

Stock Code: 3294



Megaforce Company Limited

2026 Annual General Shareholders' Meeting
Handbook
(Translation)

Meeting Format : Physical meeting

Time : 9:30 AM, June 8, 2026

Place : No. 631, Zhongzheng Road, Zhonghe District, New Taipei City
(East Hall, 3rd Floor, RSL Hotel Taipei Zhonghe)

Note :

If there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language version shall prevail.

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Megaforce Company Limited
2026 Annual General Shareholders' Meeting Procedure

- I. Call to Order
- II. Chairman's Remarks
- III. Report Items
- IV. Ratification Items
- V. Discussion Items
- VI. Other Business
- VII. Adjournment

Megaforce Company Limited
2026 Annual General Shareholders' Meeting Agenda

Time : 9:30 AM, June 8, 2026

Place : No. 631, Zhongzheng Road, Zhonghe District, New Taipei City
(East Hall, 3rd Floor, RSL Hotel Taipei Zhonghe)

Attendance : All Shareholders and Proxy Holders

Chairman : Chairman, Wen-Lin Hsu

- I. Call to Order
- II. Chairman's Remarks
- III. Report Items
 - (I) 2025 Business Report
 - (II) Audit Committee's Review Report
 - (III) Other reporting matters
- IV. Ratification Items
 - (I) Adoption of the 2025 Business Report and Financial Statements
 - (II) Adoption of the 2025 Deficit Offset Plan

Voting on each item
- V. Discussion Items
 - (I) Amendment to the Rules of Procedure for Shareholders' Meeting

Voting on each Item
- VI. Other Business
- VII. Adjournment

Report Items

I. 2025 Business Report.

Explanation : Please refer to Annex I for the 2025 business report in details.

II. Audit Committee's Review Report.

Explanation : The 2025 financial reports have been reviewed by the Audit Committee members with a report issued. Please refer to Annex II in details.

III. Other reporting matters-Amendment to Sustainable Development Best Practice Principles Report.

Explanation : Based on the amendments to the "Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies" as announced by the Financial Supervisory Commission in its letter No.1140352230 dated August 25, 2025, and in consideration of the Company's operational practices, the relevant provisions of the Company's Sustainable Development Best Practice Principles are hereby revised. Please refer to Annex III for the comparison table of the amended provisions.

Ratification Items

I. Adoption of the 2025 Business Report and Financial Statements.

Explanation : The Company's 2025 parent-company-only financial statements and consolidated financial statements have been audited and attested by CPA YUAN-SHENG, YIN and CPA SHIH-CHUN, HSU of KPMG in Taiwan. The business report and the parent-company-only financial statements and consolidated financial statements have been reviewed by the Audit Committee members with an Audit Committee's Review Report issued, and have been approved by the Board of Directors accordingly. Please refer to Annex I and IV for details.

Resolutions :

II. Adoption of the 2025 Deficit Offset Plan.

Explanation : The Company's 2025 final account is without any earnings resulted. Accordingly, no stock dividends, cash dividends, employee compensation or director's compensation will be distributed. The Company's 2025 Deficit Offset Plan has been reviewed by the Audit Committee and approved by the Board of Directors. Please refer to Annex V for details.

Resolutions :

Discussion Items

I. Amendment to the Rules of Procedure for Shareholders' Meeting.

Explanation : In accordance with the letter No. 1140385797 issued by the Financial Supervisory Commission on December 19, 2025, and based on our operational needs, it is proposed to amend the Rules of Procedure for Shareholders' Meeting. Please refer to Annex VI for the comparison table of the amended provisions.

Resolutions :

Other Business

Adjournment

Megaforce Company Limited

2025 Business Report

Operating strategy

- Use the core value to establish a trending industry
- Solicit international customers continuously to increase market share
- Provide comprehensive services to strategic customers
- Enhance resource integration and support for strategic products
- Improve competitiveness with innovative approaches and thinking, and develop niche businesses with industry advantages
- Disperse operational risks with regional production by establishing new factories and duplicating and improving the management model
- Activate assets to maximize the efficiency of the group resources
- Promote smart mold processes to improve efficiency and reduce cost
- Refine technology to promote industrial value-added operation
- Promote cross-industry cooperation to expand the industrial ecosystem
- Emphasize the importance of talent retention and cultivation, and enhance competitiveness
- Construct system integration and technology development capability to help the Group transform from a component manufacturer to a system integration solution provider in order to enhance value-added services and create revenue and profits

Operating results and financial condition

The Company's 2025 consolidated operating revenue was NT\$3,568,957 thousand. Affected by the slowdown in global demand and the restructuring of supply chains, in addition the investments in new capacity deployment and upgrading initiatives, operating performance was under pressure. As a result, consolidated net income was NT\$(64,377) thousand, with earnings per share of NT\$(0.488).

An analysis of the Company's significant financial figures and profitability in 2025 are listed as follows:

Analysis items		2025	2024
Financial structure	Ratio of debt to assets (%)	52.71	53.74
	Ratio of long-term fund to property, plant and equipment (%)	436.30	446.87
Solvency	Current ratio (%)	214.66	243.55
	Quick ratio (%)	190.06	219.26
Profitability	Return on assets (%)	(1.02)	1.83
	Return on shareholders' equity (%)	(2.78)	3.41
	Ratio of net income before tax to paid-in capital (%)	0.24	11.12
	Profit ratio (%)	(2.21)	1.70
	Earnings per share (NTD)	(0.488)	0.575

Research and development status

©R&D achievements

- Development of new materials, including anti-aging ABS engineering plastics and antibacterial soft-touch coatings
- Development of molding technologies for passive bone implants
- Development of a dental plaque detection device
- Development of a tongue pressure training device
- AI application development- AI meeting assistant and Smart healthcare applications
- Augmented Reality Head-Up Display
- Bluetooth glasses design and development completed
- TOF sensing module design and development completed
- 3D sensing module design and development completed
- Augmented reality (AR) head-up display
- Completion of development of amblyopia glasses
- Completion of development of a phoropter / binocular fusion tester
- Assembly and testing of dental laser therapy equipment
- Design, development, and production of composite minimally invasive surgical instruments (laparoscopic instruments)
- Design and development of an external male urine collection and guidance device
- Design, development, and pilot production of a medical 3D head-mounted image display system
- Design, development, and pilot production of a prescription drug management device with smart lock control and monitoring functions

©Future research and development plans

- Development of new materials, including anti-static PC materials, low water-absorption nylon materials, and high-rigidity PEEK materials
- Development of molding technologies for drone propeller blades
- Development of FPV display goggles
- Development of AI-related applications, including AI image recognition modules and voice sensors
- AI-powered financial system solutions
- Development of an invisible-light 3D sensing module
- Development of an automotive projection module
- Design, development, and production of a smart fully digital needle-free automatic injection system
- Design, development, and production of a handheld portable ultrasound imaging device
- Design, development, and production of a disposable composite intelligent surgical robotic arm
- Design, development, and production of a disposable ultrasound ear canal diagnostic device

Outlook

In 2025, the global economy is shaped by the interplay of geopolitical uncertainties and escalating trade tensions. Rising trade barriers and accelerated supply chain restructuring, coupled with high interest rates and weakening demand, have created a dual challenge of increasing costs and demand uncertainty for enterprises. Although inflation has gradually stabilized, divergences in monetary policies and risks of financial market volatility persist. Affected by external headwinds, as well as adjustments in capacity and regional deployment, our operations faced short-term pressure in 2025, resulting in losses. Nevertheless, we maintain a robust financial structure and have completed measures of structural optimization and cost reduction, laying a solid foundation for the subsequent business recovery.

Looking ahead to 2026, the trends of supply chain regionalization and localization will become more pronounced, while industrial restructuring will also bring new opportunities. Our transformation and upgrade strategy will enter a critical implementation phase. Our primary initiative is the deep integration of key priorities—quality management, AI, smart technology, and ESG. This represents more than just a technological upgrade; it is a fundamental industrial evolution and the deep cultivation of our corporate culture. Meanwhile, we will continue to deepen our presence in growth industries such as biomedicine, optoelectronics, AI, battery modules, and unmanned vehicles. By transitioning from component manufacturing toward modularization and system integration, we will enhance product value-add and long-term competitiveness. As the benefits of structural adjustments gradually materialize and contributions from new capacities increase, we expect to see a steady improvement in our operating performance.

In response to the evolving global landscape, we will continue to uphold “Value Up” as our core strategy, strengthening integration, enhancing efficiency, and driving innovation. Building on a solid foundation, we will improve operational quality and market competitiveness, further reinforcing our capability to create enterprise value and achieve long-term shared prosperity for shareholders and stakeholders.

[Annex II]

Megaforce Company Limited
Audit Committee's Review Report

The Board of Directors has prepared the Company's 2025 Business Report, the Parent Company Only Financial Statements and Consolidated Financial Statements, and Deficit Offsetting Proposal. The Parent Company Only Financial Statements and Consolidated Financial Statements have been audited and attested by CPA YUAN-SHENG, YIN and CPA SHIH-CHUN, HSU of KPMG in Taiwan. The aforementioned documents have been reviewed by the Audit Committee members in accordance with the relevant provisions of the Securities and Exchange Act and the Company Act and with a report prepared and presented for your reference.

Convener of the Audit Committee
Hai-Pang, Chiang

March 13, 2026

[Annex III]

Comparison Table of the Amendments to the “Sustainable Development Best Practice Principles”

After amendment	Before amendment	Explanations
<p>Articles 15</p> <p>The Company is advised to take into account the impact of its business operations on ecological efficiency, promote and advocate the concept of sustainable consumption, and conduct research and development, procurement, production, operations, and services in accordance with the following principles to reduce the impact on the natural environment and human beings from their business operations::</p> <ol style="list-style-type: none"> 1. Reduce resource and energy consumption of their products and services. 2. Reduce emission of pollutants, toxins and waste, and dispose of waste properly. 3. Improve recyclability and reusability of raw materials or products. 4. Maximize the sustainability of renewable resources. 5. Enhance the durability of products. 6. Improve efficiency of products and services. 7. <u>Enhance the conservation of marine and terrestrial biodiversity and ecosystems, promote the sustainable use of resources, and ensure fair and equitable benefits.</u> 	<p>Articles 15</p> <p>The Company is advised to take into account the impact of its business operations on ecological efficiency, promote and advocate the concept of sustainable consumption, and conduct research and development, procurement, production, operations, and services in accordance with the following principles to reduce the impact on the natural environment and human beings from their business operations::</p> <ol style="list-style-type: none"> 1. Reduce resource and energy consumption of their products and services. 2. Reduce emission of pollutants, toxins and waste, and dispose of waste properly. 3. Improve recyclability and reusability of raw materials or products. 4. Maximize the sustainability of renewable resources. 5. Enhance the durability of products. 6. Improve efficiency of products and services. 	<p>With reference to the initiatives advocated under the United Nations Convention on Biological Diversity, and taking into account relevant laws and regulations concerning marine and nature conservation, the Company is advised to consider the impacts of its operations on biodiversity and ecosystems in order to facilitate sustainable business operations. Accordingly, the wording of this provision has been revised, and Subparagraph 7 has been added.</p>
<p>Article 21</p> <p>This Company is advised to create an environment conducive to the development of their employees' careers and establish effective training programs to foster career skills.</p> <p><u>It is advisable for the company to establish placement programs to cultivate future industry talents.</u></p> <p>The company shall establish and implement reasonable employee welfare measures (including remuneration, leave and other welfare etc.) and</p>	<p>Article 21</p> <p>This Company is advised to create an environment conducive to the development of their employees' careers and establish effective training programs to foster career skills.</p> <p>The company shall establish and implement reasonable employee welfare measures (including remuneration, leave and other welfare etc.) and</p>	<p>To promote the integration of industry and academia and the career development of students, and to encourage enterprises to collaborate with educational institutions in cultivating talent, thereby achieving mutual benefits for both industry and academia, a second paragraph is</p>

After amendment	Before amendment	Explanations
<p>appropriately reflect the business performance or achievements in the employee remuneration, to ensure the recruitment, retention, and motivation of human resources, and achieve the objective of sustainable operations.</p>	<p>appropriately reflect the business performance or achievements in the employee remuneration, to ensure the recruitment, retention, and motivation of human resources, and achieve the objective of sustainable operations.</p>	<p>hereby added, and the existing second paragraph is renumbered as the third paragraph.</p>

[Annex IV]

Independent Auditors' Report

To the Board of Directors

Megaforce Company Limited:

Opinion

We have audited the parent-company-only financial statements of Megaforce Company Limited (“the Company”), which comprise the parent-company-only balance sheets as of December 31, 2025 and 2024, the parent-company-only statements of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the parent-company-only financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying parent-company-only financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2025 and 2024, and its financial performance and its cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and the Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Parent-company-only Financial Statements section of our report. We are independent of the Company in accordance with the Norm of Professional Ethics for Certified Public Account of Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis of our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the parent-company-only financial statements for the year 2025. These matters were addressed in the context of our audit of the parent-company-only financial statements taken as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters that should be communicated in our report.

