



東捷資訊服務股份有限公司
Information Technology Total Services Corp.

www.itts.com.tw

Stock Code: 6697

2025 Annual General Meeting

Meeting Handbook

Time: 9:00 a.m. on May 19 (Monday), 2025

Location: 2F, Building A, No. 19-10, Sanchong Road, Nangang District,
Taipei City (Conference Center, Nankang Software Park)

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Information Technology Total Services Co., Ltd.
2025 Annual General Meeting Procedure

一、Call to Order

二、Chairperson Remarks

三、Management Presentation

四、Proposals

五、Discussions

六、Questions and Motions

七、Adjournment

Information Technology Total Services Co., Ltd.

2025 Annual Shareholders' Meeting Agenda

Time: 9:00 a.m. on May 19 (Monday), 2025

Location: 2F, Building A, No. 19-10, Sanchong Road, Nangang District, Taipei City
(Conference Center, Nankang Software Park)

Method: Physical shareholders' meeting

一、Call to Order

二、Chairperson Remarks

三、Management Presentation:

(一) 2024 Business Report.

(二) 2024 Audit Committee's Review Report.

(三) Report on the distribution of employee compensation and the remuneration of directors for 2024.

(四) Report on 2024 cash dividends distributed from earnings.

四、Proposals:

(I) 2024 Business Report and Financial Statements

(II) 2024 Earnings Distribution Proposal.

五、Discussions

(I) Proposal for partial amendments to the "Articles of Incorporation".

六、Questions and Motions

七、Adjournment

Management Presentation

- I. The 2024 Business Report is presented for review.

For the 2024 Business Report, please refer to Attachment 1 on Pages 7~9 of this handbook.

- II. The 2024 Audit Committee's Review Report is presented for review.

For the 2024 Audit Committee's Review Report, please refer to Attachment 2 on Page 10 of this handbook.

- III. The report on the distribution of employee compensation and the remuneration of directors for 2024 is presented for review.

The Company will appropriate NT\$6,464 thousand and NT\$4,612 thousand for employee compensation and the remuneration of directors, respectively, for 2024, and distribute them in cash.

- IV. The report on 2024 earnings distribution of cash dividends is presented for review.

NT\$57,379,064 is allocated from the 2024 distributable earnings as the cash dividends, for NT\$2.1 per share. The amount of cash dividend to be distributed will be truncated to the nearest dollar. Fractional amounts of less than NT\$1 will be summed up and allocated based on the size of decimals in descending order and shareholders' account number in ascending order until the total amount of cash dividend is allocated.

Proposals

Report No. 1

Proposal: 2024 Business Report and Financial Statements are proposed for ratification. (Proposed by the Board of Directors)

Description:

- I. The 2024 annual financial statements (including the consolidated financial statements), which have been audited by Ping-Chun Chih and Tsung-Hsi Lai, CPAs at PwC Taiwan, and the business report, have been reviewed and approved by the Company's Audit Committee, which also issued a review report.
- II. For the above-mentioned business report, independent auditor's report, and various financial statements, please refer to Attachment 1 on Pages 7~9 and Attachment 3 on Pages 11~32 of this handbook.

Resolution:

Report No. 2

Proposal: Distribution of Earnings for 2024 is proposed for ratification. (Proposed by the Board of Directors)

Description:

- I. The Company's 2024 earnings appropriation has been resolved by the Board of Directors and submitted to the Audit Committee for review.
- II. For the Distribution of Earnings for 2024, please refer to Attachment 4 on Page 33 of this handbook.

Resolution:

Discussions

Report No. 1

Proposal: The proposal for partial amendments to the “Articles of Incorporation” is presented for discussion. (Proposed by the Board of Directors)

Description:

- I. The proposal for partial amendments to the Company’s Articles of Incorporation is presented, in accordance with Article 14 of the Securities and Exchange Act.
- II. For the Comparison Table of Amendments to the “Articles of Incorporation”, please refer to Attachment 5 on Page 34 of this handbook.

Resolution:

Questions and Motions

Adjournment

Information Technology Total Services Co., Ltd.

2024 Business Report

Dear Shareholders,

In recent years, the global market structure and investment environment have changed rapidly. The international economy faced multiple challenges, such as the pandemic, geopolitical conflicts and high inflation. Notwithstanding, given the recovering economy and rapid advancement of technology, ITTS has proactively embraced reform, flexibly responded to challenges, and seized market opportunities, focusing on the improvement of customer value, maintenance of ITTS earnings, and pursuit of stable growth.

According to market trend reports, the acceleration of corporate digital transformation and AI technology application drove the growth of IT investment. Meanwhile, geopolitical conflicts have made Taiwan a major target for cyber attacks in the Asia Pacific region, which in turn drove the demand for information security. Additionally, it is expected that 30% of enterprises will adopt generative AI technology by 2025, in order to promote the innovation of cloud and sustainable tools. The demand for ESG related tools in the field of carbon management and ESG reporting is also growing rapidly. When facing these trends, ITTS continues to invest in corporate information security protection planning and assist enterprises in optimizing data governance, building high-efficiency data centers, implementing AI applications and ESG solutions, and providing high-value integrated solutions. ITTS strengthens its corporate foundation and explores market opportunities by integrating the advantages of data-driven growth to create long-term growth value for customers and shareholders.

I. Review of 2024 Business Performance

ITTS is committed to developing smart digital service applications, and focusing on the provision of complete solutions for corporate digital transformation. In addition to consulting services, construction and after-sales support for SAP ERP, ITTS also proactively expands digital intelligent value-added applications. Based on ERP corporate customers, ITTS combines ITO information outsourcing and BPO business process outsourcing services to continue deepening consultation momentum and expand market share. These efforts not only contributed to the steady growth of ITTS, but also won high trust and support from customers.

(I) Business Plan and Implementation

The net operating revenue of ITTS in 2024 was NT\$1,186,477 thousand, a decrease of 11.7% from 2023. The gross margin in 2024 was 14.5%, an increase of 0.7% from 13.8% in 2023. The net profit after tax in 2024 was NT\$71,441 thousand, resulting in earnings per share, NT\$2.61, marking a minor decline in profitability by NT\$0.1 per share. Moreover,

the days sales outstanding (DSO) improved from 133 days in 2023 to 125.7 days, reflecting the positive result generated by the financial control strategy.

(II) Status of budget implementation

ITTS did not publish its annual public financial forecast, so there is no information to compare the actual data and forecast.

(III) Revenue, expense, and profitability analysis

Item		Year	
		2024	2023
Financial structure	Debt to assets ratio	40.50	42.32
	Long-term capital to property, plant and equipment ratio (%)	2119.90	1866.47
Solvency	Current ratio	200.80	186.27
	Quick ratio	192.10	181.33
	Interest coverage ratio	131.50	374.87
Operating ability	Accounts receivable turnover days	125.71	133.00
	Inventory turnover days	1.12	2.00
Profitability	Return on assets (%)	7.10	7.84
	Return on shareholders' equity (%)	12.10	13.05
	Operating income to paid-in capital ratio (%)	25.43	27.84
	Pre-tax profit to paid-in capital ratio (%)	31.19	32.70
	Net income after tax (%)	6.02	5.52
	Earnings per share (NTD)	2.61	2.71

(IV) Performance in research and development

ESG carbon flow management cloud platform function enhancement:

1. Integrated green and sustainable supply chain platform: ITTS provides carbon footprint for corporate management products, calculates the precise amount and ensures the transparency of carbon emissions, and promotes the continuous development of the supply chain to help enterprises improve their competitiveness in the international market.
2. Integration of the European Union's carbon border adjustment mechanism (CBAM): Assisting enterprises engaged in importation to the European Union to produce compliance reports quickly.
3. The system has passed the BSI system audit report and, therefore, is considered complying with the international ISO14064-1 carbon inventory specifications, with transparent and verifiable data records, to help enterprises precisely set carbon reduction goals.

II. Overview of the business plan for 2025

Despite ongoing risks and challenges in the international market, the recovery trend in foreign trade is expected to positively impact Taiwan. According to estimates from the Directorate General of Budget, Accounting and Statistics, Taiwan's economy is expected to stabilize gradually, with a projected economic growth of 3.29% for the year 2025. As per the MIC 2024 Information

Software and Service Industry Yearbook report presented by the Institute for Information Industry, the Information Service Industry is expected to develop the business oriented toward generative AI driven IT investment and the like in 2025. 30% of enterprises are expected to adopt generative AI technology by 2025. In addition, ESG continues to be deepened. About 50% of the manufacturers in Taiwan adopt ESG management tools and focus on ISO certification, emission source management and automated equipment. Policies and regulations will continue to urge manufacturers to transform and upgrade. Further, frequent hacker attacks have driven the rapid growth of the demand for information security, as well as business opportunities in information security. ITTS's strategies are also keenly attuned to market trends and dynamics to deepen cooperation in the industrial ecosystem and continue to develop market opportunities.

(I) Business strategies and growth plans in FY2025:

The strategy focuses on assisting customers in profitability growth, sustainable operation and creation of a win-win situation through the ACE project (AI, Cloud/Cybersecurity, ESG).

The main development strategies and plans are as follows:

- AI: Integrating system data and applying AI technology to continue to develop the application of AI solutions, such as smart factories and cloud-based intelligent customer service, and to offer clients digital optimization and value-added services.
- ERP Cloud: To address the cloud migration needs of enterprise clients, ITTS is promoting the SAP ERP cloud subscription upgrade and offsite backup solutions, and cloud-based intelligent customer service, among other cloud subscription-based solutions.
- Cybersecurity: To provide corporate information security protection planning services, including information security compliance, pre-, mid- and post-information security protection planning and consultation services.
- Data governance ESG: Develop data governance ESG solutions, establish data centers to assist customers in optimizing data management, strengthening compliance and safety and utilizing AI and automation technology to improve governance efficiency, ensure competitiveness, and help enterprises to achieve sustainability goals.

(II) Outlook for the future

In the face of growing demand for information security, AI and ESG laws and regulations, ITTS will proactively seize new business opportunities, focus on key fields such as corporate information security protection planning, commercial AI applications, corporate cloud subscription service and smart carbon management integration, and keep innovating and optimizing products and services to expand market opportunities. At the same time, ITTS will promote integrated sales based on ERP products as the core products, provide one-stop services, expand business opportunities for the integration of system networks and information security, promote own brands and strengthen market penetration, copy the successful experience and extend it to customers in the manufacturing and service industries.

Additionally, through cooperation and alliances with corporate information security, AI innovative applications, and ERP strategic partners, ITTS will continue to expand market deployment and deepen its industrial influence.

ITTS owns a stable management team and professional talents, and continues to improve its technology and solutions, in order to promote stable development. ITTS hereby extends its gratitude to all shareholders for their continued support and encouragement. ITTS will continue to improve its business performance and provide feedback to its shareholders about its stable growth, and work together to achieve long-term development.

Chairman:



President:



Accounting Manager:



Audit Committee's Review Report

The Board of Directors of the Company prepared and submitted the 2023 financial statements (including the consolidated financial statements), which have been audited by PwC Taiwan, together with the business report and the proposal for distribution of earnings to us for review. We agreed to the audit opinion issued by the CPA firm, and reviewed and approved said business report and the proposal for distribution of earnings. Therefore, we hereby present them for your review in accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act.

To
The Company's 2025 Annual General Meeting

Information Technology Total Services Co., Ltd.
Convener of the Audit Committee: Wan-Ying Lin

February 24, 2025

Independent Auditor's Report

(2025) Cai-Shen-Bao-Zi No. 24004536

To Information Technology Total Services Co., Ltd.:

Audit opinion

We reviewed the accompanying parent company only balance sheets of Information Technology Total Services Co., Ltd. (the "Company") for the years ended December 31, 2024 and 2023, and the relevant parent company only statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the parent company only financial statements (including a summary of significant accounting policies).

In our opinion, the accompanying parent company only financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2024 and 2023, and for the years then ended, and its standalone financial performance and its standalone cash flows for the years then ended in conformity with the Regulations Governing the Preparation of Financial Reports by Securities Issuers based on our audit results and the audit reports of other certified public accountants (CPAs) (refer to the section of "Other matters").

Basis of audit opinion

We conducted audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and the auditing standards of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Parent Company Only Financial Report 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 the audit reports of other accountants, we are convinced that we have acquired enough and appropriate audit evidence to serve as the basis of our audit opinion.

Key audit matters

Key audit matters refer to the most vital matters in our audit of the consolidated financial statements of the Company for the year ended December 31, 2024, based on our professional judgment. These matters were addressed in our audit of the parent company only financial statements as a whole, and in forming our audit opinion. We do not express a separate opinion on these matters.

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

Service revenue – the correctness of recognition of the establishment of information

systems

Description

Please refer to Note 4(26) of the parent company only financial statements for the accounting policies for the revenue recognition of the Company. For critical accounting estimates and assumptions, please refer to Note 5 of the parent company only financial statements.

