

Code: 6603



富強鑫精密工業股份有限公司

Fu Chun Shin Machinery Manufacture Co., Ltd.

2025 Annual Meeting of Shareholders Meeting Manual

Time: 9:00 A.M. June 20, 2025 (Friday)

Place: No.269, Baodong Road, Pitou Village, Guanmiao District, Tainan City, Taiwan

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Fu Chun Shin Machinery Manufacture Co., Ltd.

2025 Annual General Meeting Procedure

Time: 9:00AM, June 20, 2025 (Friday)

Place: No. 269, Baodong Rd., Pitou Vil., Guanmiao Dist., Tainan City

Form of Shareholders' Meeting: Physical

Meeting procedures:

- I. Call the meeting to order (Report on the number of shares represented by shareholders present at the meeting)
- II. Chairman's opening remarks
- III. Report items
- IV. Ratifications
- V. Elections
- VI. Discussions
- VII. Extempore Motions
- VIII. Meeting adjourned

[Report items]

1. The Company's 2024 Business Report is submitted for review.

Explanation: For the Company's 2024 business report and financial statements, please refer to Pages 8–15 herein [Attachment 1].

2. The Audit Committee's Review Report on the 2024 financial statements is submitted for review.

Explanation: The Company's 2024 financial statements have been approved by the Board of Directors, audited and certified by Li Fang-Wen, CPA and Hu Tzu-Ren, CPA of EY Taiwan, and also reviewed by the Audit Committee. For the External Auditor's Report and Audit Committee's Review Report, please refer to Pages 16–22 [Attachments 2 and 3] and Pages 28–33 herein [Attachment 5].

3. The 2024 employee remuneration and directors' remuneration distribution proposal.

Explanation: (1) According to Article 31 of the Articles of Incorporation, no less than 3% of the annual profit, if any, shall be distributed as the remuneration to employees, and no more than 3% of the annual profit as the remuneration to directors, provided that profits must first be taken to offset against cumulative losses, if any. The annual profit mentioned in the preceding paragraph refers to the income before tax before the remuneration to employees, directors are deducted for the year.

(2) The profit sought by the Company in 2024 was NT\$113,533,320 (i.e. the income before tax before the remuneration to employees and directors are deducted, provided that profits must first be taken to offset against cumulated losses, if any). 6.14% thereof, amounting to NT\$6,965,627, was distributed as the remuneration to employees, and 2.05% thereof, amounting to NT\$2,321,876, was distributed as the remuneration to directors, all paid in cash.

4. Report on amendment to parts of the provisions of the "Board of Directors Rules of Procedure". Please Review.

Explanation: The Board of Directors of the Company has resolved to pass the amendment to the "Board of Directors Rules of Procedure" on August 9, 2024. For the Amendment Comparison Table, please refer to Pages 39–41 [Attachment 7] of this Handbook. For the Rules of Procedure After Amendment, please refer to Pages 68–77 herein [Appendix 3].

[Ratifications]

Proposal 1 (Proposed by the Board of Directors)

Summary: The 2024 business report and financial statements are submitted for ratification.

Explanation: 1.The Company's 2024 business report and financial statements including balance sheet, income statement, statement of changes in shareholders' equity and statement of cash flow have been approved by the Board of Directors meeting on March 11, 2025, and reviewed by the audit committee, who also issued the review report. The same was also audited by Li Fang-Wen, CPA and Hu Tzu-Ren, CPA of EY Taiwan. Please refer to Pages 8–22 [Attachments 1–3] and Pages 28–33 herein [Attachment 5].

2.For the 2024 financial statements, please refer to Pages 23–27 [Attachment 4] and Pages 34–38 herein [Attachment 6].

Resolution:

Proposal 2 (Proposed by the Board of Directors)

Summary: The Company's earnings distribution proposal for 2024 is submitted for ratification.

Explanation: 1.The matter is handled in accordance with Article 31-1 of the Articles of Incorporation.

2.The 2024 statement of earnings distribution is shown below.

3.In the event that the number of the Company's outstanding shares on the record date for distribution of dividends is changed due to the factors, such as conversion of outstanding corporate bonds into ordinary shares, transfer of treasury stock to employees, cancelation of the stock, cash capital increase or others, the Board of Directors is authorized to adjust the payout ratio, based on the amount of stock dividend and cash dividend to be distributed per resolution on the earnings distribution proposal, and subject to the number of outstanding shares on the record date for distribution of dividends.

Fu Chun Shin Machinery Manufacture Co., Ltd.
Statement of Earnings Distribution
2024

[Table 1]
Unit: NT\$

Summary	Amount	Remarks
1. Undistributed earnings at the beginning of the period	374,073,480	
2. Add: others	(14,103,513)	Note 1
3. Net income for this period	78,764,871	
4. Provision of legal reserve(10%)	(6,466,136)	
5. Distributable earnings for this period	432,268,702	
6. Distributable items:		
Shareholder bonus – cash dividend (NT\$0.15 per share)	(24,582,910)	Note 2
7. Undistributed earnings at the end of the period	407,685,792	

Note:

1. Including the actuarial gains (losses) on defined benefit plan, NT\$984,465. Changes in equity of subsidiaries -NT\$14,795,923, treasury stock transferred -NT\$292,055.
2. The undistributed earnings before 2024 and 2023 were distributed as the first priority.
3. As of February 28, 2025, the number of distributable outstanding shares is 163,886,064 shares (number of issued shares of 165,640,064 shares - treasury shares of 1,754,000 shares).
4. The amount of cash dividend was truncated to the nearest dollar. Fractional amounts were summed up and stated into the Company's other revenue.

Resolution:

[Elections]

Proposal 1 (Proposed by the Board of Directors)

Summary: Election of the directors of the 13th intake

Explanation: 1. The term of office of the Company's directors and independent directors will expire on May 30, 2025. Accordingly, the Company proposes to re-elect all directors and independent directors in the current shareholders' meeting. The term of office of the incumbent directors and independent directors shall be extended until they are discharged following the re-election.

2. The matter is handled in accordance with Article 19 and 19-1 of the Articles of Incorporation. It is intended to elect 11 directors (including 4 independent directors), adopting the candidate nomination system. Shareholders are to elect them from the list of candidate directors and independent directors. New directors (including independent directors) are inaugurated as soon as the shareholders' meeting is completed. Current directors and independent directors retire as soon as new ones are inaugurated.

3. The term in office of the newly elected directors and independent directors shall be from June 20, 2025 to June 19, 2028, for a period of three years.

4 For relevant information of the nominees, please refer to Page 42 herein [Attachment 8].

Election result:

[Discussions]

Proposal 1 (Proposed by the Board of Directors)

Summary: Amendment to the Regulations for the Articles of Incorporation. Please proceed to discuss.

Explanation: 1. In order to comply with the legal requirements and the needs of practical operation, some provisions are amended.

2. For the Cross Reference Table for Amendments to Regulations for the Articles of Incorporation, please refer to Pages 43–47 herein [Attachments 9]. For the Articles of Incorporation before amendment, please refer to Pages 60–67 herein [Appendix 2].

Resolution:

Proposal 2 (Proposed by the Board of Directors)

Summary: Proposal for removal of the non-competition restriction against the directors, submitted for discussion.

Explanation: 1. According to Article 209 of the Company Act, “A director who does anything for himself or on behalf of another person that is within the scope of the Company's business, shall explain during the shareholders’ meeting the essential contents of such behavior and secure its approval.”

2. To facilitate the successful business development of the Company, it is proposed to remove the non-compete restriction for directors according to Article 209 of the Company, and the proposal is submitted to the shareholders’ meeting for approval.

3. Please refer to Pages 48–49 [Attachment 10] of this Handbook for the director candidate roster for the removal of non-competition restriction, submitted for review and approval.

Resolution:

Proposal 3 (Proposed by the Board of Directors)

Summary: Proposal for cash dividends distribution from capital surplus, submitted for discussion.

Explanation: 1. In response to business needs, the Company plans to allocate NT\$24,582,910 from the total capital surplus of NT\$80,128,404 at the end of 2024 for the distribution of cash dividends, and NT\$0.15 per share is to be distributed.

2. As of February 28, 2025, the number of distributable outstanding shares is 163,886,064 shares (number of issued shares of 165,640,064 shares - treasury shares of 1,754,000 shares).

3. In the event that the number of the Company's outstanding shares on the record date for distribution of dividend is changed due to factors such as conversion of outstanding corporate bonds into ordinary shares, transfer of treasury stock to employees, cancellation of the stock or cash capital increase, the Board of Directors is authorized to adjust the payout ratio, based on the amount to be distributed per resolution on the cash dividend distribution proposal, and subject to the number of outstanding shares on the record date for distribution of dividends.

Resolution:

[Extempore Motions]
[Meeting adjourned]

2024 Business Report

Ladies and Gentlemen:

Hello everyone! First of all, we represent the Company to welcome all of you to visit us and give us any advice. Meanwhile, we would like to extend our appreciation for your long-term support of the Company!

Looking into 2024, the global economic environment continued to be affected by factors such as inflation, interest rate hikes, and supply chain changes, and the market demand was divided. The capital expenditure strategies of various industries were also adjusted. Despite the challenges, Fu Chun Shin Machinery Manufacture Co., Ltd. (Hereinafter referred to as the “Company”) has continued to optimize its product lines and improve operational flexibility with strong technical capability and market insights. Benefiting from the rapid electrification of the automotive industry, the global market for electric vehicles has shown a significant increase in demand for lightweight plastic components, which in turn drives the sales of large injection equipment, including the Company’s core products of “All-Electric Injection Molding Machine”, “Ultra-large Two-Platen Machine” and “Sandwich / Interval Injection Molding Machine”, which have received great recognition from manufacturers of automotive parts and components, ICT (semi-conductor, information and communication), sports industry and consumer electronics industries, thereby maintaining the steady growth of the Company’s business operation. In addition, under the promotion of ESG (environmental, social, corporate governance) policy, major brand makers have accelerated the introduction of all-electric injection molding equipment, driving the significant growth of the sales of the Company’s “All-Electric Injection Molding Machine” and “Smart Injection Production Line”, achieving a 64% of annual growth in the sales of all-electric injection molding machines in 2024 from the previous year. In addition, current orders on hand have also increased significantly, which is expected to become important momentum for the Company’s future revenue growth.

In order to ensure the Company’s long-term competitiveness, the Company continues to promote the following operating strategies: 1. Expand the global market: continue to expand the OEM and AM auto assembly industry in Europe, the US, and Japan, and actively enter the semiconductor, AI server/PC supply chain and strengthen the cooperation relationship in the sports industry. 2. Technology upgrade and product optimization: Actively develop high-efficiency energy-saving injection molding technology for the molding of polymer sustainable materials, such as the physical foam injection molding system GENTUREX, to meet the new market demand after the prohibition of the use of chemical foaming agent. 3. Increase production efficiency and

reduce costs: Enhance production automation via smart manufacturing and Industry 4.0 technology applications, and implement strict control on operating expenses, in order to increase overall profitability. 4. Strengthen ESG and low-carbon transformation: Promote the “Green Innovation Project” to help customers to achieve low-carbon production through smart energy saving, low-carbon equipment and material recycling technology development, and to further enhance the competitiveness of the Company in the field of sustainable development. 5. Customized solution development: Develop specialized equipment for the specific needs of different industries, such as injection machines for semiconductor supply chain, high-precision electronic components, medical devices, and aerospace industry, in order to improve the market penetration rate. 6. Strengthen supply chain management: Through regional supply chain strategies, reduce logistics costs and delivery risks, and through strategic cooperation with key suppliers, ensure the stable supply of key components.

Looking ahead to 2025, although the global economy is still facing challenges, we remain cautiously optimistic about the market's development and will actively expand our market order-taking scope, in order to obtain sales orders and maintain great product visibility. As the governments of various countries have successively promoted the ban on the sale of internal combustion engine vehicles, the electric vehicle industry is expected to continue to drive the demand for large plastic injection machines. In addition, the Company has entered the semiconductor and AI server/PC supply chain, and the newly constructed Ningbo Qianwan Plant has started its operation for production process officially. Furthermore, with the production capacity of factories in Taiwan and India factories, the Company will further enhance its competitiveness in the global market. To adapt to the market trend, we will continue to strengthen our green manufacturing capabilities, invest in the research and development of environmental protection materials and light-weight technology, promote carbon reduction in the production process, and develop renewable plastic application technology, in order to enhance the value of product circular economy value. At the same time, the Company will also strengthen the energy-saving performance of products, in order to assist customers to reduce energy consumption. We will promote digital management and smart manufacturing. Through Big Data analysis and AI technology optimization of production schedule, we will improve the operation efficiency of machines, and introduce smart monitoring system, in order to improve production transparency and real-time response ability. In terms of market development, the Company will continue to expand its direct-sale bases in Southeast Asia, India, and South America, will also improve operational efficiency, and will enhance the cooperation with global strategic partners, in order to increase brand influence and market share. We will provide customized injection solutions for different regional markets, thereby further expanding our global market share.

We uphold the business philosophy of “Professionalism, Innovation, and Sustainability” with continuous internal and external improvement, in order to establish the corporate culture of “Supervisors lead by example, Full participation of team members”. We will continue to strengthen our technology research and development, enhance our market competitiveness, and actively promote ESG strategies, in order to ensure that the Company is able to maintain its leading position in the global market of plastic injection equipment. We look forward to achieve greater investment returns for all shareholders and to head toward the Company's goal of becoming a centennial enterprise.

We hereby present the business report on the Company's 2024 business results and outline of the Company's 2025 business plan as follows:

1. 2024 business results

(1) Business plan implementation result

2024 consolidated business results are stated as follows:

Unit: NT\$ Thousand

Consolidated income items	2024	2023	Increase (decrease) (%)	Growth rate (%)
Operating revenue	4,529,411	3,861,005	668,406	17.31%
Operating cost	3,369,271	2,848,137	521,134	18.30%
Gross profit	1,160,140	1,012,868	147,272	14.54%
Operating expenses	1,039,567	974,649	64,918	6.66%
Operating gain (loss)	120,573	38,219	82,354	215.48%
Non-operating revenue and expense, net	11,611	19,604	-7,993	-40.77%
Net income before tax	132,184	57,823	74,361	128.60%
Profit after tax	72,105	23,323	48,782	209.16%
Net profit attributed to the parent company	78,765	20,597	58,168	282.41%

(2) Budget implementation status: The Company did not have the 2024 financial forecast published; therefore, no budget was implemented.

(3) Financial revenue and expense and profitability analysis: 2024

1. Financial revenue and expense:

(1) Revenue: Operating revenue is NT\$4,529,411 thousand

(2) Expense: The operating cost is NT\$3,369,271 thousand.

Operating expense is NT\$1,039,567 thousand.

Non-operating revenue and expense, net is NT\$11,611 thousand.

(3) Earnings: The consolidated net profit before tax is NT\$132,184 thousand, income tax expense NT\$60,079 thousand, and net income NT\$72,105 thousand.

2. Profitability analysis:

(1) Return on assets (ROA): 1.5%

(2) Return on equity (ROE): 2.88%

(3) Profit margin: 1.59(%)

(4) Earnings per share: NT\$0.5

(4) Research and development (R&D):

The Company's 2024 R&D expenses were NT\$ 119,650 thousand, an increase of NT\$16,701 thousand, or a growth of 16.22%, from NT\$102,949 thousand in 2023.

