

Stock Code: 6243



**2025 Annual Shareholders' Meeting**

**April 15<sup>th</sup>, 2025**

Room Newton

(2F, No.1, Industry East 2nd Rd, Science-Based Industrial Park, Hsinchu)

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## Meeting Procedure

ENE TECHNOLOGY INC

2024 Shareholders' Meeting Procedure

1. Call Meeting to Order
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**ENE TECHNOLOGY INC.**  
**2025 Annual Shareholders' Meeting Agenda**

**Method:** Physical Meeting

**Time:** 9:00 a.m., April 15<sup>th</sup>, 2025

**Place:** Room Newton (2F, No.1, Industry East 2nd Rd, Science-Based Industrial Park, Hsinchu)

**Attendants:** All shareholders or their proxy holders

**Chairman:** Angela Tsai, Chairman of the Board

1. **Call Meeting to Order**
2. **Chairman's Opening Address**
3. **Report items:**
  1. 2024 Business report
  2. 2025 Audit Committee's review reports on 2024 Financial Statements
  3. 2024 Remunerations for employees and BOD
  4. Report on the Execution of the 2024 Third Domestic Unsecured Convertible Bonds
  5. 2024 Report on related party transactions
  6. Report on the amendments of Regulations of 2024 Issuance and Subscription of Employee Stock Options
  7. Implementation report on the 2024 private placement of common shares
4. **Acknowledgements:**
  1. To adopt 2024 Business Report and Financial Statements
  2. To approve the Proposal for 2024 Profit Appropriation
5. **Discussion items:**
  1. Cash distribution from capital reserve
  2. Amendments of Articles of Incorporations
  3. Proposal for a cash offering by private placement and issue new shares
6. **Election matters:** election for the new board
7. **Other proposals:** release newly elected board members from non-competition clauses
8. **Extemporaneous motions**
9. **Meeting Adjourned**

## Report Items

1. 2024 Business report (Attachment I)
2. 2025 Audit Committee's review reports on 2024 Financial Statements (Attachment II)
3. 2024 Remunerations for employees and BOD
  1. The proposal is handled in accordance with Article 32 of the Articles of Association of the Company
  2. It is proposed to allocate no less than 20% of the pre-tax benefits (NT\$13,210,551) as employee compensation for the year 2024
  3. It is proposed to allocate no more than 3% of the pre-tax benefits (NT\$1,929,159) as the BOD's remuneration for the year 2024
  4. The above mentioned allotments shall be in cash
  5. The above mentioned remuneration proposals have been approved by the Remuneration Committee and BOD.
4. Report on the Execution of the 2024 Third Domestic Unsecured Convertible Bonds
  1. To repay bank loans and enhance working capital, the Company issued the third domestic unsecured convertible bonds in the 2024, raising a total of NT\$303 million. The issuance was approved by the Financial Supervisory Commission under Letter No. 11303454261 on June 4, 2024, and the bonds were officially issued on June 25, 2024, with an initial conversion price of NT\$65.8 per share.
  2. As of December 31, 2024, the utilization status of the funds raised from this bond issuance is as follows:

Unit: NT\$ Thousands

Item	Utilization		As of 2024/12/31	Causes of Schedule Deviations and Improvement Plan
Bank Loan repayments	A m o u n t	P l a n	120,000	The funds raised from this issuance of unsecured convertible bonds were fully secured by the end of June 2024. As of the 2024Q4, the funds have been entirely utilized in accordance with the original plan, achieving a 100% execution rate with successful implementation.
		A c t u a l	120,000	
	P r o g r e s s ( % )	P l a n	100.00%	
		A c t u a l	100.00%	
E n h a n c e W o r k i n g c a p i t a l	A m o u n t	P l a n	183,000	
		A c t u a l	183,000	
	P r o g r e s s ( % )	P l a n	100.00%	
		A c t u a l	100.00%	
T o t a l	A m o u n t	P l a n	303,000	
		A c t u a l	303,000	
	P r o g r e s s ( % )	P l a n	100.00%	
		A c t u a l	100.00%	

5. Report on related party transactions (Attachment III)
6. Report on the amendments of Regulations of 2024 Issuance and Subscription of Employee Stock Options
  1. To further refine and enhance the Regulations of 2024 Issuance and Subscription of Employee Stock Options, it is proposed to amend the Regulations (Attachment IV and Attachment V)
  2. The proposal has been approved by the Audit Committee and the Board of Directors
7. Implementation report on the 2024 private placement of common shares
  1. On May 28, 2024, the shareholders had approved a private placement of maximum 8,000,000 common shares, with an issuance deadline of May 27, 2025. After thorough deliberation of the overall business strategy, the Company has decided not to proceed with the issuance.
  2. The proposal has been approved by the Audit Committee and the Board of Directors

## **Acknowledgements**

### **1. To adopt 2024 Business Report and Financial Statements**

Explanatory Notes:

1. ENE TECHNOLOGY INC 2024 Financial Statements, individual and consolidated, have been approved by the Board of Directors on February 25<sup>th</sup>, 2025. The reports were audited by Pei-Chun Huang and Chin-Chang Chen of PWC Taiwan and sent to the Audit Committee for final review.
2. 2024 Business Report, Financial Statements and Independent Auditors Report are attached hereto as Attachment I & VI.

Voting by Poll:

### **2. To approve the Proposal for 2024 Profit Appropriation**

Explanatory Notes:

1. Proposal for 2024 Profit Appropriation has been approved by the Board of Directors on February 25<sup>th</sup>, 2025.
2. The net profit after tax was NT\$49,899,349, and the distribution to the legal reserve was NT\$4,989,935. Distributable surplus for 2024 is NT\$79,853,378. The dividends to be distributed to shareholders are NT\$45,268,841 (NT\$1 per share). All distributions will be in cash.
3. If the company needs to revise the dividend ratio due to changes in the number of outstanding shares, the chairman of the board is authorized to handle the matters within the scope of the above-mentioned distribution amount.
4. The cash dividends are calculated up to dollar unit, fractional payments less than NT\$1 shall be located into the company's other income.
5. The chairman is authorized to decide the dividend record date and related matters
6. Table of Profit Appropriation is attached hereto as Attachment VII.

Voting by Poll:

## **Discussion Items**

### **1. Proposal to distribute cash dividends from capital reserve**

Explanatory Notes:

1. In accordance with Article 241 of the Company Act, the company will distribute cash NT\$9,053,768 from the capital reserve (the premium of ordinary shares issued over the par value). The company plans to distribute NT\$0.2 per share.
2. If the company needs to revise the dividend ratio due to changes in the number of outstanding shares, the chairman of the board is authorized to handle the matters within the scope of the above-mentioned distribution amount.
3. The cash dividends are calculated up to dollar unit, fractional payments less than NT\$1 shall be located into the company's other income.
4. The chairman is authorized to decide the dividend record date and related matters
5. The proposal has been approved by the Remuneration Committee and the BOD.

Voting by Poll:

### **2. Amendments for Articles of Incorporations**

Explanatory Notes:

1. To comply with the amendment of Stock and Exchange Law Article 14, which requests the public companies to allocate certain portion of earnings for grassroots employees (salary raise or employee bonus). The BOD proposed to amend the Articles. The FSC issued an interpretive ruling on November 8, 2024, and subsequently included in the Q&A guidelines published on November 12, 2024.
2. The grassroots employee is defined as employees without regular MBO bonus
3. Please refer to Attachment IIX for Comparison Table
4. The proposal has been approved by the Remuneration Committee and the BOD

Voting by Poll:

### 3. Proposal for a cash offering by private placement and issue new shares

#### Explanatory Notes:

1. In order to expand the sales, and taking into account efficiency, convenience, issuance costs and equity stability of fund-raising costs, the company proposes to commence a private placement of ordinary shares in accordance with Article 43-6 of the Securities and Exchange Act, with the total private placement not exceeding 8,000,000 shares with par value NT\$10 per share.
2. Pricing basis and rationality: The issuance price of ordinary shares shall be no less than 80% of the higher of the prices calculated on the following two basis (reference price) before the company's pricing date. The actual pricing date and the actual private placement price will be decided by the BOD after contacting specific subscribers.
  - 2.1 One, three or five business days before the pricing date, choose one of the simple arithmetic average of the closing price of ordinary shares, deduct the free allotment, ex-rights and dividends, and add back the stock price after capital reduction and anti-ex-rights.
  - 2.2 The simple arithmetic average of the closing prices of common stocks in the thirty business days before the pricing date deducts the free allotment, ex-rights and dividends, and adds back the stock price after capital reduction and anti-ex-rights.
3. Selection method for specific subscribers:
  - 3.1 The intended subscribers for this private placement of common shares shall be selected in accordance with Article 43-6 of the Securities and Exchange Act and the Financial Supervisory Commission's Order No. 1120383220 issued on September 12<sup>th</sup>, 2024. It is planned to introduce strategic investors depending on market conditions and the company operation. The subscribers have not yet been determined.
  - 3.2 The method and purpose of selecting the applicant as a strategic investor, the necessity and potential benefits:
    - a. Method and propose: The IT industry is changing rapidly and technology is constantly advancing. Other than constant R&D effort, the company works closely with customers to seize opportunities in the fiercely competition. The company intends to introduce strategic investors not only to injecting funds to increase research and development capabilities, but also to coordinate with the existing supply chain and customers to increase overall production and sales, ultimately to increasing profits.
    - b. Necessity: the Company is deeply engaged in the embedded controllers for notebook computers, as well as IC for consumer electronics. Considering the long-term development, introducing strategic partners are essential.
    - c. Potential benefits: expected benefits include improvement of operational efficiency, reduction of production costs, strengthening of industrial status, increase of sales, and strengthening of the financial structure which will have a positive impact on shareholders' equity.

#### 4. Necessity for private placement

4.1 Reasons for not adopting public offering: In order to measure the market conditions, the company's efficiency, feasibility and issuance cost of raising capital and compared with public offering, the regulation that private placement securities cannot be freely transferred within three years is the main reason. It is to establish long term strategic relationship between private investors.

4.2 Private placement quota: the private placements will be 8,000,000 shares, with a par value of NT\$10 per share. It is planned to authorize the board of directors to handle the matter in two installments within one year from the date of resolution of the shareholders' meeting.

4.3 The purpose of each installment: to enrich the future working capital and bank loan repayments, and to meet the funding needs of other companies for their future development.

4.4 Expected benefits: to strengthen the financial structure, improve operating efficiency, strengthen industrial status, enhance long-term competitiveness, and positive benefits for shareholders.

5. If the rights and obligations of ordinary shares issued by this private placement or any unexplained matters related to this private placement need to be changed due to verification by the authority or modification of laws, the board of directors will be authorized to handle subsequent with full authority.

6. The rights and obligations of ordinary shares issued by this private placement or any unfinished matters related to this private placement, including the actual number of private placement shares, price, selection of subscribers, base date, issuance conditions, planned projects, fund use and progress, expected benefits and other related matters, as well as all other matters related to the issuance plan, the board of directors is authorized to adjust, formulate and handle related affairs based on market conditions. In the future, if it is revised due to changes in laws or requirements of the competent authority or based on operational evaluation, the board of directors is also authorized to handle with full authority.

7. If the management rights change significantly within one year before the board of directors decides to conduct the private placement and within one year from the date of delivery of the private placement securities, the securities underwriter should be consulted to issue an evaluation opinion on the necessity and rationality of the private placement: not applicable as there is no specific applicant so far.

8. This proposal has been approved by the Audit committee and the BOD

Voting by Poll:

## **Election Items**

### **1. Proposal by BOD to elect new directors of the Board**

Explanatory notes:

1. The current term of the Company's Board of Directors is set to expire on June 8, 2025. In compliance with legal requirements, a full re-election is proposed to be conducted in advance.
2. According to the Company's Articles of Incorporation, a total of seven directors (including three independent directors) will be elected in this election. The newly elected directors will assume office immediately upon election, serving a three-year term from April 15, 2025, to April 14, 2028.
3. In accordance with the Company's Articles of Incorporation, the election of directors shall follow the candidate nomination system, where shareholders elect directors from a list of nominated candidates. (Attachment IX)

Voting by Poll:

## **Other Items**

### **1. To release newly elected directors of the Board from non-competition clauses**

Explanatory Notes:

1. In accordance with Article 209 of the Company Act, *"If a director engages in any transaction for themselves or on behalf of another party that falls within the scope of the company's business, they shall explain the material aspects of such activities to the shareholders' meeting and obtain its approval."*
2. In consideration of the possibility that newly elected directors and their representatives may concurrently serve as directors in companies operating within the same or similar business scope as the Company, and to align with the Company's strategic operational needs, it is proposed to release the non-compete restrictions on the newly elected directors and their representatives. This measure is taken provided that it does not affect the Company's normal operations or compromise its interests. Prior to the discussion of this proposal, a supplementary explanation regarding the scope of the competitive activities will be provided on-site.

Voting by Poll:

**Extemporaneous Motions**

**Meeting Adjourned**

## Attachment I Business Report of 2024

### ENE TECHNOLOGY INC

#### Business Report of 2024

##### A. Operation and Financial Performance

For fiscal year 2024, total revenue comes to NT\$721,222 thousands, a decrease of NT\$154,120 thousands) over NT\$875,342 thousands in 2023. Year 2024 gross margin is 35.9%, higher than 35.6% of 2023.

