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**Taiwan Stock Exchange
Market Observation Post
System:**

<https://mops.twse.com.tw>

Company Website:

<https://www.micb2b.com>

 **Marketch International Corp.**

Handbook for the 2025 Annual General Meeting of Shareholders

Time : May 28, 2025 (Wednesday) at 9:00 a.m.

Venue: 14F., No.3-1, Yuancyu St., Nangang Dist., Taipei City

DISCLAIMER

THIS IS A TRANSLATION OF THE HANDBOOK FOR THE 2023 ANNUAL GENERAL MEETING (THE “HANDBOOK”) OF MARKETECH INTERNATIONAL CORP. (THE “COMPANY”). THIS TRANSLATION IS INTENDED FOR REFERENCE ONLY AND NOTHING ELSE, THE COMPANY HEREBY DISCLAIMS ANY AND ALL LIABILITIES WHATSOEVER FOR THE TRANSLATION. THE CHINESE TEXT OF THE AGENDA SHALL GOVERN ANY AND ALL MATTERS RELATED TO THE INTERPRETATION OF THE SUBJECT MATTER STATED HEREIN.

Marketch International Corp.
Handbook for the 2025 Annual General Meeting of Shareholders
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I. Meeting Procedures

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7. Directors Election
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Marketch International Corp.

Handbook for the 2025 Annual General Meeting of Shareholders

II. Meeting Agenda

Method: Physical meeting

Time : May 28th, 2025 (Wednesday) at 9:00 a.m.

Venue: 14F., No.3-1, Yuancyu St., Nangang Dist., Taipei City

1. Chairman to announce the commencement of meeting

2. Chairman's Remarks

3. Matters to Report

- (1) Directors' Remuneration and Employees' Compensation in 2024
- (2) Business Report in 2024
- (3) Audit Committee's Review Report on the Business Report, Financial Statements and Earnings Distribution in 2024
- (4) Report of implementing endorsements and guarantees to outside parties in 2024
- (5) Implementation Report of the 5th domestic unsecured convertible bonds in 2024
- (6) Amendments to the "Rules of Procedure for Board of Directors Meetings"
- (7) Other reports

4. Matters for Ratification

- (1) To ratify Business Report and Financial Statements in 2024
- (2) To ratify Earnings Distribution in 2024

5. Matters to Discuss

- (1) Amendments to the "Articles of Incorporation "

6. Directors Election

- (1) Election of directors

7. Other Matters

- (1) Release of non-competition restrictions on the newly elected directors

8. Extempore Motion

9. Adjournment

III. Matters to Report

Item 1: (proposed by the Board of Directors)

Description: Please refer to the Company's Directors' Remuneration and Employees' Compensation in 2024

Explanation: The directors' remuneration in 2024 is NT\$24,578,378 and employees' compensation is NT\$245,783,776, please refer to "Appendix 6" (page 56) of this handbook.

Item 2: (proposed by the Board of Directors)

Description: Please refer to the Company's Business Report in 2024

Explanation: Regarding the Company's Business Report and Financial Statements in 2024, please refer to "Annex 1" (page 8-10) and "Annex 2" (page 11-34) of this handbook.

Item 3: (proposed by the Board of Directors)

Description: Please refer to the Audit Committee's Review Report on the Business Report, Financial Statements and Earnings Distribution in 2024

Explanation: Regarding the Company's Audit Committee's Review Report on the Business Report, Financial Statements and Earnings Distribution in 2024, please refer to "Annex 3" (page 35) of this handbook.

Item 4: (proposed by the Board of Directors)

Description: Please refer to the Company's Report of implementing Endorsements and Guarantees to outside parties in 2024

Explanation: Regarding the Company's Report of implementing Endorsements and Guarantees to outside parties in 2024, please refer to "Annex 4" (page 36-37) of this handbook.

Item 5: (proposed by the Board of Directors)

Description: Please refer to the Company's Implementation Report on the execution of the 5th Domestic Unsecured Convertible Bonds in 2024

Explanation: Regarding the Company's Implementation Report on the execution the 5th Domestic Unsecured Convertible Bonds in 2024, please refer to "Annex 5" (page 38) of this handbook.

Item 6: (proposed by the Board of Directors)

Description: Please refer to the Company's amendments to the "Rules of Procedure for Board of Directors Meetings"

Explanation:

- (1) Amendments to the Company's "Rules of Procedure for Board of Directors Meetings" are made to comply with legal regulations.
- (2) Regarding the Comparison Table of Amendments to "Rules of Procedure for Board of Directors Meetings", please refer to "Annex 7" (page 40-41) of this handbook.

IV. Matters for Ratification

Item 1: (proposed by the Board of Directors)

Description: Please ratify The Company's Business Report and Financial Statements in 2024

Explanation: (1) The Company's Business Report and Financial Statements in 2024 are completed and approved by the Board of Directors on February 24, 2025 with records. The Annual Financial Statements in 2024 has also been audited by Independent Accountant Wang, Sung-Tse and Independent Accountant Lin Chun-Yao of PricewaterhouseCoopers (PwC) Taiwan. Aforesaid statements and report are also audited by the audit committees with records.

(2) Aforesaid statements / report and independent accountants' report are attached. Please refer to "Annex 1" (page 8-10) and "Annex 2" (page 11-34) of this handbook.

Resolution:

Item 2: (proposed by the Board of Directors)

Description: Please ratify the Company's Earnings Distribution in 2024

Explanation: (1) Please refer to "Annex 6" (page 39) of the Company's Earnings Distribution in 2024.

(2) The distributed cash dividend shall be counted only until digit in ones (shall be rounded down to an integer).

(3) Regarding the earnings distribution stated in preceding paragraph, if the 5th domestic unsecured convertible bonds converted to ordinary shares affect the number of the Company's ordinary shares outstanding and results in a change of shareholders' dividend declared ratio, it is hereby proposed at the Shareholders' Meeting to fully authorize the Chairman to make an adjustment according to the resolution of the board of directors.

(4) According to earnings distribution stated in preceding paragraph, the cash dividend shall be, after the authorization was approved at the General Meeting of Shareholders', distributed based on the ex-dividends date stipulated by the Board of Directors separately.

Resolution:

V. Matters for Discussion

Item 1: (proposed by the Board of Directors)

Description: Amendment to “Articles of Incorporation ”

Explanation: (1) Amendments to the Company’s “Articles of Incorporation” are made to comply with legal regulations.
(2) Regarding the Comparison Table of Amendments to “Articles of Incorporation”, please refer to “Annex 8” (page 42-45) of this handbook.

Resolution:

VI. Directors Election

Item 1: (proposed by the Board of Directors)

Description: Please approve the election of the Directors.

Explanation:

- (1) The terms of office for the Company's 9th Directors (10 Directors) is from May 27, 2022 to May 26, 2025.
- (2) It is planned to conduct a complete election at shareholders' meeting this time to elect 10 Directors (including 4 independent directors), whose terms of office is from May 28, 2025 to May 27, 2028.
- (3) Regarding the Company's Directors and Independent Directors nomination system, list of candidates and their educational background, experiences and shareholding, please refer to "Appendix 7" (page 57-58) of this handbook.
- (4) Regarding "Rules for Election of Directors", please refer to "Appendix 4" (page 54) of this handbook.

Resolution:

VII. Other Matters

Item 1: (proposed by the Board of Directors)

Description: Please approve the release of non-competition restriction on the newly elected directors.

Explanation: (1) Please approve to release the non-competition restriction for the newly elected independent director and/or his representatives according to Article 209 of the Company Act, the newly elected director shall do anything for himself or on behalf of another person that is within the scope of the Company's business.

(2) Details of the release of non-competition restrictions on the newly elected independent director, please refer to "Appendix 8" (page 59-62) of this handbook.

Resolution:

VIII. Extempore Motion

IX. Adjournment

【Annex 1: Business Report in 2024】

Marketch International Corp. 2024 Business Report

1. 2024 Operating Results

1.1 Operating results

In 2024, MIC Group's consolidated revenue was NT\$60,675,104 thousand, a 7.81% increase from NT\$56,279,732 thousand in 2023. The consolidated net income was NT\$1,757,290 thousand, a 16.37% decrease from NT\$2,101,229 thousand in 2023. Basic earnings per share was NT\$8.94, a 18.43% decrease from NT\$10.96 in 2023. The Group will continue to pursue stable growth and profitability as its operational objectives, thereby maximizing shareholder equity in the future.

Summary of the 2024 and 2023 consolidated financial statement is listed as follows:

Unit: NT\$ thousands ; %

Items	2023	2024	Variance (\$)	Variance (%)
Operating Revenue	56,279,732	60,675,104	4,395,372	7.81%
Gross Profit	5,247,636	5,276,372	28,736	0.55%
Operating Profit	2,434,374	2,182,395	(251,979)	-10.35%
Net Income	2,101,229	1,757,290	(343,939)	-16.37%
Profit attributable to owners of the parent	2,161,833	1,800,125	(361,708)	-16.73%
Earnings per share (in dollars) (Note2)	10.96	8.94	(2.02)	-18.43%

Note 1: The above information is summarized from consolidated financial statements and independent auditors' reports of 2024 and 2023.

Note 2: The Earnings per share is based on the weighted average number of outstanding shares to calculate the basic earning per share.

1.2 Budget achievability

In 2024, benefiting from the increase in semiconductor customer orders, MIC's consolidated operating revenue and profitability for 2024 reached budget. MIC Group will continue to strive for stable growth and profitability as its objectives.

1.3 Financial receipts, expenditures, and profitability analysis

In 2024, the overall financial receipts and expenditures resulted in a net cash inflow of NT\$4,232,628 thousand, including a net cash inflow of NT\$10,917,397 thousand from operating activities, net cash outflow of NT\$1,349,135 thousand from investing activities, and a net cash outflow of NT\$5,685,340 thousand from financing activities. Ending cash and cash equivalents balance was NT\$11,442,714 thousand. For details regarding the financial structure, solvency and profitability ratios, please refer to the table below and the accompanying financial statements.

Items		2023	2024
Financial structure	Ratio of liabilities to assets (%)	75.94	74.23
	Ratio of long-term funds to property, plant and equipment (%)	682.15	496.51
Solvency	Current ratio (%)	130.56	128.44
	Quick ratio (%)	99.67	97.35
	Times interest earned ratio (times)	9.30	6.65
Profitability	Return on total assets (%)	5.79	4.57
	Return on equity (%)	20.29	15.11
	Ratio of operating profit to capital (%)	120.92	108.41

Items		2023	2024
	Ratio of profit before tax to capital (%)	140.93	131.01
	Net profit margin (%)	3.73	2.90
	Earnings per share (NT dollar) (Note)	10.96	8.94

Note: The Earnings per share is based on the weighted average number of outstanding shares.

1.4 Research and development status

In 2024, investment in research and development amounted to NT\$277,650 thousand, a 2.5% decrease from NT\$284,759 thousand in 2023. The Group's research and development team has the ability to integrate high-tech processes, automatic control, and precision machinery technology integration, high-tech system equipment development, with demonstrated superior results. Key successful technologies and products developed in 2024 were shown below:

Year	R&D Performanc	Applications
2024	EIM Series Product Automated Verification System	Gas and Fluid Control Modules for Semiconductor Exposure Systems
	Automated Library Purification System	Biotechnology
	Next-Generation Sequencing Smart Automated Laboratory Solution (SMART NGS LAB)	Biotechnology
	ICP Automated Wafer Loader	LED PSS Process Technology
	Ultrasonic Coating Equipment	Semiconductor Wafer Packaging Process Technology
	12-inch Vacuum Imprinting Equipment	Optoelectronic Display Component Manufacturing Technology
	Direct Writing Lithography Equipment for Flexible Printed Circuits	Optical Communication Component Manufacturing Technology
	TGV Laser Modification Equipment	Semiconductor Wafer Process Technology

2. Highlights of 2025 business plan

2.1 Operating Strategies

- (1)Expand the depth and propensity of the high-tech equipment and material product lines to strengthen foundation for operating revenue growth.
- (2)Enhance technical capabilities in electromechanical engineering and facility equipment to maximize the overall integration efficiency of facility management.
- (3)Actively introduce collaborations with leading international companies to develop technological capabilities for domestic production process equipment.
- (4)Improve equipment installation and maintenance services to enhance expand the depth and propensity of service provided to customers.
- (5)Actively develop the applications and service capabilities in the high-tech industry, smart cities, and smart healthcare for the Internet of Things (IoT), Big Data, Artificial Intelligence (AI), 5G private networks, and AR/VR.
- (6)Strengthen internationalized professional service capabilities.

2.2 Sales volume forecast and basis thereof

The Directorate-General of Budget, Accounting and Statistics (DGBAS) of the Executive Yuan estimates a year-on-year (YoY) economic growth rate of 4.3% for 2024 and forecasts a 3.29% growth rate for 2025. On January 16, 2025, the World Bank released its biannual Global Economic Prospects (GEP) report, projecting a 2.7% economic growth rate for 2025, the same as in 2024.

According to the latest quarterly World Fab Forecast report published by SEMI (Semiconductor Equipment and Materials International) on January 8, 2025, the semiconductor industry is expected to see the construction of 18 new wafer fabs in 2025.

TSMC's estimated capital expenditure for 2024 is US\$29.76 billion, while its full-year capital expenditure for 2025 is projected to reach US \$38-42 billion, with a median estimate of US\$40 billion, potentially setting a new record.

Looking ahead to 2025, given the expectations for macroeconomic and semiconductor industry developments, MIC aims to maintain stable operational performance or achieve slight growth.

2.3 Key Production and Sales Policies

- (1) Integrate expertise of MIC Group's business units to build the Group's core technology capabilities.
- (2) Improve efficiency, reduce costs to enhance competitiveness.
- (3) Provide customer full and end-to-end service offerings and enhance the synergy capabilities of business units.
- (4) Strengthen services provided by the Company's overseas subsidiaries to facilitate customer's international expansion plans.

3. Future Development Strategy

Centered on four major business groups – agency, engineering design, system applications, and R&D and manufacturing – MIC aims to further diversify its services to expand its business worldwide. MIC has implemented AEO, ISO9001, ISO13485, ISO14001, ISO14064, ISO45001, ISO50001, SA8000, GMP and ESG to enhance quality and standard. Together, this will increase the Group's competitiveness, employee confidence, customer trust so as to maximize shareholders' benefits.