1. Valuation of subsidiaries' slow-moving inventories

The accounting policy on Valuation of subsidiaries' slow-moving inventories is same with the Company, please refer to note (4)(g), note (5)(a) for the accounting estimation and assumptions uncertainty of subsidiaries' inventory, and the related disclosures of the inventory valuation of subsidiaries, please refer to note (6)(f) “Investment accounted for using the equity method”.

Description of key audit matter:

Inventories of subsidiaries measured at the lower of costs and net realizable values. Due to fierce market competition or change in customer's demands, sales of related products might fluctuate significantly, which could possibly result in an obsolescence of products or no longer meet the market demand, and a significant fluctuation in the sales of the related products, wherein the carrying value of the slow-moving inventories may exceed its net realizable value. Due to the valuation of inventories of subsidiaries might affect the Company's adoption of equity method to recognize its shares of profit and loss of subsidiaries, therefore, the adoption of the equity method to recognize the share of profit or loss of subsidiaries was considered one of the key audit matters in our audit of the Company's parent-company-only financial statements.

How the matter was addressed in our audit:

In relation to the key audit matter above, our principal audit procedures included understanding the slow-moving inventory valuation policy and comparing the actual disposal of slow-moving inventory to assess the accuracy of past management estimates; reviewing the inventory aging report, analyzing fluctuations in inventory aging, and randomly selecting samples to check against inventory movement documents to verify the accuracy of the aging report; recalculating the allowance for slow-moving inventory based on the applicable provision rates for each inventory aging category; and evaluating the adequacy of the disclosure of the inventory allowance.

2. Assessment on impairment of subsidiaries' long-term non-financial assets (including goodwill)

Please refer to notes (4)(1) of the accompanying parent-company-only financial statements for the accounting policies concerning the assessment on impairment of subsidiaries' long-term non-financial assets (including goodwill), note (5)(b) for relevant accounting estimates and assumption uncertainty, and note (6)(f) "Investment accounted for using the equity method" for details on the impairment assessment of subsidiaries' long-term non-financial assets (including goodwill).

Description of key audit matter:

The industry in which the subsidiaries operate is sensitive to market environment and the assessment on impairment of subsidiaries' long-term non-financial assets (including goodwill) is based on management's estimates of recoverable amount. As the assumptions of relevant assessments involve judgement of the management, the assessment on impairment of subsidiaries' long-term non-financial assets (including goodwill) was considered one of the key audit matters in our audit of the parent-company-only financial statements.

How the matter was addressed in our audit:

In relation to the key audit matter above, our principal audit procedures included assessing whether there are impairment indications for the identified cash-generating units of the Company and its related assets; assessing the reasonableness of assumptions adopted by the management in calculating the recoverable amount, including the main parameters such as cash flow projections and discount rates; comparing the future cash flows projected in the past with the actual results to examine the accuracy of estimates made by the management and conducted sensitivity analysis on key assumptions; reviewing the adequacy of disclosures concerning the assessment on impairment of long-term non-financial assets (including goodwill); and making inquiries with management to ensure that matters having significant influence on impairment assessment did not occur after the reporting date.

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

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

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

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

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

Our objectives are to obtain reasonable assurance about whether the parent-company-only financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Standards on Auditing of the Republic of China 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 parent-company-only financial statements.

As part of an audit in accordance with the Standards on Auditing of the Republic of China, we exercise professional judgment and professional skepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the parent-company-only financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the parent-company-only financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the parent-company-only financial statements, including the disclosures, and whether the parent-company-only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of the investment in other entities accounted for using the equity method to express an opinion on the parent-company-only financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.

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

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

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

The engagement partners on the audit resulting in this independent auditors' report are Yuan-Sheng Yin and Shih-Chun Hsu.

KPMG

Taipei, Taiwan (Republic of China)

March 13, 2026

Notes to Readers

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

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

(English Translation of Parent-Company-Only Financial statements Originally Issued in Chinese)

MEGAFORCE COMPANY LIMITED

Parent-Company-Only Balance Sheets

December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollars)

Assets	December 31, 2025		December 31, 2024			Liabilities and Equity	December 31, 2025		December 31, 2024	
	Amount	%	Amount	%			Amount	%	Amount	%
Current assets:						Current liabilities:				
1100 Cash and cash equivalents (note (6)(a))	\$ 126,310	4	218,648	6	2100	Short-term borrowings (note (6)(j))	\$ 431,000	13	364,000	10
1110 Financial assets at fair value through profit or loss—current (note (6)(b))	356	-	528	-	2130	Contract liabilities—current (note (6)(p))	14,559	-	18,790	1
1170 Accounts receivable, net (notes (6)(c) and (p))	142,754	4	239,552	7	2170	Notes and accounts payable	35,275	1	25,518	1
1180 Receivables from related parties (notes (6)(c), (p) and (7))	35,400	1	7,919	-	2180	Payables to related parties (note (7))	70,642	2	137,733	4
1210 Other receivables from related parties (notes (6)(d) and (7))	14,428	1	16,398	-	2200	Other payables (notes (6)(q) and (7))	99,292	3	126,491	3
130X Inventories (note (6)(e))	67,431	2	68,757	2	2230	Current income tax liabilities	641	-	620	-
1476 Other financial assets—current (note (6)(d))	1,501	-	4,660	-	2280	Lease liabilities—current (notes (6)(k))	5,056	-	10,032	-
1479 Other current assets	10,479	-	8,686	-	2322	Current portion of long-term debt (notes (6)(j) and (8))	122,916	4	142,917	4
Total current assets	398,659	12	565,148	15	2360	Net defined benefit liability—current (note (6)(l))	1,622	-	6,250	-
Non-current assets:					2399	Other current liabilities—other	2,423	-	2,639	-
1517 Financial assets at fair value through other comprehensive income — non-current (note (6)(b))	21,460	1	21,460	1		Total current liabilities	783,426	23	834,990	23
1550 Investments accounted for using equity method (note (6)(f))	2,532,978	74	2,572,209	70		Non-current liabilities:				
1600 Property, plant and equipment (notes (6)(g), (7) and (8))	404,310	11	419,085	11	2540	Long-term debt (notes (6)(j) and (8))	197,403	6	320,319	9
1755 Right-of-use assets (note (6)(h))	7,885	-	17,715	1	2570	Deferred income tax liabilities (note (6)(m))	159,605	4	162,700	4
1780 Intangible assets	2,005	-	3,063	-	2580	Lease liabilities—non-current (note (6)(k))	2,948	-	7,810	-
1840 Deferred income tax assets (note (6)(m))	60,345	2	67,047	2	2640	Net defined benefit liability—non-current (note (6)(l))	27,484	1	29,515	1
1990 Other non-current assets	2,636	-	6,717	-	2670	Other non-current liabilities	896	-	38	-
Total non-current assets	3,031,619	88	3,107,296	85		Total non-current liabilities	388,336	11	520,382	14
						Total liabilities	1,171,762	34	1,355,372	37
						Equity (notes (6)(n)):				
					3100	Common stock	1,320,159	39	1,320,159	36
					3200	Capital surplus	857,010	25	840,798	23
					3300	Retained earnings(Accumulated deficits)	(31,450)	(1)	80,811	2
					3400	Other equity	112,797	3	75,304	2
						Total equity	2,258,516	66	2,317,072	63
Total Assets	\$ 3,430,278	100	3,672,444	100		Total liabilities and equity	\$ 3,430,278	100	3,672,444	100

See accompanying notes to parent-company-only financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
MEGAFORCE COMPANY LIMITED

Parent-Company-Only Statements of Comprehensive Income

For the years ended December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollars , Except for Earnings Per Share)

		2025		2024	
		Amount	%	Amount	%
4000	Operating revenues (notes (6)(p) and (7))	\$ 643,861	100	891,559	100
5000	Operating costs (notes (6)(e), (g), (h), (k), (l), (7) and (12))	524,906	91	807,218	91
	Gross profit	118,955	18	84,341	9
5910	Unrealized (realized) profit from sales	(108)	-	902	-
	Realized gross profit	118,847	18	85,243	9
	Operating expenses (notes (6)(c), (d), (g), (h), (k), (l), (n), (q), (7) and (12)):				
6100	Selling expenses	30,419	5	26,337	3
6200	Administrative expenses	171,714	26	240,710	27
6300	Research and development expenses	102,666	16	92,090	10
6450	Recognized (reversal of) expected credit losses	1,310	-	43,507	5
	Total operating expenses	306,109	47	402,644	45
	Net operating loss	(187,262)	(29)	(317,401)	(36)
	Non-operating income and expenses (notes (6)(k), (r), (s) and (7)):				
7100	Interest income	6,082	1	12,276	1
7020	Other gains and losses, net	(31,439)	(5)	37,498	4
7050	Finance costs	(15,341)	(3)	(22,235)	(2)
7070	Share of profit of subsidiaries and associates accounted for using equity method	198,897	31	419,212	47
	Total non-operating income and expenses	158,199	24	446,751	50
7900	Income (loss) before tax	(29,063)	(5)	129,350	14
7950	Less: Income tax expenses (note (6)(m))	35,314	5	53,727	6
	Net income (loss)	(64,377)	(10)	75,623	8
8300	Other comprehensive income (loss) (notes (6)(l), (m) and (n)):				
8310	Items that will not be reclassified subsequently to profit or loss				
8311	Remeasurement of defined benefit plans	2,852	-	6,539	1
8349	Less: income tax related to items that will not be reclassified subsequently to profit or loss (note (6)(o))	570	-	1,308	-
	Items that will not be reclassified subsequently to profit or loss	2,282	-	5,231	1
8360	Items that will be reclassified subsequently to profit or loss				
8361	Exchange differences on translation of foreign operations	37,493	6	57,757	6
8399	Less: income tax related to items that will be reclassified subsequently to profit or loss	-	-	-	-
	Items that will be reclassified subsequently to profit or loss	37,493	6	57,757	6
8300	Other comprehensive income (loss), net	39,775	6	62,988	7
8500	Total comprehensive income (loss)	<u>\$ (24,602)</u>	<u>(4)</u>	<u>138,611</u>	<u>15</u>
	Earnings per share (in New Taiwan dollars) (note (6)(o))				
9750	Basic earnings (loss) per share	<u>\$ (0.488)</u>		<u>0.575</u>	
9850	Diluted earnings (loss) per share	<u>\$ (0.488)</u>		<u>0.574</u>	

See accompanying notes to parent-company-only financial statements.

(English Translation of Parent-Company-Only Financial statements Originally Issued in Chinese)
MEGAFORCE COMPANY LIMITED

Parent-Company-Only Statements of Changes in Equity
For the years ended December 31, 2025 and 2024
(Expressed in Thousands of New Taiwan Dollars)

	Retained earnings				Other equity			Total equity
	Common stock	Capital surplus	Legal reserve	Unappropriated retained earnings (accumulated deficit)	Total retained earnings	Exchange differences on translation of foreign financial statements	Treasury shares	
Balance at January 1, 2024	1,320,159	830,473	57,306	(88,342)	(31,036)	17,547	(44,905)	2,092,238
Net income	-	-	-	75,623	75,623	-	-	75,623
Other comprehensive income (loss)	-	-	-	5,231	5,231	57,757	-	62,988
Total comprehensive income (loss)	-	-	-	80,854	80,854	57,757	-	138,611
Appropriation and distribution of retained earnings:								
Legal reserve used to cover accumulated deficits	-	-	(57,306)	57,306	-	-	-	-
Capital surplus used to cover accumulated deficits	-	(31,036)	-	31,036	31,036	-	-	-
Treasury shares transferred to employees	-	41,361	-	-	-	-	44,905	86,266
Changes in ownership interests in subsidiaries	-	-	-	(43)	(43)	-	-	(43)
Balance at December 31, 2024	1,320,159	840,798	-	80,811	80,811	75,304	-	2,317,072
Net loss	-	-	-	(64,377)	(64,377)	-	-	(64,377)
Other comprehensive income (loss)	-	-	-	2,282	2,282	37,493	-	39,775
Total comprehensive income (loss)	-	-	-	(62,095)	(62,095)	37,493	-	(24,602)
Appropriation and distribution of retained earnings:								
Legal reserve appropriated	-	-	8,081	(8,081)	-	-	-	-
Cash Dividends of ordinary share	-	-	-	(50,166)	(50,166)	-	-	(50,166)
Differences between consideration and carrying amount arising from acquisition or disposal of interest in subsidiary	-	5,254	-	-	-	-	-	5,254
Changes in ownership interests in subsidiaries	-	10,958	-	-	-	-	-	10,958
Balance at December 31, 2025	\$ 1,320,159	857,010	8,081	(39,531)	(31,450)	112,797	-	2,258,516

See accompanying notes to parent-company-only financial statements.