The main business items of the Company are information software, information processing, and electronic information supply, and the sale of a variety of information equipment, as well as other products and services. Among them, the service revenue from the construction of information systems is recognized as revenue according to the percentage of completion method when the service is provided to each customer during the financial reporting period. The percentage of completion is determined on the basis of the cost incurred as of the balance sheet date, which is determined based on the total estimated cost of the service contract. Because the percentage of completion involves the judgment of the management, and the service revenue for 2024 has a material impact on the parent company only financial statements, we have listed the correctness of the recognition of the service revenue as a key audit matter.

Corresponding audit procedures

The main corresponding procedures we have implemented for said specific aspect of the key audit matter are as follows:

1. Understand the control process of the revenue recognition regarding information system construction services to evaluate the effectiveness of the internal control of the revenue recognition.
2. Randomly audit the service revenue from information system construction projects recognized throughout the year; check the prices of customer service contracts, the service items provided, and the payment conditions; obtain the project cost details; check the receipts for the costs invested; and verify the percentages of the costs invested, to confirm the correctness of the time point and amount of service revenue recognized based on the percentage of completion of each project.
3. Examine the completed contracts after the balance sheet date and examine the difference between the actual costs and the estimated costs, so as to evaluate the reasonableness of the calculation of the percentage of completion.

Other matters – other CPAs' audit

As stated in Note 6(6) of the parent company only financial statements, the financial statements of the Company's investees using the equity method included in the parent company only financial statements were not audited by ourselves but by other CPAs. Therefore, in the opinion expressed by us regarding aforementioned parent company only financial statements, the amounts listed in the

investees' financial statements and relevant information disclosed in Note 13 are based on the audit reports of other CPAs. The amount of investment in the aforementioned companies using the equity method as of December 31, 2024 and 2023 was NT\$43,221 thousand and NT\$41,768 thousand, respectively, both accounting for 4% of the total standalone assets. For the years ended December 31, 2024 and 2023, the comprehensive income recognized for the aforementioned companies was NT\$6,000 thousand and NT\$8,553 thousand, respectively, accounting for 8% and 12% of the standalone comprehensive income, respectively.

Responsibilities of the management and governance bodies for the parent company only financial statements

The responsibilities of the management are to prepare the parent company only financial statements with fair presentation in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and to maintain the necessary internal control associated with the preparation in order to ensure that the financial statements are free from material misstatement arising from fraud or error.

In preparing the parent company only financial statements, the management is responsible for assessing the ability of the Company in continuing as a going concern, disclosing relevant matters, and adopting the going concern basis of accounting unless the management intends to liquidate the Company or cease the operations without other viable alternatives.

The governance bodies of the Company (including the Audit Committee) are responsible for supervising the financial reporting process.

Auditor's responsibilities for the audit of the parent company only financial statements

The CPAs inspect individual financial statements in order to be reasonably convinced over whether or not significant untruthful expressions exist in individual financial statements as a whole due to fraud or errors and issue the inspection report accordingly. Reasonable assurance means a high degree of assurance. However, there is no guarantee that any material misstatement contained in the parent-only financial statements will be discovered during an audit conducted in accordance with the auditing standards of the Republic of China. Misstatements may arise from fraud or error. If the amounts of misstatements, either separately or in aggregate, could reasonably be expected to influence the economic decisions of the users of the parent company only financial statements, they are considered material.

We rely on our professional judgment and professional skepticism during an audit conducted in accordance with the auditing standards of the Republic of China. We also performed the following tasks:

1. We identified and assessed the risk of any misstatement in the individual financial statements due to fraud or error, designed and implemented response measures suitable for the evaluated risks,

and acquired sufficient and appropriate audit evidence to use as the basis of our audit opinions. Since fraud may involve collusion, forgery, omission on purpose, fraudulent statements or violation of internal control, we did not find that the risk of misstatement due to fraud was higher than the same due to errors.

2. Understand the internal control related to the audit in order to design appropriate audit procedures under the circumstances, while not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
3. Evaluate the appropriateness of accounting policies adopted and the reasonableness of accounting estimates and relevant disclosures made by the management.
4. Conclude on the appropriateness of the management's adoption of the going concern basis of accounting based on the audit evidence obtained and whether a material uncertainty exists for events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we are of the opinion that a material uncertainty exists for said events or conditions, we shall remind users of the parent company only financial statements to pay attention to relevant disclosures in said statements within our audit report. If such disclosures are inadequate, we must modify our opinion. Our conclusion was based on the audit evidence obtained as of the date of this audit report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure, and content of the parent company only financial statements (including relevant notes), and whether the parent company only financial statements adequately present the relevant transactions and events.
6. Obtain sufficient and appropriate audit evidence concerning the financial information of entities within the Company, to express an opinion on the parent company only financial statements. We are responsible for guiding, supervising, and performing the audit and forming an audit opinion on the Company.

The matters communicated between ourselves and the governance bodies include the planned scope and timing of the audit and significant audit findings (including any significant deficiencies in internal control identified during the audit).

We also provided governance bodies with a declaration that we have complied with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China regarding independence, and communicated with them all relationships and other matters that may possibly be regarded as detrimental to our independence (including relevant protective measures).

From the matters communicated with the governance bodies, we determined the key audit matters for the audit of the Group's parent company only financial statements for the year ended December 31, 2024. We have clearly indicated such matters in the audit report unless legal regulations prohibit the public disclosure of specific matters, or in extremely rare cases in which we decided not to communicate specific items in the audit report, for it could be reasonably anticipated that the negative effects of such disclosure would be greater than the public interest it brings forth.

PricewaterhouseCoopers Taiwan

Ping-Chun Chih

CPA

Tsung-Hsi Lai

Former Securities Administration Commission, Ministry of Finance

Approval No.: (1999) Tai-Cai-Zheng (VI) No. 16120

Securities and Futures Bureau, Financial Supervisory Commission,
Executive Yuan

Approval No.: Jin-Guan-Zheng-VI-Zi No. 0960038033

February 24, 2025

Information Technology Total Services Co., Ltd.
Parent Company Only Balance Sheet
December 31, 2024 and 2023

Unit: NTD thousand

Assets	Note	December 31, 2024		December 31, 2023		
		Amount	%	Amount	%	
Current assets						
1100	Cash and cash equivalent	6(1)	\$ 235,391	23	\$ 253,542	25
1136	Financial assets measured at amortized cost – current	6(3) and (8)	16,479	2	1,126	-
1140	Contract assets – current	6(18)	104,195	10	89,442	9
1150	Notes receivable, net	6(4)	4,049	-	6,362	1
1170	Accounts receivable, net	6(4)	245,143	24	270,881	27
1180	Accounts receivable - related parties, net	7	92,299	9	65,006	6
1200	Other receivables		9,255	1	5,412	1
1210	Other receivables – related parties	7	13	-	-	-
130X	Inventories	6(5)	33	-	1,729	-
1410	Prepayments		10,989	1	11,683	1
11XX	Total current assets		<u>717,846</u>	<u>70</u>	<u>705,183</u>	<u>70</u>
Non-current assets						
1517	Financial assets at fair value through other comprehensive profit or loss - non-current	6(2)	47	-	47	-
1535	Financial assets measured at amortized cost – non-current	6(3) and (8)	178	-	246	-
1550	Investment using equity method	6(6)	200,163	20	177,905	17
1600	Property, plant, and equipment	6(7)	8,150	1	7,966	1
1755	Right-of-use assets	6(9)	22	-	290	-
1780	Intangible assets	6(8)	10,720	1	888	-
1840	Deferred income tax assets	6(24)	3,147	-	1,334	-
1920	Refundable deposits		10,340	1	7,649	1
1930	Long-term notes and accounts receivable	6(10)	70,346	7	98,363	10
1990	Other non-current assets – others	6(12)	248	-	8,197	1
15XX	Total non-current assets		<u>303,361</u>	<u>30</u>	<u>302,885</u>	<u>30</u>
1XXX	Total assets		<u>\$ 1,021,207</u>	<u>100</u>	<u>\$ 1,008,068</u>	<u>100</u>

(Continued on the next page)

Information Technology Total Services Co., Ltd.
Parent Company Only Balance Sheet
December 31, 2024 and 2023

Unit: NTD thousand

Liability and equity	Note	December 31, 2024		December 31, 2023		
		Amount	%	Amount	%	
Current liabilities						
2130	Contract liabilities – current	6(18)	\$ 39,818	4	\$ 24,223	2
2150	Notes payable		540	-	720	-
2170	Accounts payable		239,090	23	280,774	28
2180	Accounts payable – related parties	7	65,157	6	48,771	5
2200	Other payables	6(11)	42,365	4	50,465	5
2220	Other payables – related parties	7	3,260	-	2,486	-
2230	Income tax liabilities in the current period	6(24)	6,771	1	5,084	1
2250	Liability reserve - current		8,025	1	-	-
2280	Lease liabilities – current	6(9)	23	-	272	-
2399	Other current liabilities – others		7,236	1	4,536	-
21XX	Total current liabilities		<u>412,285</u>	<u>40</u>	<u>417,331</u>	<u>41</u>
Non-current liabilities						
2570	Deferred income tax liabilities	6(24)	9,877	1	6,884	1
2580	Lease liabilities – non-current	6(9)	-	-	23	-
2645	Deposit received		397	-	397	-
25XX	Total non-current liabilities		<u>10,274</u>	<u>1</u>	<u>7,304</u>	<u>1</u>
2XXX	Total liabilities		<u>422,559</u>	<u>41</u>	<u>424,635</u>	<u>42</u>
Equity						
Share capital						
3110	Common shares	6(14)	273,234	27	273,234	27
Capital surplus						
3200	Capital surplus	6(15)	158,042	16	158,042	16
Retained earnings						
3310	Legal Reserve	6(16)	61,365	6	53,949	5
3320	Special reserves		1,628	-	1,042	-
3350	Undistributed Earnings		102,405	10	98,794	10
Other equity						
3400	Other equity	6(17)	1,974	-	(1,628)	-
3XXX	Total equity		<u>598,648</u>	<u>59</u>	<u>583,433</u>	<u>58</u>
Material contingent liabilities and unrecognized contractual commitments						
Material events after the balance sheet date						
3X2X	Total liabilities and equity		<u>\$ 1,021,207</u>	<u>100</u>	<u>\$ 1,008,068</u>	<u>100</u>

The attached Notes to the financial statements are part of this parent company only financial statement and should be read in conjunction.

Chairman: Shang-Wei Kao

Manager: Chih-Chun Wang

Accounting Manager: Chin-Lang Huang

Information Technology Total Services Co., Ltd.
Parent Company Only Statement of Comprehensive Income
January 1 to December 31, 2024 and 2023

Unit: NTD thousand
(except for earnings per share in NT\$1)

Item	Note	2024		2023	
		Amount	%	Amount	%
4000 Operating Revenue	6(18) and 7	\$ 1,145,210	100	\$ 1,298,163	100
5000 Operating costs	6(5)(23) and 7	(1,016,128)	(89)	(1,143,563)	(88)
5950 Gross profit, net		<u>129,082</u>	<u>11</u>	<u>154,600</u>	<u>12</u>
Operating expenses	6(23) and 7				
6100 Selling expenses		(15,408)	(1)	(19,064)	(1)
6200 Administrative expenses		(63,023)	(5)	(65,071)	(5)
6300 R&D expense		(8,580)	(1)	(9,809)	(1)
6000 Total operating expenses		(87,011)	(7)	(93,944)	(7)
6900 Operating profits		<u>42,071</u>	<u>4</u>	<u>60,656</u>	<u>5</u>
Non-operating income and expense					
7100 Interest revenue	6(19)	4,223	-	1,242	-
7010 Other revenue	6(20)	8,495	1	1,561	-
7020 Other gains and losses	6(21)	(6,285)	(1)	117	-
7050 Financial costs	6(22)	(538)	-	(61)	-
7070 Share of profit or loss on subsidiaries, associates, and joint ventures accounted for using the equity method	6(6)	<u>33,215</u>	<u>3</u>	<u>23,054</u>	<u>2</u>
7000 Total non-operating income and expenses		<u>39,110</u>	<u>3</u>	<u>25,913</u>	<u>2</u>
7900 Profit before tax		<u>81,181</u>	<u>7</u>	<u>86,569</u>	<u>7</u>
7950 Income tax expense	6(24)	(9,740)	(1)	(12,406)	(1)
8200 Current net income		<u>\$ 71,441</u>	<u>6</u>	<u>\$ 74,163</u>	<u>6</u>
Other net consolidated incomes					
Items not recategorized to profits and losses					
8330 Share of other comprehensive income on subsidiaries, associates, and joint ventures accounted for the using equity method – items not reclassified to profit or loss	6(6)	\$ 354	-	(\$ 6)	-
8349 Income tax related to not recategorized items	6(24)	(71)	-	1	-
Items possibly recategorized to profits and losses later					
8361 Difference in exchange from the conversion of financial statements of overseas operating entities	6(17)	4,502	1	(732)	-
8399 Income tax related to items likely to be reclassified	6(24)	(900)	-	146	-
8300 Other net consolidated incomes		<u>\$ 3,885</u>	<u>1</u>	<u>(\$ 591)</u>	<u>-</u>
8500 Current total comprehensive income		<u>\$ 75,326</u>	<u>7</u>	<u>\$ 73,572</u>	<u>6</u>
Earnings per share	6(25)				
9750 Basic earnings per share		\$	2.61	\$	2.71
9850 Diluted earnings per share		\$	2.60	\$	2.70

The attached Notes to the financial statements are part of this parent company only financial statement and should be read in conjunction.