Products developed successfully and receiving awards in the most recent year:

Item No.	Year	Content
1	2023.01	FCS was awarded the "Excellent Mechanical Organization Award" by the Chinese Mechanical Engineering Society
2	2023.03	FU CHUN SHIN in Ningbo was rated the "Top 50 Industrial Enterprises" in Jiangbei District, Ningbo City
3	2023.04	FCS was awarded "2022 Excellent Influential Brand Of Injection Molding Machine" for two consecutive years
4	2023.05	FCS Ningbo was honored with four major awards from Zhuangqiao Street, Jiangbei District, Ningbo City: Top 10 Industrial Enterprises, Golden Eagle Award, and Top 10 Taxpayer and Development Contribution Advanced Group Award
5	2023.06	FCS GW-1600RP Two-Platen Multi-Component Injection Molding Machine won the 2023 Plastic Industry Ringier Technology Innovation Award
6	2023.07	FCS and TIENKANG successfully developed the "multi-functional physical foam injection molding system" GENTREX to provide "net zero revolution" solutions for the transportation and sporting goods industries
7	2023.08	World's First Super Large Five-Color Two-Platen Multi-Component Injection Molding Machine from FCS Makes Delivery
8	2023.08	FCS Group was awarded three honors in the 2023 China Plastics Machinery Industry Dominant Enterprise Award. The Company was also selected as one of the "Top 10 Comprehensive Strength Enterprises of China Plastics Machinery Manufacturing Industry" in

		2023.
9	2023.09	FCS Ningbo was awarded the "2023 Ningbo City Top 100 Competitive Enterprises"
10	2023.10	FCS GW-2200R Large two-platen turntable four-shot precision injection molding machine passed the 2023 Ningbo High-end equipment manufacturing industry's first domestic product (set) public list
11	2023.12	FCS Releases The SA-h PET Multimodal Medical Product Precision Molding System
12	2023.12	FCS Dongguan was awarded the title of "Friendly Enterprise"
13	2024..03	FCS GW-2200R two-platen X-type four-shot multi-component injection machine won the 2024 Plastic Industry Ringier Technology Innovation Award
14	2024.03	FCS participated in the 1st TAINANPLAS 2024
15	2024.05	Fu Chun Shin (Ningbo) Machinery Manufacture Co., Ltd. received four awards of "Top 10 Strong Enterprise in 2023", "Top 10 Enterprise for Tax Payments in 2023", "2023 Development Contribution Advanced Unit", and "2023 Golden Bull Award".
16	2024.09	The Company received the honor of "Golden Quality Award" and "Aesthetics Award" of the First Term of TAIPEIPLAS AWARD
17	2024.11	Fu Chun Shin Group was honored as the "2024 Injection Machine Brand with Outstanding Influence"
18	2024.12	Fu Chun Shin Group honorably received four awards of Ningbo City Plastic Industry National Outstanding New Mini Giants Key Cultivation Enterprise, Ningbo City Plastic Industry National Single Champion Key Cultivation Enterprise, Ningbo Plastic Industry and Manufacturing Industry Top 50 Enterprises, and Ningbo City Government Plastic Industry Outstanding Enterprise.

Under the R&D operating model, the parent company of FU CHUN SHIN in Taiwan is identified as the R&D center of the Group, which works with the R&D units of various subsidiaries to continue promoting the following R&D strategies:

1. Continue to develop niche products;
2. Optimize the existing product series;
3. Research and develop integrated products and solutions for market segments;
4. Develop iMF smart injection molding arts and crafts platform;
5. Train technical talents and cultivate R&D technology & energy.

2. Outline of 2025 business plan

(1) Business policy

In order to seize the market development opportunities and cope with the

changes in economic and industrial environments, the Company's main business policies are stated as follows. The effective promotion and execution of various policies will help the Company improve its mid-term and long-term business performance.

1. Based on the ISO three-in-one standard integrated system, implement the systematic management, standardization of procedures and digitalization of operations, in order to establish the foundation for business sustainability
2. Promote KPI performance target management activities, and shape the organizational culture of "high-ranking officers leading by example and engagement of all members on the team", and fulfilling our missions.
3. Strengthen the operational performance of Vietnam, Indonesia, Thailand, and India plants, implement management systems, recruit more businesses, and increase revenue and profit.
4. The headquarters reserves the management talents of overseas subsidiaries, and strengthens the performance of reinvestment and overseas investments.
5. Plan the group's medium and long-term capital channels and strengthen the financial structure.
6. Cultivate the export market, actively participate in overseas exhibitions, and develop new business opportunities.
7. New distribution channels in Europe, Middle East and Africa to improve sales.
8. Develop products for market segments, create product differentiation and provide complete solutions (special machine for SA-h/p packaging, special machine for blood collection tubes, Mucell, long fiber).
9. Seek industrial strategic alliances and establish a strategic platform mechanism to ensure competitiveness.
10. The mass production of the Hangzhou Bay New Zone factory will expand the Group's processing capacity and production capacity, and optimize the mainframe's competitiveness in terms of delivery time and cost.
11. Promote T309 project to increase market share in Taiwan and drive machine sales in Taiwan.
12. Focus on the top 2000 manufacturing customers in Taiwan and obtain large orders in batches.
13. The Taiwan factory promotes the lean production model, and implements the advance confirmation of production line materials, supporting material supply and store management to eliminate waste and improve efficiency.
14. Implement the Group's quality conference system to improve the quality of machines and achieve zero customer complaints.
15. Introduce the SPC commissioning system to improve the stability of the machine.

(2) Sales volume forecast and basis thereof

With reference to the operating results over the years, global economic

forecast and relevant market information, the Company estimates that the sales volume of injection molding machines in 2025 will increase compared to 2023.

(3) Important production & marketing policy:

1. Production policy:

- (1) Solve the bottleneck of the supply chain, and optimize the delivery period and cost.
- (2) Rebuild the production facility and adopt lean production procedures.
- (3) Implement the SPC system to improve the stability of machine.
- (4) Practice the quality meeting system to pursue zero complaint from customers against the products.

2. Sales policy:

- (1) Develop new channels and locations in Europe.
- (2) Improve the business performance of overseas self-managed locations.
- (3) Continue to strengthen the online marketing force.
- (4) Create the customer base for market segments.
- (5) Reserve sales personnel and strengthen the application technology and abilities.

3. The Company's future development strategies:

The Company's future development is oriented toward "SHAPE A BETTER WORLD" as its corporate mission, aiming to fulfill corporate social responsibility and implement sound corporate governance, thereby enhancing business sustainability. Based on this mission, the Company upholds the philosophy of continuously creating high value-added products and integrates globalization and diversification into its business strategies. In addition to deepening the R&D, production, and sales of its core business in injection molding machines, the Company is further intensifying efforts in high-value industries such as smart injection production line planning, precision injection molding machines for automotive components, specialized injection molding machines for semiconductor equipment, and the R&D, design, manufacturing, and sales services of sustainable polymer material molding. Through these efforts, the Company strives to move into more precise and high-tech fields, enhance corporate value and international competitiveness, and gradually realize its corporate vision: "Top Ten Globally, Customer First, Happy Growth, and Profit Sharing," thereby achieving the goal of sustainable business development.

4. Impact of the external competition, legal, and overall business environments

1. As far as the external competition is concerned, industrial competition is inevitable and also drives the continuing growth. The Company insists on

continuing to research and develop new products, orient its development toward high customization and differentiated service strategy, and also layout the marketing channels to improve its strengths, raise its competitiveness and satisfy customers' needs.

2. No significant impact has been posed by the changes in domestic/foreign major policies and laws to the Company's business and finance in recent years. Notwithstanding, the Company will keep noting related information and research necessary responsive measures to satisfy the Company's business needs.
3. As the overall business environment is becoming more and more complex, the Company will take the global overall economy and the Company's status into account when evaluating its future business orientation and making major decisions, in order to deliberate the best strategies more thoroughly.

Finally, we wish you and your family good health and good luck.

Chairman: Wang Po-Hsun

CEO: Wang Chun-Hsien

June 20, 2025

Audit Committee' Review Report

The Company's 2024 business report, financial statements and earnings distribution proposal have been prepared and submitted by the Board of Directors. Among other things, the financial statements were already audited by Li Fang-Wen, CPA and Hu Tzu-Ren, CPA of EY Taiwan appointed by the Board of Directors, who issued the audit report accordingly. Based on our review, said business report, financial statements and earnings distribution proposal are found complying with the related laws and regulations including the Company Act. The Report is presented in accordance with Article 219 of the Company Act accordingly.

To:

2025 Annual General Meeting of the Company

Fu Chun Shin Machinery Manufacture Co., Ltd.

Chairman of the Audit Committee: Huang Chung-hui

March 11, 2025

Independent Auditors' Report

[Attachment 3]

To: Fu Chun Shin Machinery Manufacture Co., Ltd.

Audit opinions

We have completed our review on the Parent Company Only Balance Sheet of Fu Chun Shin Machinery Manufacture Co., Ltd. on December 31, 2024 and 2023, and Parent Company Only Statements of Comprehensive Income, Parent Company Only Statements of Changes in Equity, Parent Company Only Cash Flow Statements, and Notes to the Parent Company Only Financial Statements (including a summary of significant accounting policies) for January 1 to December 31, 2024 and 2023.

In our opinion, said parent company only financial statements in all major respects are in compliance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers. They are sufficient to adequately express the financial status of Fu Chun Shin Machinery Manufacture Co., Ltd. as of December 31, 2024 and 2023 and its financial performance and cash flow from January 1 through December 31, 2024 and 2023.

Basis for Opinion

We are entrusted to conduct the audit in accordance with the Regulations Governing the Audit of Financial Statements and Auditing Standards. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the parent company only financial statements section of our report. We are independent of Fu Chun Shin Machinery Manufacture Co., Ltd. in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit on the parent company only financial statements of Fu Chun Shin Machinery Manufacture Co., Ltd. for the year ended December 31, 2024. These matters were addressed in the context of our audit of the parent company only financial statements as a whole, and in forming our opinion thereon, and we do not

provide a separate opinion on these matters.

Allowance for loss of accounts receivable

Until December 31, 2024, the carrying amount of accounts receivable of Fu Chun Shin Machinery Manufacture Co., Ltd. and its subsidiaries has amounted to NT\$547,438 thousand (already less the allowance for loss, NT\$16,943 thousand). The net amount of accounts receivables was approximately 10% of total assets, which is significant to the parent company only financial statements. Considering the assessment of allowance for loss of accounts receivable is measured by lifetime expected credit loss, the process of measurement must appropriately divide accounts receivables into groups, determine and analyze the use of relevant assumptions in the process of measurement, including appropriate account aging intervals and the account aging loss rate for each interval, that reflected the measurement of the expected credit loss involving judgment, analysis and estimates, and the result of measurement affect the net amount of accounts receivables, we determined this as a key audit matter.

Our audit procedures included (without limitation to) evaluating and testing the internal control established by the management to evaluate the impairment loss on accounts receivable; evaluating the adequacy of the policy to provide allowance for loss; analyzing the adequacy of grouping of accounts receivable; testing the provision matrix adopted by Fu Chun Shin Machinery Manufacture Co., Ltd., including evaluating whether the determination of account aging intervals of each group is reasonable, and conducting the random check on original documents to check the accuracy of basic information, and also conducting the random check on the collections of accounts receivables during the subsequent period to evaluate the collectability of the accounts.

We also assessed the adequacy of disclosures of accounts receivables referred to in Notes V, VI and XII to the parent company only financial statements.

Valuation on slow-moving inventories

As of December 31, 2024, the carrying amount of net inventories of Fu Chun Shin Machinery Manufacture Co., Ltd. amounted to NT\$365,364 thousand, approximately 7 % of total assets, which is significant to the parent company only financial statements. In consideration of the multiple raw materials and supplies to

be purchased to meet the need for production process and customers' requirement for specifications, and said amount of provision of slow-moving inventories involving the significant judgment of the management of Fu Chun Shin Machinery Manufacture Co., Ltd., we determined the estimation of allowance for slow-moving inventories as a key audit matter.

Our audit procedures included (without limitation to) evaluating and testing the internal control established by the management for valuation on slow-moving inventories; evaluating the adequacy of the policy to provide allowance for slow-moving inventories; conducting the random check on accuracy of the inventory aging, analyzing changes in the inventory aging and evaluating the inventories for which allowance for slow-moving inventory loss shall be provided separately; and recalculating the allowance for inventory price decline to confirm the compliance with the Company's accounting policy.

We also assessed the adequacy of disclosures of inventories referred to in Notes V and VI to the parent company only financial statements.

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

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

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

Those charged with governance, including the Audit Committee, are responsible for overseeing the financial reporting process of Fu Chun Shin Machinery Manufacture Co., Ltd.

Auditor's Responsibilities for the Audit of the Parent Company Only Financial Statements

Our objectives are to obtain reasonable assurance about whether the parent company only financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. The term "reasonable assurance" refers to a high level of assurance. Nevertheless, the audit performed according to auditing standards cannot guarantee the discovery of material misstatements in the parent company only financial statements. Misstatements can arise from fraud or error. Misstatements are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the parent company only financial statements.

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

1. Identify and assess the risk of material misstatement of the parent company only financial statements due to fraud or error, design and adopt appropriate countermeasures for the risks assessed, and obtain sufficient and appropriate audit evidence in order to be used as the basis for the opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control of Fu Chun Shin Machinery Manufacture Co., Ltd.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management level.
4. Conclude on the appropriateness of management's use of the going concern

basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of Fu Chun Shin Machinery Manufacture Co., Ltd. to continue as a going concern. In case where we consider that such events or circumstances have a material uncertainty, then relevant disclosure of the parent company only financial statements are required to be provided in our audit report to allow users of parent company only financial statements to be aware of such events or circumstances, or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause Fu Chun Shin Machinery Manufacture Co., Ltd. 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 represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence for the financial information of individual entities of the Group and provide opinion on the parent company only financial statements. We handle the guidance, supervision and execution of the audit on the Group and are responsible for preparing the opinion for the Group.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence under the Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and to communicate with them all relationships and other matters that may reasonably be considered affecting our independence, and where applicable, other matters (including related safeguards).

From the matters communicated with the governance unit, we have determined

key audit matters of 2024 parent company only financial statements of Fu Chun Shin Machinery Manufacture Co., Ltd. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

EY Taiwan

The financial report is disclosed to the public
upon approval of the competent authority.

Approval reference: Jin-Guan-Zheng-Shen-Zi No.
1010045851

Jin-Guan-Zheng-Shen-Zi No.
1010045851

Mink Hu

Certified Public Accountant:

Fang-Wen Lee

March 11, 2025

Fu Chun Shin Machinery Manufacture Co., Ltd.

Parent Company Only Balance Sheets

December 31, 2024 and 2023

Unit: NT\$ Thousand

Assets			December 31, 2024		December 31, 2023	
Code	Accounting titles	Notes	Amount	%	Amount	%
	Current assets					
1100	Cash and cash equivalents	IV/VI.1	\$89,337	2	\$114,212	2
1110	Financial assets at FVTPL - Current	IV/VI.2	9,782	-	9,603	-
1140	Contract assets - Current	IV/VI.14, 15	1,764	-	53,902	1
1150	Net notes receivable	IV/VI.3, 15/VII	91,414	2	117,666	2
1170	Net accounts receivable	IV/VI.4, 15/VII	547,438	10	330,060	6
1210	Other receivables – Related party	IV/VII	325,672	6	183,404	4
130x	Inventories	IV/VI.5	365,364	7	453,965	9
1470	Other current assets	VIII	87,593	1	91,354	2
11xx	Total current assets		1,518,364	28	1,354,166	26
	Non-current assets					
1510	Financial assets at FVTPL - Non-current	IV/VI.2	65,164	1	56,041	1
1550	Investment accounted for using the equity method	IV/VI.6	2,837,446	51	2,675,857	51
1600	Property, plant and equipment	IV/VI.7/VIII	763,505	14	743,795	14
1760	Net investment property	IV/VI.8/VIII	219,202	4	220,129	4
1780	Intangible assets	4.	66,394	1	57,076	1
1840	Deferred tax income assets	IV/VI.20	47,762	1	89,222	2
1900	Other non-current assets	IV/VI.3	32,918	-	45,607	1
15xx	Total non-current assets		4,032,391	72	3,887,727	74
1xxx	Total assets		\$5,550,755	100	\$5,241,893	100

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

Chairman:

Manager:

Accounting Manager:

Fu Chun Shin Machinery Manufacture Co., Ltd.
Parent Company Only Balance Sheet(Cont'd)
December 31, 2024 and 2023