(English Translation of Parent-Company-Only Financial statements Originally Issued in Chinese)

MEGAFORCE COMPANY LIMITED

Parent-Company-Only Statements of Cash Flows

For the years ended December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollars)

	<u>2025</u>	<u>2024</u>
Cash flows from (used in) operating activities:		
Profit (loss) before income tax	\$ (29,063)	129,350
Adjustments:		
Adjustments to reconcile profit (loss):		
Depreciation expense	35,210	44,277
Amortization expense	3,179	2,614
Recognized expected credit loss	1,310	43,507
Net loss on financial assets or liabilities at fair value through profit or loss	172	70
Interest expense	15,341	22,235
Interest income	(6,082)	(12,276)
Compensation cost arising from share-based payments	-	41,500
Share of profit of subsidiaries accounted for using equity method	(198,897)	(419,212)
Gain on disposal of property, plant and equipment	(42)	(332)
Lease modification gains	-	(149)
Loss on disposal of investments	5,468	-
Unrealized (Realized) profit from sales	108	(902)
Total adjustments to reconcile profit (loss)	<u>(144,233)</u>	<u>(278,668)</u>
Changes in operating assets and liabilities:		
Changes in operating assets:		
Accounts receivable	95,488	147,049
Receivables from related parties	(27,481)	3,269
Other receivables from related parties	(591)	1,701
Inventories	1,326	83,424
Other current assets	(1,891)	7,712
Other financial assets – current	3,184	(25,733)
Net changes in operating assets	<u>70,035</u>	<u>217,422</u>
Changes in operating liabilities:		
Contract liabilities	(4,231)	(11,002)
Notes and accounts payable	9,757	(82,776)
Payables to related parties	(67,091)	(199,733)
Other payables	(27,354)	(4,860)
Other current liabilities	(216)	377
Net defined benefit liability	(3,807)	(5,312)
Net changes in operating liabilities	<u>(92,942)</u>	<u>(303,306)</u>
Total changes in operating assets and liabilities	<u>(22,907)</u>	<u>(85,884)</u>
Total adjustments	<u>(167,140)</u>	<u>(364,552)</u>
Cash inflow (outflow) generated from operations	(196,203)	(235,202)
Income taxes paid	(2,268)	(3,574)
Net cash flows used in operating activities	<u>(198,471)</u>	<u>(238,776)</u>
Cash flows from (used in) investing activities:		
Acquisition of investments accounted for using equity method	(61,460)	(175,286)
Proceeds from disposal of investments accounted for using equity method	373	-
Proceeds from capital reduction of investments accounted for using equity method	48,448	484,475
Acquisition of property, plant and equipment	(8,969)	(9,012)
Proceeds from disposal of property, plant and equipment	5,598	481
Decrease in other receivables from related parties	-	20,000
Acquisition of intangible assets	(2,068)	(4,273)
Increase in other non-current assets	-	(5,171)
Interest received	6,057	12,387
Dividends received	269,007	224,974
Net cash flows from investing activities	<u>256,986</u>	<u>548,575</u>
Cash flows from (used in) financing activities:		
Increase in short-term borrowings	3,084,000	3,416,000
Repayments of short-term borrowings	(3,017,000)	(3,742,000)
Increase in short-term notes and bills payable	500,000	150,000
Decrease in short-term notes and bills payable	(50,000)	(250,000)
Increase in long-term debt	-	24,000
Repayments of long-term debt	(142,917)	(39,764)
Payments of lease liabilities	(10,361)	(9,462)
Increase in other non-current liabilities	858	32
Cash Dividends of ordinary share	(50,166)	-
Treasury shares transferred to employees	-	44,766
Interest paid	(15,267)	(22,359)
Net cash flows from (used in) financing activities	<u>(150,853)</u>	<u>(428,787)</u>
Net increase (decrease) in cash and cash equivalents	<u>(92,338)</u>	<u>(118,988)</u>
Cash and cash equivalents at beginning of period	<u>218,648</u>	<u>337,636</u>
Cash and cash equivalents at end of period	<u>\$ 126,310</u>	<u>\$ 218,648</u>

See accompanying notes to parent-company-only financial statements.

Independent Auditors' Report

To the Board of Directors of

Megaforce Company Limited:

Opinion

We have audited the consolidated financial statements of Megaforce Company Limited and its subsidiaries (“the Group”), which comprise the consolidated balance sheets as of December 31, 2025 and 2024, the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2025 and 2024, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the International Financial Reporting Standards (“IFRSs”), International Accounting Standards (“IASs”), Interpretations developed by the International Financial Reporting Interpretations Committee (“IFRIC”) or the former Standing Interpretations Committee (“SIC”) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and the Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Norm of Professional Ethics for Certified Public Account of Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis of our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year 2025. These matters were addressed in the context of our audit of the consolidated financial statements taken as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters that should be communicated in our report.

3. Valuation of slow-moving inventories

Please refer to notes (4)(h) to the consolidated financial statements for the accounting policies on the valuation of slow-moving inventories, note (5)(a) for accounting estimation and assumptions uncertainty of inventory, and note (6)(e) for the disclosure of the valuation of inventory to the financial statements.

Description of key audit matter:

Inventories are measured at the lower of costs and net realizable values. Due to fierce market competition or change in customer's demands, sales of related products might fluctuate significantly, which could possibly result in an obsolescence of products or no longer meet the market demand, and a significant fluctuation in the sales of the related products, wherein the carrying value of the slow-moving inventories may exceed its net realizable value. Therefore, the valuation of inventories has been identified as key audit matters.

How the matter was addressed in our audit:

In relation to the key audit matter above, our principal audit procedures included understanding the slow-moving inventory valuation policy and comparing the actual disposal of slow-moving inventory to assess the accuracy of past management estimates; reviewing the inventory aging report, analyzing fluctuations in inventory aging, and randomly selecting samples to check against inventory movement documents to verify the accuracy of the aging report; recalculating the allowance for slow-moving inventory based on the applicable provision rates for each inventory aging category; and evaluating the adequacy of the disclosure of the inventory allowance.

4. Assessment on impairment of long-term non-financial assets (including goodwill)

Please refer to notes (4)(k) "Impairment of non-financial assets" of the consolidated financial statements for the accounting policies concerning the assessment on impairment of long-term non-financial assets (including goodwill), note (5)(b) for relevant accounting estimates and assumption uncertainty, and note (6)(g)(h)(i) for details on the impairment assessment of long-term non-financial assets (including goodwill).

Description of key audit matter:

The industry in which the Group operates is sensitive to market environment and the assessment on impairment of long-term non-financial assets (including goodwill) is based on management's estimates of recoverable amount. As the assumptions of relevant assessments involve judgement of the management, the assessment on impairment of long-term non-financial assets (including goodwill) has been identified as one of the key audit matters in our audit of the Group's consolidated financial statements.

How the matter was addressed in our audit:

In relation to the key audit matter above, our principal audit procedures included assessing whether there are impairment indications for the identified cash-generating units of the Group and its related assets; assessing the reasonableness of assumptions adopted by the management in calculating the recoverable amount, including the main parameters such as cash flow projections and discount rates; comparing the future cash flows projected in the past with the actual results to examine the accuracy of estimates made by the management and conducted sensitivity analysis on key assumptions; reviewing the adequacy of disclosures concerning the assessment on impairment of long-term non-financial assets (including goodwill); and making inquiries with management to ensure that matters having significant influence on impairment assessment did not occur after the reporting date.

Other Matter

Megaforce Company Limited has additionally prepared its parent-company-only financial statements as of and for the years ended December 31, 2025 and 2024, on which we have issued an unmodified opinion.

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

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the IFRSs, IASs, IFRC, SIC endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China, 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.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Standards on Auditing of the Republic of China 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 in accordance with the Standards on Auditing of the Republic of China, we exercise professional judgment and professional skepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not 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 auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' 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 and 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 communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

The engagement partners on the audit resulting in this independent auditors' report are Yuan-Sheng Yin and Shih-Chun Hsu.

KPMG

Taipei, Taiwan (Republic of China)

March 13, 2026

Notes to Readers

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

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

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
MEGAFORCE COMPANY LIMITED AND SUBSIDIARIES

Consolidated Balance Sheets

December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollars)

Assets	December 31, 2025		December 31, 2024			Liabilities and Equity	December 31, 2025		December 31, 2024	
	Amount	%	Amount	%			Amount	%	Amount	%
Current assets:						Current liabilities:				
1100 Cash and cash equivalents (note (6)(a))	\$ 997,878	20	1,487,239	29	2100	Short-term borrowings (note (6)(j))	\$ 431,000	9	364,000	7
1110 Financial assets at fair value through profit or loss—current (note (6)(b))	356	-	528	-	2130	Contract liabilities—current (note (6)(q))	40,121	1	35,986	1
1170 Notes and accounts receivable, net (notes (6)(c), (q) and (7))	1,086,426	22	1,256,241	25	2170	Notes and accounts payable	276,052	6	346,413	7
130X Inventories (note (6)(e))	334,406	7	340,134	7	2200	Other payables (notes(6)(r), (7))	416,263	9	485,938	10
1476 Other financial assets—current (note (6) (a) and (d))	861,362	18	663,008	13	2230	Current income tax liabilities	16,210	-	84,049	1
1479 Other current assets	41,843	1	40,535	1	2280	Lease liabilities—current (note (6)(l))	207,938	4	51,376	1
Total current assets	3,332,271	68	3,787,685	75	2322	Current portion of long-term debt (notes (6)(k) and (8))	122,916	2	142,917	3
Non-current assets:					2360	Net defined benefit liability—current (note (6)(m))	1,622	-	6,250	-
1517 Financial assets at fair value through other comprehensive income—non-current (note (6)(b))	21,460	1	21,460	-	2399	Other current liabilities—other	40,240	1	38,274	1
1600 Property, plant and equipment (notes (6)(g) and (8))	761,110	16	779,114	16		Total current liabilities	1,552,362	32	1,555,203	31
1755 Right-of-use assets (note (6)(h))	447,657	9	128,206	3		Non-current liabilities:				
1780 Intangible assets (notes (6)(i))	39,333	1	42,157	1	2540	Long-term debt (notes (6)(k) and (8))	197,403	4	320,319	6
1840 Deferred income tax assets (note (6)(n))	251,393	5	257,218	5	2570	Deferred income tax liabilities (note (6)(n))	168,904	3	168,203	3
1980 Other financial assets—non-current	16,026	-	15,877	-	2580	Lease liabilities—non-current (note (6)(l))	36,564	1	52,415	1
1990 Other non-current assets	3,833	-	5,113	-	2640	Net defined benefit liability—non-current (note (6)(m))	27,484	1	29,515	1
Total non-current assets	1,540,812	32	1,249,145	25	2670	Other non-current liabilities (notes (9)(b))	585,931	12	580,949	12
						Total non-current liabilities	1,016,286	21	1,151,401	23
						Total liabilities	2,568,648	53	2,706,604	54
						Equity attributable to owners of parent (notes (6)(o)):				
					3100	Common stock	1,320,159	27	1,320,159	26
					3200	Capital surplus	857,010	18	840,798	17
					3300	Retained earnings(Accumulated deficits)	(31,450)	(1)	80,811	2
					3400	Other equity	112,797	2	75,304	1
						Total equity attributable to owners of parent	2,258,516	46	2,317,072	46
					36XX	Non-controlling interests (note (6)(f))	45,919	1	13,154	-
						Total equity	2,304,435	47	2,330,226	46
Total Assets	\$ 4,873,083	100	5,036,830	100		Total liabilities and equity	\$ 4,873,083	100	5,036,830	100

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
MEGAFORCE COMPANY LIMITED AND SUBSIDIARIES

Consolidated Statements of Comprehensive Income

For the years ended December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollars , Except for Earnings Per Share)