4. Impact of External Competitive Environment, Regulatory Environment and Macroeconomic Environment

Amid the restructuring of the global order and ongoing tariff and trade wars, the demand for international business development and the adjustment of global supply chains are accelerating. MIC Group is intensifying its efforts in project management and procurement management to enhance industry competitiveness through cost and expense control. In the context of globalization, MIC Group is addressing various country-specific policies, regulations, energy conservation and carbon reduction initiatives, net-zero emissions goals, greenhouse gas reduction measures, consumer protection, corporate governance, and corporate social responsibility requirements. MIC Group is committed to providing more professional services to meet the challenges of a dynamic business environment. In the future, it will uphold the spirit of innovation and offer integrated, environmentally friendly, differentiated, digitalized, and smart solutions to further expand its advantages and market presence.

Wishing good health and all the best to our Shareholders.

Sincerely

Chairman: Margaret Kao

President: Scott Lin

Accounting Director: Chi-Wen Chung

【Annex 2:2024 Financial Statements and Report of Independent Accountants】
I. 2024 Consolidated Financial Statements and Report of Independent Accountants



INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Stockholders of Marketch International Corp.

Opinion

We have audited the accompanying consolidated balance sheets of Marketch International Corp. and its subsidiaries (the “Group”) as at December 31, 2024 and 2023, and the related consolidated statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of material accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at 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, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations that came into effect as endorsed by the Financial Supervisory Commission.

Basis for opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the *Auditors' responsibilities for the audit of the consolidated financial statements* section of our report. We are independent of the Group in accordance with the Norm of Professional Ethics for Certified Public Accountant in 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, we do not provide a separate opinion on these matters.

Key audit matters on the consolidated financial statements for the year ended December 31, 2024 were as follows:

Recognition of construction contract revenue

Description

Refer to Note 4(28) for accounting policy on construction contract revenue, Note 5(2) for the details of uncertainty of construction contract accounting estimation and assumptions, and Notes 6(16) and 6(4) for details of construction contract revenue and construction contract cost.

The Group recognized revenue and profit by using the percentage of completion method. This method is also being used to calculate the cost for each contract at year-end. Management will re-evaluate the cost if the budget had increased or decreased, and depending on the cost after adjustment, the percentage of completion will be recalculated. The construction contract revenue may be affected by the appropriateness of determination of cost and estimated cost. Thus, we considered this as one of the key audit matters.

How our audit addressed the matter

We tailored the major audit scope as follows:

- A. Obtained an understanding of the management's control system and determined whether the contract had been created or significantly changed with respect to estimated cost.
- B. Obtained the newly added construction contracts list for this fiscal year, and checked whether the total contract price is equal to the amount being used to calculate construction contract revenue. Ascertained whether any additional construction supplements can be traced back to supplementary contracts.
- C. Checked the significant newly added construction projects, sample tested the construction costs incurred, estimation sheets and subcontract plans, and ascertained whether these have been approved appropriately by the management.
- D. Checked the significant changes in the estimation of construction cost, and ascertained whether the revised plan had been approved by the management.
- E. Obtained the billing details and selected samples of related vouchers by using statistical procedure to check the correctness of input cost in engineering reports and confirmed whether the current input costs have been accounted for appropriately.

Valuation of loss allowance for accounts receivable

Description

Refer to Notes 4(8) and (9) for accounting policy on accounts receivable, Note 5(2) for accounting estimates and assumption uncertainty in relation to loss allowance of accounts receivable, and Note 6(3) for the details of accounts receivable.

The Group assesses impairment of accounts receivable in accordance with IFRS 9, 'Financial instruments'. The Group first classified accounts receivable into two categories, namely, sales and construction, and are then subdivided as to whether the receivable accounts are subject to individual assessment or group assessment. For accounts receivable subject to group assessment, the Group referred to the historical loss rates and used the forecastability to estimate expected credit loss in order to assess the unrecoverable amounts. For accounts receivable subject to individual assessment, loss allowance is recognized on a case by case basis. The estimation of the above expected credit loss is affected by various factors, such as customers' financial conditions, historical transaction records and current economic conditions, etc. Therefore, the relevant supporting documents related to management's judgment are determined to be areas of focus for this year's audit.

As the valuation of loss allowance for accounts receivable involved management's subjective judgement and the valuation amount was material to the financial statements, thus, we considered the valuation of allowance for uncollectible accounts as one of the key matters.

How our audit addressed the matter

We tailored the major audit scope as follows:

- A. Obtained an understanding of the process which management used to evaluate the collectability of accounts receivable.
- B. Ensured that the classification of impairment in the group of accounts receivable is appropriate and in accordance with the Group's accounting policy.
- C. Checked the details of significant impairment recognized by the management against the supporting documents to verify appropriateness.
- D. Verified the subsequent collection details of significant accounts receivable.
- E. Obtained the details of significant accounts receivable which have not yet been collected at year end, and re-evaluated the appropriateness.

Other matter – Parent company only financial reports

We have audited and expressed an unmodified opinion on the parent company only financial statements of Marketch International Corp. as at and for the years ended December 31, 2024 and 2023.

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

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

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

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

Auditors' responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an 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 Standards on Auditing of the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

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

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

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

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

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

SUNG-TSE WANG

Lin, Chun-Yao

For and on Behalf of PricewaterhouseCoopers, Taiwan

February 24, 2025

The accompanying consolidated financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying consolidated financial statements and independent auditors' report are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice.

As the financial statements are the responsibility of the management, PricewaterhouseCoopers cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

MARKETECH INTERNATIONAL CORP. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

Assets		Notes	December 31, 2024		December 31, 2023	
			AMOUNT	%	AMOUNT	%
Current assets						
1100	Cash and cash equivalents	6(1)	\$ 11,442,714	25	\$ 7,210,086	16
1110	Financial assets at fair value through profit or loss - current	6(2)	66,781	-	164,696	-
1140	Current contract assets	6(16)	10,180,252	22	13,530,731	29
1150	Notes receivable, net	6(3)	82,621	-	171,878	-
1160	Notes receivable - related parties	6(3) and 7	124	-	98	-
1170	Accounts receivable, net	6(3)	6,704,981	14	8,558,811	18
1180	Accounts receivable - related parties, net	6(3) and 7	27,698	-	26,896	-
1200	Other receivables		61,384	-	44,176	-
1220	Current tax assets		5,344	-	97,482	-
130X	Inventories, net	6(4)	7,814,237	17	7,315,707	16
1410	Prepayments		1,372,752	3	2,019,039	4
1470	Other current assets	8	194,714	-	319,627	1
11XX	Total current assets		37,953,602	81	39,459,227	84
Non-current assets						
1510	Financial assets at fair value through profit or loss - non-current	6(2) and 7	1,928,527	4	1,397,973	3
1535	Non-current financial assets at amortized cost	8	15,047	-	15,790	-
1550	Investments accounted for using equity method	6(5) and 7	200,846	1	216,541	1
1600	Property, plant and equipment, net	6(6), 7 and 8	3,445,599	8	2,414,956	5
1755	Right-of-use assets	6(7) and 7	2,468,702	5	2,483,355	6
1780	Intangible assets	7	97,135	-	98,634	-
1840	Deferred tax assets	6(20)	410,608	1	471,703	1
1900	Other non-current assets	6(2)(5) and 8	137,257	-	138,525	-
15XX	Total non-current assets		8,703,721	19	7,237,477	16
1XXX	Total Assets		\$ 46,657,323	100	\$ 46,696,704	100

MARKETECH INTERNATIONAL CORP. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

Liabilities and Equity		Notes	December 31, 2024		December 31, 2023	
			AMOUNT	%	AMOUNT	%
Current liabilities						
2100	Short-term borrowings	6(8) and 8	\$ 5,911,945	13	\$ 9,679,501	21
2130	Current contract liabilities	6(16)	11,468,095	25	9,811,214	21
2150	Notes payable		1,901,328	4	1,740,895	4
2160	Notes payable - related parties	7	9,008	-	11,335	-
2170	Accounts payable		7,661,889	16	6,630,517	14
2180	Accounts payable - related parties	7	24,190	-	20,881	-
2200	Other payables	6(9)	1,015,174	2	1,301,729	3
2230	Current tax liabilities		342,555	1	466,179	1
2250	Current provisions		602,388	1	-	-
2280	Current lease liabilities	7	577,927	1	493,015	1
2320	Long-term liabilities, current portion	6(11)	4,846	-	2,412	-
2399	Other current liabilities		30,187	-	65,381	-
21XX	Total current liabilities		29,549,532	63	30,223,059	65
Non-current liabilities						
2530	Bonds payable	6(10)	2,434,568	5	2,391,712	5
2540	Long-term borrowings	6(11)	212,748	1	217,588	-
2570	Deferred tax liabilities	6(20)	234,923	1	365,268	1
2580	Non-current lease liabilities	7	2,078,381	4	2,117,874	5
2640	Net defined benefit liability - non-current	6(12)	110,181	-	139,087	-
2670	Other non-current liabilities	6(5)	11,120	-	6,077	-
25XX	Total non-current liabilities		5,081,921	11	5,237,606	11
2XXX	Total Liabilities		34,631,453	74	35,460,665	76
Equity						
	Share capital	6(13)				
3110	Ordinary shares		2,013,162	5	2,013,154	4
	Capital surplus	6(14)				
3200	Capital surplus		2,499,572	5	2,498,186	5
	Retained earnings	6(15)				
3310	Legal reserve		1,526,992	3	1,310,579	3
3320	Special reserve		226,430	1	182,589	-
3350	Unappropriated retained earnings		5,718,006	12	5,365,203	12
	Other equity interest					
3400	Other equity interest		(85,078)	-	(226,430)	-
31XX	Total equity attributable to owners of parent		11,899,084	26	11,143,281	24
36XX	Non-controlling interests	4(3)	126,786	-	92,758	-
3XXX	Total Equity		12,025,870	26	11,236,039	24
	Significant contingent liabilities and unrecognized contract commitments	9				
	Significant events after the balance sheet date	11				
3X2X	Total Liabilities and Equity		\$ 46,657,323	100	\$ 46,696,704	100

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

MARKETECH INTERNATIONAL CORP. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2024 AND 2023

(Expressed in thousands of New Taiwan dollars, except for earnings per share amount)

		Year ended December 31			
Items	Notes	2024		2023	
		AMOUNT	%	AMOUNT	%
4000 Operating Revenue	6(16) and 7	\$ 60,675,104	100	\$ 56,279,732	100
5000 Operating Costs	6(4)(19) and 7	(55,398,732)	(92)	(51,032,096)	(91)
5900 Gross Profit		<u>5,276,372</u>	<u>8</u>	<u>5,247,636</u>	<u>9</u>
Operating Expenses	6(19)				
6100 Sales and marketing expenses		(880,306)	(1)	(814,807)	(1)
6200 General and administrative expenses		(1,634,266)	(3)	(1,546,579)	(3)
6300 Research and development expenses		(277,650)	-	(284,759)	(1)
6450 Expected credit loss	12(2)	(301,755)	(1)	(167,117)	-
6000 Total operating expenses		<u>(3,093,977)</u>	<u>(5)</u>	<u>(2,813,262)</u>	<u>(5)</u>
6900 Operating Profit		<u>2,182,395</u>	<u>3</u>	<u>2,434,374</u>	<u>4</u>
Non-operating Income and Expenses					
7100 Interest income		101,575	-	94,130	-
7010 Other income	6(17)	192,913	1	120,212	-
7020 Other gains and losses	6(2)(18)	654,810	1	525,158	1
7050 Finance costs	7	(467,040)	(1)	(341,758)	-
7060 Share of (loss) profit of associates and joint ventures accounted for using equity method	6(5)	<u>(27,242)</u>	<u>-</u>	<u>5,044</u>	<u>-</u>
7000 Total non-operating income and expenses		<u>455,016</u>	<u>1</u>	<u>402,786</u>	<u>1</u>
7900 Profit before Income Tax		<u>2,637,411</u>	<u>4</u>	<u>2,837,160</u>	<u>5</u>
7950 Income tax expense	6(20)	(880,121)	(1)	(735,931)	(1)
8200 Net Income		<u>\$ 1,757,290</u>	<u>3</u>	<u>\$ 2,101,229</u>	<u>4</u>
Other Comprehensive Income					
8311 Gain (loss) on remeasurements of defined benefit plan	6(12)	\$ 26,031	-	(\$ 3,564)	-
8349 Income tax related to components of other comprehensive income that will not be reclassified to profit or loss	6(20)	<u>(5,206)</u>	<u>-</u>	<u>713</u>	<u>-</u>
8310 Other comprehensive income (loss) that will not be reclassified to profit or loss		<u>20,825</u>	<u>-</u>	<u>(2,851)</u>	<u>-</u>
Components of other comprehensive income that will be reclassified to profit or loss					
8361 Exchange differences on translation of foreign operations		174,548	-	(47,664)	-
8370 Share of other comprehensive income (loss) of associates and joint ventures accounted for using equity method	6(5)	4,735	-	(7,130)	-
8399 Income tax relating to components of other comprehensive income that will be reclassified to profit or loss	6(20)	<u>(35,338)</u>	<u>-</u>	<u>10,960</u>	<u>-</u>
8360 Other comprehensive income (loss) that will be reclassified to profit or loss		<u>143,945</u>	<u>-</u>	<u>(43,834)</u>	<u>-</u>
8300 Other comprehensive income (loss), net of tax		<u>\$ 164,770</u>	<u>-</u>	<u>(\$ 46,685)</u>	<u>-</u>
8500 Total Comprehensive Income		<u>\$ 1,922,060</u>	<u>3</u>	<u>\$ 2,054,544</u>	<u>4</u>
Profit (loss) attributable to:					
8610 Owners of the parent		\$ 1,800,125	3	\$ 2,161,833	4
8620 Non-controlling interests		(42,835)	-	(60,604)	-
Total		<u>\$ 1,757,290</u>	<u>3</u>	<u>\$ 2,101,229</u>	<u>4</u>
Comprehensive income (loss) attributable to:					
8710 Owners of the parent		\$ 1,962,302	3	\$ 2,115,141	4
8720 Non-controlling interests		(40,242)	-	(60,597)	-
Total		<u>\$ 1,922,060</u>	<u>3</u>	<u>\$ 2,054,544</u>	<u>4</u>
9750 Basic earnings per share (in dollars)	6(21)	<u>\$ 8.94</u>		<u>\$ 10.96</u>	
9850 Diluted earnings per share (in dollars)	6(21)	<u>\$ 8.27</u>		<u>\$ 10.47</u>	

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

MARKETECH INTERNATIONAL CORP. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

