



Stock Code: 3322

建舜電子製造股份有限公司
JOINSON ELECTRONICS MFG. CO., LTD.

**Handbook for the 2026 Annual Meeting
of Shareholders**

Calling: General Meeting

Meeting: 9am, June 12, 2026

Place: 17F.-10, No. 93, Sec. 1, Xintai 5th Rd., Xizhi Dist., New Taipei City (Conference Room) 02

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JOINSOON ELECTRONICS MFG. CO., LTD.
Procedure for the 2026 Annual Meeting of Shareholders

1. Call the Meeting to Order
2. Chairman Remarks
3. Report Items
4. Ratification Items
5. Questions and Motions
6. Adjournment

JOINSOON ELECTRONICS MFG. CO., LTD.

Year 2026

Agenda of Annual Meeting of Shareholders

1. Time: 9:00 a.m. on Friday, June 12, 2026

2. Place: 17F.-10, No. 93, Sec. 1, Xintai 5th Rd., Xizhi Dist., New Taipei City (Conference room)

3. Report the number of shares present and call the meeting to order

4. Chairman Remarks

5. Report Items (Reports on Company Affairs)

Report No.1: 2025 Business Reports

Report No.2: Audit Committee's Review Report on the 2025 Financial Statements

Report No.3: 2025 Directors' Emoluments

Report No.4: Amendments to the Rules of Procedure for Board Meetings

Report No.5: Communication between the Audit Committee Convener with the Independent Directors and the Internal Audit Officer

Report No.6: The status of achievement as of 2025 of the estimated benefit of the 2026 reinvestment of Joinsoon Electronics Manufacturing Co., (Thailand) Ltd. in the issuance of the fourth domestic unsecured convertible bond.

6. Ratification Items

Report No.1: 2025 Business Reports and Financial Statements

Report No.2: 2025 Adoption of the Proposal for Loss Appropriation

7. Questions and Motions

8. Adjournment

Report Items (Reports on Company Affairs)

Report No. 1 (Reported by the Board)

2025 Business Reports

Explanation: The 2025 Business Report is attached as p. [6-9], Attachment 1.

Report No. 2 (Reported by the Board)

Audit Committee's Review Report on the 2025 Financial Statements

Explanation: The 2025 Audit Committee's Review Report is attached as p. [10], Attachment 2.

Report No. 3 (Reported by the Board)

2025 Directors' Emoluments

Explanation: 1. Directors' emoluments include compensation of Directors and business implementation expenses. The compensation of Directors who are also managers is received monthly. The Directors' monthly business implementation expenses are determined based on the extent of their involvement in the Company's operations, values of their contribution, supervision of the Company's sustainable development planning, and by reference to the industry benchmarks. Independent Directors are paid differently for their duties as conveners of the Remuneration Committee and Audit Committee. Compensation of Directors is calculated in accordance with Article 24 of the Articles of Incorporation of the Company and is subject to the resolution of the Remuneration Committee and the Board of Directors based on the time of service. Directors who are also managers are paid in accordance with the Company's Job Position System and Salary Scale Table.

2. The 2025 Directors' Emoluments is attached as p.[11], Attachment 3.

Report No. 4 (Reported by the Board)

Amendments to the Rules of Procedure for Board Meetings

Explanation: 1. Amended in accordance with Order No. Financial-Supervisory-Securities 1120383996 dated January 11, 2024.

2. The Table of Comparison of the Amendments to the Rules of Procedure for Board Meetings is attached as p. [12-13], Attachment 4.

Report No. 5 (Reported by the Board)

Communication between the Audit Committee Convener with the Independent Directors and the Internal Audit Officer

Explanation: 1. In addition to the monthly audit report and remediation tracking report submitted by the Company's internal audit department to the Independent Directors by the end of the following month, the Internal Audit Officer shall regularly report to the Independent Directors on the Company's internal audit activities and the status of remediation tracking at a meeting held at least once a quarter.

2. The Company's auditors and the Independent Directors shall meet regularly at least twice a year, with the Internal Audit Officer being invited to attend, to report to the Independent Directors on the financial position of the Company, the financial position of its subsidiaries and the overall operating position and internal control reviews, and to provide a full explanation of whether any significant regulatory changes have had an

impact on the presentation of the financial statements. Meetings may be called at any time for important matters.

3. The Internal Audit Officer, the auditors and the Independent Directors may communicate with each other at any time as necessary to ensure smooth communication.

Report No. 6 (Reported by the Board)

The status of achievement as of 2025 of the estimated benefit of the 2026 reinvestment of Joinsoon Electronics Manufacturing Co., (Thailand) Ltd. in the issuance of the fourth domestic unsecured convertible bond.

Explanation: The status of achievement of 2025 of the estimated benefit of the 2026 reinvestment of Joinsoon Electronics Manufacturing Co., (Thailand) Ltd. in the issuance of the fourth domestic unsecured convertible bond are as follows:

Unit: NT\$ thousand

Cash outflow	Year	Investment amount			
	2019	422,472			
Cash inflow	Year	Net profit after tax (A)	Depreciation (Note) (B)	Cash flow (A+B)	Accumulated recoveries (Accumulated A + B)
	2021 (Actual)	42,924	18,527	61,451	61,451
	2022 (Actual)	24,551	29,347	53,898	115,349
	2023 (Actual)	45,101	29,681	74,782	190,131
	2024 (Actual)	38,867	35,826	74,693	264,824
	2025 (Actual)	47,716	41,912	89,628	354,452
	2026 (Estimate)	42,549	42,321	84,870	439,322

Note: Depreciation of property, plant and equipment is provided on the straight-line basis over the estimated useful lives in accordance with local regulations.

The total cash inflow from 2021 to 2025 was \$354,452 thousand, a difference of \$68,020 thousand from the cash outflow for the first phase of investment in the Thailand plant of \$422,472 thousand, and it is expected that the total cash inflow will be achieved at the end of 2026.

Ratification Items

1. (Proposed by the Board)

Proposal:

2025 Business Reports and Financial Statements

Explanation: 1. 2025 Financial Statements and Consolidated Financial Statements were audited by independent auditors, Yiu-Kwan Au and Yi-Wen Wang of KPMG, and issued an unqualified opinion. Also, the Business Report has been approved by the Board. The 2025 independent auditors' audit report, and the Financial Statements are attached as pp. [14-29], Attachments 5-6.

2. This case has been approved by the Board and sent to the Audit Committee for review, and a review report was issued.

Resolution:

2. (Proposed by the Board)

Proposal:

2025 Adoption of the Proposal for Profits Distribution

Explanation: 1. The accompanying financial statements have been audited and approved by independent auditors. Beginning retained earnings NT\$ 88,05,838, plus the net of current defined benefit plan re-measurement of NT\$ 1,986,937, minus the equity in affiliated companies of NT\$145,821 and net loss after tax of NT\$116,728,996 for the period. The accumulated loss at the end of the year is \$26,830,042, which is not intended to be distributed due to the net loss for the current period. The loss appropriations table is attached as pp. [30], Attachment 7.

Resolution:

Questions and Motions

Adjournment

(Attachment 1)

Business Report

Ladies and gentlemen of the shareholders:

Looking back at the past year, the global economy stayed at a rate of 3.2% in 2025, unchanged from the previous year. In the first half of the year, the market fell into a slump due to the Trump administration's sweeping tariff policies and geopolitical uncertainties; however, the subsequent "front-loading" effect by businesses and the gradual clarification of policies drove export momentum in the second half, while stabilizing inflation and easing labor market pressures supported the fundamentals. Additionally, demand growth for AI-related semiconductors and servers far exceeded expectations, becoming a core pillar supporting global trade. It is anticipated that by 2026, the global market will have gradually adapted to the new normal of "high tariffs and high volatility." Companies are shifting toward more resilient localized supply chain strategies, while AI technology is evolving from early-stage hardware deployment toward software applications and industrial empowerment. This will become a key driver of future productivity growth, helping to offset some of the negative impacts stemming from geopolitical tensions.

The results of our 2025 business and a summary of our 2026 business plan are as follows:

1. 2025 Business Results

(1) Business Plan Implement Results

The Company's 2025 Consolidated Operating Income was NT\$ 3,004,391 thousand, an increase of 6% compared to 2024, Consolidated Gross Profit was NT\$ 413,308 thousand, a decrease of 1% compared to 2024, Consolidated Net Operating Loss NT\$ 106,644 thousand and net loss per share after tax NT\$ 0.96 in 2025.

Category	Unit: NT\$ thousand			
	2025	2024	+/-	%
Consolidated Operating Income	3,004,391	2,826,393	177,998	6%
Consolidated Operating Costs	2,591,083	2,409,412	181,671	8%
Consolidated Gross Profit	413,308	416,981	(3,673)	-1%
Consolidated Operating Expenses	519,952	571,881	(51,929)	-9%
Consolidated Operating Income (Loss)	(106,644)	(154,900)	48,256	-31%
Consolidated Non-operating Income	(17,915)	69,068	(86,983)	-126%
Consolidated Pre-Tax Income (Loss)	(124,559)	(85,832)	(38,727)	45%
Consolidated Net Income (Loss) Attributed to Stockholders of the Company	(116,729)	(101,133)	(15,596)	15%

(2) Estimated implementation of the situation

The Company is not required to disclose financial projections in 2025, so there is no budget achievement.

(3) Financial Structure, solvency and profitability analysis

Category		2025	2024	
Financial Structure	Debt Ratio (%)	54.65	51.64	
Solvency	Current Ratio (%)	115.53	150.80	
Profitability	Return on Assets (%)	-2.65	-2.35	
	Return on Equity (%)	-7.31	-6.11	
	Ratio to Capital Stock (%)	Operation Income	-8.77	-12.74
		Profit Before Tax	-10.24	-7.06
	Net Profit Margin (%)	-3.89	-3.33	
Earnings Per Share (NT\$)	-0.96	-0.87		

Note: Including non-controlling interests.

(4) Research and Development Status

		Unit: NT\$ thousand	
Category / Year		2025	2024
Consolidated Research & Development Expense		160,130	208,213
Consolidated Net Income		3,004,391	2,826,393
Ratio of Consolidated R&D Expense to Net Income		5.33%	7.37%

The technologies or products developed in 2025 are as follows:

1. Thunderbolt5 Passive cable coaxial0.8~1.5m
2. Thunderbolt5 Passive cable twisted-pair0.3~0.8m
3. Thunderbolt5 Active Cable. coaxial2.0m
4. USB 4 TO PCI-e M.2 SSD.
5. Wi-Fi extend
6. NAS for Media

2. 2026 Business Plan Summary

(1) Management Policy

1. Deeply rooted in corporate values, cultivating key technical talent, and lay the foundation for the long-term development of the company.
2. Continue to develop our core technology of high frequency cables and connectors to strengthen our core competitive advantage.
3. Maintain a solid financial structure with strict cash flow control and optimize cash flow management to support long-term development needs.
4. Continuously promote and implement the ESG sustainable development strategy and enhance the Company's investment in environmental protection, social participation and corporate governance.

(2) Expected sales volume and its basis

Based on the Company's operating results in 2025, evaluation of recent orders and industry information, our colleagues will continue to expand our business and develop new products.

(3) Important Production and Marketing Policies

1. Continue to promote Toyota-style management to improve productivity and management capabilities.
2. Through process optimization, we can enhance the effective division of labor and resource allocation among overseas factories (Thailand and China), strengthen localized supply and global inventory management capabilities and enhance cost competitiveness.
3. We are actively developing international customers to diversify the risk of operation concentration.
4. We are actively expanding into the automotive electronics and smartphone components industries.

3. Future development strategy of the company

- (1) We actively increase the proportion of high-margin products, optimize the product portfolio, and strive for dual growth in revenue scale and profitability to maximize return on equity.
- (2) Building on our expertise in interconnect components, we continue to develop high-frequency technology products and expand into the non-consumer electronics components industry.
- (3) Continue to shift the focus of production and engineering, leveraging regional production advantages to offer the most competitive pricing and services. Through vertical integration of front-end R&D (NPI) and back-end production, accelerating the transition from R&D to mass production to ensure sustained growth in revenue and profitability.