Chairman: Shang-Wei Kao

Manager: Chih-Chun Wang

Accounting Manager: Chin-Lang Huang

Information Technology Total Services Co., Ltd.
Parent Company Only Statement of Changes in Equity
January 1 to December 31, 2024 and 2023

Unit: NTD thousand

	Notes	Common shares	Capital surplus- additional paid-in capital	Retained earnings			Difference in exchange from the conversion of financial statements of overseas operating entities	Total
				Legal reserve	Special reserves	Undistributed Earnings		
<u>2023</u>								
Balance on January 1, 2023		\$ 273,234	\$ 158,042	\$ 48,340	\$ 5,484	\$ 69,520	(\$ 1,042)	\$ 553,578
Current net income		-	-	-	-	74,163	-	74,163
Current other comprehensive income	6(17)	-	-	-	-	(5)	(586)	(591)
Current total comprehensive income		-	-	-	-	74,158	(586)	73,572
2022 earnings allocation and appropriation	6(16)							
Allocated legal reserve		-	-	5,609	-	(5,609)	-	-
Reversal of special reserves		-	-	-	(4,442)	4,442	-	-
Distribution of cash dividends		-	-	-	-	(43,717)	-	(43,717)
Balance on December 31, 2023		\$ 273,234	\$ 158,042	\$ 53,949	\$ 1,042	\$ 98,794	(\$ 1,628)	\$ 583,433
<u>2024</u>								
Balance on January 1, 2024		\$ 273,234	\$ 158,042	\$ 53,949	\$ 1,042	\$ 98,794	(\$ 1,628)	\$ 583,433
Current net income		-	-	-	-	71,441	-	71,441
Current other comprehensive income	6(17)	-	-	-	-	283	3,602	3,885
Current total comprehensive income		-	-	-	-	71,724	3,602	75,326
2023 earnings allocation and appropriation	6(16)							
Allocated legal reserve		-	-	7,416	-	(7,416)	-	-
Appropriated special reserve		-	-	-	586	(586)	-	-
Distribution of cash dividends		-	-	-	-	(60,111)	-	(60,111)
Balance on December 31, 2024		\$ 273,234	\$ 158,042	\$ 61,365	\$ 1,628	\$ 102,405	\$ 1,974	\$ 598,648

The attached Notes to the financial statements are part of this parent company only financial statement and should be read in conjunction.

Chairman: Shang-Wei Kao

Manager: Chih-Chun Wang

Accounting Manager: Chin-Lang Huang

Information Technology Total Services Co., Ltd.
Parent Company Only Statement of Cash Flows
January 1 to December 31, 2024 and 2023

Unit: NTD thousand

	Note	January 1 to December 31, 2024		January 1 to December 31, 2023
<u>Cash flow of operating activities</u>				
Net profit before tax this term		\$ 81,181	\$	86,569
Adjustments				
Income, expense, and loss				
Depreciation expenses	6(7)(9)			
	(23)	3,294		4,054
Amortization expenses	6(8)(23)	1,410		1,083
Share of profit on subsidiaries and associates accounted for using the equity method	6(6)	(33,215 )	(	23,054)
Interest expenses	6(22)	538		61
Interest revenue	6(19)	(4,223 )	(	1,242)
Changes in assets/liabilities related to operating activities				
Net changes in assets related to operating activities				
Notes receivable, net		2,313	(	4,705)
Accounts receivable		25,738		22,012
Accounts receivable – related parties		(27,293 )	(	4,865)
Contract assets – current		(14,753 )	(	54,207)
Other receivables		(3,843)		724
Other receivables – related parties		(13)		61
Inventories		1,696		6,210
Prepayments		694		2,532
Net changes in liabilities related to operating activities				
Notes payable		(180 )	(	171)
Accounts payable		(41,684)		101,870
Accounts payable – related parties		16,386		4,772
Contract liabilities – current		15,595		9,590
Other payables		(6,112 )	(	5,171)
Other payables – related parties		774	(	570)
Increase in liability reserve		8,025		-
Other current liabilities – others		2,700	(	2,715)
Cash inflow from operations		29,028		142,838
Interest received		2,961		1,242
Dividends received		15,813		16,039
Interest paid		(538 )	(	61)
Income tax paid		(7,842 )	(	8,912)
Net cash inflow from operating activities		39,422		151,146

(Continued on the next page)

Information Technology Total Services Co., Ltd.
Parent Company Only Statement of Cash Flows
January 1 to December 31, 2024 and 2023

Unit: NTD thousand

	<u>Note</u>	<u>January 1 to December 31, 2024</u>	<u>January 1 to December 31, 2023</u>
<u>Cash flow of Investment activities</u>			
Financial assets measured at amortized cost – increase		(\$ 15,285)	(\$ 260)
Cash paid for purchase of property, plant, and equipment	6(26)	(5,198)	(3,139)
Acquisition of intangible asset		(540)	(1,000)
Decrease in long-term notes and accounts receivable		29,279	31,732
Increase in prepayment for equipment		(2,753)	(7,949)
Increase in refundable deposit		(2,691)	(984)
Net cash inflow from investing activities		<u>2,812</u>	<u>18,400</u>
<u>Cash flow of fund-raising activities</u>			
Decrease in guarantee deposits	6(27)	-	(346)
Repayment of lease principal	6(27)	(274)	(1,382)
Distribution of cash dividends	6(16)	(60,111)	(43,717)
Net cash outflow from financing activities		<u>(60,385)</u>	<u>(45,445)</u>
Increase (decrease) in cash and cash equivalents in the current period		(18,151)	124,101
Balance of cash and cash equivalents at beginning of period	6(1)	<u>253,542</u>	<u>129,441</u>
Balance of cash and cash equivalents at ending of period	6(1)	<u>\$ 235,391</u>	<u>\$ 253,542</u>

The attached Notes to the financial statements are part of this parent company only financial statement and should be read in conjunction.

Chairman: Shang-Wei Kao

Manager: Chih-Chun Wang

Accounting Manager: Chin-Lang Huang

Independent Auditor's Report

(2025) Cai-Shen-Bao-Zi No. 24004645

To Information Technology Total Services Co., Ltd.:

Audit opinion

We have reviewed the accompanying consolidated balance sheets of Information Technology Total Services Co., Ltd. (the "Company") and its subsidiaries (collectively, the "Group") for the years ended December 31, 2024 and 2023, and the relevant consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the consolidated financial statements (including a summary of significant accounting policies).

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2024 and 2023, and its consolidated financial performance and consolidated cash flows for the periods from January 1 to December 31, 2024 and 2023, in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, the International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and promulgated by the Financial Supervisory Commission (FSC), based on our audit results and the audit reports of other certified public accountants (CPAs) (see the section of "Other matters").

Basis of audit opinion

We conducted audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and the auditing standards of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Report section of our report. We are independent of the Group 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 the audit reports of other accountants, we are convinced that we have acquired enough and appropriate audit evidence to serve as the basis of our audit opinion.

Key audit matters

Key audit matters refer to the most vital matters in our audit of the consolidated financial statements of the Group for the year ended December 31, 2024, based on our

professional judgment. These matters were addressed in our audit of the consolidated financial statements as a whole, and in forming our audit opinion. We do not express a separate opinion on these matters.

Key audit matters of the consolidated financial statements of the Group for the year ended December 31, 2024, are stated as follows:

Service revenue – the correctness of recognition of the establishment of information systems

Description

Please refer to Note 4(26) of the consolidated financial statements for the accounting policies for the revenue recognition of the Group. For critical accounting estimates and assumptions, please refer to Note 5 of the consolidated financial statements.

The main business items of the Group are information software, information processing, and electronic information supply, and the sale of a variety of information equipment, as well as other products and services. Among them, the service revenue from the construction of information systems is recognized as revenue according to the percentage of completion method when the service is provided to each customer during the financial reporting period. The percentage of completion is determined on the basis of the cost incurred as of the balance sheet date, which is determined based on the total estimated cost of the service contract. Because the percentage of completion involves the judgment of the management, and the service revenue for 2024 has a material impact on the consolidated financial statements, we have listed the recognition of the service revenue as a key audit matter.

Corresponding audit procedures

The main corresponding procedures we have implemented for said specific aspect of the key audit matter are as follows:

1. Understand the control process of the revenue recognition regarding information system construction services to evaluate the effectiveness of the internal control of the revenue recognition.
2. Randomly audit the service revenue from information system construction projects recognized throughout the year; check the prices of customer service contracts, the service items provided, and the payment conditions; obtain the

project cost details; check the receipts for the costs invested; and verify the percentages of the costs invested, to confirm the correctness of the time point and amount of service revenue recognized based on the percentage of completion of each project.

3. Examine the completed contracts after the balance sheet date and examine the difference between the actual costs and the estimated costs, so as to evaluate the reasonableness of the calculation of the percentage of completion.

Other matters – other CPAs’ audit

As stated in Note 6(7) of the consolidated financial statements, the financial statements of the Group’s investees using the equity method included in the consolidated financial statements were not audited by ourselves but by other CPAs. Therefore, in the opinion expressed by us regarding aforementioned consolidated financial statements, the amounts listed in the investees’ financial statements and relevant information disclosed in Note 13 are based on the audit reports of other CPAs. The amount of investment in the aforementioned companies using the equity method as of December 31, 2024 and 2023 was NT\$43,221 thousand and NT\$41,768 thousand, respectively, both accounting for 4% of the total consolidated assets. For the years ended December 31, 2024 and 2023, the comprehensive income recognized for the aforementioned companies was NT\$6,000 thousand and NT\$8,553 thousand, respectively, accounting for 8% and 12% of the consolidated comprehensive income, respectively.

Other matters – parent company only financial report

The Company has also prepared the parent company only financial statements for the years ended December 31, 2024 and 2023, for which we have issued an unqualified opinion, alongside the audit report as in the section of “Other matters.”

Responsibilities of the management and governance bodies for the consolidated financial statements

The management is responsible for preparing the financial statements with fair presentation 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 pronouncements of interpretation approved and published by the Financial Supervisory Commission, and maintaining the necessary internal control related to preparation of the consolidated financial statements to ensure that the consolidated financial statements are free of material misstatement due to fraud or error.

In preparing the consolidated financial statements, the management is responsible

for assessing the ability of the Group to continue as a going concern, disclosing relevant matters, and adopting the going concern basis of accounting, unless the management intends to liquidate the Group or cease operations or has no viable alternative but to liquidate or cease operations.

The governance bodies of the Group (including the Audit Committee) are responsible for supervising the financial reporting process.

Auditor’s responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance on whether the consolidated financial statements as a whole are free from material misstatement arising from fraud or error, and to issue an independent auditors’ report. Reasonable assurance means a high degree of assurance. However, there is no guarantee that any material misstatement contained in the consolidated financial statements will be discovered during an audit conducted in accordance with the auditing standards of the Republic of China. Misstatement can arise from fraud or error. If the amounts of misstatements, either separately or in aggregate, could reasonably be expected to influence the economic decisions of the users of the consolidated financial statements, they are considered material.

We rely on our professional judgment and professional skepticism during an audit conducted in accordance with the auditing standards of the Republic of China. We also performed the following tasks:

1. We identified and assessed the risk of any misstatement in the consolidated financial statements due to fraud or error, designed and implemented response measures suitable for the evaluated risks, and acquired sufficient and appropriate audit evidence to use as the basis of our audit opinions. Since fraud may involve collusion, forgery, omission on purpose, fraudulent statements or violation of internal control, we did not find that the risk of misstatement due to fraud was higher than the same due to errors.
2. Understand the internal control related to the audit in order to design appropriate audit procedures under the circumstances, while not for the purpose of expressing an opinion on the effectiveness of the Group’s internal control.
3. Evaluate the appropriateness of accounting policies adopted and the reasonableness of accounting estimates and relevant disclosures made by the management.
4. Conclude on the appropriateness of the management’s adoption of the going concern basis of accounting based on the audit evidence obtained and whether a

material uncertainty exists for events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we are of the opinion that a material uncertainty exists for said events or conditions, we shall remind users of the consolidated financial statements to pay attention to relevant disclosures in said statements within our audit report. If such disclosures are inadequate, we need to modify our opinion. Our conclusion was based on the audit evidence obtained as of the date of this audit report. However, future events or conditions may cause the Group to cease to continue as a going concern.

