

Stock Code: 3564



**AEWIN Technologies Co., Ltd.
2026 Annual Shareholders' Meeting
Meeting Handbook**

Date of Meeting: June 12, 2026

AEWIN Technologies Co., Ltd. 2026 Annual Shareholders' Meeting

Time: June 12, 2026 (Friday) at 9:00 AM

Location of Meeting: 4 F., No. 128, Sec. 1, Datong Rd., Xizhi Dist., New Taipei City
(Forte Hotel Xizhi: Juxian Hall)

Method of Convening: In-Person Shareholders' Meeting

Meeting Agenda:

I.	Reporting Items	2
(I)	Business Report for 2025.....	2
(II)	Audit Committee's Review Report	5
(III)	Report on the Distribution of Employees and Director's Remuneration for 2025.....	5
(IV)	Report on the Allocation of Cash Dividends from Earnings for 2025	5
(V)	Report on the Execution of Domestic Convertible Corporate Bond Issuance for 2024.....	6
(VI)	Report on the Execution Status of the Improvement Plan for Over-Limit Loaning of Funds to a Subsidiary.....	6
II.	Matters for acknowledgement and discussion.....	7
(I)	Acknowledgement of the financial statements and business report for 2025	7
(II)	Acknowledgement of the Distribution of Earnings in 2025	7
(III)	Discharging non-competition restriction for the newly elected directors and their representatives.....	8
III.	Temporary Motion:.....	8
IV.	Meeting Adjourned.....	8
Attachment 1.	Auditor's Report and Financial Statements.....	9
Attachment 2.	Items related to non-competition restrictions for directors and their representatives	25
Appendix 1.	Rules of Procedure for Shareholders' Meeting	26
Appendix 2.	Articles of Incorporation	41
Appendix 3.	Director Shareholding	47

I. Reporting Items

(I) Business Report for 2025

Ladies and gentlemen, shareholders:

Thank you for your continued support and care throughout the years. Here is the operational status report for 2025:

1. Implementation Results of Operational Plan

With the continued robust growth of AI applications and the information and communications industry in recent years, networking and cybersecurity have become key infrastructure. Against the backdrop of changing geopolitical conditions and countries actively promoting local industrial policies, demand related to cybersecurity is highly inelastic. In 2025, AEWIN achieved significant operating results in the field of network security and made tangible progress in the deployment of its new server business. Supported by its long-term strategy of continuing to deepen its presence in the Americas market, the Company maintained steady overall business growth.

The Company's core product is the network security platform, which provides customers with a full range of customized solutions from endpoint to cloud. In response to rapidly growing market demand for high-computing-power and high-performance computing products, the Company established a dedicated server team to strengthen system integration and technical service capabilities, enabling it to respond more comprehensively to customers' diverse application scenario needs. In addition, with respect to two-phase cooling solutions, the Company has continued to invest in research and development and has further developed two-phase direct liquid cooling technology, successfully establishing a differentiated competitive advantage and attaining a leading position in the industry.

The Company's consolidated revenue for the year reached NT\$2.497 billion, representing a 9.25% increase compared to NT\$2.285 billion in 2024. Net profit after tax for the year 2025 was NT\$38.35 million, which is a decrease of NT\$14.52 million compared to the net profit after tax of NT\$52.87 million in the year 2024. This resulted in an earnings per share of NT\$0.65.

2. The analysis of financial revenues, expenditures and profitability are as follows

Item		Recent Five-Year Financial Data					
		2025	2024	2023	2022	2021	
Financial Structure	Liabilities-to-Asset Ratio (%)	48.21	47.99	48.29	57.00	54.95	
	Long-term Capital to Fixed Assets Ratio (%)	218.48	220.73	186.96	188.18	185.29	
Profitability	Return on Assets (%)	2.03	2.75	1.58	6.04	2.31	
	Return on Equity (%)	2.74	3.97	2.09	12.60	3.86	
	Percentage of Paid-in Capital (%)	Operating Profit	11.10	16.09	9.81	35.91	13.44
		Net Profit Before Tax	8.90	11.22	4.15	32.12	11.76
	Net Profit Margin (%)	1.54	2.31	1.35	6.24	2.21	
Earnings per share (NT\$)	0.65	0.89	0.45	2.60	0.75		

3. Research and Development Status

Since its establishment in 2000, the Company has continued to focus on the development of network applications and system platforms, and has long participated in platform development projects for major international chip manufacturers, including AMD, Intel, Marvell, and Hygon, with its products

being adopted by such companies. Its products are sold in major markets including the United States, the United Kingdom, Germany, Japan, China, and South Korea. The Company's R&D capabilities and product competitiveness have been widely recognized by customers, laying the foundation for its leading position in the industry.

In 2025, the Company successfully completed the development of multiple server-grade platforms based on Intel's Gen 6 Xeon SP and AMD EPYC 9005, and also made forward-looking investments in research and development relating to PCIe Gen. 6 applications in the field of high-speed signal design. With respect to the deployment of locally produced chips in the China market, the Company aligned with policy requirements and customer project needs and successfully developed multiple dedicated platforms based on China's Hygon chips, further strengthening its market leadership advantage.

In the field of edge computing and server applications, in 2025 the Company launched the BIS-5131 high-availability (HA) server platform based on the Gen 6 Intel Xeon SP. It stood out among many competing products and received the National Brand Yushan Award, highlighting its technological capability and market value. With respect to the AMD platform, in addition to promoting the introduction of multiple projects based on the EPYC Turin 9005, the Company also achieved major progress on the next-generation Venice 9006 platform recognized by AMD. In the development of AI server products, it continued to stay ahead of peers, further strengthening its competitive position in the high-end server platform market.

In the development of two-phase cooling systems, the two-phase immersion liquid cooling compatibility verification technology jointly developed by the Company and the Qisda Technology Research Laboratory has been highly recognized by the market and customers. At the same time, the Company's self-developed two-phase direct liquid cooling technology has also progressed smoothly, aligning with industry trends in cooling for high-performance computing and AI servers and becoming a key element in the Company's deployment of the high-end server cooling market.

4. Summary of the 2026 Annual Operating Plan

(1) Business Policy and Operational Objectives

1.1 Product Development

The Company continues to deepen its development of network security platforms while actively investing in related server platform technologies, focusing on mid- to high-end platform applications based on Intel, AMD, Marvell, and Hygon. It has also established a dedicated server R&D team to systematically meet customers' full range of customized needs from endpoint to cloud, thereby enhancing product added value and overall average selling price. In addition, in response to the rapid growth of high-performance computing and AI applications, the Company is simultaneously promoting the development of technologies and applications relating to advanced cooling solutions, including two-phase immersion cooling (2PIC) and two-phase direct liquid cooling (2P DLC), to strengthen its differentiated competitive advantage.

1.2 Production Manufacturing

In 2025, the Company continued to expand production capacity, and its Suzhou plant in China formally entered the mass production stage, becoming its principal manufacturing site

in China. In the future, the Company will also leverage the resources of the Qisda Group's fleet and, together with Action Star Technology Co., Ltd., further expand production scale in order to enhance overall supply flexibility and delivery capability.

1.3 Operational Efficiency

By leveraging the Group's manufacturing resources and supply chain advantages, the Company successfully established operations at Qisda's Suzhou manufacturing base in China, deepened its cooperation with parent company DFI in motherboard EMS manufacturing, and collaborated with Qisda in system assembly. Through the introduction of an MRP system and a planned production mechanism, the Company continues to optimize manufacturing processes and resource allocation, gradually shorten lead times, and improve responsiveness to customer needs and overall operating efficiency.

(2) Important Business Policies

- 2.1 Continue to deepen relationships with major customers in the United States and actively develop new customers and new projects
- 2.2 Actively develop next-generation AI server projects to build the Company's medium- and long-term growth momentum
- 2.3 Capitalize on the trend toward localization of chips among customers in mainland China, actively pursue related projects, and seize market opportunities
- 2.4 Expand collaborative cooperation with the Qisda Group's fleet in manufacturing production and the supply chain
- 2.5 Continue to invest in the R&D of two-phase cooling solutions and fully deploy in the high-end server cooling market

We would like to express our sincere gratitude for the ongoing support and guidance provided by all shareholders.

Chairman: Wen-Hsing Tseng

President: Chang-An Lin

Accounting Supervisor: Yi-Mei Li

(II) Audit Committee's Review Report

For the 2025 parent company only and consolidated financial statements prepared by the Company's Board of Directors, accountants Shih-Chun Hsu and Wei-Ming Shih of KPMG, who completed the audits and jointly issued an audit report as entrusted by the Board of Directors. The aforementioned financial statements, business reports, accountants' audit report and proposal for distribution of earnings were reviewed by our Audit Committee, and no non-conformity was detected. They are hereby specially presented for review and verification in accordance with Clause 4, Article 14 of the Securities and Exchange Act and Article 219 of the Company Act.

Yours faithfully

AEWIN Technologies Co., Ltd. 2026 Annual Shareholders' Meeting

Chairperson of the Audit Committee: Chiang Jung-Kuei
March 3, 2026

(III) Report on the Distribution of Employees and Director's Remuneration for 2025

On March 3, 2026, the Board of Directors of the Company resolved to distribute cash compensation totaling NT\$3,800,000 to employees and NT\$407,000 to directors.

(IV) Report on the Allocation of Cash Dividends from Earnings for 2025

- I. According to Article 21 of the Articles of Incorporation, if the distribution of earnings is in the form of cash dividends, the Board of Directors is authorized to pass a resolution and present it at the shareholders' meeting.
- II. On March 3, 2026, the Board of Directors of the Company resolved to allocate a cash dividend of NT\$15,963,237 from the accumulated distributable earnings of 2025, amounting to NT\$0.27 per share. Amounts will be rounded down to the nearest whole dollar, and any fractional amounts less than one dollar will be aggregated and recorded as other income by the Company.
- III. The Board of Directors has approved this matter and has authorized the Chairman to determine the ex-dividend date, payment date, and other related matters. Furthermore, should there be any changes in the number of shares outstanding that affect the dividend rate, the Chairman is authorized to address the matter at their discretion.

(V) Report on the Execution of Domestic Convertible Corporate Bond Issuance for 2024

- I. In order to repay bank loans and enhance operational capital, the Company approved the issuance of its second domestic unsecured convertible corporate bonds (hereinafter referred to as “AEWIN II”) amounting to NT\$500 million on July 16, 2024. This issuance was reported and became effective as Jin-guan-zheng-fa-zi No. 1130351273 issued by the Financial Supervisory Commission on August 13, 2024. Furthermore, it received approval from Zheng-gui-zhai-zi No. 11300086472 issued by the Taipei Exchange on August 28, 2024. Trading of these bonds will commence at the business premises of securities firms starting September 3, 2024.
- II. The total issuance amount of the second series of bonds is NT\$500 million, with each bond having a face value of NT\$100 thousand. The bonds are issued at 114.32% of the face value, with a maturity period of three years from the issuance date. The coupon rate is 0%, and the conversion price is NT\$83.9. Creditor may apply to convert the corporate bonds into common shares starting on the day after three months from the issuance date of the convertible bonds, which is December 4, 2024. As of March 31, 2026, no creditors have submitted applications for conversion.