	Notes	Equity attributable to owners of the parent						Financial statements translation differences of foreign operations	Total	Non-controlling interests	Total equity
		Share capital - ordinary shares	Capital Surplus - share premium	Capital Surplus - others	Legal reserve	Special reserve	Unappropriated retained earnings				
Year ended December 31, 2023											
Balance at January 1, 2023		\$ 1,950,284	\$ 1,762,375	\$ 24,955	\$ 1,087,737	\$ 256,24	\$ 4,461,219	(\$ 182,589)	\$ 9,360,225	\$ 125,923	\$ 9,486,148
Profit (loss) for the year		-	-	-	-	-	2,161,833	-	2,161,833	(60,604)	2,101,229
Other comprehensive income (loss)		-	-	-	-	-	(2,851)	(43,841)	(46,692)	7	(46,685)
Total comprehensive income (loss)		-	-	-	-	-	2,158,982	(43,841)	2,115,141	(60,597)	2,054,544
Appropriations and distribution of 2022 retained earnings:	6(15)										
Legal reserve		-	-	-	222,842	-	(222,842)	-	-	-	-
Special reserve		-	-	-	-	(73,655)	73,655	-	-	-	-
Cash dividends		-	-	-	-	-	(1,105,811)	-	(1,105,811)	-	(1,105,811)
Conversion of convertible bonds	6(10)(13)(14)	62,870	603,371	(18,762)	-	-	-	-	647,479	-	647,479
Due to recognition of equity component of convertible bonds issued	6(10)(14)	-	-	126,247	-	-	-	-	126,247	-	126,247
Change in non-controlling interests		-	-	-	-	-	-	-	-	27,432	27,432
Balance at December 31, 2023		<u>\$ 2,013,154</u>	<u>\$ 2,365,746</u>	<u>\$ 132,440</u>	<u>\$ 1,310,579</u>	<u>\$ 182,58</u>	<u>\$ 5,365,203</u>	<u>(\$ 226,430)</u>	<u>\$ 11,143,281</u>	<u>\$ 92,758</u>	<u>\$ 11,236,039</u>
Year ended December 31, 2024											
Balance at January 1, 2024		\$ 2,013,154	\$ 2,365,746	\$ 132,440	\$ 1,310,579	\$ 182,58	\$ 5,365,203	(\$ 226,430)	\$ 11,143,281	\$ 92,758	\$ 11,236,039
Profit (loss) for the year		-	-	-	-	-	1,800,125	-	1,800,125	(42,835)	1,757,290
Other comprehensive income for the year		-	-	-	-	-	20,825	141,352	162,177	2,593	164,770
Total comprehensive income (loss)		-	-	-	-	-	1,820,950	141,352	1,962,302	(40,242)	1,922,060
Appropriations and distribution of 2023 retained earnings:	6(15)										
Legal reserve		-	-	-	216,413	-	(216,413)	-	-	-	-
Special reserve		-	-	-	-	43,841	(43,841)	-	-	-	-
Cash dividends		-	-	-	-	-	(1,207,893)	-	(1,207,893)	-	(1,207,893)
Changes in ownership interest in subsidiaries	6(14)	-	-	1,296	-	-	-	-	1,296	-	1,296
Conversion of convertible bonds	6(10)(13)(14)	8	95	(5)	-	-	-	-	98	-	98
Change in non-controlling interests		-	-	-	-	-	-	-	-	74,270	74,270
Balance at December 31, 2024		<u>\$ 2,013,162</u>	<u>\$ 2,365,841</u>	<u>\$ 133,731</u>	<u>\$ 1,526,992</u>	<u>\$ 226,43</u>	<u>\$ 5,718,006</u>	<u>(\$ 85,078)</u>	<u>\$ 11,899,084</u>	<u>\$ 126,786</u>	<u>\$ 12,025,870</u>
Year ended December 31, 2023											

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

MARKETECH INTERNATIONAL CORP. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

		Year ended December 31,	
	Notes	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before tax		\$ 2,637,411	\$ 2,837,160
Adjustments			
Adjustments to reconcile profit (loss)			
Net gain on financial assets at fair value through profit or loss	6(2)(18)	(331,819)	(491,654)
Expected credit loss	12(2)	301,755	167,117
Share of loss (profit) of associates and joint ventures accounted for using equity method	6(5)	27,242	(5,044)
Depreciation	6(6)(7)(19)	967,064	634,300
Amortization	6(19)	42,245	35,717
Loss (gain) on disposal of property, plant and equipment		2,178	(25,337)
Loss (gain) on lease modification	6(7)	1,118	(408)
Interest income		(101,575)	(94,130)
Interest expense		467,040	341,758
Dividend income	6(17)	(51,102)	(27,694)
Gain on disposal of investments	6(22)	(1,228)	-
Onerous contract loss	6(4)	103,409	-
Changes in operating assets and liabilities			
Changes in operating assets			
Contract assets – current		3,851,595	(4,470,950)
Notes receivable, net		89,257	(142,685)
Notes receivable – related parties, net		(26)	60
Accounts receivable, net		1,642,978	(2,539,015)
Accounts receivable – related parties, net		(3,070)	60,976
Other receivables		(11,271)	(18,978)
Inventories		(464,760)	(1,193,162)
Prepayments		647,613	(597,448)
Other current assets		47,852	68,386
Changes in operating liabilities			
Contract liabilities – current		1,656,881	2,921,719
Notes payable		160,433	(419,007)
Notes payable – related parties		(2,327)	3,848
Accounts payable		915,434	(400,128)
Accounts payable – related parties		3,309	(1,485)
Other payables		(342,785)	186,664
Other current liabilities		(35,194)	8,606
Other non-current liabilities		(2,875)	(2,583)
Cash inflow (outflow) generated from operations		12,216,782	(3,163,397)
Interest received		100,513	94,308
Dividends received		51,102	27,694
Interest paid		(433,492)	(314,731)
Income tax received		99,179	-
Income tax paid		(1,116,687)	(818,140)
Net cash flows from (used in) operating activities		10,917,397	(4,174,266)

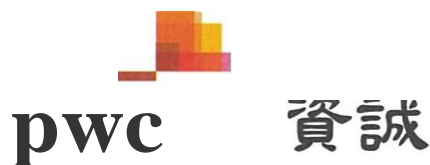
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MARKETECH INTERNATIONAL CORP. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

		Year ended December 31,	
	Notes	2024	2023
<u>CASH FLOWS FROM INVESTING ACTIVITIES</u>			
Acquisition of financial assets at fair value through profit or loss		(\$ 182,024)	(\$ 233,213)
Proceeds from disposal of financial assets at fair value through profit or loss		110,065	31,522
Acquisition of financial assets at amortized cost		(6,905)	(24,306)
Proceeds from disposal of financial assets at amortized cost		8,200	25,195
Acquisition of investments accounted for using equity method		-	(56,840)
Acquisition of property, plant and equipment	6(6)	(1,314,553)	(234,765)
Proceeds from disposal of property, plant and equipment	6(6)	617	318
Acquisition of right-of-use assets		(37,027)	(7,663)
Acquisition of intangible assets		(39,363)	(23,738)
Decrease (increase) in refundable deposits		75,609	(7,042)
Other investing activities		8,174	-
Decrease (increase) in other non-current assets		377	(32,112)
Dividends received		-	3,868
Proceeds from disposal of subsidiaries	6(22)	27,695	-
Net cash flows used in investing activities		(1,349,135)	(558,776)
<u>CASH FLOWS FROM FINANCING ACTIVITIES</u>			
(Decrease) increase in short-term borrowings	6(24)	(3,968,603)	4,381,214
Increase in long-term borrowings	6(24)	-	20,000
Proceeds from issuance of bonds	6(10)(24)	-	2,495,000
Repayment of bonds	6(10)(24)	-	(1,600)
Repayment of long-term borrowings	6(24)	(2,406)	-
Repayment of lease principal	6(7)(24)	(581,434)	(253,374)
(Decrease) increase in guarantee deposits received		(572)	963
Cash dividends paid	6(15)	(1,207,893)	(1,105,811)
Changes in non-controlling interests		75,568	27,432
Net cash flows (used in) from financing activities		(5,685,340)	5,563,824
Effect of exchange rate changes on cash and cash equivalents		349,706	(101,993)
Net increase in cash and cash equivalents		4,232,628	728,789
Cash and cash equivalents at beginning of year	6(1)	7,210,086	6,481,297
Cash and cash equivalents at end of year	6(1)	\$ 11,442,714	\$ 7,210,086

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

II. 2024 Parent Company only Financial Statements and Report of Independent Accountants



INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Stockholders of Marketch International Corp.

Opinion

We have audited the accompanying parent company only balance sheets of Marketch International Corp. (the “Company”) as at December 31, 2024 and 2023, and the parent company only statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the parent company only financial statements, including a summary of material accounting policies.

In our opinion, the accompanying parent company only financial statements present fairly, in all material respects, the financial position of the Company as at 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”.

Basis for opinion

We conducted our audits in accordance with the “Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants” and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the *Auditors’ responsibilities for the audit of the parent company only financial statements* section of our report. We are independent of the Company in accordance with the Norm of Professional Ethics for Certified Public 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 company only financial statements for the year ended December 31, 2024. These matters were addressed in the context of our audit of the parent company only financial statements as a whole and, in forming our opinion thereon, we do not provide a separate opinion on these matters.

Key audit matters on the parent company only financial statements for the year ended December 31, 2024 were as follows:

Recognition of construction contract revenue

Description

Refer to Note 4(27) for accounting policy on construction contract revenue, Note 5(2) for the details of uncertainty of construction contract accounting estimation and assumptions, and Notes 6(16) and 6(4) for details of construction contract revenue and construction contract cost.

The Company recognized revenue and profit by using the percentage of completion method. This method is also being used to calculate the cost for each contract at year-end. Management will re-evaluate the cost if the budget had increased or decreased, and depending on the cost after adjustment, the percentage of completion will be recalculated. The construction contract revenue may be affected by the appropriateness of determination of cost and estimated cost. Thus, we considered this as one of the key audit matters.

How our audit addressed the matter

Our audit procedures performed in the Company and its subsidiaries (recognized as investments accounted for under equity method) for the above matter are as follows:

- A. Obtained an understanding of the management's control system and determined whether the contract had been created or significantly changed with respect to estimated cost.
- B. Obtained the newly added construction contracts list for this fiscal year, and checked whether the total contract price is equal to the amount being used to calculate construction contract revenue. Ascertained whether any additional construction supplements can be traced back to supplementary contracts.
- C. Checked the significant newly added construction projects, sample tested the construction costs incurred, estimation sheets and subcontract plans, and ascertained whether these have been approved appropriately by the management.
- D. Checked the significant changes in the estimation of construction cost, and ascertained whether the revised plan had been approved by the management.
- E. Obtained the billing details and selected samples of related vouchers by using statistical procedure to check the correctness of input cost in engineering reports and confirmed whether the current input costs have been accounted for appropriately.

Valuation of loss allowance for accounts receivable

Description

Refer to Notes 4(27) and (8) for accounting policy on accounts receivable, Note 5(2) for accounting estimates and assumption uncertainty in relation to loss allowance for accounts receivable, and Note 6(3) for the details of accounts receivable.

The Company assesses impairment of accounts receivable in accordance with IFRS 9, 'Financial instruments'. The Company first classified accounts receivable into two categories, namely, sales and construction, and are then subdivided as to whether the receivable accounts are subject to individual assessment or group assessment. For accounts receivable subject to group assessment, the Company referred to the historical loss rates and used the forecastability to estimate expected credit loss in order to assess the unrecoverable amounts. For accounts receivable subject to individual assessment, loss allowance is recognized on a case by case basis. The estimation of the above expected credit loss is affected by various factors, such as customers' financial conditions, historical transaction records and current economic conditions, etc. Therefore, the relevant supporting documents related to management's judgment are determined to be areas of focus for this year's audit.

As the valuation of loss allowance for accounts receivable involved management's subjective judgement and the valuation amount was material to the financial statements, we considered the valuation of allowance for uncollectible accounts as one of the key audit matters.

How our audit addressed the matter

Our audit procedures performed in the Company and its subsidiaries (recognized as investments accounted for under equity method) for the above matter are as follows:

- A. Obtained an understanding of the process which management used to evaluate the collectability of accounts receivable.
- B. Ensured that the classification of impairment for a group of accounts receivable is appropriate and in accordance with the Company's accounting policy.
- C. Checked the details of significant impairment recognized by the management against the supporting documents to verify appropriateness.
- D. Verified the subsequent collection details of significant accounts receivable.
- E. Obtained the details of significant accounts receivable which have not yet been collected at year end, and re-evaluated the appropriateness.

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

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

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

Those charged with governance, including the audit committee, are responsible for overseeing the Company’s financial reporting process.

Auditors’ responsibilities for the audit of the parent company only financial statements

Our objectives are to obtain reasonable assurance about whether the parent company only financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an 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 Standards on Auditing of the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these parent company only financial statements.

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

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

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

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

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

SUNG-TSE WANG

Lin, Chun-Yao

For and on Behalf of PricewaterhouseCoopers, Taiwan

February 24, 2025

The accompanying parent company only financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China.

Accordingly, the accompanying parent company only financial statements and independent auditors' report are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice.

