Taiwan Mask Corporation

Minutes for 2025 Annual General Meeting of Shareholders

Time: 09:00 am, May 28, 2025 (Wednesday)

Location: 2F, No. 36, Keyan Rd., Zhunan Township, Miaoli County (2F Conference Hall, Hsinchu Science Park Bureau, Hsinchu Science Park Administrative Service Center)

Attendance: The total number of shares represented by shareholders and proxies in attendance was 134,173,665 (including 13,350,376 shares by electronic means), representing 62.79% of the total number of 213,662,743 issued shares (after deducting 42,793,440 shares without voting rights under Article 179 of the Company Act).

Chairperson: Chairman Sean Chen



Minute Taker: Chiao-Jin Tseng



Directors in Presence: Sean Chen, Chairman, Lidon Chen and Chao-Yi Wu, both directors, and Wei-Chen Wang (convener of the Audit Committee), Huan-Kuei Cheng, and Hui-Fen Chan, independent directors, for a total of 6 directors, which exceeds half of the 7 seats of the Board of Directors.

Attendance: Eve Yang, CFO, and Ya-Hui Cheng, CPA, and Shu-chun Chang, CPA

- I. Call the meeting to order: The number of shares present has reached the quorum, and the chairperson announced the start of the meeting.
- II. Chairperson's opening remarks: Omitted.

III. Report:

- (I) Please refer to Attachment 1 for the 2024 business report.
- (II) Please refer to Attachment 2 for the report on the Audit Committee's review of the Company's 2024 business and accounting reports.
- (III) Report on the endorsement and guarantee of the Company and its subsidiaries for 2024.
 - (I) In accordance with the Company's endorsement and guarantee measures, the Company and its subsidiaries shall submit the endorsement and guarantee conditions during each business year and related matters to the next annual shareholders' meeting for review.
 - (II) Please refer to Attachment 3 for details of the Company's and its subsidiaries' 2024 endorsement and guarantee.
- (IV) Report on the Company's domestic secured corporate bonds for review. Proposed by the Board of Directors

- (I) The Company was approved by the Board at the meeting held on May 27, 2024 to issue secured corporate bonds no more than NT\$1 billion to repay loans from financial institutions or raise working capital.
- (II) In 2024, the Company issued domestic secured corporate bonds in NTD, with a total amount of NT\$500 million. The amount and terms of each issue are as follows:

Bond period	Date of issue: (year/month/day)	Amount issued (NTD)	Term (year)	Annual interest rate (fixed) (%)	Date of maturity: (year/month/day)	Guaranteeing bank			
1st of 2024	113/08/01	NT\$500 million	5 years	2.2%	118/08/01	Taiwan Business Bank, Ltd.			
Interest	payment method	Simple interest calculated and interest paid once a year							
Princ	ipal repayment method	A single repayment of principal at maturity							

- (V) Report on the status of private placement of securities approved by the 2024 annual general meeting for review. (Proposed by the Board of Directors).
 - (I) The company resolved at the shareholders' general meeting on May 27, 2024, to authorize the Board of Directors to issue ordinary shares or domestic convertible bonds through a private placement, with the total issuance not exceeding 75,000 thousand shares (including the number of ordinary shares obtainable from the conversion of domestic convertible bonds based on the conversion price on the pricing date). Depending on market conditions and the company's actual capital and operational needs, the Board is authorized to execute the private placement in one to three tranches, using a single method or a combination thereof, at appropriate times within one year from the date of the shareholders' meeting resolution.
 - (II) The case is due on May 26, 2025. Will not to processed.

 Additional Notes: The case expired on May 26, 2025. overdue. Not processed.

Adoption:

No. 1: (Proposed by the Board of Directors)

Subject: Present the Company's 2024 business report and financial statements for ratification.

Explanation: (I) The 2024 business report and financial statements were approved by the Audit Committee and the Board of Directors, where the financial statements have been audited and completed by CPAs Ya-Hui Cheng and Chien-Yu Liu from PricewaterhouseCoopers Taiwan.

(II) The business report, independent auditor's report, and financial statements are available in Attachment 1, Attachments 4 and 5.

Resolution: The voting results of the motion are shown as follows. The number of votes in favor of the motion exceeded the statutory amount, and the motion was approved. The results of the voting are as follows:

Total voting rights at the time of voting	Results of	Shares of voting rights of shareholde rs present (%)		
	Number in favor: (Voting rights exercised by	118,832,602 8,432,813	shares shares)	90.92%
	electronic means:	0, .02,010	211012 22)	3 013 2 7 0
	Number against:	140,572	shares	
130,702,165	(Voting rights exercised by	100,572	shares)	0.11%
shares	electronic means:			
	Invalid:	0	shares	0.00%
	Abstention/Did not vote:	11,728,991	shares	
	(Voting rights exercised by	4,816,991	shares)	8.97%
	electronic means:			

No. 2: (Proposed by the Board of Directors)

Subject: Present the Company's 2024 deficit compensation for ratification.

Description: The Company's 2024 deficit compensation proposal has been approved by the Audit Committee and the Board of Directors. Please refer to Attachment 6 for the deficit compensation schedule.

Resolution: The voting results of the motion are shown as follows. The number of votes in favor of the motion exceeded the statutory amount, and the motion was approved. The results of the voting are as follows:

Total voting rights at the time of voting	Results of	Shares of voting rights of shareholde rs present (%)		
	Number in favor: (Voting rights exercised by	118,844,861 8,445,072	shares shares)	90.93%
	electronic means:		,	
	Number against:	188,249	shares	
130,702,165	(Voting rights exercised by	148,249	shares)	0.14%
shares	electronic means:			
	Invalid:	0	shares	0.00%
	Abstention/Did not vote:	11,669,055	shares	
	(Voting rights exercised by	4,757,055	shares)	8.93%
	electronic means:			

Discussion Topics

No. 1: (Proposed by the Board of Directors)

Subject: Present amendments to provisions of the Company's Article of Incorporation for deliberation.

Description: In order to comply with regulatory amendments and the needs of corporate governance practices, it is proposed to amend certain articles of the Company's "Articles of Incorporation". For a comparison table of the amended provisions, please refer to Attachment 7.

Resolution: The voting results of the motion are shown as follows. The number of votes in favor of the motion exceeded the statutory amount, and the motion was approved. The results of the voting are as follows:

Total voting rights at the time of voting	Results of	Shares of voting rights of shareholde rs present (%)			
	Number in favor: (Voting rights exercised by	118,871,767 8,471,978	shares shares)	90.95%	
	electronic means:	0,171,570	shares)	70.70	
	Number against:	163,557	shares		
130,702,165	(Voting rights exercised by	123,557	shares)	0.12%	
shares	electronic means:				
	Invalid:	0	shares	0.00%	
	Abstention/Did not vote:	11,666,841	shares		
	(Voting rights exercised by	4,754,841	shares)	8.93%	
	electronic means:				

No. 2: (Proposed by the Board of Directors)

Subject: The Company's plan to issue new restricted employee shares for deliberation.

Description: (I) To attract and retain key talent, including managerial officers and employees with special contributions, and to incentivize employees to dedicate themselves to achieving the Company's operational objectives, thereby creating greater value for the Company and its shareholders, the Company intends to issue restricted employee stock in accordance with Article 267 of the Company Act and the relevant provisions of the "Regulations Governing the Offering and Issuance of Securities by Securities Issuers" (hereinafter referred to as the "Regulations on

Offering and Issuance") published by the Financial Supervisory Commission.

- (II) The details of the proposed issuance of restricted employee stock are as follows:
 - 1. The total amount of issuance (shares): 5,000 thousand shares, equivalent to 1.95% of the total shares issued by the Company, with a par value of NT\$10 per share, totaling NT\$50,000 thousand. The Company may, within two years from the date of receipt of the notice of the competent authority, issue the awards in full or in part, as it deems necessary.
 - 2. Qualification requirements and number of shares allocated to employees:
 - A. The reward plan is applicable to the Company and its subsidiaries' managers who are currently in office with certain achievements on the grant date and key personnel, such as employees with special contributions. The rewards are limited to (1) those who have significant influence on the Company or its subsidiaries' operational decisions, or (2) key personnel who have made significant contributions to the Company or its subsidiaries.
 - B. The number of shares granted to qualified employees will depend on the Company's business performance and their individual contributions, job levels, work performance, and other appropriate events for reference.

 Before the Chairman approves and submits a list of candidates to the Board of Directors for approval, if a candidate is a manager, it shall be approved by the Remuneration Committee; if not, it shall be approved by the Audit Committee.
 - 3. Issuance terms and conditions:
 - A.Expected Issuance Price: No consideration (Issuance price per share: NT\$0).
 - B. Vesting conditions:

After an employee has been granted RSAs, they must meet the following conditions in order to be entitled to the vesting of the RSAs: (1) Remains employed on each vesting date. (2) The employee does not violate any contract or work rules signed with the Company or its subsidiaries during the vesting period. (3) The employee has achieved the personal performance indicators and the Company's business goals at the same time. The percentage for vesting shares in each year is: 50% one full year after issuance; 25% two full years; and 25% three full years. However, if an employee has achieved their individual performance targets but the

Company's operational goals have not been met concurrently, the aforementioned originally vested share ratio will be deferred and accumulated into the next year's vestable share ratio, with a maximum cumulative vesting of 100% upon the completion of three years. (4) Personal performance indicators: The evaluation rating in the most recent year before the end of the vesting period reaches VG (Very Good) or above.

(5) Company's business goals:

Performance indicator	Weight	Goals					
Earnings per share (EPS)	100%	Higher than the average of the Company in the past three years					

- C.Handling of shares when vesting conditions are not met or upon inheritance: In the event that an employee fails to meet the stipulated vesting conditions, the Company will reclaim their shares without compensation and cancel them. In exceptional circumstances (including but not limited to inheritance), the handling will be governed by the regulations of this restricted employee stock issuance.
- (III) Assumptions regarding issuance in Q3 2025 and the amount of expense recognition calculated based on the Company's closing price on February 27, 2025, along with the dilution effect on the Company's earnings per share and the impact on shareholders' equity:

The expense recognition amounts for the years 2025 to 2028 will be NT\$55,781 thousand, NT\$127,969 thousand, NT\$39,375 thousand, and NT\$13,125 thousand, respectively. Based on the current outstanding shares, the estimated potential impact of expense recognition on earnings per share for the years 2025 to 2028 will be NT\$0.26, NT\$0.59, NT\$0.18, NT\$0.06, respectively.

- (IV) For the Company's regulations governing the issuance of restricted employee stock for the year 2025, please refer to Attachment 8.
- (V) The Company will handle this issuance of restricted employee stock through a stock trust arrangement.
- (VI) The Company proposes to request the shareholders' general meeting to authorize the Board of Directors, or its designated representative, to handle all matters pertaining to this issuance of restricted employee stock with full

authority, should revisions or adjustments to the various terms and conditions of this issuance be necessary due to regulatory review requirements or amendments to relevant laws and regulations.

Proceedings:

Shareholder Account No. 333354 Silver Net Investment Co., Ltd. spoke as follows:

The Company is currently incurring losses with no signs of improvement. The issuance conditions for new shares with employee stock rights restrictions require that earnings per share exceed the average of the past three years. (Last year's earnings per share was a loss of NT\$ 2.21.) Years with losses should be excluded from the calculation.

Chair's Ruling:

The Chair thanked and respected the shareholder's suggestion. The shareholder's remarks have been included in the meeting minutes. The original proposal was put to a vote and approved at the shareholders' meeting. Prior to submission to the competent authority for declaration, the Board of Directors shall, in accordance with Article 8 of the Regulations Governing the Issuance, consider the shareholder's suggestion and make necessary amendments to the issuance plan.

Resolution: The voting results of the motion are shown as follows. The number of votes in favor of the motion exceeded the statutory amount, and the motion was approved. The results of the voting are as follows:

Total voting rights at the time of voting	Results of	Shares of voting rights of shareholde rs present (%)		
	Number in favor: (Voting rights exercised by electronic means:	118,829,200 8,429,411	shares shares)	90.92%
130,702,165 shares	Number against: (Voting rights exercised by electronic means:	7,102,257 150,257	shares shares)	5.43%
	Invalid:	0	shares	0.00%
	Abstention/Did not vote: (Voting rights exercised by electronic means:	4,770,708 4,770,708	shares shares)	3.65%

No. 3: (Proposed by the Board of Directors)

Subject: Private placement of marketable securities, submitted for resolution.