(VI) Report on the Execution Status of the Improvement Plan for Over-Limit Loaning of Funds to a Subsidiary

- I. Explanation: As of December 31, 2025, the outstanding balance of funds loaned by the Company to its subsidiary, AEWIN Beijing Technologies Co., Ltd., was US\$7,116 thousand (approximately NT\$223,658 thousand). Based on the amount of business transactions between the two parties in the most recent fiscal year (using the higher of the purchase amount or sales amount), which was US\$6,127 thousand (approximately NT\$190,722 thousand), the over-limit amount was US\$989 thousand (approximately NT\$32,936 thousand).
- II. Reason for exceeding the limit: The subsidiary’s increased working capital needs caused the actual amount of funds loaned to exceed the originally prescribed limit based on “business transactions.”
- III. Improvement target and specific measures: Recovery in installments. The Company has reached an agreement with the borrower, and beginning in January 2026, the borrower is expected to repay at least US\$500 thousand per month. The amount is expected to be brought within the prescribed limit by the end of the second quarter of 2026.

- IV. Timeline: The expected remediation period is six months, and the implementation progress will be reported to the Board of Directors and the Audit Committee on a quarterly basis.
- V. As of March 31, 2026, the Company had cumulatively recovered US\$1,674 thousand (approximately NT\$53,564 thousand) from the funds loaned to its subsidiary, AEWIN Beijing Technologies Co., Ltd.

II. Matters for acknowledgement and discussion

First Proposal

Agenda: Acknowledgement of the financial statements and business report for 2025. Kindly approve. (Submitted by the Board of Directors)

Description:

- I. The financial statements for 2025 have been prepared and finalized internally by our Company. They were audited by KPMG Taiwan, with CPAs Shih-Chun Hsu and Wei-Ming Shih conducting the audits. These statements are believed to accurately reflect the financial position of AEWIN Technologies Co., Ltd. as of December 31, 2025, as well as the financial performance and cash flow for 2025. Additionally, a business report is attached.
- II. Auditor's Report and Financial Statements are available in Attachment I (P.9-P.24).

Resolution:

Second Proposal

Agenda: Acknowledgement of the Distribution of Earnings in 2025. Kindly approve. (Submitted by the Board of Directors)

Description: The Company's net profit after tax for 2025 amounts to NT\$38,348,095. The proposed earnings distribution for 2025 is as follows:

**AEWIN Technologies Co., Ltd.
2025 Profit Distribution Table.**

	Unit: NTS
Income after tax for the period	38,348,095
Add: Actuarial loss of the defined benefit plan included in retained earnings	247,852
Less: Provision of statutory surplus reserve	(3,859,595)
Distributable earnings for 2025	34,736,352
Add: Unallocated Retained Earnings at the Beginning of the Period	119,703,028
Accumulated Distributable Earnings as of the Year 2025	154,439,380
Allocated Items:	
Cash Dividends to Shareholders (NTS\$0.27 per share)	(15,963,237)
Undistributed earnings at the end of the period	138,476,143

Note: Cash dividends will be distributed based on the shareholding ratio of shareholders recorded in the shareholder register as of the ex-dividend date, rounded down to the nearest whole dollar. Any fractional amounts less than one dollar will be aggregated and proposed to be reclassified as other income of the Company.

Chairman: Wen-Hsing Tseng Managerial Officer: Lin Chang-An Accounting Supervisor: Yi-Mei Li

Resolution:

Third Proposal

Agenda: Discharging non-competition restriction for the newly elected directors and their representatives. Kindly discuss. (Submitted by the Board of Directors)

Description:

- I. In accordance with Article 209 of the Company Act, directors must provide a detailed explanation at the shareholders' meeting of any significant activities conducted within the scope of the company's business and obtain shareholder approval.
- II. As the directors of the Company may have investments in or hold management positions in other companies engaged in the same or similar lines of business, we hereby seek approval from the shareholders' meeting in accordance with applicable laws.
- III. The items proposed for the removal of non-compete restrictions on directors and their representatives at the 2026 Annual Shareholders' Meeting are detailed in Attachment II (P.25).

Resolution:

III. Temporary Motion:

IV. Meeting Adjourned.

Attachment 1. Auditor’s Report and Financial Statements

Independent Auditors’ Report

To the Board of Directors and Shareholders of AEWIN Technologies Co., Ltd.

Audit Opinion

We have audited the accompanying consolidated balance sheet as of December 31, 2025 and 2024 of AEWIN Technologies Co., Ltd. and its subsidiaries (hereinafter collectively the “Group”), which comprise the consolidated income statement, consolidated statement of changes in equity, and consolidated statement of cash flows from January 1 to December 31, 2025 and 2024, as well as the notes to the consolidated financial report (including the summary of significant accounting policies).

In our opinion which is based on our audit results, The aforementioned consolidated financial statements are prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards, International Accounting Standards, Interpretations, and Interpretative Bulletins issued and approved by the FSC. These statements adequately present the consolidated financial position of AEWIN Technologies Co., Ltd. and its subsidiaries as of December 31, 2025, and December 31, 2024, as well as the consolidated financial performance and consolidated cash flows for the year from January 1 to December 31, 2025 and 2024.

Basis for Audit Opinion

We conducted audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and Generally Accepted Auditing Standards. 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 Company and its subsidiaries in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China and we have fulfilled our other ethical responsibilities in accordance with these requirements. Based on our audit results and other certified public accountants’ audit reports, we believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Company and its subsidiaries’ consolidated financial statements for the year ended December 31, 2025. 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 that we judge should be communicated in the audit reports are stated as follows:
Revenue Recognition

For details regarding the accounting policy for revenue recognition, please refer to Note IV (XIII) of the consolidated financial statement. For an explanation of significant accounting items related to revenue, please refer to Note V (XIX) of the consolidated financial statement.

Description of Key Audit Matters:

AEWIN Technologies Co., Ltd. and its subsidiaries engage in sales transactions with customers that involve various transaction conditions. It is crucial to determine the appropriate timing for revenue recognition based on the specific terms of each transaction, which adds a layer of complexity. As a result, the testing of the timing of revenue recognition becomes a key area of focus for the CPA when auditing the consolidated financial statements of AEWIN Technologies Co., Ltd. and its subsidiaries.

The Corresponding Audit Procedures:

Our main audit procedures for the above-mentioned key audit matters include understanding the primary types of revenue, contract terms, and transaction conditions, as well as assessing the accuracy of the timing of revenue recognition. We performed sampling tests on the sales and collection cycle, along with the related internal controls and transaction vouchers, to evaluate whether the timing of revenue recognition aligns with the transaction terms agreed upon with customers. Additionally, we conducted sampling tests on sales transactions both before and after the end of the annual reporting period to identify the point at which control of the goods is transferred to the customer, thereby satisfying the performance obligation and assessing the accuracy of the timing of revenue recognition.

Other Matters

AEWIN Technologies Co., Ltd. has prepared the parent company only financial statements for 2025 and 2024 on which we have individually issued an audit report with unqualified opinion plus emphasis of matter and other matter paragraph for reference.

Responsibility of Management and Governance Units for Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the “Regulations Governing the Preparation of Financial Reports by Securities Issuers” and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations as endorsed and issued by the Financial Supervisory Commission, and maintaining necessary internal controls related to the preparation of consolidated financial statements to ensure that the consolidated financial statements are free from material misstatement due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Company and its subsidiaries’ 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 and its subsidiaries or to cease operations, or has no realistic alternative but to do so.

AEWIN Technologies Co., Ltd.’s and its subsidiaries’ governance unit (including the Audit Committee) is responsible for overseeing the financial reporting process.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance regarding whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the auditing standards generally accepted in the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error. If the individual amounts or sums that the material misstatement involved may be reasonably expected to affect the financial decision making of users of the consolidated financial statements, such misstatement will be considered material.

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

- I. 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.
- II. 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 AEWIN Technologies Co., Ltd. and its subsidiaries' internal control.
- III. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- IV. 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 AEWIN Technologies Co., Ltd. and its subsidiaries' ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause AEWIN Technologies Co., Ltd. and its subsidiaries' to cease to continue as a going concern.
- V. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the related notes, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- VI. Obtain sufficient and appropriate audit evidence of the financial information of the Group's constituents so as to express opinions on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our opinion to the Group.

We communicate with the governance body 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 the governance unit with a statement of independence from the Norm of Professional Ethics for Certified Public Accountant of the Republic of China, which is followed by those who are subject to the independence requirements of the firm to which we belong, and we communicate with the governance unit about all relationships and other matters (including relevant safeguards) that might be perceived as affecting the independence of the accountant.

From the matters communicated with the governance unit, we determine the key audit matters of the Company and its subsidiaries' consolidated financial statements for the year ended December 31, 2025. We describe these matters in our certified public accountants' 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.

KPMG

CPA:

Assurance Document	Jin-Guan-Zheng-Shen-Zi No.
Number Approved by	: 1120333238
Securities Authority	Jin-Guan-Zheng-Liu-Zi No.
	0950103298

March 3, 2026

Notes to Reader

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

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

AEWIN Technologies Co., Ltd. and Subsidiaries

Consolidated Balance Sheet

December 31, 2025 and 2024

Unit: NTD thousand

Assets		2025.12.31		2024.12.31		Liabilities and equity		2025.12.31		2024.12.31	
		Amount	%	Amount	%			Amount	%	Amount	%
Current assets:						Current liabilities:					
1100	Cash and cash equivalents (Note VI (I))	\$ 419,804	15	377,537	14	2100	Short-term borrowings (Note VI (X))	\$ 188,250	7	121,015	4
1110	Financial assets measured at fair value through profit or loss - current (Notes VI (II) & (XI))	386	-	3,116	-	2120	Financial liabilities measured at fair value through profit or loss - current (Note VI (II))	4,376	-	5,349	-
1136	Financial assets measured at amortized cost - current (Notes (III) & VIII)	27,197	1	210	-	2130	Contract liabilities - current (Note VI (XIX))	19,550	1	20,392	1
1170	Net of notes receivable and accounts receivable (Notes VI (V) & (XIX))	599,796	22	651,171	24	2170	Accounts payable	323,473	12	370,882	14
1180	Accounts receivable - related parties (Notes VI (V), (XIX) and VII)	21,422	1	8,351	-	2180	Accounts payable - related parties (Note VII)	42,822	2	34,726	1
130X	Inventories (Note VI (VI))	663,117	25	615,313	23	2200	Other payables (Note VII)	135,913	5	132,083	5
1470	Other current assets	17,186	1	51,317	2	2230	Current income tax liabilities	12,290	-	15,656	1
	Total current assets	<u>1,748,908</u>	<u>65</u>	<u>1,707,015</u>	<u>63</u>	2280	Lease liabilities - current (Note VI (XIII))	11,326	-	26,299	1
Non-current assets:						2322	Long-term borrowings - Current portion (Notes VI (XII) & VIII)	32,000	1	6,000	-
1517	Financial assets measured at fair value through other comprehensive income - non-current (Note VI (IV))	477	-	740	-	2399	Other current liabilities (Note VI(XIV))	18,143	1	3,338	-
1600	Property, plant and equipment (Note VI (VII) & VIII)	861,207	32	887,219	33		Total current liabilities	<u>788,143</u>	<u>29</u>	<u>735,740</u>	<u>27</u>
1755	Right-of-use assets (Note VI (VIII))	18,303	1	48,985	2		Non-current liabilities:				
1780	Intangible assets (Note VI (IX))	16,308	1	4,731	-	2530	corporate bonds payable (Note VI (XI))	480,394	18	469,057	17
1840	Deferred income tax assets (Note VI (XVI))	21,988	1	30,230	2	2540	Long-term borrowings (Notes VI (XII) and VIII)	12,000	1	44,000	2
1920	Refundable deposits	7,455	-	8,143	-	2570	Deferred income tax liabilities (Note VI (XVI))	4,075	-	14,402	1
1975	Net defined benefit assets (Note VI (XV))	7,739	-	7,009	-	2580	Lease liabilities - non-current (Note VI (XIII))	8,645	-	29,762	1
	Total non-current assets	<u>933,477</u>	<u>35</u>	<u>987,057</u>	<u>37</u>		Total non-current liabilities	<u>505,114</u>	<u>19</u>	<u>557,221</u>	<u>21</u>
							Total liabilities	<u>1,293,257</u>	<u>48</u>	<u>1,292,961</u>	<u>48</u>
							Equity (Note VI (XI) and (XVII)):				
						3110	Share capital - ordinary shares	591,231	22	591,231	22
						3200	Capital surplus	548,898	21	548,760	20
						3300	Retained earnings	237,105	9	251,129	9
						3400	Other equity	11,894	-	9,991	1
							Total equity	<u>1,389,128</u>	<u>52</u>	<u>1,401,111</u>	<u>52</u>
							Total liabilities and equity	<u>\$ 2,682,385</u>	<u>100</u>	<u>2,694,072</u>	<u>100</u>
	Total assets	<u>\$ 2,682,385</u>	<u>100</u>	<u>2,694,072</u>	<u>100</u>						