		2025		2024	
		Amount	%	Amount	%
4000	Operating revenues (notes (6)(q), (7) and (14))	\$ 3,568,957	100	4,312,502	100
5000	Operating costs (notes (6)(e), (g), (h), (i), (l), (m), (7) and (12))	<u>3,051,025</u>	<u>85</u>	<u>3,642,837</u>	<u>85</u>
	Gross profit	<u>517,932</u>	<u>15</u>	<u>669,665</u>	<u>15</u>
	Operating expenses (notes (6)(c), (d), (g), (h), (i), (l), (m), (o), (r), (7) and (12)):				
6100	Selling expenses	99,300	3	97,255	2
6200	Administrative expenses	326,585	10	383,815	9
6300	Research and development expenses	153,364	4	137,817	3
6450	Recognized expected credit losses	<u>1,832</u>	<u>-</u>	<u>43,512</u>	<u>1</u>
	Total operating expenses	<u>581,081</u>	<u>17</u>	<u>662,399</u>	<u>15</u>
	Net operating income (loss)	<u>(63,149)</u>	<u>(2)</u>	<u>7,266</u>	<u>-</u>
	Non-operating income and expenses (notes (6)(l) and (s)):				
7100	Interest income	40,962	1	45,926	1
7020	Other gains and losses, net	42,424	1	118,007	3
7510	Interest expense	<u>(17,118)</u>	<u>-</u>	<u>(24,352)</u>	<u>(1)</u>
	Total non-operating income and expenses	<u>66,268</u>	<u>2</u>	<u>139,581</u>	<u>3</u>
7900	Profit (loss) before tax	3,119	-	146,847	3
7950	Less: Income tax expenses (note (6)(n))	<u>82,048</u>	<u>2</u>	<u>73,420</u>	<u>1</u>
	Net profit (loss)	<u>(78,929)</u>	<u>(2)</u>	<u>73,427</u>	<u>2</u>
8300	Other comprehensive income (loss):				
8310	Items that will not be reclassified subsequently to profit or loss				
8311	Remeasurement of defined benefit plans (note (6)(m))	2,852	-	6,539	-
8349	Less: Income tax related to items that will not be reclassified subsequently to profit or loss (note (6)(n))	<u>570</u>	<u>-</u>	<u>1,308</u>	<u>-</u>
	Items that will not be reclassified subsequently to profit or loss	<u>2,282</u>	<u>-</u>	<u>5,231</u>	<u>-</u>
8360	Items that will be reclassified subsequently to profit or loss				
8361	Exchange differences on translation of foreign operations (note (6)(o))	36,959	1	58,181	1
8399	Less: Income tax related to items that will be reclassified subsequently to profit or loss	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
	Items that will be reclassified subsequently to profit or loss	<u>36,959</u>	<u>1</u>	<u>58,181</u>	<u>1</u>
8300	Other comprehensive income (loss), net	<u>39,241</u>	<u>1</u>	<u>63,412</u>	<u>1</u>
8500	Total comprehensive income (loss)	<u>\$ (39,688)</u>	<u>(1)</u>	<u>136,839</u>	<u>3</u>
	Profit (loss), attributable to:				
8610	Profit (loss), attributable to owners of parent	(64,377)	(2)	75,623	2
8620	Profit (loss), attributable to non—controlling interests	<u>(14,552)</u>	<u>-</u>	<u>(2,196)</u>	<u>-</u>
	Net profit (loss)	<u>\$ (78,929)</u>	<u>(2)</u>	<u>73,427</u>	<u>2</u>
	Comprehensive income (loss) attributable to:				
8710	Comprehensive income (loss), attributable to owners of parent	\$ (24,602)	(1)	138,611	3
8720	Comprehensive loss, attributable to non—controlling interests	<u>(15,086)</u>	<u>-</u>	<u>(1,772)</u>	<u>-</u>
	Total comprehensive income (loss)	<u>\$ (39,688)</u>	<u>(1)</u>	<u>136,839</u>	<u>3</u>
	Earnings per share (in New Taiwan dollars) (note (6)(p))				
9750	Basic earnings (loss) per share	<u>\$ (0.488)</u>		<u>0.575</u>	
9850	Diluted earnings (loss) per share	<u>\$ (0.488)</u>		<u>0.574</u>	

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
MEGAFORCE COMPANY LIMITED AND SUBSIDIARIES

Consolidated Statements of Changes in Equity
For the years ended December 31, 2025 and 2024
(Expressed in Thousands of New Taiwan Dollars)

	Equity attributable to owners of parent									
	Retained earnings					Other equity interest	Total equity attributable to owners of parent	Non-controlling interests	Total equity	
	Common Stock	Capital surplus	Legal reserve	Unappropriated retained earnings (accumulated deficit)	Total retained earnings	Exchange differences on translation of foreign financial statements				Treasury shares
Balance at January 1, 2024	\$ 1,320,159	830,473	57,306	(88,342)	(31,036)	17,547	(44,905)	2,092,238	14,883	2,107,121
Appropriation and distribution of retained earnings:										
Legal reserve used to cover accumulated deficits	-	-	(57,306)	57,306	-	-	-	-	-	-
Capital surplus used to cover accumulated deficits	-	(31,036)	-	31,036	31,036	-	-	-	-	-
Net profit (loss)	-	-	-	75,623	75,623	-	-	75,623	(2,196)	73,427
Other comprehensive income	-	-	-	5,231	5,231	57,757	-	62,988	424	63,412
Total comprehensive income	-	-	-	80,854	80,854	57,757	-	138,611	(1,772)	136,839
Treasury shares transferred to employees	-	41,361	-	-	-	-	44,905	86,266	-	86,266
Changes in ownership interests in subsidiaries	-	-	-	(43)	(43)	-	-	(43)	43	-
Balance at December 31, 2024	1,320,159	840,798	-	80,811	80,811	75,304	-	2,317,072	13,154	2,330,226
Appropriation and distribution of retained earnings:										
Legal reserve appropriated	-	-	8,081	(8,081)	-	-	-	-	-	-
Cash Dividends of ordinary share	-	-	-	(50,166)	(50,166)	-	-	(50,166)	-	(50,166)
Net loss	-	-	-	(64,377)	(64,377)	-	-	(64,377)	(14,552)	(78,929)
Other comprehensive income	-	-	-	2,282	2,282	37,493	-	39,775	(534)	39,241
Total comprehensive income	-	-	-	(62,095)	(62,095)	37,493	-	(24,602)	(15,086)	(39,688)
Differences between consideration and carrying amount arising from acquisition or disposal of interest in subsidiary	-	5,254	-	-	-	-	-	5,254	(11,177)	(5,923)
Charges in ownership interests in subsidiaries	-	10,958	-	-	-	-	-	10,958	59,122	70,080
Changes in non-controlling interests	-	-	-	-	-	-	-	-	(94)	(94)
Balance at December 31, 2025	\$ 1,320,159	857,010	8,081	(39,531)	(31,450)	112,797	-	2,258,516	45,919	2,304,435

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
MEGAFORCE COMPANY LIMITED AND SUBSIDIARIES

Consolidated Statements of Cash Flows

For the years ended December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollars)

	2025	2024
Cash flows from (used in) operating activities:		
Profit (loss) before tax	\$ 3,119	146,847
Adjustments:		
Adjustments to reconcile profit (loss):		
Depreciation expense	171,990	205,453
Amortization expense	4,912	3,891
Recognized expected credit loss	1,832	43,512
Net gain on financial assets or liabilities at fair value through profit or loss	(18)	(3,994)
Interest expense	17,118	24,352
Interest income	(40,962)	(45,926)
Compensation cost arising from share-based payments	-	41,500
Gain on disposal of property, plant and equipment	(3,985)	(4,762)
Property, plant and equipment reclassified to expenses	-	299
Lease modification gains	-	(2)
Loss on disposal of investments	5,468	-
Impairment loss on non-financial assets	464	11,406
Total adjustments to reconcile profit (loss)	<u>156,819</u>	<u>275,729</u>
Changes in operating assets and liabilities:		
Changes in operating assets:		
Accounts receivable	210,757	36,482
Inventories	(1,915)	62,783
Other current assets	(1,270)	27,589
Other financial assets	3,826	(32,315)
Other non-current assets	(464)	(9,832)
Net changes in operating assets	<u>210,934</u>	<u>84,707</u>
Changes in operating liabilities:		
Contract liabilities	4,543	(19,228)
Notes and accounts payable	(80,291)	(191,518)
Other payables	(73,367)	(2,966)
Other current liabilities	1,435	1,668
Net defined benefit liability	(3,807)	(5,312)
Net changes in operating liabilities	<u>(151,487)</u>	<u>(217,356)</u>
Total changes in operating assets and liabilities	<u>59,447</u>	<u>(132,649)</u>
Total adjustments	<u>216,266</u>	<u>143,080</u>
Cash inflow generated from operations	219,385	289,927
Income taxes paid	(144,454)	(85,055)
Net cash flows from operating activities	<u>74,931</u>	<u>204,872</u>
Cash flows from (used in) investing activities:		
Acquisition of financial assets at fair value through profit or loss	(45,060)	(843,695)
Proceeds from disposal of financial assets at fair value through profit or loss	44,215	851,304
Net cash outflow arising from acquisition of subsidiaries	(5,923)	-
Proceeds from disposal of subsidiaries	170	-
Acquisition of property, plant and equipment	(101,339)	(42,540)
Proceeds from disposal of property, plant and equipment	7,935	10,382
Acquisition of intangible assets	(2,121)	(9,293)
Acquisition of right-of-use assets	(169,858)	-
Increase in other financial assets	(184,520)	(410,212)
Interest received	21,877	33,593
Net cash flows used in investing activities	<u>(434,624)</u>	<u>(410,461)</u>
Cash flows from (used in) financing activities:		
Increase in short-term borrowings	3,084,000	3,416,000
Repayments of short-term borrowings	(3,017,000)	(3,742,000)
Increase in short-term notes and bills payable	50,000	150,000
Decrease in short-term notes and bills payable	(50,000)	(250,000)
Increase in long-term debt	-	24,000
Repayments of long-term debt	(142,917)	(65,764)
Payments of lease liabilities	(53,893)	(58,480)
Increase (decrease) in other non-current liabilities	2,655	(80)
Cash Dividends of ordinary share	(50,166)	-
Capital injection from non-controlling interests	70,080	-
Treasury shares transferred to employees	-	44,766
Interest paid	(15,267)	(22,978)
Net cash flows used in financing activities	<u>(122,508)</u>	<u>(504,536)</u>
Effect of exchange rate changes on cash and cash equivalents	<u>(7,160)</u>	<u>63,831</u>
Net increase (decrease) in cash and cash equivalents	<u>(489,361)</u>	<u>(646,294)</u>
Cash and cash equivalents at beginning of period	<u>1,487,239</u>	<u>2,133,533</u>
Cash and cash equivalents at end of period	<u>997,878</u>	<u>1,487,239</u>

See accompanying notes to consolidated financial statements.

[Annex V]

Megaforce Company Limited
Deficit Offsetting Table
2025

	Unit : NT\$
Item	Amount
Retained earnings in the beginning of 2025	22,563,734
Add (subtract) :	
Net loss for the year 2025	(64,376,741)
Actuarial gains and losses on defined benefit plans	2,281,600
The sum of the net loss plus the items other than the net loss included in the undistributed earnings of the current year	<u>(62,095,141)</u>
Deficit to be offset in the current period	(39,531,407)
Distribution items :	
Shareholder dividends	0
Items of offsetting deficit :	
Legal reserve	8,081,087
Capital surplus	<u>31,450,320</u>
Ending balance of accumulated deficit	<u><u>0</u></u>

Chairman : Wen-Lin, Hsu General Manager : Tung-Hui, Chiang Accounting Supervisor : Chia-Cheng, Chang

[Annex VI]

Comparison Table of the Amendments to the “Rules of Procedure for Shareholders’ Meeting”