5. Evaluate the overall presentation, structure, and content of the consolidated financial statements (including relevant notes), and whether the consolidated financial statements adequately present the relevant transactions and events.
6. Obtain sufficient and appropriate audit evidence concerning the financial information of entities within the Group, to express an opinion on the consolidated financial statements. We are responsible for guiding, supervising, and performing the audit and forming an audit opinion on the Group.

The matters communicated between ourselves and the governance bodies include the planned scope and timing of the audit and significant audit findings (including any significant deficiencies in internal control identified during the audit).

We also provided governance bodies with a declaration that we have complied with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China regarding independence, and communicated with them all relationships and other matters that may possibly be regarded as detrimental to our independence (including relevant protective measures).

From the matters communicated with the governance bodies, we determined the key audit matters for the audit of the Group's consolidated financial statements for the year ended December 31, 2024. We have clearly indicated such matters in the audit report unless legal regulations prohibit the public disclosure of specific matters, or in extremely rare cases in which we decided not to communicate specific items in the audit report, for it could be reasonably anticipated that the negative effects of such disclosure would be greater than the public interest it brings forth.

PricewaterhouseCoopers Taiwan

Ping-Chun Chih

CPA

Tsung-Hsi Lai

Former Securities Administration Commission, Ministry of Finance
Approval No.: (1999) Tai-Cai-Zheng (VI) No. 16120
Securities and Futures Bureau, Financial Supervisory Commission,
Executive Yuan
Approval No.: Jin-Guan-Zheng-VI-Zi No. 0960038033

February 24, 2025

Information Technology Total Services Co., Ltd. and Subsidiaries
December 31, 2024 and 2023

Unit: NTD thousand

Assets	Note	December 31, 2024		December 31, 2023		
		Amount	%	Amount	%	
Current assets						
1100	Cash and cash equivalent	6(1)	\$ 301,109	30	\$ 306,754	30
1136	Financial assets measured at amortized cost – current	6(3) and (8)	16,479	2	1,126	-
1140	Contract assets – current	6(19)	104,195	10	89,442	9
1150	Notes receivable, net	6(4)	4,049	1	6,362	1
1170	Accounts receivable, net	6(4)	245,462	24	271,596	27
1180	Accounts receivable - related parties, net	7	97,536	10	74,760	7
1200	Other receivables		7,861	1	5,332	1
1210	Other receivables – related parties	7	13	-	-	-
130X	Inventories	6(5)	3,542	-	2,661	-
1410	Prepayments	6(6)	12,470	1	16,701	2
1470	Other current assets		1,807	-	79	-
11XX	Total current assets		<u>794,523</u>	<u>79</u>	<u>774,813</u>	<u>77</u>
Non-current assets						
1517	Financial assets at fair value through other comprehensive profit or loss - non-current	6(2)	34,724	3	32,524	3
1535	Financial assets measured at amortized cost – non-current	6(3) and (8)	178	-	246	-
1550	Investment using equity method	6(7)	46,869	5	45,137	4
1600	Property, plant, and equipment	6(8)	28,780	3	31,910	3
1755	Right-of-use assets	6(10)	4,691	1	9,243	1
1780	Intangible assets	6(9)	10,720	1	888	-
1840	Deferred income tax assets	6(25)	3,297	-	1,334	-
1920	Refundable deposits		11,497	1	8,890	1
1930	Long-term notes and accounts receivable	6(11)	70,346	7	98,363	10
1990	Other non-current assets – others	6(13)	248	-	8,197	1
15XX	Total non-current assets		<u>211,350</u>	<u>21</u>	<u>236,732</u>	<u>23</u>
1XXX	Total assets		<u>\$ 1,005,873</u>	<u>100</u>	<u>\$ 1,011,545</u>	<u>100</u>

(Continued on the next page)

Information Technology Total Services Co., Ltd. and Subsidiaries
December 31, 2024 and 2023

Unit: NTD thousand

Liability and equity	Note	December 31, 2024		December 31, 2023		
		Amount	%	Amount	%	
Current liabilities						
2130	Contract liabilities – current	6(19)	\$ 39,818	4	\$ 24,223	2
2150	Notes payable		540	-	720	-
2170	Accounts payable		254,691	25	287,656	28
2180	Accounts payable – related parties	7	2,879	-	8,637	1
2200	Other payables	6(12)	66,263	7	75,853	8
2220	Other payables – related parties	7	1,859	-	2,381	-
2230	Income tax liabilities in the current period	6(25)	9,809	1	7,022	1
2250	Liability reserve - current	6(14)	8,025	1	-	-
2280	Lease liabilities – current		3,677	-	4,612	-
2399	Other current liabilities – others		8,213	1	4,850	1
21XX	Total current liabilities		<u>395,774</u>	<u>39</u>	<u>415,954</u>	<u>41</u>
Non-current liabilities						
2570	Deferred income tax liabilities	6(25)	9,877	1	6,884	1
2580	Lease liabilities – non-current		1,177	-	4,877	-
2645	Deposit received		397	-	397	-
25XX	Total non-current liabilities		<u>11,451</u>	<u>1</u>	<u>12,158</u>	<u>1</u>
2XXX	Total liabilities		<u>407,225</u>	<u>40</u>	<u>428,112</u>	<u>42</u>
Equity						
Equity attributable to owners of the parent company						
	Share capital	6(15)				
3110	Common shares		273,234	27	273,234	27
	Capital surplus	6(16)				
3200	Capital surplus		158,042	16	158,042	16
	Retained earnings	6(17)				
3310	Legal Reserve		61,365	6	53,949	5
3320	Special reserves		1,628	-	1,042	-
3350	Undistributed Earnings		102,405	10	98,794	10
	Other equity	6(18)				
3400	Other equity		1,974	1	(1,628)	-
31XX	Total equity attributable to owners of the parent company		<u>598,648</u>	<u>60</u>	<u>583,433</u>	<u>58</u>
3XXX	Total equity		<u>598,648</u>	<u>60</u>	<u>583,433</u>	<u>58</u>
	Material contingent liabilities and unrecognized contractual commitments	9				
3X2X	Total liabilities and equity		<u>\$ 1,005,873</u>	<u>100</u>	<u>\$ 1,011,545</u>	<u>100</u>

The attached Notes to the financial statements are part of this consolidated financial statement and should be read in conjunction.

Chairman: Shang-Wei Kao

Manager: Chih-Chun Wang

Accounting Manager: Chin-Lang Huang

Information Technology Total Services Co., Ltd. and Subsidiaries
Consolidated Statement of Comprehensive Income
January 1 to December 31, 2024 and 2023

Unit: NTD thousand
(except for earnings per share in NT\$1)

	Item	Note	2024		2023	
			Amount	%	Amount	%
4000	Operating Revenue	6(19) and 7	\$ 1,186,477	100	\$ 1,343,318	100
5000	Operating costs	6(5)(13) (24) and 7	(1,014,930)	(85)	(1,157,535)	(86)
5950	Gross profit, net		<u>171,547</u>	<u>15</u>	<u>185,783</u>	<u>14</u>
	Operating expenses	6(13) (24) and 7				
6100	Selling expenses		(16,359)	(1)	(19,616)	(1)
6200	Administrative expenses		(77,134)	(7)	(80,284)	(6)
6300	R&D expense		(8,581)	(1)	(9,809)	(1)
6000	Total operating expenses		(102,074)	(9)	(109,709)	(8)
6900	Operating profits		<u>69,473</u>	<u>6</u>	<u>76,074</u>	<u>6</u>
	Non-operating income and expense					
7100	Interest revenue	6(20)	5,497	-	1,672	-
7010	Other revenue	6(21)	11,221	1	3,480	-
7020	Other gains and losses	6(22)	(6,318)	(1)	106	-
7050	Financial costs	6(10)(23)	(652)	-	(239)	-
7060	Share of profit or loss on associates and joint ventures accounted for using the equity method	6(7)	<u>5,996</u>	<u>1</u>	<u>8,263</u>	<u>1</u>
7000	Total non-operating income and expenses		<u>15,744</u>	<u>1</u>	<u>13,282</u>	<u>1</u>
7900	Profit before tax		<u>85,217</u>	<u>7</u>	<u>89,356</u>	<u>7</u>
7950	Income tax expense	6(25)	(13,776)	(1)	(15,193)	(1)
8200	Current net income		<u>\$ 71,441</u>	<u>6</u>	<u>\$ 74,163</u>	<u>6</u>
	Other net consolidated incomes					
	Items not recategorized to profits and losses					
8320	Share of other comprehensive income on associates and joint ventures accounted for using the equity method – items not reclassified to profit or loss		\$ 354	-	(\$ 6)	-
8349	Income tax related to not recategorized items	6(25)	(71)	-	1	-
	Items possibly recategorized to profits and losses later					
8361	Difference in exchange from the conversion of financial statements of overseas operating entities	6(18)	4,502	-	(732)	-
8399	Income tax related to items likely to be reclassified	6(25)	(900)	-	146	-
8300	Other net consolidated incomes		<u>\$ 3,885</u>	<u>-</u>	<u>(\$ 591)</u>	<u>-</u>
8500	Current total comprehensive income		<u>\$ 75,326</u>	<u>6</u>	<u>\$ 73,572</u>	<u>6</u>
	Net profit attributable to:					
8610	the owner of parent company		<u>\$ 71,441</u>	<u>6</u>	<u>\$ 74,163</u>	<u>6</u>
	Total comprehensive income attributable to:					
8710	the owner of parent company		<u>\$ 75,326</u>	<u>6</u>	<u>\$ 73,572</u>	<u>6</u>
	Earnings per share	6(26)				
9750	Basic earnings per share		<u>\$ 2.61</u>	<u>2.61</u>	<u>\$ 2.71</u>	<u>2.71</u>
9850	Diluted earnings per share		<u>\$ 2.60</u>	<u>2.60</u>	<u>\$ 2.70</u>	<u>2.70</u>

The attached Notes to the financial statements are part of this consolidated financial statement and should be read in conjunction.

Chairman: Shang-Wei Kao

Manager: Chih-Chun Wang

Accounting Manager: Chin-Lang Huang

Information Technology Total Services Co., Ltd. and Subsidiaries
Consolidated Statement of Changes in Equity
January 1 to December 31, 2024 and 2023

Unit: NTD thousand

	Equity attributable to owners of the parent company						Difference in exchange from the conversion of financial statements of overseas operating entities	Total
	Notes	Common shares	Capital surplus- additional paid- in capital	Legal reserve	Special reserves	Undistributed Earnings		
<u>Retained earnings</u>								
<u>2023</u>								
Balance on January 1, 2023		\$ 273,234	\$ 158,042	\$ 48,340	\$ 5,484	\$ 69,520	(\$ 1,042)	\$ 553,578
Current net income		-	-	-	-	74,163	-	74,163
Current other comprehensive income	6(18)	-	-	-	-	(5)	(586)	(591)
Current total comprehensive income		-	-	-	-	74,158	(586)	73,572
2022 earnings allocation and appropriation	6(17)							
Allocated legal reserve		-	-	5,609	-	(5,609)	-	-
Reversal of special reserves		-	-	-	(4,442)	4,442	-	-
Distribution of cash dividends		-	-	-	-	(43,717)	-	(43,717)
Balance on December 31, 2023		<u>\$ 273,234</u>	<u>\$ 158,042</u>	<u>\$ 53,949</u>	<u>\$ 1,042</u>	<u>\$ 98,794</u>	<u>(\$ 1,628)</u>	<u>\$ 583,433</u>
<u>2024</u>								
Balance on January 1, 2024		<u>\$ 273,234</u>	<u>\$ 158,042</u>	<u>\$ 53,949</u>	<u>\$ 1,042</u>	<u>\$ 98,794</u>	<u>(\$ 1,628)</u>	<u>\$ 583,433</u>
Current net income		-	-	-	-	71,441	-	71,441
Current other comprehensive income	6(18)	-	-	-	-	283	3,602	3,885
Current total comprehensive income		-	-	-	-	71,724	3,602	75,326
2023 earnings allocation and appropriation	6(17)							
Allocated legal reserve		-	-	7,416	-	(7,416)	-	-
Appropriated special reserve		-	-	-	586	(586)	-	-
Distribution of cash dividends		-	-	-	-	(60,111)	-	(60,111)
Balance on December 31, 2024		<u>\$ 273,234</u>	<u>\$ 158,042</u>	<u>\$ 61,365</u>	<u>\$ 1,628</u>	<u>\$ 102,405</u>	<u>\$ 1,974</u>	<u>\$ 598,648</u>

The attached Notes to the financial statements are part of this consolidated financial statement and should be read in conjunction.