(Please refer to notes to consolidated financial statements)

Chairman: Tseng Wen-Hsing

Managerial Officer: Lin Chang-An

Accounting Supervisor: Li I-Mei

AEWIN Technologies Co., Ltd. and Subsidiaries
Consolidated Statements of Comprehensive Income
January 1 to December 31, 2025 and 2024

Unit: NTD thousand

		2025		2024	
		Amount	%	Amount	%
4000	Net operating revenue (Notes VI (XIX) & VII)	\$ 2,496,996	100	2,285,480	100
5000	Operating costs (Notes VI (VI), (VII), (VIII), (IX), (XIII), (XV), (XX), VII and XII)	<u>(1,924,524)</u>	<u>(77)</u>	<u>(1,694,545)</u>	<u>(74)</u>
	Gross Profit	<u>572,472</u>	<u>23</u>	<u>590,935</u>	<u>26</u>
	Operating expenses (Notes VI (V), (VII), (VIII), (IX), (XIII), (XV), (XX), VII and XII)				
6100	Selling and marketing expenses	(174,179)	(7)	(174,376)	(8)
6200	Management expenses	(104,539)	(4)	(111,395)	(5)
6300	Research and development expenses	(240,713)	(9)	(198,778)	(9)
6450	Expected credit impairment (loss) gain on reversal	<u>12,612</u>	<u>-</u>	<u>(11,222)</u>	<u>-</u>
	Total operating expenses	<u>(506,819)</u>	<u>(20)</u>	<u>(495,771)</u>	<u>(22)</u>
	Net operating income	<u>65,653</u>	<u>3</u>	<u>95,164</u>	<u>4</u>
	Non-operating income and expenses (Note VI (XI), (XIII), (XIV) and (XXI)):				
7100	Interest income	2,593	-	3,574	-
7010	Other income	15,333	-	4,672	-
7020	Other gain and loss	(10,373)	-	(14,908)	-
7050	Finance costs	<u>(20,563)</u>	<u>(1)</u>	<u>(22,130)</u>	<u>(1)</u>
	Total non-operating income and expenses	<u>(13,010)</u>	<u>(1)</u>	<u>(28,792)</u>	<u>(1)</u>
7900	Profit before tax	52,643	2	66,372	3
7950	Income tax expense (Note VI (XVI))	<u>(14,295)</u>	<u>-</u>	<u>(13,498)</u>	<u>(1)</u>
8200	Net profit for the period	<u>38,348</u>	<u>2</u>	<u>52,874</u>	<u>2</u>
	Other comprehensive income (Note VI (XVII)):				
8310	Items that will not be reclassified to profit or loss				
8311	Remeasurement of defined benefit plans	310	-	4,674	-
8316	Unrealized loss on investments in equity instruments measured at fair value through other comprehensive income	(263)	-	(5)	-
8349	Income tax related to items not reclassified	<u>(62)</u>	<u>-</u>	<u>(935)</u>	<u>-</u>
		<u>(15)</u>	<u>-</u>	<u>3,734</u>	<u>-</u>
8360	Items that may be subsequently reclassified to profit or loss				
8361	Exchange differences on translating the financial statements of foreign operations	2,166	-	6,345	1
8399	Income tax related to items that may be reclassified	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
		<u>2,166</u>	<u>-</u>	<u>6,345</u>	<u>1</u>
	Other comprehensive income for the current period	<u>2,151</u>	<u>-</u>	<u>10,079</u>	<u>1</u>
8500	Total comprehensive income (loss) for the period	<u>\$ 40,499</u>	<u>2</u>	<u>62,953</u>	<u>3</u>
	Earnings per share (Unit: In New Taiwan Dollars, Note VI (XVIII))				
9750	Basic earnings per share	<u>\$ 0.65</u>		<u>0.89</u>	
9850	Diluted earnings per share	<u>\$ 0.65</u>		<u>0.89</u>	

(Please refer to notes to consolidated financial statements)

Chairman: Tseng Wen-Hsing

Managerial Officer: Lin Chang-An

Accounting Supervisor: Li I-Mei

AEWIN Technologies Co., Ltd. and Subsidiaries
Consolidated Statements of Changes in Equity
January 1 to December 31, 2025 and 2024

Unit: NTD thousand

	Share capital - ordinary shares	Capital surplus	Retained earnings			Other equity items		Total	Total equity
			Statutory surplus reserve	Undistributed earnings	Total	Exchange differences on translating the financial statements of foreign operations	Unrealized loss on financial assets at fair value through other comprehensive income		
Balance as of January 1, 2024	\$ 591,231	445,936	70,508	144,701	215,209	4,320	(669)	3,651	1,256,027
Net profit for the period	-	-	-	52,874	52,874	-	-	-	52,874
Other comprehensive income for the current period	-	-	-	3,739	3,739	6,345	(5)	6,340	10,079
Total comprehensive income (loss) for the period	-	-	-	56,613	56,613	6,345	(5)	6,340	62,953
Appropriation and distribution of earnings:									
Provision of statutory surplus reserve	-	-	2,636	(2,636)	-	-	-	-	-
Cash dividends for ordinary shares	-	-	-	(20,693)	(20,693)	-	-	-	(20,693)
Recognition of Stock Options for Issued Convertible Corporate Bonds	-	102,742	-	-	-	-	-	-	102,742
Disposition of employee stock ownership trust inflows	-	82	-	-	-	-	-	-	82
Balance as of December 31, 2024	<u>591,231</u>	<u>548,760</u>	<u>73,144</u>	<u>177,985</u>	<u>251,129</u>	<u>10,665</u>	<u>(674)</u>	<u>9,991</u>	<u>1,401,111</u>
Net profit for the period	-	-	-	38,348	38,348	-	-	-	38,348
Other comprehensive income for the current period	-	-	-	248	248	2,166	(263)	1,903	2,151
Total comprehensive income (loss) for the period	-	-	-	38,596	38,596	2,166	(263)	1,903	40,499
Appropriation and distribution of earnings:									
Provision of statutory surplus reserve	-	-	5,661	(5,661)	-	-	-	-	-
Cash dividends for ordinary shares	-	-	-	(52,620)	(52,620)	-	-	-	(52,620)
Disposition of employee stock ownership trust inflows	-	138	-	-	-	-	-	-	138
Balance as of December 31, 2025	<u>\$ 591,231</u>	<u>548,898</u>	<u>78,805</u>	<u>158,300</u>	<u>237,105</u>	<u>12,831</u>	<u>(937)</u>	<u>11,894</u>	<u>1,389,128</u>

(Please refer to notes to consolidated financial statements)

Chairman: Tseng Wen-Hsing

Managerial Officer: Lin Chang-An

Accounting Supervisor: Li I-Mei

AEWIN Technologies Co., Ltd. and Subsidiaries

Consolidated Statements of Cash Flows

January 1 to December 31, 2025 and 2024

	Unit: NTD thousand	
	2025	2024
Cash flows from operating activities:		
Income before tax for the period	\$ 52,643	66,372
Adjustments:		
Adjustments to reconcile profit (loss)		
Depreciation expenses	55,825	61,789
Amortization expenses	3,966	2,456
Expected credit loss (gain on reversal)	(12,612)	11,222
Finance costs	20,563	22,130
Interest income	(2,593)	(3,574)
Net gain on disposal and retirement of property, plant and equipment	(629)	-
Gain from lease modification	(3,744)	-
Total revenue, expense and loss items	<u>60,776</u>	<u>94,023</u>
Changes in assets/liabilities related to operating activities:		
Net change in assets related to operating activities:		
Financial assets mandatorily classified as at fair value through profit or loss	2,730	9,852
Notes and accounts receivable	65,612	(173,634)
Accounts receivable - related parties	(13,071)	(2,188)
Inventories	(47,804)	40,251
Other current assets	34,131	(21,634)
Net defined benefit assets	(420)	(392)
Total net changes in assets related to operating activities	<u>41,178</u>	<u>(147,745)</u>
Net change in liabilities related to operating activities:		
Financial liabilities under trading	(973)	2,159
Contractual liabilities	(842)	9,518
Accounts payable	(47,409)	126,841
Accounts payable - related parties	8,096	(7,786)
Other payables	(6,654)	26,787
Other current liabilities	14,805	407
Total net changes in liabilities related to operating activities	<u>(32,977)</u>	<u>157,926</u>
Total net changes in assets and liabilities related to operating activities	<u>8,201</u>	<u>10,181</u>
Total adjustments	<u>68,977</u>	<u>104,204</u>
Cash inflows from operating activities	121,620	170,576
Interest received	2,593	3,573
Interest paid	(1,658)	(2,913)
Income tax paid	(18,233)	(17,765)
Net cash inflows from operating activities	<u>104,322</u>	<u>153,471</u>

(Continued on the next)

(Please refer to notes to consolidated financial statements)

Chairman: Tseng Wen-Hsing

Managerial Officer: Lin Chang-An

Accounting Supervisor: Li I-Mei

AEWIN Technologies Co., Ltd. and Subsidiaries
Consolidated Statements of Cash Flows (Continued from the previous page)
January 1 to December 31, 2025 and 2024

Unit: NTD thousand

	2025	2024
Cash flows from investing activities:		
Acquisition of financial assets measured at amortized cost:	(26,987)	-
Acquisition of property, plant and equipment	(15,312)	(28,108)
Proceeds from disposal of property, plant and equipment	646	-
(Increase) Decrease in refundable deposits	688	(2,194)
Purchase of intangible assets	(4,667)	(2,241)
Net cash outflows from investing activities	(45,632)	(32,543)
Cash flows from financing activities:		
Increase in short-term borrowings	407,007	1,167,688
Decrease in short-term borrowings	(343,842)	(1,344,260)
Issuance of corporate bonds	-	566,323
Proceeds from long-term borrowings	32,000	-
Repayment of long-term borrowings	(38,000)	(300,000)
Repayment of lease principal	(16,703)	(25,657)
Cash dividend distribution	(52,620)	(20,693)
Interest paid	(7,423)	(15,952)
Disposition of employee stock ownership trust inflows	138	82
Net cash inflows (outflows) from financing activities	(19,443)	27,531
Effect of changes in exchange rate	3,020	8,391
Increase in cash and cash equivalents during the period	42,267	156,850
Cash and cash equivalents at beginning of period	377,537	220,687
Cash and cash equivalents at end of period	\$ 419,804	377,537

(Please refer to notes to consolidated financial statements)

Chairman: Tseng Wen-Hsing

Managerial Officer: Lin Chang-An

Accounting Supervisor: Li I-Mei

Independent Auditors' Report

To the Board of Directors and Shareholders of AEWIN Technologies Co., Ltd.