As the financial statements are the responsibility of the management, PricewaterhouseCoopers cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

MARKETECH INTERNATIONAL CORP.
PARENT COMPANY ONLY BALANCE SHEETS
DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

Assets		Notes	December 31, 2024		December 31, 2023	
			AMOUNT	%	AMOUNT	%
Current assets						
1100	Cash and cash equivalents	6(1)	\$ 3,974,233	12	\$ 2,771,744	8
1110	Financial assets at fair value through profit or loss - current	6(2)	66,781	-	164,696	-
1140	Current contract assets	6(16) and 7	5,608,047	17	7,005,580	21
1150	Notes receivable, net	6(3)	11,924	-	10,468	-
1160	Notes receivable due from related parties, net	6(3) and 7	124	-	98	-
1170	Accounts receivable, net	6(3)	4,326,882	13	5,513,142	17
1180	Accounts receivable - related parties, net	6(3) and 7	157,293	1	110,765	-
1200	Other receivables		6,834	-	15,525	-
1210	Other receivables - related parties	7	738,108	2	630,621	2
130X	Inventories, net	6(4)	6,470,748	20	6,255,155	19
1410	Prepayments		752,016	2	857,542	3
1470	Other current assets	8	112,619	-	187,032	1
11XX	Total current assets		22,225,609	67	23,522,368	71
Non-current assets						
1510	Financial assets at fair value through profit or loss - non-current	6(2)	1,716,298	5	1,224,900	4
1550	Investments accounted for using equity method	6(5) and 7	4,009,639	12	4,388,230	13
1600	Property, plant and equipment, net	6(6) and 7	3,140,722	10	2,096,066	6
1755	Right-of-use assets	6(7)	1,558,365	5	1,445,586	5
1780	Intangible assets	7	72,173	-	71,455	-
1840	Deferred tax assets	6(20)	160,130	1	207,583	1
1900	Other non-current assets	8	52,511	-	49,472	-
15XX	Total non-current assets		10,709,838	33	9,483,292	29
1XXX	Total Assets		\$ 32,935,447	100	\$ 33,005,660	100

(Continued)

MARKETECH INTERNATIONAL CORP.
PARENT COMPANY ONLY BALANCE SHEETS
DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

Liabilities and Equity			December 31, 2024		December 31, 2023				
			Notes	AMOUNT	%	AMOUNT	%		
Current liabilities									
2100	Short-term borrowings	6(8)	\$	3,800,000	11	\$	6,100,000	19	
2130	Current contract liabilities	6(16)		5,507,233	17		4,633,463	14	
2150	Notes payable			1,903,427	6		1,741,753	5	
2160	Notes payable - related parties	7		12,507	-		32,438	-	
2170	Accounts payable			4,237,303	13		3,731,922	11	
2180	Accounts payable - related parties	7		27,952	-		93,636	-	
2200	Other payables	6(9)		610,700	2		756,572	2	
2230	Current tax liabilities			238,013	1		378,442	1	
2250	Current provisions			307,661	1		-	-	
2280	Current lease liabilities			158,344	-		129,513	1	
2399	Other current liabilities			23,787	-		59,994	-	
21XX	Total current liabilities			16,826,927	51		17,657,733	53	
Non-current liabilities									
2530	Bonds payable	6(10)		2,434,568	8		2,391,712	7	
2540	Long-term borrowings	6(11)		200,000	1		200,000	1	
2570	Deferred tax liabilities	6(20)		32,791	-		134,401	-	
2580	Non-current lease liabilities			1,422,369	4		1,333,954	4	
2640	Net defined benefit liability - non-current	6(12)		110,181	-		139,087	1	
2670	Other non-current liabilities	6(5)		9,527	-		5,492	-	
25XX	Total non-current liabilities			4,209,436	13		4,204,646	13	
2XXX	Total Liabilities			21,036,363	64		21,862,379	66	
Equity									
	Share capital	6(13)							
3110	Ordinary shares			2,013,162	6		2,013,154	6	
	Capital surplus	6(14)							
3200	Capital surplus			2,499,572	7		2,498,186	8	
	Retained earnings	6(15)							
3310	Legal reserve			1,526,992	5		1,310,579	4	
3320	Special reserve			226,430	1		182,589	1	
3350	Unappropriated retained earnings			5,718,006	17		5,365,203	16	
	Other equity interest								
3400	Other equity interest		(85,078)	-	(226,430)	(1)
3XXX	Total Equity			11,899,084	36		11,143,281	34	
	Significant contingent liabilities and unrecognized contract commitments	7 and 9							
	Significant events after the balance sheet date	11							
3X2X	Total Liabilities and Equity		\$	32,935,447	100	\$	33,005,660	100	

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

MARKETECH INTERNATIONAL CORP.
PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars, except for earnings per share amount)

			Year ended December 31			
Items		Notes	2024		2023	
			AMOUNT	%	AMOUNT	%
4000	Operating Revenue	6(16) and 7	\$ 29,521,096	100	\$ 28,394,864	100
5000	Operating Costs	6(4)(19) and 7	(25,849,127)	(88)	(24,774,033)	(87)
5900	Gross Profit		<u>3,671,969</u>	<u>12</u>	<u>3,620,831</u>	<u>13</u>
	Operating Expenses	6(19) and 7				
6100	Sales and marketing expenses		(479,032)	(2)	(434,063)	(2)
6200	General and administrative expenses		(958,059)	(3)	(946,695)	(3)
6300	Research and development expenses		(241,039)	(1)	(253,237)	(1)
6450	Expected credit loss	12(2)	(53,087)	-	(33,047)	-
6000	Total operating expenses		<u>(1,731,217)</u>	<u>(6)</u>	<u>(1,667,042)</u>	<u>(6)</u>
6900	Operating Profit		<u>1,940,752</u>	<u>6</u>	<u>1,953,789</u>	<u>7</u>
	Non-operating Income and Expenses					
7100	Interest income	7	120,544	1	49,388	-
7010	Other income	6(17) and 7	159,414	1	162,777	1
7020	Other gains and losses	6(2)(18)	614,948	2	510,386	2
7050	Finance costs		(173,436)	(1)	(143,014)	(1)
7070	Share of (loss) profit of subsidiaries, associates and joint ventures accounted for using equity method	6(5)	<u>(474,746)</u>	<u>(2)</u>	<u>80,115</u>	<u>-</u>
7000	Total non-operating income and expenses		<u>246,724</u>	<u>1</u>	<u>659,652</u>	<u>2</u>
7900	Profit before Income Tax		<u>2,187,476</u>	<u>7</u>	<u>2,613,441</u>	<u>9</u>
7950	Income tax expense	6(20)	(387,351)	(1)	(451,608)	(2)
8200	Net Income		<u>\$ 1,800,125</u>	<u>6</u>	<u>\$ 2,161,833</u>	<u>7</u>
	Other Comprehensive Income (Loss)					
	Components of other comprehensive income (loss) that will not be reclassified to profit or loss					
8311	Gain (loss) on remeasurements of defined benefit plan	6(12)	\$ 26,031	-	(\$ 3,564)	-
8349	Income tax related to components of other comprehensive (loss) income that will not be reclassified to profit or loss	6(20)	<u>(5,206)</u>	<u>-</u>	<u>713</u>	<u>-</u>
8310	Other comprehensive income (loss) that will not be reclassified to profit or loss		<u>20,825</u>	<u>-</u>	<u>(2,851)</u>	<u>-</u>
	Components of other comprehensive income (loss) that will be reclassified to profit or loss					
8361	Exchange differences on translation of foreign operations		171,954	1	(47,663)	-
8380	Share of other comprehensive income (loss) of associates and joint ventures accounted for using equity method	6(5)	4,736	-	(7,138)	-
8399	Income tax relating to components of other comprehensive income that will be reclassified to profit or loss	6(20)	<u>(35,338)</u>	<u>-</u>	<u>10,960</u>	<u>-</u>
8360	Other comprehensive income (loss) that will be reclassified to profit or loss		<u>141,352</u>	<u>1</u>	<u>(43,841)</u>	<u>-</u>
8300	Other comprehensive income (loss), net of tax		<u>\$ 162,177</u>	<u>1</u>	<u>(\$ 46,692)</u>	<u>-</u>
8500	Total Comprehensive Income		<u>\$ 1,962,302</u>	<u>7</u>	<u>\$ 2,115,141</u>	<u>7</u>
9750	Basic earnings per share (in dollars)	6(21)	\$ 8.94		\$ 10.96	
9850	Diluted earnings per share (in dollars)	6(21)	\$ 8.27		\$ 10.47	

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

MARKETECH INTERNATIONAL CORP.
PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

	Notes	Share capital – ordinary shares	Capital Reserves		Retained Earnings			Financial statement translation differences of foreign operations	Total equity
			Capital surplus – share premium	Capital Surplus – others	Legal reserve	Special reserve	Unappropriated retained earnings		
<u>Year ended December 31, 2023</u>									
Balance at January 1, 2023		\$ 1,950,284	\$ 1,762,375	\$ 24,955	\$ 1,087,737	\$ 256,244	\$ 4,461,219	(\$ 182,589)	\$ 9,360,225
Profit for the year		-	-	-	-	-	2,161,833	-	2,161,833
Other comprehensive loss for the year		-	-	-	-	-	(2,851)	(43,841)	(46,692)
Total comprehensive income (loss)		-	-	-	-	-	2,158,982	(43,841)	2,115,141
Appropriations and distribution of 6(15) earnings for 2022									
Legal reserve		-	-	-	222,842	-	(222,842)	-	-
Special reserve		-	-	-	-	(73,655)	73,655	-	-
Cash dividends		-	-	-	-	-	(1,105,811)	-	(1,105,811)
Conversion of convertible bonds 6(10)(13)(14)		62,870	603,371	(18,762)	-	-	-	-	647,479
Due to recognition of equity component6(10)(14) of convertible bonds issued		-	-	126,247	-	-	-	-	126,247
Balance at December 31, 2023		\$ 2,013,154	\$ 2,365,746	\$ 132,440	\$ 1,310,579	\$ 182,589	\$ 5,365,203	(\$ 226,430)	\$ 11,143,281
<u>Year ended December 31, 2024</u>									
Balance at January 1, 2024		\$ 2,013,154	\$ 2,365,746	\$ 132,440	\$ 1,310,579	\$ 182,589	\$ 5,365,203	(\$ 226,430)	\$ 11,143,281
Profit for the year		-	-	-	-	-	1,800,125	-	1,800,125
Other comprehensive income for the year		-	-	-	-	-	20,825	141,352	162,177
Total comprehensive income		-	-	-	-	-	1,820,950	141,352	1,962,302
Appropriations and distribution of 6(15) earnings for 2023									
Legal reserve		-	-	-	216,413	-	(216,413)	-	-
Special reserve		-	-	-	-	43,841	(43,841)	-	-
Cash dividends		-	-	-	-	-	(1,207,893)	-	(1,207,893)
Changes in ownership interest in 6(14) subsidiaries		-	-	1,296	-	-	-	-	1,296
Conversion of convertible bonds 6(10)(13)(14)		8	95	(5)	-	-	-	-	98
Balance at December 31, 2024		\$ 2,013,162	\$ 2,365,841	\$ 133,731	\$ 1,526,992	\$ 226,430	\$ 5,718,006	(\$ 85,078)	\$ 11,899,084

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

MARKETECH INTERNATIONAL CORP.
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

	Notes	Year ended December 31,	
		2024	2023
<u>CASH FLOWS FROM OPERATING ACTIVITIES</u>			
Profit before tax		\$ 2,187,476	\$ 2,613,441
Adjustments			
Adjustments to reconcile profit (loss)			
Net gain on financial assets or liabilities at fair value through profit or loss	6(2)(18)	(331,819)	(491,654)
Expected credit loss	12(2)	53,087	33,047
Share of loss (profit) of subsidiaries, associates and joint ventures accounted for using equity method	6(5)	474,746	(80,115)
Depreciation	6(6)(7)(19)	410,734	311,381
Amortization	6(19)	34,468	28,582
Gain on disposal of property, plant and equipment	6(6)(18)	(410)	(32)
Gain on lease modification	6(7)(18)	(386)	(7)
Interest income	7	(120,544)	(49,388)
Interest expense		173,436	143,014
Dividend income	6(17)	(51,102)	(27,694)
Gain on reversal of onerous contract		(34,070)	-
Changes in operating assets and liabilities			
Changes in operating assets			
Current contract assets		1,739,263	14,180
Notes receivable, net		(1,456)	(5,957)
Notes receivable - related parties, net		(26)	(3)
Accounts receivable, net		1,133,173	1,661,956
Accounts receivable - related parties, net		(46,528)	(33,547)
Other receivables		121,048	2,368
Other receivables - related parties, net		(107,487)	(3,515)
Inventories, net		(215,593)	(840,509)
Prepayments		105,526	(82,076)
Other current assets		31,052	(10,103)
Changes in operating liabilities			
Current contract liabilities		873,770	792,011
Notes payable		161,674	(423,486)
Notes payable - related parties		(19,931)	29,629
Accounts payable		505,381	(425,845)
Accounts payable - related parties		(65,684)	65,326
Other payables		(141,092)	(149,709)
Other current liabilities		(36,207)	9,714
Other non-current liabilities		(2,875)	(2,583)
Cash inflow (outflow) generated from operations		6,829,624	(245,486)
Interest received		120,544	49,388
Dividends received		51,102	27,694
Interest paid		(135,262)	(120,397)
Income tax paid		(622,481)	(421,316)
Net cash flows from (used in) operating activities		6,243,527	710,117

(Continued)

MARKETECH INTERNATIONAL CORP.
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

	Notes	Year ended December 31,	
		2024	2023
<u>CASH FLOWS FROM INVESTING ACTIVITIES</u>			
Acquisition of financial assets at fair value through profit or loss		(\$ 182,024)	(\$ 233,213)
Proceeds from disposal of financial assets at fair value through profit or loss		110,065	31,522
Increase in other receivables – related parties		(110,449)	(442,124)
Acquisition of investments accounted for using equity method – non-subsiidiaries	7	-	(56,840)
Acquisition of investments accounted for using equity method – subsidiaries	7	(679,566)	(754,875)
Acquisition of property, plant and equipment	6(6)	(1,271,182)	(211,020)
Proceeds from disposal of property, plant and equipment	6(6)	412	44
Acquisition of right-of-use assets		(9,139)	(426)
Acquisition of intangible assets		(35,186)	(22,573)
Decrease (increase) in refundable deposits		39,944	(50,735)
Decrease (increase) in other non-current assets		377	(1,100)
Dividends received		766,218	302,484
Other investing activities		8,174	-
Net cash flows used in investing activities		(1,362,356)	(1,438,856)
<u>CASH FLOWS FROM FINANCING ACTIVITIES</u>			
(Decrease) increase in short-term borrowings	6(23)	(2,300,000)	1,000,000
(Decrease) increase in guarantee deposits received		(573)	963
Repayments of lease principal	6(7)(23)	(170,216)	(111,833)
Proceeds from issuance of bonds	6(10)(23)	-	2,495,000
Cash dividends paid	6(15)	(1,207,893)	(1,105,811)
Repayments of bonds	6(10)(23)	-	(1,600)
Net cash flows (used in) from financing activities		(3,678,682)	2,276,719
Net increase in cash and cash equivalents		1,202,489	127,746
Cash and cash equivalents at beginning of year	6(1)	2,771,744	2,643,998
Cash and cash equivalents at end of year	6(1)	\$ 3,974,233	\$ 2,771,744

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

【Annex 3: Audit Committee's Review Report in 2024】

Marketch International Corp.

Audit Committee's Review Report

To: The 2024 Annual General Shareholders' Meeting of Marketch International Corp.

We, as the Audit Committee of MIC Group, have audited the 2024 Business Report, Financial Statements and Earnings Distribution Proposal made and submitted by the board of directors. The said Financial Statements were audited by Independent Accountant Wang, Sung-Tse and Independent Accountant Lin Chun-Yao of PricewaterhouseCoopers (PwC) Taiwan, and are supported with an audit report issued by PwC. We believe that there is no inconsistent information of aforementioned Business Report, Financial Statements and Earnings Distribution Proposal and hereby submit these documents to you according to Article 14-4 of Securities and Exchange Act and Article 219 of the Company Act.