Total operation expense in 2024 is NT\$265,952 thousands, an increase of NT\$6,561 thousands over NT\$259,391 thousands in 2023. The increase of operation expenses is due to the acquisition of real estate, plant and equipment and the increase of depreciation result from the acquisition.

Operation net loss is NT\$6,880 thousands, comparing to the net profit of NT\$52,509 thousands in Year 2023 (decrease \$59,389). Other non-operating profit is NT\$57,793 thousands. It is mainly due to foreign exchange earning of \$44,238 thousands. Net profit before income tax is NT\$50,913 thousands in comparison to net profit before income tax NT\$64,886 thousands in 2023, a decrease of 21.5%.

##### B. Budget versus Actuals

The Company did not announce financial forecast of 2024. Please refer to the financial report for actual operation performance.

##### C. Analysis on Profitability

Item	Consolidated		Independent	
	2024	2023	2024	2023
Return on Assets (%)	4.49%	6.05%	4.49%	6.05%
Return on Equity (%)	5.99%	8.27%	5.99%	8.27%
Return on Capital Employed (%)	11.25%	14.33%	11.25%	14.33%
Net income to sales	6.92%	7.62%	6.92%	7.62%
Earnings per Share	1.12	1.50	1.12	1.50

#### **D. Status on Research and Development**

Our company specializes in designing integrated circuits (ICs) for embedded controllers (EC), touch microcontrollers (MCUs), and LED MCUs for PC and notebook (NB) applications. Since our establishment, we have been dedicated to continuous research and development while actively fostering top-tier R&D talent.

In 2024, our product development strategy remains aligned with our long-term vision, focusing on enhancing product performance, improving yield rates, and advancing niche products in computer peripherals. We are actively expanding our portfolio in gaming and industrial control applications, refining user interfaces, and enhancing microcontroller functionality and specifications to support the growth of consumer electronics.

Additionally, we are committed to developing integrated PD3.1 solutions for computer peripherals, addressing customized requirements, and ensuring seamless mass production through close collaboration with our customers. By continuously expanding our product portfolios, we strive to meet various demands in the computing industry and exceed customer expectations.

#### **E. Key Planning of 2024**

1. Strategic focus: For Mobile computer products- continuous R&D on EC and related applications for the NB, and further expand the NB customer bases. For Consumer and Peripheral products- continuous developing new products and explore niche applications to strengthen the collaboration with major customers.
2. Operational target: Artificial intelligence related topics have been growing recently, on top with the impact of regional political conflicts and global inflation, the impact on global notebook computers is still uncertain. Based on the current situation, the company has made the best prediction of keeping the full-year operating target flat.
3. Major logistic policy: Optimize the manufacturing process, reduce costs and increase gross profit margins, expand the application of existing products, and strengthen relationships with customers and manufacturers to maintain product market share and shorten product development cycle time.

#### **F. Future development strategy**

The Company has entered a strategic partnership in the second half of 2021 to further strengthen its finance and operation. NB will still be the mainframe of our product strategy but with extra emphasis to increase the penetration rate. In addition, the Company is continuously working on shortening the product development schedule, improving the product quality and after sale services. Supply chain relationship has become one of the strategic emphasis. The goal is to build a stable and in-depth relationship with the supplier and further leverage the Egis group resources to obtain manufacturing capacity and technical support.

## **G. Impact of external competition, legislations and macro economics**

Electronic industry and technology development change rapidly nowadays. ENE not only keeps close eyes on the industry trends but also emphasizes on strengthening the R&D capability. The Company works closely with customers, plans products and fabricates mid to long term strategies.

ENE Technology has persistently improving the internal workflow as well as adjusting the operation hoshin. These efforts have gradually lead the Company into the positive direction with desirable outlook. With the rising attention on artificial intelligence in 2023, and the market is looking forward to integrating artificial intelligence into personal mobile devices. Due to macroeconomic factors and the impact of U.S.-driven tariff policies, uncertainty in market demand across Europe and the U.S. has increased. Additionally, global inflation remains a variable that requires ongoing observation, all of which present challenges to operations in 2025.

To navigate these uncertainties, the company will closely monitor developments in artificial intelligence and U.S. tariff policies, proactively positioning itself for the next wave of growth opportunities.

ENE TECHNOLOGY INC

Chairman:

Dylan Chung

General Manager

Vivian Hsu

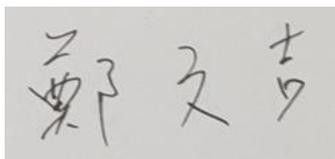
## Attachment II Audit Committee's Review Report

ENE TECHNOLOGY INC  
Audit Committee's Review Report

The Board of Directors has prepared the Financial Statements and Consolidated Statements of 2024. The CPA firm of PwC was retained to audit ENE Technology Inc.'s financial statements. CPA Chin-Chang Chen and CPA Pei-Chuan Huang of PwC have reviewed and audited the above said financial statements and issued an audit report relating to the financial statements. The Committee has reviewed the above said financial statements, consolidated statements, business report and appropriation of loss statement and found no negligence. In pursuant to Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Law, we hereby submit this report.

ENE TECHNOLOGY INC.

Chairman of the Audit Committee:

A rectangular box containing a handwritten signature in black ink. The signature consists of three characters: '鄭文吉' (Zheng Wenji).

2025. February 25<sup>th</sup>

## Attachment III Report on related parties transactions

### (1) Related party

	<u>Relationship</u>
–	
ASUSTek Computer Inc. (Asus)	Key personnel of the Company (Institutional Director)
Siguard Microelectronic Corp. (Siguard)	Key personnel of the Company (Institutional Director)
Egis Technology Inc. (EgisTec)	Ultimate parent entity
Alcor Micro	Parent entity
Algoltek	Related company
Vasubi Technology Inc	Related company

### (2) Significant transactions with related parties

#### 1.Sales

	<u>2024</u>	<u>2023</u>
Sales:		
ASUSTek	<u>\$ 119,175</u>	<u>\$ 106,538</u>

Product prices quoted to the related parties were determined by the product specification. Therefore, prices quoted to the related parties were of no big difference to other customers.

#### 2.Purchasing

	<u>2024</u>	<u>2023</u>
Outsourcing product purchase		
Egis	<u>\$ 181,689</u>	<u>\$ 39,174</u>

The trading conditions between the Company and related parties are no different to those with general suppliers.

	<u>2024</u>	<u>2023</u>
Service purchase		
Siguard	<u>\$ 11,828</u>	<u>\$ 16,145</u>

The trading conditions between the Company and related parties are no different to those with general suppliers.

### 3.R&D expenses

	<u>2024</u>	<u>2023</u>
Eqig	\$ 34	\$ 4,306
Alcor Micro	1,365	2,730
Vasubi	<u>363</u>	<u>-</u>
	<u>\$ 1,762</u>	<u>\$ 7,036</u>

Expenses for IC research and development and masks.

### 4.Account receivable

	<u>2024.12.31</u>	<u>2023.12.31</u>
Service purchase		
ASUSTek	<u>\$ 51,748</u>	<u>\$ 35,161</u>

There is no bad debt allowances for the related party AR. The AR is mainly from product sales.

### 5.Account payable

	<u>2024.12.31</u>	<u>2023.12.31</u>
Account payable		
Egis	\$ 16,718	\$ 19,755
Siguard	<u>1,590</u>	<u>3,333</u>
	<u>\$ 18,308</u>	<u>\$ 23,088</u>
Other payable (equipment)		
Egis	<u>\$ 2,443</u>	<u>\$ -</u>
Other payables		
Egis	\$ 438	\$ -
Siguard	310	-
Alcor Micro	<u>-</u>	<u>478</u>
	<u>\$ 748</u>	<u>\$ 478</u>

Related party AP is mainly from purchasing transactions and masks, no interests incurred. Other payables are mainly from purchasing technology.

### 6.Prepaid

	<u>2024.12.31</u>	<u>2023.12.31</u>
Egis	<u>\$ 1,284</u>	<u>\$ -</u>

## 7. Assets trading

### (1) Acquire real estate, plant and equipment

	<u>Accounting Subject</u>	<u>2024</u>	<u>2023</u>
Egis	Purchase other equipment	\$ 32,829	\$ 6,707
Vasubi	Purchase other equipment	<u>2,528</u>	<u>-</u>
		<u>\$ 35,357</u>	<u>\$ 6,707</u>

Purchase of masks, please refer to Note 7(5) for unpaid payment at the end of the period. The trading conditions between the Company and related parties are no different to those with general suppliers.

### (2) Acquire intangible assets

	<u>Accounting Subject</u>	<u>2024</u>	<u>2023</u>
Egis	Computer software	<u>\$ 7,500</u>	<u>\$ -</u>

## 8. Other non-current assets

	<u>2024.12.31</u>	<u>2023.12.31</u>
Deposits		
Algotek	<u>\$ 688</u>	<u>\$ 595</u>
Prepaid payments		
Egis (Note)	<u>\$ -</u>	<u>\$ 7,500</u>

Note: The company has signed a product development contract. The unpaid payment for the period ending 2024.12.31 is \$7,500.

## 9. Lease -leasee

(1) The company rents office from Algotek. The contract is for 5 years. The company pays the rent on monthly basis.

### (2) Lease liabilities

#### A. Amount at the end of the period:

	<u>2024.12.31</u>	<u>2023.12.31</u>
Algotek	<u>\$ 9,605</u>	<u>\$ 12,459</u>

#### B. Interest expenses

	<u>2024.12.31</u>	<u>2023.12.31</u>
Algotek	<u>\$ 343</u>	<u>\$ 269</u>

Attachment IV

**ENE TECHNOLOGY INC**  
**Amendments of 2024 issuance of employee stock options**  
**Comparison Table**

Revision date : 2025.02.25

After	Before	Explanatory Note
<p><b>4. Total amount of issued units</b>                      The total amount issued is 2,250,000 units, and the number of common shares subscribed for each unit of stock option certificate is 1 share. The total number of new ordinary shares to be issued due to the exercise of stock options is 2,250,000. However, when the number of ordinary shares that can be recognized by each warrant is adjusted due to the circumstances in Article 7, the board of directors is authorized to adjust the total number of new ordinary shares to be issued based on the actual situation.</p>	<p><b>4. Total amount of issued units</b>                      The total amount issued is 2,700,000 units, and the number of common shares subscribed for each unit of stock option certificate is 1 share. The total number of new ordinary shares to be issued due to the exercise of stock options is 2,700,000. However, when the number of ordinary shares that can be recognized by each warrant is adjusted due to the circumstances in Article 7, the board of directors is authorized to adjust the total number of new ordinary shares to be issued based on the actual situation.</p>	Adjust total amount of issued units
<p><b>11. Other important matters</b>                      (1) This regulation was enacted on April 16, 2024 and was first amended on February 25, 2025. It shall take effect upon approval by the competent authority after being approved by the Board of Directors with the attendance of more than two-thirds of the directors and the consent of more than half of the attending directors. The same procedure applies to amendments.                      (2) If modifications are required during the document review process due to the competent authority's review requirements, the Chairman is authorized to amend this regulation. The amendments shall subsequently be submitted to the Board of Directors for ratification before issuance.                      (3) If there are any matters not covered by these regulations, they shall be handled in accordance with the relevant laws and regulations.</p>	<p><b>11. Other important matters</b>                      (1) This regulation was enacted on April 16, 2024 and was first amended on February 25, 2025. It shall take effect upon approval by the competent authority after being approved by the Board of Directors with the attendance of more than two-thirds of the directors and the consent of more than half of the attending directors. The same procedure applies to amendments.                      (2) If modifications are required during the document review process due to the competent authority's review requirements, the Chairman is authorized to amend this regulation. The amendments shall subsequently be submitted to the Board of Directors for ratification before issuance.                      (3) If there are any matters not covered by these regulations, they shall be handled in accordance with the relevant laws and regulations.</p>	Add revision date

## **Attachment V**

### **ENE Technology Inc.**

#### **Regulations on 2024 issuance of employee stock options**

##### **1. Purpose**

To attract and retain the talent needed by the Company, motivate employees, and strengthen their sense of commitment, thereby creating shared benefits for the Company and its shareholders, the Company has established these regulations for the issuance and subscription of employee stock options. These regulations are formulated in accordance with Article 28-3 of the Securities and Exchange Act and relevant provisions, including the \*Regulations Governing the Offering and Issuance of Securities by Securities Issuers\* issued by the Securities and Futures Commission of the Ministry of Finance.

##### **2. Period of issuance**

Upon approval by the competent authority, the issuance may be carried out in one or multiple tranches within two years, depending on actual needs. The actual issuance date shall be determined by the Chairman as authorized by the Board of Directors. °

##### **3. Option holder**

1. Eligibility Criteria: Only full-time employees officially on the Company's payroll as of the stock subscription eligibility date are eligible. The eligibility date shall be determined by the Chairman.

2. Allocation Criteria: The actual employees eligible to become option holders and the quantity of stock options granted to them shall be determined based on, but not limited to, factors such as tenure, job position, work performance, expected overall contribution, special achievements, unique expertise, or other management considerations. The allocation standards shall be approved by the Chairman and processed according to the following procedures:

2.1 For managerial personnel of the Company or employees concurrently serving as directors, the grant must first be approved by the Company's Compensation Committee before being submitted to the Board of Directors for resolution. For all other employees, the grant must first be approved by the Company's Audit Committee before being submitted to the Board of Directors for resolution.