Unit: NT\$ Thousand

Liabilities and Equity			December 31, 2024		December 31, 2023	
Code	Accounting titles	Notes	Amount	%	Amount	%
	Current liabilities					
2100	Short-term borrowings	IV/VI.9	\$190,000	3	\$190,000	4
2130	Contract liability	IV/VI.14	85,304	2	74,068	1
2150	Notes payable	4.	1,520	-	1,967	-
2170	Accounts payable	IV/VII	184,978	3	166,233	3
2200	Other payables	4.	108,177	2	92,568	2
2230	Current tax liabilities	IV/VI.20	-	-	2,702	-
2321	Corporate bonds maturing or subject to put option within one year or	IV/VI.10	710,398	13	-	-
2322	Long-term borrowings – current portion	IV/VI.11	44,500	1	17,000	-
2399	Other current liabilities – Others		3,490	-	2,193	-
21xx	Total current liabilities		1,328,367	24	546,731	10
	Non-current liabilities					
2530	Bonds payable	IV/VI.10	-	-	844,198	16
2540	Long-term borrowings	IV/VI.11	995,759	17	914,657	17
2570	Deferred income tax liabilities	IV/VI.20	533,341	10	538,620	10
2640	Net defined benefit liabilities - Non-current	IV/VI.12	28,319	1	31,703	1
2645	Deposits received	4.	10,266	-	10,176	-
2670	Other non-current liabilities – Others	IV/VI.6/VII	211,885	4	138,365	3
25xx	Total non-current liabilities		1,779,570	32	2,477,719	47
2xxx	Total Liabilities		3,107,937	56	3,024,450	57
	Equity					
3100	Share capital	VI.13				
3110	Common share capital		1,654,778	30	1,569,860	30
3130	Bond conversion entitlement certificates		1,623	-	-	-
3200	Capital surplus	VI.13	93,513	2	42,520	1
3300	Retained earnings		-	-	-	-
3310	Legal reserve	VI.13	168,118	3	166,042	3
3320	Special reserve	VI.13	188,685	3	188,685	4
3350	Unappropriated earnings	VI.13	438,734	8	399,697	8
	Total retained earnings		795,537	14	754,424	15
3400	Other equities	4.	(72,913)	(1)	(149,361)	(3)
3500	Treasury stocks	IV/VI.13	(29,720)	(1)	-	-
3xxx	Total equity		2,442,818	44	2,217,443	43
	Total liabilities and equities		\$5,550,755	100	\$5,241,893	100

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

Chairman:

Manager:

Accounting Manager:

Fu Chun Shin Machinery Manufacture Co., Ltd.
Parent Company Only Statement of Comprehensive Income
For the years ended December 31, 2024 and 2023

Unit: NT\$ Thousand

Code	Accounting titles	Notes	2024		2023	
			Amount	%	Amount	%
4000	Operating revenue	IV/VI.14/VII	\$1,447,461	100	\$1,078,451	100
5000	Operating cost	VI.5, 12, 17/VII	(1,083,805)	(75)	(841,617)	(78)
5900	Gross profit		363,656	25	236,834	22
5920	Realized net income on sales		4,429	-	1,213	-
5950	Net gross profit		368,085	25	238,047	22
6000	Operating expenses	VI.12, 17				
6100	Selling expenses		(215,837)	(15)	(164,982)	(15)
6200	Administrative expenses		(105,380)	(7)	(96,782)	(9)
6300	Research and development expenses		(37,330)	(3)	(33,660)	(3)
6450	Expected credit impairment losses	VI.15	(20,139)	(1)	(23,780)	(2)
	Total operating expenses		(378,686)	(26)	(319,204)	(29)
6900	Operating (losses)		(10,601)	(1)	(81,157)	(7)
7000	Non-operating income and expense	IV/VI.18/VII				
7010	Other income		69,736	5	57,829	5
7020	Other gains or losses		30,299	2	(4,388)	-
7050	Financial costs		(38,876)	(3)	(29,875)	(3)
7070	Share of profit or loss from subsidiaries and associates accounted for using th		53,688	4	92,322	9
	Total non-operating incomes and expenses		114,847	8	115,888	11
7900	Net income before tax		104,246	7	34,731	4
7950	Income tax expenses	IV/VI.20	(25,481)	(2)	(14,134)	(1)
8200	Current period net profit		78,765	5	20,597	3
8300	Other comprehensive income	IV/VI.19, 20				
8310	Items not reclassified subsequently to profit or loss					
8311	Remeasurement of defined benefit programs		1,230	-	201	-
8316	Unrealized valuation gains or losses on equity investments measured at fair value through other comprehensive income		8,188	1	-	-
8349	Income taxes related to the items not re-classified		(246)	-	(40)	-
8360	Items that may be reclassified subsequently to profit or loss					
8361	Exchange differences on translation of the financial statements of foreign o		85,324	6	(48,124)	(5)
8399	Income tax relating to items that may be reclassified subsequently to profit		(17,064)	(1)	9,624	1
	Other comprehensive income of the current year (net amount after-tax)		77,432	6	(38,339)	(4)
8500	Total comprehensive income in the current period		\$156,197	11	\$(17,742)	(1)
	Earnings per share (NT\$)	VI.21				
9750	Basic earnings per share		\$0.50		\$0.13	
9850	Diluted earnings per share		\$0.46		\$0.13	

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

Chairman:

Manager:

Accounting Manager:

Fu Chun Shin Machinery Manufacture Co., Ltd.
Unconsolidated Statement of Changes in Equity
For the years ended December 31, 2024 and 2023

Unit: NT\$ Thousand

Code	Items	Common share capital	Bond conversion entitlement certificates	Capital surplus	Retained earnings			Other items of equity		Treasury stocks	Total Equity
					Legal reserve	Special reserve	Unappropriated earnings	Exchange differences on translation of the financial statements of foreign currency	Unrealized valuation gains (losses) on financial assets measured at fair value through other comprehensive income		
		3110	3130	3200	3310	3320	3350	3410	3420	3500	3XXX
A1	Balance as of January 1, 2023	\$1,524,079	\$57	\$42,520	\$149,928	\$188,685	\$486,501	\$(110,861)	\$ -	\$ -	\$2,280,909
	Earnings appropriation and distribution for 2022										
B1	Provision of legal reserve	-	-	-	16,114	-	(16,114)	-	-	-	-
B5	Cash dividend from ordinary shares	-	-	-	-	-	(45,724)	-	-	-	(45,724)
B9	Stock dividend from ordinary shares	45,724	-	-	-	-	(45,724)	-	-	-	-
D1	Net profit in 2023	-	-	-	-	-	20,597	-	-	-	20,597
D3	Other comprehensive income in 2023	-	-	-	-	-	161	(38,500)	-	-	(38,339)
D5	Total comprehensive income in the current year	-	-	-	-	-	20,758	(38,500)	-	-	(17,742)
I3	Conversion of bond conversion entitlement certificates	57	(57)	-	-	-	-	-	-	-	-
Z1	Balance as of December 31, 2023	<u>\$1,569,860</u>	<u>\$ -</u>	<u>\$42,520</u>	<u>\$166,042</u>	<u>\$188,685</u>	<u>\$399,697</u>	<u>\$(149,361)</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$2,217,443</u>
A1	Balance as of January 1, 2024	\$1,569,860	\$ -	\$42,520	\$166,042	\$188,685	\$399,697	\$(149,361)	\$ -	\$ -	\$2,217,443
	Earnings appropriation and distribution for 2023										
B1	Provision of legal reserve	-	-	-	2,076	-	(2,076)	-	-	-	-
B5	Cash dividend from ordinary shares	-	-	-	-	-	(23,548)	-	-	-	(23,548)
D1	Net profit in 2024	-	-	-	-	-	78,765	-	-	-	78,765
D3	Other comprehensive income in 2024	-	-	-	-	-	984	68,260	8,188	-	77,432
D5	Total comprehensive income in the current year	-	-	-	-	-	79,749	68,260	8,188	-	156,197
I1	Conversion of convertible corporate bonds	-	86,541	55,667	-	-	-	-	-	-	142,208
I3	Conversion of bond conversion entitlement certificates	84,918	(84,918)	-	-	-	-	-	-	-	-
L1	Repurchase of treasury shares	-	-	-	-	-	-	-	-	(49,969)	(49,969)
M7	Change in ownership interests in subsidiaries	-	-	(4,674)	-	-	(14,796)	-	-	-	(19,470)
T1	Other - Transfer of treasury stock	-	-	-	-	-	(292)	-	-	20,249	19,957
Z1	Balance as of December 31, 2024	<u>\$1,654,778</u>	<u>\$1,623</u>	<u>\$93,513</u>	<u>\$168,118</u>	<u>\$188,685</u>	<u>\$438,734</u>	<u>\$(81,101)</u>	<u>\$8,188</u>	<u>\$(29,720)</u>	<u>\$2,442,818</u>

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

Chairman:

Manager:

Accounting Manager:

Fu Chun Shin Machinery Manufacture Co., Ltd.
Parent Company Only Cash Flow Statements
For the years ended December 31, 2024 and 2023

Unit: NT\$ Thousand

Code	Items	2024	2023	Code	Items	2024	2023
		Amount	Amount			Amount	Amount
AAAA	Cash flows from operating activities:			BBBB	Cash flows from investing activities:		
A10000	Income before income tax	\$104,246	\$34,731	B00010	Purchase of financial assets at fair value through profit or loss	(28,556)	(12,848)
A20000	Adjustment items:			B00020	Disposal of financial assets at FVTPL	28,015	12,608
A20010	Income/expenses items:			B01800	Investment accounted for using the equity method	(3,099)	(7,857)
A20100	Depreciation expense	26,944	28,591	B02700	Acquisition of property, plant and equipment	(38,824)	(27,307)
A20200	Amortization expenses	9,259	8,927	B02800	Disposal of property, plant and equipment	5,308	403
A20300	Expected credit impairment losses	20,139	23,780	B04300	Decrease (increase) in other receivables – Related party	(136,424)	(120,783)
A20400	Net (gain) on financial assets at FVTPL	(8,761)	(8,890)	B04500	Acquisition of intangible assets	(18,577)	(12,831)
A20900	Interest expenses	38,876	29,875	B05400	Acquisition of investment property	(1,219)	(187)
A21200	Interest revenue	(11,652)	(7,947)	B07600	Dividends received	47,189	79,593
A21300	Dividend income	(101)	(247)	BBBB	Net cash (outflow) from investing activities	(146,187)	(89,209)
A22300	Share of profit or loss from subsidiaries and associates accounted	(53,688)	(92,322)				
A22500	Disposal of property, plant and equipment (gains)	(3,525)	(403)	CCCC	Cash flows from financing activities:		
A24000	Realized (gains) on sales	(4,429)	(1,213)	C00100	Increase in short-term borrowings	190,000	220,000
A30000	Changes in operating assets/ liabilities related to operating activities:			C00200	Decrease in short-term borrowings	(190,000)	(213,071)
A31125	Decrease (increase) in contract assets	52,138	(51,614)	C01600	Proceeds from long-term borrowings	321,000	490,000
A31130	Decrease (increase) in notes receivable	25,634	(6,621)	C01700	Repayments of long-term borrowings	(212,398)	(196,518)
A31150	(Increase) in accounts receivable	(220,469)	(116,703)	C03000	Increase in deposits received	90	89
A31190	(Increase) decrease in other receivables - Related party	(5,844)	5,220	C03800	(Decrease) in other payables - Related party	-	(69,405)
A31200	Decrease in inventory	85,267	43,640	C04500	Allocation of cash dividends	(23,548)	(45,724)
A31240	Decrease(increase) in other current assets	8,189	(24,933)	C04900	Cost of repurchase of treasury shares	(49,969)	-
A31990	(Increase) in other non-current assets	(8,134)	(5,302)	C05100	Employee repurchase of treasury shares	19,957	-
A32125	Increase in contract liability	11,236	23,916	CCCC	Net cash inflow from financing activities	55,132	185,371
A32130	(Decrease) increase in notes receivable	(447)	1,156				
A32150	Increase in accounts payable	18,745	68,581	EEEE	(Decrease) increase in cash and cash equivalents for the current year	(24,875)	17,898
A32180	Increase in other payables	15,990	1,084	E00100	Cash and cash equivalents at the beginning of the year	114,212	96,314
A32230	Increase of other current liabilities	1,297	187	E00200	Cash and cash equivalents at the end of the year	\$89,337	\$114,212
A32240	(Decrease) in net defined benefit liabilities	(2,154)	(7,264)				
A33000	Cash inflow (outflow) from operations	98,756	(53,771)				
A33100	Interest received	11,652	7,947				
A33200	Dividends received	101	247				
A33300	Interest paid	(30,589)	(21,298)				
A33500	Income tax paid	(13,740)	(11,389)				
AAAA	Net cash inflow (outflow) from operating activities	66,180	(78,264)				

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

Chairman:

Manager:

Accounting Manager:

Independent Auditors' Report

[Attachment 5]

To: Fu Chun Shin Machinery Manufacture Co., Ltd.

Audit opinions

We have completed our review on the Consolidated Balance Sheet of Fu Chun Shin Machinery Manufacture Co., Ltd. and its subsidiaries on December 31, 2024 and 2023, and Consolidated Statements of Comprehensive Income, Consolidated Statements of Changes in Equity, Consolidated Cash Flow Statements, and Notes to the Consolidated Financial Statements (including a summary of significant accounting policies) for January 1 to December 31, 2024 and 2023.

In our opinion, said consolidated financial statements in all major respects are in compliance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and with International Financial Reporting Standards (IFRSs), International Accounting Standards (IAS), Standing Interpretation Committee (SIC) interpretation and International Financial Reporting Standards Interpretations Committee (IFRSIC) announcement, endorsed by the Financial Supervisory Commission. They are sufficient to adequately express the consolidated financial status of the Fu Chun Shin Machinery Manufacture Co., Ltd. and its subsidiaries as of December 31, 2024 and 2023 and its consolidated financial performance and consolidated cash flow from January 1 through December 31, 2024 and 2023.

Basis for Opinion

We are entrusted to conduct the audit in accordance with the Regulations Governing the Audit of Financial Statements and Auditing Standards. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of Fu Chun Shin Machinery Manufacture Co., Ltd. and its subsidiaries in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our

opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the unconsolidated financial statements of Fu Chun Shin Machinery Manufacture Co., Ltd. and its subsidiaries for the year ended December 31, 2024. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Allowance for loss of accounts receivable

Until December 31, 2024, the carrying amount of accounts receivable of Fu Chun Shin Machinery Manufacture Co., Ltd. and its subsidiaries has amounted to NT\$1,444,374 thousand (already less the allowance for loss, NT\$84,449 thousand). The net amount of accounts receivables was approximately 19% of total consolidated assets, which is significant to the consolidated financial statements. Considering the assessment of allowance for loss of accounts receivable is measured by lifetime expected credit loss, the process of measurement must appropriately divide accounts receivables into groups, determine and analyze the use of relevant assumptions in the process of measurement, including appropriate account aging intervals and the account aging loss rate for each interval, that reflected the measurement of the expected credit loss involving judgment, analysis and estimates, and the result of measurement affect the net amount of accounts receivables, we determined this as a key audit matter.

Our audit procedures included (without limitation to) evaluating and testing the internal control established by the management to evaluate the impairment loss on accounts receivable; evaluating the adequacy of the policy to provide allowance for loss; analyzing the adequacy of grouping of accounts receivable; testing the provision matrix adopted by Fu Chun Shin Machinery Manufacture Co., Ltd. and its subsidiaries, including evaluating whether the determination of account aging intervals of each group is reasonable, and conducting the random check on original documents to check the accuracy of basic information, and also conducting the random check on the collections of accounts receivables during the subsequent period to evaluate the collectability of the accounts.

We also assessed the adequacy of disclosures of accounts receivables referred

to in Notes V, VI and XII to the consolidated financial statements.

Valuation on slow-moving inventories

As of December 31, 2024, the carrying amount of net inventories of Fu Chun Shin Machinery Manufacture Co., Ltd. and its subsidiaries amounted to NT\$1,815,337 thousand, approximately 24% of total consolidated assets, which is significant to the consolidated financial statements. In consideration of the multiple raw materials and supplies to be purchased to meet the need for production process and customers' requirement for specifications, and said amount of provision of slow-moving inventories involving the significant judgment of the management of Fu Chun Shin Machinery Manufacture Co., Ltd. and its subsidiaries, we determined the estimation of allowance for slow-moving inventories as a key audit matter.

Our audit procedures included (without limitation to) evaluating and testing the internal control established by the management for valuation on slow-moving inventories; evaluating the adequacy of the policy to provide allowance for slow-moving inventories; conducting the random check on accuracy of the inventory aging, analyzing changes in the inventory aging and evaluating the inventories for which allowance for slow-moving inventory loss shall be provided separately; and recalculating the allowance for inventory price decline to confirm the compliance with the Company's accounting policy.