Sincerely yours,

Chairperson of Audit Committee, Lin Hsiao-Min

February 24, 2025

【Annex 4: Status of implementing thg provision of endorsements and guarantees to others in 2024】

Marketch International Corp. and Subsidiaries Endorsements and Guarantees to outside parties For the year ended December 31, 2024

Unit: NT\$ thousands

Endorser / Guarantor	Endorsee / Guarantee		Shareholding (%)	Limit on endorsements / guarantees provided for a single party (Note 2 and 3)	Maximum outstanding endorsements / guarantees (Note 4)	Outstanding endorsements / guarantees at period end (Note 5)	Actual drawdown amount (Note 6)	Ceiling on total amount of endorsement / guarantee (Note 2 and 3)	Content of Guarantee
	Company Name	Relationship							
Marketch International Corp.	Marketch Integrated Pte Ltd.	Note 1(2)	100%	\$ 5,949,542	\$ 83,816	\$ 69,977	\$ 38,608	\$ 11,899,084	Provide a guarantee certificate for financing.
Marketch International Corp.	MIC-Tech (Shanghai) Corp.	Note 1(2)	100%	5,949,542	1,020,002	822,303	54,808	11,899,084	Provide promissory notes as bank loan guarantee.
Marketch International Corp.	MIC-Tech (WuXi) Co., Ltd..	Note 1(2)	100%	5,949,542	324,521	324,012	96,553	11,899,084	Provide promissory notes as bank loan guarantee.
Marketch International Corp.	MIC-Tech Electronics Engineering Corp.	Note 1(2)	100%	5,949,542	2,829,390	2,466,707	1,111,175	11,899,084	Provide promissory notes as bank loan guarantee and signed a contract for joint guarantee.
Marketch International Corp.	Shanghai Machua Electronics Engineering Co., Ltd.	Note 1(2)	87%	5,949,542	33,075	-	-	11,899,084	Signed a contract for joint guarantee.
Marketch International Corp.	Marketch International Sdn. Bhd.	Note 1(2)	100%	5,949,542	131,140	131,140	19,763	11,899,084	Provide Standby Letter of Credit as bank loan guarantee.
Marketch International Corp.	eZoom Information, Inc.	Note 1(2)	100%	5,949,542	140,000	70,000	10,406	11,899,084	Provide promissory notes as bank loan guarantee.
Marketch International Corp.	Te Chang Construction Co., LTD.,	Note 1(5)	0%	5,949,542	48,662	22,845	22,845	11,899,084	Provide banker's letter of guarantee for joint guarantee.
Marketch International Corp.	Marketch International Corporation USA	Note 1(2)	100%	5,949,542	1,953,680	1,147,475	1,030,637	11,899,084	Provide promissory notes, guarantee certificate as bank loan guarantee, and signed a contract for joint guarantee.
Marketch International Corp.	MIC-Tech Viet Nam Co., Ltd.	Note 1(2)	100%	5,949,542	147,758	147,533	7,112	11,899,084	Provide promissory notes as bank loan guarantee.
Marketch International Corp.	Marketch Co., Ltd.	Note 1(2)	100%	5,949,542	49,178	49,178	-	11,899,084	Provide promissory notes as bank loan guarantee.
MIC-Tech Electronics Engineering Corp.	Marketch International Corp.	Note 1(3)	0%	2,000,637	164,077	163,828	163,828	3,334,395	Signed a contract for joint guarantee.
MIC-Tech Electronics Engineering Corp.	The Second Construction Co., Ltd. of China Electronics System Engineering	Note 1(5)	0%	2,000,637	1,157	1,140	1,140	3,334,395	Signed a contract for joint guarantee.
MIC-Tech Electronics Engineering Corp.	MIC-Tech (Shanghai) Corp.	Note 1(4)	0%	2,000,637	104,292	104,133	104,133	3,334,395	Signed a contract for joint guarantee.
MIC-Tech (Shanghai) Corp.	MIC-Tech Electronics Engineering Corp.	Note 1(4)	0%	2,739,231	315,342	310,694	310,694	4,565,385	Signed a contract for joint guarantee.

Note 1: Relationship between the endorser/guarantor and the party being endorsed/guaranteed is classified into the following seven categories; fill in the number of category each case belongs to:

- (1) Having business relationship.
- (2) The endorser/guarantor parent company owns directly and indirectly more than 50% voting shares of the endorsed/guaranteed subsidiary.
- (3) The endorsed/guaranteed company owns directly and indirectly more than 50% voting shares of the endorser/guarantor parent company.
- (4) The endorser/guarantor parent company owns directly and indirectly more than 90% voting shares of the endorsed/guaranteed company.
- (5) Mutual guarantee of the trade made by the endorsed/guaranteed company or joint contractor as required under the construction contract.
- (6) Due to joint venture, all shareholders provide endorsements/guarantees to the endorsed/guaranteed company in proportion to its ownership.
- (7) Joint guarantee of the performance guarantee for pre-sold home sales contract as required under the Consumer Protection Act.

Note 2: Limit on endorsements and guarantees stated in "Regulations Governing Loaning of Funds and Making of Endorsements/ Guarantees by Public Companies":

- (1) In accordance with mutual guarantee requirement in the same industry for contracting constructions, limit on the total amount is 5 times of the Company's net assets.
- (2) Endorsement guarantees engaged in business relationship, the limit of endorsement guarantee for a single enterprise shall not exceed the total amount of business transactions between the two parties within the twelve-month period before the endorsement guarantee (the "business transaction amount" refers to the amount of purchases or sales between the two parties, whichever is higher)
- (3) For endorsements other than those mentioned in (1) and (2) above, limit on endorsement/guarantee to a single party is 50% of the Company's net assets.
- (4) The total amount of endorsement guarantees in (2) and (3) above shall not exceed the net value of the company.
- (5) The limit of endorsement guarantee by the company and its subsidiaries to a single enterprise shall not exceed the net value of the company; the total amount shall not exceed five times the net value of the company.

Note 3: Limit on endorsements and guarantees of the Group's subsidiary - MIC-Tech Electronics Engineering Corp. and MIC-Tech (Shanghai) Corp.

- (1) In accordance with mutual guarantee requirement in the same industry or the common builders for contracting constructions, or provision of endorsements and guarantees for joint ventures from shareholders in proportion to shareholding ratio, limit on the total amount is 5 times of the net assets of the endorser/guarantor on endorsement/guarantee to a single party is three times of the net assets of the endorser/guarantor.
- (2) Except for (1), the Group follows standards of endorsements and guarantees as below:

(2-1) Total amount:

(2-1-1) Limit on the accumulated endorsements and guarantees is 5 times of the net assets of the endorser/guarantor;

(2-1-2) Limit on endorsements and guarantees to a company of which the endorser company and the Company directly or indirectly holds 90%, should meet the requirement in (2-1-1) and may not exceed 10% of the ultimate parent's net assets.

(2-1-3) Total endorsements and guarantees of the endorser/guarantor and its subsidiaries are limited to 5 times of the net assets of the endorser/guarantor.

(2-2) Limit on endorsement/guarantee to a single party

(2-2-1) For the companies having business relationship with the endorser/guarantor and thus being provided endorsements/guarantees, limit on endorsements to a single party is the total value of business transactions within past 12 months. (the value of business transactions is the higher of purchase or sales)

(2-2-2) Limit on endorsement/guarantee to a single party who having business relationship with the Group is 3 times of the net assets of the endorser/guarantor.

Note 4: Fill in the year-to-date maximum outstanding balance of endorsements/guarantees provided as of the reporting period. (2024)

Note 5: The amount agreed by the Board of Directors until December 31, 2024. But the board of directors authorized the chairman of the board of directors to agree the amount in accordance with Article 12, Clause 8 of the Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies, which refer to amount determined by the chairman of the board of directors.

Note 6: Fill in the actual amount of endorsements/guarantees used by the endorsed/guaranteed company.

【Annex 5: Implementation of the 5th Domestic Unsecured Convertible Bonds in 2024.】

Marketch International Corp. Report on the execution of the 5th Domestic Unsecured Convertible Bonds

1. Issuance of Corporate Bonds

Type of Corporate Bond	The 5 th Domestic Unsecured Convertible Bonds.
Date of Resolution by the Board of Directors	March 17, 2023
Approval Reference Number from Financial Supervisory Commission	Official Letter of Jin-Guan-Zheng-Fa-Zhi No. 1120339091 issued on April 27, 2023.
Issuing Date	June 27, 2023
Denomination	NT\$100,000
Offering Price	Par
Total Amount	NT\$2,500,000,000
Coupon rate	0%
Tenor and Maturity Date	Tenor: Three Years Maturity Date: June 27, 2026
Methods of Redemption	Except for creditors who convert common shares according to Article 10 of Rules for Issuance and Conversion of Unsecured Convertible Bonds, or the Company redeems the bond prior to its maturity or repurchases the bond at the place of business of a securities firm for write-down according to Article 18 of the Rules for Issuance and Conversion, redemption will be made by cash at once according to the par value at maturity.
Outstanding	NT\$2,379,700,000 (as of March 31, 2025)
Latest conversion price	NT\$135.2 (as of March 31, 2025)

Note: Please refer to MIC Regulation of the 5th Domestic Unsecured Convertible Bonds and Conversion Measures.

2. Implementation Status

The Company's 5th domestic unsecured convertible bonds was issued on June 21, 2023, and was completed in the second quarter of 2023 according to the scheduled schedule.

3. Conversion Status

For the year ended December 31, 2024, the 5th domestic unsecured convertible bonds, issued by the Company, totaling NT\$100,000 had been converted into 739 shares of common stock.

As of March 31, 2025, the 5th domestic unsecured convertible corporate bonds issued by the Company had a total conversion amount of NT\$120,300,000, and a total of 889,756 ordinary shares were converted.

【Annex 6: Ratification of 2024 Earnings Distribution】

Marketech International Corp. Ratification of 2024 Earnings Distribution

Unit: NT\$

Items	Amount
Beginning unappropriated retained earnings	\$3,897,055,438
Plus: Retained earnings in 2024 (Note 1)	20,825,492
Total	3,917,880,930
Plus: Net income in 2024	1,800,124,411
Less: Legal reserve	(182,094,990)
Plus: Reversal of special reserve (Note 2)	134,191,079
Retained earning available for distribution	5,670,101,430
Distribution item(s): (Note 3)	
Shareholders' dividend – Cash dividends 6.00 / per share	(1,207,897,056)
Unappropriated retained earnings	<u>\$ 4,462,204,374</u>

Note: 1. Refers to re-measurements of defined benefit plans, which was recognized as other comprehensive income due to actuarial assumption variables of defined benefit / pension plan of 2024.

2. Per regulatory requirement of the Financial Supervisory Commission R.O.C (Taiwan) No. 1090150022 directive.
3. The distributed profit was generated mainly in 2024 as the priority.
4. Regarding the dividend distribution rate set in profit distribution proposal, if the 5th domestic unsecured convertible bonds converted to ordinary shares affect the number of the Company's ordinary shares outstanding and results in a change of shareholders' dividend declared ratio, it is hereby proposed at the Shareholders' Meeting to fully authorize the Chairman to make an adjustment according to the resolution of the board of directors.
5. The distributed cash dividends shall be counted only until digit in ones. Digits below shall all be rounded off. Fractional amount less than one dollar should be recorded as other income.

Chairman: Margaret Kao

President: Scott Lin

Accounting Director: Chi-Wen Chung

【Annex 7: Comparison Table of Amendments to the “Rules of Procedure for Board of Directors Meetings”】

Comparison Table of Amendments to the “Rules of Procedure for Board of Directors Meetings”

Article before the amendment	Article after the amendment	Explanations
<p>5.4 When the Board of Directors convenes, the Strategy Execution Office (or the unit designated by the Board) shall prepare relevant materials for reference by the attending directors at any time.</p> <p>When convening the Board meeting, relevant departments' non-director managerial personnel may be notified to attend depending on the agenda content. If necessary, the meeting may also invite accountants, lawyers, or other professionals to attend.</p> <p>The Chairman of the Board shall announce the opening of the meeting when the scheduled time arrives and when more than half of the directors are present.</p> <p>If, at the scheduled time, less than half of the directors are present, the Chairman may announce a postponement of the meeting, with a maximum of two postponements. If the attendance is still insufficient after two postponements, the Chairman may reconvene the meeting following the procedure</p>	<p>5.4 When the Board of Directors convenes, the Strategy Execution Office (or the unit designated by the Board) shall prepare relevant materials for reference by the attending directors at any time.</p> <p>When convening the Board meeting, relevant departments' non-director managerial personnel may be notified to attend depending on the agenda content. If necessary, the meeting may also invite accountants, lawyers, or other professionals to attend.</p> <p>The Chairman of the Board shall announce the opening of the meeting when the scheduled time arrives and when more than half of the directors are present.</p> <p>If, at the scheduled time, less than half of the directors are present, the Chairman may announce a postponement of the meeting <u>on the same day</u>, with a maximum of two postponements. If the attendance is still insufficient after two postponements, the Chairman may reconvene the meeting following the</p>	<p>To comply with provisions of regulations; itemized the article.</p>

Article before the amendment	Article after the amendment	Explanations
<p>outlined in section 4.2.</p> <p>The term "all directors" mentioned above refers to those who are currently in office.</p>	<p>procedure outlined in section 4.2.</p> <p>The term "all directors" mentioned above refers to those who are currently in office.</p>	
<p>5.7 The Board of Directors shall proceed with the meeting according to the agenda specified in the meeting notice. However, it may be changed with the consent of more than half of the attending directors. Without the consent of more than half of the attending directors, the Chairman shall not unilaterally announce the adjournment of the meeting.</p> <p>During the meeting, if the number of directors present does not reach a majority of the attending directors, upon a proposal by the attending directors, the Chairman shall announce a suspension of the meeting, and the provisions of Section 5.4, Paragraph 4, shall apply accordingly.</p>	<p>5.7 The Board of Directors shall proceed with the meeting according to the agenda specified in the meeting notice. However, it may be changed with the consent of more than half of the attending directors. Without the consent of more than half of the attending directors, the Chairman shall not unilaterally announce the adjournment of the meeting.</p> <p>During the meeting, if the number of directors present does not reach a majority of the attending directors, upon a proposal by the attending directors, the Chairman shall announce a suspension of the meeting, and the provisions of Section 5.4, Paragraph 4, shall apply accordingly.</p> <p><u>During the Board meeting, if the Chairman is unable to preside over the meeting or has not announced the adjournment of the meeting in accordance with the provisions of Paragraph 2, the selection of a substitute to preside over the meeting shall follow the provisions of Section 3.3 accordingly.</u></p>	<p>To comply with provisions of regulations; itemized the article.</p>

