prioritized for offsetting prior deficits. Secondly, 10% of the remainder will be the legal reserve unless the legal reserve has reached the total paid-in capital and provision or reversal of special reserve reflective of operational demand may be done. In case of any surplus, the Board of Directors may combine it with prior ones and prepare the distribution proposal and introduce it during the Shareholders Meeting for a decision prior to actual distribution.

The Company may distribute dividends, bonuses or legal reserve in whole or in part of the capital surplus. If the distribution is to be made by cash and authorized for by two-thirds of the Board of Directors attending the meeting, it must be approved with a majority vote and will be reported at the Shareholders Meeting.

In light of steady developments and a sound financial structure, the distribution of surpluses of the Company is not to be below 10% of distributable surpluses after prior surpluses are subtracted. When it is below 1% of the paid-in capital size, however, it may be decided that all the remaining surpluses will continue to be retained and not be distributed.

Upon distribution of earnings, the cash dividend may not be below 10% of the overall dividends.

## **Section 7 Supplemental Provisions**

Article 33: All matters not covered by these Articles of Incorporation shall be handled following the provisions of the Company Act and relevant rules and regulations.

Article 34: These Articles were formulated on April 4, 1998.  
A first amendment was made on December 17, 1998.  
The second amendment was made on April 30, 1999.  
The third amendment was made on May 30, 2001.  
The fourth amendment was made on June 13, 2002.  
The fifth amendment was made on June 24, 2003.  
The sixth amendment was made on June 18, 2004.  
The seventh amendment was made on June 15, 2005.  
The eighth amendment was made on December 20, 2005.  
The ninth amendment was made on May 29, 2006.

The tenth amendment was made on June 21, 2007.  
The eleventh amendment was made on June 25, 2008.  
The twelfth amendment was made on June 10, 2009.  
The thirteenth amendment was made on April 30, 2010.  
The fourteenth amendment was made on June 15, 2011.  
The fifteenth amendment was made on April 27, 2012.  
The sixteenth amendment was made on June 11, 2013.  
The seventeenth amendment was made on June 12, 2015.  
The eighteenth amendment was made on June 8, 2016.  
The nineteenth amendment was made on June 8, 2017.  
The twentieth amendment was made on June 8, 2018.  
The twenty-first amendment was made on June 12, 2019.  
The twenty-second amendment was made on June 8, 2022.  
The twenty-third amendment was made on June 9, 2023.

HSU, CHENG-MIN

Chairman

TAIWAN PRINTED CIRCUIT BOARD TECHVEST CO., LTD.

### Status of Shares Held by Directors

- I. Until the date of March 30, 2025, the paid-in capital of the Company was NTD2,712,424,880 and the total shares issued were 271,242,488 shares.
- II. There are four independent directors in the Company. The shareholding of the independent directors of a public company is not counted in the total registered shares owned by the directors following Article 2 of the “Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies”. If a public company has elected two or more independent directors, the share ownership figures calculated at the rates for all directors and supervisors other than the independent directors shall be decreased to eighty percent (80%).
- III. The minimum shareholding of the Board of Directors by law is 12,000,000 shares.
- IV. Until the book closure date of the Shareholders Meeting (March 30, 2025) the registered shareholding by the individual directors and the Board of Directors was as follows:

Position	Name	Date elected	Shareholding when elected		Shareholdings listed on the shareholders' list until the book closing date.		Remarks
			Shares	Ratio	Shares	Ratio	
Chairman	Hsu, Cheng-Min	June 12, 2024	1,486,183	0.55%	1,486,183	0.55%	
Directors	Lee, Ming-Hsi	June 12, 2024	1,756,189	0.65%	1,756,189	0.65%	
Directors	HOCHENG Corporation.	June 12, 2024	6,575,315	2.42%	6,575,315	2.42%	Representative: Chiu, Chi-Hsin
Directors	Hsu, Ming-Chieh	June 12, 2024	1,930,226	0.71%	1,945,226	0.72%	
Directors	Hsu, Ming-Hung	June 12, 2024	1,817,592	0.67%	1,817,592	0.67%	
Independent Director	Huang, Leei-May	June 12, 2024	124,546	0.05%	124,546	0.05%	
Independent Director	Hsiao, Shyh-Chyi	June 12, 2024	0	0.00%	0	0.00%	
Independent Director	Lin, Chiu-Lien	June 12, 2024	0	0.00%	0	0.00%	
Independent Director	Chung, Yi-Fang	June 12, 2024	210,000	0.08%	210,000	0.08%	
Total shareholdings of all directors			13,900,051	5.13%	13,915,051	5.14%	

## Others Explanatory Documents

I. The Impact of Stock Dividend Issuance on Business Performance, EPS, and Shareholder Return Rate:

There is no issuance of bonus shares of the Company in this financial year, therefore it does not apply.

II. The processing of the shareholders' proposal rights at the annual Shareholders Meeting was as follows:

1. According to Article 172-1 of the Company Act, shareholder(s) holding one percent (1%) or more of the total number of outstanding shares of the Company may propose to the Company for discussion at a regular Shareholders Meeting, provided that only one matter shall be allowed in every single proposal and the proposal shall include reasons with no more than three hundred (300) words (including punctuations), otherwise the proposal shall not be included in the agenda. The shareholder who has submitted a proposal shall attend, in person or by a proxy, the regular Shareholders Meeting whereat his/her proposal is to be discussed and shall take part in the discussion of such proposal.
2. The period of processing the shareholders' proposal is from 9 AM to 4 PM of March 21, 2025 to March 31, 2025 and announced following the law in the Market Observation Post System (MOPS).
3. During that period, the Company received no proposal from any shareholder.