We also assessed the adequacy of disclosures of inventories referred to in Notes V and VI to the consolidated financial statements.

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

The management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the IFRS, IAS, IFRIC, and SIC endorsed and issued into effect by the Financial Supervisory Commission of the R.O.C., and for necessary internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the management is also responsible for assessing the ability of Fu Chun Shin Machinery Manufacture Co., Ltd. and its subsidiaries to continue as a going concern, disclosing, as applicable,

matters related to going concern and using the going concern basis of accounting, unless the management either intends to liquidate Fu Chun Shin Machinery Manufacture Co., Ltd. and its subsidiaries or to cease operations, or has no realistic alternative but to do so.

Those charged with governance, including the Audit Committee, are responsible for overseeing the financial reporting process of Fu Chun Shin Machinery Manufacture Co., Ltd. and its subsidiaries.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. The term "reasonable assurance" refers to a high level of assurance. Nevertheless, the audit performed according to auditing standards cannot guarantee the discovery of material misstatements in the consolidated financial statements. Misstatements can arise from fraud or error. Misstatements are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the consolidated financial statements.

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

1. Identify and assess the risk of material misstatement of the consolidated financial statements due to fraud or error, design and adopt appropriate countermeasures for the risks assessed, and obtain sufficient and appropriate audit evidence in order to be used as the basis for the opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal

control of Fu Chun Shin Machinery Manufacture Co., Ltd. and its subsidiaries.

3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management level.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of Fu Chun Shin Machinery Manufacture Co., Ltd. and its subsidiaries to continue as a going concern. In case where we consider that such events or circumstances have a material uncertainty, then relevant disclosure of the consolidated financial statements are required to be provided in our audit report to allow users of consolidated financial statements to be aware of such events or circumstances, or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause Fu Chun Shin Machinery Manufacture Co., Ltd. and its subsidiaries 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 represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence for the financial information of individual entities of the Group and provide opinion on the consolidated financial statements. We handle the guidance, supervision and execution of the audit on the Group and are responsible for preparing the opinion for the Group.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence under the Norm

of Professional Ethics for Certified Public Accountant of the Republic of China, and to communicate with them all relationships and other matters that may reasonably be considered affecting our independence, and where applicable, other matters (including related safeguards).

From the matters communicated with the governance unit, we have determined key audit matters of 2024 consolidated financial statements of Fu Chun Shin Machinery Manufacture Co., Ltd. and its subsidiaries. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Others

Fu Chun Shin Machinery Manufacture Co., Ltd. and its subsidiaries has prepared the parent company only financial statements for 2024 and 2023, to which we have also issued an independent auditor's report with unqualified opinion along with the section on other matters and provided for reference.

EY Taiwan

The financial report is disclosed to the public upon approval of the competent authority.

Approval reference: Jin-Guan-Zheng-Shen-Zi No. 1010045851

Jin-Guan-Zheng-Shen-Zi No. 1010045851

Mink Hu

Certified Public Accountant

Fang-Wen Lee

March 11, 2025

FU CHUN SHIN MACHINERY MANUFACTURE CO., LTD. and its Subsidiaries

[Attachmant 6]

Consolidated Balance Sheet

December 31, 2024 and 2023

Unit: NT\$ Thousand

Assets			December 31, 2024		December 31, 2023	
Code	Accounting titles	Notes	Amount	%	Amount	%
	Current assets					
1100	Cash and cash equivalents	IV/VI.1	\$676,230	9	\$489,397	7
1110	Financial assets at FVTPL - Current	IV/VI.2	99,475	1	269,800	3
1140	Contract assets - Current	VI.14, 15	27,647	-	53,902	1
1150	Net notes receivable	IV/VI.4, 15	373,236	5	498,089	7
1170	Net accounts receivable	IV/VI.5, 15	1,444,374	19	1,083,705	15
130x	Inventories	IV/VI.6	1,815,337	24	1,589,608	22
1470	Other current assets	VIII	221,797	3	260,111	3
11xx	Total current assets		4,658,096	61	4,244,612	58
	Non-current assets					
1510	Financial assets at FVTPL - Non-current	IV/VI.2	65,164	1	56,041	1
1517	Financial assets at FVOCI - Non-current	IV/VI.3	66,109	1	57,392	1
1550	Investment accounted for using the equity method	4.	3,574	-	7,349	-
1600	Property, plant and equipment	IV/VI.7/VIII	2,196,801	28	2,151,039	30
1755	Right-of-use assets	IV/VI.16/VIII	146,066	2	145,744	2
1760	Net investment property	IV/VI.8/VIII	321,266	4	327,735	4
1780	Intangible assets	4.	79,744	1	71,419	1
1840	Deferred tax income assets	IV/VI.20	66,686	1	105,722	1
1900	Other non-current assets – Others	VI.4 & 5/VIII	106,598	1	117,503	2
15xx	Total non-current assets		3,052,008	39	3,039,944	42
1xxx	Total assets		\$7,710,104	100	\$7,284,556	100

(Please refer to the notes to the consolidated financial statements.)

Chairman:

Manager:

Accounting Manager:

FU CHUN SHIN MACHINERY MANUFACTURE CO., LTD. and its Subsidiaries
Consolidated Balance Sheet (Cont'd)
December 31, 2024 and 2023

Unit: NT\$ Thousand

Liabilities and Equity			December 31, 2024		December 31, 2023	
Code	Accounting titles	Notes	Amount	%	Amount	%
	Current liabilities					
2100	Short-term borrowings	IV/VI.9	\$311,885	4	\$322,182	4
2130	Contract liability	IV/VI.14	271,712	4	192,454	3
2150	Notes payable	4.	309,693	4	144,765	2
2170	Accounts payable	4.	998,860	13	1,015,864	14
2200	Other payables	4.	379,638	5	360,176	5
2230	Current tax liabilities	4.	14,817	-	5,330	-
2280	Lease liabilities – Current	IV/VI.16	1,402	-	1,301	-
2321	Corporate bonds maturing or subject to put option within one year or one operating cycle		710,398	9	-	-
2322	Long-term borrowings – current portion	IV/VI.11	146,956	2	60,543	1
2399	Other current liabilities – Others		14,683	-	13,990	-
21xx	Total current liabilities		3,160,044	41	2,116,605	29
	Non-current liabilities					
2530	Bonds payable	IV/VI.10	-	-	844,198	12
2540	Long-term borrowings	IV/VI.11	1,334,531	18	1,337,707	18
2570	Deferred income tax liabilities	IV/VI.20	533,460	7	538,769	7
2580	Lease liabilities – Non-current	IV/VI.16	22,229	-	22,834	-
2640	Net defined benefit liabilities - Non-current	IV/VI.12	28,319	-	31,703	1
2645	Deposits received		11,685	-	11,318	-
25xx	Total non-current liabilities		1,930,224	25	2,786,529	38
2xxx	Total Liabilities		5,090,268	66	4,903,134	67
	Equity attributable to owners of the company					
31xx	Share capital	VI.13				
3100	Common share capital		1,654,778	21	1,569,860	22
3130	Bond conversion entitlement certificates		1,623	-	-	-
3200	Capital surplus	VI.13	93,513	1	42,520	1
3300	Retained earnings					
3310	Legal reserve	VI.13	168,118	2	166,042	2
3320	Special reserve	VI.13	188,685	2	188,685	3
3350	Unappropriated earnings	VI.13	438,734	7	399,697	5
	Total retained earnings		795,537	11	754,424	10
3400	Other equities	4.	(72,913)	(1)	(149,361)	(2)
3500	Treasury stocks	IV/VI.13	(29,720)	-	-	-
36xx	Non-controlling interests	VI.13	177,018	2	163,979	2
3xxx	Total equity		2,619,836	34	2,381,422	33
	Total liabilities and equities		\$7,710,104	100	\$7,284,556	100

(Please refer to the notes to the consolidated financial statements.)

Chairman:

Manager:

Accounting Manager:

FU CHUN SHIN MACHINERY MANUFACTURE CO., LTD. and its Subsidiaries
Consolidated Statements of Comprehensive Income
For the years ended December 31, 2024 and 2023

Unit: NT\$ Thousand

Code	Accounting titles	Note	2024		2023	
			Amount	%	Amount	%
4000	Operating revenue	IV/VI.14	\$4,529,411	100	\$3,861,005	100
5000	Operating cost	IV/VI.6, 17/VII	(3,369,271)	(74)	(2,848,137)	(74)
5900	Gross profit		1,160,140	26	1,012,868	26
6000	Operating expenses	VI.16, 17/VII				
6100	Selling expenses		(605,534)	(13)	(591,469)	(15)
6200	Administrative expenses		(294,655)	(7)	(244,981)	(6)
6300	Research and development expenses		(119,650)	(3)	(102,949)	(3)
6450	Expected credit impairment losses	VI.15	(19,728)	-	(35,250)	(1)
	Total operating expenses		(1,039,567)	(23)	(974,649)	(25)
6900	Operating income		120,573	3	38,219	1
7000	Non-operating income and expense	IV/VI.18				
7010	Other income		102,676	2	100,815	3
7020	Other gains or losses		(13,536)	-	(17,614)	-
7050	Financial costs		(73,754)	(2)	(57,660)	(2)
7060	Share of profit or loss from associates and joint ventures accounted for		(3,775)	-	(5,937)	-
	Total non-operating incomes and expenses		11,611	-	19,604	1
7900	Net income before tax		132,184	3	57,823	2
7950	Income taxexpenses	IV/VI.20	(60,079)	(1)	(34,500)	(1)
8200	Current period net profit		72,105	2	23,323	1
8300	Other comprehensive income	IV/VI.19, 20				
8310	Items not reclassified subsequently to profit or loss					
8311	Remeasurement of defined benefit programs		1,230	-	201	-
8316	Unrealized valuation gains or losses on equity investments measured at fair value through other comprehensive income		8,188	-	-	-
8349	Income taxes related to the items not re-classified		(246)	-	(40)	-
8360	Items that may be reclassified subsequently to profit or loss					
8361	Exchange differences on translation of the financial statements of foreign operations		91,256	2	(52,720)	(1)
8399	Income tax relating to items that may be reclassified subsequently to profit or loss		(17,064)	-	9,624	-
	Other comprehensive income of the current year (net amount after-tax)		83,364	2	(42,935)	(1)
8500	Total comprehensive income in the current period		\$155,469	4	\$(19,612)	-
8600	Net profit (loss) attributed to:					
8610	Owners of the Company		\$78,765		\$20,597	
8620	Non-controlling interests		(6,660)		2,726	
			\$72,105		\$23,323	
8700	Total comprehensive income attributable to:					
8710	Owners of the Company		\$156,197		\$(17,742)	
8720	Non-controlling interests		(728)		(1,870)	
			\$155,469		\$(19,612)	
	Earnings per share(NT\$)	VI.21				
9750	Basic earnings per share		\$0.50		\$0.13	
9850	Diluted earnings per share		\$0.46		\$0.13	

(Please refer to the notes to the consolidated financial statements)

Chairman:

Manager:

Accounting Manager:

FU CHUN SHIN MACHINERY MANUFACTURE CO., LTD. and its Subsidiaries
Consolidated Statement of Changes in Equity
For the years ended December 31, 2024 and 2023

Unit: NT\$ Thousand

	Items	Equity attributable to owners of the company										Non- controlling interests	Total Equity
		Common share capital	Bond conversion entitlement certificates	Capital surplus	Retained earnings			Other items of equity		Treasury stocks	Total		
					Legal reserve	Special reserve	Unappropri- ated earnings	Exchange differences on translation of the financial statements of foreign	Unrealized valuation gains (losses) on financial assets measured at fair value through other				
Code		3110	3130	3200	3310	3320	3350	3410	3420	3500	31XX	36XX	3XXX
A1	Balance as of January 1, 2023	\$1,524,079	\$57	\$42,520	\$149,928	\$188,685	\$486,501	\$(110,861)	\$ -	\$ -	\$2,280,909	\$171,404	\$2,452,313
	Earnings appropriation and distribution for 2022												
B1	Provision of legal reserve	-	-	-	16,114	-	(16,114)	-	-	-	-	-	-
B5	Cash dividend from ordinary share	-	-	-	-	-	(45,724)	-	-	-	(45,724)	-	(45,724)
B9	Stock dividend from ordinary share	45,724	-	-	-	-	(45,724)	-	-	-	-	-	-
D1	Net profit in 2023	-	-	-	-	-	20,597	-	-	-	20,597	2,726	23,323
D3	Other comprehensive income in 2023	-	-	-	-	-	161	(38,500)	-	-	(38,339)	(4,596)	(42,935)
D5	Total comprehensive income in the year	-	-	-	-	-	20,758	(38,500)	-	-	(17,742)	(1,870)	(19,612)
I3	Conversion of bond conversion entitlement certificates	57	(57)	-	-	-	-	-	-	-	-	-	-
O1	Increase/decrease in non-controlling interests	-	-	-	-	-	-	-	-	-	-	(5,555)	(5,555)
Z1	Balance as of December 31, 2023	\$1,569,860	\$ -	\$42,520	\$166,042	\$188,685	\$399,697	\$(149,361)	\$ -	\$ -	\$2,217,443	\$163,979	\$2,381,422
A1	Balance as of January 1, 2024	\$1,569,860	\$ -	\$42,520	\$166,042	\$188,685	\$399,697	\$(149,361)	\$ -	\$ -	\$2,217,443	\$163,979	\$2,381,422
	Earnings appropriation and distribution for 2023												
B1	Provision of legal reserve	-	-	-	2,076	-	(2,076)	-	-	-	-	-	-
B5	Cash dividend from ordinary share	-	-	-	-	-	(23,548)	-	-	-	(23,548)	-	(23,548)
D1	Net profit (loss) in 2024	-	-	-	-	-	78,765	-	-	-	78,765	(6,660)	72,105
D3	Other comprehensive income in 2024	-	-	-	-	-	984	68,260	8,188	-	77,432	5,932	83,364
D5	Total comprehensive income in the year	-	-	-	-	-	79,749	68,260	8,188	-	156,197	(728)	155,469
I1	Conversion of convertible corporate bonds	-	86,541	55,667	-	-	-	-	-	-	142,208	-	142,208
I3	Conversion of bond conversion entitlement certificates	84,918	(84,918)	-	-	-	-	-	-	-	-	-	-
L1	Repurchase of treasury shares	-	-	-	-	-	-	-	-	(49,969)	(49,969)	-	(49,969)
M7	Change in ownership interests in subsidiaries	-	-	(4,674)	-	-	(14,796)	-	-	-	(19,470)	13,767	(5,703)
T1	Other - Transfer of treasury stock	-	-	-	-	-	(292)	-	-	20,249	19,957	-	19,957
Z1	Balance as of December 31, 2024	\$1,654,778	\$1,623	\$93,513	\$168,118	\$188,685	\$438,734	\$(81,101)	\$8,188	\$(29,720)	\$2,442,818	\$177,018	\$2,619,836

(Please refer to the notes to the consolidated financial statements)

Chairman:

Manager:

Accounting Manager:

FU CHUN SHIN MACHINERY MANUFACTURE CO., LTD. and its Subsidiaries

Consolidated Statements of Cash Flows

For the years ended December 31, 2024 and 2023

Unit: NT\$ Thousand

Code	Items	2024	2023	Code	Items	2024	2023
		Amount	Amount			Amount	Amount
AAAA	Cash flows from operating activities:			BBBB	Cash flows from investing activities:		
A10000	Income before income tax	\$132,184	\$57,823	B00010	Purchase of financial assets at fair value through profit or	(719,190)	(1,190,252)
A20000	Adjustment items:			B00020	Disposal of financial assets at FVTPL	901,032	1,150,535
A20010	Income/expenses items:			B02700	Acquisition of property, plant and equipment	(155,670)	(480,869)
A20100	Depreciation expense	153,038	125,487	B02800	Disposal of property, plant and equipment	12,105	6,384
A20200	Amortization expenses	11,976	10,411	B04500	Acquisition of intangible assets	(19,808)	(13,024)
A20300	Expected credit impairment losses	19,728	35,250	B05400	Acquisition of investment property	(886)	(187)
A20400	Net (gain) on financial assets at FVTPL	(12,454)	(13,087)	BBBB	Net cash inflow (outflow) from investing activities	17,583	(527,413)
A20900	Interest expenses	73,754	57,660				
A21200	Interest revenue	(28,504)	(30,735)	CCCC	Cash flows from financing activities:		
A21300	Dividend income	(101)	(247)	C00100	Increase in short-term borrowings	315,512	661,136
A22300	Share of losses on affiliates and joint ventures accounted for u	3,775	5,937	C00200	Decrease in short-term borrowings	(332,420)	(930,251)
A22500	Disposal of property, plant and equipment (gains) losses	(528)	3,319	C01600	Proceeds from long-term borrowings	499,228	621,393
A23700	Loss on non-financial asset impairment	14,899	-	C01700	Repayments of long-term borrowings	(435,593)	(237,076)
A30000	Changes in operating assets/ liabilities related to operating activities:			C03000	Increase in deposits received	367	-
A31125	Decrease (increase) in contract assets	26,255	(51,614)	C03100	Guarantee deposits received (decrease)	-	(1,073)
A31130	Decrease (increase) in notes receivable	124,402	(89,407)	C04020	Repayment of principal portion of lease	(1,340)	(1,269)
A31150	Decrease (increase) in accounts receivable	(333,882)	122,763	C04500	Allocation of cash dividends	(23,548)	(45,724)
A31200	(Increase) in inventories	(190,548)	(179,212)	C04900	Cost of repurchase of treasury shares	(49,969)	-
A31240	Decrease(increase) in other current assets	42,050	(54,994)	C05100	Employee repurchase of treasury shares	19,957	-
A31990	(Increase) decrease in other non-current assets	(9,449)	61,362	C05800	Decrease in non-controlling interests	(5,703)	(5,555)
A32125	Increase in contract liability	79,258	2,863	CCCC	Net cash inflow (outflow) from financing activities	(13,509)	61,581
A32130	Increase (decrease) in notes payable	164,928	(101,700)				
A32150	(Decrease) increase in accounts receivable	(17,642)	396,729	DDDD	Effect of exchange rate changes on cash and cash equivalen	(12,483)	(4,124)
A32180	Increase (decrease) in other accounts payable	20,012	(28,267)				
A32230	Increase of other current liabilities	693	8,727	EEEE	Increase (decrease) in cash and cash equivalents for the curr	186,833	(206,952)
A32240	(Decrease) in net defined benefit liabilities	(2,154)	(7,264)	E00100	Cash and cash equivalents at the beginning of the year	489,397	696,349
A33000	Cash inflow from operating activities	271,690	331,804	E00200	Cash and cash equivalents at the end of the year	\$676,230	\$489,397
A33100	Interest received	28,504	30,735				
A33200	Dividends received	101	247				
A33300	Interest paid	(66,439)	(47,192)				
A33500	Income tax paid	(38,614)	(52,590)				
AAAA	Net cash inflow from operating activities	195,242	263,004				

(Please refer to the notes to the consolidated financial statements)

Chairman:

Manager:

Accounting Manager:

Cross Reference Table for Amendments to the Board of Directors Rules of Procedure

Amendments	Original Article	Explanations
<p>X. When the meeting time arrives and less than half of the directors are present, the chairperson may announce a postponement of the meeting <u>on the same day</u>, with a limit of two postponements. If the quorum is still not met after two postponements, the chair may re-convene the meeting following the procedures provided in Article 3, paragraph 2.</p> <p>The term "all board directors " as used in the preceding paragraph and in Article 18, paragraph 2, subparagraph 2 shall be calculated as the number of directors then in office.</p>	<p>X. When the meeting time arrives and less than half of the directors are present, the chairperson may announce a postponement of the meeting, with a limit of two postponements. If the quorum is still not met after two postponements, the chair may re-convene the meeting following the procedures provided in Article 3, paragraph 2.</p> <p>The term "all board directors " as used in the preceding paragraph and in Article 18, paragraph 2, subparagraph 2 shall be calculated as the number of directors then in office.</p>	<p>1. To avoid disputes arising from uncertainty over extended board meeting times, it is expressly stipulated that when the quorum is not met, the chairperson may postpone the meeting, provided that such postponement shall be limited to the same day.</p> <p>2. Paragraph 2 remains unchanged.</p>
<p>XII. Proposals discussed by the Board of Directors should, in principle, proceed according to the agenda outlined in the meeting notice.</p> <p>However, the order may be changed with the approval of a</p>	<p>XII. Proposals discussed by the Board of Directors should, in principle, proceed according to the agenda outlined in the meeting notice.</p> <p>However, the order may be changed with the approval of a</p>	<p>1. Paragraphs 1 to 3 remain unchanged.</p> <p>2. In consideration of practical needs, to avoid disrupting the operation of the Board of Directors when</p>

Amendments	Original Article	Explanations
<p>majority of directors present at the meeting.</p> <p>The meeting chair may not declare the meeting closed without the approval of a majority of directors present at the meeting.</p> <p>If at any time during the proceedings of a board of directors meeting the directors sitting at the meeting are not more than half of the directors present at the meeting, then upon motion by the directors sitting at the meeting, the chair shall declare a suspension of the meeting, in which case paragraph 1 of the article 10 shall apply mutatis mutandis.</p> <p>During the proceedings of a board meeting, the chairperson may, at their discretion, announce a recess or initiate consultation.</p> <p><u>During the proceedings of a board meeting, if the</u></p>	<p>majority of directors present at the meeting.</p> <p>The meeting chair may not declare the meeting closed without the approval of a majority of directors present at the meeting.</p> <p>If at any time during the proceedings of a board of directors meeting the directors sitting at the meeting are not more than half of the directors present at the meeting, then upon motion by the directors sitting at the meeting, the chair shall declare a suspension of the meeting, in which case paragraph 1 of the article 10 shall apply mutatis mutandis.</p> <p>During the proceedings of a board meeting, the chairperson may, at their discretion, announce a recess or initiate consultation.</p>	<p>the chairperson is unable to chair the meeting or fails to declare the meeting adjourned as required during the proceedings, a new provision is added to stipulate that the selection of the acting chair shall follow mutatis mutandis the provisions of Article 7, Paragraph 3. In such cases, the vice chairperson shall act on behalf of the chairperson. If there is no vice chairperson, or if the vice chairperson is also on leave or otherwise unable to exercise their duties, the chairperson shall designate one managing director to act on their behalf; if no managing</p>

Amendments	Original Article	Explanations
<u>chair is unable to chair the meeting or fails to declare the meeting closed as provided in paragraph 2, the provisions of Article 7, paragraph 3 shall apply <i>mutatis mutandis</i> to the selection of the deputy to act in place thereof.</u>		<p>directors have been established, one director shall be designated instead. If the chairperson does not designate an acting chair, one shall be elected from among the managing directors or directors present.</p>
<p>XXI. This regulation were enacted on September 08, 2003. 1st amendments hereto were made on December 27, 2006. 2nd amendments hereto were made on June 17, 2010. 3rd amendments hereto were made on December 21, 2012. 4th amendments hereto were made on November 10, 2017. 5th amendments hereto were made on March 16, 2022. <u>6th amendments hereto were made on August 9, 2024.</u></p>	<p>XXI. This regulation were enacted on September 08, 2003. 1st amendments hereto were made on December 27, 2006. 2nd amendments hereto were made on June 17, 2010. 3rd amendments hereto were made on December 21, 2012. 4th amendments hereto were made on November 10, 2017. 5th amendments hereto were made on March 16, 2022.</p>	

Name List of Director Candidates

No.	Name	Education Background	Experience	Representing Government or Legal Entity	Category of Nominee
1	WANG, PO-HSUN	Ph.D.degree from National Kaohsiung University of Science and Technology	President, FCS Group		Director
2	WANG, PO-LI	National Tainan Industrial High School	Vice President, FCS Group	Fong Wei Investment Co., Ltd.	Director
3	WANG, CHUN-CHIEH	Master's Degree in Business Administration, National Chung Hsing University	Chairman, Ningbo FCS		Director
4	WANG, CHUN-HSIEN	Master's Degree in Mechanical Engineering, National Sun Yat-sen University	CEO, FCS Group		Director
5	WANG, CHUN-YU	Graduate Institute of Physics, National Sun Yat-sen University	Regional Manager, FCS Taiwan		Director
6	CHANG, SU-JING	National Tainan Commercial Vocational Senior High School	Supervisor, FCS		Director
7	CHEN, FEI-JU	Nan Ying Vocational High School	Supervisor, FCS		Director
8	HUANG, CHUNG-HUI	EMBA, National Cheng Kung University	Managing Partner, Diwan CPAs (predecessor of Ernst & Young Taiwan)		Independent Director
9	LIN, CHIH-MAO	M.S. in Materials Science and Engineering, National Tsing Hua University	CEO, Netronix, Inc. 、Chairman and CEO, Analog Integrations Corporation		Independent Director
10	HSU, YA-FEN	LL.B., Soochow University	Attorney, Yun An Law Firm		Independent Director
11	SU, LING-SUNG	B.B.A. in Applied Business, National Taichung University of Science and Technology	Director, All Time Ltd.		Independent Director

Cross Reference Table for Amendments to the Articles of Incorporation

Amendments	Original Article	Explanations
<p>XXXI.</p> <p>The Company shall distribute no less than 3% of the annual profit, if any, as the remuneration to employees. <u>Of the aforementioned remuneration to employees, no less than 30% shall be allocated to grassroots employees.</u> The Company shall also distribute no more than 3% of the annual profit as the remuneration to directors, provided that profits must first be taken to offset against cumulative losses, if any.</p> <p>The annual profit mentioned in the preceding paragraph refers to the income before tax before the remuneration to employees, directors are deducted for the year.</p> <p>Receivers of the remuneration to employees paid in the form of stock or in cash shall include employees of the Company's associates who meet certain conditions.</p>	<p>XXXI.</p> <p>The Company shall distribute no less than 3% of the annual profit, if any, as the remuneration to employees, and no more than 3% of the annual profit as the remuneration to directors, provided that profits must first be taken to offset against cumulative losses, if any.</p> <p>The annual profit mentioned in the preceding paragraph refers to the income before tax before the remuneration to employees, directors are deducted for the year.</p> <p>Receivers of the remuneration to employees paid in the form of stock or in cash shall include employees of the Company's associates who meet certain conditions.</p>	<p>To align with legal revisions</p>
<p>XXXI-1</p> <p>If the Company records earnings from the account during the interim period, it shall estimate and retain taxes payable, compensation for accumulated losses, estimate and retain remuneration of</p>	<p>XXXI-1</p> <p>If the Company records earnings from the account during the interim period, it shall estimate and retain taxes payable, compensation for accumulated losses, estimate and retain remuneration of</p>	<p>Amended to allow cash dividends to be distributed upon board resolution and reported to the shareholders' meeting.</p>

Amendments	Original Article	Explanations
<p>employees and remuneration of Directors, and then, appropriate 10% as the legal reserve; however, this shall not apply when the legal reserve has reached the paid-in capital of the Company; subsequently, the Company shall appropriate or reverse special reserve according to the requirements of laws and regulations. If there are still earnings, after adding the balance to the undistributed earnings from prior years, the Board shall prepare the distribution proposal; if the proposal adopts a distribution by way of the issuance of new shares, it shall be proposed to the shareholders' meeting for resolution before the distribution; if the proposal adopts the distribution in cash, it shall be resolved by the Board and reported to the shareholders' meeting.</p> <p>If the Company has surplus earnings in the annual final settlement, it shall first legally pay all taxes and dues and cover the losses in the previous years, and then set aside ten percent (10%) of the surplus earnings as legal reserve, unless the amount of such legal reserve reaches the Company's total paid-in capital.</p> <p>Additionally, the special reserves set aside or reversed</p>	<p>employees and remuneration of Directors, and then, appropriate 10% as the legal reserve; however, this shall not apply when the legal reserve has reached the paid-in capital of the Company; subsequently, the Company shall appropriate or reverse special reserve according to the requirements of laws and regulations. If there are still earnings, after adding the balance to the undistributed earnings from prior years, the Board shall prepare the distribution proposal; if the proposal adopts a distribution by way of the issuance of new shares, it shall be proposed to the shareholders' meeting for resolution before the distribution; if the proposal adopts the distribution in cash, it shall be resolved by the Board and reported to the shareholders' meeting.</p> <p>If the Company has surplus earnings in the annual final settlement, it shall first legally pay all taxes and dues and cover the losses in the previous years, and then set aside ten percent (10%) of the surplus earnings as legal reserve, unless the amount of such legal reserve reaches the Company's total paid-in capital.</p> <p>Additionally, the special reserves set aside or reversed</p>	

Amendments	Original Article	Explanations
<p>in accordance with applicable laws or the competent authority's requirements shall be stated as the current earnings which, together with the undistributed earnings at the beginning of the period, shall be regarded as the distributable earnings, and the Board of Directors shall draft a proposal for distribution of the same and then submit the proposal to a shareholders' meeting for resolution.</p> <p><u>Pursuant to Article 240, Paragraph 5 of the Company Act, the Company authorizes the Board of Directors, with the attendance of more than two-thirds of all directors and the approval of a majority of the directors present, to distribute in whole or in part the dividends and bonuses to be distributed, or the legal reserve and capital reserve as prescribed in Article 241, Paragraph 1 of the Company Act, in the form of cash. Such distribution shall be reported to the shareholders' meeting.</u></p> <p>As the Company is engaged in the precision machinery industry, the dividend policy, including amount, category and ratio of shareholder bonus, shall be prepared subject to the current and future investment environment which the</p>	<p>in accordance with applicable laws or the competent authority's requirements shall be stated as the current earnings which, together with the undistributed earnings at the beginning of the period, shall be regarded as the distributable earnings, and the Board of Directors shall draft a proposal for distribution of the same and then submit the proposal to a shareholders' meeting for resolution.</p> <p>As the Company is engaged in the precision machinery industry, the dividend policy, including amount, category and ratio of shareholder bonus, shall be prepared subject to the current and future investment environment which the Company is in, the Company's funding needs, domestic/foreign competition status and capital budget, and by taking into account the shareholders' interest, balanced dividends and the Company's long-term financial planning. The total distributable dividends shall be no more than 80% of the annual distributable earnings, including the cash dividends no less than 20% of the distributable dividends.</p> <p>Regarding the net reduction items of other equity accounted for and accumulated in the</p>	

Amendments	Original Article	Explanations
<p>Company is in, the Company's funding needs, domestic/foreign competition status and capital budget, and by taking into account the shareholders' interest, balanced dividends and the Company's long-term financial planning. The total distributable dividends shall be no more than 80% of the annual distributable earnings, including the cash dividends no less than 20% of the distributable dividends.</p> <p>Regarding the net reduction items of other equity accounted for and accumulated in the preceding period and the net increase in the fair value of investment properties, the Company shall appropriate special reserve with an equivalent amount from the undistributed earnings from the preceding period. If the undistributed earnings are insufficient, the amount shall be appropriated from profit after tax of the period, plus items other than profit after tax of the period, that is included in the amount of undistributed earnings for the period.</p>	<p>preceding period and the net increase in the fair value of investment properties, the Company shall appropriate special reserve with an equivalent amount from the undistributed earnings from the preceding period. If the undistributed earnings are insufficient, the amount shall be appropriated from profit after tax of the period, plus items other than profit after tax of the period, that is included in the amount of undistributed earnings for the period.</p>	
<p>XXXVIII.</p> <p>The Articles of Incorporation were enacted on May 24, 1991. 1st amendments hereto were made on August 8, 1991.</p> <p>.....</p>	<p>XXXVIII.</p> <p>The Articles of Incorporation were enacted on May 24, 1991. 1st amendments hereto were made on August 8, 1991.</p> <p>.....</p>	<p>Addition of the expected date of final amendment approval by the shareholders' meeting.</p>

Amendments	Original Article	Explanations
24th amendments hereto were made on May 31, 2022. <u>25th amendments hereto were made on June 20, 2025.</u>	24th amendments hereto were made on May 31, 2022.	