4. Influenced by the external competitive environment, regulatory environment and general business environment

- (1) Global economic growth in 2025 was approximately 3.2%. Although impacted by the shift in trade policies under the new U.S. administration and geopolitical volatility, the overall economy demonstrated resilience, bolstered by the dividends of investment in artificial intelligence (AI) infrastructure. Looking ahead to 2026, the global economy is expected to enter a new normal characterized by “low-speed growth driven by high technology.” The International Monetary Fund (IMF) projects that the growth rate will remain around 3.1%. Although inflation has gradually been brought under control, geopolitical risks (such as the formation of regional economic and trade blocs) and the actual implementation of U.S. tariff policies continue to exert pressure on the costs associated with supply chain shifts. While market uncertainties have been partially priced in, high debt levels and protectionism remain key factors undermining economic confidence.
- (2) In 2025, the global notebook (NB) market saw shipments grow to 183 million units (a year-over-year increase of 4.9%) driven by replacement demand resulting from Microsoft’s end of support for Windows 10. Moving into 2026, market growth momentum will shift from “forced replacement” to “AI application-driven” growth. Research firms expect global NB shipments to maintain steady growth. The key driver lies in the projected AI PC penetration rate exceeding 40%. As NPU computing power improves and edge computing applications mature, laptops will no longer be merely productivity tools but will also serve as personalized smart assistants. This trend will significantly boost demand for high-performance transmission interfaces, high-frequency and high-speed cable assemblies, and precision electronic components, which will benefit the market penetration of our high-end products.
- (3) As AI applications extend from the cloud to edge devices (Edge AI), the connector industry is undergoing a transformative period marked by comprehensive upgrades in specifications. The output value of the information and electronics industry in 2026 is projected to continue the 10.33% growth trend seen in the previous year, driven by the following core technologies:
 1. Innovations in AI PCs and High-End Transmission Interfaces: As the penetration rate of

AI PCs increases significantly, internal data transmission volumes are growing exponentially, driving the development of connectors toward high-frequency, high-speed transmission and high-power delivery. Market demand for high-specification cable assemblies such as USB4 Gen 3/Gen 4 and Thunderbolt 5 remains strong. Leveraging our technical strengths in high-frequency signal processing and precision machining, we are actively entering the AI end-device supply chain to enhance product value-added.

2. **Edge AI Hardware and Server Peripherals:** The widespread adoption of high-performance computing chips in servers and edge computing hardware has driven growth in the output value of high-speed backplane connectors and high-current cables. The Company continues to invest in R&D for more miniaturized, higher-density connectivity solutions to meet the dual demands of AI devices for slim profiles and high performance.
 3. **Sustainable Supply Chains and Green Design:** In anticipation of the formal implementation of the EU Carbon Border Adjustment Mechanism (CBAM) in 2026, the connector industry is accelerating the adoption of post-consumer recycled (PCR) plastics and halogen-free materials. The Company will continue to optimize green manufacturing processes, reduce product carbon footprints through technological innovation, and ensure a leading competitive position within the global green supply chain.
- (4) The Company did not have any material events that would affect its financial and business affairs in the recent year due to domestic or foreign policies or laws and regulations.

To all shareholders, Ladies and Gentlemen
Good health and best of luck

JOINSON ELECTRONICS MFG. CO., LTD.

Chairman: Huang, Ching-Hsiung
Manager: Huang, Chin-Chi
Accounting Supervisor: Ou, Keng-Hung

(Attachment 2)

JOINSOON ELECTRONICS MFG. CO., LTD.

Audit Committee's Review Report on the 2025 Financial Statements

Authorized

The Board files the 2025 Business Report, Financial Statements and Proposal for Loss Appropriation of the Company, of which the financial statements are audited by KPMG and an Audit Report is issued. The above Business Report, Financial Statements and Proposal for Loss Appropriation of the Company have been examined by the Audit Committee and no discrepancies have been found. In accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act, we hereby report to you as follows.

Yours sincerely,

2026 Annual Meeting of Shareholders

Caller of the Audit Committee Hsu, Mei-Man

March 10, 2026

(Attachment 3)

JOINSOON ELECTRONICS MFG. CO., LTD.

2025 Directors' Emoluments

Title	Name	Directors' Emoluments								Total sum of A, B, C and D and the proportion of net profit after tax		Part-time employees receiving related remuneration								Total sum of A, B, C, D, E, F and G and the proportion of net profit after tax		Subsidiaries for reinvestment in business or parent companies	
		Compensation(A)		Retirement Pension (B)		Directors' Remuneration(C)		Business Execution Expenses(D)				Salaries, bonuses, special expenses(E)		Retirement Pensions(F)		Employees Remuneration(G)							
		The Company	All companies in the financial statement	The Company	All companies in the financial statement	The Company	All companies in the financial statement	The Company	All companies in the financial statement	The Company	All companies in the financial statement	The Company	All companies in the financial statement	The Company		All companies in the financial statement		The Company	All companies in the financial statement				
														Cash Price	Stock Price	Cash Price	Stock Price						
Chairman	Huang, Ching-Hsiung	0	0	0	0	0	0	0	0	0	0.00%	0.00%	5,039	6,014	0	0	0	0	0	0	5,039 (4.32%)	6,014 (5.15%)	0
Vice Chairman	Huang, Chin-Chi	0	0	0	0	0	0	0	0	0	0.00%	0.00%	2,659	4,456	0	0	0	0	0	0	2,659 (2.28%)	4,456 (3.82%)	0
Independent Director	Chen, Yi-Hsun	0	0	0	0	0	0	730	730	730	(0.63%)	(0.63%)	0	0	0	0	0	0	0	0	730 (0.63%)	730 (0.63%)	0
Independent Director	Chuang, Te-Ming	0	0	0	0	0	0	720	720	720	(0.62%)	(0.62%)	0	0	0	0	0	0	0	0	720 (0.62%)	720 (0.62%)	0
Independent Director (Note 1)	Hsu, Mei-Man	0	0	0	0	0	0	600	600	600	(0.51%)	(0.51%)	0	0	0	0	0	0	0	0	600 (0.51%)	600 (0.51%)	0
Independent Director (Note 2)	Shen, Hsiao-Ling	0	0	0	0	0	0	560	560	560	(0.48%)	(0.48%)	0	0	0	0	0	0	0	0	560 (0.48%)	560 (0.48%)	0

Note 1:

Independent Director Hsu, Mei-Man was elected on May 29, 2025.

Note 2: Independent Director Shen, Hsiao-Ling stepped down upon the expiry of her term on May 29, 2025.

(Attachment 4)

JOINSOON ELECTRONICS MFG. CO., LTD.

Table of Comparison of the Amendments to the Rules of Procedure for Board Meetings

Articles	After the Amendment	Before the Amendment	Revision Basis and Reasons
Article 8	<p>When the Company's Board of Directors convenes, the Stock Affairs Department shall have the relevant materials ready for the attending directors to review at any time. When holding a meeting of the Board of Directors, a company may, as necessary for the agenda items of the meeting, notify personnel of relevant departments or subsidiaries to attend the meeting as nonvoting participants. When necessary, the company may also invite certificated public accounts, attorneys, or other professionals to attend as nonvoting participants and to make explanatory statements, provided that they shall leave the meeting when deliberation or voting takes place. When the meeting time is due and one-half all board directors are not present, the meeting Chair may announce that the meeting time will be postponed <u>on the same day</u>, provided that no more than two postponements are made. 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 16,</p>	<p>When the Company's Board of Directors convenes, the Stock Affairs Department shall have the relevant materials ready for the attending directors to review at any time. When holding a meeting of the Board of Directors, a company may, as necessary for the agenda items of the meeting, notify personnel of relevant departments or subsidiaries to attend the meeting as nonvoting participants. When necessary, the company may also invite certificated public accounts, attorneys, or other professionals to attend as nonvoting participants and to make explanatory statements, provided that they shall leave the meeting when deliberation or voting takes place. When the meeting time is due and one-half all board directors are not present, the meeting Chair may announce that the meeting time will be postponed, provided that no more than two postponements are made. 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 16, paragraph 2,</p>	<p>Amended per 11 January 2024 Order No. Financial-Supervisory-Securities-Corporate-1120383996 of the Financial Supervisory Commission</p>

	paragraph 2, subparagraph 2 shall be calculated as the number of directors then in office.	subparagraph 2 shall be calculated as the number of directors then in office.	
Article 11	<p>A board of directors meeting shall be conducted in accordance with the order of business on the agenda as specified 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 Article 8, paragraph 4 shall apply</p> <p><u>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 2 shall apply to the selection of the deputy to act in place thereof.</u></p>	<p>A board of directors meeting shall be conducted in accordance with the order of business on the agenda as specified 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 Article 8, paragraph 3 shall apply.</p>	Amended per 11 January 2024 Order No. Financial-Supervisory-Securities-Corporate-1120383996 of the Financial Supervisory Commission

(Attachment 5)

Independent Auditors' Report

To the Board of Directors of Joinsoon Electronics Mfg. Co., Ltd.:

Opinion

We have audited the financial statements of Joinsoon Electronics Mfg. Co., Ltd. (“the Company”), which comprise the balance sheets as of December 31, 2025 and 2024, the statements of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the financial statements, including a summary of material accounting policies.

In our opinion, the accompanying parent only financial statements present fairly, in all material respects, the parent only financial position of the Company as of December 31, 2025 and 2024, and its financial performance and its cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis of our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audits of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

1. Valuation of inventories

Please refer to note (4)(g) inventories, note (5)(a) and note (6)(e) inventories, for the accounting policy related to inventories, the uncertainty of inventory valuation and the inventory valuation, respectively.

Description of key audit matter:

The major business activities of the Company are the manufacture and sale of computer peripheral equipment and electronic components. However, the rapid technological innovations and highly competitive environments in the electronic industry, in which the Company is engaged, could possibly result in a price decline, as well as affect the prices of related components and peripheral equipment, wherein the inventory cost may exceed its net realizable value. Therefore, the valuation of inventories has been identified as one of our key audit matters.

How the matter was addressed in our audits:

Our principal audit procedures included: testing the related controls of production cycle and assessing the allowance for loss due to price decline, obsolete, and slow-moving inventories to determine whether they are in compliance with the Company's accounting policies and related standards; observing the inventories of the Company, testing the inventory aging report; as well as computing the net realizable value calculated by the Company, to verify the rationality of the management's estimates on the allowance for inventory valuation.

2. Equity method investments

Please refer to note (4)(h), note (6)(f) and note (5), for the accounting policy of investment in subsidiaries, investments accounted for using equity method, and the uncertainty of accounting estimations and assumptions for valuation of inventories of the subsidiaries, respectively.

(1) Valuation of subsidiaries' inventories

Description of key audit matter:

The Company's subsidiaries accounted for using equity method, mainly engaged in the processing and manufacturing of terminal electronic products. However, the rapid technological innovations and highly competitive environments in the electronic industry, in which the subsidiaries are engaged in, could possibly result in a price decline, as well as affect the prices of related components and peripheral equipment, wherein the inventory cost may exceed its net realizable value. Therefore, the valuation of inventories of the investments accounted for using equity method has been identified as one of our key audit matters.

How the matter was addressed in our audits:

Our principal audit procedures included: testing the related controls of subsidiaries' production cycle and assessing the allowance for loss due to price decline, obsolete, and slow-moving inventories to determine whether they are in compliance with the subsidiaries' accounting policies and related standards; observing the inventories, understanding the change in status of various inventories, analyzing and testing the inventory aging report; as well as testing and evaluating the adopted basis for net realizable value to verify the rationality of the management's estimates on the allowance for inventory valuation.

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

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

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

Those charged with governance (including the Audit Committee) are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Parent Only Financial Statements

Our objectives are to obtain reasonable assurance about whether the parent only financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Standards on Auditing of the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

1. Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

4. Conclude on the appropriateness of management’s use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company’s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors’ report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors’ report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of the investment in other entities accounted for using the equity method to express an opinion on this financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.