Explanation: (I) In order to increase the Company's working capital, and/or to expand the plant and purchase machinery and equipment to improve operational scale, and/or to repay loans to enhance the Company's financial structure, and/or to better address other funding needs for the long-term development of the Company, the Company intends to issue ordinary shares or domestic convertible bonds through private placement in accordance with the provisions set forth in Article 43-6 of the Securities and Exchange Act. The total number of shares to be issued will not exceed 75,000 thousand shares (including the number of ordinary shares converted from domestic convertible bonds at the conversion price on the day of the private placement), with a par value of NT\$10 per share. It is intended to propose to the shareholders' meeting to authorize the Board of Directors to, depending on the market conditions and the Company's actual capital and operational needs, conduct the private placement at an appropriate time in one to three installments, using a single method or a combination of methods, within one year from the date of the resolution being adopted at the shareholders' meeting.

- (II) The private placement shall, in accordance with Article 43-6 of the Securities and Exchange Act, be justified as follows:
 - 1. The basis and reasonableness of the private placement price:
 - A. Private placement of common shares

The issue price of this private placement of common shares should be not less than 80% of the reference price is the basis for the determining the private placement price or that the issue price. The reference price is set based on the higher of the following two standards:

- a. Calculate the simple average of the closing price of the common stock 1, 3, or 5 business days prior to the pricing day, deduct the ex-right and ex-dividend shares of the stock dividend, and add the stock price after decapitalization and reversal of the ex-right.
- b. The simple average of the closing price of the common stock for the 30 business days prior to the pricing day minus the ex-right and ex-dividend shares paid as dividend, plus the stock price after decapitalization and reversal of ex-right.
- B. Private placement of domestic convertible bonds
 - a. Denomination: NT\$100,000 or an integer multiple thereof.

b.Issue period: Not more than five years from the date of issue.

c. Coupon rate: 0%

- d. The price for issuing domestic convertible bonds shall not be lower than 80% of the theoretical price. The pricing model of the theoretical price shall, as a whole, encompass and include the concurrent consideration of the various rights included in the terms of issuance. The conversion price shall not be lower than 80% of the price determined by the following calculation, whichever is higher:
 - (1) The share price, after deducting the value of bonus shares issued as stock dividends and cash dividends and adding back the value of the shares canceled in connection with capital reduction, based on the simple arithmetic average of the closing price of the ordinary shares of the Company on the first, third or fifth trading day prior to the pricing date.
 - (2) Simple average of the closing price of the common stock for the 30 business days prior to the pricing day minus the ex-right and ex-dividend shares paid as dividend, plus the stock price after decapitalization and reversal of ex-right.
- C. The actual private placement price and the actual pricing date are proposed to be set by the shareholders' meeting within the range of the resolution, and the Board of Directors is authorized to determine said price based on market and company conditions and the situation of the selected investors. The basis for the above-mentioned private placement price complies with the provisions of "Notes for Public Companies Conducting Private Placements of Securities" and thus should be reasonable.
- 2. The method, purpose, necessity, and expected benefits of selecting the specific entity:

The subjects of the Private Placement are limited to the specified entities in compliance with Article 43-6 of the Securities and Exchange Act. Potential entities include banking, bills, trust, insurance, securities or other legal persons or institutions approved by the competent authority, investors of natural persons, legal persons, or funds who meet the conditions set by the competent authority, who have a substantial understanding of the Company's operations or industry development, and who will directly or indirectly benefit the Company's future operations, but have not yet determined the entities.

The selection of the offerees is necessary and is made in response to the needs of the Company's operations and development. It is intended that the offerees directly or indirectly assist the Company in finance, business, production, technology, procurement, management, strategy, industry integration, or sustainable development, in order to strengthen the Company's competitiveness and improve operational efficiency and long-term development, which should be beneficial in enhancing the Company's competitiveness and shareholders' equity. It is intended to authorize the Board of Directors to review the relevant qualifications of the offerees.

3. Reasons for conducting the private placement:

Private placement is a quick and easy way to introduce investors. Private placement of securities has transfer restrictions and can better ensure long-term cooperation between the company and investors. In addition, the Board of Directors, being authorized to determine the actual operational needs of the company to be fulfilled by the private placement, will also effectively improve the agility and flexibility of the Company's fund-raising.

4. Use of funds and expected benefits:

The funds raised from each private placement are used to replenish working capital, and/or expand plants and purchase machinery and equipment to increase the scale of operations, and/or repay loans to strengthen the financial structure, and/or support other capital requirements for the Company's long-term development. Each private placement and the use of funds after the completion of the private placement is expected to strengthen the company's competitiveness and improve operational efficiency, and promote the company's stable growth, which will enhance the company's competitiveness and benefit shareholders' equity.

(III) The rights and obligations of this private placement of common shares or common shares converted from domestic convertible corporate bonds are the same as those of the common shares already issued by the Company; however, in accordance with Article 43-8 of the Securities and Exchange Act, the private placement of securities is after three years from the date of delivery, the private placement of the securities may be reported to the competent authority after three years from the delivery date and after obtaining the consent letter from the Taiwan Stock Exchange for the issuance of listing standards in accordance with the relevant laws and regulations and application for listing and trading.

- (IV) In this private placement of common shares or issuance of domestic convertible corporate bonds, it is intended that the shareholders' meeting authorize the Chairman, or a person designated by the Chairman, sign and negotiate all contracts and documents related to this private placement on behalf of the Company and to handle all matters related to the private placement plan on behalf of the Company.
- (V) The number of shares issued, issue price, issuing conditions, capital increase record date, planned items, progress of fund utilization, expected benefits and other matters from the private placement of ordinary shares or domestic convertible corporate bonds, and other matters that are not yet addressed in the private placement of ordinary shares or domestic convertible corporate bonds. The shareholders' meeting authorized the Board of Directors to formulate and implement regulations based on market conditions and the Company's operational needs. The Board of Directors is authorized to make future amendments in accordance with the requirements of the competent authorities or changes in the objective environment.

Resolution: The voting results of the motion are shown as follows. The number of votes in favor of the motion exceeded the statutory amount, and the motion was approved. The results of the voting are as follows:

Total voting rights at the time of voting	Results of	Shares of voting rights of shareholde rs present (%)			
	Number in favor:	111,907,192	shares		
	(Voting rights exercised by electronic means:	1,507,403	shares)	85.62%	
	Number against:	7,080,954	shares		
130,702,165	(Voting rights exercised by	7,040,954	shares)	5.42%	
shares	electronic means:				
	Invalid:	0	shares	0.00%	
	Abstention/Did not vote:	11,714,019	shares		
	(Voting rights exercised by	4,802,019	shares)	8.96%	
	electronic means:				

Motion 4: (Proposed by the Board of Directors)

Subject: Release of non-competition restrictions on directors presented for deliberation.

Description: (I) In accordance with Article 209 of the Company Act, "A director who performs acts for himself/herself or others within the scope of the Company's business shall

- explain the material content of such acts to the shareholders' meeting and obtain their approval".
- (II) Regarding the newly appointed director of the Company concurrently holding a position in another company, please refer to Attachment 9. Provided that the interests of the Company are not compromised, it is proposed to the 2025 Annual Shareholders' Meeting to approve the lifting of their non-compete restrictions.

Resolution: The voting results of the motion are shown as follows. The number of votes in favor of the motion exceeded the statutory amount, and the motion was approved. The results of the voting are as follows:

Total voting rights at the time of voting	Results of	Shares of voting rights of shareholde rs present (%)			
	Number in favor: (Voting rights exercised by	118,751,307 8,351,518	shares shares)	90.86%	
	electronic means:	, ,	,		
	Number against:	252,763	shares		
130,702,165	(Voting rights exercised by	212,763	shares)	0.19%	
shares	electronic means:				
	Invalid:	0	shares	0.00%	
	Abstention/Did not vote:	11,698,095	shares		
	(Voting rights exercised by	4,763,095	shares)	8.95%	
	electronic means:				

VI. Extempore motions

Summary of question from shareholder account number 190053:

1. The Chair and the President are requested to provide an overview of the Company's operations.

The Chair and the designated personnel responded as follows:

Chair's Response:

The core business of the Company remains on a growth trajectory; however, due to macroeconomic factors, the financial performance did not meet expectations. The Company's management team remains committed to its operations. In the face of various challenges, we continue to prioritize shareholders' interests, with the goal of maximizing

shareholder value.

President's Response:

We sincerely thank our shareholders for their continued support. We deeply regret that the Company's consolidated operating results for 2024 did not meet expectations. The loss was mainly due to underperformance in investments and non-operating items. The Company has been gradually divesting from non-core investments to focus on its core business. The core operations remain stable and continue to grow. Although there have been some recent disturbances due to global market conditions, the Company's core business remains healthy.

2. The recent decline in the Company's share price has caused significant losses for shareholders. It is recommended that the Company adopt a strategy of retaining high-performing assets and personnel while phasing out underperforming ones. In addition, although the Chairperson and the President have not sold any shares personally, there have been cases of senior executives selling a large volume of shares, which may give the public an impression of a lack of confidence in the Company. This issue requires the Company's attention. Furthermore, the losses incurred by the investee company, Yo-Juang Investment Corporation, have placed a burden on the Company and must be carefully addressed.

Chair's Response: Thank you for your continued support and valuable feedback.

VII. End of meeting: At 09:45 a.m. on the same day, the chairperson announced the end of the meeting.

(The meeting minutes recorded the essentials and results of the meeting in accordance with the provisions of Paragraph 4, Article 183 of the Company Act. The actual content, procedures and shareholder speeches during the meeting are subject to the audio and video recordings of the meeting.)

[Attachment 1]

Taiwan Mask Corporation 2024 Business Report

To begin with, I would like to express my appreciation to all shareholders for their support. The global economic growth in 2024 is affected by international situations, geopolitical conflicts, and uncertainties, as well as inflation, which affects the fluctuation of energy and raw material prices, making the recovery of the consumer market uncertain. However, the continued development of AI, high-performance computing and cloud services has been driving the growth of related supply chains such as logic chips, memory and advanced packaging technologies. The global semiconductor market is expected to continue to grow by more than double digits in 2025. Overall, the difference between semiconductor process technologies and applications will result in a different end demand. In this regard, TMC has a stable deployment strategy to plan for new capacity and new technologies in response to overall needs in a timely and appropriate manner, so as to grow together with strategic partners. At the same time, we will continue to strengthen operational management efficiency, deepen customer relationship management and services, and grow together with strategic customers.

Faced with a global semiconductor market downturn, TMC, through expanding its photomask foundry services for strategic partners and the concerted efforts of its management team and all employees, still maintained steady operational growth in 2024. The annual individual net revenue reached NT\$4.26 billion, a 6.9% increase compared to the previous year. However, impacted by delays in the technology and product transformation of its subsidiaries, Taiwan Mask Corporation recognized operating losses from its subsidiaries, resulting in a net loss after tax of NT\$473 million for the current period. In response to this, the Group has actively reorganized its resources and established effective allocation strategies to strengthen the photomask core business, continuously improve the quality and delivery time of 65/55nm photomask products, deepen partnerships with key customers, proactively expand the 40nm photomask customer base, and deploy 12-inch high-end and 28nm photomask production capacity.

Looking forward to 2025, in response to market growth, TMC will continue to:

1. Strengthen the core business of the Company, continue to work closely with strategic customers, and deepen customer cooperation. In line with the technological advancements of strategic customers, the Company has completed the mass production of 40nm photomasks and has successively obtained customer certifications for 28nm photomasks. Furthermore, based on long-term

- market demand, the Company continues to deploy high-end photomask production capacity, aiming to shorten customer certification and mass production timelines, thereby fostering sustained growth with strategic customers.
- 2. On the operational front, the Company continues to establish and utilize Al-powered analysis and classification models to build a traceability mechanism for rapid and effective production improvements, thereby enhancing yield rates, shortening delivery times, and reasonably controlling costs, ultimately increasing capacity utilization and optimizing order intake to improve company profitability.
- 3. Continuous implementation of sustainable development: TMC adheres to the business philosophy of "Respect for the sky, love for people, and protect the planet". We pursue sustainable development through energy creation and conservation. By focusing on core business development, managing the Group's total resources, aiming at innovation and sustainability, and working with strategic customers, suppliers, subsidiaries of the Group, and stakeholders to integrate resources, we will continue to implement sustainable development.
- 4. Integration of Group Synergies: To enhance group synergies, the Company aims to establish a strategic mechanism and system characterized by speed, flexibility, and agility. This will allow the Company to adaptively adjust the allocation of group resources and the operational strategies of its investees in response to geopolitical and market uncertainties, as well as to expedite the transformation and support the successful operational turnaround of its subsidiaries.