After amendment	Before amendment	Explanations
<p>Article 3</p> <p>Unless otherwise provided by law and regulation, the Company’s shareholders’ meetings shall be convened by the board of directors.</p> <p>Unless otherwise provided in these Regulations, a company that will convene a shareholders’ meeting with video conferencing shall expressly provide for such meetings in its Articles of Incorporation and obtain a resolution of its board of directors. Furthermore, convening of a virtual-only shareholders’ meeting shall require a resolution adopted by a majority vote at a meeting of the board of directors attended by at least two-thirds of the total number of directors.</p> <p>Changes to how the Company convenes the shareholders’ meeting shall be resolved by the board of directors, and shall be made no later than the mailing of the shareholders’ meeting notice.</p> <p>The Company shall prepare electronic versions of the shareholders’ meeting notice and proxy forms, and the cause of action of and explanatory materials related to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors, and upload them to the Market Observation Post System (MOPS) 30 days before the regular shareholders’ meeting date or 15 days before the special shareholders’ meeting date. The Company shall prepare electronic versions of the shareholders’ meeting handbook and supplemental meeting materials and upload them to the MOPS <u>30</u> days before the regular shareholders’ meeting date or 15 days before the special shareholders’ meeting date.</p> <p>The Company shall have prepared the shareholders’ meeting handbook and supplemental meeting materials and made them available for review by shareholders at any time 15 days before the shareholders’ meeting date.</p> <p>The meeting agenda and supplemental materials shall also be displayed at the Company and the professional shareholder services agent designated thereby.</p>	<p>Articles 3</p> <p>Unless otherwise provided by law and regulation, the Company’s shareholders’ meetings shall be convened by the board of directors.</p> <p>Unless otherwise provided in these Regulations, a company that will convene a shareholders’ meeting with video conferencing shall expressly provide for such meetings in its Articles of Incorporation and obtain a resolution of its board of directors. Furthermore, convening of a virtual-only shareholders’ meeting shall require a resolution adopted by a majority vote at a meeting of the board of directors attended by at least two-thirds of the total number of directors.</p> <p>Changes to how the Company convenes the shareholders’ meeting shall be resolved by the board of directors, and shall be made no later than the mailing of the shareholders’ meeting notice.</p> <p>The Company shall prepare electronic versions of the shareholders’ meeting notice and proxy forms, and the cause of action of and explanatory materials related to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors, and upload them to the Market Observation Post System (MOPS) 30 days before the regular shareholders’ meeting date or 15 days before the special shareholders’ meeting date. The Company shall prepare electronic versions of the shareholders’ meeting handbook and supplemental meeting materials and upload them to the MOPS 21 days before the regular shareholders’ meeting date or 15 days before the special shareholders’ meeting date.</p> <p>If, however, the Company has the paid-in capital of NT\$10 billion or more as of the last day of the most current fiscal year, or total shareholding of foreign shareholders and mainland China shareholders reaches 30% or more as recorded in the shareholder register of the shareholders’ meeting held in the immediately preceding year, transmission of these electronic files shall be made 30 days before the regular shareholders’ meeting.</p>	<p>Based on the announcement under Order No. 1140385797 issued by the Financial Supervisory Commission on December 19, Year 114, and Article 6 of the “Regulations Governing the Content and Compliance Requirements for Shareholders’ Meeting Agendas of Public Companies”, our company has amended the Rules of Procedure for Shareholders’ Meetings</p>

After amendment	Before amendment	Explanations
<p>The Company shall make the meeting handbook and supplemental meeting materials as stated in the preceding paragraph available to shareholders for review in the following manner on the shareholders' meeting date :</p> <ol style="list-style-type: none"> 1. For physical shareholders' meetings, to be distributed on-site at the meeting. 2. For hybrid shareholders' meetings, to be distributed on-site at the meeting and the electronic files shall be shared on the virtual meeting platform. 3. For virtual-only shareholders' meetings, electronic files shall be shared on the virtual meeting platform. <p>The reasons for convening a shareholders' meeting shall be specified in the meeting notice and public announcement. The meeting notice may be given in electronic form with the consent of the addressee.</p> <p>Election or dismissal of directors, amendments to the articles of incorporation, reduction of capital, application for the approval of ceasing its status as a public company, approval of competing with the company by directors, surplus profit distributed in the form of new shares, reserve distributed in the form of new shares, the dissolution, merger, or demerger of the Company, or any matter under Article 185, paragraph 1 of the Company Act <u>as well as matters under Article 26-1 and Article 43-6 of the Securities and Exchange Act, and Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Issuers</u> shall be set out and the essential contents explained in the notice of the reasons for convening the shareholders' meeting.</p> <p>None of the above matters may be raised</p>	<p>The Company shall have prepared the shareholders' meeting handbook and supplemental meeting materials and made them available for review by shareholders at any time 15 days before the shareholders' meeting date. The meeting agenda and supplemental materials shall also be displayed at the Company and the professional shareholder services agent designated thereby.</p> <p>The Company shall make the meeting handbook and supplemental meeting materials as stated in the preceding paragraph available to shareholders for review in the following manner on the shareholders' meeting date :</p> <ol style="list-style-type: none"> 1. For physical shareholders' meetings, to be distributed on-site at the meeting. 2. For hybrid shareholders' meetings, to be distributed on-site at the meeting and the electronic files shall be shared on the virtual meeting platform. 3. For virtual-only shareholders' meetings, electronic files shall be shared on the virtual meeting platform. <p>The reasons for convening a shareholders' meeting shall be specified in the meeting notice and public announcement. The meeting notice may be given in electronic form with the consent of the addressee.</p> <p>Election or dismissal of directors, amendments to the articles of incorporation, reduction of capital, application for the approval of ceasing its status as a public company, approval of competing with the company by directors, surplus profit distributed in the form of new shares, reserve distributed in the form of new shares, the dissolution, merger, or demerger of the Company, or any matter under Article 185, paragraph 1 of the Company Act shall be set out and the essential contents explained in the notice of the reasons for convening the shareholders' meeting. None of the above matters may be raised by an extraordinary motion; also, the main content may be placed on the website designated by the securities authority or the Company with the website address specified in the meeting notice.</p>	

After amendment	Before amendment	Explanations
<p>by an extraordinary motion; also, the main content may be placed on the website designated by the securities authority or the Company with the website address specified in the meeting notice.</p> <p>(The rest is omitted.)</p>	<p>(The rest is omitted.)</p>	

©Appendix

[Appendix I]

Megaforce Company Limited Articles of Incorporation

Approved by the shareholders' meeting on June 5, 2025

Chapter I General Provisions

Article 1 The Company is organized in accordance with the provisions of the Company Act and named "Megaforce Company Limited."

Article 2 The Company's business scope is as follows :

1. C805050 Industrial Plastic Products Manufacturing
2. F213080 Retail Sale of Machinery and Tools
3. CQ01010 Mold and Die Manufacturing
4. F206030 Retail Sale of Molds
5. F401010 International Trade
6. CC01110 Computers and Peripheral Equipment Manufacturing
7. CC01030 Electrical Appliances and Audiovisual Electronic Products Manufacturing
8. F113020 Wholesale of Electrical Appliances
9. F213010 Retail Sale of Electrical Appliances
10. CC01070 Wireless Communication Mechanical Equipment Manufacturing Electronics
11. CC01080 Components Manufacturing
12. I301010 Information Software Services
13. CF01011 Medical Devices Manufacturing
14. F108031 Wholesale of Medical Devices
15. F208031 Retail Sale of Medical Apparatus
16. CE01030 Optical Instruments Manufacturing
17. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.

Article 3 The Company's head office is located in New Taipei City; also, branches may be setup in Taiwan and abroad with the resolution of the board of directors.

Article 4 The Company may provide external guarantees and reinvest in other businesses for business needs. The Company's total reinvestment amount is not subject to the restriction of Article 13 of the Company Act.

Chapter II Shares

Article 5 The total authorized capital stock of the Company is NT\$20 billion with 2 billion shares issued at NT\$10 par and with the board of directors authorized to make multiple issuances. The Company may issue employee stock warrant and reserve 20,000,000 shares within the total number of shares stated in the preceding paragraph for the issuance of employee stock warrants. The recipients include employees of the controlled or subordinate companies who meet the conditions set by the board of directors.

Article 6 When the Company applies for the issuance of employee stock warrant at a price lower than the closing price on the date of issuance, it is to be executed by obtaining the consent of at least two-thirds of the voting rights represented at a shareholders' meeting attended by shareholders representing a majority of the total issued shares. It is permitted to register multiple issues over a period of 1 year from the resolution date of the shareholders' meeting.

Article 7 The Company may implement the transfer of treasury shares to employees. The transfer of shares to employees at an average price lower than the actual repurchased shares must be resolved in the latest shareholders' meeting must be with a resolution adopted by two-third of the voting rights exercised by the shareholders present at the shareholders' meeting who

represent a majority of the outstanding shares of the Company.

The recipients include employees of the controlled or subordinate companies who meet the conditions set by the board of directors.

Article 8 According to Article 267 of the Company Act, the employees who subscribe to the Company's cash capital increase shares and the recipients of new restricted employee shares may include employees of the controlled or subordinate companies who meet the conditions set by the board of directors.

Article 9 The Company's stock shares are ordered and signed or stamped by the directors on behalf of the Company, and are issued after being certified by the bank that is competent to certify shares under the laws. The Company may be exempted from printing certificates for the shares issued, provided that the shares should be registered with a centralized securities depository institution.

Article 10 The entries in the shareholders' roster shall not be altered within 60 days prior to the convening date of a regular shareholders' meeting, or within 30 days prior to the convening date of a special shareholders' meeting, or within 5 days prior to the base date fixed by the Company for distribution of dividends, bonus, or other benefits.

Chapter III Shareholders' Meetings

Article 11 The shareholders' meeting includes both regular shareholders' meeting that is to be held at least once a year within 6 months at the end of the fiscal year. A special shareholders' meeting is to be held when necessary.

The Company's shareholders' meeting can be held by means of visual communication network or other methods promulgated by the central competent authority.

Article 12 The chairman of the board of directors shall internally preside the shareholders' meeting. In case the chairman of the board of directors is on leave, the vice chairman shall act on his behalf. In case the vice chairman is also on leave, the chairman of the board of directors shall designate one of the directors, or where there is not a director designated, one of the directors shall be elected to act on the chairman's behalf.

Article 13 A shareholder shall be entitled to one vote for each share held. Also, shares with less than one voting right will be disregarded. However, shares shall have no voting power under any of the circumstances stated in Article 179 of the Company Act.

Article 14 The Company should adopt the electronic transmission as one of the methods for shareholders to exercise their voting power in the shareholders' meeting. Shareholders may exercise their voting power in writing or by way of electronic transmission and then they will be regarded as attending the meeting in person. The method of exercising the voting power in writing or by way of electronic transmission should be described in the shareholders' meeting notice. When the shareholders' meeting is proceeded via visual communication network, the shareholders taking part in such a visual communication meeting shall be deemed to have attended the meeting in person.

Article 15 Resolutions at a shareholders' meeting shall, unless otherwise provided for in the Company Act, be adopted by a majority vote of the shareholders present, who represent more than one-half of the total number of voting shares.

Article 16 Matters relating to the resolutions of a shareholders' meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the shareholders' meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting.

The meeting minutes as stated in the preceding paragraph may be prepared and distributed in accordance with Article 183 and Article 230 of the Company Act.

Chapter IV Directors

- Article 17 The Company's board of directors is with a quorum of 9–11 members. The candidate nomination system is adopted for the election of directors from the list of candidates in the shareholders' meeting for a 3-year term and eligible for re-election. One juristic person may not take up more than one-third of the director seats, and all juristic persons may not take up more than one-half of the director seats. The total shares held by all directors of the Company shall be handled in accordance with the "Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies."
- Article 18 The election and job responsibilities of the chairman and vice chairman of the board of directors are handled in accordance with the provision of Article 208 of the Company Act.
- Article 19 According to the provision of Article 14-2 of the Securities and Exchange Act, there should be not less than two independent directors that accounted for one-fifth of the total number of directors on board; also, they are elected in accordance with the candidate nomination system as stated in Article 192-1 of the Company Act.
- Article 20 When the number of directors falls below quorum by one-third, the board of directors shall convene a special shareholders' meeting within 60 days from the date of occurrence lawfully to hold a by-election to fill the vacancies.
- Article 21 The board of directors is organized by all directors. The board of directors shall elect a chairman of the board directors from among the directors by a majority vote at a meeting attended by over two-thirds of the directors to represent the Company externally.
- Article 22 Unless otherwise stipulated by the Company Act, the Chairman of the board of directors shall convene and chair the board meeting. However, when the chairman of the board is on leave or for any reason unable to exercise the powers of the chairman, the vice chairman shall act in place of the chairman; if there is no vice chairman or the vice chairman also is on leave or for any reason unable to exercise the powers of the vice chairman, the chairman shall appoint one of the directors to act as chair, or, where the chairman does not make such a designation, the directors shall select from among themselves one person to serve as chair. If a board meeting is convened by a party with power to convene but other than the board of directors, the convening party shall chair the meeting. When there are two or more such convening parties, they shall mutually select a chair from among themselves.
- Article 23 The Company may convene a special board meeting at any time in case of emergency. The board meeting notice can be issued to the board directors in writing, by e-mail, or by fax.
- Article 24 Resolutions reached by the Company's board of directors shall, unless otherwise provided by the Company Act, be adopted by a majority vote at a board meeting attended by more than one-half of the total number of directors. In case a director appoints another director to attend the board meeting in his/her behalf, he/she shall, in each time, issue a written proxy and state therein the scope of authority with reference to the subjects to be discussed at the meeting. A director may accept the appointment to act as the proxy referred to in the preceding paragraph of one other director only. In case a board meeting is proceeded via visual communication network, then the directors taking part in such a visual communication meeting shall be deemed to have attended the meeting in person.
- Article 25 The duties and powers of the board of directors are as follows :
- 1.Decision of business policy and business plan.
 - 2.Review of budget and final statements.
 - 3.Planning of capital increase.
 - 4.Proposal of earnings distribution.
 - 5.Other functions and powers conferred by laws and shareholders' meetings

- Article 26 The Company sets up an Audit Committee, which shall be composed of all independent directors that are not less than three members, and one of them shall act as the convener; also, at least one of them shall have accounting or financial expertise. The Audit Committee is responsible for implementing the functions and powers of supervisors stipulated in the Company Act, Securities and Exchange Act, and other laws and regulations.
- Article 27 Unless otherwise approved by the competent authority, the majority of the Company's directors shall not have any of the following relationships.
I. Spouse
II. Relatives within the second degree of kinship.
- Article 28 The Company's board of directors is authorized to determine the remuneration of the Chairman and directors in accordance with the degree of participation in the Company's operations and the value of their contributions, and by referring to the industry standards. The Company may purchase liability insurance for directors.