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

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

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

The engagement partners on the audit resulting in this independent auditors’ report are Au, Yiu-Kwan and Wang, I-Wen.

KPMG

Taipei, Taiwan (Republic of China)
March 10, 2026

Notes to Readers

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

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

Independent Auditors' Report

To the Board of Directors of Joinsoon Electronics Mfg. Co., Ltd.:

Opinion

We have audited the consolidated financial statements of Joinsoon Electronics Mfg. Co., Ltd. and its subsidiaries (“the Group”), which comprise the consolidated balance sheets as of December 31, 2025 and 2024, the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of material accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2025 and 2024, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the International Financial Reporting Standards (“IFRSs”), International Accounting Standards (“IASs”), Interpretations developed by the International Financial Reporting Interpretations Committee (“IFRIC”) or the former Standing Interpretations Committee (“SIC”) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with The Norm of Professional Ethics for Certified Public Accountant 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 of our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audits of the consolidated financial statements of the current period. 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. We have determined the matters described below to be the key audit matters to be communicated in our report.

1. Valuation of inventories

Please refer to note (4)(h), note (5)(a) and note (6)(e), for the accounting policy related to inventories, the uncertainty of inventory valuation and the inventory valuation, respectively.

Description of key audit matter:

The major business activities of the Group are the manufacture and sale of computer peripheral equipment and electronic components. However, the rapid technological innovations and highly competitive environments in the electronic industry, in which the Group is engaged in, could possibly result in a price decline, as well as affect the prices of related components and peripheral equipment, wherein the inventory cost may exceed its net realizable value. Therefore, the valuation of inventories has been identified as one of our key audit matters.

How the matter was addressed in our audits:

Our principal audit procedures included: testing the related controls of production cycle and assessing the allowance for loss due to price decline, obsolete, and slow-moving inventories to determine whether they are in compliance with the Group's accounting policies and related standards; observing the inventories of the Group, testing the inventory aging report; as well as computing the net realizable value calculated by the Group, to verify the rationality of the management's estimates on the allowance for inventory valuation.

Other Matter

Joinsoon Electronics Mfg. Co., Ltd. has prepared its parent-company-only financial statements as of and for the years ended December 31, 2025 and 2024, on which we have issued an unmodified opinion.

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

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the IFRSs, IASs, IFRC, SIC endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance (including the Audit Committee) are responsible for overseeing the Group's financial reporting process.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Standards on Auditing of the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

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

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

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

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

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

The engagement partners on the audit resulting in this independent auditors' report are Au, Yiu-Kwan and Wang, I-Wen.

KPMG

Taipei, Taiwan (Republic of China)

March 10, 2026

Notes to Readers

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

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

(English Translation of Parent Company Only Financial Statements Originally Issued in Chinese.)

JOINSON ELECTRONICS MFG. CO., LTD.

Balance Sheets

December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollars)

Assets		December 31, 2025		December 31, 2024		Liabilities and Equity		December 31, 2025		December 31, 2024	
		Amount	%	Amount	%			Amount	%	Amount	%
Current assets:						Current liabilities:					
1100	Cash and cash equivalents (note (6)(a))	\$ 115,426	4	155,421	5	2100	Short-term borrowings (note (6)(i))	\$ 370,665	13	44,200	2
1110	Current financial assets at fair value through profit or loss (notes (6)(b) and (6)(k))	15	-	-	-	2120	Current financial liabilities at fair value through profit or loss (notes (6)(b) and (6)(k))	1,766	-	-	-
1170	Notes and accounts receivable, net (notes (6)(c) and (6)(r))	704,428	26	751,171	26	2170	Notes and accounts payable	126,680	5	83,633	3
1180	Accounts receivable due from related parties, net (notes (6)(c), (6)(r) and (7))	13,839	1	7,260	-	2180	Accounts payable to related parties (note (7))	273,207	10	392,267	13
1200	Other receivables (note (6)(d))	1,346	-	118	-	2200	Other payables (note (7))	82,752	2	70,456	2
1212	Other receivables due from related parties (notes (6)(d) and (7))	788	-	72,470	3	2230	Current tax liabilities	1,959	-	5,473	-
1220	Current tax assets	5,290	-	4,892	-	2280	Current lease liabilities (note (6)(l))	1,342	-	651	-
1310	Inventories (note (6)(e))	91,153	3	25,418	1	2300	Other current liabilities (note (6)(r))	14,605	1	15,382	1
1470	Prepayments and other current assets	24,800	1	19,244	1	2321	Bonds payable, current portion (note (6)(k))	143,263	5	264,789	9
		<u>957,085</u>	<u>35</u>	<u>1,035,994</u>	<u>36</u>	2322	Long-term borrowings, current portion (note (6)(j))	30,000	1	15,000	1
								<u>1,046,239</u>	<u>37</u>	<u>891,851</u>	<u>31</u>
Non-current assets:						Non-current liabilities:					
1510	Non-current financial assets at fair value through profit or loss (notes (6)(b) and (6)(k))	-	-	30	-	2500	Non-current financial liabilities at fair value through profit or loss (notes (6)(b) and (6)(k))	-	-	1,710	-
1551	Investments accounted for using equity method (note (6)(f))	1,741,742	63	1,767,759	62	2530	Bonds payable (note (6)(k))	-	-	139,234	5
1600	Property, plant and equipment (notes (6)(g) and (8))	56,091	2	53,738	2	2540	Long-term borrowings (note (6)(j))	113,000	4	143,000	5
1755	Right-of-use assets (note (6)(h))	3,177	-	1,811	-	2560	Non-current tax liabilities	-	-	3,838	-
1780	Intangible assets	4,865	-	4,888	-	2570	Deferred tax liabilities (note (6)(n))	45,851	2	51,902	2
1840	Deferred tax assets (note (6)(n))	2,889	-	2,821	-	2580	Non-current lease liabilities (note (6)(m))	1,848	-	1,164	-
1975	Net defined benefit asset, non-current (note (6)(m))	-	-	40	-	2640	Non-current net defined benefit liabilities (note (6)(m))	51	-	-	-
1995	Other non-current assets	312	-	195	-			<u>160,750</u>	<u>6</u>	<u>340,848</u>	<u>12</u>
		<u>1,809,076</u>	<u>65</u>	<u>1,831,282</u>	<u>64</u>			<u>1,206,989</u>	<u>43</u>	<u>1,232,699</u>	<u>43</u>
						Total liabilities					
Total assets		<u>\$ 2,766,161</u>	<u>100</u>	<u>2,867,276</u>	<u>100</u>	Equity (note (6)(o)):					
						3110	Ordinary shares	1,215,822	45	1,215,822	43
						3200	Capital surplus	238,560	9	238,560	8
						3310	Legal reserve	38,261	1	38,261	1
						3320	Special reserve	-	-	29,352	1
						3350	Accumulated profit or loss	(26,831)	(1)	58,705	2
						3410	Exchange differences on translation of foreign financial statements	93,360	3	53,877	2
								<u>1,559,172</u>	<u>57</u>	<u>1,634,577</u>	<u>57</u>
						Total liabilities and equity		<u>\$ 2,766,161</u>	<u>100</u>	<u>2,867,276</u>	<u>100</u>

See accompanying notes to parent company only financial statements.

(English Translation of Parent Company Only Financial Statements Originally Issued in Chinese.)

JOINSOON ELECTRONICS MFG. CO., LTD.

Statements of Comprehensive Income

For the years ended December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollars , Except for Earnings Per Share)

		2025		2024	
		Amount	%	Amount	%
4100	Sales revenue, net (notes (6)(r) and (7))	\$ 2,774,798	100	2,660,531	100
5110	Cost of sales (notes (6)(e) and (7))	2,619,152	94	2,506,515	94
	Gross profit	155,646	6	154,016	6
6000	Operating expenses (notes (6)(m), (6)(p), (6)(s) and (12)):				
6100	Selling expenses	93,680	3	89,398	3
6200	Administrative expenses	74,220	3	74,373	3
6300	Research and development expenses	37,436	1	26,494	1
6450	Expected credit losses (note (6)(c))	190	-	443	-
		205,526	7	190,708	7
6900	Net operating loss	(49,880)	(1)	(36,692)	(1)
7000	Non-operating income and expenses:				
7100	Interest income	4,737	-	4,770	-
7010	Other income and losses (note (6)(d))	1,097	-	(1,451)	-
7050	Finance costs (notes (6)(k) and (6)(l))	(13,797)	-	(12,841)	-
7070	Share of profit of subsidiaries, associates and joint ventures accounted for using equity method	(58,021)	(2)	(78,574)	(3)
7230	Foreign exchange gains (losses), net (note (6)(t))	(9,456)	-	28,354	1
7235	Gains (losses) on financial assets at fair value through profit or loss (note (6)(k))	(71)	-	(1,231)	-
		(75,511)	(2)	(60,973)	(2)
7990	Net loss before tax	(125,391)	(3)	(97,665)	(3)
7950	Less: Income tax expenses (benefits) (note (6)(n))	(8,662)	-	3,468	-
	Net loss	(116,729)	(3)	(101,133)	(3)
8300	Other comprehensive (loss) income:				
8310	Items that may not be reclassified subsequently to profit or loss				
8311	Remeasurements of defined benefit plans	(340)	-	1,280	-
8330	Share of other comprehensive income of subsidiaries, associates, and joint ventures accounted for using equity method – items that may not be reclassified to profit or loss	2,259	-	-	-
8349	Less: Income tax related to items that will not be reclassified to profit or loss (note (6)(n))	(68)	-	256	-
		1,987	-	1,024	-
8360	Items that may be reclassified subsequently to profit or loss				
8361	Exchange differences on translation of foreign financial statements	39,860	1	58,627	2
8380	Share of other comprehensive income of subsidiaries, associates and joint ventures accounted for using equity method, components of other comprehensive income	(377)	-	24,602	1
8399	Less: Income tax related to items that will be reclassified to profit or loss	-	-	-	-
	Items that will be reclassified to profit or loss	39,483	1	83,229	3
8300	Other comprehensive (loss) income	41,470	1	84,253	3
	Comprehensive income	\$ (75,259)	(2)	(16,880)	
	Earnings (loss) per share (NT Dollars) (note (6)(q))				
9750	Basic earnings (loss) per share	\$ (0.96)		(0.87)	
9850	Diluted earnings (loss) per share	\$ (0.96)		(0.87)	

See accompanying notes to parent company only financial statements.

(English Translation of Parent Company Only Financial Statements Originally Issued in Chinese.)

JOINSOON ELECTRONICS MFG. CO., LTD.

Statements of Changes in Equity

For the years ended December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollars)

	Ordinary shares	Capital surplus	Legal reserve	Special reserve	Accumulated profit or loss	Other components of equity Exchange differences on translation of foreign financial statements	Total equity
Balance on January 1, 2024	\$ 1,095,317	123,428	32,079	20,841	200,930	(29,352)	1,443,243
Appropriation and distribution of retained earnings:							
Legal reserve appropriated	-	-	6,182	-	(6,182)	-	-
Special reserve appropriated	-	-	-	8,511	(8,511)	-	-
Cash dividends of ordinary shares	-	-	-	-	(27,423)	-	(27,423)
			6,182	8,511	(42,116)		(27,423)
Loss for the year	-	-	-	-	(101,133)	-	(101,133)
Other comprehensive loss for the year	-	-	-	-	1,024	83,229	84,253
Total comprehensive income for the year	-	-	-	-	(100,109)	83,229	(16,880)
Capital injection in cash	80,000	60,800	-	-	-	-	140,800
Issuance of Corporate Bonds	-	7,576	-	-	-	-	7,576
Conversion of convertible bonds	40,505	43,913	-	-	-	-	84,418
Share-based payments	-	2,843	-	-	-	-	2,843
Balance on December 31, 2024	1,215,822	238,560	38,261	29,352	58,705	53,877	1,634,577
Appropriation and distribution of retained earnings:							
Special reserve reversed	-	-	-	(29,352)	29,352	-	-
				(29,352)	29,352		
Loss for the year	-	-	-	-	(116,729)	-	(116,729)
Other comprehensive loss for the year	-	-	-	-	1,987	39,483	41,470
Total comprehensive income for the year	-	-	-	-	(114,742)	39,483	(75,259)
Changes in associates accounted for using equity method	-	-	-	-	(146)	-	(146)
Balance on December 31, 2025	\$ 1,215,822	238,560	38,261	-	(26,831)	93,360	1,559,172

See accompanying notes to parent company only financial statements.