Audit Opinion

We have audited the accompanying balance sheet as of December 31, 2025 and 2024 of AEWIN Technologies Co., Ltd., which comprise the statement of comprehensive income, statement of changes in equity, and statement of cash flows from January 1 to December 31, 2025 and 2024, as well as the notes to the parent company only financial statement (including the summary of significant accounting policies).

In our opinion, the aforementioned financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2025 and 2024, as well as the Company's financial performance and cash flows from January 1 to December 31 in 2025 and 2024, in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for Audit Opinion

We conducted audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and Generally Accepted Auditing Standards. 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. Based on our audit results and other certified public accountants' audit reports, we believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Company's parent company only financial statements for the year ended December 31, 2025. 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 that we judge should be communicated in the audit reports are stated as follows:

Revenue Recognition

For details regarding the accounting policy for revenue recognition, please refer to Note IV (XIII) of the individual financial report. For an explanation of significant accounting items related to revenue, please refer to Note VI (XVII) of the parent company only financial statement.

Description of Key Audit Matters:

AEWIN Technologies Co., Ltd. engages in sales transactions with customers that involve various transaction conditions. It is crucial to determine the appropriate timing for revenue recognition based on the specific terms of each transaction, which adds a layer of complexity. As a result, the testing of the timing of revenue recognition becomes a key area of focus for the CPA when auditing the parent company's only financial statements of AEWIN Technologies Co., Ltd.

The Corresponding Audit Procedures:

Our main audit procedures for the above-mentioned key audit matters include understanding the primary types of revenue, contract terms, and transaction conditions, as well as assessing the accuracy of the timing of revenue recognition. We reviewed the sales and collection cycle, along with the related internal controls and transaction vouchers, to evaluate whether the timing of revenue recognition aligns with the transaction terms agreed upon with customers. Additionally, we conducted sampling tests on sales transactions both before and after the end of the annual reporting period to identify the point at which control of the goods is transferred to the customer, thereby satisfying the performance obligation and assessing the accuracy of the timing of revenue recognition.

Responsibility of Management and Governance Units for 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 statement 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.

AEWIN Technologies Co., Ltd's governance unit (including the Audit Committee) is responsible for overseeing the financial reporting process.

CPA's Responsibility for Auditing the Parent Company Only Financial Statements

Our objectives are to obtain reasonable assurance regarding whether the parent company only financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the auditing standards generally accepted in the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error. If the individual amounts or sums that the material misstatement involved may be reasonably expected to affect the financial decision making of users of the parent company only financial statements, such misstatement will be considered material.

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

- I. 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.
- II. 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.
- III. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- IV. 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 AEWIN Technologies Co., Ltd.'s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the parent company only financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause AEWIN Technologies Co., Ltd.'s to cease to continue as a going concern.
- V. Evaluate the overall presentation, structure and content of the parent company only financial statements, including the related notes, and whether the parent company only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- VI. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements of equity-method investees in order to express an opinion on the financial statements. We are responsible for directing, supervising, and performing the audit and for forming an opinion on the financial statements of AEWIN Technologies Co., Ltd.

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 the governance unit with a statement of independence from the Norm of Professional Ethics for Certified Public Accountant of the Republic of China, which is followed by those who are subject to the independence requirements of the firm to which we belong, and we communicate with the governance unit about all relationships and other matters (including relevant safeguards) that might be perceived as affecting the independence of the accountant.

From the matters communicated with the governance unit, we determine the key audit matters of the Company's parent company only financial statements for the year ended December 31, 2025. We describe these matters in our certified public accountants' 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.

KPMG

CPA:

Assurance Document Number Approved by Securities Authority : Financial-Supervisory-Securities-Audit-1120333238
Financial-Supervisory-Securities-Six-0950103298

March 3, 2026

Notes to Reader

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

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

AEWIN Technologies Co., Ltd.

Balance Sheet

December 31, 2025 and 2024

Unit: NTD thousand

Assets	2025.12.31		2024.12.31			Liabilities and equity	2025.12.31		2024.12.31	
	Amount	%	Amount	%			Amount	%	Amount	%
Current assets:						Current liabilities:				
1100 Cash and cash equivalents (Note VI (I))	\$ 202,776	9	256,466	11	2120	Financial liabilities measured at fair value through profit or loss - current (Note VI (II))	4,376	-	5,349	-
1110 Financial assets at fair value through profit or loss - current (Notes VI (II) & (X))	386	-	3,116	-	2130	Contract liabilities - current (Note VI (XVII))	19,058	1	20,167	1
1136 Financial assets measured at amortized cost - current (Notes VI (III) & VIII)	27,197	1	210	-	2170	Accounts payable	220,874	9	226,598	10
1170 Net of accounts receivable (Notes VI (V) and (XVII))	128,023	5	159,854	7	2180	Accounts payable - related parties (Note VII)	45,305	2	34,834	2
1180 Accounts receivable - related parties (Notes VI (V), (XVII) and VII)	342,309	15	373,223	16	2200	Other payables	110,999	5	91,829	4
1210 Other receivables- related parties (Note VII)	223,658	10	230,989	10	2220	Other payables - related parties (Note VII)	2,734	-	1,672	-
130X Inventories (Note VI (VI))	361,141	15	289,634	12	2230	Current income tax liabilities	10,890	1	14,257	1
1470 Other current assets	24,772	1	18,917	1	2322	Long-term borrowings - current portion (Notes VI (XI) & VIII)	32,000	1	6,000	-
Total current assets	1,310,262	56	1,332,409	57	2300	Other current liabilities (Note VI(XII))	17,719	1	2,775	-
Non-current assets:						Total current liabilities	463,955	20	403,481	18
1517 Financial assets measured at fair value through other comprehensive income - non-current (Note VI (IV))	477	-	740	-	2530	Non-current liabilities:				
1550 Investment under the equity method (Note VI (VII))	159,672	7	102,771	5	2540	corporate bonds payable (Note VI (X))	480,394	20	469,057	20
1600 Property, plant and equipment (Notes VI (VIII), VII & VIII)	832,989	35	854,489	37	2570	Long-term borrowings (Notes VI (XI) and VIII)	12,000	1	44,000	2
1780 Intangible assets (Note VI (IX))	15,803	1	3,954	-		Deferred income tax liabilities (Note VI (XIV))	2,801	-	7,054	-
1840 Deferred income tax assets (Note VI (XIV))	20,714	1	22,882	1		Total non-current liabilities	495,195	21	520,111	22
1920 Refundable deposits	622	-	449	-		Total liabilities	959,150	41	923,592	40
1975 Net defined benefit assets (Note VI (XIII))	7,739	-	7,009	-	3110	Equity (Note VI (X) and (XV)):				
Total non-current assets	1,038,016	44	992,294	43	3200	Share capital - ordinary shares	591,231	25	591,231	25
					3300	Capital surplus	548,898	23	548,760	24
					3400	Retained earnings	237,105	10	251,129	11
						Other equity	11,894	1	9,991	-
						Total equity	1,389,128	59	1,401,111	60
Total assets	\$ 2,348,278	100	2,324,703	100		Total liabilities and equity	\$ 2,348,278	100	2,324,703	100

(Please refer to notes to parent company only financial statements)

Chairman: Tseng Wen-Hsing

Managerial Officer: Lin Chang-An

Accounting Supervisor: Li I-Mei

AEWIN Technologies Co., Ltd.
Statement of Comprehensive Income
January 1 to December 31, 2025 and 2024

Unit: NTD thousand

		<u>2025</u>		<u>2024</u>	
		<u>Amount</u>	<u>%</u>	<u>Amount</u>	<u>%</u>
4000	Net operating revenue (Notes VI (XVII) & VII)	\$ 1,768,070	100	1,674,278	100
5000	Operating costs (Notes VI (VI), (VIII), (IX), (XIII), (XVIII), VII & XII)	(1,325,058)	(75)	(1,235,628)	(74)
	Gross profit	443,012	25	438,650	26
5920	Add: Net realized sales profit	14,216	1	8,640	1
	Realized gross profit	457,228	26	447,290	27
	Operating expenses (Notes VI (V), (VIII), (IX), (XIII), (XVIII), VII & XII):				
6100	Selling and marketing expenses	(96,145)	(5)	(104,346)	(6)
6200	Management expenses	(75,369)	(4)	(68,630)	(4)
6300	Research and development expenses	(204,015)	(12)	(175,065)	(11)
6450	Expected credit impairment (loss) gain on reversal	65	-	(65)	-
	Total operating expenses	(375,464)	(21)	(348,106)	(21)
	Net operating income	81,764	5	99,184	6
	Non-operating income and expenses (Note VI (XII), (XIX) & VII):				
7100	Interest income	2,328	-	3,264	-
7010	Other income	15,018	1	4,246	-
7020	Other gain and loss	(32,384)	(2)	(23)	-
7050	Finance costs	(12,353)	(1)	(12,369)	(1)
7375	Share of losses of subsidiaries accounted for under the equity method	(4,292)	-	(26,807)	(1)
	Total non-operating income and expenses	(31,683)	(2)	(31,689)	(2)
7900	Profit before tax	50,081	3	67,495	4
7950	Less: Income tax expense (Note VI (XIV))	(11,733)	(1)	(14,621)	(1)
8200	Net profit for the period	38,348	2	52,874	3
	Other comprehensive income (Note VI (XIII) (XIV), (XIV) and (XV)):				
8310	Items that will not be reclassified to profit or loss				
8311	Remeasurement of defined benefit plans	310	-	4,674	-
8316	Unrealized loss on investments in equity instruments measured at fair value through other comprehensive income	(263)	-	(5)	-
8349	Income tax related to items not reclassified	(62)	-	(935)	-
		(15)	-	3,734	-
8360	Items that may be subsequently reclassified to profit or loss				
8361	Exchange differences on translating the financial statements of foreign operations	2,166	-	6,345	1
8399	Income tax related to items that may be reclassified	-	-	-	-
		2,166	-	6,345	1
	Other comprehensive income for the current period	2,151	-	10,079	1
8500	Total comprehensive income (loss) for the period	<u>\$ 40,499</u>	<u>2</u>	<u>62,953</u>	<u>4</u>
	Earnings per share (Unit: In New Taiwan Dollars, Note VI (XVI))				
9750	Basic earnings per share	<u>\$ 0.65</u>		<u>0.89</u>	
9850	Diluted earnings per share	<u>\$ 0.65</u>		<u>0.89</u>	