Chairman: Shang-Wei Kao

Manager: Chih-Chun Wang

Accounting Manager: Chin-Lang Huang

Information Technology Total Services Co., Ltd. and Subsidiaries
Consolidated Statement of Cash Flows
January 1 to December 31, 2024 and 2023

Unit: NTD thousand

	Note	January 1 to December 31, 2024		January 1 to December 31, 2023
<u>Cash flow of operating activities</u>				
Net profit before tax this term		\$ 85,217	\$	89,356
Adjustments				
Income, expense, and loss				
Depreciation expenses	6(8)(10)			
	(24)	12,112		13,500
Amortization expenses	6(24)	1,410		1,303
Interest expenses	6(23)	652		239
Interest revenue	6(20)	(5,497 )	(	( 1,672)
Dividend revenue	6(21)	(3,403 )	(	( 2,635)
Share of profit on associates and joint ventures accounted for the using equity method	6(7)		(
		5,996	(	8,263
Losses from disposal of property, plant, and equipment	6(22)	2		-
Gain on lease modification	6(22)	(2)		-
Changes in assets/liabilities related to operating activities				
Net changes in assets related to operating activities				
Contract assets – current		(14,753 )	(	( 54,207)
Notes receivable		2,313	(	( 4,705)
Notes receivable – related parties		-		441
Accounts receivable		26,134		22,292
Accounts receivable – related parties		(22,776 )	(	( 3,543)
Other receivables		(2,529)		698
Other receivables – related parties		(13)		61
Inventories		(881)		5,278
Prepayments		4,231		7,768
Other current assets – others		(1,728)		27
Net changes in liabilities related to operating activities				
Contract liabilities – current		15,595		9,590
Notes payable		(180 )	(	( 171)
Accounts payable		(32,965)		100,046
Accounts payable – related parties		(5,758)		296
Other payables		(7,244)		1,203
Other payables – related parties		(522 )	(	( 597)
Liability reserve		8,025		-
Other current liabilities – others		3,363	(	( 8,436)
Cash inflow from operations		54,807		167,869
Interest received		4,235		1,672
Dividends received		5,821		12,044
Interest paid		(652 )	(	( 239)
Income tax paid		(10,931 )	(	( 13,071)
Net cash inflow from operating activities		53,280		168,275

(Continued on the next page)

Information Technology Total Services Co., Ltd. and Subsidiaries
Consolidated Statement of Cash Flows
January 1 to December 31, 2024 and 2023

Unit: NTD thousand

	<u>Note</u>	<u>January 1 to December 31, 2024</u>	<u>January 1 to December 31, 2023</u>
<u>Cash flow of Investment activities</u>			
Cash paid for purchase of property, plant, and equipment	6(27)	(\$ 6,780)	(\$ 3,827)
Proceeds from disposal of property, plant, and equipment		1	-
Cash paid for acquisition of intangible assets		(540)	(1,000)
Financial assets measured at amortized cost – increase		(15,285)	(260)
Decrease in long-term notes and accounts receivable		29,279	31,732
Increase in prepayment for equipment		(2,753)	(7,949)
Increase in refundable deposit		(2,607)	(983)
Net cash inflow from investing activities		<u>1,315</u>	<u>17,713</u>
<u>Cash flow of fund-raising activities</u>			
Decrease in guarantee deposits	6(28)	-	(346)
Repayment of lease principal	6(28)	(4,610)	(6,127)
Distribution of cash dividends	6(17)	(60,111)	(43,717)
Net cash outflow from financing activities		(64,721)	(50,190)
Exchange rate effect		<u>4,481</u>	<u>(536)</u>
Increase (decrease) in cash and cash equivalents in the current period		(5,645)	135,262
Balance of cash and cash equivalents at beginning of period	6(1)	<u>306,754</u>	<u>171,492</u>
Balance of cash and cash equivalents at ending of period	6(1)	<u>\$ 301,109</u>	<u>\$ 306,754</u>

The attached Notes to the financial statements are part of this consolidated financial statement and should be read in conjunction.

Chairman: Shang-Wei Kao

Manager: Chih-Chun Wang

Accounting Manager: Chin-Lang Huang

Information Technology Total Services Co., Ltd.

Distribution of Earnings for the 2024 Fiscal Year

Unit: NT\$

Item	Amount
Opening undistributed earnings	30,681,707
Net income after tax for the year	71,440,545
Add: Other comprehensive income	282,928
Less: Appropriation for special reserve	(469,736)
Less: Appropriated 10% as legal reserve	(7,172,347)
Distributable earnings for the year	94,763,097
Less: Items to which earnings allocated	
Distribution of cash dividends (NT\$2.1 per share)	(57,379,064)
Undistributed earnings at end of the year	37,384,033

Chairman:

President:

Accounting Manager:

Description:

- (I) In accordance with the regulations of the Ministry of Finance Letter Tai-Cai-Shui No. 871941343 dated April 30, 1998, in the case of distribution of earnings, the method of individual identification shall be adopted. The Company's earnings distribution principle is to allocate 2024 earnings first. In case of any insufficiency, the Company will allocate earnings accumulated over the years on the first-in-first-out basis in order of the years in which the earnings were generated.
- (II) The amount of cash dividend to be distributed will be truncated to the nearest dollar. Fractional amounts of less than NT\$1 will be summed up and allocated based on the size of decimals in descending order and shareholders' account number in ascending order until the total amount of cash dividend is allocated.

Information Technology Total Services Co., Ltd.

Comparison Table of Amendments to the “Articles of Incorporation”

Amended content	Current provision	Description
<p>Article 28</p> <p>According to the Company’s profitability of the current year, 1% to 10% of the earnings shall be appropriated as employee compensation. The remuneration to directors shall not exceed the maximum limit of 5%. The remuneration to employees may be granted to employees of subordinate firms who satisfy specific conditions. Where the Company has accumulated losses, however, said losses shall be compensated first.</p> <p><u>In the employee remuneration ratio mentioned in the preceding paragraph, no less than 15% of the remuneration shall be distributed to entry-level employees.</u> A decision regarding the ratios of remuneration to employees, directors and employees either in cash or in stock shall be resolved through a vote of a majority in the Board of Directors meeting attended by directors who make up more than two-thirds of all directors, and such a decision so resolved shall be reported to the Shareholders’ Meeting.</p> <p>The term “profitability of the current year” as set forth in the first paragraph denotes the profit before tax of the year before deduction of remuneration to employees and remuneration to directors.</p>	<p>Article 28</p> <p>According to the Company’s profitability of the current year, 1% to 10% of the earnings shall be appropriated as employee compensation. The remuneration to directors shall not exceed the maximum limit of 5%. The remuneration to employees may be granted to employees of subordinate firms who satisfy specific conditions. Where the Company has accumulated losses, however, said losses shall be compensated first.</p> <p>A decision regarding the ratios of remuneration to employees, remuneration to directors, and regarding payment of remuneration to employees either in cash or in stock, as referred to in the preceding paragraph, shall be resolved through a vote of a majority in the Board of Directors meeting attended by directors who make up more than two-thirds of all directors, and such a decision so resolved shall be reported to the Shareholders’ Meeting.</p> <p>The term “profitability of the current year” as set forth in the first paragraph denotes the profit before tax of the year before deduction of remuneration to employees and remuneration to directors.</p>	<p>Amended in response to the order under Paragraph 6, Article 14 of the Securities and Exchange Act.</p>

Information Technology Total Services Co., Ltd. Comparison Table of Amendments to the “Articles of Incorporation”

Amended content	Current provision	Description
<p>Article 30</p> <p>The Articles of Incorporation shall be implemented after being resolved in the shareholders’ meeting. The same shall apply to any amendment thereto.</p> <p>The Articles of Incorporation were adopted by the shareholders’ meeting on November 20, 1990.</p> <p>The 1st amendment was made on May 20, 1999.</p> <p>(Omitted)</p> <p>The 11th amendment was made on June 27, 2022.</p> <p>The 12th amendment was made on June 28, 2023.</p> <p>The 13th amendment was made on May 30, 2024.</p> <p><u>The 14th amendment was made on May 19, 2025.</u></p>	<p>Article 30</p> <p>The Articles of Incorporation shall be implemented after being resolved in the shareholders’ meeting. The same shall apply to any amendment thereto.</p> <p>The Articles of Incorporation were adopted by the shareholders’ meeting on November 20, 1990.</p> <p>The 1st amendment was made on May 20, 1999.</p> <p>(Omitted)</p> <p>The 11th amendment was made on June 27, 2022.</p> <p>The 12th amendment was made on June 28, 2023.</p> <p>The 13th amendment was made on May 30, 2024.</p>	<p>Added the date and number of amendments.</p>

Information Technology Total Services Co., Ltd.

Articles of Incorporation

Section 1 General Rules

Article 1: The Company is incorporated in accordance with the Company Act, R.O.C. and the name is Information Technology Total Services Co., Ltd.

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

1. JE01010 Rental and Leasing
2. JA02010 Electric Appliance and Audiovisual Electric Products Repair Shops
3. F401010 International Trade
4. I103060 Management Consulting Services
5. I301010 Information Software Services
6. I301020 Data Processing Services.
7. I301030 Electronic Information Supply Services
8. IE01010 Telecommunications Service Number Agencies
9. E701010 Telecommunications Construction
10. F118010 Wholesale of Computer Software
11. F218010 Retail Sale of Computer Software
12. E605010 Computer Equipment Installation
13. F113010 Wholesale of Machinery
14. F113030 Wholesale of Precision Instruments
15. F113050 Wholesale of Computing and Business Machinery Equipment
16. F213030 Retail sale of Computing and Business Machinery Equipment
17. F213040 Retail Sale of Precision Instruments
18. F213080 Retail Sale of Machinery and Equipment
19. ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval

Article 3: The Company is headquartered in Taipei City, and may establish branches at home and overseas; a resolution by the Board of Directors shall be made when necessary.

Article 4: In response to a substantive need in business operations, the Company authorizes its Board of Directors to make a resolution for reinvestment. The aggregate total of outward investment by the Company may be beyond the restriction for reinvestment as set forth under Article 13 of the Company Act.

Article 5: In response to a substantive need in business operations, the Company may authorize its Board of Directors to make a resolution in order to provide guarantees to another party.

Section 2 Shares

Article 6: The Company's registered capital is in the amount of NT\$400 million, divided into 40 million shares with a par value of NT\$10 per share, and the Board of Directors is authorized to issue the unissued shares in tranches.

Article 7: The Company's shares are registered, and the Company may be exempted from printing hard copies of the stock certificates. The shares shall be issued and registered in accordance with relevant laws.

Article 8: The Company manages its matters related to shares in accordance with the "Regulations Governing the Administration of Shareholder Services of Public Companies" promulgated by the competent authority.

Article 9: Change in the records of the shareholders' register is conducted in accordance with Article 165 of the Company Act.

Article 10: This article is deleted.

Section 3 Shareholders' Meeting

Article 11: There are two ways in which the shareholders' meeting of the Company convenes.

- 一、 Annual shareholders' meeting;
- 二、 Extraordinary shareholders' meeting.

The Annual Shareholders' Meeting will be convened once a year within six months after the end of the fiscal year. An Extraordinary Shareholders' Meeting will be convened at any time as needed under the law.

A shareholders' meeting is convened in accordance with Article 172 of the Company Act.

The Company's shareholders' meeting may be held via video conference or in other methods as announced by the central competent authority. If the requirements, operating procedures, and other compliance matters for the adoption of a video conference of shareholders are specified otherwise by the securities competent authority, please refer to its regulations.

Article 12: The Company's shareholders hold one vote for each share they hold, except the shares subject to restriction or shares not entitled to voting power as set forth under the Company Act.

The voting process may be conducted by electronic means where the Company falls within a scope which satisfies the requirements for the e-voting process as promulgated by the competent authority for securities, starting from the date when such e-voting process comes into effect.

Article 13: If a specific shareholder is unable to attend a Shareholders' Meeting, such shareholder may appoint a proxy to attend the meeting by using a written power of attorney, specifying the scope of authorization in accordance with Article 177 of the Company Act.

In appointing a proxy to attend a Shareholders' Meeting, except as provided in the preceding paragraph, shareholders shall comply with the "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies"

promulgated by the competent authority.

Article 14: For a Shareholders' Meeting called by the Board of Directors, the Chairman shall preside over the meeting. In the event of the absence of the Chairman, or in the event that the Chairman is unable to perform their duties for specific reasons, their agent shall handle this in accordance with Article 208 of the Company Act.