(English Translation of Parent Company Only Financial Statements Originally Issued in Chinese.)

JOINSOON ELECTRONICS MFG. CO., LTD.

Statements of Cash Flows

For the years ended December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollars)

	<u>2025</u>	<u>2024</u>
Cash flows from operating activities:		
Net loss before tax	\$ (125,391)	(97,665)
Adjustments:		
Adjustments to reconcile profit:		
Depreciation expense	3,050	3,544
Amortization expense	2,813	1,462
Expected credit losses	190	2,397
Net loss on financial assets and liabilities at fair value through profit or loss	71	1,207
Interest expense	13,797	12,841
Interest income	(4,737)	(4,770)
Share-based payments	-	2,843
Share of loss of subsidiaries, associates and joint ventures accounted for using equity method	58,021	78,574
Others	-	24
Total adjustments to reconcile profit	<u>73,205</u>	<u>98,122</u>
Changes in operating assets and liabilities:		
Decrease (increase) in notes and accounts receivable	39,974	(59,532)
Decrease (increase) in other receivables	70,498	(72,361)
Decrease (increase) in inventories	(65,735)	50,138
Increase in other operating assets	(5,556)	(2,461)
Decrease in notes and accounts payable	(76,013)	(71,606)
Increase in other payable	12,118	6,194
Increase (decrease) in other current liabilities	(777)	10,617
Decrease in net defined benefit liabilities	(249)	(304)
Total changes in operating assets and liabilities	<u>(25,740)</u>	<u>(139,315)</u>
Total adjustments	<u>47,465</u>	<u>(41,193)</u>
Cash outflows generated from operations	(77,926)	(138,858)
Interest received	4,693	4,918
Interest paid	(5,449)	(5,867)
Income taxes paid	(5,139)	(22,885)
Net cash flows (used in) from operating activities	<u>(83,821)</u>	<u>(162,692)</u>
Cash flows used in investing activities:		
Proceeds from disposal of subsidiaries	44	-
Acquisition of property, plant and equipment	(4,716)	(326)
Increase in refundable deposits	(117)	(25)
Acquisition of intangible assets	(2,790)	(2,850)
Dividends received	9,548	8,345
Net cash flows from investing activities	<u>1,969</u>	<u>5,144</u>
Cash flows from financing activities:		
Increase (decrease) in short-term borrowings	326,465	(270,800)
Proceeds from issuance of corporate bonds	-	146,246
Repayment of corporate bonds	(268,900)	-
Proceeds from long-term debt	-	158,000
Repayment of long-term debt	(15,000)	-
Payment of lease liabilities	(708)	(638)
Cash dividends paid	-	(27,423)
Capital injection in cash	-	140,800
Net cash flows from financing activities	<u>41,857</u>	<u>146,185</u>
Net decrease in cash and cash equivalents	(39,995)	(11,363)
Cash and cash equivalents at beginning of period	155,421	166,784
Cash and cash equivalents at end of period	<u>\$ 115,426</u>	<u>155,421</u>

See accompanying notes to parent company only financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese.)

JOINSOON ELECTRONICS MFG. CO., LTD. AND SUBSIDIARIES

Consolidated Balance Sheets

December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollars)

		December 31, 2025		December 31, 2024				December 31, 2025		December 31, 2024	
Assets		Amount	%	Amount	%	Liabilities and Equity		Amount	%	Amount	%
Current assets:						Current liabilities:					
1100	Cash and cash equivalents (note (6)(a))	\$ 224,676	6	276,606	8	2100	Short-term borrowings (notes (6)(i) and (7))	\$ 460,314	13	111,232	3
1110	Current financial assets at fair value through profit or loss (notes (6)(b) and (6)(k))	15	-	-	-	2120	Current financial liabilities at fair value through profit or loss (notes (6)(b) and (6)(k))	1,766	-	-	-
1170	Notes and accounts receivable, net (notes (6)(c) and (6)(r))	832,382	23	830,246	25	2170	Notes and accounts payable	576,768	16	454,308	13
1200	Other receivables (note (6)(d))	1,907	-	531	-	2200	Other payables	209,345	6	185,121	6
1220	Current tax assets	5,290	-	4,892	-	2230	Current tax liabilities	6,090	-	8,847	-
1310	Inventories (note (6)(e))	557,122	16	428,135	13	2280	Current lease liabilities (note (6)(l))	37,937	1	11,463	-
1470	Other current assets	76,952	2	129,368	4	2300	Other current liabilities (notes (6)(r) and (6)(t))	18,070	1	18,811	1
		<u>1,698,344</u>	<u>47</u>	<u>1,669,778</u>	<u>50</u>	2321	Bonds payable, current portion (note (6)(k))	143,263	4	264,789	8
						2322	Long-term borrowings, current portion (notes (6)(j) and (7))	69,240	2	52,723	2
								<u>1,522,793</u>	<u>43</u>	<u>1,107,294</u>	<u>33</u>
Non-current assets:						Non-current liabilities:					
1510	Non-current financial assets at fair value through profit or loss (notes (6)(b) and (6)(k))	-	-	30	-	2500	Non-current financial liabilities at fair value through profit or loss (notes (6)(b) and (6)(k))	-	-	1,710	-
1551	Investments accounted for using equity method (note (6)(f))	90,945	3	104,880	3	2530	Bonds payable (note (6)(k))	-	-	139,234	-
1600	Property, plant and equipment (notes (6)(g) and (8))	1,599,908	45	1,525,822	45						4
1755	Right-of-use assets (notes (6)(h) and (6)(l))	155,971	4	53,332	2	2540	Long-term borrowings (notes (6)(j) and (7))	335,264	9	394,397	12
1780	Intangible assets	7,242	-	8,212	-	2560	Non-current tax liabilities	-	-	3,838	-
1840	Deferred tax assets (note (6)(n))	2,889	-	2,821	-	2570	Deferred tax liabilities (note (6)(n))	45,851	1	51,902	2
1863	Non-current net defined benefit assets (note (6)(m))	-	-	40	-	2580	Non-current lease liabilities (note (6)(l))	114,942	3	36,648	1
1995	Other non-current assets	33,249	1	14,868	-	2640	Net defined benefit liabilities (note (6)(m))	9,701	-	9,326	-
		<u>1,890,204</u>	<u>53</u>	<u>1,710,005</u>	<u>50</u>	2645	Guarantee deposits received	825	-	822	-
								<u>506,583</u>	<u>13</u>	<u>637,877</u>	<u>19</u>
Total assets		\$ 3,588,548	100	3,379,783	100			<u>2,029,376</u>	<u>56</u>	<u>1,745,171</u>	<u>52</u>
						Total liabilities					
						Equity :					
						Equity attributable to owners of parent (note (6)(o)):					
						3100	Ordinary shares	1,215,822	34	1,215,822	36
						3200	Capital surplus	238,560	7	238,560	7
						3310	Legal reserve	38,261	1	38,261	1
						3320	Special reserve	-	-	29,352	1
						3350	Accumulated profit and loss	(26,831)	(1)	58,705	2
						3410	Exchange differences on translation of foreign financial statements	93,360	3	53,877	1
								<u>1,559,172</u>	<u>44</u>	<u>1,634,577</u>	<u>48</u>
						Total equity attributable to owners of parent					
						36XX	Non-controlling interests	-	-	35	-
								<u>1,559,172</u>	<u>44</u>	<u>1,634,612</u>	<u>48</u>
						Total equity					
						Total liabilities and equity		\$ 3,588,548	100	3,379,783	100

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese.)
JOINSOON ELECTRONICS MFG. CO., LTD. AND SUBSIDIARIES
Consolidated Statements of Comprehensive Income
For the years ended December 31, 2025 and 2024
(Expressed in Thousands of New Taiwan Dollars , Except for Earnings Per Share)

	2025		2024	
	Amount	%	Amount	%
4100 Sales revenue , net (note (6)(r))	\$ 3,004,391	100	2,826,393	100
5110 Cost of sales (notes (6)(e), (6)(m), (6)(s) and (12))	2,591,083	86	2,409,412	85
5900 Gross profit	413,308	14	416,981	15
6000 Operating expenses (notes (6)(m), (6)(p), (6)(s) and (12)):				
6100 Selling expenses	122,848	4	118,447	4
6200 Administrative expenses	236,684	8	244,496	9
6300 Research and development expenses	160,130	5	208,213	7
6450 Expected credit losses (note (6)(c))	290	-	725	-
	519,952	17	571,881	20
6900 Net operating loss	(106,644)	(3)	(154,900)	(5)
7000 Non-operating income and expenses:				
7100 Interest income	5,201	-	5,636	-
7010 Other income and loss (note (6)(d))	13,457	-	13,651	-
7050 Finance costs (notes (6)(k) and (6)(l))	(30,502)	(1)	(21,238)	(1)
7060 Share of profit of associates and joint ventures accounted for using equity method (note (6)(f))	(4,238)	-	4,578	-
7230 Foreign exchange gains (losses), net (note (6)(t))	(1,762)	-	67,672	2
7235 Gains (losses) on financial assets (liabilities) at fair value through profit or loss (note (6)(k))	(71)	-	(1,231)	-
	(17,915)	(1)	69,068	1
7900 Net loss before tax	(124,559)	(4)	(85,832)	(4)
7950 Less: Income tax expenses (benefits) (note (6)(n))	(7,829)	-	8,304	-
Net loss	(116,730)	(4)	(94,136)	(4)
8300 Other comprehensive (loss) income:				
8310 Items that may not be reclassified subsequently to profit or loss				
8311 Remeasurements of defined benefit plans	1,919	-	1,280	-
8349 Less: Income tax related to items that will not be reclassified to profit or loss (note (6)(n))	(68)	-	256	-
	1,987	-	1,024	-
8360 Items that may be reclassified subsequently to profit or loss				
8361 Exchange differences on translation of foreign financial statements	39,483	1	83,079	3
8399 Less: Income tax related to items that will be reclassified to profit or loss	-	-	(2)	-
	39,483	1	83,081	3
8300 Other comprehensive (loss) income	41,470	1	84,105	3
Comprehensive income	\$ (75,260)	(3)	(10,031)	(1)
Net loss attributable to:				
8610 Owners of parent	\$ (116,729)	(4)	(101,133)	(4)
8620 Non-controlling interests	(1)	-	6,997	-
	\$ (116,730)	(4)	(94,136)	(4)
Comprehensive income (loss) attributable to:				
8710 Owners of parent	\$ (75,259)	(3)	(16,880)	(1)
8720 Non-controlling interests	(1)	-	6,849	-
	\$ (75,260)	(3)	(10,031)	(1)
Earnings (Loss) per share (NT Dollars) (note (6)(q))				
9750 Basic earnings (loss) per share	\$ (0.96)		(0.87)	
9850 Diluted earnings (loss) per share	\$ (0.96)		(0.87)	

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese.)