(Please refer to notes to parent company only financial statements)

Chairman: Tseng Wen-Hsing

Managerial Officer: Lin Chang-An

Accounting Supervisor: Li I-Mei

AEWIN Technologies Co., Ltd.
Statement of Changes in Equity
January 1 to December 31, 2025 and 2024

Unit: NTD thousand

	Share capital - ordinary shares	Capital surplus	Retained earnings			Other equity items		Total	Total equity
			Statutory surplus reserve	Undistributed earnings	Total	Exchange differences on translating the financial statements of foreign operations	Unrealized gain (loss) on financial assets measured at fair value through other comprehensive income		
Balance as of January 1, 2024	\$ 591,231	445,936	70,508	144,701	215,209	4,320	(669)	3,651	1,256,027
Net profit for the period	-	-	-	52,874	52,874	-	-	-	52,874
Other comprehensive income for the current period	-	-	-	3,739	3,739	6,345	(5)	6,340	10,079
Total comprehensive income (loss) for the period	-	-	-	56,613	56,613	6,345	(5)	6,340	62,953
Appropriation and distribution of earnings:									
Provision of statutory surplus reserve	-	-	2,636	(2,636)	-	-	-	-	-
Cash dividends for ordinary shares	-	-	-	(20,693)	(20,693)	-	-	-	(20,693)
Recognition of Stock Options for Issued Convertible Corporate Bonds	-	102,742	-	-	-	-	-	-	102,742
Disposition of employee stock ownership trust inflows	-	82	-	-	-	-	-	-	82
Balance as of December 31, 2024	<u>591,231</u>	<u>548,760</u>	<u>73,144</u>	<u>177,985</u>	<u>251,129</u>	<u>10,665</u>	<u>(674)</u>	<u>9,991</u>	<u>1,401,111</u>
Net profit for the period	-	-	-	38,348	38,348	-	-	-	38,348
Other comprehensive income for the current period	-	-	-	248	248	2,166	(263)	1,903	2,151
Total comprehensive income (loss) for the period	-	-	-	38,596	38,596	2,166	(263)	1,903	40,499
Appropriation and distribution of earnings:									
Provision of statutory surplus reserve	-	-	5,661	(5,661)	-	-	-	-	-
Cash dividends for ordinary shares	-	-	-	(52,620)	(52,620)	-	-	-	(52,620)
Disposition of employee stock ownership trust inflows	-	138	-	-	-	-	-	-	138
Balance as of December 31, 2025	<u>\$ 591,231</u>	<u>548,898</u>	<u>78,805</u>	<u>158,300</u>	<u>237,105</u>	<u>12,831</u>	<u>(937)</u>	<u>11,894</u>	<u>1,389,128</u>

(Please refer to notes to parent company only financial statements)

Chairman: Tseng Wen-Hsing

Managerial Officer: Lin Chang-An

Accounting Supervisor: Li I-Mei

AEWIN Technologies Co., Ltd.
Statements of Cash Flows
January 1 to December 31, 2025 and 2024

Unit: NTD thousand

	2025	2024
Cash flows from operating activities:		
Income before tax for the period	\$ 50,081	67,495
Adjustments:		
Adjustments to reconcile profit (loss)		
Depreciation expenses	27,761	26,523
Amortization expenses	3,704	2,186
Expected credit impairment loss (gain on reversal)	(65)	65
Finance costs	12,353	12,369
Interest income	(2,328)	(3,264)
Share of losses of subsidiaries accounted for under the equity method	4,292	26,807
Net gain on disposal of property, plant and equipment	(646)	-
Realized sales profit	(14,216)	(8,640)
Total revenue, expense and loss items	30,855	56,046
Changes in assets/liabilities related to operating activities:		
Net change in assets related to operating activities:		
Financial assets required to be measured at fair value through profit or loss	2,730	9,852
Accounts receivable	31,896	(83,719)
Accounts receivable - related parties	30,914	696
Other receivables- related parties	678	(556)
Inventories	(71,507)	6,770
Other current assets	(5,855)	(1,596)
Net defined benefit assets	(420)	(392)
Total net changes in assets related to operating activities	(11,564)	(68,945)
Net change in liabilities related to operating activities:		
Financial liabilities under trading	(973)	2,159
Contractual liabilities	(1,109)	11,646
Accounts payable	(5,724)	89,916
Accounts payable - related parties	10,471	(7,678)
Other payables	8,837	11,200
Other payables- related parties	1,062	(722)
Other current liabilities	14,944	(154)
Total net changes in liabilities related to operating activities	27,508	106,367
Total net changes in assets and liabilities related to operating activities	15,944	37,422
Total adjustments	46,799	93,468
Cash inflows from operating activities	96,880	160,963
Interest received	2,328	3,263
Income tax paid	(17,247)	(17,765)
Net cash inflows from operating activities	81,961	146,461

(Continued on the next page)

(Please refer to notes to parent company only financial statements)

Chairman: Tseng Wen-Hsing

Managerial Officer: Lin Chang-An

Accounting Supervisor: Li I-Mei

AEWIN Technologies Co., Ltd.
Statements of Cash Flows (Continued from the previous page)
January 1 to December 31, 2025 and 2024

Unit: NTD thousand

	2025	2024
Cash flows from investing activities:		
Acquisition of financial assets measured at amortized cost:	(26,987)	-
Acquisition of investment under the equity method	(44,811)	-
Acquisition of property, plant and equipment	(6,808)	(13,819)
Proceeds from disposal of property, plant and equipment	646	-
(Increase) Decrease in refundable deposits	(173)	79
Other receivables- (increase) decrease in related parties	6,653	(29,425)
Purchase of intangible assets	(4,667)	(2,240)
Net cash outflows from investing activities	(76,147)	(45,405)
Cash flows from financing activities:		
Increase in short-term borrowings	170,000	980,000
Decrease in short-term borrowings	(170,000)	(1,210,000)
Issuance of corporate bonds	-	566,323
Repayment of long-term borrowings	(6,000)	(300,000)
Cash dividend distribution	(52,620)	(20,693)
Disposition of employee stock ownership trust inflows	138	82
Interest paid	(1,022)	(9,149)
Net cash inflows (outflows) from financing activities	(59,504)	6,563
Increase (Decrease) in cash and cash equivalents during the period	(53,690)	107,619
Cash and cash equivalents at beginning of period	256,466	148,847
Cash and cash equivalents at end of period	\$ 202,776	256,466

(Please refer to notes to parent company only financial statements)

Chairman: Tseng Wen-Hsing

Managerial Officer: Lin Chang-An

Accounting Supervisor: Li I-Mei

Attachment 2. Items related to non-competition restrictions for directors and their representatives

Directors	Proposed Content for Lifting Non-Competition Restrictions
Representative of DFI Inc.: Wen-Hsing Tseng	Corporate representative director of Ecolux Technology Co., Ltd.
Representative of DFI Inc.: Chih-Yin Tien	Corporate representative director of APLEX Technology Inc.
Representative of DFI Inc.: Chang-An Lin	Corporate representative director of Aewin Tech Inc Corporate representative director of Bright Profit Enterprise Limited Corporate representative director of Aewin Beijing Technologies Co., Ltd.
Jian-Wei Chen	Corporate representative director of Alcor Micro, Corp. Director of Egis Technology Inc. Corporate representative director of NTUST Star Venture Capital Co., Ltd. Independent Director of Inmax Holding Co., Ltd.

Appendix 1. Rules of Procedure for Shareholders' Meeting

AEWIN Technologies Co., Ltd.

Rules of Procedure for Shareholders' Meeting

Article 1: In order to establish a robust governance system for the Company's shareholders' meetings, enhance supervisory functions, and strengthen management capabilities, these regulations have been formulated in accordance with Article 5 of the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies to ensure compliance.

Article 2: The procedures for the shareholders' meeting of the Company shall be governed by these rules, unless otherwise provided by law or the Articles of Incorporation.

Article 3: The shareholders' meeting of this Company shall be convened by the Board of Directors, unless otherwise stipulated by law.

The method for convening the Company's shareholders' meeting shall be determined by a resolution of the Board of Directors and finalized prior to the issuance of the shareholders' meeting notice.

The Company shall prepare electronic files of the shareholders' meeting notice, proxy forms, and relevant materials related to proposals for approval, discussion items, and the election or dismissal of directors and supervisors. These materials must be submitted to the Market Observation Post System (MOPS) at least 30 days before an annual shareholders' meeting or 15 days before a special shareholders' meeting. Additionally, the shareholders' meeting agenda handbook and supplemental materials shall be prepared in electronic format and uploaded to the MOPS no later than 21 days before a regular shareholders' meeting or 15 days before an extraordinary shareholders' meeting. However, if the Company's paid-in capital reaches NT\$10 billion or more as of the end of the most recent fiscal year, or if the combined shareholding ratio of foreign and Mainland Chinese investors recorded in the shareholders' register for the most recent regular shareholders' meeting reaches 30% or more, the above-mentioned electronic files shall be transmitted at least 30 days prior to the regular shareholders' meeting. At least 15 days prior to the shareholders' meeting, the meeting handbook and supplementary materials shall be prepared and made available for shareholders' review. These materials will be accessible at the Company's premises and at the professional shareholder services agency designated by the Company.

On the day of the shareholders' meeting, the aforementioned meeting handbook and supplementary materials shall be made available to shareholders for review by the Company in the following manner:

- I. When convening a shareholders' meeting, meeting materials shall be distributed on-site at the venue during the meeting.
- II. During a video-assisted shareholders' meeting, materials shall be distributed on-site and simultaneously transmitted as electronic files via the video conferencing platform.
- III. When convening a video-assisted shareholders' meeting, the materials should be transmitted as electronic files to the video conferencing platform.

The notice and announcement should specify the purpose of the meeting; if agreed by the recipient, the notice may be sent electronically.

The appointment or dismissal of directors and supervisors, amendments to the articles of incorporation, capital reduction, applications for the suspension of public offerings, approval of directors' competition, transfer of earnings to capital, transfer of reserves to capital, company dissolution, mergers, divisions, and matters specified in Article 185, Paragraph 1 of the Company Act, Article 26-1, and Article 43-6 of the Securities and Exchange Act, as well as matters related to the Regulations Governing the Offering and Issuance of Securities by Securities Issuers, Articles 56-1 and 60-2, must be clearly listed and explained in the notice for convening the meeting. These matters cannot be raised as motions from the floor. The purpose of convening the shareholders' meeting is to conduct a full re-election of directors and supervisors, along with specifying the date for the assumption of office. Once the re-election is concluded at the shareholders' meeting, the date for the assumption of office cannot be changed through any interim motions or other means during the same meeting.

Shareholders holding more than 1% of the total issued shares may submit a single proposal for the annual shareholders' meeting. Proposals exceeding this limit will not be considered. Additionally, the proposals submitted by shareholders may fall under one of the circumstances outlined in Article 172-1, Paragraph 4 of the Company Act, which allows the Board of Directors to exclude them from consideration.

Shareholders may submit proposals aimed at encouraging the company to enhance public interest or fulfill its social responsibilities. In accordance with the relevant provisions of Article 172-1 of the Company Act, only one proposal per shareholder is allowed. Proposals exceeding this limit will not be included in the agenda.