Chapter 5 Management and Employees

- Article 29 The Company has several managerial officers appointed to serve, including the chief executive officer, vice executive officer, operation officer, etc., to operate businesses in accordance with the resolutions and instructions of the board and whose appointment, dismissal, and remuneration is to be approved by the majority of the board directors.

Chapter 6 Financial statement

- Article 30 The Company's fiscal year is from January 1 to December 31 each year. The board of directors shall prepare the following documents at the end of the fiscal year and then submit them to the regular shareholders' meeting for approval :
1. Business report
 2. Financial statements
 3. Proposal for the earnings distribution or deficit compensation
- Article 31 The Company should appropriate 1% or more of the earnings (that is, net income before tax without deducting the distribution of remuneration to employees and directors; and after reserving an amount equivalent to the cumulative loss), if any, as remuneration to employees (The amount of employee compensation for this item shall not be less than 30% and should be allocated to grassroots employees) and 5% or less as remuneration to directors. The remuneration to employee and directors shall be decided by a majority vote at a board meeting attended by two-thirds of the total number of directors, which should be reported to the shareholders' meeting. The remuneration to employees as stated in the preceding paragraph can be distributed in the form of shares or in cash. The employees of the controlled companies or subordinate companies that meet the qualification requirements set by the board of directors are entitled to receive the said shares or cash.
- Article 32 If there is surplus earning at the end of the fiscal year, the Company shall first pay off taxes, make up for the cumulative losses of the preceding years, and then set aside a legal reserve equivalent to 10% of the net income. However, when such legal reserve amount equals to the total paid-in capital of the Company, this provision shall not apply. The Company may appropriate or reverse special reserve according to the laws and regulations. The remaining earnings, if any, together with the accumulated unappropriated retained earnings, are the distributable earnings. It is necessary to retain part of the earnings depending on the operating conditions. The dividend can be distributed in the form of cash or stock shares. However, the total cash dividends distributed in the aforementioned earnings distribution proposal may not be less than 30% of the total shareholder dividend distributed. The Company may authorize the board of directors to have the distributable dividends and bonuses paid in cash after a resolution has been adopted by a majority vote at the board meeting attended by two-thirds of the total number of directors in accordance with the provision of Article 240 of the Company Act, or the legal reserve and paid-in capital in whole or in part in accordance with the provision of Article 241 of the Company Act; and in addition

thereto a report of such distribution shall be submitted to the shareholders' meeting. If it is implemented with new shares issued, it shall be distributed after the resolution of the shareholders' meeting.

Chapter 7 Supplementary Provisions

- Article 33 The Company's charter is stipulated by the board of directors separately.
- Article 34 The matters not fully addressed in the Articles of Incorporation shall be handled in accordance with the Company Act and other laws and regulations.
- Article 35 The establishment or amendment of the Articles of Incorporation has been implemented after it is submitted to the competent authority for approval and registration.
- Article 36 The Article of Incorporation was formulated on October 11, 1991
The 1st amendment was approved on July 19, 1997
The 2nd amendment was approved on October 1, 2002
The 3rd amendment was approved on May 23, 2003
The 4th amendment was approved on December 18, 2003
The 5th amendment was approved on June 29, 2004
The 6th amendment was approved on June 30, 2005
The 7th amendment was approved on June 16, 2006
The 8th amendment was approved on June 28, 2007
The 9th amendment was approved on June 11, 2008
The 10th amendment was approved on June 4, 2009
The 11th amendment was approved on June 15, 2010
The 12th amendment was approved on June 19, 2012
The 13th amendment was approved on June 23, 2015
The 14th amendment was approved on June 21, 2016
The 15th amendment was approved on June 8, 2018
The 16th amendment was approved on June 27, 2019
The 17th amendment was approved on June 8, 2022
The 18th amendment was approved on June 7, 2024
The 19th amendment was approved on June 5, 2025

Megaforce Company Limited
Rules of Procedure for Shareholders' Meeting
Approved by the shareholders' meeting on June 7, 2024

- Article 1 For the purpose of establishing a strong governance system, sound supervisory capability, and enhanced management mechanism of the Company's shareholders' meetings, the "Rules of Procedure for Shareholders' Meetings" (hereinafter referred to as the "Rules") is formulated pursuant to Article 5 of the "Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies."
- Article 2 The rules of procedures for the Company's shareholders' meetings, unless otherwise provided by law, regulation, or the Articles of Incorporation, shall be as provided in accordance with the "Rules."
- Article 3 Unless otherwise provided by law and regulation, the Company's shareholders' meetings shall be convened by the board of directors.
- Unless otherwise provided in these Regulations, a company that will convene a shareholders' meeting with video conferencing shall expressly provide for such meetings in its Articles of Incorporation and obtain a resolution of its board of directors. Furthermore, convening of a virtual-only shareholders' meeting shall require a resolution adopted by a majority vote at a meeting of the board of directors attended by at least two-thirds of the total number of directors.
- Changes to how the Company convenes the shareholders' meeting shall be resolved by the board of directors, and shall be made no later than the mailing of the shareholders' meeting notice.
- The Company shall prepare electronic versions of the shareholders' meeting notice and proxy forms, and the cause of action of and explanatory materials related to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors, and upload them to the Market Observation Post System (MOPS) 30 days before the regular shareholders' meeting date or 15 days before the special shareholders' meeting date. The Company shall prepare electronic versions of the shareholders' meeting handbook and supplemental meeting materials and upload them to the MOPS 21 days before the regular shareholders' meeting date or 15 days before the special shareholders' meeting date. If, however, the Company has the paid-in capital of NT\$10 billion or more as of the last day of the most current fiscal year, or total shareholding of foreign shareholders and mainland China shareholders reaches 30% or more as recorded in the shareholder register of the shareholders' meeting held in the immediately preceding year, transmission of these electronic files shall be made 30 days before the regular shareholders' meeting. The Company shall have prepared the shareholders' meeting handbook and supplemental meeting materials and made them available for review by shareholders at any time 15 days before the shareholders' meeting date. The meeting agenda and supplemental materials shall also be displayed at the Company and the professional shareholder services agent designated thereby.
- The Company shall make the meeting handbook and supplemental meeting materials as stated in the preceding paragraph available to shareholders for review in the following manner on the shareholders' meeting date :
- I. For physical shareholders' meetings, to be distributed on-site at the meeting.
 - II. For hybrid shareholders' meetings, to be distributed on-site at the meeting and the electronic files shall be shared on the virtual meeting platform.
 - III. For virtual-only shareholders' meetings, electronic files shall be shared on the virtual meeting platform.
- The reasons for convening a shareholders' meeting shall be specified in the meeting notice and public announcement. The meeting notice may be given in electronic form with the consent of the addressee.
- Election or dismissal of directors, amendments to the articles of incorporation, reduction of capital, application for the approval of ceasing its status as a public company, approval of competing with the company by directors, surplus profit distributed in the form of new shares, reserve distributed in the form of new shares, the dissolution, merger, or demerger of the Company, or any matter under Article 185, paragraph 1 of the Company Act shall be set out and

the essential contents explained in the notice of the reasons for convening the shareholders' meeting. None of the above matters may be raised by an extraordinary motion; also, the main content may be placed on the website designated by the securities authority or the Company with the website address specified in the meeting notice.

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

A shareholder holding 1% or more of the total number of issued shares may submit to the Company a proposal for discussion at a regular shareholders' meeting. The number of items so proposed is limited to one only, and no proposal containing more than one item will be included in the meeting agenda. A shareholder may propose a recommendation for urging the Company to promote public interests or fulfill its social responsibilities to be discussed at the meeting. In addition, if a proposal proposed by a shareholder fall in any of the circumstances stated in Article 172-1, paragraph 4 of the Company Act, the board of directors may not include it as a proposal.

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

Shareholder-submitted proposals are limited to 300 words, and no proposal containing more than 300 words will be included in the meeting agenda. The shareholder making the proposal shall attend in person or by proxy at the regular shareholders' meeting and take part in discussion of the proposal.

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

Article 4 For each shareholders' meeting, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by the Company and stating the scope of the proxy's authorization.

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

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

If, after a proxy form is delivered to the Company, a shareholder wishes to attend the shareholders' meeting online, a written notice of proxy cancellation shall be submitted to the Company two business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

Article 5 The venue for a shareholders' meeting shall be the premises of the Company, or a place easily accessible to shareholders and suitable for a shareholders' meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m. Full consideration shall be given to the opinions of the independent directors with respect to the place and time of the meeting.

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

Article 6 For virtual shareholders' meetings, shareholders may begin to register on the virtual meeting platform 30 minutes before the meeting starts. Shareholders completing registration will be deemed as attending the shareholders' meeting in person.

Shareholders shall attend shareholders' meetings based on attendance cards, sign-in cards, or other certificates of attendance. Solicitors soliciting proxy forms shall also bring identification documents for verification.

The Company shall furnish the attending shareholders with an attendance book to sign, or

attending shareholders may hand in a sign-in card in lieu of signing in.

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

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

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

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

Article 6-1

To convene a virtual shareholders' meeting, the Company shall include the following particulars in the shareholders' meeting notice :

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

Article 7

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

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

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

- Article 8 The Company, beginning from the time it accepts shareholder attendance registrations, shall make an uninterrupted audio and video recording of the registration procedure, the proceedings of the shareholders' meeting, and the voting and vote counting procedures. The recorded materials as stated in the preceding paragraph shall be retained for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation. Where a shareholders' meeting is held online, the Company shall keep records of shareholder registration, sign-in, check-in, questions raised, votes cast, and results of votes counted by the Company; also, continuously audio and video record, without interruption, the proceedings of the virtual meeting from beginning to end. The information and audio and video recording stated in the preceding paragraph shall be properly kept by the Company during the entirety of its existence, and copies of the audio and video recording shall be provided to and kept by the party appointed to handle matters of the virtual meeting.
- Article 9 Attendance at shareholders' meetings shall be calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in, and the shares checked in on the virtual meeting platform, plus the number of shares whose voting rights are exercised by correspondence or electronically. The chair shall call the meeting to order at the scheduled meeting time. However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined total of no more than one hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chair shall declare the meeting adjourned. In the event of a virtual shareholders' meeting, the Company shall also declare the meeting adjourned at the virtual meeting platform. If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act. All shareholders shall be notified of the tentative resolution and another shareholders' meeting shall be convened within one month. In the event of a virtual shareholders' meeting, shareholders intending to attend the meeting online shall re-register with the Company in accordance with Article 6. When, prior to conclusion of the meeting, the attending shareholders represent a majority of the total number of issued shares, the chair may resubmit the tentative resolution for a vote by the shareholders' meeting pursuant to Article 174 of the Company Act.
- Article 10 If a shareholders' meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. Votes shall be cast on each separate proposal in the agenda (including extraordinary motions and amendments to the original proposals set out in the agenda). The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders' meeting. The provisions of the preceding paragraph apply *mutatis mutandis* to a shareholders' meeting convened by a party with the power to convene that is not the board of directors. The chair may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs (including extraordinary motions), except by a resolution of the shareholders' meeting. If the chair declares the meeting adjourned in violation of the rules of procedure, the other members of the board of directors shall promptly assist the attending shareholders in electing a new chair in accordance with statutory procedures, by agreement of a majority of the votes represented by the attending shareholders, and then continue the meeting. The chair shall allow ample opportunity during the meeting for explanation and discussion of proposals and of amendments or extraordinary motions put forward by the shareholders; when the chair is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the chair may announce the discussion closed, call for a vote, and schedule sufficient time for voting.