Name List of Director Candidates Relieved from Non- Competition Restriction

Job Title	Candidate	Concurrent Positions Held in Other Companies
Director	WANG, PO-HSUN	1. Chairman, Fu Chun Shin Co., Ltd. (British Virgin Islands) 2. Vice Chairman, Dongguan FCS Plastic Machinery Manufacture Co., Ltd. 3. Director, FCS (Ningbo) Machinery Manufacture Co., Ltd. 4. Chairman, Shin Foong Tai Technology Co., Ltd. 5. Director, FCS Nano Technology Co., Ltd. 6. Chairman, FCS RG Plastic PET. Ltd. 7. Chairman, PT. FCS RGP Plastic. 8. Director, FCS Machinery (Thailand) Co., Ltd. 9. Director, FCS Plastic Machinery (Thailand) Co., Ltd. 10. Director, FCS (Ningbo) Precision Technology Co., Ltd. 11. Director, FCS Machinery (India) Private Limited. 12. Director, FCS Manufacturing (India) Private Limited.
Director	WANG, CHUN-CHIEH	1. Chairman and General Manager, FCS (Ningbo) Machinery Manufacture Co., Ltd. 2. Director, FCS RG Plastic PET. Ltd. 3. Director, PT. FCS RGP Plastic. 4. Chairman, FCS (Ningbo) Precision Technology Co., Ltd. 5. General Manager, Dongguan FCS Plastic Machinery Manufacture Co., Ltd.
Director	WANG, CHUN-HSIEN	1. Chairman, PT. FUCHUNSHIN Technology Indonesia. 2. Director, FCS Nano Technology Co., Ltd. 3. Director, FCS RG Plastic PET. Ltd. 4. Director, PT. FCS RGP Plastic. 5. Director, FCS Machinery (Thailand) Co., Ltd. 6. Director, FCS Plastic Machinery (Thailand) Co., Ltd. 7. Director, FCS (Ningbo) Precision Technology Co., Ltd.
Director	WANG, CHUN-YU	Representative of the Corporate Director, FCS Do Brasil Ltda.
Representative of Corporate Director	WANG, PO-LI	Vice Chairman, Dongguan FCS Plastic Machinery Manufacture Co., Ltd.

Job Title	Candidate	Concurrent Positions Held in Other Companies
Independent Director	HUANG, CHUNG-HUI	1. Independent Director, O-TA Precision Industry Co., Ltd. 2. Independent Director, Nam Liong Global Corporation, Ltd.
Independent Director	LIN CHIH-MAO	1. Independent Director, EMpower Technology Co., Ltd. 2. Independent Director, Gigastorage Corporation.

Rules of Procedures for Shareholders' Meetings

- I. The rules of procedures for shareholders' meetings of FU CHUN SHIN MACHINERY MANUFACTURE CO., LTD. (hereinafter referred to as the "Company"), except as otherwise provided by laws, shall be as provided in these Rules.
- II. The shareholders mentioned in the "Rules" refer to the shareholders and the representatives entrusted by the shareholders to attend the meeting on behalf of them.
- III. Unless otherwise provided by law or regulation, this Corporation's shareholders meetings shall be convened by the board of directors.

The Company convening a shareholders' meeting via videoconference shall be stated in the Articles of Incorporation and resolved by the board of directors, and the videoconference shall be attended by at least two-thirds of the board of directors. A resolution is passed with the consent of a majority of the directors.
- IV. The company shall specify in the meeting notice the time and place for the sign-in of the shareholders and other related matters.

The shareholders' meeting reporting time referred to in the preceding paragraph shall be 30 minutes prior to the meeting started. There should be clear signs at the reporting place with adequate staff assigned to handle the process. For virtual shareholders meetings, shareholders may begin to register on the virtual meeting platform 30 minutes before the meeting starts. Shareholders completing registration will be deemed as attend the shareholders meeting in person.

Shareholders or their proxies (hereinafter referred to as the "shareholders") shall attend the shareholders' meetings with their attendance cards, sign-in cards, or other certificates of attendance. The Company may not arbitrarily add requirements for other documents beyond those showing eligibility to attendance presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification.

The Company shall furnish the attending shareholders with a sign-in book to sign, or attending shareholders may hand in a sign-in card in lieu of signing in. The Company shall furnish attending shareholders with the meeting agenda handbook, annual report, attendance card, speaker's slips, voting slips, and other meeting materials. Where there is an election of directors, ballots shall also be furnished.

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

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

- V. To convene a virtual shareholders meeting, this Corporation shall include the follow particulars in the shareholders meeting notice: How shareholders attend the virtual meeting and exercise their rights.
1. How shareholders attend the virtual meeting and exercise their rights.
 2. Actions to be taken if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events, at least covering the following particulars:
 - A. To what time the meeting is postponed or from what time the meeting will resume if the above obstruction continues and cannot be removed, and the date to which the meeting is postponed or on which the meeting will resume.
 - B. Shareholders not having registered to attend the affected virtual shareholders meeting shall not attend the postponed or resumed session.
 - C. In case of a hybrid shareholders meeting, when the virtual meeting cannot be continued, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders meeting online, meets the minimum legal requirement for a shareholder meeting, then the shareholders meeting shall continue. The shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, and the shareholders attending the virtual meeting online shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders meeting.
 - D. Actions to be taken if the outcome of all proposals have been announced and extraordinary motion has not been carried out.
 3. To convene a virtual-only shareholders meeting, appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders meeting online shall be specified. Shareholders must be furnished with the requisite connection equipment and support, with the exception of the circumstances delineated in Paragraph 6 of Article 44-9 of the Regulations Governing the Administration of Shareholder Services of Public Companies. Furthermore, it is imperative to specify any pertinent precautions and the timeframe within which shareholders are permitted to submit applications to the Company.
- VI. Attendance at shareholders meetings shall be calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in, and the shares checked in on the virtual meeting platform, plus the number of shares whose voting rights are exercised by correspondence or electronically. The chair shall call the meeting to order at the scheduled meeting time;

however, the chair may have the meeting postponed if the attending shareholders do not represent more than half of the total shares issued. The meeting postponement is limited to two times for a total of less than 1 hour. If the quorum is not met after two postponements and the attending shareholders still represent less than one-third of the total number of issued shares, the chair shall declare the meeting adjourned. In the event of a virtual shareholders meeting, this Corporation shall also declare the meeting adjourned at the virtual meeting platform. If there are not enough shareholders representing at least one-third of issued shares attending the meeting after two postponements, tentative resolutions may be passed in accordance with Article 175, Paragraph 1 of the Company Act. Shareholders shall be notified of the tentative resolutions, and another shareholders' meeting will be convened within one month. When, prior to conclusion of the meeting, the attending shareholders represent a majority of the total number of outstanding shares, the chair may resubmit the tentative resolution for a vote by the shareholders' meeting pursuant to Article 174 of the Company Act.

- VII. If a shareholders' meeting is convened by the Board of Directors, the meeting agenda shall be set by the Board of Directors. The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders' meeting. The provisions of the preceding paragraph apply *mutatis mutandis* to a shareholders' meeting convened by a party with the power to convene other than the Board of Directors. The chair may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs (including extempore motions), except by a resolution of the shareholders' meeting. If the chair declares the adjournment of the meeting in a manner in violation of such rules governing the proceedings of meetings, the other members of the Board of Directors shall promptly assist the attending shareholders in electing a new chair in accordance with statutory procedures, by agreement of a majority of the votes represented by the attending shareholders, and then continue the meeting. Shareholders may not select another chair to continue the meeting at the original meeting place or at another place after the meeting is adjourned.
- VIII. When a meeting is in progress, the chair may announce a break based on time considerations. A resolution may be adopted at a shareholders' meeting to defer or resume the meeting within 5 days for the proposal that could not be concluded in the meeting without the need of issuing a notice and announcement.
- IX. Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, his/her shareholder account number (or attendance card number), and account name. The order in which shareholders speak will be set

by the chair. A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech is not in alignment with the subject on the speaker's slip, the spoken content shall prevail. Attending shareholders may not interfere with the speaking shareholders without the Chairman's consent and the speaking shareholders. The Chairman will have the violating shareholders stopped. A shareholder's single speech may not exceed 5 minutes, provided that the speech may be extended once upon permission of the chair.

Except with the consent of the chair, a shareholder may not speak more than twice on the same proposal. If the shareholder's speech violates the rules or exceeds the scope of the agenda item or disturbs the order of the proceeding, the chair may stop such act or terminate the speech discretionally or upon the request of other shareholders.

After an attending shareholder has spoken, the chair may respond in person or direct relevant personnel to respond.

Where a virtual shareholders meeting is convened, shareholders attending the virtual meeting online may raise questions in writing at the virtual meeting platform from the chair declaring the meeting open until the chair declaring the meeting adjourned. No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words.

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

- X. The chair shall allow ample opportunity during the meeting for explanation and discussion of proposals and of amendments or extempore motions put forward by the shareholders; when the chair is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the chair may announce the discussion closed and call for a vote.
- XI. Except as otherwise provided in the Company Act and in the Company's Articles of Incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders.
- XII. Attendance and voting at shareholders' meetings shall be calculated based on the number of shares.
- XIII. The venue for a shareholders' meeting shall be the premises of the Company, or a place easily accessible to shareholders and suitable for the meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m. Full consideration shall be given to the opinions of the independent directors with

respect to the place and time of the meeting.

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

- XIV. If a shareholders' meeting is convened by the Board of Directors, the meeting shall be chaired by the Chairman of Board. In case the Chairman is on leave or absent or cannot exercise his power and authority for any cause, the Vice Chairman shall act on his behalf. In case the Vice Chairman is also on leave or absent or unable to exercise his power and authority for any cause, the Chairman shall designate one of the directors to act on his behalf. In the absence of such a designation, the directors shall elect from among themselves an acting chair. Where a shareholders' meeting is convened by a party with power to convene other than the Board of Directors, the convening party shall chair the meeting. When there are two or more such convening parties, they shall mutually select a chair from among themselves.

When a director serves as the chair, as referred to in the preceding paragraph, the director shall have held that position for six months or more with great understanding of the Company's financial position and business conditions. The same shall apply for a representative of an institutional director to serve as the chair.

- XV. The Company may appoint its attorneys, CPAs, or relevant persons retained by it to attend a shareholders' meeting in a non-voting capacity. Staff handling administrative affairs of a shareholders meeting shall wear identification cards or armbands.

At the place of a shareholders meeting, if a shareholder attempts to speak through any device other than the public address equipment set up by this Corporation, the chair may prevent the shareholder from so doing.

When a shareholder violates the rules of procedure and defies the chair's correction, obstructing the proceedings and refusing to heed calls to stop, the chair may direct the proctors or security personnel to escort the shareholder from the meeting.

- XVI. The Company shall make an uninterrupted audio and video recording of the entire process of the shareholders' meeting from shareholders' sign-in, the proceedings of the meeting, as well as the process of voting and vote counting. The audio and video recording in the preceding paragraph shall be kept for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.

Where a shareholders meeting is held online, this Corporation shall keep records of shareholder registration, sign-in, check-in, questions raised, votes

cast and results of votes counted by this Corporation, and continuously audio and video record, without interruption, the proceedings of the virtual meeting from beginning to end.

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

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

- XVII. The representative of a juristic person shareholder shall not be limited to one person, provided that the voting right that may be exercised shall be calculated on the basis of the total number of voting shares it holds, and shall be exercised by a single representative centrally, or several representatives separately.
- XVIII. When there is an amendment or an alternative to a proposal, the chair shall present the amended or alternative proposal together with the original proposal and decide the order in which they will be put to a vote. When any one among them is passed, the other proposals will then be deemed rejected and no further voting shall be required.
- XIX. The juristic person who has attended the shareholder's meeting by proxy can authorize only one representative to attend the meeting. When a juristic person shareholder appoints two or more representatives to attend a shareholders' meeting, only one of the representatives so appointed may speak on the same proposal.
- XX. Vote counting for proposals or elections at a shareholders' meeting shall be conducted in public at the place of the shareholders' meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on-site at the meeting and recorded.

When this Corporation convenes a virtual shareholders meeting, after the chair declares the meeting open, shareholders attending the meeting online shall cast votes on proposals and elections on the virtual meeting platform before the chair announces the voting session ends or will be deemed abstained from voting.

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

When this Corporation convenes a hybrid shareholders meeting, if shareholders who have registered to attend the meeting online decide to attend the physical shareholders meeting in person, they shall revoke their registration two days

before the shareholders meeting in the same manner as they registered. If their registration is not revoked within the time limit, they may only attend the shareholders meeting online.

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

- XXI. The chair may direct disciplinary personnel or security personnel to help keep the meeting place in order.
- XXII. Upon occurrence of the significant disasters, such as air raid warning, earthquake, and fire during the meeting, if any, the chair shall announce the closure or suspension of the meeting and evacuate all attendees. After the disaster is relieved, the chair shall announce the time for reopening the meeting.
- XXIII. Matters relating to the resolutions of a shareholders meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes may be produced and distributed in electronic form.

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

The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their voting results (including the number of voting rights), and disclose the number of voting rights won by each candidate in the event of an election of directors or supervisors. The minutes shall be retained for the duration of the existence of this Corporation. Where a virtual shareholders meeting is convened, in addition to the particulars to be included in the meeting minutes as described in the preceding paragraph, the start time and end time of the shareholders meeting, how the meeting is convened, the chair's and secretary's name, and actions to be taken in the event of disruption to the virtual meeting platform or participation in the meeting online due to natural disasters, accidents or other force majeure events, and how issues are dealt with shall also be included in the minutes.

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

XXIV. (Public disclosure) On the day of a shareholders meeting, this Corporation shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation, the number of shares represented by proxies and the number of shares represented by shareholders attending the meeting by correspondence or electronic means, and shall make an express disclosure of the same at the place of the shareholders meeting. In the event a virtual shareholders meeting, this Corporation shall upload the above meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

During this Corporation's virtual shareholders meeting, when the meeting is called to order, the total number of shares represented at the meeting shall be disclosed on the virtual meeting platform. The same shall apply whenever the total number of shares represented at the meeting and a new tally of votes is released during the meeting.

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

XXV. (Disclosure of information at virtual meetings)

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

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

When this Corporation convenes a virtual-only shareholders meeting, both the chair and secretary shall be in the same location, and the chair shall declare the address of their location when the meeting is called to order.

XXVII. (Handling of disconnection)

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

In the event of a virtual shareholders meeting, when declaring the meeting open, the chair shall also declare, unless under a circumstance where a meeting is not required to be postponed to or resumed at another time under Article 44-20, paragraph 4 of the Regulations Governing the Administration of Shareholder Services of Public Companies, if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters,

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

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

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

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

When this Corporation convenes a hybrid shareholders meeting, and the virtual meeting cannot continue as described in second paragraph, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders meeting online, still meets the minimum legal requirement for a shareholder meeting, then the shareholders meeting shall continue, and not postponement or resumption thereof under the second paragraph is required.

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

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

For dates or period set forth under Article 12, second half, and Article 13, paragraph 3 of Regulations Governing the Use of Proxies for Attendance at

Shareholder Meetings of Public Companies, and Article 44-5, paragraph 2, Article 44-15, and Article 44-17, paragraph 1 of the Regulations Governing the Administration of Shareholder Services of Public Companies, this Corporation shall handle the matter based on the date of the shareholders meeting that is postponed or resumed under the second paragraph.

- XXVIII. When convening a virtual-only shareholders meeting, this Corporation shall provide appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders meeting online. Shareholders must be furnished with the requisite connection equipment and support, with the exception of the circumstances delineated in Paragraph 6 of Article 44-9 of the Regulations Governing the Administration of Shareholder Services of Public Companies. Furthermore, it is imperative to specify any pertinent precautions and the timeframe within which shareholders are permitted to submit applications to the Company.
- XXIX. The matters not addressed in the Rules should be processed in accordance with other related laws and the Company's Articles of Incorporation.
- XXX. These Rules and all amendments thereto shall be enforced upon approval by a shareholders' meeting.

The latest amendments to the Rules were made on June, 2024.

Articles of Incorporation

Chapter I General Provision

Article 1: The Company is incorporated in accordance with the Company Act and named Fu Chun Shin Machinery Manufacture Co., Ltd.