Best wishes to all valued shareholders.

Chairman:



Manager:



Accounting Officer:



[Attachment 2]

Taiwan Mask Corporation

Audit Committee's Audit Report

We have reviewed the Company's 2024 business report, financial statements and earnings distribution proposal prepared by the board of directors. The financial statements have been audited by CPA Ya-Hui Cheng and CPA Chien-Yu Liu of PricewaterhouseCoopers Taiwan, to which the firm has issued an independent auditor's report. The Audit Committee found no misstatement in the above, and hereby presents this report in accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act.

For

The 2025 Annual General Meeting

Taiwan Mask Corporation

香港園

Audit Committee convener: Wei-Chen Wang

March 12, 2025

[Attachment 3]

Taiwan Mask Corporation and Subsidiaries

Loans to Others

January 1 to December 31, 2024

Table 1

Unit: NT\$ Thousand (Unless otherwise specified)

No.				Related	Max imum		Amount Actually			Amount of	Reason for short-term	Amount of	Collateral		Limit on loans	Ceiling on total	
(Note 1)	Company that lent funds	Borrowing party	General ledger account	party?	Balance for the	Ending balance	Drawn	Range of	Nature of loan	transaction	financing	recognized	Name	Value	granted to a single	loan granted	Note
0	Taiwan Mask Corporation	Youe Chung Capital Corporation	Other Receivables - Related Parties	Y	\$ 300,000	\$ 300,000	\$ 300,000	2.7%	Short-term financing	\$ -	Working Capital Turnover	\$ -	Promissory note	300,000	1,758,067	1,758,067	Note 2
0	Taiwan Mask Corporation	Aptos Technology INC.	Other Receivables - Related	Y	130,000	130,000	80,000	2.7%	Short-term financing	-	Working Capital Turnover		Promissory note	80,000	1,758,067	1,758,067	Note 2
0	Taiwan Mask Corporation	Innova Vision INC.	Other Receivables - Related	Y	50,000	50,000	50,000	2.7%	Short-term financing	-	Working Capital Turnover		Promissory note	50,000	1,758,067	1,758,067	Note 2
1	Youe Chung Capital Corporation	Moment Semiconductor, In	n Other Receivables — Related Parties	Y	30,000			2.7%	Short-term financing	-	Working Capital Turnover	-	None	- '	773,472	773,472	Note 6
1	Youe Chung Capital Corporation	Aptos Technology INC.	Other Receivables - Related Parties	Y	390,000	350,000	340,000	2.7%	Short-term financing	-	Working Capital Turnover	-	Promissory note	350,000	773,472	773,472	Note 6
1	Youe Chung Capital Corporation	Xsen se Technology Corpo	r: Other Receivables — Related Parties	Y	330,000	320,000	310,000	2.7%	Short-term financing	-	Working Capital Turnover		Promissory note	330,000	773,472	773,472	Note 6
1	Youe Chung Capital Corporation	Innova Vision INC.	Other Receivables - Related Parties	Y	180,000	180,000	180,000	2.7%	Short-term financing	-	Working Capital Turnover	-	Promissory note	180,000	773,472	773,472	Note 6
2	Miracle Technology CO., LTD.	Aptos Technology INC.	Other Receivables - Related Parties	Y	170,000	170,000	170,000	2.7%	Short-term financing	-	Working Capital Turnover	-	Promissory note	170,000	174,317	174,317	Note 4
3	Miko-China Enterprise (Shanghai) Co., Ltd.	Sichuan Miracle Power Technology Co., Ltd.	Other Receivables - Related Parties	Y	68,175	67,170	44,780	2.509%	Short-term financing	-	Working Capital Turnover	-	None	- '	181,017	181,017	Note 8
4	Pilot Energy Co., Ltd.		n Other Receivables — Related Parties	Y	100,000	50,000	40,000	2.7%	Short-term financing	-	Working Capital Turnover	-	Promissory note	50,000	120,748	120,748	Note 7

Note 1: The description of the number columns are as follows:

- (1) Fill in "0" for the issuer.
- (2) The investee company is numbered in sequence starting from the Arabic numeral 1 according to company type Note 2: Amendment to the Procedures for Lending Funds to Others:
- (1) Total amount of loans: The total amount of the Company's loans shall not exceed 40% of the Company's net value.

- (1) Total amount of tonis: In total amount of the Company's tonis saud not exceed 40% of the Company to the company's and a saud not exceed the amount of transactions between the two parties in the most recent year and not exceed 40% of the Company net value.

 (3) For companies or businesses that have a short-term financing need, the loan amount of each individual borrower shall not exceed the amount of transactions between the two parties in the most recent year and not exceed 40% of the Company net value.

 (4) Inter-company loans of funds between overseas companies in which the Company owns, directly or indirectly, 100% of the Company's net value.

- (1) In addition to the provisions in (1), in which companies or businesses have a short-term financing need, and the loan amount of each individual borrowers shall not exceed 40% of the Company net value.

 (3) In addition to the provisions in (1), in which companies or businesses have a short-term financing need, and the loan amount of each individual borrowers shall not exceed 40% of the Company net value.

 (3) In addition to the provisions in (1), in which companies or businesses have a short-term financing need, and the loan amount of each individual borrowers in the financing amount refers to the amount of business transactions refers to the higher of the amount of goods purchased or sold between the (3) In addition to the provisions in (1), in which companies or businesses have a short-term financing need, and the loan amount of each individual borrowers not exceed 40% of the Company net value, the financing amount refers to the accumulated balance of the company's short-term financing.
- (s) In adaption to the provisions in (1), in winth companies or transmess have a short-term financing need, and the loan amount of each individual borrower, and the period of loan should be specified. The total amount of loans lent between the overexes companies in which the Company how, discretely or indirectly, 100% of the voting shares are not restricted by the abovementioned paragraphs. However, the total amount (loans to enterprises shall not exceed 0% of the Company shot, days to enterprises shall not exceed 0% of the Company shot value.

 1. The total amount (loans to enterprises shall not exceed 0% of the Company's net value. Elsowere, for companies or businesses that have a short-term financing need, the loan amount of each individual borrower shall not exceed 40% of the Company shot value.

 1. The total amount (loans to enterprises shall not exceed 0% of the Company's net value.

 1. The total amount (loans to enterprises shall not exceed 0% of the Company shot value.

 1. The total amount of the shall amount of the amount of the

- (5) The highest balance for the current period is the amount resolved by the board. Note 4: Subsidiary Miracle Technology Procedures for Lending Funds to Others
- (1) Total amount of loans. The total amount of the Company's loans shall not exceed 40% of the Company's net value.
 (2) For companies or businesses that have business dealines with the Company, the loan amount of each individual borrowers shall not exceed the amount of transactions between the two parties in the most recent year and not exceed 40% of the Company net value.
 (3) For companies or businesses that have a short-term financing need, the loan amount of each individual borrower shall not exceed the amount of transactions between the two parties in the most recent year and not exceed 40% of the Company's net value.
- (4) Inter-company loans of funds between overseas companies in which the Company owns, directly or indirectly, 100% of the voting shares, are not restricted by the abovementioned paragraphs. However, the total amount of loans and the amount of loan to a single party shall not exceed 50% of the Company's net value (9) inter-company tomator trained seem oversees companies at water in ecompany owns, querry or inquiectity, 1007.

 Note 5: Substainey: Innova Vision Procedures for Lending Funds to Others

 (1) Total amount of loans: The total amount of the Company's loans shall not exceed 40% of the Company's net value.
- (2) The loan amount of each individual borrower of companies or businesses that have business dealings with the Company shall not exceed the amount of transactions between the two parties in the past year. The amount of business transactions refers to the higher of the amount of goods purchased or sold between the parties, and shall not
- ex ceed 20% of the Company's net value.
 (3) For companies or businesses that have a short-term financing need, the loan amount of each individual borrover shall not exceed the amount of transactions between the two parties in the most recent year and not exceed 40% of the Company's net value.
- Note 6: Subsidiary Your Chang Capital Corporation Procedures for Lending Funds to Others

 (1) Total amount of loans: The total amount of the Company's loans shall not exceed 40% of the Company's net value.

 (2) For companies or businesses that have a short-term financing need, the loan amount of each individual borrower shall not exceed the amount of transactions between the two parties in the most recent year and not exceed 40% of the Company's net value.
- Note 7: Subsidiary Pilot Energy Co., Ltd. Procedures for Lending Funds to Others:

- The Company shall not loan funds to any of its shareholders or any other person except under the following circumstances:

 (1) Where an inter-company or inter-firm business transaction calls for a loan arrangement.

 (2) Where an inter-company or inter-firm short-term financing facility is necessary, provided that such financing amount shall not exceed 40% of the lender's net worth.
- Note 8: Subsidiary Miko-China Enterprise (Shanghai) Co., Ltd. Procedures for Lending Funds to Others:
- (1) Total amount of foars. The total amount of the Company's loans shall not exceed 40% of the Company's net value.
 (2) For companies or businesses that have a short-term financing need, the loan amount of each individual borrover shall not exceed the amount of transactions between the two parties in the most recent year and not exceed 40% of the Company's net value

[Attachment 4]

Independent Auditors' Report

(114) Tsai-Sheng-Bao-Zi No. 24005089

To Taiwan Mask Corporation,

Opinions

We have audited the accompanying consolidated balance sheets of Taiwan Mask Corporation and its subsidiaries (the "Group") as of December 31, 2024 and 2023, and the related consolidated statements of comprehensive income, of changes in equity and of cash flows for the years ended December 31, 2024 and 2023, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, based on our audits and the reports of the other independent auditors, as described in the "Other matters" section of our report, the accompanying consolidated financial statements present fairly, in all material aspects, 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 ended December 31, 2024 and 2023 in accordance with the "Regulations Governing the Preparation of Financial Reports by Securities Issuers" and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations as endorsed by the Financial Supervisory Commission.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and auditing standards generally accepted in Taiwan. Our responsibilities under those standards are further described in the Independent Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Professional Ethics for Certified Public Accountants in the Republic of China (the "Code"), and we have fulfilled our other ethical responsibilities in accordance with the Code. Based on our audits and the reports of the other independent auditors, we believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of fiscal year 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, we do not provide a separate opinion on these matters.

Key audit matters for the TMC Group's consolidated financial statements in fiscal year 2024 are stated as follows:

Income recognition

Explanation

For the accounting policy on income recognition, please refer to Note 4 (29) of the financial report. For sales revenue, please refer to Note 6 (23); the operating income in fiscal year 2024 was NT\$7,561,749 thousand.

The Group mainly produces and sells products such as masks and integrated circuits used in semiconductors, and has a large and diversified sales base. Trading conditions vary according to market conditions and customer needs. Considering that sales revenue is a major transaction that has a significant impact on the consolidated financial statements, we believe that the recognition of sales revenue is one of the most important matters to be considered in this year's audit.

How our audit addressed the matter

We have performed primary audit procedures for the above matter as follows:

- 1. Understand the type of major income and assess internal operations, review revenue recognition and accounting treatment.
- 2. Obtain the sales revenue statement, sample the sales transactions and verify the relevant documents to determine the appropriateness of the sales revenue.
- 3. Execute the cut-off test for the sales receipts transaction for a certain period of time before and after the closing date, and confirm that the account is correct at the time of entry.

Other matters-Parent company only financial reports

We have audited and expressed an unmodified opinion on the parent company only standalone financial statements of Taiwan Mask Corporation 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 the "Regulations Governing the Preparation of Financial Reports by Securities Issuers" and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations as endorsed and issued into effect by the Financial Supervisory Commission, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Independent 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 Auditors' Report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ROC AS will always detect a material misstatement when it exists. 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 the basis of these consolidated financial statements.

As part of an audit conducted in accordance with ROC AS, we exercise professional judgment and professional skepticism throughout the audit. We also conduct the following undertakings:

- 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 for the purpose of expressing 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 report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- 5. Evaluate the overall 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 remain solely responsible for our audit opinion.

We communicated 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 for the current period.

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 2024 consolidated financial statements of the current period and are therefore deemed key audit matters. We describe these matters in our Auditors' Report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our auditor's report because the adverse consequences of doing so would reasonable are expected to outweigh the public interest benefits of such communication.