- Article 11 An attending shareholder must specify on a speaker's slip the subject of the speech, his/her shareholder account number (or attendance card number), and account name before actually speaking. The order in which shareholders speak will be set by the chair. A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail. A shareholder may not speak more than twice on the same proposal unless with the consent of the chair, and a single speech may not exceed 5 minutes. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chair may terminate the speech. When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chair and the shareholder that has the floor; the chair shall stop any violation. When a juristic person shareholder appoints two or more representatives to attend a shareholders' meeting, only one of the representatives so appointed may speak on the same proposal. After an attending shareholder has spoken, the chair may respond in person or direct relevant personnel to respond. Where a virtual shareholders' meeting is convened, shareholders attending the virtual meeting online may raise questions in writing at the virtual meeting platform from the chair declaring the meeting in session until the chair declaring the meeting adjourned. No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words. The regulations in paragraphs 1 to 5 do not apply.
- Article 12 Voting at a shareholders' meeting shall be calculated based on the number of shares. With respect to resolutions of shareholders' meetings, the number of shares held by a shareholder with no voting rights shall not be calculated as part of the total number of issued shares. When a shareholder is an interested party in relation to an agenda item, and there is the likelihood that such a relationship would jeopardize the interests of the Company, that shareholder may not vote on that item, and may not exercise voting rights as proxy for any other shareholder. The number of shares for which voting rights may not be exercised as stated in the preceding paragraph shall not be calculated as part of the voting rights represented by attending shareholders. With the exception of a trust enterprise or a shareholder services agent approved by the competent securities authority, when one person is concurrently appointed as proxy by two or more shareholders, the voting rights represented by that proxy may not exceed three percent of the voting rights represented by the total number of issued shares. If that percentage is exceeded, the voting rights in excess of that percentage shall not be included in the calculation.
- Article 13 A shareholder is entitled to one vote for each share held, except when the shares are restricted shares or are deemed as non-voting shares under Article 179, paragraph 2 of the Company Act. When the Company holds a shareholders' meeting, it shall exercise voting rights by electronic means and/or correspondence. When voting rights are exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders' meeting notice. A shareholder exercising voting rights by correspondence or electronic means will be deemed to have attended the meeting in person. But, has waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting; A shareholder intending to exercise voting rights by correspondence or electronic means as stated in the preceding paragraph shall deliver a written declaration of intent to the Company two days before the shareholders' meeting date. When duplicate declarations of intent are delivered, the one received earliest shall prevail Unless, a declaration is made to cancel the earlier declaration of intent. After a shareholder has exercised voting rights by correspondence or electronic means, in the event that the shareholder intends to attend the shareholders' meeting in person or online, a written declaration of intent to retract the voting rights already exercised as stated in the preceding paragraph shall be made known to the Company, by the same means by which the voting rights were exercised, two business days before the shareholders' meeting date. If the

notice of retraction is submitted after that time, the voting rights already exercised by correspondence or electronic means shall prevail. When a shareholder has exercised voting rights by correspondence or electronic means and by appointing a proxy to attend a shareholders' meeting, the voting rights exercised by the proxy in the meeting shall prevail. Except as otherwise provided in the Company Act and in the Company's articles of incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, for each proposal, the chair or a person designated by the chair shall first announce the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be entered into the MOPS.

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

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

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

When the Company convenes a virtual shareholders' meeting, after the chair calls the meeting to order, shareholders attending the meeting online shall cast votes on proposals and elections on the virtual meeting platform before the chair announces the voting session ended, otherwise will be deemed abstained from voting.

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

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

When shareholders exercise voting rights by correspondence or electronic means, unless they have withdrawn the declaration of intent and attended the shareholders' meeting online, except for extraordinary motions, they will not exercise voting rights on the original proposals or make any amendments to the original proposals or exercise voting rights on amendments to the original proposal.

Article 14 The election of directors at a shareholders' meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, and the voting results shall be announced on-site immediately.
The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.

Article 15 Matters relating to the resolutions of a shareholders' meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting.
The meeting minutes as stated in the preceding paragraph may be prepared and distributed in accordance with Article 183 and Article 230 of the Company Act.
The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their voting results (including the number of voting rights), and disclose the number of voting rights won by each candidate in the event of an election of directors. The meeting minutes shall be retained for the duration of the existence of the Company.

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

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

- Article 16 On the day of a shareholders' meeting, the Company shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation, the number of shares represented by proxies, and the number of shares represented by shareholders attending the meeting by correspondence or electronic means, and shall make an express disclosure of the same at the place of the shareholders' meeting. In the event of a virtual shareholders' meeting, the Company shall upload the aforementioned meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.
During the Company's virtual shareholders' meeting, when the meeting is called to order, the total number of shares represented by the shareholders at the meeting shall be disclosed on the virtual meeting platform. The same shall apply whenever the total number of shares represented by the shareholders at the meeting and a new tally of votes is released during the meeting.
- Article 17 Staff handling administrative affairs of a shareholders' meeting shall wear identification cards or arm bands.
The chair may direct the proctors or security personnel to help maintain order at the meeting place. When proctors or security personnel help maintain order at the meeting place, they shall wear an identification card or armband bearing the word "Proctor."
At the place of a shareholders' meeting, if a shareholder attempts to speak through any device other than the public address equipment set up by the Company, the chair may prevent the shareholder from so doing.
When a shareholder violates the rules of procedure and defies the chair's correction, obstructing the proceedings and refusing to heed calls to stop, the chair may direct the proctors or security personnel to escort the shareholder from the meeting.
- Article 18 When a meeting is in progress, the chair may announce a break based on time considerations. If a *force majeure* event occurs, the chair may rule the meeting temporarily suspended and announce a time when, in view of the circumstances, the meeting will be resumed.
If the meeting venue is no longer available for continuing use and not all of the items (including extraordinary motions) on the meeting agenda have been addressed, the shareholders' meeting may adopt a resolution to resume the meeting at another venue.
A resolution may be adopted at the shareholders' meeting to defer or resume the meeting within five days in accordance with Article 182 of the Company Act.
- Article 19 In the event of a virtual shareholders' meeting, the Company shall disclose real-time results of votes and election immediately after the end of the voting session on the virtual meeting platform according to the regulations, and this disclosure shall continue at least 15 minutes after the chair has announced the meeting adjourned.
- Article 20 When the Company convenes a virtual-only shareholders' meeting, both the chair and secretary shall be in the same location, and the chair shall declare the address of their location when the meeting is called to order.
- Article 21 In the event of a virtual shareholders' meeting, when the meeting is called to order by the chair, the chair shall also declare, unless under a circumstance where a meeting is not required to be postponed to or resumed at another time under Article 44-20, paragraph 4 of the "Regulations Governing the Administration of Shareholder Services of Public Companies," if the virtual

meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events before the chair has announced the meeting adjourned, and the obstruction continues for more than 30 minutes, the meeting shall be postponed to or resumed on another date within five days, in which case Article 182 of the Company Act shall not apply.

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

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

During a postponed or resumed session of a shareholders' meeting held according to the second paragraph, no further discussion or resolution is required for proposals for which votes have been cast and counted and results have been announced, or list of elected directors and supervisors.

When the Company convenes a hybrid shareholders' meeting, and the virtual meeting cannot continue as described in the second paragraph, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders' meeting online, still meets the minimum legal requirement for a shareholders' meeting, then the shareholders' meeting shall continue, and no postponement or resumption thereof under the second paragraph is required.

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

When postponing or resuming a meeting according to the second paragraph, the Company shall handle the preparatory work based on the original shareholders' meeting date in accordance with the requirements listed under Article 44-20, paragraph 7 of the "Regulations Governing the Administration of Shareholder Services of Public Companies."

For dates or period set forth under Article 12, second half, and Article 13, paragraph 3 of the "Regulations Governing the Use of Proxies for Attendance at Shareholders' Meetings of Public Companies," and Article 44-5, paragraph 2, Article 44-15, and Article 44-17, paragraph 1 of the "Regulations Governing the Administration of Shareholder Services of Public Companies," the Company shall handle the matter based on the shareholders' meeting date that is postponed or resumed under the second paragraph.

Article 22 When convening a virtual-only shareholders' meeting, the Company shall provide appropriate alternative measures available to shareholders with difficulties in attending a "virtual shareholders' meeting" online. Except in the circumstances set out in Article 44-9, paragraph 6 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the shareholders shall at least be provided with connection facilities and necessary assistance, and the period during which shareholders may apply to the company and other related matters requiring attention shall be specified.

Article 23 These Rules shall take effect after having been submitted to and approved by a shareholders' meeting. Subsequent amendments thereto shall be effective in the same manner.

[Appendix III]

Megaforce Company Limited
Sustainable Development Best Practice Principles

Approved by the Board of Directors on Jan 18, 2023

Chapter 1 General Principles

Article 1 To assist the Company in implementing sustainable development and promoting economic, environmental, and social progress in order to achieve the objectives of sustainable development, these Best Practice Principles are hereby formulated in accordance with the requirements of the Taiwan Stock Exchange Corporation (hereinafter referred to as the "TWSE") and the Taipei Exchange (hereinafter referred to as the "TPEX") for compliance.

Article 2 These Principles apply to this Company, and their scope includes the entire operations of this Company and its business group.
These Principles encourage the Company, in the course of its business operations, to actively pursue sustainable development in order to align with international development trends, and, by undertaking corporate citizenship responsibilities, to enhance contributions to national economic development, improve the quality of life of employees, the community, and society, and promote competitive advantages founded on sustainable development.

Article 3 In promoting sustainable development initiatives, TWSE/TPEX listed companies shall, in its corporate management guidelines and business operations, give due consideration to the rights and interests of stakeholders and, while pursuing sustainable operations and profits, also give due consideration to the environment, society and corporate governance.
The Company shall, in accordance with the principle of materiality, conduct risk assessments of environmental, social, and corporate governance issues pertaining to its operations and establish the relevant risk management policies or strategies.

Article 4 To implement sustainable development, this Company is advised to act in accordance with the principles set forth below::

1. Exercise corporate governance.
2. Foster a sustainable environment.
3. Preserve public welfare.
4. Enhance disclosure of corporate sustainable development information.

Article 5 In formulating sustainable development policies, systems or relevant management guidelines, and concrete promotion plans, this Company shall take into consideration the correlation between the development trends of domestic and international sustainable development issues and its core business operations, as well as the impacts of the operations of the Company itself and its business group as a whole on stakeholders. The foregoing policies, systems, management guidelines, and promotion plans shall be approved by the board of directors and subsequently reported to the shareholders meeting.
When a shareholder proposes a motion involving sustainable development, the board of directors of the Company is advised to review and consider including such motion in the shareholders meeting agenda.

Chapter 2 Exercising Corporate Governance

Article 6 The Company has established the Corporate Governance Best Practice Principles, the Ethical Corporate Management Best Practice Principles, the Employee Code of Ethical Conduct, and the Code of Ethical Conduct for Directors and Managers to build an effective corporate governance framework and relevant ethical standards and matters, thereby strengthening corporate governance.

Article 7 The directors of this Company shall exercise the due care of good administrators to urge the Company to implement its sustainable development initiatives, examine the results of such implementation from time to time, and continually make improvements so as to ensure the effective implementation of the Company's sustainable development policies.

The board of directors of this Company is advised to give full consideration to the interests of stakeholders, including the following matters, in furthering the Company's sustainable development objectives: :

1. Identifying the company's sustainable development mission or vision, and declaring its sustainable development policy, systems or relevant management guidelines;
2. Making sustainable development the guiding principle of the company's operations and development, and ratifying concrete promotional plans for sustainable development initiatives; and
3. Enhancing the timeliness and accuracy of the disclosure of sustainable development information.

With respect to economic, environmental, and social issues arising from the Company's business operations, the Board of Directors shall authorize executive management to handle such matters and to report the status of the handling to the Board of Directors, and the handling procedures and the personnel responsible for each relevant issue shall be concrete and clearly defined.

Article 8 The Company is advised to, on a regular basis, organize education and training programs for the promotion of sustainable development initiatives, including the promotion of the matters prescribed in Paragraph 2 of the preceding article.

Article 9 For the purpose of strengthening the management of sustainable development, the Company is advised to establish a governance structure for the promotion of sustainable development and to set up an exclusively (or concurrently) dedicated unit for the promotion of sustainable development, which shall be responsible for proposing and implementing sustainable development policies, systems, or relevant management guidelines and concrete promotional plans, and for reporting on the same to the Board of Directors on a regular basis.

The Company is advised to adopt reasonable remuneration policies to ensure that remuneration arrangements support the strategic objectives of the organization and are aligned with the interests of stakeholders.

It is advised that the Company's employee performance evaluation system be integrated with sustainable development policies, and that a clear and effective incentive and disciplinary system be established.

Article 10 The Company shall, based on respect for the rights and interests of stakeholders, identify its stakeholders and establish a designated section for stakeholders on the Company's website; understand the reasonable expectations and demands of stakeholders through appropriate communication with them, and adequately respond to the important sustainable development issues of concern to stakeholders.