Article 2: The Company's business lines are stated as follows:

1. CB01010 Mechanical Equipment Manufacturing
2. CB01990 Other Machinery Manufacturing
3. CC01020 Electric Wires and Cables Manufacturing
4. CC01030 Electric Appliance and Audiovisual Electric Products Manufacturing
5. CC01080 Electronics Components Manufacturing
6. CD01030 Motor Vehicles and Parts Manufacturing
7. CD01040 Motorcycles and Parts Manufacturing
8. CQ01010 Mold and Die Manufacturing
9. C805990 Other Plastic Products Manufacturing
10. F401010 International Trade
11. H703100 Real Estate Leasing
12. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.

Article 3: The Company's headquarters is located in Tainan City. The Company may set up branches or branch offices at any other adequate locations, if necessary, and the establishment, abolishment or changes thereof shall be subject to resolutions by the Board of Directors.

Article 4: The Company's announcement method shall be handled in accordance with the provisions of Article 28 of the Company Act.

Chapter II Shares

Article 5: The Company's total capital is NT\$5 billion, which is divided into 500 million shares at a par value of NT\$10 per share, and the Board of Directors may issue unissued shares in tranches, if necessary.

Article 6: Deleted.

Article 7: The share certificates of the Company shall be registered, and bear the signatures or seals of directors representing the Company and may only be issued subject to certification by the competent authority pursuant to laws. The Company may issue shares exempted from the requirements about printing of stock certificates, and shall register the shares with a centralized securities depository institution.

Article 8: Shareholders shall report their real names or designations and addresses to the Company, and submit the completed specimen seal certificates to the Company for record. The loss of such specimen seal, if any, shall be handled

in accordance with the “Regulations Governing the Administration of Shareholder Services of Public Companies.”

Article 9: In the event of share transfer, the transferor and transferee shall complete the “Application Form for Share Transfer” and submit the same together with the stock certificates to the Company to apply for the registration of transfer.

Before the transfer procedures are recorded on the roster of shareholders, such transfer shall not be set up as a defense against the Company.

Article 10: In the event of loss of or damage to the stock certificates, the “Regulations Governing the Administration of Shareholder Services of Public Companies” promulgated by the competent authority shall apply.

Article 11: If the Company processes a shareholder’s application for issuance of replacement stocks due to splits and such split stocks do not exceed 1,000 shares, the Company may charge a handling fee.

Article 12: The registration of share transfer shall be suspended 60 days before an annual general meeting, 30 days before a special shareholders’ meeting, or within five days before the Company decides to pay out dividends, bonuses, or other benefits.

Chapter III Shareholders’ Meeting

Article 13: There are annual general and special shareholders’ meetings. The Board of Directors shall convene the annual general meeting once a year within six months after the end of each fiscal year, by a 30-day prior notice to each shareholder. The special shareholders’ meeting shall be convened according to laws whenever necessary, by a 15-day prior written notice to each shareholder. Shareholders’ meetings of the Company may be held by way of video conferences or other methods announced by the central competent authority. If a video conference is adopted, shareholders who participated in the meeting via a video call shall be deemed as attending in person.

Article 14: Any shareholder who is unable to attend a shareholders’ meeting in person may appoint another shareholder to attend the meeting on behalf of him/her by personally presenting a power of attorney printed by the Company indicating the scope of power. The other matters related to attendance by proxy shall follow Article 177 of the Company Act, and also the “Regulations Governing the Use of Proxies for Attendance at Shareholders’ Meetings of Public Companies” promulgated by the competent authority.

Article 15: A shareholders’ meeting shall be chaired by the Chairman of Board. In case the Chairman is on leave or absent or cannot exercise his power and authority for any cause, the Vice Chairman shall act on his behalf. In case the Vice Chairman is also on leave or absent or unable to exercise his power and authority for any cause, the directors shall elect from among themselves an acting chair. Where a Board of Directors meeting is convened by a party with power to convene other than the Board of Directors, the convening party shall chair the meeting. When there are two or more such convening parties,

they shall mutually select a chair from among themselves.

Article 16: Each of the Company's shareholders is entitled to one vote per share. (Notwithstanding, the shares that are held by the Company itself in accordance with laws have no voting rights.)

Article 17: Resolutions at a shareholders' meeting shall, unless otherwise provided by other applicable laws, be adopted by a majority vote of the shareholders present, who represent more than one-half of the total number of voting shares. According to the requirements of the competent authority, shareholders of the Company may exercise their voting rights by electronic means; by doing so, such shareholders shall be deemed attending the meeting in person; relevant matters shall be subject to the requirements of laws and regulations.

Article 18: Matters relating to the resolutions by a shareholders' meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minute referred to in the preceding paragraph shall be distributed in the manner under the Company Act. The minutes of shareholders' meeting shall record the date and place of the meeting, the name of the chair, the method of adopting resolutions, and a summary of the essential points of the proceedings and the results of the meeting. The minutes shall be kept persistently throughout the life of the Company. The attendance list bearing the signatures of shareholders present at the meeting and the powers of attorney of the proxies shall be kept by the company for a minimum period of at least one year.

Chapter IV Directors and Audit Committee

Article 19: The Company shall have 7–13 directors on the board in place. Their term of office is three years. The shareholders' meeting shall elect such directors from candidates with the legal capacity, and they shall be eligible for re-elections.

Article 19-1: The directors referred to in the preceding article shall include at least two independent directors who shall account for no less than one-fifth of the whole directors. The election of directors shall adopt the candidate nomination system under Article 192-1 of the Company Act. The method of accepting the nomination of director candidates, announcements and other related matters shall be handled in accordance with the relevant laws and regulations of the Company Act and the Securities and Exchange Act. Independent directors and non-independent directors shall be elected one at a time, and the number of elected positions shall be calculated separately. The votes obtained represent those with more voting rights to be elected as independent directors and non-independent directors.

Article 19-2: The Company has established its Audit Committee according to

requirements under Article 14-4 of the Securities and Exchange Act. The Audit Committee shall compose of all Independent Directors; the number of persons, tenure, powers, rules of procedures, and other matters shall be subject to relevant requirements under the Regulations Governing the Exercise of Powers by Audit Committees of Public Companies; the "Audit Committee Charter" shall be otherwise established.

Article 20: In case election of new directors cannot be effected in time after expiration of the term of office of existing directors, the existing directors shall continue to perform their duties until the new directors elect has assumed their office as directors.

Article 21: The Board of Directors shall consist of all directors. A Chairman of Board and a Vice Chairman of the Board shall be elected among and from the directors upon resolution adopted by a majority of the directors present at a meeting attended by more than two-third of the whole directors, and shall execute all of the Company's affairs per laws, Articles of Incorporation, and any resolution adopted by a shareholders' meeting and Board of Directors' meeting.

Article 22: When the number of vacancies in the Board of Directors equals one-third of the total number of directors, the Board of Directors shall call, within 60 days, a special shareholders' meeting to elect succeeding directors to fill the vacancies for the remaining service time of the dismissed directors.

Article 23: The Board of Directors shall meet once per three months. If the Chairman of Board deems it necessary, or upon request of more than two directors, a special shareholders' meeting may be convened and chaired by the Chairman. In case the Chairman is on leave or absent or cannot exercise his power and authority for any cause, the Vice Chairman shall act on his behalf. In case the Vice Chairman is also on leave or absent or unable to exercise his power and authority for any cause, the directors shall elect from among themselves an acting chair. In calling a meeting of the Board of Directors, a notice shall be given to each director within 7 days prior to the scheduled meeting date. In the case of emergency, however, the meeting may be convened at any time.

The meeting notice referred to in the preceding paragraph may be given by correspondence or via fax or email.

Article 24: Unless otherwise provided by the Company Act, the resolutions by the Board of Directors shall be adopted by more than half of the directors present at a Board of Directors meeting attended by more than half of all directors. Any director who is unable to attend the meeting with causes may appoint another director to attend the meeting on behalf of him/her by personally presenting a power of attorney indicating the scope of power. However, a director may accept the appointment to act as the proxy of another one director only. In case a meeting of the board of directors is proceeded via visual communication network, then the directors taking part in such a visual

communication meeting shall be deemed to have attended the meeting in person.

Article 25: Resolutions adopted by a Board of Directors meeting shall be recorded in the minutes of the meeting, which shall be affixed with the signature or seal of the chair of the meeting and distributed to each director of the Company within twenty days after the close of the meeting. The minute shall record a summary of the essential points of the proceedings and the results of the meeting. The minutes, together with the present directors' attendance book and power of attorney for proxy, if any, shall be kept by the Company pursuant to laws.

Article 26: Deleted.

Article 27: The Company's directors may claim transportation allowance. The Board of Directors is authorized to determine the remunerations to all directors (including the Chairman of the Board) based on their engagement in the Company's operations, contribution, and the pay level among peers in the industry.

Article 27-1: The Board of Directors' shall perform the following functions:

- (1) Review and approval of various charters and rules.
- (2) Determination of financing and wealth management.
- (3) Approval of annual budget and review on annual accounts.
- (4) Review, supervision and execution of annual business plans.
- (5) Important personnel decision making.
- (6) Preparation of earnings distribution proposal and loss compensation proposal.
- (7) Determination of capital increase/reduction.
- (8) Approval of important contracts or other significant matters.
- (9) Appointment and discharge of the Company's external auditors.
- (10) Other powers granted pursuant to laws and by a shareholders' meeting.

Chapter V. Managers and Officers

Article 28: The Company shall appoint several managers (including General Manager). The appointment and dismissal thereof and remuneration to them shall be governed by Article 29 of the Company Act.

Article 29: The Company may retain advisors or important officers per resolution by the Board of Directors.

Chapter VI. Account Closure

Article 30: At the end of each fiscal year, the Company shall have the Board of Directors prepare the following reports and submitted to the shareholders' meeting for approval according to legal procedures.

1. the business report;
2. the financial statements; and

3. earning distribution proposal or loss compensation proposal.

Article 31: The Company shall distribute no less than 3% of the annual profit, if any, as the remuneration to employees, and no more than 3% of the annual profit as the remuneration to directors, provided that profits must first be taken to offset against cumulative losses, if any.

The annual profit mentioned in the preceding paragraph refers to the income before tax before the remuneration to employees, directors are deducted for the year.

Receivers of the remuneration to employees paid in the form of stock or in cash shall include employees of the Company's associates who meet certain conditions.

Article 31-1: If the Company records earnings from the account during the interim period, it shall estimate and retain taxes payable, compensation for accumulated losses, estimate and retain remuneration of employees and remuneration of Directors, and then, appropriate 10% as the legal reserve; however, this shall not apply when the legal reserve has reached the paid-in capital of the Company; subsequently, the Company shall appropriate or reverse special reserve according to the requirements of laws and regulations. If there are still earnings, after adding the balance to the undistributed earnings from prior years, the Board shall prepare the distribution proposal; if the proposal adopts a distribution by way of the issuance of new shares, it shall be proposed to the shareholders' meeting for resolution before the distribution; if the proposal adopts the distribution in cash, it shall be resolved by the Board and reported to the shareholders' meeting.

If the Company has surplus earnings in the annual final settlement, it shall first legally pay all taxes and dues and cover the losses in the previous years, and then set aside ten percent (10%) of the surplus earnings as legal reserve, unless the amount of such legal reserve reaches the Company's total paid-in capital. Additionally, the special reserves set aside or reversed in accordance with applicable laws or the competent authority's requirements shall be stated as the current earnings which, together with the undistributed earnings at the beginning of the period, shall be regarded as the distributable earnings, and the Board of Directors shall draft a proposal for distribution of the same and then submit the proposal to a shareholders' meeting for resolution.

As the Company is engaged in the precision machinery industry, the dividend policy, including amount, category and ratio of shareholder bonus, shall be prepared subject to the current and future investment environment which the Company is in, the Company's funding needs, domestic/foreign competition status and capital budget, and by taking into account the shareholders' interest, balanced dividends and the Company's long-term financial planning. The total distributable dividends shall be no more than

80% of the annual distributable earnings, including the cash dividends no less than 20% of the distributable dividends.

Regarding the net reduction items of other equity accounted for and accumulated in the preceding period and the net increase in the fair value of investment properties, the Company shall appropriate special reserve with an equivalent amount from the undistributed earnings from the preceding period. If the undistributed earnings are insufficient, the amount shall be appropriated from profit after tax of the period, plus items other than profit after tax of the period, that is included in the amount of undistributed earnings for the period.

Article 32: Deleted.

Chapter VII Supplementary Provisions

Article 33: The Company may provide endorsements or guarantees to external entities.

Article 34: The Company's total investment may be exempted from the restriction about 40% of the total paid-in capital.

Article 35: The Company's articles of association and enforcement rules shall be established by the Board of Directors separately.

Article 36: Matters not specified in the Articles of Incorporation shall be handled in accordance with the Company Act and other related laws and regulations.

Article 37: The Articles of Incorporation shall be enforced upon resolution by a shareholders' meeting and approval of the competent authority. The same shall apply where the Articles of Incorporation are amended.

Article 38: The Articles of Incorporation were enacted on May 24, 1991.

1st amendments hereto were made on August 8, 1991.

2nd amendments hereto were made on September 15, 1994.

3rd amendments hereto were made on December 5, 1994.

4th amendments hereto were made on August 10, 1995.

5th amendments hereto were made on December 1, 1996.

6th amendments hereto were made on July 30, 1997.

7th amendments hereto were made on February 21, 1998

8th amendments hereto were made on June 27, 1998.

9th amendments hereto were made on June 24, 2000.

10th amendments hereto were made on June 16, 2001.

11th amendments hereto were made on June 30, 2002.

12th amendments hereto were made on June 27, 2003.

13th amendments hereto were made on June 5, 2004.

14th amendments hereto were made on June 29, 2005.

15th amendments hereto were made on June 29, 2006.

16th amendments hereto were made on June 21, 2007.

17th amendments hereto were made on June 17, 2010.

18th amendments hereto were made on June 21, 2012.

19th amendments hereto were made on June 27, 2014.

20th amendments hereto were made on June 27, 2015.
21st amendments hereto were made on May 31, 2016.
22nd amendments hereto were made on June 30, 2020.
23rd amendments hereto were made on August 30, 2021.
24th amendments hereto were made on May 31, 2022.

Fu Chun Shin Machinery Manufacture Co., Ltd.

Chairman: Wang Po-Hsun

Regulation Governing Procedure for Board of Directors Meeting

Article 1: To establish a strong governance system and sound supervisory capabilities for this Corporation's Board of Directors, and to strengthen management capabilities, these Rules are adopted pursuant to Article 2 of the Regulations Governing Procedure for Board of Directors Meetings of Public Companies and the Company Act.

Article 2: The proceedings of the Company's Board of Directors shall be handled in accordance with these rules unless otherwise stipulated by law.

Article 3: The Company's Board of Directors shall convene at least once every quarter. The notice of the meeting shall state the matters to be discussed and shall be sent to all directors in writing, by email, or by fax, at least seven days before the meeting. In emergency circumstances, however, a meeting may be called on shorter notice.

The designated unit for board meetings shall be the finance department.

The designated unit shall prepare the agenda for the Board of Directors meetings and provide comprehensive pre-meeting materials, which shall be sent together with the notice of the meeting.

The matters listed in the first paragraph of Article 12 shall be stated in the meeting agenda unless there is an emergency or a legitimate reason. Temporary motions are not allowed for these matters.

Article 4: The Company's regular board meetings shall be planned and the agenda formulated by the Board or its authorized unit after soliciting opinions from all directors. The meeting notice and sufficient meeting materials shall be sent to all directors in accordance with the time stipulated in the preceding article. A director of the opinion that the pre-meeting materials provided are insufficiently comprehensive may request the

agenda working group to supplement the materials. If a director is of the opinion that materials concerning any proposal are insufficient in content, the deliberation of such proposal may be postponed by a resolution of the board of directors.

Article 5: At each Board of Directors meeting, an attendance book shall be prepared for directors to sign and kept for future reference. All board directors shall attend board meetings in person; if attendance in person is not possible, they may, pursuant to the company's articles of incorporation, appoint another director to attend as their proxy. Attendance via tele- or video-conference is deemed as attendance in person. A director appointing another director to attend a board meeting in his or her place shall in each case give to that director a written proxy stating the scope of authorization with respect to the reasons for meeting. A proxy in the preceding paragraph may accept a proxy from one person only.

Article 6: A board of directors meeting shall be held at the location and during the business hours of the company. However, if necessary for business purposes, the meeting may be held at another location or time that is convenient for the directors and suitable for the board meeting.