PricewaterhouseCoopers Taiwan

Ya-Hui Cheng

CPA

Chien-Yu Liu

Securities and Futures Bureau of Financial Supervisory

Commission of the Executive Yuan

Approval Document for Attestation:

Jin-Guan-Zheng-Liu-Zi No. 0960072936

Financial Supervisory Commission of the Executive Yuan

Approval Document for Attestation:

Jin-Guan-Zheng-Shen-Zi No. 1090350620

March 12, 2025

Taiwan Mask Corporation and Subsidiaries Consolidated Balance Sheets December 31, 2024 and 2023

		December 3	1, 2024 and	1 2023		Unit: NT\$ Thousand		
	Assets	Notes		December 31, 2024 Amount	1 %		December 31, 2023 Amount	
	Current assets	110103		Amount			Amount	
1100	Cash and Cash Equivalents	6(1)	\$	1,430,542	7	\$	1,364,106	6
1110	Financial Assets at Fair Value	6(2) and 8	•	,,-		,	, ,	
	Through Profit or Loss - Current			3,129,075	15		1,626,536	8
1136	Financial Assets at Amortized Cost -	6(3) and 8		, ,			, ,	
	Current			227,534	1		259,885	1
1140	Contract Asset - Current	6(23)		90,967	-		105,263	1
1150	Notes Receivables (Net)	6(4)		167	-		6,049	-
1170	Accounts Receivables (Net)	6(4)		1,367,379	7		1,478,806	7
1180	Accounts Receivables - Related	6(4) and 7						
	Parties (Net)			2,383	-		26	-
1200	Other Receivables			40,137	-		29,003	-
1210	Other Receivables - Related Parties	7		1,306	-		407	-
1220	Tax Assets for the Period			476	-		1,830	-
130X	Inventories	6(5)		723,781	4		701,823	3
1410	Prepayments			277,096	1		326,387	2
1470	Other Current Assets			20,371			10,774	
11XX	Total Current Assets			7,311,214	35		5,910,895	28
	Non-Current Assets							
1510	Financial Asset at Fair Value Through	6(2) and 8						
	Profit or Loss - Non Current			187,241	1		2,896,178	14
1535	Financial Assets at Amortized Cost -	6(3) and 8						
	Non Current			667,051	3		660,157	3
1550	Investment under Equity Method	6(6)		489,392	2		67,506	-
1600	Property, plant and equipment	6(7) and 8		10,382,141	50		9,492,391	45
1755	Right-of-use Asset	6(8)		424,264	2		554,630	3
1760	Investment property (Net)	6(10) and 8		167,109	1		170,500	1
1780	Intangible assets	6(11) and 8		654,780	3		731,735	4
1840	Deferred Income Tax Assets	6(30)		25,492	-		22,337	-
1900	Other Non-Current Assets	6(13)		506,461	3		514,639	2
15XX	Total Non-Current Assets			13,503,931	65		15,110,073	72
1XXX	Total Assets		\$	20,815,145	100	\$	21,020,968	100

Taiwan Mask Corporation and Subsidiaries Consolidated Balance Sheets December 31, 2024 and 2023

Unit: NT\$ Thousand December 31, 2024 December 31, 2023 % Liabilities and Equities Notes Amount % Amount **Current liabilities** 5,429,370 6(14) and 7 \$ 30 \$ 2100 Short Term Loans 6,200,355 26 Financial Liabilities at Fair Value 2120 6(2) Through Profit or Loss - Current 19,204 9,383 Contract Liabilities - Current 2130 64,453 174,538 1 6(23)Notes Payable 43,544 2150 66 2170 Accounts Payable 541,758 3 463,892 2 2200 Other Payables 6(15)1,236,829 6 1,205,153 6 2220 Other Payables - Related Parties 304 2230 Income Tax Liabilities for the Period 10,730 15,379 2250 Provision for Liabilities - Current 5,568 4,513 2280 Lease Liability - Current 34,456 47,439 2320 Long-term liabilities due within one 6(17)year or one business cycle 1,242,279 6 1,216,216 6 2399 Other Current Liabilities - Other 57,651 53,072 45 21XX **Total Current Liabilities** 9,452,248 8,623,904 41 Non-current liabilities 17 2530 Corporate bonds payable 6(16)3,609,156 3,424,600 16 2540 Long-term Loans 3,072,808 15 3,126,340 6(17)15 2550 Provision for Liabilities - Non-current 1,500 2570 Deferred Income Tax. 162,297 1 163,536 6(30)1 Lease liability - Non Current 402,942 2 2580 519,754 3 2640 Defined Benefit Liabilities - Non 6(18)7,474 Current 10,648 Guarantee Deposits Received 2645 34.812 42.282 25XX **Total Non-Current Liabilities** 7,290,989 35 7,287,160 35 2XXX **Total Liabilities** 16,743,237 80 15,911,064 76 Equity attributable to shareholders of the parent company Capital 6(19) 3110 Capital stock 2,564,562 12 2,564,465 12 Capital surplus 6(20)3200 Capital surplus 1,439,959 7 1,532,041 8 Retained earnings 6(21)3310 Legal reserve 863,958 4 827,460 4 3350 Unappropriated earnings 581,828 3 1,464,101 7 Other equity interests 6(22)3400 Other equity interests 20,148 1,641 6(19) and 8 3500 Treasury stock 1,167,369) 6) 1,174,484) 6) 31XX **Total Equities Attributable to** 4,395,168 **Parent Company** 21 5,123,142 24 36XX **Non-controlling Interests** 323,260) 1) 13,238) 5,109,904 3XXX **Total Equities** 4,071,908 20 24 Major Commitments and Contingencies 9 Major Events after Financial Statement 11 Date 21,020,968 100 3X2X **Total Liabilities and Equities** 20,815,145 100

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

Taiwan Mask Corporation and Subsidiaries Consolidated Statement of Comprehensive Income January 1 to December 31 of 2024 and 2023

Unit: NT\$ Thousand (Except for earnings (loss) per share in NT\$)

				2024	carmings	(1088)	2023	
	Items	Notes		Amount	%	-	Amount	%
4000	Operating income	6(23) and 7	\$	7,561,749	100	\$	7,199,935	100
5000	Operating costs	6(5) and 7	(6,140,062)	(81)	(5,363,566)	(75)
5900	Gross profit	. ,		1,421,687	19	,	1,836,369	25
	Operating Expenses	6(28) (29) and 7						
6100	Selling Expenses	. ,	(311,586)	(4)	(271,119)	(4)
6200	Administrative Expenses		(418,133)		(459,028)	
6300	R&D Expenses		(389,236)	(5)	(348,136)	(5)
6450	Expected loss on credit impairment	12(2)	(81,338)	(1)	(9,455)	
6000	Total Operating Expenses		(1,200,293)	(16)	(1,087,738)	(15)
6900	Operating profit			221,394	3		748,631	10
	Non-operating income and expenses							
7100	Interest income	6(24)		27,737	-		40,742	-
7010	Other Incomes	6(25) and 7		151,772	2		133,843	2
7020	Other Gains and Losses	6(26)	(667,378)			98,389)	(1)
7050	Financial Costs	6(27) and 7	(345,590) ((4)	(293,238)	(4)
7060	The share of affiliates and joint venture profits and losses	6(6)						
	recognized by the equity method		(53,984) ((1)	(85,789)	(1)
7000	Total Non-Operating Incomes and			, , , , , , , , , , , , , , , , , , , ,		\		
	Losses		(887,443)	(12)	(302,831)	(4)
7900	Net loss/profit before tax			666,049)			445,800	6
7950	Income Tax Expense	6(30)	(119,962)	(1)	(281,516)	(4)
8200	Net (loss) profit for the period	0(20)	(\$	786,011)	(10)	\$	164,284	2
	Other Comprehensive Incomes (Net) Components of other comprehensive income that will not be reclassified to profit or loss							
8311	Re-measurements of defined benefit plan	6(18)	\$	237	_	(\$	1,145)	-
	Components of other comprehensive income that will be reclassified to profit or loss					,		
8361	Financial statement translation	6(22)						
	differences of foreign operations			18,507		(8,867)	
8300	Other Comprehensive Incomes (Net)		\$	18,744		(\$	10,012)	
8500	Total comprehensive income for the							
	year		(\$	767,267)	(10)	\$	154,272	2
	Net Incomes (Losses) Attributable to:			_			_	
8610	Parent Company		(\$	472,521) ((6)	\$	366,126	5
8620	Non-controlling Interests		(313,490)	(4)	(201,842)	(3)
	Total		(\$	786,011)	$\overline{10}$	\$	164,284	2
	Total Comprehensive Incomes (Losses) Attributable to:		`	<u> </u>			<u> </u>	
8710	Parent Company		(\$	453,777) ((6)	\$	356,114	5
8720	Non-controlling Interests		(*	313,490)	(4)	(201,842)	(3)
0,20	Total		(\$	767,267)	(10)	\$	154,272	2
	****		(4	, 01,201)		Ψ.	10 1,272	
	Earnings (loss) per share	6(31)						
9750	Basic	0(31)	(\$		2.21)	\$		1.75
9850	Diluted		(<u>\$</u> (\$			\$		1.65
2020	Diluicu		(3		2.21)	Φ		1.03

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

Equity attributable to shareholders of the parent company

				Equity a	ittibutable to sharen	olders of the parer	п сопірану			_	
				Retaine	d earnings	Other equ	uity interests				
	Notes	Capital stock	Capital surplus	Legal reserve	Unappropriated earnings	Financial statement translation differences of foreign operations	Unrealized gain (loss) on investments on financial assets at fair value through other comprehensive income	Treasury stock	Total	Non-controlli ng Interests	Total Equity
2023											
Balance as at January 1, 2023		\$ 2,564,465	\$ 1,251,681	\$ 769,952	\$ 1,729,293	\$ 13,174	(\$ 2,666)	(\$ 1,778,979)	\$ 4,546,920	(\$ 112,713)	\$ 4,434,207
Net profit for the period				=	366,126				366,126	(201,842)	164,284
Other Comprehensive Profit or Loss	6(22)	-	-	-	(1,145)	(8,867)	-	-	(10,012)	. <u>-</u>	(10,012)
Total comprehensive income for the year			-		364,981	(8,867)) -		356,114	(201,842)	154,272
Distribution and appropriation of earnings for 2022	6(21)										
Legal capital reserve		-	-	57,508	(57,508)	-	-	-	-	-	-
Cash dividends		-	-	-	(572,665)	-	-	-	(572,665)		(572,665)
Distribution of cash from capital surplus	6(20)	-	(49,797)	-	-	-	-	-	(49,797)	-	(49,797)
Adjustment of capital reserve by dividends paid to	6(20)		00.000						00.000		00.020
subsidiaries	6(20)	-	90,829	-	-	-	-	-	90,829		90,829
Changes in ownership interests in subsidiaries recognized		-	133,604	-	-	-	-	-	133,604	(58,871)	74,733
Changes in shares of affiliates and joint ventures recognized under the equity method	6(20)		13,793						13,793		13,793
Subsidiaries donated treasury stock	6(19)	-	13,793	-	-	-	-	12,807	12,807	-	12,807
Treasury stocks transfer to employees	6(19)	-	_	-	-	-	-	591,688	591,688	-	591,688
Payment of overdue unclaimed dividends to shareholders			(151)		_	_		391,000	(151)		(151)
Increase in non-controlling interests in mergers	0(20)	_	(131)	_	_	_	_	_	(131)	360,188	360,188
Balance as of December 31, 2023		\$ 2,564,465	\$ 1,439,959	\$ 827,460	\$ 1,464,101	\$ 4,307	(\$ 2,666)	(\$ 1,174,484)	\$ 5,123,142	(\$ 13,238)	\$ 5,109,904
2024		Φ 2,501,105	Ψ 1,135,535	Φ 027,100	Ψ 1,101,101	Ψ 1,507	(\$\psi\$ 2,000)	(ψ 1,171,101)	ψ 5,125,112	(\$\psi\$ 13,230)	\$ 3,103,301
Beginning Balance as of January 1, 2024		\$ 2,564,465	\$ 1,439,959	\$ 827,460	\$ 1,464,101	\$ 4,307	(\$ 2,666)	(\$ 1,174,484)	\$ 5,123,142	(\$ 13,238)	\$ 5,109,904
Net loss		\$ 2,304,403	ÿ 1, 4 39,939	\$ 627,400	(472,521)	\$ 4,307	(\$ 2,000)	(\$ 1,174,404)	(472,521)	(313,490)	(786,011)
Other Comprehensive Profit or Loss	6(22)		_	_	237	18,507		_	18,744	(313,470)	18,744
Total comprehensive income for the year	0(22)				(472,284)	18,507			(453,777)	(313,490)	(767,267)
Distribution and appropriation of earnings for 2023	6(21)				(10,507		 -	(155,777)	((
Legal capital reserve	0(21)	_	_	36,498	(36,498)	_	_	_	_	_	_
Cash dividends		_	_	-	(373,491)	_	-	-	(373,491)	-	(373,491)
Changes in ownership interests in subsidiaries recognized	6(20)	_	1,196	_	(3/3,.21)	_	_	-	1,196	3,468	4,664
Adjustment of capital reserve by dividends paid to	6(20)		-,						-,	-,	.,
subsidiaries	-(-)	-	52,997	-	-	-	-	-	52,997	-	52,997
Subsidiaries donated treasury stock	6(19)	-	-	-	-	-	-	7,115	7,115	-	7,115
Changes in shares of affiliates and joint ventures	6(20)										
recognized under the equity method	- (40) (80)	-	37,203	-	-	-	-	-	37,203	-	37,203
Conversion of convertible bonds	6 (19)(20)	97	686	-	-			-	783	-	783
Ending Balance as of December 31, 2024		\$ 2,564,562	\$ 1,532,041	\$ 863,958	\$ 581,828	\$ 22,814	(\$ 2,666)	(\$ 1,167,369)	\$ 4,395,168	(\$ 323,260)	\$ 4,071,908