Article 15: Unless otherwise specified by law, resolutions of the Shareholders' Meeting shall be approved by a majority of the shareholders representing more than half of the voting rights present in the meeting in person, or by proxies where the attendance of shareholders representing more than half of the outstanding shares to the meeting is required for a quorum.

Article 16: Where the shareholders participating in a Shareholders' Meeting are below the quorum specified under the preceding Article but make up over one-third of the aggregate total number of outstanding shares, a tentative resolution may be passed by a majority of the participating shareholders, and the tentative resolution so resolved shall be communicated to all shareholders in writing. Another Shareholders' Meeting shall be convened within one month. In the event that the Shareholders' Meeting so convened is attended by shareholders making up more than one-third of the aggregate total of outstanding shares, and the tentative resolution is adopted by the participating shareholders with a majority of votes, said tentative resolution is deemed a decision resolved in the manner as set forth under the preceding Article.

Article 17: The Resolution of the Shareholders' Meeting shall be recorded in meeting minutes and subject to Article 183 of the Company Act.

Section 4 Directors and Audit Committee

Article 18: The Company has nine directors with a term of three years. The shareholders' meeting selects and appoints them from a list of candidates and can be re-elected. Among the above-mentioned number of directors, the number of independent directors shall be three, and shall not be less than one-third of the number of directors.

The directors shall be elected via the candidate nomination system set forth under Articles 192-1 of the Company Act.

Independent directors' professional qualifications, percentage of ownership, concurrent holding of other positions, method of nomination and election, and other applicable rules shall comply with the requirements of the competent securities authority.

A cumulative voting system is adopted in the Company's election of directors. Each share is entitled to the number of votes equivalent to the number of directors to be elected. Shareholders may concentrate their votes on one candidate or allocate them to different candidates. Persons who get the majority of the votes shall be elected directors.

Article 19: When the aggregate total number of director's seats is vacated by up to one-third, the Board of Directors shall convene an Extraordinary Shareholders' Meeting to hold a by-election within sixty (60) days. Directors so elected in the by-election shall only serve the remaining tenure of office of their predecessors. Where an independent director of the Company is dismissed for any reason (including resignation, dismissal, or expiry of tenure of office), making the total number of independent directors inadequate for the threshold set forth under Article 18 of the Articles of Incorporation, a by-election shall be conducted at the soonest Shareholders' Meeting. Where all independent

directors are dismissed en masse, the Company shall convene an Extraordinary Shareholders' Meeting to conduct a by-election within sixty (60) days after occurrence of the fact.

Article 20: Unless otherwise provided for in the Company Act, a resolution rendered by the Board of Directors meeting shall be adopted upon approval of a majority of the directors present at a meeting attended by a majority of all directors.

Article 21: The Chairman shall chair the Board of Directors meetings. During the Chairman's absence or unavailability for performance of duties, substitution shall be handled in accordance with Article 208 of the Company Act.

Directors shall attend the Board of Directors meetings in person. If a director cannot attend for some reason, he/she may apply Article 205 of the Company Act.

The Board of Directors meeting may be conducted via video conferencing, and the Directors who participate in such video conferences shall be deemed to have attended the meeting in person.

Article 22: Directors shall organize the Board of Directors. One Chairman shall be elected by the participating directors with a majority of votes at a meeting attended by more than two-thirds of the directors. The Chairman shall represent the Company externally and chair the Shareholders' Meeting and Board of Directors meetings internally to take charge of all the Company's business operations in accordance with the laws and ordinances concerned, Articles of Incorporation, decisions resolved in the Shareholders' Meeting and the Board of Directors.

Article 23: Unless otherwise specified in the Company Act, a Board of Directors meeting shall be convened by the Chairman, and the notice of a Board of Directors meeting shall state all key facts of the meeting and shall be served to all directors seven (7) days in advance of the meeting. However, in case of an emergency, a meeting may be convened at any time as needed. A notice of a Board of Directors meeting may be served in writing or by fax or electronic means.

Article 24: The amounts of remuneration payable to the Company's directors shall be determined based on the level of their participation in the Company's business operations, the value of their contributions, with reference to the average standards/criteria prevalent in the industry. During the tenure of office of directors, the Company will purchase liability insurance for the potential responsibility for indemnity within the scope of their performance of duty.

Article 25: The Company establishes an Audit Committee in accordance with the requirements set forth under the Securities and Exchange Act. The Audit Committee shall be organized by all independent directors and shall stipulate the rules and regulations for their performance of duties. The responsibilities and powers of the Audit Committee and other issues to be complied with shall be handled in accordance with the Company Act, the Securities and Exchange Act, and other laws and regulations concerned, as well as the Company's regulations.

In response to the need for business operations, the Company may establish a Remuneration Committee or other functional committees.

Section 5 Managers

Article 26: The Company shall employ managers, whose appointment, dismissal, and

remuneration shall be governed by Article 29 of the Company Act.

Section 6 Accounting

Article 27: The fiscal year of the Company is identical to the calendar year, which starts on January 1 and ends on December 31 of each year. The Board of Directors shall, at the end of each fiscal year, prepare relevant statements and ledgers as specified below, and present them before the Annual Shareholders' Meeting for ratification according to legal procedures:

- I. Annual business report;
- II. Financial statements;
- III. Proposals for distribution of earnings or loss compensation.

Article 28: According to the Company's profitability of the current year, 1% to 10% of the earnings shall be appropriated as employee compensation. The remuneration to directors shall not exceed the maximum limit of 5%. The remuneration to employees may be granted to employees of subordinate firms who satisfy specific conditions. Where the Company has accumulated losses, however, said losses shall be compensated first.

A decision regarding the ratios of remuneration to employees, remuneration to directors, and regarding payment of remuneration to employees either in cash or in stock, as referred to in the preceding paragraph, shall be resolved through a vote of a majority in the Board of Directors meeting attended by directors who make up more than two-thirds of all directors, and such a decision so resolved shall be reported to the Shareholders' Meeting.

The term "profitability of the current year" as set forth in the first paragraph denotes the profit before tax of the year before deduction of remuneration to employees and remuneration to directors.

If the Company has earnings upon the annual account settlement, an amount shall be first allocated for tax payments and for making up accumulated losses in accordance with law. Then, 10% shall be set aside as legal reserve, provided that the legal reserve shall no longer be appropriated if the legal reserve reaches the total amount of the Company's paid-in capital. In addition, a special surplus reserve shall be set aside or reversed in accordance with the regulations of the competent authority. If there is any remaining balance, the undistributed surplus of the previous year shall be added up, and the Board of Directors shall formulate a surplus distribution proposal. The stock dividend proposal shall be submitted to the shareholders' meeting for resolution and distribution. For the cash dividend distribution proposal, the Board of Directors is authorized to make the distribution with the attendance of more than two-thirds of the directors and the resolution of more than half of the directors present. The distribution shall be reported to the shareholders' meeting.

The Company shall duly conform to the overall environment, the characteristics of industrial development, and the long-term financial plan of the Company to ensure sustainable development and stable business management. The Company's dividend policy is based on the Company's capital budget to measure annual capital needs. The Company shall retain the working capital required for financing before allocating the balance of the earnings for cash dividends and stock dividends. The allocation process is set forth below:

- I. Determine the optimal budget for capital.
- II. Determine the amount of working capital required for said budget.
- III. Determine the amount of retained earnings for the working capital.
- IV. After determining an appropriate sum to be reserved to meet the needs for business operations, the balance of the earnings may be distributed to shareholders by means of dividends. The balance to be distributed shall not be less than 10% of the cumulative amount of distributable earnings in that year. The amount of cash dividend shall, nevertheless, not be less than 10% of the dividend to be distributed.

Section 7 Supplemental Provisions

Article 29: The Company Act and other applicable laws shall govern anything not regulated by the Articles of Incorporation.

Article 30: The Articles of Incorporation shall be implemented after being resolved in the shareholders' meeting. The same shall apply to any amendment thereto.

The Articles of Incorporation were adopted by the shareholders' meeting on November 20, 1990.

The 1st amendment was made on May 20, 1999.

The 2nd amendment was made on August 2, 1999.

The 3rd amendment was made on August 2, 1999.

The 4th amendment was made on May 8, 2000.

The 5th amendment was made on October 26, 2000.

The 6th amendment was made on May 15, 2002.

The 7th amendment was made on May 18, 2016.

The 8th amendment was made on June 12, 2018.

The 9th amendment was made on September 18, 2018.

The 10th amendment was made on July 30, 2021.

The 11th amendment was made on June 27, 2022.

The 12th amendment was amended on May 29, 2023.

The 13th amendment was made on May 30, 2024.

Information Technology Total Services Co., Ltd.

Rules of Procedure for Shareholders' Meetings

- Article 1 Objectives
To establish a strong governance system and sound supervisory capabilities for the Company's shareholders' meetings and to strengthen management capabilities, we have formulated the Rules in accordance with Article 5 of the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies.
- Article 2 Scope and Definition
The Rules of Procedure for Shareholders' Meetings of the Company shall be handled in accordance with the Rules unless otherwise prescribed in laws or Articles of Incorporation.
- Article 3 Convening of Shareholders' Meeting
Unless otherwise prescribed by law, the shareholders' meeting of the Company shall be convened by the Board of Directors.
The Company's Board of Directors designates the Company's Financial and Accounting Center as the unit in charge of the shareholders' meeting.
Changes to the method of convening the shareholders' meeting of the Company shall be subject to a resolution of the Board of Directors, and shall be made no later than before the notice of the shareholders' meeting is dispatched.
The Financial and Accounting Center is responsible for giving notice of the shareholders' meeting and preparing meeting materials for the shareholders' meeting.
- Article 4 Notice of Shareholders' Meeting
The Company shall prepare the notice of shareholders' meeting, paper for powers of attorney, relevant approval proposals, discussion proposals, and proposals for the appointment or dismissal of directors, and audit committee members 30 days prior to an annual shareholders' meeting or 15 days prior to an extraordinary shareholders' meeting. The description of said proposals and explanatory information shall be made in an electronic file and sent to the Market Observatory Post System (MOPS). The Company shall, likewise, produce a meeting handbook and supplementary information for the meeting in electronic files and transmit them to the MOPS 21 days prior to an annual shareholders' meeting or 15 days prior to an extraordinary shareholders' meeting. However, if the Company's paid-in capital at the end of the most recent fiscal year is NT\$10 billion or more, or the Company holds an annual meeting of shareholders in the most recent fiscal year, and the total shareholding ratio of foreign and mainland capital recorded in the shareholders' register is more than 30%, the transmission of the aforementioned electronic files shall be completed 30 days before the annual shareholders' meeting. A meeting handbook and supplementary information for the shareholders' meeting shall be prepared and made available to all shareholders and displayed at the Company and the professional stock service agency delegated by the Company 15 days prior to the shareholders' meeting.
The meeting handbook and supplementary information mentioned in the preceding paragraph shall be provided to shareholders for reference by the Company on the day of the shareholders' meeting in the following ways:
I. When a physical shareholders' meeting is held, it shall be distributed on the spot at the shareholders' meeting.

- II. When holding a video-assisted shareholders' meeting, it shall be distributed on the spot at the shareholders' meeting, and sent to the video conference platform as an electronic file.
- III. When holding a video conference of shareholders, the electronic file shall be transmitted to the video conference platform.

Notices and public announcements shall expressly provide the subjects of the meeting and may be served in electronic means subject to consent by the target addressees.

Issues regarding election or dismissal of directors or members of the Audit Committee, amendment to the Articles of Incorporation, capital reduction, application for delisting, lifting of the non-compete clause for directors, capitalization of earnings, capitalization of reserve, dissolution of the Company, merger, demerger or issues set forth under Paragraph 1 of Article 185 of the Company Act, Article 26-1 and Article 43-6 of the Securities and Exchange Act, and Article 56-1 and Article 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be expressly enumerated and specified under the subject to convene the meeting and shall not be posed through questions and motions.

Full re-election of directors has been stated as the purpose of the convening of the shareholders' meeting, and the date of appointment has been specified. After the re-election is completed at the shareholders' meeting, the date of appointment shall not be changed at the same meeting through questions and motions or other means.

A shareholder who holds more than one percent of the total number of the outstanding shares may submit only one proposal to the Company for the annual shareholders' meeting. If there is more than one proposal, it shall not be included in the agenda. Besides, where a proposal posed by a shareholder proves to have fallen upon any single one among those enumerated under Paragraph 4, Article 172-1 of the Company Act, the Board of Directors may not accredit it as an issue under the agenda. Shareholders may submit suggestive proposals to urge the Company to promote the public interests or fulfill its social responsibilities. In principle, only one issue shall be covered in one proposal in accordance with the relevant provisions of Article 172-1 of the Company Act. Any proposal covering more than one issue shall not be included in the agenda.

The Company shall announce the acceptance of shareholders' proposals, written or electronic acceptance methods, acceptance locations, and acceptance period before the book closure date before the annual shareholders' meeting is held; the acceptance period shall not be less than ten days.