2.2 The total number of employee stock options granted to a single employee, combined with the restricted employee shares issued under Article 56-1, Paragraph 1 of the \*Regulations Governing the Offering and Issuance of Securities by Securities Issuers\*, shall not exceed 0.3% of the total issued shares. Additionally, the total number of shares that an individual option holder is entitled to subscribe to, including cumulative grants under Article 56, Paragraph 1 of the same regulations, shall not exceed 1% of the total issued shares. However, if a special approval is obtained from the relevant central regulatory authority, the aforementioned percentage restrictions may be

waived for an individual employee regarding the total number of employee stock options and restricted employee shares granted.

#### 4. Total Number of Issued Options

The total issuance amount is 2,250,000 units, with each unit of stock option entitling the holder to subscribe for one share of common stock. As a result, the total number of new common shares to be issued upon the exercise of stock options will be 2,250,000 shares. However, if adjustments to the number of common shares per stock option unit are required due to circumstances outlined in Article 7, the Board of Directors is authorized to adjust the total number of new common shares to be issued accordingly.

#### 5. Option terms

5.1 Subscription Price: The subscription price shall be determined based on the simple arithmetic average of the closing prices of common shares for either one, three, or five business days prior to the pricing date. This price shall be adjusted by deducting the impact of stock dividends (ex-rights) and adding back the effect of capital reduction (reverse ex-rights). The final subscription price shall not be lower than 70% of the reference price.

5.2 Exercise Period: Option holders may begin exercising their stock options two years after being granted the employee stock options, according to the specified schedule. The stock options shall have a validity period of five years. Upon expiration, any unexercised stock options will be deemed forfeited, and option holders shall no longer have any right to claim them. The stock options and their associated rights may not be transferred, pledged, gifted, or otherwise disposed of in any manner, except in cases of inheritance.

<u>Time</u>	<u>Vesting schedule</u>
Upon 2 years	60 %
Upon 3 years	100 %

If an option holder, after being granted employee stock options by the Company, violates the Company's employment contract, work regulations, or engages in actions that may cause losses to the Company, or is assessed as having unsatisfactory work performance, the Company reserves the right to revoke and cancel both unvested stock options and vested but unexercised stock options.

5.3 Type of Subscribed Shares: The Company's common shares.

5.4 Handling of Stock Options in Cases of Resignation or Inheritance

#### 5.4.1 Resignation (Voluntary Resignation, Layoff, Termination)

- Vested stock options shall be deemed forfeited as of the resignation date.
- Unvested stock options shall become void immediately upon resignation.

#### 5.4.2 Retirement

- All granted stock options may be exercised upon retirement.
- The two-year vesting period must still be observed before exercising the options, but the exercisable percentage schedule outlined in this section shall not apply.
- The stock options must be exercised within one year

#### 5.4.3 Death

Stock options that have already vested may be exercised by the heir within one year from the date of death. Stock options that have not vested shall be deemed forfeited on the date of death.

#### 5.4.4 Disabled or death due to occupational hazards

- (1) Employees who become physically disabled due to occupational hazards and are unable to continue their employment may exercise the full rights of the stock options granted to them upon resignation. However, they may only exercise the options after the granted options have reached a two-year maturity period. Additionally, they are not subject to the time constraints outlined in Paragraph 2 of this article and may exercise their stock option rights within one year from either the two-year maturity date or their resignation date, whichever is later.
- (2) In the event of death due to an occupational hazard, the stock options granted may be fully exercised by the heir at the time of death. However, they may only be exercised after the granted options have reached a two-year maturity period and are not subject to the vesting schedule restrictions outlined in Paragraph 2 of this article. The stock option rights must be exercised within one year from either the date of death or the two-year maturity date of the granted options, whichever is later.

#### 5.4.5 Transfer

Due to operational needs, if a stock option holder is approved by the company to be transferred to a domestic or overseas parent or subsidiary of the company, the rights and obligations of the granted stock options shall remain unaffected by the transfer.

#### 5.4.6 Leave of Absence Without Pay

Employees approved for a leave of absence without pay may exercise their vested stock options within one month from the start date of the leave. If not exercised within this period, the exercise rights will be frozen and deferred until reinstatement. Unvested stock options

will be reinstated upon return to work, with the exercise schedule extended by the duration of the leave. However, all exercises remain subject to the overall validity period of the stock options.

5.4.7 For any circumstances not specified above or when adjustments are required to comply with relevant laws and regulations, the Chairman is authorized to determine or adjust the terms on a case-by-case basis as appropriate.

5.4.8. If the option holder or their heir fails to exercise the stock option within the specified period, the right to exercise the option shall be deemed forfeited and may not be claimed or exercised at a later date.

#### 5.5 Handling of Forfeited Stock Options:

Stock options that have been forfeited shall be canceled by the company and will not be reissued.

#### 6. Method of execution

The stock options shall be settled by delivering newly issued common shares of the company.

#### 7. Adjustment of exercise price

7.1 After the issuance of the stock options, except for cases where the company issues various securities with conversion or stock subscription rights into common shares, issues restricted employee shares, or issues new shares as employee compensation, the exercise price shall be adjusted if there are changes in the company's common shares, including but not limited to private placements, cash capital increases, capital increases through retained earnings or capital reserves, mergers, stock splits, participation in overseas depository receipts through cash capital increases, or issuance of new shares for acquiring another company's shares.

The exercise price shall be adjusted according to the following formula (rounded to the nearest tenth of a New Taiwan Dollar, with amounts below one-tenth rounded off). If the adjustment is due to an increase in issued common shares resulting from a change in par value, the new exercise price shall be adjusted on the effective date of the share exchange. However, if actual payment is required, the adjustment shall be made on the date the payment is fully received.

Exercise price after adjustment =

$$\text{Exercise price before adjustment} \times \frac{\text{Issued shares} + \frac{\text{Payment per share} \times \text{new shares issued}}{\text{Exercise price before adjustment}}}{\text{Issued shares} + \text{new shares issued}}$$

When par value is changed:

$$\text{Exercise price after adjustment} = \frac{\text{Exercise price before adjustment} \times \text{Issued common shares before par value change}}{\text{Issued common shares after par value change}}$$

#### Stock Option Exercise Price Adjustment Guidelines

##### 1. Definition of Issued Shares:

Issued shares refer to the total number of issued common shares, including privately placed shares. However, shares repurchased by the company that have not been canceled or transferred (treasury shares) shall be deducted. Additionally, shares represented by stock subscription payment receipts and convertible bond certificates shall not be included.

##### 2. Per Share Payment Amount for Stock Dividends and Stock Splits:

If the adjustment results from stock dividends or stock splits, the per-share payment amount shall be considered zero.

##### 3. Adjustment in Cases of Mergers, Acquisitions, or Stock Splits:

When the adjustment is due to mergers, acquisitions, or stock splits, the exercise price shall be adjusted according to the terms specified in the merger agreement, share transfer agreement, or spin-off plan, as well as applicable laws and regulations.

##### 4. Limitations on Adjustment:

If the adjusted exercise price is higher than the pre-adjustment exercise price, no adjustment shall be made. If the adjusted exercise price falls below the par value of the stock, the exercise price shall be set at the par value per share.

##### 5. Determination of Market Price Per Share:

The market price per share shall be determined as the simple arithmetic average of the closing prices of common shares on one, three, or five business days before the ex-rights date, pricing reference date, or stock split record date.

##### 6. Other Changes Not Listed Above:

If stock changes occur that are not specified in the above provisions, the Board of Directors shall be authorized to determine whether and how the exercise price shall be adjusted.

7.2 After the issuance of these stock options, if the company undergoes a capital reduction (excluding treasury stock cancellation) that results in a decrease in the number of common shares, the exercise price shall be adjusted according to the following formula and will take effect on the capital reduction reference date.

$$\text{Exercise price after adjustment} = \frac{\text{Exercise price before adjustment} \times \text{Number of issued common shares before the capital reduction}}{\text{Number of issued common shares after the capital reduction}}$$

7.3 After the issuance of these stock options, if cash dividends on common shares are distributed, the exercise price shall be adjusted according to the following formula (rounded to the nearest tenth of a New Taiwan Dollar):

$$\text{Exercise price after adjustment} = \text{Exercise price before adjustment} \times (1 - \text{Ratio of cash dividends distributed on common shares to the market price per share})$$

The market price per share shall be determined as the simple arithmetic average of the closing prices of common shares on one, three, or five business days prior to the ex-dividend record date announcement.

7.4 After the issuance of these stock options, if the company distributes both cash dividends and stock dividends (including capital increases from retained earnings and capital surplus), the exercise price shall first be adjusted by deducting the cash dividends, followed by an adjustment based on the stock dividend amount.

7.5 The adjusted exercise price resulting from the above adjustments shall not be lower than the par value of NT\$10 per share.

## 8. Procedures to exercise stock options

1. The option holder may exercise their stock options in accordance with these regulations, except during the legally mandated share transfer suspension period. To do so, they must complete the "Employee Stock Option Exercise Request Form" and submit it to the company.
2. Upon receiving the stock option exercise request, the company will notify the option holder to remit the required payment to a designated bank. Once the "Employee Stock Option Exercise Request Form" is submitted, it cannot be revoked. If the option holder fails to make the payment to the designated bank within the specified period, the requested subscription amount will be deemed forfeited.
3. Once the company confirms full receipt of the payment, the subscribed shares will be recorded in the company's shareholder register. The newly issued common shares will be delivered to the option holder via the central securities depository system within five business days.
4. The newly issued common shares may be publicly traded from the date they are delivered to the option holders.
5. The company shall disclose the number of shares issued under the employee stock option program within 15 days after the end of each quarter.
6. For each fiscal year, the company shall designate four specific dates as the record dates for converting stock options into common shares. On these dates, the company will apply to the regulatory authorities for capital increase registration and the issuance of new shares.

1. February 15th

2. May 15th

3. August 15th
4. November 15th

## **9. Limitations after exercising stock options**

The stock options granted to employees by the company may not be exercised during the following periods each year:

1. The legally mandated share transfer suspension period before the annual general shareholders' meeting.
2. From the date of the board meeting that determines the ex-dividend and stock dividend record dates until the later of the two record dates.
3. Periods Related to Mergers, Spin-offs, and Capital Increases:
  - From the date of the board meeting that determines the merger record date until the merger record date.
  - From the date of the board meeting that determines the spin-off record date until the spin-off record date.
  - From the date of the board meeting that determines the record date for a paid-in capital increase until the capital increase record date.
4. Any other periods in which share transfers are legally suspended due to specific events.

The common shares delivered by the company under this plan shall carry the same rights and obligations as the company's issued common shares.

## 10. Confidentiality

Option holders who have been granted employee stock options must comply with confidentiality regulations. Except as required by law or regulatory authorities, they shall not disclose any information related to the granted stock options. In the event of a violation, the company reserves the right to revoke and cancel any unexercised stock options.

## 11. Other important matters

1. This regulation was established on April 16, 2024 and first amended on February 25, 2025. It shall take effect upon approval by the regulatory authorities after being passed by the Board of Directors with at least two-thirds of the directors present and a majority vote from the attending directors. Any future amendments shall follow the same procedure.
2. If revisions are required during the regulatory review process due to the requests of the competent authority, the Chairman is authorized to make the necessary amendments. These amendments must then be submitted to the Board of Directors for ratification before implementation.
3. Any matters not specified in the Regulation shall be governed by applicable laws and regulations.

## **Attachment VI**

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

**This is a summary translation of the Independent Auditors' Report on the Consolidated Financial Statements of ENE TECHNOLOGY INC. and its subsidiaries. Please refer to the Chinese version for full details.**

To the Board of Directors of ENE TECHNOLOGY INC. :

#### **Opinion**

We have audited the accompanying consolidated financial statements of ENE TECHNOLOGY INC and subsidiaries (the "Company"), which comprise the consolidated balance sheets as of December 31, 2024 and 2023, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company as of December 31, 2024 and 2023, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (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 auditing stands generally accepted in 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 ENE Technology INC. and its subsidiaries in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

## **Key Audit Matters**

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements for the year ended December 31, 2024. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matters for the Company's consolidated financial statements for the year ended December 31, 2024 are stated as follows:

### **1. Key Audit Matters - Allowance to reduce inventory to market**

#### Description of matters:

ENE TECHNOLOGY INC. designs, manufactures, and sells integrated circuit-related products. Due to the short lifecycle of electronic products and intense market competition, there is a higher risk of inventory obsolescence and losses from price declines. For information regarding the accounting policies, accounting estimates, and assumption uncertainty of the valuation of inventory, as well as allowance to reduce inventory to market, please refer to Notes 4(12), 5(2), and 6(5).

Due to the rapid change of technologies industry in which ENE TECHNOLOGY INC operates, and the subjectivity involved in assessing the net realizable value of obsolete inventory and the basis for evaluating inventory obsolescence losses, there is a high degree of estimation uncertainty. Given the significant impact of inventory and its allowances for declines in value on the consolidated financial statements, the auditor has identified the assessment of inventory allowances for declines in value as the most critical area for audit in the current year.

#### Our key audit procedures performed in respect of the mentioned item included the following:

The auditor has performed the following procedures regarding the critical audit area mentioned above:

1. Based on the auditor's understanding of ENE TECHNOLOGY INC's business and industry characteristics, evaluating the policy on inventory valuation and obsolescence loss as well as the reasonableness of allowances on inventory valuation and obsolescence loss.
2. Verify the accuracy and completeness of the inventory aging report and its underlying system logic.
3. Test the market value basis for individual inventory item's net realizable value, and select samples to confirm the accuracy of their net realizable value calculations.