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

Taiwan Mask Corporation and Subsidiaries Consolidated Statements of Cash Flows January 1 to December 31 of 2024 and 2023

Unit: NT\$ Thousand

	Notes		nuary 1 to mber 31, 2024	January 1 to December 31, 2023		
Cash Flow from Operating Activities						
Net (loss) profit before tax for the period		(\$	666,049)	\$	445,800	
Adjustments to Reconcile Net Income to Net Cash Flow						
from Operating Activities						
Revenues and Expenses	· · · · · · · ·					
Depreciation	6 (7)(8)(10)(28)		1,286,665		933,404	
Amortization	6(11)(28)		88,918		52,495	
Expected loss on credit impairment	12(2)	(81,338	(9,455	
Interest income	6(24)	(27,737)	(40,742)	
Interest Expenses Subsidiaries donated treasury stock	6(27) 7		345,590 7,115		293,238 12,807	
Net losses of financial assets and liabilities at	6(2)(26)		7,113		12,007	
fair value through profit or loss	0(2)(20)		714,004		120,408	
Gain (loss) on disposal of investments	6(26)	(10,037)		120,400	
Dividend income	6(25)	(115,036)	(94,064)	
Share of losses of affiliated companies	6(6)	(113,030)	(71,001)	
recognized under the equity method	0(0)		53,984		85,789	
Disposal of interests in property, plant and	6(26)		23,701		03,707	
equipment	0(20)	(24,518)	(688)	
Gains on disposal of intangible assets	6(26)	(- 1,5 1 5 /	(25,499)	
Property, plant and equipment reclassified as	*(=*)			(, , ,	
expenses			_		78	
Gain on lease modifications	6(8)(26)	(3,005)		-	
Goodwill impairment loss	6(11)(12)(26)		27,390		-	
Impairment loss of prepayments for equipment	6(26)		5,310		-	
The Changes of Assets/ Liabilities related to						
Operating Activities						
Net Changes of Assets related to Operating						
Activities						
Mandatory financial assets at fair value through						
profit or loss			502,215	(175,131)	
Contract Assets			14,296		34,968	
Notes Receivables			5,882	(4,604)	
Accounts Receivables			30,089		28,959	
Accounts Receivables – Related Parties		(2,357)	(2,320	
Other Receivables Other Receivables — Related Parties		(11,134)	(16,753)	
Inventories		(899)	(407) 250,767)	
		(21,958) 58,324	(40,501)	
Prepayments Other Current Assets		(9,597)	(35,911	
Other Non-Current Assets		(420)		55,711	
Net Changes of Liabilities related to Operating		(420)			
Activities						
Contract Liabilities		(110,085)	(67,726)	
Notes Payable		(43,478	(79,735)	
Accounts Payable			77,866		27,826	
Accounts payable - Related party			, <u>-</u>	(284)	
Other Payables		(165,172)		49,752	
Provisions		`	2,555		-	
Other Current Liabilities		(4,741)		17,970	
Defined Benefit Liabilities		(2,937)	(7,012)	
Other Non-Current Liabilities				(7,228)	
Net Cash In-Flow from Operating			2,169,337		1,340,039	
Interest Received			27,737		42,243	
Interest Paid		(280,875)	(260,590)	
Income Tax Paid		(127,651)	(444,991)	
Dividends Received			115,036		110,914	
Net Cash In-Flow (Out-Flow) from Operating						
Activities			1,903,584		787,615	

Consolidated Statements of Cash Flows January 1 to December 31 of 2024 and 2023

	Notes		nuary 1 to nber 31, 2024	Unit: NT\$ Thousand January 1 to December 31, 2023			
Cash Flow from Investment Activities							
Acquisition of Amortized Cost Financial Assets	6(3)	(\$	171,795)	(\$	672,781)		
Disposal of Amortized Cost Financial Assets	6(3)		205,430		416,418		
Acquisition of investment property by the Equity	6(6)						
Method		(440,400)	(15,000)		
Disposal of investment under Equity Method	6(6)		11,807		-		
Cash outflows from changes in consolidated entities	6 (32)		-	(78,027)		
Acquisition of Property, Plants and Equipment	6(7)(33)	(2,005,238)	(3,179,581)		
Disposal of Property, Plants and Equipment	6(7)		48,326		8,695		
Acquisition of Intangible Assets	6(11)	(15,577)	(36,975)		
Gains on disposal of intangible assets	6(11)		-		27,043		
Increase in refundable deposit		(38,787)	(35,869)		
Decrease of Guarantee Deposits			52,995		29,108		
Net Cash Outflow from Investing Activities		(2,353,239)	(3,536,969)		
Cash Flows from Financing Activities							
Increase of Short Term Loan	6(34)		9,394,535		7,613,689		
Redemption of Short Term Loan	6(34)	(8,623,550)	(6,907,998)		
Increase of Long Term Loan	6(34)		2,525,699		1,593,546		
Redemption of Long Term Loan	6(34)	(2,587,302)	(1,061,577)		
Issuance of corporate bonds	6(34)		498,730		797,338		
Repayment of corporate bonds	6(34)	(332,817)		-		
Other Payables- related Parties	7	(304)		304		
Treasury stocks transfer to employees	6(19)		-		591,688		
Redemption of Lease Principal	6(34)	(46,498)	(51,816)		
Increase in Guarantee Deposits Received	6(34)		199		7,528		
Decrease of Guarantee Deposits Received	6(34)	(7,787)		-		
Cash increase of non-controlling equity in Subsidiaries			-		299,600		
Payment of overdue unclaimed dividends			-	(151)		
Distribution of cash dividends (including capital surplus	6(21)						
distribution cash in 2023)		(320,494)	(531,633)		
Net Cash In-Flow (Out-Flow) from Funding							
Activities			500,411		2,350,518		
Adjustments of Exchange Rate			15,680		12,985		
Net increase (decrease) in cash and cash equivalents			66,436	(385,851)		
Beginning Balance of Cash and Cash Equivalents			1,364,106		1,749,957		
Ending Balance of Cash and Cash Equivalents	6(1)	\$	1,430,542	\$	1,364,106		

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

[Attachment 5]

Independent Auditors' Report

(114) Tsai-Sheng-Bao-Zi No. 24005005

To Taiwan Mask Corporation:

Opinions

We have audited the accompanying parent-only balance sheets of Taiwan Mask Corporation as of December 31, 2024 and 2023, and the related statements of comprehensive income, of changes in equity and of cash flows for the years ended December 31, 2024 and 2023, and notes to the parent-only financial statements, including a summary of significant accounting policies.

In our opinion, based on our audits and the reports of the other independent auditors, as described in the Other matters section of our report, the parent-only financial statements present fairly, in all material respects, the standalone financial position of Taiwan Mask Corporation as of December 31, 2024 and 2023, and its financial performance and its cash flows for the years ending on December 31, 2024 and 2023, in accordance with the "Regulations Governing the Preparation of Financial Reports by Securities Issuers".

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and auditing standards generally accepted in Taiwan. Our responsibilities under those standards are further described in the Independent Auditor's Responsibilities for the Audit of the Separate Financial Statements section of our report. We are independent of Taiwan Mask Corporation in accordance with the Code of Professional Ethics for Certified Public Accountants in the Republic of China (the "Code"), and we have fulfilled our other ethical responsibilities in accordance with the Code. Based on our audits and the reports of the other independent auditors, 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 standalone financial statements of Taiwan Mask Corporation of fiscal year 2024. These matters were addressed in the context of our audit of the standalone financial statements as a whole and, in forming our opinion thereon, we do not provide a standalone opinion on these matters.

Key audit matters for the parent-only financial statements in fiscal year 2024 are stated as follows:

Income recognition

Explanation

For the accounting policy on income recognition, please refer to Note 4 (27) of the financial report. For sales revenue please refer to Note 6 (21); the operating income in fiscal year 2024 is NT\$4,260,484 thousand.

Taiwan Mask Corporation mainly produces and sells products such as masks and integrated circuits used in semiconductors, and has a large and diversified sales base. Trading conditions vary according to market conditions and customer needs. Considering that sales revenue is a major transaction that has a significant impact on the standalone financial statements, we believe that the recognition of sales revenue is one of the most important matters to be considered in this year's audit.

How our audit addressed the matter

We have performed primary audit procedures for the above matter as follows:

- 1. Understand the type of major income and assess internal operations, review revenue recognition and accounting treatment.
- 2. Obtain the sales revenue statement, sample the sales transactions and verify the relevant documents to determine the appropriateness of the sales revenue.
- 3. Execute the cut-off test for the sales receipts transaction for a certain period of time before and after the closing date, and confirm that the account is correct at the time of entry.

Responsibilities of management and those charged with governance for the parent only financial statements

Management is responsible for the preparation and fair presentation of the standalone financial statements in accordance with the "Regulations Governing the Preparation of Financial Reports by Securities Issuers" and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations as endorsed by the Financial Supervisory Commission, and for such internal control as management determines is necessary to enable the preparation of standalone financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the parent only financial statements, management is responsible for assessing Taiwan Mask Corporation'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 Taiwan Mask Corporation 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 Taiwan Mask Corporation's financial reporting process.

Independent auditor's responsibilities for the audit of the standalone financial statements

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

As part of an audit conducted in accordance with ROC AS, we exercise professional judgment and professional skepticism throughout the audit. We also conduct the following undertakings:

- 1. Identify and assess the risks of material misstatement of the parent 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 in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Taiwan Mask Corporation'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 Taiwan Mask Corporation's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our report to the related disclosures in the parent 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 report. However, future events or conditions may cause Taiwan Mask Corporation to cease to continue as a going concern.
- 5. Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone 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 Taiwan Mask Corporation to express an opinion on the parent only financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.

We communicated 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 for the current period.

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-only financial statements for the year ended December 31, 2024, and are therefore the key audit matters. We describe these matters in our Auditors' Report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our auditor's report because the adverse consequences of doing so would reasonable are expected to outweigh the public interest benefits of such communication.