The Company will announce the acceptance of shareholder proposals, including the methods for submission (either written or electronic), submission location, and the acceptance period, prior to the deadline for the suspension of stock transfers before the annual shareholders' meeting. The acceptance period will be at least 10 days.

Proposals submitted by shareholders are limited to 300 words. Proposals exceeding this limit will not be included in the agenda. Shareholders submitting a proposal must attend the shareholders' meeting in person or delegate another individual to attend on their behalf and participate in the discussion of the proposal.

The Company shall notify the proposing shareholders of the results of their proposals before issuing the notice of the shareholders' meeting and shall include in the meeting notice those proposals that comply with this regulation. For shareholder proposals not included in the agenda, the Board of Directors shall provide an explanation for their exclusion at the shareholders' meeting.

Article 4: Shareholders must present the proxy form issued by the Company at each shareholders' meeting. The form should specify the scope of authorization, the appointed proxy, and confirm their attendance at the meeting.

A shareholder must submit a power of attorney, appointing only one individual, to the Company at least five days prior to the shareholders' meeting. In case of multiple submissions, the earliest submission received will take precedence. However, the revocation of the prior authorization does not affect the principal.

Once the power of attorney is delivered to the Company, shareholders who wish to attend the shareholders' meeting in person or exercise their voting rights in writing or electronically must notify the company in writing to revoke the power of attorney at least two days prior to the meeting. If the revocation is made after this deadline, the appointed proxy will exercise the voting rights.

Once the power of attorney is delivered to the Company, if a shareholder wishes to attend the shareholders' meeting via video conference, they must notify the Company in writing to revoke the power of attorney at least two days prior to the meeting. If the revocation is made after this deadline, the voting rights will be exercised by the appointed proxy.

Article 5: Principles for the Location and Timing of the Shareholders' Meeting

The location of the shareholders' meeting shall be held at the Company's registered office or at a venue that is convenient for shareholders to attend and suitable for the meeting. The meeting shall commence no earlier than 9:00 AM and no later than 3:00 PM. The location and time of the meeting shall take into full consideration the opinions of the independent directors.

The Company shall not be restricted by the physical location of the meeting when convening a virtual shareholders' meeting.

Article 6: Preparation of Signature Book and Other Documents

The Company shall specify in the meeting notice the registration time, registration location, and other important details for shareholders, proxy holders, and authorized agents (hereinafter referred to as "shareholders").

Registration for shareholders should commence at least 30 minutes before the scheduled start time of the meeting. The registration area must be clearly marked and staffed with qualified personnel. For virtual meetings, registration should also be open on the virtual platform 30 minutes prior to the meeting's start. Shareholders who complete their registration will be considered present at the meeting, as if attending in person.

Shareholders are required to attend the meeting with their attendance certificate, sign-in card, or other relevant attendance documents. The Company will not impose any additional requirements for proof of attendance beyond the documents presented by shareholders. Individuals soliciting proxy votes must also provide identification documents for verification. The Company will provide a signature book for shareholders to sign in, or shareholders may submit a sign-in card as an alternative to signing the book.

The Company will provide shareholders attending the meeting with the minutes, annual report, attendance certificates, speaking cards, voting ballots, and other relevant meeting materials. In the event of an election of directors and supervisors, a separate ballot for the election will also be included.

When a government entity or legal entity holds shares, the representative attending the shareholders' meeting may include more than one individual. However, when a legal entity is entrusted to attend the shareholders' meeting, only one representative may be designated to attend.

The shareholders' meeting will be held via video conference. Shareholders who wish to attend the meeting virtually must register with the Company at least two days prior to the meeting.

For shareholder meetings conducted via video conference, the Company is required to upload the meeting agenda, annual report, and other relevant materials to the video conference platform at least 30 minutes before the meeting begins. These materials must remain accessible until the meeting concludes.

Article 6-1: Items to be Included in the Notice for Convening a Shareholders' Meeting via Video Conference

The Company will hold a video conference for the shareholders' meeting, and the notice of the meeting must specify the following matters:

- I. Methods for shareholders to participate in the video conference and exercise their rights.
- II. In the event of natural disasters, incidents, or other force majeure circumstances that disrupt the operation of the video conferencing platform or hinder participation via video, the contingency measures shall include, at a minimum, the following items:
 - (I) If the ongoing issues that arose before the meeting cannot be resolved, the meeting must either be postponed or continued at a later time. The dates for any such postponement or continuation will be determined accordingly.
 - (II) Shareholders who did not register to participate in the original shareholders' meeting via video conference are not permitted to attend the postponed or continued session.
 - (III) A video-assisted shareholders' meeting will be held. In the event of an interruption to the video conference, the shares represented by shareholders participating via video will be deducted from the total number of shares present. If the remaining shares still meet the legal quorum required for the meeting, the shareholders' meeting shall continue. The shares of shareholders affected by the interruption will still be counted as present for quorum purposes; however, for all resolutions presented at the meeting, their votes will be recorded as abstentions.
 - (IV) Handling procedures in the event that all resolutions have been announced and no extraordinary motions have been proposed.
- III. A video conference will be held for the shareholders' meeting, and appropriate alternative arrangements must be provided for shareholders who experience difficulties participating via video.

Article 7: Chairman of the Shareholders' Meeting, Attendees

If the shareholders' meeting is convened by the Board of Directors, the chairperson shall be the chairman of the Board. If the chair is on leave or unable to perform their duties, the vice chairman shall act as proxy. If there is no vice chairman, or if the vice chairman is also unavailable, the chairman shall designate an executive director to serve as proxy. If there are no executive directors, a director shall be designated. In the absence of such a designation, a proxy shall be elected by mutual agreement from among the executive directors or directors. The chairperson shall be appointed from among the executive directors or directors acting on their behalf, who have served for at least six months and have a strong understanding of the Company's financial and business conditions. The same applies if the chairperson is the representative of a corporate director.

The shareholders' meeting convened by the board of directors should be presided over by the chairman. It is recommended that more than half of the Board's directors be present, along with at least one representative from each functional committee. Attendance should be recorded in the minutes of the meeting.

If the shareholders' meeting is convened by an entity other than the Board of Directors, the chairperson shall be appointed by the convening party. If there are two or more convening parties, they shall mutually select one individual to serve as the chairperson.

The Company may appoint its designated lawyers, accountants, or relevant personnel to attend the shareholders' meeting.

Article 8: Documentation of Audio or Video Recordings of Shareholders' Meetings

The Company shall continuously record and videotape the entire shareholder registration process, the proceedings of the meeting, and the voting and ballot counting process, starting from the moment it begins accepting shareholder registrations.

The aforementioned audio-visual materials shall be retained for a minimum of one year. However, if shareholders initiate a lawsuit pursuant to Article 189 of the Company Act, the materials must be preserved until the conclusion of the litigation.

The shareholders' meeting, convened via video conference, will require our Company to record and preserve data related to shareholder registration, attendance, inquiries, voting, and the results of the vote counting. Furthermore, the entire video conference will be continuously recorded in both audio and video formats.

The aforementioned data and audio-visual recordings shall be properly preserved by the Company for the required duration. The audio-visual recordings will be handed over to the designated party responsible for managing video conference matters for safekeeping.

The shareholders' meeting conducted via video conference should have the backend operational interface of the video conference platform recorded.

Article 9: Attendance at the shareholders' meeting shall be determined by the number of shares held. The number of shares in attendance will be calculated based on the shares registered in the signature book or sign-in cards submitted, as well as the shares registered on the video conference platform, along with the number of shares voting by written or electronic means.

At the scheduled meeting time, the chairperson shall announce the opening of the meeting and simultaneously disclose the number of non-voting shares and the number of shares in attendance.

However, if shareholders representing more than half of the total issued shares are not in attendance, the chairperson may announce a postponement of the meeting. The meeting may be postponed up to two times, with the total postponement duration not exceeding one hour. If, after two postponements, shareholders representing at least one-third of the total issued shares are still not in attendance, the chairperson shall declare the meeting adjourned. For meetings held via video conference, the Company will also announce the adjournment on the video conference platform.

If the meeting has been postponed twice and there is still insufficient attendance, a resolution may be deemed valid in accordance with Article 175, Paragraph 1 of the Company Act, provided that shareholders representing more than one-third of the total issued shares are present. The company shall notify all shareholders of the deemed resolution and reconvene the shareholders' meeting within one month. If the meeting is conducted via video conference, shareholders wishing to attend virtually must re-register with the company in accordance with Article 6.

Before the conclusion of the current meeting, if the number of shares represented by attending shareholders exceeds half of the total issued shares, the chairperson may submit the proposed resolution for a re-vote in accordance with Article 174 of the Company Act.

Article 10: If the Board of Directors convenes the shareholders' meeting, it shall determine the agenda. All related proposals, including motions and amendments to the original proposals, will be voted on individually. The meeting will proceed according to the scheduled agenda, and any changes must be approved by a resolution of the shareholders' meeting.

If the shareholders' meeting is convened by an individual or entity other than the Board of Directors, who possesses the authority to convene such a meeting, the provisions of the preceding paragraph shall apply.

The agendas outlined in the first two items cannot be adjourned by the chairperson without a resolution prior to the conclusion of the meeting, including any motions raised. If the chairperson violates the rules of procedure and adjourns the meeting, the other members of the Board of Directors shall promptly assist the attending shareholders, in accordance with legal procedures, to elect a new chairperson with the consent of a majority of the voting rights of the attending shareholders, in order to continue the meeting.

The chairperson shall provide comprehensive explanations and facilitate opportunities for discussion regarding the proposals, amendments, or motions presented by shareholders. Once it is determined that sufficient discussion has taken place to proceed to a vote, the chairperson may declare the discussion closed, submit the matter for a vote, and set an appropriate voting period.

Article 11: Shareholder Remarks

Before speaking at the shareholders' meeting, shareholders must complete a speech card outlining the main points of their speech, along with their shareholder account number (or attendance certificate number) and account name. The chairperson will establish the order of speeches.

Shareholders who submit a speech card but do not speak will be considered as not having spoken. If the content of the speech differs from what is recorded on the speech card, the content of the speech shall prevail.

Each shareholder may address the same proposal no more than twice without the chairperson's consent, with each speaking period limited to five minutes. However, if a shareholder's remarks violate regulations or exceed the scope of the agenda, the chairperson may terminate their speaking.

During shareholder speeches, other shareholders are prohibited from speaking or interrupting without the consent of both the chairperson and the shareholder who is speaking. The chairperson is responsible for intervening in case of any violations.

When a corporate shareholder designates two or more representatives to attend the shareholders' meeting, only one representative may speak on each agenda item.

After the shareholders' statements, the chairperson must either respond personally or designate appropriate personnel to respond.

Shareholders participating in the meeting via video conference may submit questions in text format on the video conference platform after the chairperson announces the commencement of the meeting and before the meeting is adjourned. Each shareholder may ask questions on each agenda item no more than twice, with each question limited to 200 words. The provisions of items one through five do not apply.

Questions that comply with regulations and do not exceed the scope of the proposal should be disclosed on the video conference platform during the shareholders' meeting to ensure general awareness.

Article 12: Calculation of Voting Shares and the System of Abstention

Votes at the shareholders' meeting shall be determined by the number of shares held.