【Annex 8 : Comparison Table of Amendments to the “Articles of Incorporation” 】

Article before the amendment	Article after the amendment	Explanations
<p>Article 20</p> <p>If there is any surplus profit of the year, the Company shall firstly pay directors’ remuneration, which shall not exceed 3%. Then 1% to 15% of the remaining amount shall then be paid as employees’ remuneration. However, if the Company has any left-over deficit, the amount to make up the deficit shall be reserved in advance. Upon closing of accounts, if there is surplus profit, the Company shall firstly estimate and reserve the all taxes and dues, make up the losses for preceding years, set aside a legal reserve of 10% of the net profit and then set aside a special reserve in accordance with applicable laws or regulations of the competent authority. Then the remaining profit shall be added with the remaining profit of precedent year. The Board of Directors shall draft a surplus distribution proposal, in which will be submitted to shareholders’ meeting to decide whether to</p>	<p>Article 20</p> <p>If there is any surplus profit of the year, the Company shall firstly pay directors’ remuneration, which shall not exceed 3%. Then 1% to 15% of the remaining amount shall then be paid as employees’ remuneration.</p> <p><u>The total amount of employees' remuneration shall allocate 5% to 20% for the distribution of remuneration to grassroots employees.</u></p> <p>However, if the Company has any left-over deficit, the amount to make up the deficit shall be reserved in advance.</p> <p>Upon closing of accounts, if there is surplus profit, the Company shall firstly estimate and reserve the all taxes and dues, make up the losses for preceding years, set aside a legal reserve of 10% of the net profit and then set aside a special reserve in accordance with applicable laws or regulations of the competent authority. Then the remaining profit shall be added with the remaining profit of</p>	<p>To comply with provisions of regulations; itemized the article.</p>

Article before the amendment	Article after the amendment	Explanations
<p>distribute or reserve the surplus profit.</p> <p>However, if legal reserve amounts reach to the total paid-in capital, this provision shall not apply.</p>	<p>precedent year. The Board of Directors shall draft a surplus distribution proposal, in which will be submitted to shareholders' meeting to decide whether to distribute or reserve the surplus profit.</p> <p><u>In accordance with Article 240 of the Company Law, the Company authorizes the Board of Directors to decide, with the attendance of more than two-thirds of the directors and the approval of a majority of the attending directors, to distribute all or part of the dividends and bonuses or the statutory legal reserve and capital reserve as prescribed in Article 241 of the Company Law in the form of cash, and report to the shareholders' meeting. The requirement for approval by the shareholders' meeting mentioned in the previous paragraph shall not apply.</u></p> <p>However, if legal reserve amounts reach to the total paid-in capital, this provision shall not apply.</p>	

Article before the amendment	Article after the amendment	Explanations
<p>Article 22</p> <p>The Articles of Incorporation was established on December 22, 1988. The 1st amendment was made on February 2, 1990. The 2nd amendment was made on June 29, 1991. The 3rd amendment was made on June 20, 1992. The 4th amendment was made on November 11, 1992. The 5th amendment was made on June 21, 1994. The 6th amendment was made on July 20, 1995. The 7th amendment was made on October 9, 1996. The 8th amendment was made on June 6, 1998. The 9th amendment was made on July 31, 2000. The 10th amendment was made on October 13, 2000. The 11th amendment was made on April 26, 2001. The 12th amendment was made on October 22, 2001. The 13th amendment was made on May 22, 2002. The 14th amendment was made on May 22, 2002. The 15th amendment was made on June 6, 2003. The 16th amendment was made on June 11, 2004. The 17th amendment was made on June 14, 2005. The 18th amendment was made on June 9, 2006. The 19th amendment was made on April 10, 2007. The 20th amendment was made on June 15, 2007. The 21st amendment was made on June</p>	<p>Article 22</p> <p>The Articles of Incorporation was established on December 22, 1988. The 1st amendment was made on February 2, 1990. The 2nd amendment was made on June 29, 1991. The 3rd amendment was made on June 20, 1992. The 4th amendment was made on November 11, 1992. The 5th amendment was made on June 21, 1994. The 6th amendment was made on July 20, 1995. The 7th amendment was made on October 9, 1996. The 8th amendment was made on June 6, 1998. The 9th amendment was made on July 31, 2000. The 10th amendment was made on October 13, 2000. The 11th amendment was made on April 26, 2001. The 12th amendment was made on October 22, 2001. The 13th amendment was made on May 22, 2002. The 14th amendment was made on May 22, 2002. The 15th amendment was made on June 6, 2003. The 16th amendment was made on June 11, 2004. The 17th amendment was made on June 14, 2005. The 18th amendment was made on June 9, 2006. The 19th amendment was made on April 10, 2007. The 20th amendment was made on June 15, 2007. The 21st amendment was made on June 19, 2009. The 22nd amendment was</p>	<p>Add admendment date</p>

Article before the amendment	Article after the amendment	Explanations
19, 2009. The 22 nd amendment was made on June 17, 2010. The 23 rd amendment was made on June 10, 2011. The 24 th amendment was made on June 12, 2012. The 25 th amendment was made on June 12, 2014. The 26 th amendment was made on May 28, 2015. The 27 th amendment was made on May 31, 2016. The 28 th amendment was made on May 30, 2018. The 29 th amendment was made on May 27, 2020. The 30 th amendment was made on May 27, 2022. The 31 th amendment was made on May 27, 2024.	made on June 17, 2010. The 23 rd amendment was made on June 10, 2011. The 24 th amendment was made on June 12, 2012. The 25 th amendment was made on June 12, 2014. The 26 th amendment was made on May 28, 2015. The 27 th amendment was made on May 31, 2016. The 28 th amendment was made on May 30, 2018. The 29 th amendment was made on May 27, 2020. The 30 th amendment was made on May 27, 2022. The 31 th amendment was made on May 27, 2024. <u>The 32th amendment was made on May 27, 2025.</u>	

【 Appendix 1: Article of Incorporation 】

Marketch International Corp. Articles of Incorporation (Before amendment)

Approved by the Shareholders' Meeting on May 27, 2024

CHAPTER I GENERAL PRINCIPLES

Article 1 The Corporation is incorporated as a company limited by shares under the Company Act of the Republic of China and is named “Marketch International Corp.”, and English is named “Marketch International Corp.”.

Article 2 The Company is engaged in the following businesses:

1. F107170 Wholesale of Industrial Catalyst
2. F207170 Retail Sale of Industrial Catalyst
3. C801010 Basic Industrial Chemical Manufacturing
4. F107200 Wholesale of Chemistry Raw Material
5. F207200 Retail sale of Chemistry Raw Material
6. F113050 Wholesale of Computing and Business Machinery Equipment
7. F213030 Retail sale of Computing and Business Machinery Equipment
8. F119010 Wholesale of Electronic Materials
9. F219010 Retail Sale of Electronic Materials
10. F207060 Retail Sale of Virulence Chemical Materials
11. F107060 Wholesale of Virulence Chemical Substance
12. F207990 Retail Sale of Other Chemical Products
13. F113070 Wholesale of Telecom Instruments
14. F213060 Retail Sale of Telecom Instruments
15. F114030 Wholesale of Motor Vehicle Parts and Supplies
16. F214030 Retail Sale of Motor Vehicle Parts and Supplies
17. F213080 Retail Sale of Machinery and Equipment
18. F113020 Wholesale of Household Appliance
19. F213010 Retail Sale of Household Appliance
20. F110010 Wholesale of Clocks and Watches
21. F210010 Retail Sale of Watches and Clocks
22. F105050 Wholesale of Furniture, Bedclothes Kitchen Equipment and Fixtures
23. F205040 Retail sale of Furniture, Bedclothes, Kitchen Equipment and Fixtures
24. F104110 Wholesale of Cloths, Clothes, Shoes, Hat, Umbrella and Apparel, Clothing Accessories and Other Textile Products
25. F204110 Retail sale of Cloths, Clothes, Shoes, Hat, Umbrella and Apparel, Clothing Accessories and Other Textile Products
26. F109070 Wholesale of Stationery Articles, Musical Instruments and Educational Entertainment Articles
27. F209060 Retail sale of Stationery Articles, Musical Instruments and Educational Entertainment Articles
28. F102170 Wholesale of Food and Grocery
29. F203010 Retail sale of Food and Grocery
30. F108040 Wholesale of Cosmetics
31. F208040 Retail Sale of Cosmetics
32. F201010 Retail sale of Agricultural Products
33. EZ99990 Other Construction
34. IG03010 Energy Technical Services

35. CE01010 Precision Instruments Manufacturing
36. CB01010 Machinery and Equipment Manufacturing
37. F113010 Wholesale of Machinery
38. F113030 Wholesale of Precision Instruments
39. E602011 Frozen and Air-conditioning Engineering
40. I301010 Software Design Services
41. J101040 Waste Disposing
42. E599010 Pipe Lines Construction
43. E603010 Cables Construction
44. E603040 Fire Fighting Equipments Construction
45. E603050 Cybernation Equipments Construction
46. E603090 Illumination Equipments Construction
47. E603100 Electric Welding Construction
48. E604010 Machinery Installation Construction
49. E801030 Interior Light Rigid Frame Construction
50. EZ05010 Apparatus Installation Construction
51. F107990 Wholesale of Other Chemical Products
52. E502010 Fuel Pipe Construction
53. E603020 Elevator Construction
54. E605010 Computing Equipments Installation Construction
55. E701010 Telecommunications Construction
56. EZ02010 Derrick Construction
57. EZ06010 Traffic Labels Construction
58. EZ07010 Drilling Construction
59. F401010 International Trade
60. G801010 Warehousing and Storage
61. H701050 Public Works Construction and Investment
62. I103060 Management Consulting Services
63. JD01010 Industry and Commerce Credit Bureau Services
64. IF01010 Fire Fighting Equipments Overhauling
65. IZ06010 Cargoes Packaging
66. IZ12010 Manpower Services
67. J101030 Waste Clearing
68. J101050 Sanitary and Pollution Controlling Services
69. J101060 Wastewater (Sewage) Treatment
70. J101070 Radwaste Disposing Service
71. E501011 Water Pipe Construction
72. E601010 Electric Appliance Construction
73. E103101 Environmental Protection Construction
74. F401021 Restrained Telecom Radio Frequency Equipments and Materials Import
75. E103071 Underground Utilities Project Construction
76. H701010 Residence and Buildings Lease Construction and Development
77. H701020 Industrial Factory Buildings Lease Construction and Development
78. H701040 Specialized Field Construction and Development
79. H701060 New County and Community Construction and Investment
80. H701070 Land Levy and Delimit
81. H701080 Reconstruction within the renewal area
82. H701090 Renovation, or maintenance within the renewal area
83. CB01990 Other Machinery Manufacturing Not Elsewhere Classified
84. E603080 Traffic Signals Construction
85. E903010 Eroding and Rusting Construction

86. EZ09010 Static Electricity Protecting and Clearing Construction
 87. E402010 Ballast and Mud Construction on Sea
 88. E401010 Dredge Engineering
 89. E503011 User's Drainage Facility Installation Contractor of Sewer System
 90. CF01011 Medical Materials and Equipment Manufacturing
 91. F108031 Wholesale of Drugs, Medical Goods
 92. F208031 Retail sale of Medical Equipments
 93. ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.
- Article 3 The Company has its headquarter established in Taipei City and may set up branch offices inside the country whenever the Board of Directors deem necessary.
- Article 4 The Company shall make public announcement according to Article 28 of the Company Act.
- Article 4-1 The Company may provide endorsement and guarantee and act as a guarantor
- Article 4-2 The total amount of the Company's reinvestment shall not be subject to the restriction of not exceeding forty percent of the amount of its own paid-up capital as provided in Article 13 of the Company Act.

CHAPTER 2 SHARES

- Article 5 The total capital stock of the Company is in the amount of NT\$3,000,000,000, divided into 300,000,000 shares, at ten New Taiwan Dollars each, and may be paid-up in installments. A total of NT\$98,000,000 among the above total capital stock, which equals to 9,800,000 shares, should reserved for issuing employee stock options from time to time upon the resolutions of Board of Directors.
- Article 6 Deleted.
- Article 7 The Company's share certificates shall be in registered form, shall be affixed with the signatures or personal seals of the director representing the company, and shall be duly certified or authenticated according to law before issuance.
The shares of the Company may be made without physical certificates. Nevertheless, the stock of the Company shall be registered with Taiwan Depository and Clearing Corporation.
- Article 8 The transfer of share certificates shall be carried out in accordance with Regulations Governing the Administration of Shareholder Services of Public Companies.

CHAPTER 3 SHAREHOLDERS' MEETING

- Article 9 Shareholders' meeting shall be of two kinds: (1) Regular meetings, to be held at least once every year and within six months after close of each fiscal year; (2) Special meetings, to be held whenever necessary and according to law.
Shareholders' meetings may be held via video conference or other methods permitted by relevant government authorities.
- Article 10 Shareholder who is unable to attend shareholders' meeting for any cause may appoint a proxy to attend the meeting in his/her/its behalf by executing a power of attorney printed by the company stating therein the scope of power authorized to the proxy and affixed with the signatures / personal seals.
- Article 11 A shareholder shall have one voting power in respect of each share in his/her/its possession except in the circumstances set forth in Item 3 of Article 157 and Paragraph 2 of Article 179, where the shares shall have no voting power or have such power limited.
- Article 12 A resolution at the meeting of shareholders shall be adopted only by a majority of the shareholders present who represent half of the total number of its outstanding shares by the company, unless otherwise provided for by law.

CHAPTER 4 DIRECTORS AND SUPERVISORS

- Article 13 The Company has 9 to 11 directors, whose term of office shall be 3 years and are eligible for re-election. The shareholders shall elect the directors from among the nominees listed in the roster of director candidates as the Company has adopted the candidates nomination system.
The quota of directors stated in preceding Paragraph shall include no less than three independent directors. Independent directors' professional qualifications, shareholdings and concurrent serving restrictions, recognition of independence, nomination and election methods, and other governing rules shall be carried out in accordance with the Company Act and relevant regulations.
- Article 13-1 The Company has established an audit committee, which is constituted by the entire number of independent directors.
The power and authority of audit committee, rules governing the proceedings of meetings and other governing rules shall be carried in accordance with Securities and Exchange Act, Company Act, other relevant regulations and Articles of Incorporation.
- Article 14 The Board of Directors is constituted by directors. The directors shall, with the concurrence of a majority of the directors present who represent two-thirds or more of all the directors, elect from among them a chairman, and a vice chairman through the same method. The chairman shall represent the Company externally.
- Article 15 In case the chairman of the board of directors is on leave or absent or cannot exercise his / her power and authority for any cause, his / her proxy shall be appointed in accordance with Article 208 of the Company Act.
- Article 16 Chairman's remuneration shall not exceed the doubled amount of general manager's remuneration and shall be determined by the Board of Directors upon the deliberation of remuneration committee.
Director who takes a position at the functional committee under the Board of Directors concurrently shall have his/her income from professional practice paid according to the number of meetings held by the functional committee. The said fees shall be determined by the Board of Directors according to the standard generally adhered by other firms of the same trade.
- Article 16-1 The notice of Board of Directors meetings may be delivered by methods like fax and e-mail. Each director shall attend the meeting of the board of directors in person. In case a director is unable to attend the meeting for any cause and appoints another director to attend a meeting of the board of directors in his/her behalf, he/she shall, in each time, issue a written proxy and state therein the scope of authority with reference to the subjects to be discussed at the meeting.