Chapter 3 Fostering a Sustainable Environment

Article 11 The Company shall comply with relevant environmental laws, regulations, and applicable international standards to properly protect the natural environment, and shall endeavor to achieve the objectives of environmental sustainability when conducting its business operations and internal management.

Article 12 This Company is advised to endeavor to improve energy use efficiency and to utilize renewable materials with low environmental impact, so as to enhance the sustainability of natural resources.

Article 13 The Company is advised to establish appropriate environmental management systems based on the characteristics of its industry, and such systems shall include the following items. :

1. Collecting sufficient and up-to-date information to evaluate the impact of the company's business operations on the natural environment.
2. Establishing measurable goals for environmental sustainability, and examining whether the development of such goals should be maintained and whether it is still relevant on a regular basis.
3. Adopting enforcement measures such as concrete plans or action plans, and examining

the results of their operation on a regular basis.

Article 14 The Company is advised to establish a dedicated environmental management unit or assign dedicated personnel to be responsible for drafting, promoting, and maintaining relevant environmental management systems and concrete action plans, and to regularly organize environmental education courses for managerial officers and employees.

Article 15 The Company is advised to take into account the impact of its business operations on ecological efficiency, promote and advocate the concept of sustainable consumption, and, in accordance with the following principles, engage in research and development, procurement, production, operations, and services so as to reduce the impact of its business operations on the natural environment and human beings. :

1. Reduce resource and energy consumption of their products and services.
2. Reduce emission of pollutants, toxins and waste, and dispose of waste properly.
3. Improve recyclability and reusability of raw materials or products.
4. Maximize the sustainability of renewable resources.
5. Enhance the durability of products.
6. Improve efficiency of products and services.

Article 16 To improve water use efficiency, this Company shall properly and sustainably utilize water resources and establish relevant management measures.

This Company shall construct and improve relevant environmental protection treatment facilities to prevent the pollution of water, air, and land, and shall use its best efforts to reduce adverse impacts on human health and the environment by adopting the best practicable pollution prevention and control measures.

Article 17 The Company is advised to assess the current and future potential risks and opportunities that climate change may present to the enterprise, and to adopt relevant responsive measures.

The Company is advised to adopt standards or guidelines generally used in Taiwan and internationally to conduct corporate greenhouse gas inventories and make disclosures thereof, the scope of which shall include the following. :

1. Direct greenhouse gas emissions: emissions from operations that are owned or controlled by the company.
2. Indirect greenhouse gas emissions: emissions resulting from the utilization of energy such as imported electricity, heating, or steam.
3. Other indirect emissions: emissions resulting from corporate activities that are not indirect emissions from energy, but are from other sources of emissions owned or controlled by the company.

The Company is advised to compile statistics on greenhouse gas emissions, water consumption, and the total weight of waste, and to formulate policies for energy conservation and carbon reduction, greenhouse gas reduction, reduction of water consumption, or the management of other wastes; the Company's carbon reduction strategies shall include the acquisition of carbon credits and be promoted accordingly, so as to reduce the impact of the Company's business operations on climate change.

Chapter 4 Preserving Public Welfare

Article 18 The Company shall comply with relevant laws and regulations and observe the International Bill of Human Rights with respect to rights including gender equality, the right to work, and the prohibition of discrimination.

To fulfill its responsibility to protect human rights, this Company shall adopt relevant management policies and processes, including: :

1. Presenting a corporate policy or statement on human rights.
2. Evaluating the impact of the company's business operations and internal management on human rights, and adopting corresponding handling processes.
3. Reviewing on a regular basis the effectiveness of the corporate policy or statement on human rights.
4. In the event of any infringement of human rights, the company shall disclose the

processes for handling of the matter with respect to the stakeholders involved.

This Company shall comply with internationally recognized labor human rights, including the freedom of association, the right of collective bargaining, caring for vulnerable groups, prohibiting the use of child labor, eliminating all forms of forced labor, and eliminating discrimination in recruitment and employment. The Company shall also ensure that its human resource policies do not contain differential treatments based on gender, race, socioeconomic status, age, marital status, or family status, so as to achieve equality and fairness in employment, hiring conditions, remuneration, benefits, training, evaluation, and promotion opportunities.

With respect to matters that may adversely impact the rights and interests of the labor force, the Company shall provide an effective and appropriate grievance mechanism to ensure equality and transparency in the grievance process; grievance channels shall be clear, convenient, and unobstructed, and the Company shall respond to employee grievances in an appropriate manner.

Article 19 The Company shall provide information to its employees to ensure that they are aware of the labor laws and the rights they enjoy in the countries where the Company conducts its business operations.

Article 20 The Company is advised to provide a safe and healthful working environment for its employees, including the provision of necessary health and first-aid facilities, and to endeavor to reduce hazards to employees' safety and health so as to prevent occupational accidents. The Company is advised to organize safety and health training for its employees on a regular basis.

Article 21 This Company is advised to create an environment conducive to employees' career development and to establish effective training programs for the development of career-related skills.
The Company shall establish and implement reasonable employee welfare measures (including remuneration, leave, and other welfare benefits) and appropriately reflect business performance or achievements in employee remuneration, so as to ensure the recruitment, retention, and motivation of human resources and achieve the objective of sustainable operations.

Article 22 This Company shall establish a platform to facilitate regular two-way communication between management and employees, enabling employees to obtain relevant information on and express their opinions regarding the Company's operations, management activities, and decisions.
The Company shall respect the rights of employee representatives to bargain over working conditions, and shall provide employees with necessary information and hardware facilities in order to promote negotiation and cooperation among employers, employees, and employee representatives.
The Company shall, by reasonable means, inform employees of operational changes that may have material impacts on them.

Article 22-1 With respect to customers or consumers of the Company's products or services, the Company is advised to treat them in a fair and reasonable manner, including adherence to principles such as fairness and good faith in contracting, duty of care and fiduciary duty, truthfulness in advertising and solicitation, fitness of products or services, notification and disclosure, commensuration between remuneration and performance, protection of the right to complain, and professionalism of sales personnel, and to formulate relevant implementation strategies and specific measures.

Article 23 This Company shall take responsibility for its products and services and place importance on marketing ethics. In the processes of research and development, procurement, production, operations, and service delivery, the Company shall ensure the transparency and safety of its products and services, establish and disclose policies on consumer rights and interests, and effectively implement such policies in the course of business operations, so as to prevent its

products or services from adversely impacting consumers' rights and interests, health, or safety.

Article 24 The Company shall ensure the quality of its products and services by complying with applicable governmental laws and regulations and relevant industry standards. With respect to customer health and safety, customer privacy, and the marketing and labeling of the Company's products and services, the Company shall comply with relevant laws, regulations, and international guidelines, and shall not engage in deception, misleading conduct, fraud, or any other acts that would betray consumers' trust or impair consumers' rights or interests.

Article 25 The Company is advised to evaluate and manage various types of risks that may cause interruptions in operations, so as to reduce the impact on consumers and society. The Company is advised to provide transparent and effective consumer complaint procedures for its products and services to handle consumer complaints fairly and in a timely manner, and shall comply with the Personal Data Protection Act and other relevant laws and regulations to duly respect consumers' rights to privacy and protect the personal data provided by consumers.

Article 26 The Company is advised to assess the impact of its procurement activities on the environment and society of the communities from which it procures, and to cooperate with its suppliers to jointly promote the implementation of sustainable development. This Company is advised to establish supplier management policies and require its suppliers to comply with relevant rules governing issues such as environmental protection, occupational safety and health, and labor rights. Prior to engaging in commercial dealings, the Company is advised to assess whether its suppliers have records of impacts on the environment and society, and to avoid conducting transactions with those that contravene the Company's sustainable development policies. When the Company enters into contracts with its major suppliers, the contents thereof are advised to include terms stipulating mutual compliance with the sustainable development policies of both parties, and providing that the contract may be terminated or rescinded at any time if a supplier is involved in a violation of such policies and has caused a significant negative impact on the environment and society of the supply source community.

Article 27 This Company shall evaluate the impact of its business operations on the community and shall appropriately employ personnel from the locality in which its operations are conducted, in order to enhance community acceptance. The Company is advised to dedicate resources, through equity investment, commercial activities, endowments, corporate volunteering services, or other charitable or professional public-interest services, to organizations that address social or environmental issues through business models, or to participate in related activities of citizen organizations, charitable organizations, and local government agencies concerning community development and community education, so as to promote community development.

Article 27-1 The Company is advised to continuously dedicate resources to cultural and art activities or the cultural and creative industry, through endowments, sponsorships, investments, procurements, strategic cooperation, corporate voluntary technical services, or other forms of support, so as to promote cultural development.

Chapter 5 Enhancing Disclosure of Sustainable Development Information

Article 28 The Company shall disclose information in accordance with relevant laws and regulations and the Corporate Governance Best Practice Principles for TWSE/TPEx Listed Companies, and shall fully disclose relevant and reliable information relating to sustainable development initiatives so as to enhance information transparency.

Relevant information relating to sustainable development to be disclosed by the Company includes the following. :

1. The policy, systems or relevant management guidelines, and concrete promotion plans for sustainable development initiatives, as resolved by the board of directors.

2. The risks and the impact on the corporate operations and financial condition arising from exercising corporate governance, fostering a sustainable environment and preserving social public welfare.
3. Goals and measures for promoting the sustainable development initiatives established by the companies, and performance in implementation.
4. Major stakeholders and their concerns.
5. Disclosure of information on major suppliers' management and performance with respect to major environmental and social issues.
6. Other information relating to sustainable development initiatives.

Article 29 When preparing sustainability reports, the Company shall adopt internationally widely recognized standards or guidelines to disclose the status of its implementation of sustainable development initiatives, and is advised to obtain third-party assurance or verification to enhance the reliability of the information disclosed; the contents thereof are advised to include the following. :

1. The policy, system, or relevant management guidelines and concrete promotion plans for implementing sustainable development initiatives.
2. Major stakeholders and their concerns.
3. Results and a review of the exercising of corporate governance, fostering of a sustainable environment, preservation of public welfare and promotion of economic development.
4. Future improvements and goals.

Chapter 6 Supplementary Provisions

Article 30 This Company shall at all times monitor the development of domestic and foreign sustainable development standards and changes in the business environment, so as to review and improve its established sustainable development framework and to enhance the effectiveness of the promotion of sustainable development initiatives.

Article 31 These Principles shall become effective upon approval by the board of directors and shall be reported to the shareholders meeting. The same shall apply to any amendments hereto.

[Appendix IV]

Megaforce Company Limited
Shareholding of Directors
April 10, 2026

Position	Name	Elected date	Shareholding when elected			Current shareholding		
			Type	Shares	Ratio (%) to shares issued currently	Type	Shares	Ratio (%) to shares issued currently
Chairman	Wen-Lin, Hsu	June 7, 2024	Common stock	4,991,508	3.78	Common stock	4,991,508	3.78
Vice Chairman	Tung-Hui, Chiang	June 7, 2024	Common stock	1,404,956	1.06	Common stock	1,461,356	1.11
Director	Ying Fan Investment Co., Ltd. Representative: Lee-Li, Lu	June 7, 2024	Common stock	38,983,802	29.53	Common stock	22,593,802	17.11
Director	Ying Fan Investment Co., Ltd. Representative: Chia-Cheng, Chang	June 7, 2024	Common stock	38,983,802	29.53	Common stock	22,593,802	17.11
Director	Wan-Sheng, Hsu	June 7, 2024	Common stock	1,523,640	1.15	Common stock	1,523,640	1.15
Director	Ming-Hsiung, Chu	June 7, 2024	Common stock	2,140,217	1.62	Common stock	2,140,217	1.62
Independent Director	Hai-Pang, Chiang	June 7, 2024	Common stock	0	0.00	Common stock	0	0.00
Independent Director	Wan-Hua, Hsieh	June 7, 2024	Common stock	0	0.00	Common stock	0	0.00
Independent Director	Chin, Wei-Chun	June 7, 2024	Common stock	0	0.00	Common stock	0	0.00
Total				49,044,123			32,710,523	

Note 1: Total shares issued on June 7, 2024: 132,015,919 shares;
Total shares issued on April 10, 2026: 132,015,919 shares;

Note 2: According to the provision of Article 26 of the Securities and Exchange Act and Article 2, paragraph 1, subparagraph 3 of the "Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies," the legally required number of shares held by all directors of the Company is 8,000,000 shares, 32,710,523 shares were held as of April 10, 2026.

Note 3: The Company has setup the Audit Committee; therefore, there is no statutory number of shares to be held by supervisors.

©Independent directors' shares are excluded from the total number of shares held by all directors.