PricewaterhouseCoopers Taiwan

Ya-Hui Cheng

CPA

Chien-Yu Liu

Securities and Futures Bureau of Financial Supervisory Commission of the Executive Yuan Approval Document for Attestation: Jin-Guan-Zheng-Liu-Zi No. 0960072936 Financial Supervisory Commission of the Executive Yuan Approval Document for Attestation: Jin-Guan-Zheng-Shen-Zi

No. 1090350620

March 12, 2025

Taiwan Mask Corporation Parent Only Balance Sheets December 31, 2024 and 2023

Unit: NT\$ Thousand

		December 31, 202-					December 31, 2023			
	Assets	Notes		Amount	%		<u>%</u>			
	Current assets									
1100	Cash and Cash Equivalents	6(1)	\$	532,868	3	\$	451,993	3		
1110	Financial Assets at Fair Value	6(2) and 8								
	Through Profit or Loss - Current			1,050,247	7		397,340	3		
1136	Financial Assets at Amortized Cost -	6(3)								
	Current			-	-		3,000	-		
1140	Contract Asset - Current	6(21)		76,496	1		86,821	-		
1170	Accounts Receivables (Net)	6(4)		795,123	5		685,798	5		
1180	Accounts Receivables - Related	6(4) and 7								
	Parties (Net)			5,612	-		6,494	-		
1200	Other Receivables			19,243	-		4,520	-		
1210	Other Receivables - Related Parties	7		602,437	4		90,940	-		
130X	Inventories	6(5)		205,380	1		129,575	1		
1410	Prepayments			104,704	1		97,617	1		
1470	Other Current Assets			752			190			
11XX	Total Current Assets			3,392,862	22		1,954,288	13		
	Non-Current Assets						_			
1510	Financial Asset at Fair Value Through	6(2) and 8								
	Profit or Loss - Non Current			57,520	-		859,962	6		
1535	Financial Assets at Amortized Cost -	6(3) and 8								
	Non Current			518,270	3		417,504	3		
1550	Investment under Equity Method	6(6)		1,296,209	9		1,866,791	13		
1600	Property, plant and equipment	6(7) and 8		8,713,454	57		7,862,213	54		
1755	Right-of-use Asset	6(8)		401,774	3		535,527	4		
1760	Investment property (Net)	6(10) and 8		585,436	4		662,854	5		
1780	Intangible assets			28,286	-		45,675	-		
1840	Deferred Income Tax Assets	6(28)		13,011	-		5,310	-		
1900	Other Non-Current Assets	6(11)		346,110	2		359,147	2		
15XX	Total Non-Current Assets			11,960,070	78		12,614,983	87		
1XXX	Total Assets		\$	15,352,932	100	\$	14,569,271	100		
			-							

aiwan Mask Corporation Parent Only Balance Sheets December 31, 2024 and 2023

Unit: NT\$ Thousand

]	December 31, 2024	December 31, 2023				
	Liabilities and Equities	Notes		Amount	%	Amount	%	
	Current liabilities							
2100	Short Term Loans	6(12)	\$	2,406,478	16	\$ 1,079,983	8	
2120	Financial Liabilities at Fair Value	6(2)						
	Through Profit or Loss - Current			19,204	-	9,383	-	
2130	Contract Liabilities - Current	6(21)		13,611	-	33,984	-	
2170	Accounts Payable			116,962	1	117,596	1	
2200	Other Payables	6(13)		819,364	5	669,580	5	
2220	Other Payables - Related Parties	7		793	-	4,131	-	
2230	Income Tax Liabilities for the Period			-	-	2,623	-	
2280	Lease Liability - Current			25,928	-	31,939	-	
2320	Long-term liabilities due within one	6(15)						
	year or one business cycle			857,444	6	872,834	6	
2399	Other Current Liabilities - Other			24,108		47,783		
21XX	Total Current Liabilities			4,283,892	28	2,869,836	20	
	Non-current liabilities							
2530	Corporate bonds payable	6(14)		3,609,156	23	3,424,600	23	
2540	Long-term Loans	6(15)		2,634,986	17	2,592,429	18	
2570	Deferred Income Tax.	6(28)		-	-	219	-	
2580	Lease liability - Non Current			388,343	3	514,436	4	
2640	Defined Benefit Liabilities - Non	6(16)						
	Current			7,473	-	10,648	-	
2645	Guarantee Deposits Received	6(31)		33,914		33,961		
25XX	Total Non-Current Liabilities			6,673,872	43	6,576,293	45	
2XXX	Total Liabilities			10,957,764	71	9,446,129	65	
	Capital	6(17)		_				
3110	Capital stock			2,564,562	17	2,564,465	18	
	Capital surplus	6(18)						
3200	Capital surplus			1,532,041	10	1,439,959	9	
	Retained earnings	6(19)						
3310	Legal reserve			863,958	6	827,460	6	
3350	Unappropriated earnings			581,828	4	1,464,101	10	
	Other equity interests	6(20)						
3400	Other equity interests			20,148	-	1,641	-	
3500	Treasury stock	6(17)	(1,167,369)	(8)	(1,174,484)	(8)	
3XXX	Total Equities			4,395,168	29	5,123,142	35	
	Major Commitments and Contingencies	9						
	Major Events after Financial Statement	11						
	Date							
3X2X	Total Liabilities and Equities		\$	15,352,932	100	\$ 14,569,271	100	

The attached notes to the standalone financial statements are part of the standalone financial report.

aiwan Mask Corporation Parent Only Statement of Comprehensive Income January 1 to December 31 of 2024 and 2023

Unit: NT\$ Thousand (Except for earnings (loss) per share in NT\$)

					2023			
	Items	Notes		Amount	%		Amount	%
4000	Operating income	6 (21) and 7	\$	4,260,484	100	\$	3,985,541	100
5000	Operating costs	6(5)	(2,833,103) (66)	(2,322,564) (58
5900	Gross profit			1,427,381	34		1,662,977	42
	Operating Expenses	6(26) (27)						
6100	Selling Expenses		(82,663) (2)	(75,496) (2
6200	Administrative Expenses		(288,760) (7)	(304,800) (8
6300	R&D Expenses		(201,143) (5)	(152,015) (4
6450	Expected loss on credit impairment	12(2)	(3,295)	-	(418)	-
6000	Total Operating Expenses		(575,861) (14)	(532,729) (14
6900	Operating profit			851,520	20	1	1,130,248	28
	Non-operating income and expenses			<u> </u>				
7100	Interest income	6(22)		18,675	_		27,316	1
7010	Other Incomes	6(23)		196,036	5		204,573	5
7020	Other Gains and Losses	6(24)	(172,931) (4)	(8,162)	_
7050	Financial Costs	6(25)	(200,045) (162,406) (4
7070	The share of subsidiaries, affiliates	. ,	`		ŕ	`		
	and joint venture profits and losses							
	recognized by the equity method		(1,070,993) (25)	(579,274) (15
7000	Total Non-Operating Incomes and			· · · · · · · · · · · · · · · · · · ·		`	· ·	
	Losses		(1,229,258) (29)	(517,953) (13
7900	Net loss/profit before tax		(377,738) (9)	`	612,295	15
7950	Income Tax Expense	6(28)	(94,783) (2)	(246,169) (6
8200	Net (loss) profit for the period	. ,	(\$	472,521) (11)	\$	366,126	9
	Other Comprehensive Incomes (Net)		<u>.</u>					
	Components of other comprehensive							
	income that will not be reclassified							
	to profit or loss							
8311	Re-measurements of defined benefit	6(16)						
	plan	()	\$	237	_	(\$	1,145)	_
	Components of other comprehensive		Ψ	201		(4	1,1 .0)	
	income that will be reclassified to							
	profit or loss							
8361	Financial statement translation	6(20)						
0001	differences of foreign operations	0(20)		18,507	_	(8,867)	_
8300	Other Comprehensive Incomes (Net)		\$	18,744		(\$	10,012)	_
8500	Total comprehensive income for the		Ψ	10,711		(<u>\psi}</u>	10,012)	
0500	year		(\$	453,777) (<u>11</u>)	\$	356,114	9
	Earnings (loss) per share	6(29)						
9750	Basic		(\$		2.21)	\$		1.75
9850	Diluted		(\$		2.21)	\$		1.65

The attached notes to the standalone financial statements are part of the standalone financial report.

_Taiwan Mask Corporation Parent Only Changes of Equity Statements January 1 to December 31 of 2024 and 2023

Unit: NT\$ Thousand

Notes Capital stock Capital surplus Legal reserve							Retained earnings				Other equity interests							
Balance as at January 1, 2023 \$ 2,564,465 \$ 1,251,681 \$ 769,952 \$ 1,729,293 \$ 13,174 (\$ 2,666) (\$ 1,778,979) \$ 4,546,920		Notes	Ca	pital stock	<u>Ca</u>	oital surplus	Leg	gal reserve	Una	appropriated earnings	tra diffe	al statement nslation erences of	Unrealized financial ass fair value	gain or loss on sets measured at through other	Tre	easury stock	To	otal Equity
Net profit for the period Other Comprehensive Profit or Loss 6(20)										. === ===						. ===		
Other Comprehensive Profit or Loss 6(20)			\$	2,564,465	\$	1,251,681	\$	769,952	\$		\$	13,174	(\$	2,666	(\$	1,778,979	\$	
Total comprehensive income for the year Distribution and appropriation of earnings 6(19) for 2022 Legal capital reserve Cash dividends 57,508 (57,508) 572,665 Distribution of cash from capital surplus 6(18) Adjustment of capital reserve by 6(18) dividends paid to subsidiaries Changes in ownership interests in 6(18) subsidiaries recognized Changes in shares of affiliates and joint 6(18) ventures recognized under the equity method - 13,793 364,981 (8,867) 3556,114 8,867) 3556,114 8,867) 356,114 8,867)		(20)		-		-		-	,		,	- 0.065.)		-		-	,	
Distribution and appropriation of earnings 6(19) for 2022 Legal capital reserve 57,508 (57,508) (572,665) Cash dividends (572,665) (572,665) Distribution of cash from capital surplus 6(18) Adjustment of capital reserve by 6(18) dividends paid to subsidiaries - 90,829 90,829 Changes in ownership interests in 6(18) subsidiaries recognized - 133,604 133,604 Changes in shares of affiliates and joint ventures recognized under the equity method - 13,793 13,793		0(20)		-														
for 2022 Legal capital reserve								<u> </u>		364,981		8,867				-		356,114
Legal capital reserve - - 57,508 (57,508) -		(19)																
Cash dividends Distribution of eash from capital surplus 6(18) Adjustment of capital reserve by 6(18) dividends paid to subsidiaries Changes in ownership interests in 6(18) subsidiaries recognized Changes in shares of affiliates and joint ventures recognized under the equity method - (49,797) - (572,665) (49,797) - (49,797) - (49,797) - (90,829) - (90,829) - (133,604) - (1								57.500	,	57.500								
Distribution of cash from capital surplus 6(18) - (49,797) (49,797) Adjustment of capital reserve by 6(18) dividends paid to subsidiaries - 90,829 90,829 Changes in ownership interests in subsidiaries recognized - 133,604 133,604 Changes in shares of affiliates and joint ventures recognized under the equity method - 13,793 13,793				-		-		57,508	(-		-		-	,	570 ((5.)
Adjustment of capital reserve by 6(18) dividends paid to subsidiaries - 90,829 90,829 Changes in ownership interests in subsidiaries recognized - 133,604 133,604 Changes in shares of affiliates and joint ventures recognized under the equity method - 13,793 13,793		(10)		-	,	40.707.)		-	(572,665		-		-		-	(
dividends paid to subsidiaries - 90,829 90,829 Changes in ownership interests in subsidiaries recognized - 133,604 90,829 Changes in shares of affiliates and joint ventures recognized under the equity method - 13,793 13,793				-	(49,/9/)		-		-		-		-		-	(49,/9/)
Changes in ownership interests in subsidiaries recognized - 133,604 133,604 Changes in shares of affiliates and joint ventures recognized under the equity method - 13,793 13,793		0(18)				00.920												00.920
subsidiaries recognized - 133,604 - - - 133,604 Changes in shares of affiliates and joint ventures recognized under the equity method 6(18) - - 13,793 - - - - 13,793		(10)		-		90,829		-		-		-		-		-		90,829
Changes in shares of affiliates and joint 6(18) ventures recognized under the equity method - 13,793 13,793		0(10)				133 604												133 604
ventures recognized under the equity method - 13,793 13,793		(18)		-		133,004		-		-		-		-		-		155,004
method - 13,793 13,793		(10)																
				_		13 793		_		_		_		_		_		13 793
		5(17)		_		-		_		_		_		_		12 807		
Treasury stocks transfer to employees 6(17) 591,688 591,688				_		_		_		_		_		-				
Payment of overdue unclaimed dividends 6(18)																371,000		371,000
		(10)		_	(151)		_		_		_		_		_	(151)
Balance as of December 31, 2023 \$ 2.564.465 \$ 1.439.959 \$ 827.460 \$ 1.464.101 \$ 4.307 (\$ 2.666) (\$ 1.174.484) \$ 5.123.142			S	2 564 465	S		S	827 460	S	1 464 101	\$	4 307	(S	2.666	(\$	1 174 484	\$	
2024	· · · · · · · · · · · · · · · · · · ·		<u> </u>	_,,,,,,,,,	<u> </u>	-,,	<u>*</u>	021,100	<u> </u>	-,,	-	1,00	4		(=	/	-	
Beginning Balance as of January 1, 2024 \$ 2,564,465 \$ 1,439,959 \$ 827,460 \$ 1,464,101 \$ 4,307 (\$ 2,666) (\$ 1,174,484) \$ 5,123,142			\$	2 564 465	\$	1 439 959	\$	827 460	\$	1 464 101	\$	4 307	(\$	2 666)	(\$	1 174 484)	\$	5 123 142
			Ψ	2,501,105	Ψ	1,137,737	Ψ	027,100	(Ψ	1,507	(4	2,000	(4		(472,521
Other Comprehensive Profit or Loss 6(20) 237 18,507 18,744		5(20)		_		_		_	(18 507		_		_	(
Total comprehensive income for the year (472.284) 18,507 (453.777		(20)							(-				(
Distribution and appropriation of earnings 6(19)		5(19)	-		-		-			472,204		10,507						433,111
for 2023		(1))																
Legal capital reserve 36,498 (36,498)				_		_		36 498	(36.498		_		_		_		_
Cash dividends (373.491) (373.491	Cash dividends			_		_		-	- }			_		_		_	(373,491)
Changes in ownership interests in 6(18)		5(18)							,	-,-,,,							(-,-,,
subsidiaries recognized - 1,196 1,196		()		_		1.196		_		_		_		-		_		1.196
Adjustment of capital reserve by 6(18)		6(18)				,												,
dividends paid to subsidiaries - 52,997 52,997		` '		-		52,997		-		_		_		-		-		52,997
Subsidiaries donated treasury stock 6(17) 7,115 7,115	Subsidiaries donated treasury stock 6	(17)		-		´ -		-		-		_		-		7,115		
Changes in shares of affiliates and joint $6(18)$	Changes in shares of affiliates and joint 6	6(18)																
ventures recognized under the equity																		
method - 37,203 37,203	method			-		37,203		-		-		-		-		-		37,203
Conversion of convertible bonds 6 (14) (18) 97 686 783	Conversion of convertible bonds 6	(14) (18)												<u>-</u>		<u> </u>		
Ending Balance as of December 31, 2024 \$ 2,564,562 \$ 1,532,041 \$ 863,958 \$ 581,828 \$ 22,814 (\$ 2,666) (\$ 1,167,369) \$ 4,395,168	Ending Balance as of December 31, 2024		\$	2,564,562	\$	1,532,041	\$	863,958	\$	581,828	\$	22,814	(\$	2,666)	(\$	1,167,369)	\$	4,395,168