An issue proposed by a shareholder shall not exceed the maximum of 300 Chinese characters; an issue that exceeds 300 Chinese characters shall not be entered into the agenda. A shareholder who submits a proposal shall participate in the shareholders' meeting either in person or by proxy and shall participate in the discussion process of the issue so proposed.

The Company shall keep the proposing shareholders informed of the results in handling their proposals before the notice of the shareholders' meeting is served and shall have the proposals meeting the requirements set forth under this Article included in the agenda. On issues proposed by shareholders which are not included in the agenda, the Board of Directors shall explain the reason(s) during the shareholders' meeting.

The venue for a shareholders' meeting shall be the premises of the Company, or a place easily accessible to shareholders and suitable for a shareholders' meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m. Independent directors' opinions shall be fully considered for the venue and time of said meeting.

When the Company convenes the shareholders' meeting by video, it is not subject to the provisions on the venue in the preceding paragraph.

Article 6

Attendance by Proxy

For each shareholder's meeting, a shareholder may issue a proxy in the standard form printed and provided by the Company, expressly specifying the scope of the powers bestowed to delegate a proxy to attend the shareholders' meeting on their behalf.

A shareholder may issue one proxy and may only delegate one proxy. The proxy shall be served to the Company 5 days prior to the date scheduled for the shareholders' meeting. In case of double proxies, the proxy shall be entertained on the first-come, first-served basis unless the preceding proxy is declared withdrawn.

After a proxy is served to the Company, if a shareholder decides to participate in the shareholders' meeting in person or to exercise voting rights in writing or through electronic means, he or she shall inform the Company in writing to withdraw the proxy 2 days prior to the date scheduled for the shareholders' meeting. In the event that such shareholder is overdue in withdrawing the notice, the voting rights exercised by the delegated proxy shall prevail.

After a proxy is served to the Company, if a shareholder decides to participate in the shareholders' meeting via video conferencing, he or she shall inform the Company in writing to withdraw the proxy 2 days prior to the date scheduled for the shareholders' meeting. In the event that such shareholder is overdue in withdrawing the notice, the voting rights exercised by the delegated proxy shall prevail.

Article 7

Preparation of Sign-in Book and Other Documents

The Company shall state in the meeting notice the time and place for accepting the registrations of shareholders, solicitors, and entrusted agents (hereinafter referred to as shareholders), and other matters that should be noted.

The time for accepting shareholders' registration in the preceding paragraph shall be at least 30 minutes before the start of the meeting; the registration place shall be clearly marked, and appropriate and competent personnel shall be assigned to handle it; the video conference of the shareholders' meeting shall be held 30 minutes before the start of the meeting by video. The meeting platform accepts registration, and shareholders who complete the registration are deemed to have attended the shareholders' meeting in person.

Shareholders shall bring with them the attendance card, sign-in card, or other documents for attending the meeting. The Company may not arbitrarily add requirements for other documents beyond those showing eligibility to attendance presented by shareholders. Solicitors with powers of attorney shall carry their identity documents with them for verification.

A sign-in book shall be prepared for the participating shareholders to sign. A participating shareholder may, as well, present his or her sign-in card instead of signing to prove presence.

The Company shall hand over the meeting handbook, speaker slips, voting ballots, and other meeting materials to the shareholders attending the shareholders' meeting; the annual report shall be given in the case of an annual shareholders' meeting. Where

there is an election of directors and audit committee members, additional voting ballots shall be given.

Where the government or a juristic person is a shareholder of the Company, the representatives participating in a shareholders' meeting shall not be confined to one. Where a juristic person is delegated to participate in a shareholders' meeting, such juristic person may only assign one representative to participate in the meeting.

If the shareholders' meeting is held by video conference, shareholders who wish to attend by video conference shall register with the Company two days before the shareholders' meeting.

If the shareholders' meeting is held by video conference, the Company shall upload the meeting handbook, annual report and other relevant materials to the video conference platform of the shareholders' meeting at least 30 minutes before the start of the meeting, and continue to disclose it until the end of the meeting.

Article 7-1

When the Company holds a shareholders' meeting by video conference, the following matters shall be stated in the notice of convening the shareholders' meeting:

When the Company holds a shareholders' meeting by video conference, the following matters shall be stated in the notice of convening the shareholders' meeting:

- I. Methods for shareholders to participate in video conferences and for exercising their rights.
- II. The handling of obstacles to the video conference platform or participating in video conferences due to natural disasters, incidents or other force majeure circumstances shall include at least the following matters:
 - (I) The time when the meeting needs to be adjourned or resumed when the occurrence of the aforementioned obstacles persists and cannot be ruled out, and the date when the meeting needs to be postponed or resumed.
 - (II) Shareholders who have not registered to participate in the original shareholders' meeting by video conferencing may not participate in the postponed or resumed meeting.
 - (III) When holding a video-assisted shareholders' meeting, if the video conference cannot be continued, after deducting the number of shares attending the shareholders' meeting by video, if the total number of shares attending the shareholders' meeting reaches the statutory quota for the shareholders' meeting, the shareholders' meeting shall continue. The number of shares held by the shareholders participating by video conference shall be included in the total number of shares in attendance; however, they shall be deemed to abstain for all motions resolved.
 - (IV) In the event that all the motions have been announced, but no provisional motions have been carried out, the handling method.
- III. When holding a video-assisted shareholders' meeting, appropriate alternatives for shareholders who have difficulty participating in the video conference shall be specified.

Article 8

Chair and Attendees of the Shareholders' Meeting

Where the Board of Directors may call for a shareholders' meeting, the Chairman of the Company shall chair the meeting. In the absence of the Chairman or if the Chairman cannot perform his duties for some reason, the Vice Chairman shall act on behalf of and in the name of the Chairman to chair the meeting. Where there is no seat of a Vice Chairman, in the absence of the Vice Chairman, or where the Vice Chairman cannot perform his duties for some reason, the Chairman shall appoint one managing

director to chair the meeting. If there is no managing director engaged, he shall appoint one director to chair the meeting. If the Chairman does not appoint a representative, the managing directors or directors shall select one from among themselves to chair the meeting.

The chair mentioned in the preceding paragraph shall be a managing director or director's substitute, who shall have been in service for more than six months and understand the Company's financial and business conditions. The same applies where the chair is the representative of a juristic person director.

It is advised that a shareholders' meeting convened by the Board of Directors be chaired by the Chairman of the Company in person, with participation and presence by a majority of the total number of directors, at least one member of the Audit Committee in person, and at least one representative of various functional committees. The attendance shall be recorded in the minutes of the shareholders' meeting. Where a shareholders' meeting is convened by another convener beyond the Board of Directors, such meeting shall be chaired by that convener. In the event that there are two or more conveners, one shall be elected from among themselves to chair the meeting.

The Company may appoint its retained attorney(s), certified public accountant(s), or relevant personnel to participate in a shareholders' meeting in a non-voting capacity.

Article 9

Audio or Video Recording of the Shareholders' Meeting

The Company shall record the entire process of the shareholders' meeting, from sign-in, proceeding of the meeting to voting and counting process continuously and uninterrupted in audio and video, and the audio and video materials shall be kept for at least one year. If a legal action is instituted by a shareholder pursuant to Article 189 of the Company Act, said materials shall be kept until the final ruling of the action.

If the shareholders' meeting is held by video conference, the Company shall record and preserve the shareholders' registration, login, check-in, questioning, voting and company vote counting results, etc., and make continuous and uninterrupted audio and video recording of the entire video conference.

The above-mentioned materials and audio and video recordings shall be properly preserved by the Company during the period of existence, and the audio and video recordings shall be provided to those who are entrusted with handling the video conference affairs for preservation.

If the shareholders' meeting is held by video conference, the Company should make audio and video recordings of the background operation interface of the video conference platform.

Article 10

Call to Order

Participation by shareholders shall be calculated based on the number of shares. The number of shares represented by participating shareholders shall be calculated based on the sign-in book or the sign-in cards submitted, and the number of shares registered on the video conference platform, plus the number of shares with voting rights that are exercised in writing or by electronic means.

When it is time to start the meeting, the chair shall immediately call the meeting to order and announce relevant information regarding the number of non-voting rights, the number of shares present, etc. When the attending shareholders do not constitute a majority of the aggregate total of outstanding shares, the chair may announce postponing the start of the meeting, which may not exceed a maximum of two postponements and may not exceed one hour in total. In the event that the present

shareholders are still less than one-third of the aggregate total of the outstanding shares after two postponements, the chair may announce adjournment of the meeting; if the shareholders' meeting is held by video conference, the Company shall also announce the meeting adjourned on the video conference platform of the shareholders' meeting. Where the shareholders present still fail to constitute the minimum quorum after two postponements as mentioned in the preceding paragraph, but represent more than one-third of the aggregate total of the outstanding shares, a tentative resolution may be passed in accordance with Paragraph 1, Article 175 of the Company Act, and the Company shall reconvene another shareholders' meeting within one month. If the shareholders' meeting is held by video conference, shareholders who wish to attend by video conference shall re-register with the Company in accordance with Article 7. In the event that the number of shares represented by the shareholders present is up to a majority of the aggregate total of the outstanding shares before the end of the meeting, the chair may refer the tentative resolution so adopted to the shareholders' meeting for resolution anew in accordance with Article 174 of the Company Act.

Article 11

Discussion of Proposals

If a shareholders' meeting is convened by the Board of Directors, the meeting agenda shall be set by the Board of Directors. Relevant motions (including questions and motions and amendments to original motions) shall be voted on a case-by-case basis. The meeting shall proceed in the order set on the agenda, which may not be changed without a resolution by the shareholders' meeting.

The provision set forth under the preceding paragraph shall apply mutatis mutandis to a shareholders' meeting that is convened by a convener beyond the Board of Directors. Pursuant to the agenda mentioned (including questions and motions) in the two preceding paragraphs, the chair shall not announce adjournment until the agenda is concluded unless resolved in the meeting. In the event that the chair breaches the Rules of Procedure for Shareholders' Meetings by unlawfully announcing adjournment, other members in the Board of Directors shall promptly help the attending shareholders elect one person through a majority vote to continuously chair the meeting based on legal procedures.

The chair shall grant adequate opportunities for clarification and discussion on an amendment or questions and motions posed by a shareholder. Upon the time believed to be up for resolution, the chair may announce discontinuation from a discussion and put the issue for resolution while giving sufficient time for voting.

Article 12

Speech by Shareholders

Before making a speech, the attending shareholders must fill out and submit a speech slip stating the purpose of the speech, the shareholder account number, and account name for the chair to determine the order of speakers.

Attending shareholders who have submitted a speech slip but do not speak shall be deemed to have not spoken. In case the content of the speech delivered on the floor is inconsistent with the content in the speech slip, the former shall prevail.

On the same issue, each shareholder shall not speak more than twice unless given consent by the chair. Each speech shall not exceed 5 minutes. Where a shareholder speaks in contravention of the rules or beyond the scope of the specified issues, the chair may stop the speaker.

When a shareholder has the floor, all other shareholders shall not interfere unless at the consent of the chair or the shareholder who is taking the floor. Any unrestrained action shall be discouraged by the chair.

For juristic-person shareholders appointing two (2) or more representatives to the shareholders' meeting, only one representative may express opinions on the same motion.

After an attending shareholder completes their speech, the chair may respond either in person or through a relevant person designated.

If the shareholders' meeting is convened by video, the shareholders participating in said meeting by video may ask questions in text form on the video conference platform after the chair calls the meeting to order and before the chair adjourns the meeting. The number of questions raised for each proposal may not exceed two, and it may not exceed 200 words per question. The provisions under the first to fifth paragraphs shall not apply.

If the question mentioned in the preceding paragraph is not in violation of the rules nor outside the scope of the proposal, it is advised to disclose the question on the video conference platform for everyone to see.

Article 13

Vote Counting and Recusal

The voting rights in the shareholders' meeting shall be counted based on the number of shares.

During the voting process of a shareholders' meeting, the number of shares held by shareholders who hold no voting rights shall not be counted in the aggregate total of the outstanding shares. On an issue under discussion in a shareholders' meeting, a shareholder who is an interested party in such issue that is likely to impair the interests of the Company shall not join the voting process, nor shall he or she exercise voting rights as a proxy for another shareholder.

The number of shares mentioned in the preceding paragraph that could not be exercised for voting rights shall not be counted as the voting rights of the shareholders who are already present in the meeting.

Except for trust enterprises or stock service agencies approved by the competent authority, when a person acts as the proxy for two or more shareholders, the number of voting rights represented by him/her shall not exceed 3% of the total number of voting shares, otherwise, the excessive portion of voting rights shall not be counted.

Article 14

Voting Method

Each shareholder is entitled to one vote, except when restricted or without voting rights as listed under Paragraph 2, Article 179 of the Company Act.