CHAPTER 5 MANAGEMENT

- Article 17 The Company has one general manager, whose appointment, discharge and remuneration shall be carried out in accordance with Article 29 of the Company Act.

CHAPTER 6 ACCOUNTING

- Article 18 The Board of Directors shall prepare and submit below statements and reports at the end of each fiscal year:
1. Business report
2. Financial statements
3. Earnings distribution or offsetting of deficit relevant statements and reports.
Above statements and reports shall be submitted to regular shareholders' meeting and request for ratification
- Article 19 Deleted
- Article 20 If there is any surplus profit of the year, the Company shall firstly pay directors' remuneration, which shall not exceed 3%. Then 1% to 15% of the remaining amount shall then be paid as employees' remuneration. However, if the Company has any left-over deficit, the amount to make up the deficit shall be reserved in advance.
Upon closing of accounts, if there is surplus profit, the Company shall firstly estimate and reserve

the all taxes and dues, make up the losses for preceding years, set aside a legal reserve of 10% of the net profit and then set aside a special reserve in accordance with applicable laws or regulations of the competent authority. Then the remaining profit shall be added with the remaining profit of precedent year. The Board of Directors shall draft a surplus distribution proposal, in which will be submitted to shareholders' meeting to decide whether to distribute or reserve the surplus profit. However, if legal reserve amounts reach to the total paid-in capital, this provision shall not apply.

Article 20-1 To respond to the development of the overall environment and industry's growth drivers, the Company's objective is to firstly satisfy the demand of future development and to maintain a sound financial structure. Therefore, the Company distributes no more than 50% of its total dividend of the year.

CHAPTER 7 SUPPLEMENTARY PROVISIONS

Article 21 Other unspecified matters of the Company's Articles of Incorporation shall be carried in accordance with the Company Act and other relevant regulations.

Article 22 The Articles of Incorporation was established on December 22, 1988. The 1st amendment was made on February 2, 1990. The 2nd amendment was made on June 29, 1991. The 3rd amendment was made on June 20, 1992. The 4th amendment was made on November 11, 1992. The 5th amendment was made on June 21, 1994. The 6th amendment was made on July 20, 1995. The 7th amendment was made on October 9, 1996. The 8th amendment was made on June 6, 1998. The 9th amendment was made on July 31, 2000. The 10th amendment was made on October 13, 2000. The 11th amendment was made on April 26, 2001. The 12th amendment was made on October 22, 2001. The 13th amendment was made on May 22, 2002. The 14th amendment was made on May 22, 2002. The 15th amendment was made on June 6, 2003. The 16th amendment was made on June 11, 2004. The 17th amendment was made on June 14, 2005. The 18th amendment was made on June 9, 2006. The 19th amendment was made on April 10, 2007. The 20th amendment was made on June 15, 2007. The 21st amendment was made on June 19, 2009. The 22nd amendment was made on June 17, 2010. The 23rd amendment was made on June 10, 2011. The 24th amendment was made on June 12, 2012. The 25th amendment was made on June 12, 2014. The 26th amendment was made on May 28, 2015. The 27th amendment was made on May 31, 2016. The 28th amendment was made on May 30, 2018. The 29th amendment was made on May 27, 2020. The 30th amendment was made on May 27, 2022. The 31th amendment was made on May 27, 2024.

Marketch International Corp.

Chairman: Margaret Kao

【Appendix 2: Rules of Shareholders' Meeting】

Marketch International Corp. Rules of Shareholders' Meeting

Approved by the Shareholders' Meeting on June 15, 2007

1. The Company's shareholders' meeting (hereinafter shortened as "the Meeting") shall be conducted in accordance with these Rules and Procedures, unless otherwise provided for by law.
2. The Company shall provide an attendance list bearing the signatures of shareholders present at the meeting, or the shareholders attending the Meeting shall submit the attendance card for the purpose of signing in.
The attendance and votes of the Meeting shall be counted based on the shares. The shares represented by shareholders attending the Meeting shall be calculated according to the attendance list or submitted attendance cards.
3. The term "shareholder" in these Rules and Procedures refers to the shareholder in person or proxy appointed by the shareholder.
4. The Meeting shall be held at the headquarters of the Company or at any other appropriate place that is convenient for shareholders to attend. The time to start the Meeting shall not be earlier than 9:00 a.m. or later than 3:00 p.m.
5. For a shareholders' meeting convened by the Board of Directors, the chairman of the meeting shall be the chairman of the Board of Directors. If the chairman of the Board of Directors is on leave or absent or cannot exercise his / her power and authority for any cause, he / she shall designate one of the directors to act on his / her behalf. In the absence of such a designation, the directors shall elect from among themselves an acting chairman of the board of directors. For a shareholders' meeting convened by any other person having the convening right, he/she shall act as the chairman of that meeting provided, however, that if there are two or more persons having the convening right, the chairman of the meeting shall be elected from among themselves.
6. The Company may appoint designated counsel, CPA or other related persons to attend the Meeting. Persons handling affairs of the Meeting shall wear identification cards or badges.
7. The process of the Meeting shall be tape-recorded or videotaped and these tapes shall be preserved for at least one year.
8. Chairman shall call the Meeting to order at the time scheduled for the Meeting. If the number of shares represented by the shareholders present at the Meeting has not yet constituted the quorum at the time scheduled for the Meeting, the chairman may postpone the time for the Meeting. The postponements shall be limited to two times at the most and Meeting shall not be postponed for longer than one hour in the aggregate. If after two postponements no quorum can yet be constituted but the shareholders present at the Meeting represent more than one-third of the total outstanding shares, tentative resolutions may be made in accordance with Section 1 of Article 175 of the Company Act of the Republic of China.
If during the process of the Meeting the number of outstanding shares represented by the shareholders present becomes sufficient to constitute the quorum, the chairman may submit the tentative resolutions to the Meeting for approval in accordance with Article 174 of the Company Act of the Republic of China.
9. The agenda of the Meeting shall be set by the Board of Directors if the Meeting is convened by the Board of Directors. Unless otherwise resolved at the Meeting, the Meeting shall proceed in accordance with the agenda.
The above provision applies mutatis mutandis to cases where the Meeting is convened by any person, other than the Board of Directors, entitled to convene such Meeting. However, in the event that the chairman adjourns the Meeting in violation of these Rules and Procedures, the shareholders may designate, by a majority of votes represented by shareholders attending the Meeting, one person as

chairman to continue the Meeting. Unless otherwise resolved at the Meeting, the chairman cannot announce adjournment of the Meeting before all the discussion items (including special motions) listed in the agenda are resolved.

The shareholders cannot designate any other person as chairman or continue the Meeting in the same or other place after the Meeting is adjourned.

10. When a shareholder present at the Meeting wishes to speak, a Speech Note should be filled out with summary of the speech, the shareholder's number (or the number of Attendance Card) and the name of the shareholder. The sequence of speeches by shareholders should be decided by the chairman. If any shareholder present at the Meeting submits a Speech Note but does not speak, no speech should be deemed to have been made by such shareholder. In case the contents of the speech of a shareholder are inconsistent with the contents of the Speech Note, the contents of actual speech shall prevail. Unless otherwise permitted by the chairman and the shareholder in speaking, no shareholder shall interrupt the speeches of the other shareholders, otherwise the chairman shall stop such interruption.
11. Unless otherwise permitted by the chairman, each shareholder shall not, for each discussion item, speak more than two times (each time not exceeding 5 minutes). In case the speech of any shareholder violates the above provision or exceeds the scope of the discussion item, the chairman may stop the speech of such shareholder.
12. Any legal entity designated as proxy by a shareholder(s) to be present at the Meeting may appoint only one representative to attend the meeting. If a corporate shareholder designates two or more representatives to attend the Meeting, only one representative can speak for each discussion item.
13. After the speech of a shareholder, the chairman may respond himself/herself or appoint an appropriate person to respond.
14. The chairman may announce to end the discussion of any resolution and go into voting if the Chairman deems it appropriate.
15. The person(s) to check and the person(s) to record the ballots during a vote by casting ballots shall be appointed by the chairman. The person(s) checking the ballots shall be a shareholder(s). The result of voting shall be announced at the Meeting and placed on record.
16. During the Meeting, the chairman may, at his discretion, set time for intermission.
17. Except otherwise specified in the Company Law of the Republic of China or the Articles of Incorporation of the Company, a resolution shall be adopted by a majority of the votes represented by the shareholders present at the Meeting. The resolution shall be deemed adopted and shall have the same effect as if it was voted by casting ballots if no objection is voiced after solicitation by the chairman during the voting.

The Company's shareholders shall be entitled to one vote per share of stock, except those whose shares have no voting power or have such power limited according to Section 3 of Article 157 and Section 2 of Article 179 of the Company Act.
18. If there is amendment to or substitute for a discussion item, the chairman shall decide the sequence of voting for such discussion item, the amendment or the substitute. If any one of them has been adopted, the others shall be deemed vetoed and no further voting is necessary.
19. The chairman may conduct the disciplinary officers (or the security guard) to assist in keeping order of the Meeting place. Such disciplinary officers (or security guards) shall wear badges marked "Disciplinary Officers" for identification purpose.
20. Other unspecified matters in these Rules and Procedures shall be carried in accordance with the Company Act and other relevant regulations.
21. These Rules and Procedures shall be effective from the date it is approved by the shareholders' meeting. The Board of Directors is also authorized to make amendments depending on actual situations.

【Appendix 3: Shareholdings of Directors】

Marketch International Corp. Shareholdings of Directors

1. The Company's actual paid-in capital is NT\$2,022,044,800 with 202,204,480 issued shares and share types.
2. The company has elected four independent directors, all directors other than the independent directors shall collectively hold at least 8,088,179 common shares. As the company has established the audit committee that satisfies the requirements of the Securities and Exchange Act, the minimum shareholding requirements for supervisors do not apply.
3. Until the book closure date for the 2025 shareholders' meeting, the status of shareholdings of individual and all directors are shown below:

Shareholder Account	Job Title	Name	Appointment Date	No. of Shares at the Time of Appointment			As of March 30, 2025 (Note1)	
				Appointment Term	No. of Shares	Holding Percentage	No. of Shares	Holding Percentage
4	Director	Ji XUAN Investment Co. representative: Kao Hsin-Ming	May 27, 2022	3 years	11,005,795	5.93%	11,005,795	5.44%
12	Director	E-WIN Investment Co. representative: Lin Yue-Yeh	May 27, 2022	3 years	6,647,112	3.58%	6,647,112	3.29%
78894	Director	Ennoconn International Investment Co., Ltd. representative: Chu, Fu-Chuan	May 27, 2022	3 years	83,468,613	44.95%	83,468,613	41.28%
78894	Director	Ennoconn International Investment Co., Ltd. representative: Lou, Chao-Tsung	May 27, 2022	3 years	83,468,613	44.95%	83,468,613	41.28%
78894	Director	Ennoconn International Investment Co., Ltd. representative: Tsai, Neng-Chi	May 27, 2022	3 years	83,468,613	44.95%	83,468,613	41.28%
78894	Director	Ennoconn International Investment Co., Ltd. representative: Chuang, Tsung-Hsien	May 27, 2022	3 years	83,468,613	44.95%	83,468,613	41.28%
—	Independent Director	Wu Chung-Pao	May 27, 2022	3 years	-	-	-	-
—	Independent Director	Lin Hsiao-Ming	May 27, 2022	3 years	-	-	-	-
—	Independent Director	Wang, Yi-Chun	May 27, 2022	3 years	-	-	-	-
—	Independent Director	Chao, Rong-Shiang (Note 2)	May 30, 2023	Note 2	-	-	-	-
Total number of shares held by all directors					101,121,520	54.46%	101,121,520	50.01%

Note 1: Refers to the number of shares stated in shareholder register until the book closure date for the 2025 shareholders' meeting (March 30, 2025).

Note 2: The company elected an additional independent director at the shareholders' regular meeting on May 30, 2023, with the same term of office as the remaining directors.

4. The total shares held by the Company's directors and supervisors already reached the statutory standard.

【 Appendix 4: Rules for Election of Directors 】

Marketch International Corp. Rules for Election of Directors

Passed by the Shareholders' Meeting on May 28, 2015

1. Objective: To respond to the election of directors. These Procedures, and any amendments hereto, shall be implemented after approval by a shareholders meeting.
2. Rules and Procedures:
 - 2.1 The cumulative voting method shall be used for election of the directors at this Company. Each share will have voting rights in number equal to the directors to be elected, and may be cast for a single candidate or split among multiple candidates.
 - 2.1.1 The qualifications for the independent directors of this Corporation shall comply with Articles 2, 3, and 4 of the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies.