### **Other Matter - Individual financial statements**

ENE TECHNOLOGY INC has prepared the parent company only financial statements as of and for the years ended December 31, 2024 and 2023, on which we have issued an unqualified audit 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 the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the IFRS, IAS, IFRIC, and 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 statement, management is responsible for assessing the ENE TECHNOLOGY INC'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 ENE TECHNOLOGY INC 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 ENE TECHNOLOGY INC'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 are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with the auditing standards generally accepted in 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 based on this consolidated financial statement.

As part of an audit in accordance with the auditing standards generally accepted in the Republic of China, we exercise professional judgement and maintain professional skepticism throughout the audit. We also do below:

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 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 ENE TECHNOLOGY INC'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 ENE TECHNOLOGY INC to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company 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 for the year ended December 31, 2024 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

PricewaterhouseCoopers Taiwan

Pei-Chuan Huang

CPA

Chin-Chang Chen

2025.02.25<sup>th</sup>

**ENE Technology Inc. and Subsidiaries**  
**Consolidated Balance Sheet**  
**January 1st to December 31st, 2024 & 2023**

Unit: NTD thousands

<u>Assets</u>	<u>Note</u>	<u>2 0 2 4 . 1 2 . 3 1</u>	<u>A m o u n t</u>	<u>%</u>	<u>2 0 2 3 . 1 2 . 3 1</u>	<u>A m o u n t</u>	<u>%</u>
<b>Current Assets</b>							
1100	Cash & cash equivalents	6(1)	\$ 638,638	50	\$ 257,242	23	
1110	Financial assets at fair value	6(2)					
	through P&L- current		90	-	-	-	
1136	Financial asset after amortization	6(3) & 8					
	current		124,671	10	230,682	20	
1170	Net accounts receivables	6(4)	158,776	13	210,965	18	
1180	Accounts receivable- related	7					
	parties		51,748	4	35,161	3	
130X	Inventories	6(5)	162,725	13	290,265	25	
1410	Pre-payments	7	3,412	-	4,683	-	
1479	Other current assets-others		4,753	-	4,883	1	
11XX	<b>Total Current Assets</b>		<u>1,144,813</u>	<u>90</u>	<u>1,033,881</u>	<u>90</u>	
<b>Non-Current Asset</b>							
1535	Financial assets after amortization	6(3)&8					
	– non current		1,076	-	1,060	-	
1600	Property, plant and equipment	6(6)&7	53,189	4	30,021	3	
1755	Right-of-use asset	6(7)&7	20,011	2	27,498	3	
1780	Intangible asset	6(8)&7	26,550	2	23,862	2	
1840	Deferred tax asset	6(21)	19,299	2	15,916	1	
1900	Other non-current assets	6(12)&7	2,069	-	15,189	1	
15XX	<b>Total Non-current assets</b>		<u>122,194</u>	<u>10</u>	<u>113,546</u>	<u>10</u>	
1XXX	<b>Total Assets</b>		<u>\$ 1,267,007</u>	<u>100</u>	<u>\$ 1,147,427</u>	<u>100</u>	

(Continue next page)

**ENE Technology Inc. and Subsidiaries**  
**Consolidated Balance Sheet**  
**January 1st to December 31st, 2024 & 2023**

Unit: NTD thousands

Liabilities and Equity	Note	2024.12.31 A m o u n t	%	2023.12.31 A m o u n t	%
<b>Current Liabilities</b>					
2100	Short term loan	\$ -	-	\$ 160,000	14
2170	Account payables	18,148	1	45,348	4
2180	Account payable - related parties	18,308	1	23,088	2
2200	Other account payables	43,976	3	42,772	4
2220	Other account payables-related party	3,191	-	478	-
2280	Lease liabilities-current	6,180	1	6,101	1
2399	Other current liabilities-others	32,170	3	28,890	2
21XX	<b>Total current liabilities</b>	<u>121,973</u>	<u>9</u>	<u>306,677</u>	<u>27</u>
<b>Non-Current liabilities</b>					
2530	Corporate bonds payables	283,315	23	-	-
2570	Deferred income tax liabilities	3,661	-	-	-
2580	Lease liabilities—non current	13,297	1	20,759	2
2600	Other non current liabilities	3	-	3	-
25XX	<b>Non current liabilities</b>	<u>300,276</u>	<u>24</u>	<u>20,762</u>	<u>2</u>
2XXX	<b>Total liabilities</b>	<u>422,249</u>	<u>33</u>	<u>327,439</u>	<u>29</u>
<b>Equity</b>					
<b>Equity attributed to Parent</b>					
Capital					
3110	Ordinary share capital	452,688	36	452,688	39
Capital surplus					
3200	Capital surplus	289,058	23	277,236	24
Retained earnings					
3310	Legal reserve	19,879	1	13,215	1
3350	Undistributed earnings	84,844	7	86,878	8
Other equity					
3400	Other equity	( 1,711)	-	( 10,029)	( 1
3XXX	<b>Total equity attributed to Parent company</b>	<u>844,758</u>	<u>67</u>	<u>819,988</u>	<u>71</u>
Significant or liable and unrecognized committed contract					
		9			
Significant subsequent events					
		11			
3X2X	<b>Total liabilities and equity</b>	<u>\$ 1,267,007</u>	<u>100</u>	<u>\$ 1,147,427</u>	<u>100</u>

ENE Technology Inc. and Subsidiaries  
Consolidated Statement of Comprehensive Income  
January 1st to December 31st, 2024 & 2023

Item	Note	2024		2023		
		A m o u n t	%	A m o u n t	%	
4000	Operating revenue	6(18) &7	\$ 721,222	100	\$ 875,342	100
5000	Operating cost	6(5)	( 462,150)	( 64)	( 563,442)	( 64)
5900	Gross margin		<u>259,072</u>	<u>36</u>	<u>311,900</u>	<u>36</u>
	Operating expense	6(20)&7				
6100	Selling expense		( 76,269)	( 11)	( 76,343)	( 9)
6200	General & admin expense		( 75,871)	( 10)	( 75,417)	( 9)
6300	R & D expense		( 114,006)	( 16)	( 108,079)	( 12)
6450	Expected credit loss	6(4)	<u>194</u>	<u>-</u>	<u>448</u>	<u>-</u>
6000	Total operating expense		( 265,952)	( 37)	( 259,391)	( 30)
6900	Operating profit (loss)		( 6,880)	( 1)	<u>52,509</u>	<u>6</u>
	Non-operating income and expense					
7100	Interest income		18,830	3	17,678	2
7010	Other income		442	-	1,491	-
7020	Other profit and loss	6(19)	43,863	6	( 2,723)	-
7050	Financial cost		( 5,342)	( 1)	( 4,069)	-
7000	Total of non operating income and expense		<u>57,793</u>	<u>8</u>	<u>12,377</u>	<u>2</u>
7900	<b>Profit before income tax</b>		<u>50,913</u>	<u>7</u>	<u>64,886</u>	<u>8</u>
7950	Income tax expense	6(21)	( 1,014)	-	<u>1,790</u>	-
8200	<b>Net profit for the period</b>		<u>\$ 49,899</u>	<u>7</u>	<u>\$ 66,676</u>	<u>8</u>
	<b>Other comprehensive profit and loss (net)</b>					
8311	Gain/Loss of remeasurement of defined benefit plan	6(12)	\$ -	(\$ 35)	-	-
	<b>Items may be reclassified to profit and loss</b>					
8361	Cumulative translation differences of foreign operation			- ( 201)	-	-
8399	Income tax relating to items may be reclassified	6(21)		-	<u>40</u>	-
8300	<b>Other comprehensive profit and loss (net)</b>		<u>\$ -</u>	<u>(\$ 196)</u>	<u>-</u>	<u>-</u>
8500	<b>Total comprehensive profit and loss</b>		<u>\$ 49,899</u>	<u>7</u>	<u>\$ 66,480</u>	<u>8</u>
	Net profit attributed to:					
8610	Parent company		<u>\$ 49,899</u>	<u>7</u>	<u>\$ 66,676</u>	<u>8</u>
	Comprehensive P&L attributed to:					
8710	Parent company		<u>\$ 49,899</u>	<u>7</u>	<u>\$ 66,480</u>	<u>8</u>
	Earning per share	6(22)				
9750	Basic earning per share			<u>1.12</u>		<u>1.50</u>
9850	Diluted earning per share			<u>\$ 1.10</u>		<u>\$ 1.42</u>

ENE Technology Inc. & Subsidiaries  
Consolidated Statements of Changes in Equity  
January 1st to December 31st, 2024 & 2023

Unit : NTD\$ Thousands

	Note	Equity attributed to Parent Company								Total equity
		Capital surplus			Retained earnings		Others			
		Ordinary shares capital	Capital Surplus – Premium	Capital Surplus – Others	Legal reserve	Undistributed earning	Cumulative translation differences of foreign operation	Unrealized P&L from financial assets measured at fair value through P&L	Other equity – Others	
<u>2023</u>										
Balance as of 0101		\$ 453,228	\$ 232,218	\$ 44,549	\$ -	\$ 6,007	\$ 81,820	\$ 161	(\$ 25,099 )	\$ 792,884
Net profit of the period		-	-	-	-	-	66,676	-	-	66,676
Comprehensive P & L of the period		-	-	-	-	-	( 35 )	( 161 )	-	( 196 )
Total of comprehensive P&L of the period		-	-	-	-	-	66,641	( 161 )	-	66,480
2022 earning distributions and allotment	6(17)									
Legal reserve		-	-	-	-	7,208	( 7,208 )	-	-	-
Cash dividends		-	-	-	-	-	( 54,375 )	-	-	( 54,375 )
Share-based payment transaction	6(13)	( 540 )	6,112	( 5,643 )	-	-	-	-	15,070	14,999
Balance as of 1231		<u>\$ 452,688</u>	<u>\$ 238,330</u>	<u>\$ 38,906</u>	<u>\$ -</u>	<u>\$ 13,215</u>	<u>\$ 86,878</u>	<u>\$ -</u>	<u>(\$ 10,029 )</u>	<u>\$ 819,988</u>
<u>2024</u>										
Balance as of 0101		\$ 452,688	\$ 238,330	\$ 38,906	\$ -	\$ 13,215	\$ 86,878	\$ -	(\$ 10,029 )	\$ 819,988
Net profit of the period		-	-	-	-	-	49,899	-	-	49,899
Total of comprehensive P&L of the period		-	-	-	-	-	49,899	-	-	49,899
2023 earnings distribution and allotment	6(17)									
Legal reserve		-	-	-	-	6,664	( 6,664 )	-	-	-
Cash dividends		-	-	-	-	-	( 45,269 )	-	-	( 45,269 )
Cash dividends from capital surplus	6(16)	-	( 9,054 )	-	-	-	-	-	-	( 9,054 )
Share-based payment transaction	6(13)	-	8,658	( 8,658 )	-	-	-	-	8,318	8,318
Convertible CB recognized as equity- stock options	6(11)	-	-	-	20,876	-	-	-	-	20,876
Balance as of 1231		<u>\$ 452,688</u>	<u>\$ 237,934</u>	<u>\$ 30,248</u>	<u>\$ 20,876</u>	<u>\$ 19,879</u>	<u>\$ 84,844</u>	<u>\$ -</u>	<u>(\$ 1,711 )</u>	<u>\$ 844,758</u>

ENE Technology Inc. and Subsidiaries  
Consolidated Statements of Cash Flows  
January 1st to December 31st, 2024 & 2023

Unit: NTDS Thousands

	Notes	20240101~1231		20230101~1231
<b><u>Cash flow from operating activities:</u></b>				
Income before income tax		\$ 50,913		\$ 64,886
Adjustments				
Income and expenses/loss items				
Depreciation	6(20)	23,379		18,773
Amortization	6(20)	32,776		20,393
Expected credit impairment loss	6(4)	( 194 )	(	448 )
Net financial asset at fair value through P&L (profit) loss	6(2)(19)	376	(	177 )
Interest expenses		5,342		4,069
Interest income		( 18,830 )	(	17,678 )
Cost for share-based payment compensation	6(13)(20)	8,318		14,999
Loss from disposal of real estate, plant and equipment	6(19)	-		1,109
Loss from disposal of investment	6(19)	-		1,160
Unrealized foreign exchange profit (loss)		1,075	(	702 )
Profit from change of lease	6(7)(19)	-	(	143 )
Other revenue		-	(	1,340 )
Changes in operating assets and liabilities				
Net changes in operating related assets				
Current financial assets at fair value through profit or loss		44		177
Account receivables (include related parties)		35,796	(	44,037 )
Inventories		127,540		84,979
Prepaid payments		1,271		15,142
Net defined benefit assets		5,706	(	113 )
Other current assets		1,134		958
Net changes in operating related liabilities				
Account payables (include related parties)		( 31,980 )	(	18,394 )
Other account payables (include related parties)		( 136 )	(	1,101 )
Other current liabilities		3,280		-
Cash flows from operating activities (outflow) inflow		245,810		142,512
Interest received		18,934		17,656
Interest paid		( 2,093 )	(	4,040 )
Income tax paid		( 1,844 )	(	1,719 )
Net cash outflow from operating activities		260,807		154,409
<b><u>Cash flow from investment activities</u></b>				
Acquisition of financial asset after amortization		( 119,173 )	(	15,422 )
Disposal of financial assets after amortization		224,093		46,883
Acquisition of real estate, plant and equipment	6(23)	( 38,741 )	(	21,367 )
Acquisition of intangible assets	6(23)	( 24,148 )	(	23,890 )
Net cash inflow from the disposal of a subsidiary		-	(	2,817 )
Increase of guarantee deposits (other non-current asset)		( 86 )	(	828 )
Increase of other non-current asset		-	(	7,500 )
Net cash inflow from investment activities (outflow)		41,945	(	24,941 )
<b><u>Cash flow from financing activities</u></b>				
Short term loan repayments	6(24)	( 160,000 )	(	36,000 )
Corporate bonds	6(24)	300,350		-
Long term loan repayment	6(24)	-	(	3,636 )
Lease liabilities principle repayment	6(24)	( 7,383 )	(	7,300 )
Cash dividends from capital surplus	6(16)	( 9,054 )		-
Cash dividends	6(17)	( 45,269 )	(	54,375 )
Refundable deposits (decrease) increase		-	(	3 )
Net cash outflow from financing activities		78,644	(	101,314 )