Where a shareholders' meeting is convened by the Company, voting rights shall be exercised by electronic means and may be exercised in writing. When voting rights are to be exercised in writing or by electronic means, such means of exercise shall be expressly provided in the notice of the shareholders' meeting. A shareholder who exercises voting rights in writing or by electronic means is deemed to have participated in the shareholders' meeting in person, but shall be deemed to have waived the right for the questions and motions and amendment to original motions.

In the case of voting rights being exercised in writing or by electronic means as mentioned in the preceding paragraph, expression of intent shall be served to the Company 2 days prior to the date scheduled for the shareholders' meeting. In case of double expressions of intent, they shall be managed on a first-come first-served basis unless the preceding expression is declared withdrawn.

After a shareholder has exercised voting rights in writing or by electronic means, if he or she intends to participate in the shareholders' meeting in person or via video conferencing, he or she shall revoke the expression of intent mentioned in the

preceding paragraph by the same means as those used for the exercise of voting rights in writing or by electronic means 2 days prior to the date scheduled for the shareholders' meeting. In the event that he or she fails to revoke within the specified time limit, the voting rights exercised in writing or by electronic means shall prevail. In the event that a shareholder exercises voting rights in writing or by electronic means and participates in the shareholders' meeting by proxy with a written proxy, the exercise of voting rights by proxy shall prevail.

Unless otherwise provided for in the Company Act and in the Company's Articles of Incorporation, decisions in the shareholders' meeting shall be resolved by a majority vote of attending shareholders. When voting, the chair or the person designated by the chair shall announce the total number of voting rights of the shareholders present on a case-by-case basis; then, the shareholders shall proceed to vote on a case-by-case basis. On the day the shareholders' meeting is held, the results of the number of shareholders' votes for, votes against, and votes abstained shall be entered into the MOPS.

Where the same motion is accompanied by an amendment or alternative, the chair may incorporate the amendment or alternative into the original motion, and determine their orders for resolution. In the event that one among them is satisfactorily resolved, the others shall be considered as rejected, upon which no further resolution shall be required.

Scrutineers and counting staff for the voting process shall be appointed by the chair. Scrutineers appointed shall also be shareholders.

The counting of the votes for a motion or an election at the shareholders' meeting shall be conducted publicly at the shareholders' meeting, and the results of the vote shall be announced on the spot and recorded in the meeting minutes.

When the Company convenes a video conference of the shareholders' meeting, shareholders who participate by video shall conduct voting on various resolutions and voting on election proposals through the video conference platform after the chair announces the meeting. The voting shall be completed before the chair announces the close of voting, otherwise they shall be deemed to have waived their voting rights.

Where the shareholders' meeting is convened by video, the votes shall be counted at one time and the voting and election results shall be announced after the chair announces the end of the voting.

When the Company holds a video-assisted shareholders' meeting, and shareholders who have registered to attend the shareholders' meeting by video conference in accordance with Article 6 wish to attend the physical shareholders' meeting in person, they shall cancel the registration using the same method they used to register two days before the shareholders' meeting is convened. If they fail to cancel the registration prior to the deadline, they may only attend the shareholders' meeting by video.

Those who exercise their voting rights in writing or by electronic means without revoking their expression of intent and participate in the shareholders' meeting by video may not exercise their voting rights on the same proposal or propose amendments to the same proposal or exercise their voting rights for amendments to the same proposal, except for provisional motions.

Article 15

Elections

Where directors are elected in a shareholders' meeting, the election shall be conducted in accordance with relevant election guidelines defined by the Company. The outcome

of the election, including the names of elected directors and unelected candidates, and the number of voting rights so won by them, shall be announced on the spot.

The ballots for the election process mentioned in the preceding paragraph shall be sealed, signed by a scrutineer and archived for a minimum of 1 year. If a legal action is instituted by a shareholder pursuant to Article 189 of the Company Act, the ballots shall be kept until the final ruling of the action.

Article 16 Maintenance of Order

Staff serving at the shareholders' meeting shall wear identity badges. The chair may instruct proctors or security guards to maintain the order of the meeting. Proctors or security guards shall wear an armband or identity badge reading "proctor" or the like while maintaining the order of the meeting.

Where the shareholders' meeting site is equipped with loud-speaker facilities and where a shareholder speaks with the equipment not provided by the Company, the chair may stop the shareholder from speaking.

Where a shareholder is acting in contravention of the Rules of Procedure for Shareholders' Meetings, defies the discipline from the chair, or interrupts the process of the meeting, the chair may instruct the proctors or security guards to escort the shareholder from the venue.

Article 17 Recess and Resumption of Meeting

Upon the process of a meeting, the chair may announce a recess as situations may justify. Upon occurrence of force majeure, the chair may rule a suspension of the meeting and announce the time to resume the meeting as the situations may justify.

In the event that the venue for a shareholders' meeting could not be continuously used until the issues set under the agenda (including questions and motions) are concluded, the shareholders' meeting may resolve a decision to relocate to another venue to continue the meeting.

The shareholders' meeting may, per Article 182 of the Company Act, resolve a decision to postpone the meeting within 5 days or to continue the process of the meeting.

Article 18 Minutes of Shareholders' Meetings

Minutes of shareholders' meetings shall be worked out, signed, and sealed by the chair and served to all shareholders within 20 days from the meeting. The minutes may be produced and distributed in electronic means.

Shareholders holding less than 1,000 registered shares may be informed of said minutes through announcement on the MOPS.

Meeting minutes shall contain the year, month, day, venue, name of the chair, voting method, key points of the proceedings, and voting results (including the number of voting rights counted) of a meeting. In the case of a director election, the number of voting rights won by each candidate shall be disclosed. Minutes shall be archived in the Company permanently while the Company exists.

If the shareholders' meeting is held by video conference, the minutes of the shareholders' meeting shall record the starting and ending time of the shareholders' meeting, the method of convening the meeting, the name of the chair and the minute taker, and the handling status and handling method of obstacles to the video conference platform or participating in video conferences due to natural disasters, incidents or other force majeure circumstances.

In addition to complying with the provisions of the preceding paragraph when convening a shareholders' meeting by video conference, the Company shall specify in the minutes of the meeting the alternative measures provided to shareholders who have difficulty participating in video conference.

Article 19 Public Announcement

The Company shall, on the day of the shareholders' meeting, prepare a statistical table in the prescribed format of the number of shares acquired by solicitors, the number of shares represented by proxies, and the number of shares represented by shareholders in writing or electronically, and make it clear at the shareholders' meeting venue. If the shareholders' meeting is held by video conference, the Company shall upload the aforementioned information to the video conference platform of the shareholders' meeting at least 30 minutes before the start of the meeting, and continue to disclose it until the end of the meeting.

When the Company holds a video conference of the shareholders' meeting, when announcing the meeting, the total number of shareholders' shares present shall be disclosed on the video conference platform. The same shall apply if the total number of shares and voting rights of the shareholders attending the meeting are otherwise counted during the meeting.

Where the resolutions at the shareholders' meeting belong to material information as stipulated by laws and regulations, and by the Taiwan Stock Exchange (Taipei Exchange), the Company shall upload said content to MOPS within the specified time.

Article 20 Information Disclosure Through Video Conference

If the shareholders' meeting is held by video conference, the Company shall immediately disclose the voting results and election results of various proposals on the video conference platform of the shareholders' meeting in accordance with the regulations, and shall continue to disclose these for at least 15 years after the chair announces the adjournment of the meeting.

Article 21 Locations of the chairperson of the shareholders' meeting and the record-keeper of the meeting

When the Company holds a shareholders' meeting by video conference, the chair and the minute taker shall be at the same place within the country, and the chair shall announce the address of the place at the time of the meeting.

Article 22 Handling of Call Interruptions

If the shareholders' meeting is held by video conference, the Company may provide a simple connection test for shareholders before the meeting, and provide relevant services immediately before and during the meeting to assist in handling technical communication problems.

If the shareholders' meeting is held by video conference, the chair shall, when announcing the meeting, separately announce that there is no need for postponement or continuation of the meeting as stipulated in Paragraph 4 of Article 44-20 of the Regulations Governing the Administration of Shareholder Services of Public Companies. Before the chair announcement the adjournment of the meeting, if there is an obstacle to the video conference platform or participation by video due to natural disasters, incidents or other force majeure events which lasts for more than 30 minutes, the date of the meeting should be postponed or resumed within five days, and the provisions of Article 182 of the Company Act do not apply.

In the event of the postponement or resumption of the meeting under the preceding paragraph, shareholders who have not registered to participate in the original

shareholders' meeting by video conference may not participate in the postponed or resumed meeting.

If the meeting should be postponed or resumed in accordance with the provisions of Paragraph 2, shareholders who have registered to participate in the original shareholders' meeting by video and have completed the registration, but who do not participate in the postponed or continued meeting, shall have the number of shares attended at the original shareholders' meeting, the voting rights they have exercised, and the votes included in the total number of shares, voting rights and votes of shareholders present at the postponed or resumed meeting.

When the shareholders' meeting is postponed or resumed in accordance with the provisions of Paragraph 2, it is not necessary to re-discuss and resolve the resolutions for which the voting and counting of votes have been completed, and the voting results or the list of elected directors and supervisors are announced.

If the Company convenes a video-assisted shareholders' meeting, and the video conference cannot continue due to the occurrence of Paragraph 2, if the total number of shares still reaches the statutory quota for the shareholders' meeting after deducting the number of shares attended by video conferencing, the shareholders' meeting shall continue. There is no need to postpone or resume the meeting in accordance with Paragraph 2.

In the event that the meeting should be continued in the preceding paragraph, the number of shares held by the shareholders participating by video conference shall be included in the total number of shares in attendance; however, they shall be deemed to abstain for all motions resolved.

The Company shall postpone or resume the meeting in accordance with the provisions of Paragraph 2, and shall handle the relevant matters in accordance with the provisions set forth in Paragraph 7 of Article 44-20 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the date of the original shareholders' meeting and the work previously done according to the provisions of each of these articles.

During the period specified in the latter part of Article 12 and Paragraph 3 of Article 13 of the Regulations Governing the Use of Proxies for Attendance at Shareholders' Meetings of Public Companies, and Paragraph 2 of Article 44-5, Article 44-15 and Paragraph 1 of Article 44-17 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall handle the date for postponing or resuming the shareholders' meeting in accordance with the provisions of Paragraph 2.

Article 23 Handling of digital gaps

When the Company convenes a shareholders' meeting by video conference, it shall provide appropriate alternatives to shareholders who have difficulty attending the shareholders' meeting by video conference.

Article 24 Formulation and Amendment

The Rules have been formulated in accordance with the Company Act and relevant laws and regulations, and shall be implemented after approval of the shareholders' meeting; the same applies to any amendment thereto.

These Rules were adopted by the shareholders' meeting on May 15, 2002.

The 1st amendment of these Rules was made at the shareholders' meeting on June 12, 2018.

The 2nd amendment of these Rules was made at the extraordinary shareholders' meeting on September 18, 2018.

The 3rd amendment of these Rules was made at the shareholders' meeting on June 12, 2020.

The 4th amendment of these Rules was made at the shareholders' meeting on July 30, 2021.

The 5th amendment of these Rules was made at the shareholders' meeting on June 27, 2022.

Information Technology Total Services Co., Ltd.

Shareholdings of Directors

As of the book closure date (March 21, 2025) for this annual shareholders' meeting, directors' shareholdings individually and as a whole as recorded in the entries of shareholders register are as shown in the below table:

Title	Account name	Number of shares held	Shareholding percentage
Chairman	TECO Electric and Machinery Co., Ltd. Representative: Shang-Wei Kao	11,467,248	41.97%
Director	TECO Electric and Machinery Co., Ltd. Representative: Chwen-Jy Chiu		
Director	TECO Electric and Machinery Co., Ltd. Representative: An-Ping Liu		
Director	TECO Electric and Machinery Co., Ltd. Representative: Chi-Tseng Peng		
Director	Wen-Nan Chan	0	0
Director	Shao-Tang Li	0	0
Independent Director	Wan-Ying Lin	0	0
Independent Director	Cheng-Chiang Fan	0	0
Independent Director	Hung-Chieh Chen	0	0
Total directors' shareholdings		11,467,248	41.97%

Description:

1. The Company's paid-in capital is NT\$273,233,640, and has issued 27,323,364 outstanding shares.
2. The minimum shareholding required from all directors pursuant to Article 26 of the Securities and Exchange Act is as follows:
The minimum number of shares to be held by all directors as a whole: 3,278,803 shares.
3. The number of shares held by all directors has reached the statutory threshold.
4. In accordance with Article 2 of the Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies, if a public company has elected two or more independent directors, the shareholdings by all directors other than the independent directors shall be decreased by 20%.