The election of independent directors of this Corporation shall comply with Articles 5, 6, 7, 8, and 9 of the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies, and shall be conducted in accordance with Article 24 of the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies.
 - 2.2 When the election begins, the chairman shall appoint a number of persons to perform the respective duties.
 - 2.3 The number of directors will be as specified in the Company's articles of incorporation, with voting rights separately calculated for independent and non-independent director positions based on the nominees listed in the roster of director candidates publicly announced by the Company. Those receiving ballots representing the highest numbers of voting rights will be elected sequentially according to their respective numbers of votes. When two or more persons receive the same number of votes, thus exceeding the specified number of positions, they shall draw lots to determine the winner, with the chairman drawing lots on behalf of any person not in attendance.
 - 2.4 The ballots shall be made and prepared by the Board of Directors and shall be distributed to shareholders according to the number of to-be-elected directors (one person with one ballot). The number of vote stated on every ballot is based on shareholder's voting rights.
 - 2.5 If a candidate is a shareholder, a voter must enter the candidate's name and shareholder account number in the "candidate" column of the ballot; for a non-shareholder, the voter shall enter the candidate's full name and serial number of ID Cards on the ballot. However, when the candidate is a juristic-person shareholder, the name of the juristic-person shareholder shall be entered in the column for the candidate's account name in the ballot paper, or both the name of juristic-person shareholder and the name of its representative may be entered. When there are multiple representatives, the names of each respective representative shall be entered.
 - 2.6 A ballot is invalid under any of the following circumstances:
 1. The ballot was not prepared by the board of directors.
 2. The ballot is not placed in the ballot box or a blank ballot is placed in the ballot box.
 3. More than two candidates have been elected on one single ballot
 4. Other words or marks are entered in addition to the candidate's name or shareholder account number (or identity card number).
 5. The writing is unclear and indecipherable or has been altered.
 6. The candidate whose name is entered in the ballot is a shareholder, but the candidate's name does not conform with those given in the shareholder register, or the candidate whose name is entered in the ballot is a non-shareholder, and a cross-check shows that the candidate's name and identity card number do not match.
 7. The name of the candidate entered in the ballot is identical to that of another shareholder, but no shareholder account number or identity card number is provided in the ballot to identify such individual.
 - 2.7 The voting rights shall be calculated on site immediately after the end of the poll, and the results of the calculation shall be announced by the chairman on the site.
 - 2.8 The board of directors of this Corporation shall issue notifications to the persons elected as directors or supervisors.
 - 2.9 Any other unspecified matters shall be carried out in accordance with the Company Act and other relevant regulations.

【Appendix 5: The Impact of Stock Dividend Issuance proposed in this Annual General Meeting of Shareholders on the Company's Business Performance, Earnings Per Share, and Return on Shareholders' Investment】

As the Company's shareholders' meeting in 2025 does not have any proposal regarding the stock dividend distribution, it makes no effect upon the Company's business performance, earnings per share and return on shareholders' investment.

【Appendix 6: Information on Employees' Compensation and Directors' Remuneration】

Information on Employees' Compensation and Directors' Remuneration

The distribution of employees' compensation and directors' remuneration of 2024 approved by the 9th Board of Directors at the 23th meeting on February 24, 2025.

1. The amount of any employees' compensation and directors' compensation distributed in cash or stocks. If there is any discrepancy between that amount and the estimated figure for the fiscal year these expenses are recognized, the discrepancy, its cause, and the status of treatment shall be disclosed:

- (1) Proposed employees' compensation and directors' remuneration:

The distribution of employees' compensation amounted NT\$245,783,776 and directors' remuneration amounted NT\$24,578,378.

Unit: NT\$

Items / Amount	Proposed Distribution Amount
Employees' Compensation– in Cash	245,783,776
Employees' Compensation– in Stocks	0
Remuneration of Directors	24,578,378

- (2) If there is any discrepancy between that amount and the estimated figure for the fiscal year these expenses are recognized, the discrepancy, its cause, and the status of treatment shall be disclosed:

Above proposed employees' compensation and directors' remuneration for 2024 resolved by the Board of Directors were in agreement with those amounts recognised in the 2024 financial statements, which were NT\$245,783,776 and NT\$24,578,378, respectively.

2. The amount of any employees' compensation distributed in stocks as a percentage of the sum of the current after-tax net income and total employees' compensation in individual financial statement:

Not applicable as the employees' compensation of 2024 approved by the Board of Directors does not involve stocks distribution relevant matters.

【Appendix 7: List of Directors and Independent Directors Candidates】

List of Directors Candidates

1. Name: JI-XUAN Investment Corp. representative: Kao Hsin-Ming
Education: Master of International Business Management, National Taiwan University
Experiences: Chairman and CEO, Marketch International Corp.
No. of Shares: 11,005,795 Shares
2. Name: E-WIN INVESTMENT CORP. representative: Lin Yue-Yeh
Education: Master of Business Administration , National Chengchi University
Experiences: Director and General Manager, Marketch International Corp.
No. of Shares: 6,647,112 Shares
3. Name: Ennoconn International Investment Co., Ltd. representative: Chu,Fu-Chuan
Education: Department of Electronic engineering, St. John's University
Experiences: Chairman and CEO, Ennoconn Corporation.
No. of Shares: 83,468,613 Shares
4. Name: Ennoconn International Investment Co., Ltd. representative: Lou,Chao-Tsung
Education: Department of Business Administration, Feng Chia University
Experiences: Director, Ennoconn International Investment Co., Ltd.
No. of Shares: 83,468,613 Shares
5. Name: Ennoconn International Investment Co., Ltd. representative: Tsai, Neng-Chi
Education: MBA, West Coast University
Experiences: President, Ennoconn Corporation.
No. of Shares: 83,468,613 Shares
6. Name: Ennoconn International Investment Co., Ltd. representative: Chuang ,Tsung-Hsien
Education: MBA Finance, New York University
Experiences: CFO, Ennoconn Coporation Supervisor
No. of Shares: 83,468,613 Shares

List of Independent Directors Candidate

1. Name: Wu Chung-Pao

Education: Master of International Business Management, National Taiwan University

Experiences: Chairman, Protech Systems Co., Ltd.

No. of Shares: 0 Shares

2. Name: Lin Hsiao-Ming

Education: Master of Business Administration , National Taiwan University

Experiences: Independent Director, Godex International Co., Ltd.

No. of Shares: 0 Shares

3. Name: Chao, Rong-Shiang

Education: Master of Business Administration, National Taiwan University

Experiences: Independent Director, Brillian Network & Automation Integrated System Co., Ltd.

No. of Shares: 0 Shares

4. Name: Yeh, Yin-Hua

Education: Ph.D. in Business Administration, National Taiwan University

Experiences: Professor of the Department of Information Management and Finance at National Yang Ming Chiao Tung University

No. of Shares: 0 Shares

【Appendix 8 : Dismissal of non-competition restrictions on newly elected directors】

Dismissal of non-competition restrictions on newly elected directors.

Position	Name	The position who also currently serves at other companies
Director	JI-XUAN Investment Corp. representative: Kao Hsin-Ming	MARKETECH INTEGRATED PTE LTD Chairman
		MARKETECH INTERNATIONAL SDN.BHD. Director
		MARKET GO PROFITS LIMITED Director
		MIC-TECH VENTURES ASIA PACIFIC INC. Director
		HEADQUARTER INTERNATIONAL LIMITED Director
		TIGER UNITED FINANCE LIMITED Director
		MIC-TECH GLOBAL CORP. Director
		RUSSKY H.K. LIMITED Director
		Advanced Technology Matrix United Corporation Director
		MIC Industrial Viet Nam Co., Ltd. General Manager
		Fortune Blessing Co., Limited Director
		Shanghai Maohua Electronics Engineering Co., Ltd. Chairman and General Manager
		MIC-TECH (WUXI) Co., LTD. Chairman and General Manager
		MIC-TECH (Shanghai) Corp. Ltd. Chairman and General Manager
		MIC-TECH Electronics Engineering Corp. Chairman
		Nanjing Fortune International Corporation Chairman
		MIC-Tech China Trading (Shanghai) Co., Ltd Chairman
		MARKETECH INTERNATIONAL (THAILAND) CORP., LTD. Chairman
		PT. MARKETECH INTERNATIONAL INDONESIA Director
		Sprio Technology Systems, Inc Director
		MIC Healthcare Korea Co., Ltd Director
		MARKETECH ENGINEERING PTE. LTD. Director
		MARKETECH CO., LTD. General Manager
		MIC-TECH VIET NAM CO., LTD General Manager
		MARKETECH INTEGRATED CONSTRUCTION COMPANY LIMITED Director
		MARKETECH INTEGRATED MANUFACTURING COMPANY LIMITED Director
		Marketch Netherlands B.V. Director
		Marketch International Corp. Japan Director
		EZOOM INFORMATION, INC. Director
		ADAT Technology CO., LTD. Director
		Vertex System Corporation. Director
		WT MICROELECTRONICS CO., LTD. Director

Position	Name	The position who also currently serves at other companies
Director	JI-XUAN Investment Corp. representative: Kao Hsin-Ming	JI-XUAN Investment Corp. Chairman
		BRILLIAN NETWORK & AUTOMATION INTEGRATED SYSTEM CO., LTD. Director
		Forward Science Corp. Director
		Smart Group Solutions Corp. Chairman
		Ennovision INC. Director
		BOLITE CO., LTD. Director
		Marketop Smart Solutions Co., Ltd. Chairman
		Taiwan Speciality Chemicals Corporation Director
		PROBELEADER CO., LTD. Director
Director	E-WIN INVESTMENT CORP. representative: Lin Yue-Yeh	MARKETECH INTEGRATED PTE LTD Director
		Marketch International Sdn. Bhd. Director
		MARKET GO PROFITS LIMITED Director
		MIC-Tech Ventures Asia Pacific Inc. Director
		HEADQUARTER INTERNATIONAL LIMITED Director
		TIGER UNITED FINANCE LIMITED Director
		MIC-TECH Global Corp. Director
		RUSSKY H.K. LIMITED Director
		Shanghai Maohua Electronics Engineering Co., Ltd. Director
		MIC-TECH (WUXI) Co., LTD. Director
		MIC-TECH (Shanghai) Corp. Director
		MIC-TECH Electronics Engineering Corp. Director
		MIC-Tech China Trading (Shanghai) Co., Ltd. Director
		PT Marketch International Indonesia Director
		Spiro Technology Systems, Inc Director
		Advanced Technology Matrix United Corporation Director
		MIC Healthcare Korea Co., Ltd Director
		MARKETECH ENGINEERING PTE. LTD. Director
		MARKETECH INTEGRATED CONSTRUCTION COMPANY LIMITED Director
		MARKETECH INTEGRATED MANUFACTURING COMPANY LIMITED Director
		Marketch Netherlands B.V. Director
		MARKETECH INTERNATIONAL (THAILAND) CORP., LTD. Director
		Marketch International Corp. Japan Director
		SumCapital Healthcare Investment Company Ltd. Director
		E-WIN INVESTMENT CORP. Chairman
		PROBELEADER CO., LTD. Chairman
		Auro & Pro Corp. Chairman
		EZOOM INFORMATION, INC. Chairman

Position	Name	The position who also currently serves at other companies
Director	E-WIN INVESTMENT CORP. representative: Lin Yue-Yeh	ADAT Technology CO., LTD. Chairman
		LUCENS TECHNOLOGY INC. Chairman
		Vertex System Corporation. Director
		Yaz Global Ltd Chairman
Director	Ennoconn International Investment Co., Ltd. representative: Chu,Fu-Chuan	ENNOCONN CORPORATION Chairman
		ENNOCONN INTERNATIONAL INVESTMENT CO., LTD. Chairman
		CASWELL, INC. Chairman
		GOLDTEK TECHNOLOGY CO., LTD. Chairman
		DEXATEK TECHNOLOGY LTD. Chairman
		ENNOMECH PRECISION CO., LTD. Director
		EnnoRise Corporation Chairman
		Vecow Co., Ltd. Director
		Ennoconn (Suzhou) Technology Co., Ltd Director
		Kontron AG Director
		AIS Cayman Technology Chairman
		Ennoconn Investment Holding Co., Ltd Chairman
		Hong Kong Innovation System Integration Co., Ltd. Chairman
		POSLAB TECHNOLOGY CORPORATION Chairman
		Ennovision INC. Chairman
		Xinpu Star Venture Capital Co., Ltd. Director
		Ennoconn Solutions Singapore Director
		EnnoAI Singapore Director
Director	Ennoconn International Investment Co., Ltd. representative: Lou,Chao-Tsung	ENNOCONN INTERNATIONAL INVESTMENT CO., LTD. Director
		CASWELL, INC. Director
		GOLDTEK TECHNOLOGY CO., LTD. Director
		ENNOMECH PRECISION CO., LTD. Chairman
		Ennoconn (Foshan) Investment Co., Ltd. Chairman
		Ennoconn (Suzhou) Technology Co., Ltd. Chairman
		EnnoMech Precision (Cayman) Co., Ltd. Chairman
		Ennoconn Investment Co., Ltd. Chairman
		Zhongsheng Huachi New Energy (Suzhou) Co., Ltd. Chairman
		ENNOCONN (Malaysia) CORPORATION Director
Director	Ennoconn International Investment Co., Ltd.. representative: Tsai, Neng-Chi	ENNOCONN CORPORATION General Manager
		ENNOCONN INTERNATIONAL INVESTMENT CO., LTD. Director
		American Industrial Systems Inc. Chairman

Position	Name	The position who also currently serves at other companies
Director	Ennoconn International Investment Co., Ltd. representative: Tsai, Neng-Chi	Vecow Co., Ltd. Chairman
		AIS Cayman Technology Director
		EnnoRise Corporation Director
		CASWELL, INC. Director
		POSLAB TECHNOLOGY CORPORATION Director
		ARBOR TECHNOLOGY CORPORATION Director
		Ennowell CO., LTD. Director
		cacaFly Int'l Media Co. Director
		Ennoconn (Suzhou) Technology Co., Ltd Director
		ENNOTECH VIETNAM COMPANY LIMITED Chairman
		Ennoconn Philippines Corporation Director
		Ennoconn India Corporation Director
		Ennoconn Australia Pty Ltd Director
		Ennoconn New Zealand Limited Director
Director	Ennoconn International Investment Co., Ltd. representative: Chuang ,Tsung-Hsien	ENNOCONN CORPORATION CFO
		ENNOCONN INTERNATIONAL INVESTMENT CO., LTD. Supervisor
		ENNOCONN Electric Power Co., Ltd. Supervisor

Position	Name	The position who also currently serves at other companies
Independent Director	Wu Chung-Pao	PROTECH SYSTEMS CO., LTD. Chairman
		PROX SYSTEMS CO., LTD. Chairman
		CHENBRO MICOM CO., LTD. Director
		CPC CORPORATION, TAIWAN Director
		EVA AIRWAYS CORPORATION Independent Director
		OneSong Inc. Director
Independent Director	Lin Hsiao-Ming	Godex International Co., LTD. Independent Director
Independent Director	Chao, Rong-Shiang	Brilliant Network & Automation Integrated System Co., Ltd. Independent Director

Additional Information

Processing of proposals submitted by this shareholders' meeting:

- Explanations:
1. According to Article 172-1 of the Company Act, shareholder(s) holding one percent (1%) or more of the total number of outstanding shares of a company may propose to the company a proposal for discussion at a regular shareholders' meeting, provided that only one matter shall be allowed in each single proposal be limited to not more than three hundred (300) words.
 2. Shareholders may submit proposals regarding the 2025 regular shareholders' meeting to the Company from March 21, 2025 to March 30, 2025. The information is already announced on a market observation post system.
 3. The Company has not received any proposal from the shareholders.

Thank you for coming to Annual Meeting of Shareholders!
We welcome any comments or suggestions!