JOINSOON ELECTRONICS MFG. CO., LTD. AND SUBSIDIARIES

Consolidated Statements of Changes in Equity

For the years ended December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollars)

	Equity attributable to owners of parent					Other components of equity		Non-control interests	Total equity
	Ordinary shares	Capital surplus	Legal reserve	Special reserve	Accumulated profit and loss	Exchange differences on translation of foreign financial statements	Total equity attributable to owners of parent		
Balance on January 1, 2024	\$ 1,095,317	123,428	32,079	20,841	200,930	(29,352)	1,443,243	1,820	1,445,063
Appropriation and distribution of retained earnings:									
Legal reserve appropriated	-	-	6,182	-	(6,182)	-	-	-	-
Reversal of special reserve	-	-	-	8,511	(8,511)	-	-	-	-
Cash dividends of ordinary shares	-	-	-	-	(27,423)	-	(27,423)	-	(27,423)
			6,182	8,511	(42,116)		(27,423)		(27,423)
Loss for the year	-	-	-	-	(101,133)	-	(101,133)	6,997	(94,136)
Other comprehensive loss for the year	-	-	-	-	1,024	83,229	84,253	(148)	84,105
Total comprehensive (loss) income for the year	-	-	-	-	(100,109)	83,229	(16,880)	6,849	(10,031)
Capital injection in cash	80,000	60,800	-	-	-	-	140,800	-	140,800
Issuance of corporate bonds	-	7,576	-	-	-	-	7,576	-	7,576
Conversion of convertible bonds	40,505	43,913	-	-	-	-	84,418	-	84,418
Compensation cost of employee stock option	-	2,843	-	-	-	-	2,843	-	2,843
Changes in non-controlling interests	-	-	-	-	-	-	-	(8,634)	(8,634)
Balance on December 31, 2024	1,215,822	238,560	38,261	29,352	58,705	53,877	1,634,577	35	1,634,612
Appropriation and distribution of retained earnings:									
Special reserve reversed	-	-	-	(29,352)	29,352	-	-	-	-
	-	-	-	(29,352)	29,352	-	-	-	-
Loss for the year	-	-	-	-	(116,729)	-	(116,729)	(1)	(116,730)
Other comprehensive loss for the year	-	-	-	-	1,987	39,483	41,470	-	41,470
Total comprehensive (loss) income for the year	-	-	-	-	(114,742)	39,483	(75,259)	(1)	(75,260)
Changes in associates and joint ventures accounted for using equity method	-	-	-	-	(146)	-	(146)	-	(146)
Changes in non-controlling interests	-	-	-	-	-	-	-	(34)	(34)
Balance on December 31, 2025	\$ 1,215,822	238,560	38,261	-	(26,831)	93,360	1,559,172	-	1,559,172

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese.)

JOINSOON ELECTRONICS MFG. CO., LTD. AND SUBSIDIARIES

Consolidated Statements of Cash Flows

For the years ended December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollars)

	<u>2025</u>	<u>2024</u>
Cash flows from operating activities:		
Net loss before tax	\$ (124,559)	(85,832)
Adjustments:		
Adjustments to reconcile profit :		
Depreciation expense	187,188	172,925
Amortization expense	4,499	2,637
Expected credit losses	290	725
Net loss on financial assets and liabilities at fair value through profit or loss	71	1,207
Interest expense	30,502	21,238
Interest income	(5,201)	(5,636)
Share of profit of associates and joint ventures accounted for using equity method	4,238	(4,578)
Compensation cost of share-based payments	-	2,843
Others	(583)	267
Total adjustments to reconcile profit	<u>221,004</u>	<u>191,628</u>
Changes in operating assets and liabilities:		
Increase in notes and accounts receivable	(2,417)	(80,827)
Decrease (increase) in other receivables	(1,332)	6,045
Decrease (increase) in inventories	(128,987)	21,597
Decrease (increase) in other current assets	52,416	(3,004)
Increase (decrease) in notes and accounts payable	122,460	(105,032)
Increase in other payable	22,416	28,156
Increase (decrease) in other current liabilities	(741)	11,496
Increase in net defined benefit liabilities	1,571	8,482
Total changes in operating assets and liabilities	<u>65,386</u>	<u>(113,087)</u>
Total adjustments	<u>286,390</u>	<u>78,541</u>
Cash inflows (outflows) generated from operations	161,831	(7,291)
Interest received	5,157	5,784
Interest paid	(22,154)	(14,264)
Income taxes paid	(5,215)	(29,334)
Net cash flows from (used in) operating activities	<u>139,619</u>	<u>(45,105)</u>
Cash flows used in investing activities:		
Disposal of subsidiaries (net of decrease in cash)	3	-
Acquisition of property, plant and equipment	(215,513)	(310,339)
Proceeds from disposal of property, plant and equipment	17,850	48,181
Decrease (increase) in refundable deposits	(3,769)	3,775
Acquisition of intangible assets	(3,467)	(5,616)
Dividends received	9,548	8,345
Net cash flows used in investing activities	<u>(195,348)</u>	<u>(255,654)</u>
Cash flows from (used in) financing activities:		
Increase (decrease) in short-term borrowings	349,082	(203,768)
Proceeds from issuance of corporate bonds	-	146,246
Repayment of corporate bonds	(268,900)	-
Proceeds from long-term borrowings	-	253,437
Repayments of long-term borrowings	(42,616)	(49,543)
Increase in guaranteed deposits received	3	26
Payment of lease liabilities	(10,747)	(35,705)
Cash dividends paid	-	(27,423)
Capital injection in cash	-	140,800
Changes in non-controlling interests	(34)	(8,634)
Net cash flows from financing activities	<u>26,788</u>	<u>215,436</u>
Effect of exchange rate changes on cash and cash equivalents	<u>(22,989)</u>	<u>(6,450)</u>
Net decrease in cash and cash equivalents	(51,930)	(91,773)
Cash and cash equivalents at beginning of period	276,606	368,379
Cash and cash equivalents at end of period	<u>\$ 224,676</u>	<u>276,606</u>

See accompanying notes to consolidated financial statements.

(Attachment 7)

**JOINSOON ELECTRONICS MFG. CO., LTD.
2025 Loss Appropriations Table**

	NT\$:Dollars
Item	Amount
Beginning retained earnings	88,057,838
Minus: equity in affiliated companies	(145,821)
Plus: 2025 net of current defined benefit plan re-measurement	1,986,937
Plus: 2025 net loss after tax	<u>(116,728,996)</u>
Accumulated loss at the end of the year	<u><u>(26,830,042)</u></u>

Chairman: Huang, Ching-Hsiung
Manager: Huang, Chin-Chi
Accounting Director: Ou, Keng-Hung

(Appendix 1)

**JOINSOON ELECTRONICS MFG. CO., LTD.
Articles of Incorporation (Before the Amendment)**

Chapter 1 General Provisions

- Article 1: The Company shall be incorporated under the Company Act of the Republic of China, and its name shall be JOINSOON ELECTRONICS MFG. CO., LTD.
- Article 2: The Company's scopes of business are as follows:
1. CC01110 Computer and Peripheral Equipment Manufacturing
 2. CB01990 Other Machinery Manufacturing
 3. CC01080 Electronic Components Manufacturing
 4. F119010 Wholesale of Electronic Materials
 5. F401010 International Trade
 6. I501010 Product Designing
 7. F108031 Wholesale of Medical Devices
 8. ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.
- Article 3: The Company's operation shall be managed through the Endorsement Guarantee Processing Procedures to make external assurance for business needs.
- Article 4: The Company shall invest more than 40% of its paid in capital in business.
- Article 5: The Company shall have its head office in New Taipei City, and shall pursuant to a resolution adopted at the Board meeting, setting up branches within the territory of the Republic of China when deemed necessary.
- Article 6: Public announcements of the Company shall be made in accordance with Article 28 of the Company Act.

Chapter 2 Capital Stock

- Article 7: The total capital stock of the Company shall be in the amount of 2 billion New Taiwan Dollars, divided into 200 million shares, at 10 New Taiwan Dollars each. The Board is authorized to issue in installments requiring the business needs of the Company. The stock options are reserved for employee stock option execution of NT\$ 470 million, divided into 47 million shares, at NT\$ 10 per share.
- Article 7-1: The Company transfers shares at price below average to employees, shall be done after the approval of the most recent shareholder meeting which attended by shareholders representing more than half of the total outstanding capital stock and at least two-thirds having the rights to vote.
For shares acquired under the Company Act, the transferee includes employees who meet certain requirements of the subordinate Company.
- Article 7-2: The Company issues employee stock options with a warrant price lower than the closing price of the common stock on the issuance date, shall be done after the approval of the shareholder meeting which attended by shareholders representing more than half of the total outstanding capital stock and at least two-thirds having the rights to vote.
The Company issues employee stock options, new stock options for employees, new shares with restricted rights for employees and shares acquired in accordance with the law, to employees who meet certain requirements.
- Article 8: The Company's shares are issued under the signatures or seals of the Directors on behalf of the Company and are licensed by a bank authorized by law to act as the issuer of shares. The shares issued by the Company shall be delivered by book-entry without the printing

of physical certificates, as provided by law, and the same applies to the issuance of other marketable securities. However, the Company should be kept or registered with the centralized securities depository.

Article 9: The transfer, assignment, inheritance, gift, pledge of rights, loss, change of seal or change of address of the Company's shares are governed by the Company Act and related laws and regulations.

Article 10: Within 60 days prior to the regular shareholder meeting, within 30 days prior to the interim shareholder meeting, or within five days prior to the base date of the Company's decision to distribute dividends and bonuses or other benefits, the transfer or shares shall cease, and no change shall be recorded in the shareholders' register.

Chapter 3 Shareholder meeting

Article 11: Shareholders meetings of the Company are of two kinds: (1) regular meeting and (2) special meeting. Regular meetings shall be convened at least once a year by the Board in accordance with the law within six months after close of each business year. Special meetings shall be convened whenever necessary in accordance with the laws and regulations.

Article 11-1: The shareholder meetings may be held by video conference or other means announced by the Ministry of Economic Affairs.

Article 12: If a shareholder is unable to attend a shareholder meeting for any cause, shall appoint an agent by presenting a letter of attorney stating the scope of authority issued by the Company under the signatures or seals.

Article 13: Each shareholder is entitled to one vote for each share held. However, those shares held by the Company itself in accordance with the laws are without voting right.

Article 14: Unless otherwise provided for in the Company Act, a shareholder meeting shall proceed only if attended by shareholders representing more than half of the total outstanding capital stock of the Company. Resolutions of a shareholders meeting shall be made at the meeting with the concurrence of a majority of the votes held by the shareholders present at the meeting.

Article 14-1: If the Company wishes to cancel the public offering of its shares, shall do so by a resolution of the shareholder meeting and shall not be changed during the period of listing (OTC).

Chapter 4 Directors and Functional Committees

Article 15: The Company shall have 5 Directors elected at the shareholder meeting from among the individuals of legal capacity, with the term of three years. The Board shall, after election, resolve to take out liability insurance for the Directors during their term of office in respect of their legal liability for the execution of their business.
The Directors are nominated by candidates and are elected by the shareholders from a list of candidates.

Article 15-1: The number of independent Directors shall not be less than three and 1/5 among the above mentioned. The professional qualifications, shareholdings, restrictions on concurrent employment, nomination and election of independent directors, and other compliance shall be in accordance with the regulations of the securities authority.

Article 15-2: Each share shall have the same number of votes as the number of Directors to be elected, shall elect one person centrally, or several persons separately. The names of electors shall be replaced by the attendance card numbers printed on ballots.

Article 15-3: Over one-half of the Directors shall not have one of the following relationships:

- (1) Spouse
- (2) Relative within two degrees.

Article 16: The Directors shall constitute the Board and shall elect one Chairman (and one vice Chairman) of the Board from among themselves by a majority at a meeting attended by at least two-thirds of the Directors. Execute all affairs in accordance with the law, the Articles of Incorporation, the resolutions of the shareholder meeting and the Board. The Chairman shall externally represent the Company.

Article 17: The Board shall be convened by the Chairman, and the resolution of the Board shall be made with the presence of more than half of the Directors unless otherwise provided in the Company Act. The consent of most of the Directors' present shall be accepted. The Board meeting may be convened in writing, email or fax. A Director participating in meetings held in video conference of the Board is considered present.

Article 18: If a Director is unable to attend for any cause, shall issue a power of attorney and list the scopes of authority for convening the meeting and appoint other Directors to attend by proxy, each shall be limited to one.

Article 19: In case the Chairman of the Board is on leave or absent or cannot exercise his power and authority for any cause, a delegate shall be appointed in compliance with Article 208 of the Company Act.