Article 7: Where a meeting of the board of directors is called by the chairperson of the board, the meeting shall be chaired by the chairperson. However, where the first meeting of each newly elected board of directors is called by the director who received votes representing the largest portion of voting rights at the shareholders' meeting in which the directors were elected, the meeting shall be chaired by that director; if there are two or more directors so entitled to call the meeting, they shall choose one person by and from among themselves to chair the meeting.

Where a meeting of the board of directors is called by a majority of directors on their own initiative in accordance with Article 203, paragraph 4 or Article 203-1, paragraph 3 of the Company Act, the directors shall choose one person by and from among themselves to chair the meeting.

If the Chairperson is on leave or unable to fulfill their duties, the Vice Chairperson shall act in their place. If there is no Vice

Chairperson, or the Vice Chairperson is also on leave or unable to act, a Managing Director designated by the Chairperson shall act in their place. If no such designation is made, a Managing Director or Director shall be elected by and from among the directors.

Article 8: When the Board of Directors convenes, the relevant departments (or the Secretariat of the Board) shall prepare necessary documents for review by the directors during the meeting.

During the meeting, personnel from relevant departments or subsidiaries shall attend to report on the company's business status and respond to directors' inquiries, assisting the directors in making appropriate resolutions. Accountants, lawyers, or other professionals may also be invited to attend the meeting and provide professional opinions for the Board's reference. However, such professionals shall leave the meeting during discussions and voting.

Supervisors attending the board meeting to express opinions may participate in the discussion of the agenda but do not have voting rights on matters within the exclusive authority of the Board of Directors.

Article 9: (Documentation of a board meeting by audio or video)
The company shall record on audio or video tape the entire proceedings of a board of directors meeting, and preserve the recordings for at least five years, in electronic form or otherwise. If before the end of the preservation period referred to in the preceding paragraph any litigation arises in connection with a resolution of a board of directors meeting, the relevant audio or video recordings shall continue to be preserved until the litigation is concluded.

Where a board of directors meeting is held via tele- or video conferencing, the audio and visual documentation of the meeting form a part of the meeting minutes and shall be well preserved during the existence of the company.

Article 10: When the meeting time arrives and less than half of the directors are present, the chairperson may announce a postponement of the meeting on the same day, with a limit of two postponements. If the quorum is still not met after two

postponements, the chair may re-convene the meeting following the procedures provided in Article 3, paragraph 2. The term "all board directors " as used in the preceding paragraph and in Article 18, paragraph 2, subparagraph 2 shall be calculated as the number of directors then in office.

Article 11: (Agenda items)

Agenda items for regular board meetings of this Corporation shall include at least the following:

1. Reports Matters to be reported:
 - A. Minutes of the last meeting and actions arising Minutes of the last meeting and action taken.
 - B. Important financial and business matters.
 - C. Internal audit activities.
 - D. Other important matters to be reported.
2. Matters for discussion:
 - A. Items for continued discussion from the last meeting.
 - B. Items for discussion at this meeting.
3. Extraordinary motions.

Article 12: Proposals discussed by the Board of Directors should, in principle, proceed according to the agenda outlined in the meeting notice. However, the order may be changed with the approval of a majority of directors present at the meeting.

The meeting chair may not declare the meeting closed without the approval of a majority of directors present at the meeting. If at any time during the proceedings of a board of directors meeting the directors sitting at the meeting are not more than half of the directors present at the meeting, then upon motion by the directors sitting at the meeting, the chair shall declare a suspension of the meeting, in which case paragraph 1 of the article 10 shall apply mutatis mutandis.

During the proceedings of a board meeting, the chairperson may, at their discretion, announce a recess or initiate consultation. During the proceedings of a board meeting, if the chair is unable to chair the meeting or fails to declare the meeting closed as provided in paragraph 2, the provisions of Article 7, paragraph 3 shall apply mutatis mutandis to the selection of the deputy to act in place thereof.

Article 13: The company shall submit the following items for discussion by the board of directors:

1. The Corporation's business plan.
2. Annual financial reports, and financial reports for the second quarter, audited and attested by a certified public accountant (CPA).
3. Adoption or amendment of an internal control system pursuant to Article 14-1 of the Securities and Exchange Act (the "Act").
4. Adoption or amendment, pursuant to Article 36-1 of the Act, of handling procedures for financial or operational actions of material significance, such as acquisition or disposal of assets, derivatives trading, extension of monetary loans to others, and endorsements or guarantees for others.
5. The offering, issuance, or private placement of any equity-type securities.
6. The appointment or discharge of a financial, accounting, or internal audit officer.
7. A donation to a related party or a major donation to a non-related party, provided that a public-interest donation of disaster relief for a major natural disaster may be submitted to the following board of directors meeting for retroactive recognition.
8. Any matter required by Article 14-3 of the Act or any other law, regulation, or bylaw to be approved by resolution at a shareholders' meeting or board of directors meeting, or any such significant matter as may be prescribed by the competent authority.

The term "related party" in subparagraph 7 of the preceding paragraph means a related party as defined in the Regulations Governing the Preparation of Financial Reports by Securities Issuers. The term "major donation to a non-related party" means any individual donation, or cumulative donations within a 1-year period to a single recipient, at an amount of NTD100 million or more, or at an amount equal to or greater than 1 percent of net operating revenue or 5 percent of paid-in capital as stated in the CPA-attested financial report for the most recent year.

The term "within a 1-year period" in the preceding paragraph means a period of 1 year calculated retroactively from the date on which the current board of directors meeting is

convened. Amounts already submitted to and passed by a resolution of the board are exempted from inclusion in the calculation.

For foreign companies whose stock has no par value or a par value other than NTD10, the "5 percent of paid-in capital" in paragraph 2 above shall be calculated instead as 2.5 percent of shareholder equity.

If a company has an independent director or directors, at least one independent director shall attend each meeting in person. In the case of a meeting concerning any matter required to be submitted for a resolution by the board of directors under paragraph 1, each independent director shall attend in person; if an independent director is unable to attend in person, he or she shall appoint another independent director to attend as his or her proxy. If an independent director expresses any objection or reservation about a matter, it shall be recorded in the board meeting minutes. An independent director intending to express an objection or reservation but unable to attend the meeting in person shall, unless there is some legitimate reason to do otherwise, issue a written opinion in advance, which shall be recorded in the meeting minutes.

Article 14: After the attending directors have expressed their opinions, the chairperson may personally or appoint relevant personnel to respond, or designate professional attendees to provide necessary information.

If a director repeatedly speaks on the same issue or speaks beyond the agenda, affecting the speaking opportunities of other directors or obstructing the proceedings, the chairperson may stop them from continuing.

Article 15: When the chair at a board meeting is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the chair may announce the discussion closed and call a vote. When a proposal comes to a vote at a board meeting, if no attending director voices an objection following an inquiry by the chair, the proposal will be deemed approved. If there is an objection following an inquiry by the chair, the proposal shall be brought to a vote.

One voting method for proposals at a board meeting shall be

selected by the chair from among those below, provided that when an attending director has an objection, the chair shall seek the opinion of the majority to make a decision:

- 1.A show of hands or a vote by voting machine.
- 2.A roll call vote.
- 3.A vote by ballot.
- 4.A vote by a method selected at this Corporation's discretion.

"Attending directors," as used in the preceding two paragraphs, does not include directors that may not exercise voting rights pursuant to Article 17.

Article 16: Except as otherwise stated in the Company Act or in the Articles of Incorporation, a resolution on a matter at a board of directors meeting requires the approval of a majority of the directors present at the meeting that shall be attended by a majority of all directors.

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

If a vote on a proposal requires monitoring and counting personnel, the chair shall appoint such personnel, providing that all monitoring personnel shall be directors.

Voting results shall be made known on-site immediately and recorded in writing.

Article 17: Directors or the representatives of legal entities shall abstain from deliberating or voting on the following matters, and shall not act as a proxy to exercise the voting rights of other directors:

1. Matters in which they themselves or the legal entities they represent have a conflict of interest that could harm the Company's interests. If a director's spouse, relatives within the second degree of kinship, or companies that have a controlling or subordinate relationship with the director have a conflict of interest regarding the

matter, the director shall be deemed to have a personal conflict of interest in the matter.

2. A director who believes they should recuse themselves may do so voluntarily.

3. When the Board of Directors resolves that recusal is necessary.

The provisions of Article 180, paragraph 2 of the Company Act, as applied *mutatis mutandis* under Article 206, paragraph 4 of that Act, apply to resolutions of board of directors meetings when a director is prohibited by the preceding paragraph from exercising voting rights. °

Article 18: Discussions at a board meeting shall be recorded in the meeting minutes, and the minutes shall fully and accurately state the matters listed below:

1. The meeting session (or year) and the time and place of the meeting.
2. The name of the chair.
3. The directors' attendance at the meeting, including the names and the number of directors in attendance, excused, and absent.
4. The names and titles of those attending the meeting as non-voting participants.
5. The name of the minute taker.
6. The matters reported at the meeting.
7. Agenda items: the method of resolution and the result for each proposal; a summary of the comments made by directors, experts, or other persons; the name of any director that is an interested party as referred to in paragraph 1 of the preceding article, an explanation of the important aspects of the relationship of interest, the reasons why the director was required or not required to enter recusal, and the status of their recusal; opinions expressing objections or reservations at the meeting that were included in records or stated in writing; and any opinion issued in writing by an independent director pursuant to Article 13, paragraph 5.
8. Extraordinary motions: The name of the mover, the method of resolution and the result, a summary of the comments of any director, expert, or other person; the name of any director that is an interested party as referred

to in paragraph 1 of the preceding article, an explanation of the important aspects of the relationship of interest, the reasons why the director was required or not required to enter recusal, and the status of their recusal; and their objections or reservations and any recorded or written statements.

9. Other matters required to be recorded.

The occurrence of any of the following circumstances, with respect to a resolution passed at a board meeting, shall be stated in the meeting minutes and shall be publicly announced and filed on the website of the Market Observation Post System designated by the Financial Supervisory Commission, within 2 days from the date of the meeting:

1. Any objection or expression of reservations by an independent director expresses of which there is a record or written statement.
2. A resolution is adopted with the approval of two-thirds or more of all directors, without having been passed by the audit committee of this Corporation.

The attendance book constitutes part of the minutes for each board meeting and shall be retained for the duration of the existence of this Corporation.

The meeting minutes of paragraph 1 may produced and distributed in electronic form.

The summary of the agenda of each proposal, the directors' objections, the voting method, and the result shall be accurately recorded according to relevant regulations. The minutes of a board meeting shall bear the signature or seal of both the chair and the minute taker, and a copy of the minutes shall be distributed to each director and supervisor within 20 days after the meeting.

When the Board of Directors discusses matters such as the acquisition or disposal of assets, engaging in derivative transactions, lending funds to others, or providing endorsements or guarantees for major financial operations, sufficient consideration should be given to the opinions of the audit committee or independent directors. Their agreement or objection, along with the reasons, shall be recorded in the meeting minutes.

The minutes of a board of directors meeting shall be preserved as important company records during the existence of the company.

Article 19: When the Board of Directors, in accordance with the Company's Articles of Incorporation, authorizes the Executive Board or the Chairman to exercise the powers of the Board of Directors during recesses, the scope of authorization shall be specific and not general. Matters involving significant interests of the Company must still be resolved by the Board of Directors.

The Board of Directors may refer a proposal to a functional committee for preliminary deliberation before it is reported to or discussed by the Board of Directors, depending on the nature of the proposal.

Article 20: The regulation shall be enforced upon resolution by a shareholders' meeting. The same shall apply where the regulation are amended.

Article 21: This regulation were enacted on September 08, 2003.

1st amendments hereto were made on December 27, 2006.

2nd amendments hereto were made on June 17, 2010.

3rd amendments hereto were made on December 21, 2012.

4th amendments hereto were made on November 10, 2017.

5th amendments hereto were made on March 16, 2022.

6th amendments hereto were made on August 9, 2024.

Fu Chun Shin Machinery Manufacture Co., Ltd.

[Appendix 4]

Shareholding of Directors

Book closure date: April 22, 2025

Position	Name	Date elected	Shareholding while elected			Current shareholding			Remarks
			Type	shares	Shareholding ratio (%)	Type	shares	Shareholding ratio (%)	
Chairman	Wang Po-Hsun	May 31, 2022	Ordinary share	11,366,947	7.61%	Ordinary share	11,718,766	7.01%	
Vice Chairman	Wan Chun-Chieh	May 31, 2022	Ordinary share	6,262,303	4.19%	Ordinary share	6,721,055	4.02%	
Director	Chiu Chia-Miao	May 31, 2022	Ordinary share	664,659	0.44%	Ordinary share	627,040	0.37%	
Director	Wang Chun-Hsien	May 31, 2022	Ordinary share	5,919,433	3.96%	Ordinary share	6,365,105	3.81%	
Director	Representative of Feng Wei Investment Co., Ltd.: Wang Po-Li	May 31, 2022	Ordinary share	3,147,253	2.11%	Ordinary share	3,306,503	1.98%	
Director	Wang Chun-Yu	May 31, 2022	Ordinary share	701,365	0.47%	Ordinary share	786,243	0.47%	
Director	Wu Tsung-Cheng	May 31, 2022	Ordinary share	0	0.00%	Ordinary share	0	0.00%	
Director	Chang Su-Chen	May 31, 2022	Ordinary share	3,154,469	2.11%	Ordinary share	3,318,084	1.98%	
Director	Chen Fei-Ju	May 31, 2022	Ordinary share	39,264	0.03%	Ordinary share	41,250	0.02%	
Independent director	Tsai Wen-Pin	May 31, 2022	Ordinary share	0	0.00%	Ordinary share	0	0.00%	
Independent director	Huang Ying-Fang	May 31, 2022	Ordinary share	0	0.00%	Ordinary share	0	0.00%	
Independent director	Huang Chung-hui	May 31, 2022	Ordinary share	0	0.00%	Ordinary share	0	0.00%	
Independent director	Kreng Bor-Wen	May 31, 2022	Ordinary share	0	0.00%	Ordinary share	0	0.00%	
Total				31,255,693			32,884,046		

Total number of shares issued on May 31, 2022: 149,438,780 shares

Total number of shares issued on April 22, 2025: 167,220,592 shares

Remark: The number of shares to be held by the Company's whole directors pursuant to

laws: 10,033,235 shares

Number of shares held until April 22, 2025: 32,884,046 shares

◎The shares held by independent directors are excluded from those held by directors.

◎As Fu Chun Shin Machinery Manufacture Co., Ltd. has established the Audit Committee, the minimum shareholding requirements for Supervisors shall not apply.

The influence of the stock dividend proposed at the shareholders' meeting on the Company's operating performance and earnings per share: Not applicable

Unit: NT\$ Thousand, except EPS in NT\$

Item		Year	2025 (estimated)
Paid-in capital, beginning			1,654,778
Stock or cash dividend for this year	Cash dividend per share (NT\$) (Note 1)		NT\$0.30
	Number of shares allotted per share for capitalization of earnings (Note 1)		0 share
	Number of shares allotted per share for capitalization of capital surplus (Note 1)		—
Changes in operating performance	Operating income		Not applicable (Note 2)
	Increase (decrease) in operating income YoY		
	Net income after tax		
	Increase (decrease) in net profit after tax YoY		
	Earnings per share (NT\$)		
	Increase (decrease) in earnings per share YoY		
	Annual average return on investment (annual average earning yield)		
Pro forma earnings per share and price-earnings ratio	If the capitalization of earnings is replaced with payout of cash dividends	Imputed earnings per share (NT\$)	Not applicable (Note 2)
		Pro forma annual average return on investment	
	If the capitalization of capital surplus is not conducted	Imputed earnings per share (NT\$)	
		Pro forma annual average return on investment	
	If the capitalization of capital surplus is not conducted and the capitalization of earnings is replaced with payout of cash dividends	Imputed earnings per share (NT\$)	
		Pro forma annual average return on investment	

Note 1: The estimated payout of dividends for 2024 is based on the earnings distribution proposal resolved by the Board of Directors on March 11, 2025.

Note 2: The Company didn't release a 2025 financial forecast, but followed the letter of the Securities and Futures Bureau, Financial Supervisory Commission, Executive Yuan under (91) Tai-Cai-Zheng (1) Zi-No. 002534.