FX impact on cash and cash equivalent	<u>-</u>	( <u>36</u> )
Net (decrease) increase in cash and cash equivalent	381,396	28,118
Cash and cash equivalent at beginning of period	<u>257,242</u>	<u>229,124</u>
Cash and cash equivalent at end of period	<u>\$ 638,638</u>	<u>\$ 257,242</u>

## **Translated Independent Auditor’s Review Report**

**This is a summary translation of the Independent Auditors’ Report on ENE TECHNOLOGY INC. only. Please refer to the Chinese version for full details.**

To the Board of Directors of ENE TECHNOLOGY INC. :

### **Opinion**

We have audited the accompanying financial statements of ENE TECHNOLOGY INC (the “Company”), which comprise the balance sheets as of December 31, 2024 and 2023, and the statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying parent only financial statements present fairly, in all material respects, the parent only financial position of the Company as of December 31, 2024 and 2023, 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 and the International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (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 auditing stands generally accepted in the Republic of China. Our responsibilities under those standards are further described in the Auditors’ Responsibilities for the Audit of the Financial Statements section of our report. We are independent of ENE Technology Inc. and its subsidiaries in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the parent only financial statements for the year ended December 31, 2024. These matters were addressed in the context of our audit of the parent only financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matters for the Company’s parent only financial statements for the year ended December 31, 2024 are stated as follows:

## **2. Key Audit Matters - Allowance for impairment losses on inventories**

### Description of matters:

ENE TECHNOLOGY Inc designs, manufactures, and sells integrated circuit-related products. Due to the short lifecycle of electronic products and intense market competition, there is a higher risk of inventory obsolescence and losses from price declines. For information regarding the accounting policies, accounting estimates, and assumption uncertainty of the valuation of inventory, as well as allowance for inventory impairment loss, please refer to Notes 4(11), 5(2), and 6(5).

Due to the rapid change of technology industry in which ENE TECHNOLOGY Inc. operates, and the subjectivity involved in assessing the net realizable value of obsolete inventory and the basis for evaluating inventory obsolescence losses, there is a high degree of estimation uncertainty. Given the significant impact of inventory and its allowances for declines in value on the parent only financial statements, the auditor has identified the assessment of inventory allowances for declines in value as the most critical area for audit in the current year.

### Our key audit procedures performed in respect of the mentioned item included the following:

The auditor has performed the following procedures regarding the critical audit area mentioned above:

1. Based on the auditor's understanding of ENE TECHNOLOGY Inc. business and industry characteristics, evaluating the policy on inventory valuation and Impairment loss as well as the reasonableness of allowances on inventory valuation and impairment loss.
2. Verify the accuracy and completeness of the inventory aging report and its underlying system logic.
3. Test the market value basis for individual inventory item's net realizable value, and select samples to confirm the accuracy of their net realizable value calculations.

## **Responsibilities of Management and Those Charges with Governance for the Parent only Financial Statements**

Management is responsible for the preparation and fair presentation of the parent only financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the IFRS, IAS, IFRIC, and 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 parent only financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the parent only financial statement, management is responsible for assessing the ENE TECHNOLOGY Inc. 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 ENE TECHNOLOGY Inc 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 ENE TECHNOLOGY Inc. financial reporting process.

## **Auditors' Responsibilities for the Audit of the Parent only Financial Statements**

Our objectives are to obtain reasonable assurance about whether the parent only financial statements are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with the auditing standards generally accepted in 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 based on this parent only financial statement.

As part of an audit in accordance with the auditing standards generally accepted in the Republic of China, we exercise professional judgement and maintain professional skepticism throughout the audit. We also do below:

1. Identify and assess the risks of material misstatement of the parent only financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the 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 ENE TECHNOLOGY Inc. 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 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 ENE TECHNOLOGY Inc to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the parent only financial statements, including the disclosures, and whether the parent only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the parent only financial statements. We are responsible for the direction, supervision and performance of the Company 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 only financial statements for the year ended December 31, 2024 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

PricewaterhouseCoopers Taiwan

Pei-Chuan Huang

CPA

Chin-Chang Chen

**ENE Technology Inc. and Subsidiaries**  
**Parent only Balance Sheet**  
**January 1st to December 31st, 2024 & 2023**

Unit: NTD thousands

<u>Assets</u>	<u>Note</u>	<u>2 0 2 4 . 1 2 . 3 1</u>	<u>A m o u n t</u>	<u>%</u>	<u>2 0 2 3 . 1 2 . 3 1</u>	<u>A m o u n t</u>	<u>%</u>
<b>Current Assets</b>							
1100	Cash & cash equivalents	6(1)	\$ 638,638	50	\$ 257,242	23	
1110	Financial assets at fair value	6(2)					
	through P&L- current		90	-	-	-	
1136	Financial asset after amortization	6(3) & 8					
	current		124,671	10	230,682	20	
1170	Net accounts receivables	6(4)	158,776	13	210,965	18	
1180	Accounts receivable- related	7					
	parties		51,748	4	35,161	3	
130X	Inventories	6(5)	162,725	13	290,265	25	
1410	Pre-payments	7	3,412	-	4,683	-	
1479	Other current assets-others		4,753	-	4,883	1	
11XX	<b>Total Current Assets</b>		<u>1,144,813</u>	<u>90</u>	<u>1,033,881</u>	<u>90</u>	
<b>Non-Current Asset</b>							
1535	Financial assets after amortization	6(3)&8					
	– non current		1,076	-	1,060	-	
1600	Property, plant and equipment	6(7)&7	53,189	4	30,021	3	
1755	Right-of-use asset	6(8)&7	20,011	2	27,498	3	
1780	Intangible asset	6(9)&7	26,550	2	23,862	2	
1840	Deferred tax asset	6(22)	19,299	2	15,916	1	
1900	Other non-current assets	6(13)&7	2,069	-	15,189	1	
15XX	<b>Total Non-current assets</b>		<u>122,194</u>	<u>10</u>	<u>113,546</u>	<u>10</u>	
1XXX	<b>Total Assets</b>		<u>\$ 1,267,007</u>	<u>100</u>	<u>\$ 1,147,427</u>	<u>100</u>	

(Continue next page)

**ENE Technology Inc. and Subsidiaries**  
**Parent only Balance Sheet**  
**January 1st to December 31st, 2024 & 2023**

Unit: NTD thousands

Liabilities and Equity	Note	<u>2 0 2 4 . 1 2 . 3 1</u>	<u>A m o u n t</u>	<u>%</u>	<u>2 0 2 3 . 1 2 . 3 1</u>	<u>A m o u n t</u>	<u>%</u>
<b>Current Liabilities</b>							
2100	Short term loan	6(10)	\$ -	-	\$ 160,000	14	
2170	Account payables		18,148	1	45,348	4	
2180	Account payable - related parties	7	18,308	1	23,088	2	
2200	Other account payables	6(11)	43,976	3	42,772	4	
2220	Other account payables-related party	7	3,191	-	478	-	
2280	Lease liabilities-current	6(8)	6,180	1	6,101	1	
2399	Other current liabilities-others	6(15)	<u>32,170</u>	<u>3</u>	<u>28,890</u>	<u>2</u>	
21XX	<b>Total current liabilities</b>		<u>121,973</u>	<u>9</u>	<u>306,677</u>	<u>27</u>	
<b>Non-Current liabilities</b>							
2530	Corporate bonds payables	6(12)	283,315	23	-	-	
2570	Deferred income tax liabilities	6(22)	3,661	-	-	-	
2580	Lease liabilities— non current	6(8)	13,297	1	20,759	2	
2600	Other non current liabilities		<u>3</u>	<u>-</u>	<u>3</u>	<u>-</u>	
25XX	<b>Non current liabilities</b>		<u>300,276</u>	<u>24</u>	<u>20,762</u>	<u>2</u>	
2XXX	<b>Total liabilities</b>		<u>422,249</u>	<u>33</u>	<u>327,439</u>	<u>29</u>	
<b>Equity</b>							
<b>Equity attributed to Parent</b>							
Capital							
		6(16)					
3110	Ordinary share capital		452,688	36	452,688	39	
Capital surplus							
		6(17)					
3200	Capital surplus		289,058	23	277,236	24	
Retained earnings							
		6(18)					
3310	Legal reserve		19,879	1	13,215	1	
3350	Undistributed earnings		84,844	7	86,878	8	
Other equity							
3400	Other equity		( <u>1,711</u> )	-	( <u>10,029</u> )	( <u>1</u> )	
3XXX	<b>Total equity attributed to Parent company</b>		<u>844,758</u>	<u>67</u>	<u>819,988</u>	<u>71</u>	
Significant or liable and							
	unrecognized committed contract	9					
	Significant subsequent events	11					
3X2X	<b>Total liabilities and equity</b>		<u>\$ 1,267,007</u>	<u>100</u>	<u>\$ 1,147,427</u>	<u>100</u>	

ENE Technology Inc. and Subsidiaries  
Parent only Statement of Comprehensive Income  
January 1st to December 31st, 2024 & 2023

Item	Note	2024	%	2023	%
Item	Note	A m o u n t	%	A m o u n t	%
4000 Operating revenue	6(19) &7	\$ 721,222	100	\$ 875,342	100
5000 Operating cost	6(5)	( 462,150)	( 64)	( 563,442)	( 64)
5900 Gross margin		<u>259,072</u>	<u>36</u>	<u>311,900</u>	<u>36</u>
Operating expense	6(21)&7				
6100 Selling expense		( 76,269)	( 11)	( 76,343)	( 9)
6200 General & admin expense		( 75,871)	( 10)	( 75,417)	( 9)
6300 R & D expense		( 114,006)	( 16)	( 108,079)	( 12)
6450 Expected credit loss	6(4)	<u>194</u>	<u>-</u>	<u>448</u>	<u>-</u>
6000 Total operating expense		<u>( 265,952)</u>	<u>( 37)</u>	<u>( 259,391)</u>	<u>( 30)</u>
6900 Operating profit (loss)		<u>( 6,880)</u>	<u>( 1)</u>	<u>52,509</u>	<u>6</u>
Non-operating income and expense					
7100 Interest income		18,830	3	17,678	2
7010 Other income		442	-	1,491	-
7020 Other profit and loss	6(20)	43,863	6	( 2,723)	-
7050 Financial cost		( 5,342)	( 1)	( 4,069)	-
7070 Share of P&L of subsidiaries, associates, and JVs accounted using the equity method	6(6)	-	-	( 683)	-
7000 Total of non operating income and expense		<u>57,793</u>	<u>8</u>	<u>12,377</u>	<u>2</u>
7900 Profit before income tax		50,913	7	64,886	8
7950 Income tax expense	6(22)	( 1,014)	-	1,790	-
8200 Net profit for the period		<u>\$ 49,899</u>	<u>7</u>	<u>\$ 66,676</u>	<u>8</u>
<b>Other comprehensive profit and loss (net)</b>					
8311 Gain/Loss of remeasurement of defined benefit plan	6(13)	\$ -	-	( \$ 35)	-
<b>Items may be reclassified to profit and loss</b>					
8361 Cumulative translation differences of foreign operation	6(6)	-	-	( 201)	-
8399 Income tax relating to items may be reclassified	6(22)	-	-	40	-
8300 Other comprehensive profit and loss (net)		<u>\$ -</u>	<u>-</u>	<u>( \$ 196)</u>	<u>-</u>
8500 Total comprehensive profit and loss		<u>\$ 49,899</u>	<u>7</u>	<u>\$ 66,480</u>	<u>8</u>
Net profit attributed to:					
8610 Parent company		<u>\$ 49,899</u>	<u>7</u>	<u>\$ 66,676</u>	<u>8</u>
Comprehensive P&L attributed to:					
8710 Parent company		<u>\$ 49,899</u>	<u>7</u>	<u>\$ 66,480</u>	<u>8</u>
		\$		\$	

	Earning per share	6(23)		
9750	Basic earning per share		<u>1.12</u>	<u>1.50</u>
9850	Diluted earning per share		<u>\$ 1.10</u>	<u>\$ 1.42</u>

ENE Technology Inc. & Subsidiaries  
Parent only Statements of Changes in Equity  
January 1st to December 31st, 2024 & 2023