Article 20: The Board shall have the following powers and duties:

1. Formulation of Business policies
2. Review of budget and final accounts
3. Prepare appropriation of earnings and loss recovery
4. Propose capital increase or decrease
5. Establishment and abolition of branches
6. Preparation of Articles of Incorporation, important by-laws, and organizational procedures
7. Appointment and removal of key employees
8. Other powers and functions conferred by the Company Act or the resolution of the shareholder meetings.

Article 21: The Company shall remunerate the Chairman and Directors for the performance of their duties, which remuneration shall be determined by the Board in accordance with the degree of participation and value of their contributions to the operations of the Company and with reference to the usual standards of the industry.

Chapter 5 Managerial Officials

Article 22: The Company may have one or more managerial officers. Appointment, discharge and the remuneration of the managerial officers shall be following Article 29 of the Company Act, with the Board of a majority of the Directors present and more than half of them agreed.

Chapter 6 Accounting

Article 23: At the end of each business year, the Board shall prepare and submit to the shareholder meeting for recognition to the following statements:

1. Business Report
2. Financial Statements

3. Proposals for distribution of earnings or appropriation of losses.

Article 24: If there is profit at the end of each business year, a ratio 5%-15% of profit distributable as employees' compensation and a ratio not higher than 3% as compensation of Directors of the current year shall be appropriated.

At least 10% of the aforementioned amount should be allocated for the distribution of compensation to junior staff.

The Company may grant stock or cash awards to employees of its subsidiaries who meet specific criteria.

Article 25: After closing of accounts, if there are earnings, the Company shall first pay the tax, make up the losses for the preceding years and then set aside a legal reserve of 10% of the net profit, except when the legal reserve has reached the Company's paid-in capital. The Board shall prepare a proposal for the appropriation of earnings and submit it to the shareholder meeting for resolution, if there are any unappropriated earnings at the beginning of the period, in addition to the interest payment. The Company shall set aside more than 10% of the distributable earnings for the year to distribute dividends to shareholders based on financial, business and operational considerations, but shall not distribute less than 5 million of distributable earnings. Dividends shall be distributed to shareholders in cash or in shares, with cash dividends being no less than 10% of the total dividends.

Chapter 7 Bylaws

Article 26: Regarding all matters not provided for in these Articles of Incorporation, the Company Act shall govern.

Article 27: These Articles of Incorporation are agreed to and signed on March 4, 1977.

The 1st amendment was made on May 9, 1978.

The 2nd amendment was made on November 21, 1980.

The 3rd amendment was made on March 3, 1982.

The 4th amendment was made on April 1, 1982.

The 5th amendment was made on June 17, 1982.

The 6th amendment was made on March 20, 1983.

The 7th amendment was made on October 12, 1983.

The 8th amendment was made on April 18, 1984.

The 9th amendment was made on November 10, 1984.

The 10th amendment was made on June 9, 1986.

The 11th amendment was made on August 8, 1990.

The 12th amendment was made on November 20, 1993.

The 13th amendment was made on December 12, 1993.

The 14th amendment was made on October 1, 1994.

The 15th amendment was made on August 15, 1996.

The 16th amendment was made on July 1, 1998.

The 17th amendment was made on January 20, 2000.

The 18th amendment was made on April 16, 2001.

The 19th amendment was made on December 10, 2001.

The 20th amendment was made on June 27, 2003.

The 21st amendment was made on June 30, 2004.

The 22nd amendment was made on June 24, 2005.

The 23rd amendment was made on June 12, 2006.

The 24th amendment was made on June 12, 2006.

The 25th amendment was made on March 6, 2007.

The 26th amendment was made on November 12, 2007.

The 27th amendment was made on June 13, 2008.

The 28th amendment was made on June 16, 2009.
The 29th amendment was made on December 17, 2009.
The 30th amendment was made on June 15, 2010.
The 31st amendment was made on June 10, 2011.
The 32nd amendment was made on June 18, 2012.
The 33rd amendment was made on June 11, 2013.
The 34th amendment was made on June 10, 2015.
The 35th amendment was made on June 7, 2016.
The 36th amendment was made on June 13, 2017.
The 37th amendment was made on June 12, 2019.
The 38th amendment was made on June 10, 2020.
The 39th amendment was made on June 16, 2022.
The 40th amendment was made on June 15, 2023.
The 41th amendment was made on June 12, 2024.
The 42th amendment was made on May 29, 2025.

(Appendix 2)

JOINSOON ELECTRONICS MFG. CO., LTD.
Rules of Procedure for Board Meetings (Before the
Amendments)

- Article 1 To establish sound corporate governance practices, improve oversight functions, and strengthen management capabilities, these Rules are established in accordance with the Regulations Governing Procedure for Board of Directors Meetings of Public Companies.
- Article 2 The Company shall adopt Rules of Procedure for Board Meetings; the main agenda items, operational procedures, required content of meeting minutes, public announcements, and other compliance requirements for Board meetings shall be handled in accordance with these Rules.
- Article 3 A Board of Directors shall meet at least quarterly. The reasons for calling a Board of Directors meeting shall be notified to each director and supervisor at least seven days in advance. In emergency circumstances, however, a meeting may be called on shorter notice. The notice may be by email or fax. All matters set out in the subparagraphs of Article 12, paragraph 1, shall be specified in the notice of the reasons for calling a board of directors meeting; none of them may be raised by an extraordinary motion.
- Article 4 The Board of Directors designated agenda working group is the Stock Affairs Department. The agenda working group shall prepare agenda items for Board of Directors' meetings and provide comprehensive pre-meeting materials to be sent together with the notice of the meeting. 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 When a meeting of the board of directors is held, an attendance book shall be made ready for signature by directors attending the meeting and thereafter made available 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 that director a written proxy stating the scope of authorization with respect to the reasons for meeting. A proxy under paragraph 2 may accept a proxy from one person only.
- Article 6 The location and time of the Company's Board meetings should be convenient for the directors to attend and suitable for holding Board meetings, considering the Company's registered office and business hours.
- Article 7 The Board meetings are called and chaired by the Chairman of the Company. 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. When the Chairman is on leave or for any reason is unable to exercise the powers of the chairperson, the Vice Chairman shall do so in place of the Chairman, or, if there is no Vice Chairman or the Vice Chairman also is

on leave or for any reason is unable to act, by a managing director designated by the Chairman, or, if there is no managing director, by a director designated thereby, or, if the Chairman does not make such a designation, by a managing director or director elected by and from among themselves.

Article 8 When the Company's Board of Directors convenes, the Stock Affairs Department shall have the relevant materials ready for the attending directors to review at any time. When holding a meeting of the Board of Directors, a company may, as necessary for the agenda items of the meeting, notify personnel of relevant departments or subsidiaries to attend the meeting as nonvoting participants. When necessary, the company may also invite certificated public accounts, attorneys, or other professionals to attend as nonvoting participants and to make explanatory statements, provided that they shall leave the meeting when deliberation or voting takes place. When the meeting time is due and one-half all board directors are not present, the meeting Chair may announce that the meeting time will be postponed, provided that no more than two postponements are made. 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 16, paragraph 2, subparagraph 2 shall be calculated as the number of directors then in office.

Article 9 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 Agenda items for regular Board of Directors meetings shall include at least the following:

1. Reports:
 - A. Minutes of the last meeting and actions arising.
 - B. Reporting on important financial and business matters.
 - C. Reporting on internal audit activities.
 - D. Other important matters to be reported.
2. Discussions:
 - A. Items discussed and continued from the last meeting.
 - B. Items for discussion at this meeting.
3. Extraordinary motions.

Article 11 A Board of Directors meeting shall be conducted in accordance with the order of business on the agenda as specified 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 Article 8, paragraph 3 shall apply.

Article 12 The Company shall submit the following items for discussion by the Board of Directors:

1. Corporate business plan.
2. Annual and semi-annual financial reports, with the exception of semi-annual financial reports which, under relevant laws and regulations, need not be 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 Act, and an assessment of the effectiveness of the internal control system.
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. If the Board of Directors does not have managing directors, the election or discharge of the Chairman of the Board of Directors.
7. The appointment or discharge of a financial, accounting, or internal audit officer.
8. 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.

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 director, 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 13 When the Chair at a Board of Directors meeting is of the opinion that a matter has been sufficiently discussed to a degree of putting to a vote, the Chair may announce the discussion closed and bring the matter to vote. When a proposal comes to a vote at a Board of Directors meeting, if the Chair puts the matter before all directors present at the meeting and none voices an objection, the matter is deemed approved. The method of voting on matters at Board of Directors' meetings shall be specified in the Rules of Procedure. Except for the case of unanimous consent of all directors present at the meeting upon inquiry by the Chair, the methods of vote monitoring and counting shall also be specified. "All directors present

at the meeting" in the preceding two paragraphs does not include directors prohibited from exercising voting rights pursuant to Article 15, paragraph 1.

Article 14 Except as otherwise stated in the Act or in the Company Act, 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. Where there are amendments or substitute motions to the same motion, the Chair shall determine the order of voting on them together with the original motion. However, if one of the motions has been passed, the other motions shall be deemed rejected and no further vote shall be required. If it is necessary to appoint scrutineers and vote counters for the voting on a motion, the Chairperson shall designate them; however, scrutineers must be directors. The results of the vote shall be reported on the spot and recorded.

Article 15 If any director or a juristic person represented by a director is an interested party with respect to any agenda item, the director shall state the important aspects of the interested party relationship at the respective meeting. When the relationship is likely to prejudice the interests of the company, the director may not participate in discussion or voting on that agenda item, and further, shall enter recusal during discussion and voting on that item and may not act as another director's proxy to exercise voting rights on that matter. Where the spouse or a blood relative within the second degree of kinship of a director, or a company which has a controlling or subordinate relation with a director, is an interested party with respect to an agenda item as described in the preceding paragraph, such director shall be deemed to be an interested party with respect to that agenda item. 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 two paragraphs from exercising voting rights.

Article 16 Minutes shall be prepared of the discussions at Board of Directors meetings. The meeting minutes shall record the following:

1. Session (or year), time, and place of meeting.
2. Name of the meeting chair.
3. Attendance of directors at the meeting, specifying the names and number of members present, excused, and absent.
4. Names and titles of those attending the meeting as nonvoting participants.
5. Name of minutes taker.
6. Matters reported on.
7. Agenda items: the method of resolution and the result for each proposal; a summary of the comments made by directors, supervisors, 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 under Article 7, paragraph 5.
8. Extraordinary motions: the name of the mover; the method of resolution and the result for each motion; a summary of the comments made by directors, supervisors, 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.
9. Other matters required to be recorded.

Any of the following matters in relation to a resolution passed at a meeting of the board of directors shall be stated in the meeting minutes and within two days of the meeting be published on an information reporting website designated by the competent authority:

1. Any matter about which an independent director expresses an objection or reservation that has been included in records or stated in writing.
2. If the Company has an Audit Committee, any matter that has not been passed by the Audit Committee but has been adopted with the approval of two-thirds or more of all Board directors without having been passed by the Audit Committee.

The attendance book forms a part of the minutes for each Board of Directors meeting and shall be well preserved during the existence of the company. The minutes of a board of directors meeting shall bear the signature or seal of both the meeting chair and the minutes taker; a copy of the minutes shall be distributed to each director and supervisor within 20 days after the meeting and well preserved as important company records during the existence of the Company. The production and distribution of the meeting minutes referred to in paragraph 1 may be done in electronic form.

Article 17 In addition to the matters required to be submitted to the Company's Board of Directors for discussion under Article 12, Paragraph 1, the scope and content of any delegation of authority to the executive level by the Board of Directors pursuant to laws and regulations or the Company's Articles of Incorporation shall be specified in detail.

Article 18 The adoption of these Rules of Procedure shall be subject to the approval of the Company's Board of Directors and shall be reported to the General Meeting of Shareholders. Future amendments may be authorized by resolution of the Board of Directors.

(Appendix 3)

JOINSOON ELECTRONICS MFG. CO., LTD.

Rules of Procedure for Shareholder Meetings

Article 1 Basis

To establish a good governance system of the Company's shareholder meeting, improve the supervisory function and strengthen the management function, the rules are established to be followed by the Company.