The resolution of the shareholders' meeting stipulates that the number of shares held by shareholders without voting rights shall not be included in the total number of issued shares. Shareholders with a personal interest in the matters discussed at the meeting, which may be detrimental to the Company's interests, shall refrain from participating in the voting and shall not act as proxies for other shareholders in exercising their voting rights.

The number of shares that are not permitted to exercise voting rights shall not be included in the total count of voting rights held by shareholders present.

Except for trust enterprises or stock agency institutions approved by the securities regulatory authority, when an individual is entrusted by two or more shareholders simultaneously, the voting rights they represent shall not exceed 3% of the total voting rights of the issued shares. Any voting rights that exceed this limit shall not be counted.

Article 13: Each shareholder is entitled to one vote per share. However, shareholders with restricted voting rights, as specified in Article 179, Section 2 of the Company Act, are exempt from this limitation.

When the Company convenes a shareholders' meeting, voting rights should be exercised electronically and may also be exercised in writing. The method of exercising voting rights, whether in writing or electronically, should be specified in the notice of the shareholders' meeting. Shareholders who exercise their voting rights in writing or electronically shall be deemed to have attended the shareholders' meeting in person. However, temporary motions and amendments to original proposals presented during the shareholders' meeting are considered abstentions. Therefore, the Company should refrain from proposing such motions and amendments.

Shareholders who exercise their voting rights in writing or electronically must ensure that their voting instructions are received by the company at least two days before the shareholders' meeting. In the event of duplicate submissions, the version received first shall prevail. This rule does not apply if a later submission explicitly revokes the earlier one.

Shareholders who have exercised their voting rights in writing or electronically and later wish to attend the shareholders' meeting in person or via video conference must revoke their previous vote using the same method, no later than two days before the meeting. If the revocation is made after this deadline, the voting rights exercised in writing or electronically will prevail. If voting rights have been exercised in writing or electronically, and a proxy is subsequently appointed to attend the shareholders' meeting by power of attorney, the voting rights exercised by the proxy shall take precedence.

The resolution shall be adopted with the approval of more than half of the voting rights of the attending shareholders, unless otherwise specified by the Company Act or the Articles of Incorporation of the Company. During the voting process, the chairperson or their designated representative shall announce the total number of voting rights held by the attending shareholders for each agenda item. Shareholders will then vote on each item individually. The results of the votes, including the number of approvals, disapprovals, and abstentions, shall be recorded in MOPS on the same day the shareholders' meeting is held.

When there are amendments or substitute proposals to the same motion, the chairperson shall determine the voting order for both the original motion and the amendments. If one of the proposals is approved, the remaining proposals shall be considered rejected, and no further voting will be required.

The personnel responsible for monitoring and counting the votes on the proposal shall be designated by the chairperson. However, the monitoring personnel must be shareholders.

Vote counting for resolutions or elections at the shareholders' meeting shall be conducted publicly at the meeting venue. Additionally, the voting results, including the vote count and its weight, shall be announced on-site immediately after the counting is completed and recorded.

The Company convened a shareholders' meeting via video conference. Shareholders participating through the video conference platform will vote on various proposals and election matters after the chairman announces the commencement of the meeting. Voting must be completed before the chairman announces the conclusion of the voting period; otherwise, late submissions will be considered abstentions.

The shareholders' meeting, conducted via video conference, shall proceed with a single tally of the votes, and the results of the votes and elections shall be announced after the chairman declares the conclusion of the votes.

When the Company convenes a video-assisted shareholders' meeting, shareholders who have registered to attend the meeting via video under Article 6 and wish to attend in person must cancel their registration in the same manner as their original registration at least two days prior to the meeting. Shareholders who fail to cancel their registration by the deadline may only attend the meeting via video.

Shareholders who exercise their voting rights in writing or electronically, without revoking their expression of intent, and then participate in the shareholders' meeting via video conference may not exercise their voting rights again on the original proposal, nor propose amendments to the original proposal or vote on such amendments, except for temporary motions.

Article 14: When the shareholders' meeting conducts the election of directors, it shall be carried out in accordance with the relevant election regulations established by the Company. The election results, including the list of elected directors and their respective voting powers, shall be announced immediately.

The election ballots for the aforementioned election shall be sealed and signed by the election monitors, properly stored, and retained for at least one year. However, if shareholders initiate a lawsuit pursuant to Article 189 of the Company Act, the materials must be preserved until the conclusion of the litigation.

Article 15: The resolutions of the shareholders' meeting shall be documented in the minutes, which must be signed or sealed by the chairperson. The minutes shall also be distributed to all shareholders within twenty days following the meeting. The preparation and distribution of meeting minutes may be done electronically.

The distribution of the minutes from the previous meeting will be carried out by the Company through the announcement method of MOPS.

The minutes of the meeting should accurately record the date, location, name of the chairperson, method of resolution, key points of the proceedings, and the voting results, including the statistical weight of the votes. For director and supervisor elections, the vote count for each candidate must also be disclosed. Throughout the duration of this Company, records will be permanently preserved.

For shareholder meetings conducted via video conference, in addition to the matters that must be recorded as stipulated above, the minutes shall also include the start and end times of the meeting, the method of convening the meeting, the names of the chairperson and the recorder, and the procedures and circumstances for addressing disruptions to the video conference platform or participation due to natural disasters, emergencies, or other force majeure events. When the Company convenes a virtual shareholders' meeting, the minutes shall, in addition to the requirements outlined in the preceding paragraph, include details of the alternative measures offered to shareholders who experience difficulties participating via video conference.

Article 16: Public Announcement

The Company shall compile a statistical table, in the prescribed format, detailing the number of shares solicited, the number represented by proxy agents, and the number held by shareholders voting in writing or electronically. This table shall be clearly displayed at the meeting venue on the day of the shareholders' meeting. If the meeting is conducted via video conference, the Company shall upload the table to the video conference platform at least thirty minutes before the meeting begins and keep it available until the meeting concludes. The Company convened a virtual shareholders' meeting and announced that the total number of shares held by attending shareholders would be disclosed on the virtual meeting platform. If additional statistics on the total number of shares and voting rights of attending shareholders become available during the meeting, they shall be disclosed in the same manner. If any resolutions adopted at the shareholders' meeting involve material information as defined by applicable laws, regulations, or the Taiwan Stock Exchange (or Taipei Exchange), the Company shall report the details to MOPS within the required timeframe.

Article 17: Maintenance of Order at the Venue

Personnel responsible for conducting the shareholders' meeting shall wear identification badges or armbands.

The chairperson shall instruct inspectors or security personnel to assist in maintaining order at the venue. When inspectors or security personnel are assigned to maintain order, they shall wear an armband or identification badge clearly marked with the word "Inspector."

If sound amplification equipment is available at the venue, the chairperson may prohibit shareholders from using personal equipment to speak.

Shareholders who violate the rules of procedure and fail to comply with the chairperson's corrections, thereby obstructing the meeting's progress, may be asked to leave the venue. The chairperson may instruct the inspectors or security personnel to enforce this request.

Article 18: Break, Resume the Meeting

During the meeting, the chairperson may, at his or her discretion, announce a break. In the event of unavoidable circumstances, the chairperson may decide to suspend the meeting and announce when the meeting will reconvene, as appropriate.

If the meeting venue scheduled for the shareholders' meeting can no longer be used before the agenda (including any temporary motions) is concluded, the shareholders' meeting may resolve to find another venue to continue the meeting.

The shareholders' meeting shall, in accordance with Article 182 of the Company Act, resolve to either postpone or continue the meeting within five days.

Article 19: Information Disclosure in Video Conferencing

The shareholders' meeting convened via video conference shall, after the conclusion of voting, promptly disclose the voting results for each agenda item and the election results on the video conference platform, in accordance with regulations. Furthermore, the results must remain disclosed for at least fifteen minutes after the chairman announces the adjournment of the meeting.

Article 20: The Location of the Chairperson and the Recording Personnel of the Video Conference Shareholders' Meeting

When the Company convenes a meeting by video conference, the chairperson and the person recording the meeting should be in the same country. The chairperson should announce the address of this location at the beginning of the meeting.

Article 21: Handling Disconnection Issues

If the meeting is held via videoconference, our Company will provide shareholders with a simple connection test prior to the meeting. In addition, we will provide relevant services in real time both before and during the meeting to help resolve any technical communication issues.

In the event that the shareholders' meeting is convened via video conference, the chairperson shall, at the time of announcing the commencement of the meeting, additionally declare that, except for circumstances specified in Article 44-20 of the Regulations Governing the Administration of Shareholder Services of Public Companies, which do not require the postponement or continuation of the meeting, if natural disasters, incidents, or other force majeure circumstances cause disruptions to the video conference platform or participation via video for more than thirty minutes before the chairperson announces the adjournment of the meeting, the date for postponing or continuing the meeting will be set within five days, and the provisions of Article 182 of the Company Act will not apply.

Shareholders who did not register to participate in the original shareholders' meeting via video conference shall not be allowed to participate in the postponed or continued meeting. According to the provisions of the second item, shareholders who have registered to participate in the original shareholders' meeting via video conference and completed the check-in but fail to attend the postponed or reconvened meeting will have their shares, voting rights, and election rights included in the total number of shares, voting rights, and election rights of the shareholders present at the postponed or reconvened meeting.

In accordance with the provisions of the second item, when a shareholders' meeting is postponed or continued, proposals for which voting and ballot counting have been completed, and the results of the vote or the list of elected directors and supervisors have been announced, do not require further discussion or resolution.

The Company convened a video-assisted shareholders' meeting. Should the second item hinder the continuation of the video conference, the shareholders' meeting will proceed without the need to postpone or reconvene, provided that the total number of shares present, after deducting those represented by shareholders attending via video, still meets the legal quorum required for the meeting.

If the aforementioned circumstances persist, the shares of the shareholders participating in the meeting via video conference will be counted towards the total number of shares held by the shareholders present. However, all proposals made at the meeting will be considered as abstentions.

The Company, in accordance with the provisions of Item 2, shall postpone or continue the meeting in compliance with the regulations set forth in Article 44-20, Item 7 of the Regulations Governing the Administration of Shareholder Services of Public Companies. Relevant preparatory work shall be carried out based on the original date of the shareholders' meeting and the applicable provisions.

In accordance with the latter part of Article 12 and Item 3 of Article 13 of the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, as well as Item 2 of Article 44-5, Article 44-15, and Item 1 of Article 44-17 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall postpone or continue the shareholders' meeting in accordance with the provisions set forth in Item 2.

Article 22: Addressing the Digital Divide

When the Company convenes a virtual shareholders' meeting, it shall provide appropriate alternative measures for shareholders who have difficulty attending the meeting via video conference.

Article 23: These regulations shall take effect upon approval by the shareholders' meeting, and the same procedure shall apply to any amendments.

Established on April 29, 2007

Amended on June 20, 2012

Amended on March 22, 2013

Amended on June 26, 2019

Amended on June 15, 2020

Amended on June 15, 2023

Appendix 2. Articles of Incorporation

AEWIN Technologies Co., Ltd. Articles of Incorporation

Chapter 1. General Principles

Article 1: This Company is organized in accordance with the Company Act and is named AEWIN Technologies Co., Ltd.

The English name of the Company is AEWIN Technologies Co., Ltd.