Unit : NTD\$ Thousands

	Note	Equity attributed to Parent Company								
		Capital surplus			Retained earnings		Others			Total equity
		Ordinary shares capital	Capital Surplus – Premium	Capital Surplus – Others	Legal reserve	Undistributed earning	Cumulative translation differences of foreign operation	Unrealized P&L from financial assets measured at fair value through P&L	Other equity – Others	
<b>2023</b>										
Balance as of 0101		\$ 453,228	\$ 232,218	\$ 44,549	\$ -	\$ 6,007	\$ 81,820	\$ 161	(\$ 25,099 )	\$ 792,884
Net profit of the period		-	-	-	-	-	66,676	-	-	66,676
Comprehensive P & L of the period		-	-	-	-	-	( 35 )	( 161 )	-	( 196 )
Total of comprehensive P&L of the period		-	-	-	-	-	66,641	( 161 )	-	66,480
2022 earning distributions and allotment	6(18)									
Legal reserve		-	-	-	-	7,208	( 7,208 )	-	-	-
Cash dividends		-	-	-	-	-	( 54,375 )	-	-	( 54,375 )
Share-based payment transaction	6(14)	( 540 )	6,112	( 5,643 )	-	-	-	-	15,070	14,999
Balance as of 1231		\$ 452,688	\$ 238,330	\$ 38,906	\$ -	\$ 13,215	\$ 86,878	\$ -	(\$ 10,029 )	\$ 819,988
<b>2024</b>										
Balance as of 0101		\$ 452,688	\$ 238,330	\$ 38,906	\$ -	\$ 13,215	\$ 86,878	\$ -	(\$ 10,029 )	\$ 819,988
Net profit of the period		-	-	-	-	-	49,899	-	-	49,899
Total of comprehensive P&L of the period		-	-	-	-	-	49,899	-	-	49,899
2023 earnings distribution and allotment	6(18)									
Legal reserve		-	-	-	-	6,664	( 6,664 )	-	-	-
Cash dividends		-	-	-	-	-	( 45,269 )	-	-	( 45,269 )
Cash dividends from capital surplus	6(18)	-	( 9,054 )	-	-	-	-	-	-	( 9,054 )
Share-based payment transaction	6(14)	-	8,658	( 8,658 )	-	-	-	-	8,318	8,318
Convertible CB recognized as equity- stock options	6(12)	-	-	-	20,876	-	-	-	-	20,876
Balance as of 1231		\$ 452,688	\$ 237,934	\$ 30,248	\$ 20,876	\$ 19,879	\$ 84,844	\$ -	(\$ 1,711 )	\$ 844,758

ENE Technology Inc. and Subsidiaries  
Parent only Statements of Cash Flows  
January 1st to December 31st, 2024 & 2023

Unit: NTDS Thousands

	Notes	20240101~1231	20230101~1231
<b><u>Cash flow from operating activities:</u></b>			
Income before income tax		\$ 50,913	\$ 64,886
Adjustments			
Income and expenses/loss items			
Depreciation	6(21)	23,379	18,773
Amortization	6(21)	32,776	20,393
Expected credit impairment loss	6(4)	( 194 )	( 448 )
Net financial asset at fair value through P&L (profit) loss	6(2)(20)	376	( 177 )
Interest expenses		5,342	4,069
Interest income		( 18,830 )	( 17,678 )
Cost for share-based payment compensation	6(14)	8,318	14,999
Loss from disposal of real estate, plant and equipment	6(20)	-	1,109
Loss from disposal of investment	6(20)	-	1,160
Unrealized foreign exchange profit (loss)		1,075	( 702 )
Profit from change of lease	6(8)(20)	-	( 143 )
Other revenue		-	( 1,340 )
Share of Loss of Associates Accounted for Using the Equity Method	6(6)		683
Changes in operating assets and liabilities			
Net changes in operating related assets			
Current financial assets at fair value through profit or loss		44	177
Account receivables (include related parties)		35,796	( 44,037 )
Inventories		127,540	84,979
Prepaid payments		1,271	15,142
Net defined benefit assets		5,706	( 113 )
Other current assets		1,134	958
Net changes in operating related liabilities			
Account payables (include related parties)		( 31,980 )	( 18,394 )
Other account payables (include related parties)		( 136 )	( 1,101 )
Other current liabilities		3,280	-
Cash flows from operating activities (outflow) inflow		245,810	142,512
Interest received		18,934	17,656
Interest paid		( 2,093 )	( 4,040 )
Income tax paid		( 1,844 )	( 1,719 )
Net cash outflow from operating activities		260,807	154,409
<b><u>Cash flow from investment activities</u></b>			
Acquisition of financial asset after amortization		( 119,173 )	( 15,422 )
Disposal of financial assets after amortization		224,093	46,883
Acquisition of real estate, plant and equipment	6(24)	( 38,741 )	( 21,367 )
Acquisition of intangible assets	6(24)	( 24,148 )	( 23,890 )
Net cash inflow from the disposal of a subsidiary	6(6)	-	( 2,817 )
Increase of guarantee deposits (other non-current asset)		( 86 )	( 828 )
Increase of other non-current asset		-	( 7,500 )
Net cash inflow from investment activities (outflow)		41,945	( 24,941 )
<b><u>Cash flow from financing activities</u></b>			
Short term loan repayments	6(25)	( 160,000 )	( 36,000 )
Corporate bonds	6(25)	300,350	-
Long term loan repayment	6(25)	-	( 3,636 )
Lease liabilities principle repayment	6(25)	( 7,383 )	( 7,300 )
Cash dividends from capital surplus	6(17)	( 9,054 )	-

Cash dividends	6(18)	(	45,269	)	(	54,375	)
Refundable deposits (decrease) increase			-		(	3	)
Net cash outflow from financing activities			<u>78,644</u>		(	<u>101,314</u>	)
FX impact on cash and cash equivalent			-		(	<u>36</u>	)
Net (decrease) increase in cash and cash equivalent			381,396			28,118	
Cash and cash equivalent at beginning of period			<u>257,242</u>			<u>229,124</u>	
Cash and cash equivalent at end of period			<u>\$ 638,638</u>			<u>\$ 257,242</u>	

**Attachment VII Table of Profit Appropriation for 2024**

**ENE TECHNOLOGY INC  
Appropriation of Profit  
For Year 2024**

Unit: NT Dollars

Item	Total
<b>Retained earnings at beginning of the period</b>	<b>34,943,964</b>
Add: Net profits after tax for 2024	49,899,349
List items:	
Less: legal reserve	(4,989,935)
<b>Distributable net profit</b>	<b>79,853,378</b>
Distributable items:	
Less: Dividends- cash (NT\$1 per share)	(45,268,841)
<b>Retained earnings at the end of the period</b>	<b>34,584,537</b>

\* Dividends shall be calculated according to the distribution ratio up to dollar. Any amount under NT\$1 shall be rounded off. Total of the fractional amounts less than 1 dollar shall be listed under Other Income.

### Attachment IIX Amendments of Articles of Incorporation, Comparison table

After	Before	Note
<p>Article 32</p> <p>When there is profit, the Corporation shall set aside no less than 20% of the profits as employee bonus, <u>and no less than 17% of the employee remuneration allocated shall be remuneration distributed to grassroots employees</u>, and no more than 3% of the profits as bonus to the Board of Directors. However, when there is still accumulated loss from previous years, the Corporation shall reserve the profit to offset its losses.</p> <p>The employee bonus shall be in the form of company stock or cash and distributed to the entitled employees where the qualifications will be set by the Board of Directors.</p> <p>Bonus for the Board of Directors will be in the form of cash and the Bonus Distribution proposal shall be approved by the majority of the Board of Directors attending the Board Meeting with more than 2/3 of total Board of Directors are present at the meeting. The proposal shall be reported to the Shareholders' Meeting.</p>	<p>Article 32</p> <p>When there is profit, the Corporation shall set aside no less than 20% of the profits as employee bonus and no more than 3% of the profits as bonus to the Board of Directors. However, when there is still accumulated loss from previous years, the Corporation shall reserve the profit to offset its losses.</p> <p>The employee bonus shall be in the form of company stock or cash and distributed to the entitled employees where the qualifications will be set by the Board of Directors.</p> <p>Bonus for the Board of Directors will be in the form of cash and the Bonus Distribution proposal shall be approved by the majority of the Board of Directors attending the Board Meeting with more than 2/3 of total Board of Directors are present at the meeting. The proposal shall be reported to the Shareholders' Meeting.</p>	<p>Amendment in accordance with the Stock and Securities Exchange law Article 14</p>
<p>Article 37</p> <p>The Articles of Incorporation of the Company were drawn up by the promoters' meeting with the consent of all the sponsors on April 20, 1987. Any subsequent amendments to the Articles of Association shall also be subject to a resolution by the shareholders' meeting. and submit it to the competent authority for approval °</p> <p>First amendment 1998.05.14</p> <p>...(omitted)</p> <p>26<sup>th</sup> amendment 2024.05.28</p> <p><u>27<sup>th</sup> amendment 2025.04.15</u></p>	<p>Article 37</p> <p>The Articles of Incorporation of the Company were drawn up by the promoters' meeting with the consent of all the sponsors on April 20, 1987, <u>and shall come into effect upon submission to the competent authority for approval and registration</u>. Any subsequent amendments to the Articles of Association shall also be subject to a resolution by the shareholders' meeting. and submit it to the competent authority for approval °</p> <p>First amendment 2023.06.09</p> <p>...(omitted)</p> <p>25<sup>th</sup> amendment 2024.05.28</p> <p>26<sup>th</sup> amendment 2024.05.28</p>	<p>Add amendment date</p>

**Attachment IX**

**ENE Technology Inc  
Nominations for Directors and Independent Directors**

Type	Nominee	Academic Background	Work Experiences	Shares held (units)
Director	Alcor Micro Corp Representative: Shih Hao Lo	University of California, Riverside	General Manager, Egis Technology Inc. SBI & Capital 22 Mizuho Securities Asia Ltd	8,000,000
Director	Alcor Micro Corp Representative: Ling Chun Tsai	Chinese Culture University, Bachelor of Accounting	Deputy Manager, Polaris Securities; Special Assistant, Holy Stone Enterprise Co., Ltd.	8,000,000
Director	Alcor Micro Corp Representative: Vivian Hsu	Masters of Industrial Engineering, National Taiwan University	Vice President, Alcor Micro Corp; Vice President of Operations, Egis Technology Inc.	8,000,000
Director	Asustek	—	—	444,364
Independent Director	Chih Ming Wu	Masters of Engineering, University of Michigan	Chairman, Xinyou Optoelectronics Technology Co.; Chairman, Cathay Securities; Chairman, Yi Fu Investment Consulting; Vice President, Yongchang Securities; Assistant Manager, Jinding Securities; CEO, Xin Hongxing Investment Consulting Co.	0
Independent Director	Kuo Yang Shih	Masters of Computer Engineering, Tamkang University	General Manager, Northern Information Business Unit, Synnex International; General Manager, Dell Taiwan; General Manager, Compaq Taiwan; General Manager, Kaiwen Computer Co., Ltd.	0
Independent Director	Po-Yung Chen	MBA, University of Pittsburgh	Citibank Taiwan; Senior Vice President, Silicon Integrated Systems; COO & CFO, Ralink Semiconductor; Vice President & CFO, TSMC Solid State Lighting; Vice President & CFO, TSMC Solar; EVP & CFO, Chunghwa Telecom; Vice Chairman, Taiyuan Textile; Chairman, Carnival Industrial Corporation	0

## **Appendix I Rules and Procedures of Shareholders' Meeting**

### **ENE TECHNOLOGY INC Rules and Procedures of Shareholders' Meeting**

#### Article 1

To establish a strong governance system and sound supervisory capabilities for ENE Technology Inc. (the Company) shareholders' meetings, and to strengthen management capabilities, these Rules are adopted pursuant to Article 5 of the Corporate Governance Best-Practice Principles for TWSE/GTSM Listed Companies.

#### Article 2

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

#### Article 3

(Convening shareholders' meetings and shareholders' meeting notices)

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

Changes to how the Company convenes its shareholders' meeting shall be resolved by the board of directors, and shall be made no later than mailing of the shareholders' meeting notice.

The Company shall prepare electronic versions of the shareholders' meeting notice and proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors or supervisors, and upload them to the Market Observation Post System (MOPS) before 30 days before the date of a regular shareholders' meeting or before 15 days before the date of a special shareholders' meeting.

The Company shall prepare electronic versions of the shareholders' meeting agenda and supplemental meeting materials and upload them to the MOPS before 21 days before the date of the regular shareholders' meeting or before 15 days before the date of the special shareholders' meeting. If, however, the Company has the paid-in capital of NT\$10 billion or more as of the last day of the most current fiscal year, or total shareholding of foreign shareholders and PRC shareholders reaches 30% or more as recorded in the register of shareholders of the shareholders' meeting held in the immediately preceding year, transmission of these electronic files shall be made by 30 days before the regular shareholders' meeting. In addition, before 15 days before the date of the shareholders' meeting, the Company shall also have prepared the shareholders' meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at the Company and the professional shareholder services agent designated thereby.

This Corporate shall make the meeting agenda and supplemental meeting materials in the preceding paragraph available to shareholders for review in the following manner on the date of the

shareholders' meeting:

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

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

Election or dismissal of directors or supervisors, 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 corporation, or any matter under Article 185, paragraph 1 of the Company Act, Articles 26-1 and 43-6 of the Securities Exchange Act, Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be set out and the essential contents explained in the notice of the reasons for convening the shareholders' meeting. None of the above matters may be raised by an extraordinary motion.