The attached notes to the standalone financial statements are part of the standalone financial report.

Taiwan Mask Corporation Parent Only Statements of Cash Flow January 1 to December 31 of 2024 and 2023

Unit: NT\$ Thousand

	Notes		nuary 1 to nber 31, 2024		nuary 1 to mber 31, 2023
Cash Flow from Operating Activities					
Net (loss) profit before tax for the period Adjustments to Reconcile Net Income to Net Cash Flow from Operating Activities Revenues and Expenses		(\$	377,738)	\$	612,295
Depreciation Amortization Expected loss on credit impairment	6(26) 6(26) 6 (4) and 12		1,102,588 23,067		798,565 24,041
•	(II)	,	3,295	,	418
Dividend income Interest income Disposal of interests in property, plant and	6(23) 6(22) 6(21)	(50,497) 18,675)		51,566) 27,316)
equipment Interest Expenses	6(25)	(40) 200,045		162,406
Net Profit of Financial Asset at Fair Value Through Loss (Profit) Gain (loss) on disposal of investments	6(24) 6(24)	(159,301 67)	(8,662)
The Share of Subsidiaries and Affiliates Profits and Losses Recognized by the Equity	(-1)		,		570 274
Method Property, plant and equipment reclassified as	6(7)		1,070,993		579,274
expenses Gain on lease modifications Goodwill impairment loss The Changes of Assets/ Liabilities related to		(12,906 1,295) 27,002		78 - -
Operating Activities Net Changes of Assets related to Operating Activities Mandatomy financial assets at fair valve					
Mandatory financial assets at fair value through profit or loss Contract Assets			262 10,325	(12,500) 3,821
Accounts Receivables Accounts Receivables — Related Parties Other Receivables		(112,620) 882 2,422	(114,215 3,031
Other Receivables — Related Parties Inventories		(511,497) 75,805)		1,456) 73,497) 10,866)
Prepayments Other Current Assets Net Changes of Liabilities related to		(35,635 566)		7,020 613
Operating Activities Contract Liabilities Accounts Payable Accounts payable - Related party		(20,373) 42,156 323)	(23,339) 8,592
Other Payables Other Payables- related Parties Other Current Liabilities		(82,649) - 23,196)		7,370 1,626 18,601
Defined Benefit Liabilities Net Cash In-Flow from Operating Dividends Received		(2,937 1,412,601 50,497	(7,012) 2,125,752 69,929
Interest Received Interest Paid		(15,740 186,518)	Ç	28,813 134,928)
Income Tax Paid Net Cash In-Flow (Out-Flow) from Operating Activities			119,544) 1,172,776		401,498) 1,688,068

Taiwan Mask Corporation Parent Only Statements of Cash Flow January 1 to December 31 of 2024 and 2023

Unit: NT\$ Thousand

	Notes		nuary 1 to ober 31, 2024		nuary 1 to aber 31, 2023
Cash Flow from Investment Activities					
Acquisition of Amortized Cost Financial Assets		(\$	237,300)	(\$	527,651)
Disposal of Amortized Cost Financial Assets			139,540		332,921
Acquisition of investment property by the Equity					
Method		(410,400)	(324,431)
Disposal of investment under Equity Method			72		-
Acquisition of Property, Plants and Equipment	6(30)	(1,654,873)	(2,732,591)
Disposal of Property, Plants and Equipment			242		-
Acquisition of Intangible Assets		(5,678)	(27,996)
Decrease (Increase) of Refundable Deposits			3,870	(1,431)
Net Cash Outflow from Investing					
Activities		(2,164,527)	(3,281,179)
Cash Flows from Financing Activities		`-		`	
Increase of Short Term Loan	6(31)		4,933,506		4,395,672
Redemption of Short Term Loan	6(31)	(3,607,011)	(4,370,623)
Increase of Long Term Loan	6(31)	·	900,000	•	930,631
Redemption of Long Term Loan	6(31)	(915,555)	(855,368)
Issuance of corporate bonds	6(31)	·	498,730	•	797,338
Repayment of corporate bonds		(332,817)		_
Distribution of cash dividends (including capital	6(19)				
surplus distribution cash)		(373,491)	(622,462)
Treasury stocks transfer to employees	6(17)		-		591,688
Redemption of Lease Principal	6(31)	(30,689)	(33,119)
(Decrease) Increase of Guarantee Deposits	6(31)				
Received		(47)		87
Transfer of unclaimed dividends as Additional					
Paid-in Capital			=_	(151)
Net Cash In-Flow (Out-Flow) from					
Funding Activities			1,072,626		833,693
Net increase (decrease) in cash and cash equivalents			80,875	(759,418)
Beginning Balance of Cash and Cash Equivalents			451,993		1,211,411
Ending Balance of Cash and Cash Equivalents		\$	532,868	\$	451,993

The attached notes to the standalone financial statements are part of the standalone financial report.

Chairman: Sean Chen Manager: Lidon Chen Accounting Officer: Yu-Ming Fan

[Attachment 6]

Taiwan Mask Corporation 2024 Deficit Compensation Statement

Unit: NTD

Items	Amount
Undistributed earnings at the beginning of the period	1,054,126,486
Plus: Impact of convertible bond conversion on the number of outstanding shares	(14,562)
Adjusted undistributed earnings at the beginning of the period	1,054,111,924
The remeasurement of the defined benefit plan recognized in retained earnings	237,114
Adjusted undistributed earnings	1,054,349,038
Current loss	(472,520,911)
Undistributed earnings at the end of the period	581,828,127

Chairman:



Manager:



Accounting Officer:



Taiwan Mask Corporation

Comparison of Amendments to the Articles of Incorporation

Amended Articles	Current Articles	Explanation
Article 6 The total capital of the Company is set at NT\$5 billion, divided into 500 million shares (including 20 million shares of employee stock options), all of which are common shares with an amount of NT\$10 per share, of which the unissued shares are authorized to be issued by the Board of Directors in installments. The employees eligible to subscribe for new shares issued by the Company, the grantees of restricted employee stock, the transferees of repurchased shares transferred to employees in accordance with the law, and the recipients of employee stock options may include employees of the Company's controlling or subordinate companies who meet certain conditions.	Article 6 The total capital of the Company is set at NT\$5 billion, divided into 500 million shares (including 20 million shares of employee stock options), all of which are common shares with an amount of NT\$10 per share, of which the unissued shares are authorized to be issued by the Board of Directors in installments.	To legally add that the subscribers/recipients of new shares issued by the Company may include employees of its controlling or subordinate companies.
Article 15	Article 15	Amended in
The Company shall have seven to	The Company shall have seven	accordance with
nine directors (including at least	to nine directors (including at	Article 4 of the
three independent directors and not	least three independent	"Principles to be
less than one-third of the number of	directors and not less than	Followed by Listed
directors), whose terms of office	one-fifth of the number of	Companies of the
shall be three years, and whose	directors), whose terms of office	Taiwan Stock
election shall be made by the	shall be three years, and whose	Exchange
candidate nomination system. The	election shall be made by the	Corporation in
Company may purchase liability	candidate nomination system.	Establishing and
insurance for the Directors.	The Company may purchase	Exercising the
	liability insurance for the	Powers of the Board
	Directors by resolution of the	of Directors".

Amended Articles	Current Articles	Explanation
	Board of Directors.	
Article 23	Article 23	To incorporate the
The Company shall distribute	The Company shall distribute no	newly added
employee remuneration equivalent	less than 10% of the current	provisions of
to no less than 10% of the profit of	year's profit for employee	Paragraph 6, Article
the current year, of which no less	remuneration and no more than	14 of the Securities
than 10% of the total employee	2% of the current year's profit	and Exchange Act
remuneration shall be allocated as	for director remuneration.	regarding the
remuneration for junior employees;	However, profits must first be	allocation of
and the Company shall distribute	taken to offset against	employee
director remuneration equivalent to	cumulative losses, if any.	remuneration to
no more than 2% of the profit of the		junior employees,
current year. However, profits must		and to make minor
first be taken to offset against		textual revisions to
cumulative losses, if any.		include employees of
Employee remuneration may be	Employee remuneration, as	controlling or
distributed in the form of shares or	mentioned above, can be paid	subordinate
cash, and the recipients of such	in cash or in shares. Qualified	companies as eligible
shares or cash may include	employees of subsidiaries are	recipients of
employees of the Company's	also included in the payment.	employee
controlling or subordinate		remuneration.
companies who meet certain		
conditions.		
Current year profit situation as	Current year profit situation as	
mentioned in the first paragraph	mentioned in the first paragraph	
refers to the profit which is the	refers to the profit which is the	
current year's pre-tax profit before	current year's pre-tax profit	
distribution of employee	before distribution of employee	
remuneration and directors	remuneration and directors	
remuneration.	remuneration.	
The distribution of employee and	The distribution of employee	
director remuneration shall be	and director remuneration shall	
executed after the resolution	be executed after the resolution	
approval at the Board meeting with	approval at the Board meeting	
more than two-thirds of directors	with more than two-thirds of	
attending and of more than half of	directors attending and of more	
the attending directors agreed and	than half of the attending	
passed the resolution, and	directors agreed and passed the	