Article 2 Unless otherwise provided by law or the Articles of Incorporation, the Rules of Procedure of the Company's shareholder meetings shall be in accordance with the provisions of the rules.

Article 3 Notice of Shareholder meeting

Unless otherwise provided by law, the Company's shareholder meetings shall be convened by the Board.

Changes in the manner of holding a shareholder meeting shall be approved by the Board and shall be made at the latest before the notice of the shareholder meeting is sent.

The shareholders shall be notified 30 days in advance of the convening of a regular shareholder meeting, and for shareholders holding less than 1,000 registered shares, the meeting shall be announced 30 days in advance by means of a Public Information Observation Post (PIO) announcement.

The notice and announcement shall state the reason for the convening.

Reappointment or Dismissal of Directors, Change of Articles of Incorporation, Application for Suspension of Public Offering, Permission for Directors to Compete for Business, and Transfer of Earnings to Capital. The matters set forth in Paragraph 1 of Article 185 shall be listed in the cause of the meeting and the main content shall be stated and shall not be proposed as a temporary motion; the main content may be placed on the website designated by the securities authority or the Company, and the website address shall be included in the notice.

After the completion of the general election of Directors and the date of their appointment, the shareholder meeting shall not change the date of their appointment by temporary motion or other means.

A shareholder holding at least 1% of the outstanding shares may propose to the Company a motion for an annual shareholder meeting, limited to one proposal, and any proposal exceeding one shall not be included in the motion. However, the Board may include a proposal from a shareholder to urge the Company to promote public interest or fulfill its social responsibility. In addition, the Board shall not include a shareholder's proposal under any of the circumstances set forth in Article 172-1, Paragraph 4 of the Company Act.

The Company shall announce the acceptance of the shareholders' proposals, the written or electronic means of acceptance, the place of acceptance and the date of cessation of stock transfer prior to the shareholder meeting. The period of acceptance shall not be less than ten days.

A shareholder's proposal shall be limited to 300 words, and any proposal exceeding 300 words shall not be included in the motion; the proposing shareholder shall attend the shareholder meeting in person or by proxy and participate in the discussion of the proposal. The Company shall notify the proposing shareholder of the results of the proceedings before the date of the notice of the shareholder meeting and shall include in the notice of the meeting those motions that comply with the provisions of the Article. The Board shall state the reasons for not including the proposal in the shareholder meeting.

Article 4 Proxy to Attend Shareholder Meetings and Authorization.

A shareholder may, at each annual meeting, issue a letter of attorney stating the scope of authority issued by the Company, appoint an agent, and attend the meeting.

A shareholder may issue one letter, limited to one person, which shall be delivered to the Company five days prior to the shareholder meeting, and in case of duplication, the first to be delivered shall prevail, except for those letters given prior to amortization.

If a shareholder wishes to attend a shareholder meeting in person after the letter is delivered to the Company, shall give written notice of revocation to the Company at least two days before the shareholder meeting; in case of late revocation, the right to vote shall be exercised in the presence of the agent.

If a shareholder wishes to attend a shareholder meeting by video after the letter has been delivered to the Company, shall give written notice of cancellation of the letter to the Company two days prior to the shareholder meeting; if the letter is revoked after the deadline, the agent shall be present to exercise the voting rights.

Article 5 Principles Governing the Place and Time of Shareholder Meetings

The meeting shall be held at the place where the Company is located or at a place convenient for the shareholders to attend and suitable for the shareholder meeting, and the meeting shall commence no earlier than 9:00 a.m. or later than 3:00 p.m. The place and time of the meeting shall take into full consideration the opinions of the independent Directors.

The Company shall not be restricted from convening a video shareholder meeting at the location.

Article 6 Preparation of Signature Books and Other Documents

The Company shall specify in the notice of the meeting the time and place for the shareholders, solicitor and proxy agent (hereinafter refers to as shareholders) to report to the meeting, and other matters to be noted.

The above-mentioned time for receiving shareholders' report shall be at least 30 minutes prior to the commencement of the meeting; the report office shall be clearly marked and the appropriate personnel shall be clearly marked and the appropriate personnel shall be assigned to handle the report; the shareholders who have completed the report shall be deemed to be present in person at the shareholder meeting at the video conference platform 30 minutes prior to the commencement of the meeting.

A shareholder or a proxy agent appointed by the shareholder (hereinafter referred to as a shareholder) shall attend the meeting with an attendance card, sign-in card or other certificate of attendance.

The Company shall place a sign-in book for the attending shareholders to sign-in, or handout the sign-in card to sign in on their behalf.

The Company shall deliver the meeting manual, annual report, attendance cards, speech clips, voting tickets and other meeting materials to the shareholders attending the meeting.

If the Government or a legal entity is a shareholder, there is no limit on the number of representatives who can attend the shareholder meeting. If a legal entity is entrusted to attend a shareholder meeting, only one representative may attend.

If a shareholder meeting is held by video conference, shareholders who wish to attend the meeting on video shall register with the Company two days prior to the shareholder meeting.

If a shareholder meeting is held by video conference, the Company shall upload the meeting manual, annual report and other relevant information to the video conference platform at least 30 minutes prior to the start of the meeting and continue to disclose until the end.

Article 6-1 Items included in the convening notice of a video shareholder meeting.

The Company shall specify the following in the notice of the shareholder meeting when convening a video conference:

1. The shareholders' participation in the video conference and the method of exercising their rights.

2. The handling of any obstruction to the video conference platform or video participation due to natural disaster, event or other force majeure circumstances, including at least the following:
 - (1) The time date when the meeting must be postponed or adjourned due to the continued failure to remove the obstacle before the occurrence, and the date when the meeting is adjourned or renewed.
 - (2) Shareholders who haven't registered to participate in the shareholder meeting by means of video shall not participate in the adjourned or postponed meeting.
 - (3) If a video-assisted shareholder meeting cannot be continued, after deducting the number of shares present at the meeting by video, the total number of shares present shall reach the legal quota for the shareholder meeting, and the shareholder meeting shall continue.
 - (4) In the event of all motions have been declared and no provisional motion has been made, the Company shall handle the situation.
3. Hold a video shareholder meeting and include appropriate alternatives for shareholders who have difficulty participating in the shareholder meeting by means of video.

Article 7 Chairman and Attendees of Shareholder Meeting

If the shareholder meeting is convened by the Board, the Chairman of the Board shall be the Chairman Director. If the Chairman Director is absent from work or is unable to exercise the duties for any reason, the Vice Chairman shall act as the proxy. If there is no Vice Chairman or if the Vice Chairman is absent or unable to exercise the duties, the Chairman shall designate a Managing Director to act as the proxy; if there is no Managing Director, shall designate a Director to act as the proxy; if the Chairman doesn't designate a proxy, the Managing Directors and Directors shall elect a proxy among themselves.

If the proxy is represented by a Managing Director or a Director, whom has been in the office for at least six months and understands the financial condition of the Company, shall serve. The same applies if the Chairman is the representative of the Corporate Director.

If a shareholders' meeting is called by the Board, a majority of the Board shall be present.

If a shareholder meeting is convened by a person other than the Board, the Chairman of the meeting shall be the person who has the right to convene the meeting.

The Company may designate attorney, accountant or related personnel to attend the shareholder meeting.

Article 8 Recordings of Shareholder Meetings

The Company shall record and tape the entire process of shareholders' report, meeting and vote counting from the time of shareholders' report to the Company.

The audio and video shall be kept for at least one year, except that if a shareholder initiates a lawsuit under Article 189 of the Company Act, shall be kept until the conclusion of the lawsuit.

If a shareholder meeting is held by video conference, the Company shall keep records of the shareholders' registration, enrollment, attendance, nomination, voting and the Company's vote counting results, and shall record the entire video conference without interruption.

The Company shall keep the aforementioned information and audio and video recordings during the continuance period and provide the audio and video recordings to the person entrusted to conduct the video meeting.

If the shareholder meeting is held by video conference, the Company shall record the operation interface of the backend on the video conference platform.

Article 9 Shares Attending Calculation in Shareholder Meetings

Attendance at a shareholder meeting shall be calculated based on the number of shares present, and the number of shares present shall be calculated based on the sign-in books or the attendance card hand-in and the number of shares reported on the video conference platform.

The Chairman shall call the meeting to order immediately on the dated meeting time, but if less than half of the outstanding shares is present, the Chairman may declare the meeting to be postponed for a maximum of two times, with the total time not exceeding one hour. If the meeting isn't attended by more than one-third of the total number of outstanding shares after two postponements, the Chairman shall declare the meeting adjourned: If the shareholder meeting is held by video conference, the Company shall also announce the adjourned meeting on the video conference platform.

In the event that the aforementioned two postponements are still insufficient and the shareholder representing more than one-third of the total issued shares are present, a fictitious resolution may be made in accordance with Article 175(1) of the Company Act and the shareholders shall be notified of the fictitious resolution and a shareholder meeting shall be recovered within one month; if the shareholder meeting is convened by video conference, the shareholders who wish to attend by video shall re-register with the Company in accordance with Article 6.

Before the end of the meeting, if the number of shares represented by the shareholders present reaches more than half of the total number of issued shares, the Chairman may re-submit the fictitious resolution made to the shareholder meeting for a vote in accordance with Article 174 of the Company Act.

Article 10 Motion Discussion

If a shareholder meeting is convened by the Board, the agenda shall be set by the Board. The relevant motions (including temporary motions and amendments to original motions) shall be voted on a case-to-case basis, and the meeting shall proceed according to the scheduled agenda, which cannot be changed without a resolution of the shareholder meeting.

If a shareholder meeting is convened by a person other than the Board with the right to call the meeting, the provisions of the preceding paragraph shall apply.

The Chairman shall not adjourn the meeting without a resolution before the conclusion of the first two scheduled agenda items (including temporary motions): If the Chairman violates the rules of procedure and adjourns the meeting, other Board members shall promptly assist the shareholders present in accordance with the legal procedures and elect a Chairman by majority of the votes of the shareholders present to continue the meeting. The Chairman shall give sufficient explanation and opportunity to discuss the motion and the amendments or provisional motions proposed by the shareholders, and when considers that the motion has reached the level of being ready for voting, may declare that the discussion has been stopped and put to vote, and arrange an appropriate time for voting.

Article 11 Shareholder Speech

Before speaking, shareholders must fill out a speech slip stating the main points of their speech, their account number (or attendance card number) and their names: the Chairman will determine the order of their speeches.

If a shareholder only mentions the speech slip but doesn't speak, is deemed not to have spoken. If the content of the speech doesn't match the speech slip, the content of the speech shall prevail.

Each shareholder may not speak more than twice on the same motion and each time may not exceed five minutes without the consent of the Chairman, except that the Chairman may stop a shareholder from speaking if violates the rules or exceed the scopes of the issue.

When a shareholder is present to speak, other shareholders shall not interfere with the

speech except with the consent of the Chairman and the shareholder speaking.

If a Corporate shareholder designates two or more representatives to attend a meeting, only one person may speak on the same motion.

After a shareholder has spoken, the Chairman may reply in person or designate a relevant person to reply.

If the shareholder meeting is convened by video conference, shareholders participating by video may ask questions by text on the video conference platform after the Chairman announces the opening of the meeting and before the meeting is adjourned, and the number of questions per motion shall not exceed two, with each limited to 200 words. Not applicable to the provisions in the first to fifth items.

If the preceding questions do not violate the regulations or do not exceed the scope of the motion, the questions shall be disclosed on the video conference platform of the shareholder meeting for public comment.

Article 12 Shares Calculation and Avoidance System

Voting at a shareholder meeting shall be based on the number of shares.

The number of shares of non-voting shareholders in the shareholder meeting shall not be counted as the total number of issued shares.

A shareholder may not vote at a meeting if has an interest in the meeting that would be detrimental to the Company's interests and may not exercise the voting rights on behalf of another shareholder.

The number of shares for which voting rights are not exercised as described above shall not be counted as the number of voting rights of shareholders present.