Where re-election of all directors and supervisors 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 said meeting such inauguration date may not be altered by any extraordinary motion or otherwise in the same meeting.

A shareholder holding one percent 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. When the circumstances of any subparagraph of Article 172-1, paragraph 4 of the Company Act apply to a proposal put forward by a shareholder, the board of directors may exclude it from the agenda. A shareholder may propose a recommendation for urging the corporation to promote public interests or fulfill its social responsibilities, provided procedurally the number of items so proposed is limited only to one in accordance with Article 172-1 of the Company Act, and no proposal containing more than one item will be included in the meeting agenda.

Prior to the book closure date before 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 be present 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 before five days before the date of the shareholders' meeting. 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 before 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

(Principles determining the time and place of a shareholders' meeting)

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

(Preparation of documents such as the attendance book)

The Company shall specify in its shareholders' meeting notices the time during which attendance registrations for shareholders, solicitors and proxies (collectively "shareholders") will be accepted, the place to register for attendance, and other matters for attention.

The time during which shareholder attendance registrations will be accepted, as stated in the

preceding paragraph, shall be at least 30 minutes prior to the time the meeting commences. The place at which attendance registrations are accepted shall be clearly marked and a sufficient number of suitable personnel assigned to handle the registrations. For virtual shareholders' meetings, shareholders may begin to register on the virtual meeting platform 30 minutes before the meeting starts. Shareholders completing registration will be deemed as attend the shareholders' meeting in person.

Shareholders shall attend shareholders' meetings based on attendance cards, sign-in cards, or other certificates of attendance. The Company may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification.

The Company shall 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 agenda book, annual report, attendance card, speaker's slips, voting slips, and other meeting materials. Where there is an election of directors or supervisors, 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 agenda book, annual report and other meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

#### Article 6-1

(Convening virtual shareholders' meetings and particulars to be included in shareholders' meeting notice)

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

1. How shareholders attend the virtual meeting and exercise their rights.
2. Actions to be taken if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events, at least covering the following particulars:
  - A. 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.
  - B. Shareholders not having registered to attend the affected virtual shareholders' meeting shall not attend the postponed or resumed session.
  - C. 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 shareholder 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.

D. Actions to be taken if the outcome of all proposals have been announced and extraordinary motion has not been carried out.

3. 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.

#### Article 7

(The chair and non-voting participants of a shareholders' meeting)

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

When a managing director or a director serves as chair, as referred to in the preceding paragraph, the managing director or director shall be one who has held that position for six months or more and who understands the financial and business conditions of the company. The same shall be true for a representative of a juristic person director that serves as chair.

It is advisable that shareholders' meetings convened by the board of directors be chaired by the chairperson of the board in person and attended by a majority of the directors, at least one supervisor in person, and at least one member of each functional committee on behalf of the committee. The attendance shall be recorded in the meeting minutes.

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 a shareholders' meeting in a non-voting capacity.

#### Article 8

(Documentation of a shareholders' meeting by audio or video)

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 of 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, and continuously audio and video record, without interruption, the proceedings of the virtual meeting from beginning to end.

The information and audio and video recording in the preceding paragraph shall be properly kept by the Company during the entirety of its existence, and copies of the audio and video recording shall be provided to and kept by the party appointed to handle matters of the virtual meeting.

In case of a virtual shareholders' meeting, the Company is advised to audio and video record the back-end operation interface of the virtual meeting platform.

#### 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 appointed meeting time and disclose information concerning the number of nonvoting shares and number of shares represented by shareholders attending the meeting.

However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined total of no more than one hour, may be made. If 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 to 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

### (Discussion of proposals)

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

### (Shareholder speech)

Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, his/her shareholder account number (or attendance card number), and account name. The order in which shareholders speak will be set by the chair.

A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail.

Except with the consent of the chair, a shareholder may not speak more than twice on the same proposal, and a single speech may not exceed 5 minutes. If the shareholder's speech violates the rules or exceeds the scope of the 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 open 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.

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

## Article 12

(Calculation of voting shares and recusal system)

Voting at a shareholders' meeting shall be calculated based 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 prejudice 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 under 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 shall be entitled to one vote for each share held, except when the shares are restricted shares or are deemed non-voting shares under Article 179, paragraph 2 of the Company Act.

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

A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph shall deliver a written declaration of intent to the Company before two days before the date of the shareholders' meeting. When duplicate declarations of intent are delivered,

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

After a shareholder has exercised voting rights by correspondence or electronic means, in the event the shareholder intends to attend the shareholders' meeting in person or online, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to the Company, by the same means by which the voting rights were exercised, before two business days before the date of the shareholders' meeting. 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 both 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 declares the meeting open, shareholders attending the meeting online shall cast votes on proposals and elections on the virtual meeting platform before the chair announces the voting session ends or 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 ends, 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

(Election of directors and supervisors)

The election of directors or supervisors at a shareholders' meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, and the voting results shall be announced on-site immediately, including the names of those elected as directors and supervisors and the numbers of votes with which they were elected, and the names of directors and supervisors not elected and number of votes they received.

The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the 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 ballots 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 may be produced and distributed in electronic form.

The Company may distribute the meeting minutes of the preceding paragraph by means of a public announcement made through the MOPS.

The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their voting results (including the number of voting rights), and disclose the number of voting rights won by each candidate in the event of an election of directors or supervisors. The 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 shareholder meeting, other than compliance with the requirements in the preceding paragraph, the Company shall specify in the meeting minutes alternative measures

available to shareholders with difficulties in attending a virtual-only shareholders' meeting online

#### Article 16

(Public disclosure)

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 a virtual shareholders' meeting, the Company shall upload the above meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting. During the Company's virtual shareholders' meeting, when the meeting is called to order, the total number of shares represented at the meeting shall be disclosed on the virtual meeting platform. The same shall apply whenever the total number of shares represented at the meeting and a new tally of votes is released during the meeting.

If matters put to a resolution at a shareholders' meeting constitute material information under applicable laws or regulations or under Taiwan Stock Exchange Corporation (or Taipei Exchange Market) regulations, the Company shall upload the content of such resolution to the MOEPS within the prescribed time period.

#### Article 17

(Maintaining order at the meeting place)

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

(Recess and resumption of a shareholders' meeting)

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

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

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

#### Article 19

(Disclosure of information at virtual meetings)

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

#### Article 20

(Location of the chair and secretary of virtual-only shareholders' meeting)

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

(Handling of disconnection)

In the event of a virtual shareholders' meeting, the Company may offer a simple connection test to shareholders prior to the meeting and provide relevant real-time services before and during the meeting to help resolve communication technical issues.

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

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

For a meeting to be postponed or resumed under the second paragraph, the number of shares represented 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 under the second paragraph, no further discussion or resolution is required for proposals for which votes have been cast and counted and results have been announced, or list of elected directors and supervisors.

When the Company convenes a hybrid shareholders' meeting, and the virtual meeting cannot continue as described in 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 shareholder meeting, then the shareholders' meeting shall continue, and not postponement or resumption thereof under the second paragraph is required.

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

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

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

#### Article 22

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.

#### Article 23

These Rules is stipulated on 2024.05.30, and shall take effect after having been submitted to and approved by the Shareholders' meeting. Subsequent amendments thereto shall be taken effect in the same manner.

## Appendix II Articles of Incorporation

### ENE TEHCNOLOGY INC.

#### Articles of Incorporation

### Section 1-General Provisions

#### Article 1

The Corporation shall be incorporated, as a company limited by shares, under the Company Law of Taiwan, the Republic of China, and named as 迅杰科技股份有限公司 in Chinese language, and ENE TECHNOLOGY INC. in English language.

#### Article 2

The scope of business of the Corporation shall be as follows:

- a.CC01050 Data Storage and Process Device Manufacturing
- b.CC01080 Electronic Parts and Components Manufacturing.
- c.F118010 Wholesale of Computer Software
- d.F218010 Retail Sale of Computer Software
- e.I301010 Software Design Services
- f.F401010 International Trade
- g.I501010 Product Designing

Including the research, design, development, manufacturing and sales of the following products:

1. Computer Communication System Interface Control Device ICs
2. Power Controller ICs
3. NB Keyboard Controller ICs
4. Computer Communication System USB Controller ICs
5. Power Management ICs
6. SATA ◦
7. PCI EXPRESS ◦
8. ASSP of the above products
9. Extended application of the above products
10. ASIC
11. Software and Firmware of the above product series
12. International trading relating to the products and business of the Corporation

#### Article 3

The Corporation resides its head office in Science Based Park, Hsinchu, Taiwan the Republic of China, and upon approval of Board of Directors and government authorities in charge to set up representative and branch offices at various locations within and without the territory of Taiwan the Republic of China.

#### Article 4

Public announcements of the Corporation shall be made in accordance with the Company Law and other relevant rules and regulations of Taiwan the Republic of China.

## **Section II-Capital Stock**

#### Article 5

The total capital stock of the Corporation shall be in the amount of 950,000,000 New Taiwan Dollars, divided into 95,000,000 shares, at ten New Taiwan Dollars each, and may be paid-up in installments.

The Corporation may issue employee stock options in according to the resolution of the Board of Directors from time to time, A total of 5,000,000 shares, at ten New Taiwan Dollars each, among the above total capital stock should be reserved for issuing employee stock options.

#### Article 6

The share certificates of the Corporation shall all be name-bearing share certificates, stamped or signed by three or more members of the Board, and issued after attested by authorized institution. The Corporation may issue share without printing share certificates but the shares shall be registered at the Governing Centralized Securities Depository Enterprises, so are any other securities.

#### Article 7

Deleted.

#### Article 8

All stock related affairs shall follow the “Guidelines for Stock Operations for Public Companies” unless specified otherwise by law and securities regulations.

#### Article 9

Registration for transfer of shares shall be suspended immediately sixty (60) days prior to the date of regular meeting of shareholders, and thirty (30) days prior to the date of extraordinary meeting of shareholders, or within five days before the day on which dividends, bonus, or any other benefits is scheduled to be paid by the Corporation.

## **Section III – Shareholders’ Meeting**

#### Article 10

Shareholders’ meetings of the Corporation are of two types, namely Regular Meetings and Extraordinary Meetings. Regular Meeting shall be convened once a year within six (6) months

after the close of each fiscal year and Extraordinary Meetings shall be convened whenever is necessary. Written notice of the Regular Meeting/Extraordinary Meeting shall be sent to all shareholders according to the registered information with the Corporation. Shareholders shall be notified of the Regular Meeting at least thirty (30) days in advance; and at least fifteen (15) days in advance for the Extraordinary Meeting.

Shareholders' meeting shall be convened by the Board of Directors unless otherwise specified in the Company Law of Taiwan the Republic of China. If Shareholders' Meeting is convened by empowered personnel other than the Board of Directors, the said person shall chair the meeting. In the event of two or more people, only one shall be the Chairman of the meeting.

The shareholders' meeting can be held via video conferencing, or any other methods approved by the Ministry of Economics.

#### Article 11

The shareholders' meeting shall be presided over by the Chairman of the Board of Directors of the Corporation. In his/her absence, the Chairman shall assign a Director to act in lieu of him/her. If no such person is assigned, Board members shall elect one from amongst themselves to act in lieu of the Chairman.

#### Article 12

Following affairs related to the Corporation shall be approved in the Shareholders' Meeting:

1. Amendment of the Articles of the Incorporation
2. Change of capital stock
3. Merger or Acquisition
4. Operation under entrustment
5. Dismissal or liquidation of the Incorporation
6. Election of the Board members
7. To exempt the Directors from Non-Competition Clause
8. Other affairs to be approved pursuant to the law

#### Article 13

Each share of stock shall be entitled to one vote. Shareholders are allow to exercise voting rights by correspondence or electronic means; when voting rights are to be exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders' meeting notice.

#### Article 14

If a shareholder is unable to attend a meeting, he/she may appoint a proxy with a signed/stamped power of attorney issued by the Incorporation. When a person who acts as the proxy for two or more shareholders, the number of voting power represented by him/her shall not exceed 3% of the total number of voting shares of the company, otherwise, the portion of excessive voting power shall not be counted.

#### Article 15

When a juristic person is a shareholder, its proxy shall not be limited to one person, provided that the voting right that may be exercised shall be calculated on the basis of the total number of voting shares it holds.

#### Article 16

Resolutions at a shareholders' meeting shall, unless otherwise provided for in this 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 17

Resolutions adopted at a shareholders' meeting shall be recorded in the minutes of the meeting, which shall be affixed with the signature or seal of the chairman of the meeting and shall be distributed to all shareholders of the company within twenty (20) days after the close of the meeting.

The preparation and distribution of the minutes of shareholders' meeting as required in the preceding Paragraph may be affected by means of electronic transmission. The attendance list bearing the signatures of shareholders present at the meeting and the powers of attorney of the proxies shall be kept by the company.

### **Section IV- Directors and the Audit Committee**

#### Article 18

The Corporation shall have seven to nine Directors, all elected by the Shareholders' Meeting. The term of office for Directors shall be three (3) years. The Corporation shall purchase Directors and Officers Liability Insurance which covering the Directors for claims made against them while serving the Corporation.

#### Article 18-1

In compliance with Article 14-2 of the Taiwan ROC Securities and Exchange Act, the Corporation shall have at least three independent Directors and shall not be less than one-third of the number of directors. The Company adopts candidate nomination system for the election of Directors. Election shall be conducted in accordance to Article 192-1 of the Corporate Law.