Amended Articles	Current Articles	Explanation
reported to the shareholders	resolution, and reported to the	
meeting.	shareholders meeting.	
Article 26	Article 26	Added the date of
The Articles of Incorporation were	The Articles of Incorporation	amendment
established on October 7, 1988.	were established on October 7,	
The 1st amendment was made on	1988. The 1st amendment was	
May 29, 1990. The 2nd amendment	made on May 29, 1990. The 2nd	
was made on April 2, 1991, and the	amendment was made on April	
3rd amendment was made on May	2, 1991, and the 3rd amendment	
4, 1992. The 4th amendment was	was made on May 4, 1992. The	
made on April 26, 1994. The 5th	4th amendment was made on	
amendment was made on May 28,	April 26, 1994. The 5th	
1994. The 6th amendment was	amendment was made on May	
made on June 6, 1995. The 7th	28, 1994. The 6th amendment	
amendment was made on June 1,	was made on June 6, 1995. The	
1996. The 8th amendment was	7th amendment was made on	
made on May 21, 1997. The 9th	June 1, 1996. The 8th	
amendment was made on May 21,	amendment was made on May	
1998. The 10th amendment was	21, 1997. The 9th amendment	
made on May 5, 1999. The 11th	was made on May 21, 1998.	
amendment was made on June 12,	The 10th amendment was made	
2000. The 12th amendment was	on May 5, 1999. The 11th	
made on April 24, 2001. The 13th	amendment was made on June	
amendment was made on May 28,	12, 2000. The 12th amendment	
2002. The 14th amendment was	was made on April 24, 2001.	
made on June 3, 2003. The 15th	The 13th amendment was made	
amendment was made on June 24,	on May 28, 2002. The 14th	
2004. The 16th amendment was	amendment was made on June	
made on June 12, 2006. The 17th	3, 2003. The 15th amendment	
amendment was made on June 18,	was made on June 24, 2004.	
2010. The 18th amendment was	The 16th amendment was made	
made on June 22, 2011. The 19th	on June 12, 2006. The 17th	
amendment was made on June 23,	amendment was made on June	
2016. The 20th amendment was	18, 2010. The 18th amendment	
made on June 23, 2017. The 21st	was made on June 22, 2011.	
amendment was made on June 11,	The 19th amendment was made	
2019. The 22nd amendment was	on June 23, 2016. The 20th	

Amended Articles	Current Articles	Explanation
made on June 10, 2020. The 23rd	amendment was made on June	
amendment was made on May 26,	23, 2017. The 21st amendment	
2022. The 24th amendment was	was made on June 11, 2019.	
made on May 24, 2023. The 25th	The 22nd amendment was	
amendment was made on May 27,	made on June 10, 2020. The	
2024. The 26th amendment was	23rd amendment was made on	
made on May 28, 2025.	May 26, 2022. The 24th	
	amendment was made on May	
	24, 2023. The 25th amendment	
	was made on May 27, 2024.	

[Attachment 8]

Taiwan Mask Corporation 2025 Restricted Stock Awards Issuance Regulations

Article 1 Purpose

In order to recruit and retain key personnel, such as managers and employees with special contributions, and to encourage employees to fully achieve the Company's business goals, creating higher value for the Company and its shareholders, the Company has established the Regulations Governing Issuance of Restricted Stock Awards (hereinafter referred to as the "Regulations") in accordance with Article 267 of the Company Act and the "Regulations Governing the Offering and Issuance of Securities by Securities Issuers" (hereinafter referred to as the "Regulations on Offering and Issuance") published by the Financial Supervisory Commission.

Article 2 Issue Period

The Company may, within two years from the date of receipt of the notice of the competent authority, issue the awards in full or in part, as it deems it necessary. The actual date of issue and related matters shall be determined by the Board of Directors or the Chairperson authorized by the Board of Directors.

Article 3 Qualification Requirements and Number of Shares Granted to Employees

- (I)The reward plan is applicable to the Company and its subsidiaries' managers who are currently in office with certain achievements on the grant date and key personnel, such as employees with special contributions. The rewards are limited to (1) those who have significant influence on the Company's or its subsidiaries' operational decisions, or (2) key personnel who have made significant contributions to the Company or its subsidiaries.
- (II) The number of shares granted to qualified employees will depend on the Company's business performance and their individual contributions, job levels, work performance, and other appropriate events for reference. Before the Chairperson approves and submits a list of candidates to the Board of Directors for approval, if a candidate is a manager, it shall be approved by the Remuneration Committee; if not, it shall be approved by the Audit Committee.

Article 4 Estimated Total Issuance Amount

It is estimated that no more than 5,000,000 shares of common stock will be issued at a par value of NT\$10 per share. The actual number of shares issued will be subject to the final approval of the shareholders' meeting and the competent authority before presenting it to the Board of Directors for resolution.

Article 5 Restricted Stock Awards (RSAs) Issuance Conditions and Restrictions on Awards:

- (I) Projected issue price: Free of charge. (Issue price per share: NT\$0)
- (II) Type of shares issued: Ordinary shares.
- (III) Vesting conditions:

After an employee has been granted RSAs, they must meet the following conditions in order to be entitled to the vesting of the RSAs:

- 1. On the end date of each vesting period, the employee is still employed.
- 2. The employee does not violate any contract or work rules signed with the Company or its subsidiaries during the vesting period.
- 3. The employee has achieved the personal performance indicators and the Company's business goals at the same time. The percentage for vesting shares in each year is: 50% one full year after issuance; 25% two full years; and 25% three full years. However, if an employee has reached the personal performance target but has not reached the operational target of the Company, the aforementioned vesting percentage may be deferred and accumulated to the vesting percentage of the next year, up to 100% after three years.
- 4. Personal performance indicators: The evaluation rating in the most recent year before the end of the vesting period reaches VG (Very Good) or above.
- 5. Company's business goals:

Performance	Weight	Goals	
indicator			
Earnings per	100%	Higher than the average of the	
share (EPS)		Company in the past three years	

- (IV) In the event that an employee fails to meet the vesting conditions or an inheritance occurs, or when any of the following reasons occurs, the following procedures shall apply:
 - 1. When an employee fails to meet the vesting conditions set forth in Paragraph (III) of this Article, the Company will repurchase their shares without consideration and cancel them.
 - 2. Voluntary resignation, lay-off, discharge:

RSAs not yet vested are deemed not meeting the vesting conditions from the effective date of resignation. The Company will repurchase the shares without consideration and cancel them.

3. Unpaid leave:

The rights and obligations of RSAs not yet vested remain unaffected. However, the actual number of shares vested in each year shall be calculated based on the vesting conditions set forth in Paragraph (III) of this Article and the number of months of service of an employee has worked in the year before the vesting date. If an employee is on unpaid leave on the vesting date, it will be deemed that the vesting conditions have not been met and the Company will repurchase their shares without consideration and cancel them.

4. Retirement:

After an employee has retired, the rights and obligations of their unvested RSAs remain unaffected if they meet all the following conditions; if they violate any of the following conditions, their unvested RSAs will be deemed to have failed to meet the vesting conditions, and the Chairperson may approve exemptions for individual cases:

Having not engaged in any activities that compete with the Company or its subsidiaries, including but not limited to joining a competitor, providing any services that compete with the Company or its subsidiaries, establishing any company or business that involves providing processes or services related to the Company or its subsidiaries, or hiring, inducing, or attempting to induce any employee of the Company or its subsidiaries to engage in services that compete with the Company or its subsidiaries.

The actual number of retired employees' shares vested in each year shall be based on the vesting conditions set forth in Paragraph (III) of this Article. The personal performance rating shall be regarded as "VG".

5. Any disability or death due to a general death or occupational accident that renders an employee unable to continue their duties:

The unvested RSAs shall be deemed vested immediately. If an employee passes away, their heir shall complete the necessary statutory procedures and provide relevant documents before applying to receive the shares to which they are entitled; if the employee is unable to continue their duties due to physical disability caused by an occupational accident, they shall still receive the RSAs they have vested.

6. Transfer to another position:

- (1)When an employee requests to be transferred to a subsidiary, affiliate, or another company, their unvested RSAs shall be handled in accordance with the method specified in Subparagraph 2 "Voluntary resignation" of this paragraph.
- (2) When an employee is transferred to a subsidiary, affiliate, or another company by the Company or by any of its subsidiaries, their unvested RSAs shall not be affected by the transfer. However, the RSAs shall still be subject to the vesting conditions of Paragraph (III) of this Article, and on the vesting date, they shall continue to be in-service in the Company's subsidiary, affiliate, or another company, or they shall be deemed not meeting the vesting conditions. The Company will repurchase their shares without consideration and cancel them. The Chairperson of the Company shall refer to the performance evaluation by the subsidiary, affiliate, or another Company to determine whether their performance evaluation has met the vesting conditions.

- 7. If an employee declares in writing that they are willing to give up the RSAs granted, the Company will repurchase their shares without consideration and cancel them.
- 8. After an employee has been granted RSAs, if there is any violation of any contract signed with the Company or its subsidiary, or the work rules of the Company or its subsidiary, the Company will repurchase their shares without consideration and cancel them.
- 9. In case that an employee terminates or cancels the authorization for the trust/custodian account of the Company's RSAs, the Company will repurchase their shares without consideration and cancel them.
- (V) Restricted rights after RSAs are granted but before the vesting conditions are met:
 - 1. After RSAs are issued, they shall be immediately delivered to the trust/custodian institution. Before the vesting conditions are met, employees may not request the trustee to return RSAs for any reason or in any method.
 - 2. Employees may not sell, pledge, transfer, give, set, or otherwise dispose of the RSAs during the vesting period.
 - 3. Except for the aforementioned restrictions, other rights of RSAs granted to employees in accordance with the Regulations before they meet the vesting conditions, including but not limited to the right to receive dividends, bonuses, and capital surplus, and the right to subscribe for shares issued for cash capital increase, shall be the same as the ordinary shares issued by the Company. The relevant operations shall be executed in accordance with the trust/custody contract.
 - 4. Before an employee meets the vesting conditions, their attendance, proposal, speech, voting rights, and other matters related to shareholders' equity at the shareholders' meeting of the Company shall be entrusted to a trust/custodian institution to execute on behalf of the employee.
 - 5. During the vesting period, if the Company reduces capital in cash, reduces capital to make up for losses, or reduces capital not required by law, RSAs shall be canceled in proportion to the capital reduction. If the capital reduction is in cash, the cash returned shall be delivered to the trust/custodian institution and delivered to employees only after the vesting conditions are met; however, if the vesting conditions are not met, the Company will recover the cash.

(VI) Other Agreed Matters:

During the trust/custody period for RSAs, the Company shall be authorized to represent employees to (including but not limited to) negotiate, sign, amend, extend, revoke, or terminate the trust/custody agreement with the trust/custodian institution, and provide instructions on the delivery, use, or disposal of the property held in trust/custody.

Article 6: Contract Execution and Confidentiality

- (I)Employees who are granted RSAs shall sign the "RSA Agreement" provided by the Company and complete the related trust/custody procedures. If the relevant documents are not signed in accordance with the regulations, it shall be deemed that the employee has waived the right to be granted RSAs.
- (II) Any employee granted RSAs as per the Regulations shall comply with the Regulations and the "Consent to Receive RSAs". Violators shall be deemed to have failed to meet the vesting conditions. They shall also comply with relevant confidentiality regulations. Except as required by laws or competent authorities, they shall not inquire about or disclose the number and content of RSAs granted to others, nor inform others of the relevant content of this program and personal rights. In case of any violation, the Company is entitled to repurchase the unvested RSAs without consideration and cancel them.

Article 7 Taxation

The related taxes of the RSAs granted to the employees shall be governed by the laws of the Republic of China and the countries where the employees are located.

Article 8 Other Important Matters

- (I)The Regulations shall be approved by two-thirds or more of the directors present at a Board meeting, attended by more than half of all directors, and shall be reported to the shareholders. After the Regulations are approved by resolution at the meeting, they shall be reported to the competent authority and take effect thereafter. If there is a need for amendment due to changes in laws and regulations, or the competent authority's review requirements, the Chairperson is authorized to amend the Regulations, and the shares may only be issued after the amendment is submitted to the Board of Directors for ratification.
- (II) If there are any matters not covered in the Regulations, unless otherwise provided by law, the Board of Directors or its authorized persons shall be fully authorized to amend or implement them in accordance with applicable laws.

[Attachment 9]

List of Appointed Directors Concurrently Holding Positions in Other Companies

Category	Director	Name of other company and position held there	Description of main businesses
Director Lidon Chen		Chairman, YLTLink Technology Corporation	Electronics Components Manufacturing
		Director, Pilot Qiangxiang Co., Ltd.	Batteries and energy manufacturing
Independent Hui-Fen Director Chan		Independent Director, iCatch Technology, Inc.	IC design, components manufacturing
		Director, e-Ray Optoelectronics Technology Co., Ltd.	Material development and ODM service
		Independent Director, Sirius Wireless PTE. Ltd.	Silicon IP licensing and design services
		Chairman, Vision & Law Immigration Co. Ltd.	International trade
		Chairman, Vision & Law Management Co., Ltd.	Management consulting