Except for trust companies or stock agencies approved by the securities authorities, if a person is appointed by more than two shareholders at the same time, the voting rights of the proxy shall not exceed 3% of the total voting rights of the issued shares, and the voting rights in excess shall not be counted.

Article 13 Motion Voting, Vote Monitoring and Counting

Each shareholder shall have one vote per share, except for those who are restricted or have no voting rights as provided by law.

The Company shall convene a meeting by electronic means and may exercise its voting rights in writing; the method of exercising the voting rights in writing or electronically shall be specified in the notice of the shareholder meeting. Shareholders who exercise their voting rights in writing or electronically shall be deemed to be present in person at the shareholder meeting but shall be deemed to have abstained from proposing provisional motions and amendments to original motions for the shareholder meeting.

The exercise of voting rights by written or electronic means as described above, the expression of interest shall be delivered to the Company two days prior to the shareholder meeting. In the event of duplication, the first to be delivered shall prevail. However, except for those who declare that their intention is cancelled before the meeting.

If a shareholder wishes to attend a shareholder meeting in person or by video after exercising voting rights in writing or by electronic means, shall revoke the intention to exercise the voting rights two days prior to the shareholder meeting; if the revocation is made after that time, the voting rights exercised in writing or by electronic means shall prevail. If a proxy is appointed in writing or by electronic means to attend the shareholders' meeting, the proxy shall prevail.

Unless otherwise provided in the Company Act and the Company's Articles of Incorporation, a motion shall be approved by a majority of the votes of the shareholders present. In the event of a vote, the Chairman or the designee shall announce the total number of votes of the shareholders present on a case-by-case basis, and then the shareholders shall vote on the motion on a case-by-case basis, and the results of the shareholders' approval, disapproval and abstention shall be entered into the Market Observation Post System on the day after the shareholders' meeting.

If there are amendments or substitutions to the same motion, the Chairman shall determine the order of voting on them together with the original motion. If one of the motions has been passed, the other motions shall be deemed to be negated and shall not be voted on again.

The Chairman of the Board shall designate the person who will monitor and count the votes for the motion, but the monitor shall be a shareholder.

The counting of votes for a shareholder meeting or an election proposal shall be conducted in an open place on the floor of the shareholders' meeting, and the voting results, including the number of votes counted, shall be announced and recorded on the spot after the counting of votes is completed.

When the Company convenes a shareholder meeting by video conference, the shareholders participating by video shall vote on each motion and election motion through the video conference platform after the Chairman announces the opening of the meeting and shall complete the voting before the Chairman announces the closing of the voting, and any delay shall be deemed as abstention.

If the shareholder meeting is convened by video conference, the Chairman shall announce the close of the voting and announce the voting and election results for a one-time vote count.

When the Company convenes a video-assisted shareholders' meeting, shareholders who have registered to attend the shareholders' meeting by video in accordance with Article 6 and wish to attend the physical shareholder meeting in person shall deregister in the same manner as they have registered two days prior to the shareholders' meeting; if they deregister after that time, they may attend the shareholder meeting by video only.

Those who exercise their voting rights by written or electronic means without revoking their intention and participate in shareholder meetings by video means shall not exercise their voting rights on the original motion or propose amendments to the original motion or exercise their voting rights on amendments to the original motion, except for temporary motions.

Article 14 Election Matters

When the shareholder meeting elects the Directors, the election shall be conducted in accordance with the relevant election regulations of the Company and the election results shall be announced on the spot, including the list of elected Directors and the number of their elected rights.

The election ballots for the election shall be sealed and signed by the scrutinizer and kept in a safe place for at least one year. However, if a lawsuit is filed by a shareholder in accordance with Article 189 of the Company Act, shall be kept until the end of the lawsuit.

Article 15 Minutes and Signatures

The minutes of the shareholder meeting shall be prepared, signed or sealed by the Chairman, and distributed to the shareholders within 20 days after the meeting.

The distribution of the Company's proceedings may be made by means of announcements entered the Market Observation Post System.

The meeting date, month, day, place, name of the Chairman, method of resolution, main points of the proceedings and voting results (including the number of votes counted) shall be recorded, and in the case of election of directors, the number of votes received by each candidate shall be disclosed. The records shall be kept permanently for the duration of the Company's existence.

The previous resolution was made after consultation with the shareholders by the Chairman. If the shareholders do not object to the resolution, it should be recorded as "approved by the chairman after consulting all shareholders present without objection". However, if a shareholder disagrees with a motion, the voting method and ratio of the number of votes shall be stated.

If a shareholder meeting is convened by video conference, the minutes of the meeting

shall include, in addition to the matters required to be recorded in the preceding paragraph, the starting and ending time of the shareholder meeting, the manner in which the meeting is convened, the names of the Chairman and the minutes, and the manner and circumstances under which the video conference platform or video participation is impeded due to natural disasters, events or other force majeure circumstances.

In addition to the provisions, the Company shall convene a video shareholder meeting and shall include in the minutes of the meeting alternative measures for shareholders who have difficulties in participating in the shareholder meeting by means of video.

Article 16 External Announcement

The number of shares solicited by the requisitions, the number of shares represented by proxy and the number of shares attended by shareholders by written or electronic means shall be clearly disclosed in the shareholder meeting venue on the date of the shareholder meeting in a statistical form prepared in accordance with the prescribed format; if the shareholder meeting is held by video conference, the Company shall upload the aforementioned information to the video conference platform of the shareholder meeting at least thirty minutes prior to the start of the meeting and continue to disclose the information until the meeting. The Company shall upload the aforementioned information to the video conference platform at least thirty minutes prior to the commencement of the meeting and continue to disclose it until the end of the meeting.

The Company shall disclose the total number of shares of shareholders present on the video conference platform at the time of announcing the commencement of the shareholder meeting. The same applies if the total number of shares and voting rights of shareholders present are also counted during the meeting.

If the resolution of the shareholder meeting is a material information required by the law or by the Taiwan Stock Exchange (Taipei Exchange), the Company shall transmit the content to the Market Observation Post System (MOPS) within the prescribed time.

Article 17 Maintenance of the Venue Order

The meeting personnel handling the shareholder meeting should wear identification cards or armbands.

The Chairman may direct marshals or security personnel to assist in maintaining order in the meeting. The marshal or security officer shall wear a "marshal" armband or identification card when present to assist in maintaining order.

The Chairman may stop a shareholder from speaking other than with the Company's equipment if the meeting venue is equipped with sound amplifying equipment.

If a shareholder disobeys the chairman's correction for violation of the rules of procedure and obstructs the proceedings of the meeting, the Chairman may direct the inspector or security officer to ask the shareholder to leave the meeting.

Article 18 Meeting Adjourn and Renewal

In the event of an irresistible situation, the Chairman may rule to temporarily suspend the meeting and announce the time of resumption of the meeting as appropriate.

If the meeting venue cannot be used before the end of the meeting (including temporary motions), the shareholder meeting may resolve to find another venue to continue the meeting.

The shareholder meeting may, in accordance with Article 182 of the Company Act, resolve to adjourn or renew the meeting within five days.

Article 19 Video Conference Information Disclosure

If a shareholder meeting is held by video conference, the Company shall disclose the voting results and election results of each motion on the video conference platform of the shareholder meeting immediately after the close of the voting and shall continue to do so for at least fifteen minutes after the chairman announces the adjournment of the meeting.

Article 20 Location of the Chairman and Recorders of the Video Shareholder Meeting

When the Company holds a video shareholder meeting, the Chairman and the recorder shall be present at the same place within the country, and the Chairman shall announce the address of such place at the time of the meeting.

Article 21 Handling of Interruptions

If a shareholder meeting is held by video conference, the Company may provide a simple connection test for shareholders before the meeting and provide related services immediately before and during the meeting to help deal with technical problems of communication.

If a shareholder meeting is convened by video conference, the Chairman shall announce separately at the time of the announcement of the meeting that, except for the circumstances specified in Article 44-20, paragraph 4 of the Regulations Governing the Administration of Shareholder Services of Public Companies that do not require the adjournment or continuation of the meeting, if, before the Chairman announces the adjournment of the meeting, an obstacle to participation on the video conference platform or by video message occurs due to natural disasters, an event or other force majeure that lasts for more than 30 minutes, the meeting shall be adjourned within five days. The provisions of Article 182 of the Company Act shall not apply to the date of adjournment or renewal of the meeting.

In the event of an adjournment or renewal of a meeting, shareholders who have not registered to participate in the original shareholders' meeting by video shall not participate in the adjourned or renewed meeting.

If a shareholder who has registered to attend the original shareholder meeting by video message and has completed reporting to the meeting in accordance with the second paragraph, has not attended the postponed or adjourned meeting, the number of shares present at the original shareholder meeting and the voting rights and election rights exercised shall be counted as the total number of shares, voting rights and election rights of shareholders present at the postponed or adjourned meeting.

If the shareholder meeting is adjourned or reconvened in accordance with the second paragraph, it is not necessary to discuss and resolve again the motions for which voting and counting have been completed and the voting results or the list of directors elected have been announced.

If the Company convenes a video-assisted shareholder meeting, and the second paragraph cannot be renewed, if, after deducting the number of shares present at the shareholders' meeting by video, the total number of shares present still reaches the legal quorum for the shareholders' meeting, the shareholders' meeting shall continue without any adjournment or renewal of the meeting in accordance with the second paragraph.

If a meeting should be continued, the number of shares attended by shareholders participating in the meeting by way of video shall be counted as the total number of shares of shareholders present but shall be deemed to be abstained for the purpose of all motions at that meeting.

If the Company adjourns or renews a meeting in accordance with the second paragraph, the Company shall comply with the provisions set forth in Article 44-20, paragraph 7 of the Regulations Governing the Administration of Shareholder Services of Public Companies and shall complete the relevant preliminaries in accordance with the date of the original shareholders' meeting and the provisions of each such Article.

If a public company attends a shareholders' meeting using the period specified in the latter

paragraph of Article 12 and Article 13, paragraph 3 of the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, Article 44-5, paragraph 2, Article 44-15, and Article 44-17, paragraph 1 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall postpone or renew the date of the shareholders' meeting in accordance with the provisions of the second paragraph.

Article 22 Handling of Digital Discrepancies

When the Company holds a video shareholder meeting, the Company shall provide appropriate alternative measures for shareholders who have difficulty attending the shareholder meeting by video.

Article 23 The Rules shall be effective upon adoption by the shareholder meeting and shall be amended in the same manner.

(Appendix 4)

JOINSOON ELECTRONICS MFG. CO., LTD.

Current Shareholding of Directors

1. The Company issues 137,582,157 shares of the common stock.
2. In accordance with the Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies, all directors (excluding Independent Directors) are authorized to hold 8,000,000 shares.
3. The number of shares hold by all Company's Directors is as follows:

Position	Name	Date of Election	Closing date as of April 14, 2026	
			Number of shares	Shareholding%
Chairman	Huang, Ching-Hsiung	2025.05.29	6,458,753	4.69
Director	Huang, Chin-Chi	2025.05.29	5,028,465	3.65
Subtotal			11,487,218	8.34
Independent Director	Chen, Yi-Hsun	2025.05.29	-	-
Independent Director	Chuang, Te-Ming	2025.05.29	91	-
Independent Director	Hsu, Mei-Man	2025.05.29	-	-
Total			11,487,309	8.34

(Appendix 5)

JOINSOON ELECTRONICS MFG. CO., LTD.

Remark

Description of the acceptance of shareholders' proposals at the shareholder meeting:

1. In accordance with Article 172-1 of the Company Act, shareholders holding at least one percent of the outstanding shares may submit a proposal in writing to the Company for an annual shareholder meeting. The proposal shall be limited to one motion of 300 words, and any proposal exceeding that limit shall not be included. The proposing shareholder shall attend the annual meeting in person or by proxy and participate in the discussion of the motion.
2. The acceptance period of the shareholders' proposal is from April 7, 2026 to April 16, 2026, which has been announced on the Market Observation Post System in accordance with the law.
3. The Company hasn't received any shareholder proposals during the period in which the above shareholder proposals were accepted.