The prerequisites for professional Qualification, shareholding, concurrent position restriction, nomination and election shall follow the regulations of related authority.

Independent and non-independent directors shall be elected at the same time but on separate ballots.

The total holding of Directors shall be overlooked in according to the regulations of related authority.

#### Article 19

When election of new Board is not arranged upon expiration of the term of office, the Corporation shall extend the term of office until new directors are elected and assumed their office. When a director transfers more than 50% of the shareholding during the term of office, he/she shall, ipso facto, be discharged from the office of Director. The Corporation is a public listed company, when the number of directors falls short by one third of the total number prescribed are dismissed en masse, an extraordinary shareholders' meeting shall be convened within 60 days from the date of occurrence to hold a by-election to fill the vacancies.

#### Article 20

The Directors shall elect from amongst themselves a Chairman of the Board of Directors by a majority vote at a meeting attended by over two-thirds of the Directors. The Vice Chairman can be elected the same way if required. The Chairman will be the representative of the Corporation.

#### Article 21

In the absence of Chairman of the Board, any one of the Directors shall act for him according to Article 208 of the Company Law of Taiwan the Republic of China.

#### Article 22

Unless otherwise specified in the Company Law or the Articles of Incorporation, Board Meetings shall be convened by Chairman of the Board and attended by majority of total Directors and resolutions shall be adopted with the consent of the majority of the Directors present at the meeting. A Director may appoint another Director to attend on his/her behalf any Meeting of the Board provided with written authorization specifying authorized matters and actions for the meeting. No Director shall act as proxy for more than one Director.

#### Article 23

Power and Authority of the Board:

1. Stipulation of Business Hoshin, review of business plan and supervise of business operation
2. Election of Chairman of the Board
3. Appointment and dismissal of Managing Director and Vice Managing Director
4. Review and approve of Budget
5. Proposal on mending Articles of Incorporation, modify capital, and dismissal/merger of the Corporation
6. Proposal of surplus distribution and deficit compensation
7. Approval of bank loans
8. Selection of auditing accountant
9. Settlement and removal of branch operations

10. Related affairs on Directors and Officers Liability Insurance

11. Act in accordance to Company Law or resolutions of the Shareholders' Meeting

#### Article 24

Board Meeting shall be convened in accordance to Article 204 of Company Law at least once every quarter. In case of urgent circumstances, the Board Meeting shall be convened any time with written notice in form of emails or facsimiles. Resolutions of Board Meetings shall be recorded in the minutes and signed or stamped by the Chairman and delivered to Directors within 20 days after the meeting was adjourned.

#### Article 25

Affairs relating to the Audit Committee such as number of member, length of term, power scope, rules & procedures and resources to be provided by the Corporation when engaging power shall be stipulated in the Audit Committee Organization Rules.

#### Article 26

Supervisors shall not serve as Directors, Managers or other positions concurrently in the Corporation.

#### Article 27

The Corporation shall establish the Audit Committee in pursuant to the Securities and Exchange Act. The Committee consists of Independent Directors of the Corporation and is in charge of fulfilling the Supervisor duties regulated by the Company Law, Securities and Exchange Act and any other related legislations.

#### Article 28

Compensation of the Directors shall be determined in accordance to their contributions and reference on the common standards of the industry in regardless of financial performance of the Corporation.

### **Section V Managers and employees**

#### Article 29

The Corporation appoints one Chief Executive Officer, Vice Presidents and other managers to meet the operational or managerial needs. Appointment, dismissal and compensation packages will be conducted in accordance to Article 29 of the Company Law of Taiwan the Republic of China.

#### Article 30

The recruitment/dismissal of employees and managerial regulations shall be prepared and provided by the Chief Executive Officer and present to the Board of Directors.

## **Section VI Financial Reports**

### Article 31

The fiscal year of the Corporation shall follow the calendar year. At the end of each fiscal year, the following reports shall be prepared by the Board of Directors and be submitted to the Shareholder's Meeting for acceptance:

1. Business Report;
2. Financial Statements;
3. Proposal concerning Appropriation of Net Profits or Covering of Losses.

### Article 32

When there is profit, the Corporation shall set aside no less than 20% of the profits as employee bonus, and no less than 17% of the employee remuneration allocated shall be remuneration distributed to grassroots employees, and no more than 3% of the profits as bonus to the Board of Directors. However, when there is still accumulated loss from previous years, the Corporation shall reserve the profit to offset its losses.

The employee bonus shall be in the form of company stock or cash and distributed to the entitled employees where the qualifications will be set by the Board of Directors.

Bonus for the Board of Directors will be in the form of cash and the Bonus Distribution proposal shall be approved by the majority of the Board of Directors attending the Board Meeting with more than 2/3 of total Board of Directors are present at the meeting. The proposal shall be reported to the Shareholders' Meeting.

### Article 32-1

When there is profit, other than reserve for annual taxation payment, the Corporation shall first offset its losses in previous years and set aside a legal capital reserve at 10% of the profits left over, until the accumulated legal capital reserve has equaled the total capital of the Corporation. The Corporation will then set special reserve when necessary, the profit left will be distributed in accordance to the resolution of the shareholders' meeting.

### Article 32-2

The company may, with the approval of a shareholders' meeting representing more than half of the total number of issued shares and more than two-thirds of the voting rights of the shareholders present, issue employee stock option certificates at a subscription price lower than the closing price of the company's common shares on the date of issuance, or at a price of The shares are transferred to employees at a price lower than the average price actually bought back.

The treasury shares acquired by the company in accordance with the Company Law or the Securities and Exchange Law and the employee stock option certificates issued, employee new share subscription rights, and new shares with restricted employee rights are payable to employees, including employees of controlling or subordinate companies who meet certain conditions.

### Article 33

The Dividends Policy is stipulated in accordance with the Articles of Incorporation and

composed in considering the company capital, financial structure, business performance, profit earned and industrial status. Ratio for dividends distribution shall not lower than 50% of the total profit left and the cash dividends shall not lower than 50% of the total dividends distributed.

## **Section VII Supplementary Provisions**

### Article 34

The Total shareholding amount of investments in another unlimited liability company/limited liability company shall not exceed forty percent (40%) of the paid-up capital of the Corporation. Proposal of such investment shall be approved and authorized by the Board of Directors.

### Article 35

The Corporation shall be able to make endorsements/guarantees. Policies on Endorsements & Guarantees shall be approved by Shareholders' Meeting. Any amendments shall be brought to the Shareholders' Meeting for approval.

### Article 36

In regards to other matters not specified in this Articles of Incorporation shall be governed by the Company Law of Taiwan the Republic of China.

### Article 37

This Articles of Incorporation are agreed to and signed on April 10<sup>th</sup>, 1998 and effective after submission to the Authority. All amendments shall be approved by the Shareholders' Meeting and submitted to the Authority for approval.

First Amendment: May 14<sup>th</sup>, 1998

Second Amendment: June 1<sup>st</sup>, 1998

Third Amendment: October 15<sup>th</sup>, 1998

Fourth Amendment: August 26<sup>th</sup>, 1999

Fifth Amendment: April 25<sup>th</sup>, 2000

Sixth Amendment: May 17<sup>th</sup>, 2001

Seventh Amendment: August 31<sup>st</sup>, 2001

Eighth Amendment: February 6<sup>th</sup>, 2002

Ninth Amendment: June 12<sup>th</sup>, 2002

Tenth Amendment: May 28<sup>th</sup>, 2003

Eleventh Amendment: May 27<sup>th</sup>, 2004

Twelfth Amendment: May 27<sup>th</sup>, 2004

Thirteenth Amendment: May 27<sup>th</sup>, 2005

Fourteenth Amendment: May 8<sup>th</sup>, 2006

Fifteenth Amendment: May 8<sup>th</sup>, 2006

Sixteenth Amendment: May 22<sup>nd</sup>, 2007  
Seventeenth Amendment: September 11<sup>th</sup>, 2007  
Eighteenth Amendment: June 13<sup>th</sup>, 2008  
Nineteenth Amendment: June 10<sup>th</sup>, 2009  
Twentieth Amendment: June 18<sup>th</sup>, 2010  
Twenty-first Amendment: June 6<sup>th</sup>, 2012  
Twenty-second Amendment: June 14<sup>th</sup>, 2016  
Twenty-third Amendment: June 13<sup>th</sup>, 2018  
Twenty-fourth Amendment: June 13<sup>th</sup>, 2019  
Twenty-fifth Amendment: June 9<sup>th</sup>, 2023  
Twenty-sixth Amendment: May 28<sup>th</sup>, 2024  
Twenty-seventh Amendments: April 15<sup>th</sup>, 2025

## **Appendix III**

### **ENE TECHNOLOGY INC Rules for Election of Directors**

#### **Article 1**

Unless otherwise provided in the Company Law or the Articles of Incorporations of ENE TECHNOLOGY INC (the Company), Directors shall be elected in accordance with the rules specified herein.

#### **Article 2**

Election of Directors of the Company shall be held at the shareholders' meeting.

#### **Article 3**

Any competent person or legal entity that meets the requirements shall be eligible candidates for Directors in accordance with the Rules. Appointment for Independent Directors shall comply with regulations by the authorities.

#### **Article 4**

Total number of Directors of the Company shall follow the rules set in the Articles of Incorporations of the Company.

#### **Article 5**

Election of Directors (including Independent Directors) shall adopt the single ballot method. Each share shall have voting rights equivalent to the number of seats to be elected and such voting rights can be combined to vote for one person or divided to vote for several persons. The number of independent directors and non-independent directors shall be calculated separately and at least one of the independent directors shall be accounting or finance profession.

#### **Article 6**

Number of Directors (including Independent Directors) shall follow the rules set in the Articles of Incorporations. Candidates who acquire more votes should win the seats of directors. The vacant seat shall be filled by the second highest vote in line. If two or more candidates acquire the same number of votes and the number of such candidates exceeds the specified seats available, competing candidates shall draw lots to decide who shall win the seats, and Chairman shall draw lots on behalf of the candidate who is not present in the meeting.

#### **Article 7**

The Board of Directors shall prepare the ballots for election of directors. The ballots shall be stamped with the company seals and identify the shareholder number and the number of voting right.

### **Article 8**

At the beginning of the election, the Chairman shall appoint several people, who are also shareholders of the Company, to check and record the ballots.

### **Article 9**

The ballot box used for voting shall be prepared by the Company and checked in public by the appointed ballot checker before voting.

### **Article 10**

Voters shall fill in the candidate's name and shareholder's number/ID number, and the number of votes cast for such candidate. If the candidate is a government agency or a legal entity: following rules shall be followed:

- a. If a candidate is a government agency, its full title shall be outlined clearly
- b. If a candidate is a legal entity, its full title shall be outlined clearly
- c. If a candidate is the representative of a legal entity, the full title of the legal entity and the name(s) of its representative(s) shall be outlined clearly
- d. The government agency and the representative of the legal entity shall be competent of general conduct

### **Article 11**

Ballots shall be deemed void under the following conditions:

- a. Ballots not placed in the ballot box;
- b. Ballots not prepared by the Company;
- c. Blank ballots not completed by the voter;
- d. If the candidate is a shareholder of the Company, the name or shareholder's number of the candidate filled in the ballot is inconsistent with the shareholder's register;
- e. If the candidate is not a shareholder of the Company, the name or ID number of the candidate filled in the ballot is incorrect;
- f. Ballots with other written characters or symbols in addition to candidate's name, shareholder's number (ID number) and the number of votes cast for the candidate;
- g. Illegible writing;
- h. Any of the candidate's name, shareholder's number (ID number) or the number of votes cast for such candidate being erased or changed;
- i. The name of the candidates filled in the ballots being the same as another candidate's name and the respective shareholder's number (ID number) not being indicated to distinguish them.

### **Article 12**

The ballots should be calculated during the meeting right after the vote casting and the results of the election should be announced by the Chairman at the meeting.

**Article 13**

The Company shall issue notifications to the directors elected.

**Article 14**

The Rule is stipulated on April 25<sup>th</sup>, 1999 and become effective after approval at the shareholder's meeting so does any revision thereafter.

1<sup>st</sup> amendment: May 8<sup>th</sup>, 2006

2<sup>nd</sup> amendment: May 22<sup>nd</sup>, 2007

3<sup>rd</sup> amendment: June 13<sup>th</sup>, 2019

Appendix IV Shareholding of Directors

**ENE TEHCNOLOGY INC**

**Shareholding of Directors**

Record Date: 2025.02.14 <sup>t</sup>

Title	Name	Current Shareholding
Chairman	Alcor Micro Corp. Representative: Dylan Chung	8,000,000
Director	Alcor Micro Corp. Representative: Steve Lo	8,000,000
Director	Siguard Microelectronics Corporation Legal Representative: Chi Chan Chen	593,543
Director	ASUSTEK Computer Inc Legal Representative: Chin Ju Wu	444,364
Independent Director	Yi-Fong Lin	0
Independent Director	Wen Ji Chien	0
Independent Director	Chi Ming Wu	0
Total holding of Directors (excluding Independent Directors): 9,037,907 shares		

Note : 1.Actual paid-up capital: NT\$452,688,410; total share issues : 45,268,841 shares  
 2.The Company has allocated 3 independent directors amongst the Directors. According to the Article 26 of Securities and Exchange Act and Article 2 of Rules and Review Procedures for Director and Supervisor Shareholding Ratios at Public Companies, the minimum holding of Directors in total should be 3,621,507 shares.