Article 2: The business operations of our Company are as follows:

- I. CC01050 Data Storage Media Units Manufacturing
- II. CC01080 Electronic Components Manufacturing
- III. E605010 Computer Equipment Installation
- IV. F113050 Wholesale of Clerical Machinery Equipment
- V. F118010 Wholesale of Computer Software
- VI. F119010 Wholesale of Electronic Materials
- VII. F218010 Retail Sale of Computer Software
- VIII. F219010 Retail Sale of Electronic Materials
- IX. F401010 International Trade
- X. I501010 Product Designing
- XI. F113070 Wholesale of Telecommunication Apparatus
- XII. F213060 Retail Sale of Telecommunication Apparatus
- XIII. CC01070 Wireless Communication Mechanical Equipment Manufacturing
- XIV. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.

Article 3: The Company is headquartered in the Xizhi District of New Taipei City. If necessary, the Board of Directors may resolve to establish branches, subsidiaries, or offices both domestically and internationally.

Article 3-1: The Company may provide endorsements and guarantees with the approval of the Board of Directors, based on business and investment relationships. All operations shall be conducted in accordance with the Company's Endorsement and Guarantee Implementation Regulations.

Article 3-2: The Company may, upon resolution by the Board of Directors, engage in domestic and international investments. As a shareholder with limited liability, the Company shall not be subject to the 40% paid-in capital investment limit prescribed in Article 13 of the Company Act.

Article 4: The Company's announcement method is carried out in accordance with the provisions of Article 28 of the Company Act.

Chapter 2. Shares

Article 5: The total authorized capital of the Company is NT\$1 billion, divided into 100 million shares. The amount per share is NT\$10, to be issued in multiple tranches, with the unissued portion to be determined by the Board of Directors based on actual needs. Of the total authorized capital, NT\$100 million is reserved for the issuance of employee stock options, consisting of 10 million shares at a par value of NT\$10 each. The issuance may be executed in multiple phases as resolved by the Board of Directors.

Article 6: The Company repurchased treasury shares in accordance with the Company Act for the purpose of transferring them to employees of its controlling or subsidiary companies who meet specified eligibility criteria. The recipients of the Company's employee stock option certificates include employees of controlling or subsidiary companies who meet certain eligibility criteria. When the Company issues new shares, eligible subscribing employees may include those from controlling or subsidiary companies who meet certain conditions. The recipients of restricted employee shares issued by the Company may also include employees of controlling or subsidiary companies who meet specified conditions.

Article 7: When the Company issues new shares, it may do so in a paperless manner and must register with a centralized securities depository.

Article 8: The entries in the shareholder register shall be suspended for a period of sixty days prior to the annual shareholders' meeting, thirty days prior to an extraordinary shareholders' meeting, and five days prior to the record date designated by the Company for the distribution of dividends, bonuses, or other benefits.

Chapter 3. Annual Shareholders' Meeting

Article 9: Shareholders' meetings are classified into two types: regular meetings and extraordinary meetings. Regular meetings shall be held annually and convened by the Board of Directors within six months after the end of each fiscal year, in accordance with applicable laws. Extraordinary meetings shall be convened as needed, in compliance with relevant legal and regulatory provisions.

The Company's shareholders' meetings may be conducted via video conference or through other means as permitted and announced by the central competent authority.

- Article 10: In the event that a shareholder is unable to attend the shareholders' meeting, all matters shall be handled in accordance with the "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies," as promulgated by the competent authority, and in compliance with the provisions of the Company Act.
- Article 11: The Company's Board of Directors election utilizes a candidate nomination system. The term "director," as used in these regulations, includes independent directors. Shareholders' voting rights, unless otherwise specified by law, are one vote per share.
- Article 12: Resolutions of the shareholders' meeting, unless otherwise stipulated by applicable laws and regulations, require the presence of shareholders representing more than half of the total issued shares. These resolutions shall be adopted with the approval of more than half of the voting rights of the shareholders present.
- Article 12-1: The resolutions of the shareholders' meeting shall be documented in minutes and distributed to all shareholders. The minutes may be prepared electronically, and distribution may be carried out via public announcement.
- Article 12-2: (Deleted)
- Article 12-3: Should the Company encounter circumstances that necessitate the revocation of public issuance, this matter shall be presented for resolution at the shareholders' meeting. Furthermore, this provision shall remain unchanged throughout both the Emerging Stock Market period and the over-the-counter listing period.

Chapter 4. Board of Directors and Audit Committee

- Article 13: The Company shall have between seven and nine directors, each serving a term of three years. Directors shall be elected by the shareholders' meeting from a list of candidates and may be re-elected for consecutive terms. The shares held by all directors shall constitute no less than a specified percentage of the total number of shares issued by the Company, with the percentage to be determined by the competent authority.

The Company shall have at least three independent directors, who shall be elected by the shareholders' meeting from the list of independent director candidates. The professional qualifications, shareholding, restrictions on concurrent positions, nomination and election procedures, and other matters related to independent directors shall be handled in accordance with the Board of Directors election rules and relevant regulations of the securities regulatory authority.

Article 13-1: The Company shall establish an Audit Committee in compliance with the provisions of the Securities and Exchange Act, which will consist solely of independent directors. The composition, powers, rules of procedure, and other matters related to the Audit Committee of the Company shall be governed by the relevant regulations set forth by the securities regulatory authority.

Article 14: The Board of Directors is composed of directors, with the presence of more than two-thirds of the directors required to elect a chairman. A majority of those in attendance must agree to the election. Additionally, based on business needs, a vice chairman may also be elected. The chairman serves as the external representative of the Company.

Article 15: If the chairman of the Board is on leave or unable to exercise their authority for any reason, the delegation of authority shall be handled in accordance with Article 208 of the Company Act. If a director is unable to attend a Board meeting in person, they may issue a proxy letter authorizing another director to attend on their behalf. The proxy may represent only one director.

The notice of the Board meeting may be distributed via email or fax.

Article 16: The remuneration for all directors of the Company shall be determined by the Board of Directors, considering their level of involvement in the Company's operations, the value of their contributions, and industry-standard practices.

Chapter 5. Managerial Officer

Article 17: During the term of the Board of Directors, the Company shall purchase liability insurance to cover the legal compensation responsibilities it may incur in the course of its business operations.

Article 18: The Company may appoint managerial officers, and their appointment, dismissal, and compensation shall be handled in accordance with Article 29 of the Company Act.

Chapter 6. Accounting

Article 19: The Company shall prepare a report at the end of each fiscal year, which shall be drafted by the Board of Directors.

(I) Business Report

(II) Financial Statements

(III) (Proposals for the distribution of surplus or the allocation of losses, along with the relevant documentation, must be submitted to the Audit Committee for review at least thirty days prior to the annual shareholders' meeting. After the Audit Committee's review, a report will be prepared and presented to the annual shareholders' meeting for approval.

Article 20: If the Company generates a profit for the year, it should allocate between 5% and 20% for employee remuneration, while remuneration for directors and supervisors should not exceed 1%. Nonetheless, in case of accumulated deficit in the Company, a proportion of the profit shall be reserved for recovering the loss before an amount is appropriated at the aforementioned ratio as remuneration to employees and directors.

The distribution of remuneration for entry-level employees shall not be less than 10% of the total remunerations allocated to these employees.

The recipients of the employee remuneration mentioned above, whether in the form of shares or cash, may include employees of subsidiaries or affiliates who meet certain criteria. The criteria and distribution method shall be determined by the Board of Directors or its authorized person.

Article 21: If the Company has a surplus in its annual financial statements, it should first pay taxes and compensate for any losses. Next, it should allocate the statutory surplus reserve in accordance with legal regulations, unless the reserve has already reached the company's paid-in capital. Any remaining surplus should be allocated or transferred to the special surplus reserve based on legal regulations or business requirements. If there is still a surplus, it should be distributed to shareholders in accordance with a profit distribution proposal prepared by the Board of Directors and approved by the shareholders' meeting. If the dividends of the profit distribution proposal are distributed in cash, the Board of Directors shall be authorized to pass a resolution in respect of the distribution and report to the shareholders' meeting. In accordance with Article 241, Section 2 of the Company Act, the Company is authorized to distribute cash dividends from statutory surplus reserves or capital reserves. The Board of Directors is authorized to resolve the distribution and present it for approval at the shareholders' meeting.

Given the current phase of business growth, the dividend distribution policy must consider various factors, including the present and future investment climate, capital requirements, domestic and international competitive conditions, and capital budgeting. Simultaneously, it must also prioritize the interests of shareholders, strike a balance between dividends, and facilitate long-term financial planning. In the event of a surplus in the annual financial statements, where the distributable surplus for that year exceeds 2% of the capital, the dividend distribution should not fall below 10% of the distributable surplus. Furthermore, the proportion of cash dividends distributed annually must not be less than 10% of the total cash and stock dividends distributed for that year.

Chapter 7. Supplementary Provisions

Article 22: Any matters not specified in these regulations shall be governed by the provisions of the Company Act.

Article 23: The Article of Incorporation was established on October 16, 2000.

The 1st amendment was made on January 4, 2001.

The 2nd amendment was made on July 12, 2002.

The 3rd amendment was made on December 8, 2003.

The 4th amendment was made on February 27, 2004.

The 5th amendment was made on November 5, 2004.

The 6th amendment was made on June 30, 2006.

The 7th amendment was made on April 25, 2007.

The 8th amendment was made on June 24, 2008.

The 9th amendment was made on June 26, 2009.

The 10th amendment was made on June 24, 2010.

The 11th amendment was made on June 20, 2012.

The 12th amendment was made on June 25, 2014.

The 13th amendment was made on June 23, 2016.

The 14th amendment was made on June 23, 2017.

The 15th amendment was made on December 14, 2018.

The 16th amendment was made on April 18, 2019.

The 17th amendment was made on June 15, 2020.

The 18th amendment was made on August 19, 2021.

The 19th amendment was made on June 15, 2022.

The 20th amendment was made on June 13, 2025.

Appendix 3. Director Shareholding

The Company's paid-in capital amounts to NT\$591,231,000, divided into 59,123,100 shares. Pursuant to Article 26 of the Securities and Exchange Act, the total number of shares that all directors are required to hold shall not be less than 4,729,848 shares.

As of the cutoff date for share transfers for this shareholders' meeting, the total number of shares held by all directors, as recorded in the Company's shareholder register, is 35,762,610 shares, representing 60.49% of the Company's total issued shares. The details regarding the number of shares held by individual directors are as follows:

Transfer Stop Date: April 14, 2026			
Identity	Name	Number of shares held	Shareholding ratio (%)
Chairman	Wen-Hsing Tseng (Representative of DFI Inc.)	30,376,000	51.38
Directors	Feng-I Huang (Representative for DFI Inc.)	30,376,000	51.38
Directors	Chih-Yin Tien (Representative for DFI Inc.)	30,376,000	51.38
Directors	Li-Min Huang (Representative for DFI Inc.)	30,376,000	51.38
Directors	Chang-An Lin (Representative for DFI Inc.)	30,376,000	51.38
Directors	Hsi-Kuang Fan (Representative of Qi Xin (Stock) Company)	5,386,610	9.11
Independent Director	Rong-Gui Jiang	0	-
Independent Director	Bo-Feng Lin	0	-
Independent Director	Jian-Wei Chen	0	-
Total		35,762,610	60.49