

Stock Code : 3093



**TAIWAN KONG KING CO., LTD.**

Annual Shareholders' Meeting 2025  
**Meeting Agenda**

June 17, 2025

## **Table of Contents**

<b>1. Meeting Procedure.....</b>	<b>2</b>
<b>2. Meeting Agenda.....</b>	<b>3</b>
(1) Report Items .....	3
(2) Matters for Ratification .....	4
(3) Matters for Discussion .....	5
(4) Extempore motion.....	6
(5) Adjournment.....	6

## **Attachment**

《Attachment 1》 Business Report .....	7
《Attachment 2》 Audit Committee's Review Report.....	11
《Attachment 3》 Consolidated Financial Statements and Independent Auditor's Report.....	12
《Attachment 4》 Stand-alone Financial Statements and Independent Auditor's Report.....	22
《Attachment 5》 Comparison Table of Amendments to " Articles of Incorporation " .....	32
《Attachment 6》 Lifting the Non-competiton Restrictions for Directors .....	33

## **Appendix**

《Appendix 1》 TKK Rules and Procedure of Shareholders' Meeting .....	34
《Appendix 2》 TKK Articles of Incorporation .....	38
《Appendix 3》 Impact of The Proposed Bonus Shares on the Company's Operating .....	46
《Appendix 4》 Shareholdings and The Minimum Shareholdings of All Directors.....	47

# **Taiwan Kong King Co., Ltd.**

## **Procedure of the 2025 Shareholders' Meeting**

1 、 Call Meeting to Order

2 、 Chairman's Address

3 、 Report Items

4 、 Matters for Ratification

5 、 Matters for Discussion

6 、 Extempore motion

7 、 Adjournment

# Taiwan Kong King Co., Ltd.

## Procedure of the 2025 Shareholders' Meeting

Time : Tue., June 17, 2025 at 10 a.m

Place : Taiwan Kong King Co., Ltd.

(Rm. 1, 5F., No. 65, Sec. 2, Nankan Rd., Luzhu Dist., Taoyuan City 338)

Means of Meeting Convention: Physical communication

### 1.Meeting Procedure

(1) Call Meeting to Order

(2) Chairman's Address

(3) Report Items

<1>Business Report of 2024

<2> Audit Committee's review report on the 2024 financial statements

<3>Compensation Distribution for Employees and Directors of 2024

<4> Report on the distribution of cash dividends from 2024 earnings

(4) Matters for Ratification

<1>Business Report and Financial Statements of 2024

<2>Appropriation of 2024 earnings

(5) Matters for Discussion

<1> Amend some of the provisions of " Articles of Incorporation "

<2> Release of the Company's Directors from Restrictions on Non-  
Competition Clause is hereby submitted for discussion

(6) Extempore motion

(7) Adjournment

## 2. Meeting Agenda

### (1) Report Items

<1>

Proposed by the Board of Directors

#### **Proposal: Business Report of 2024**

Explanation: Business Report of 2024, attached in [Attachment 1] (page 7~10) of the Meeting Agenda.

<2>

Proposed by the Board of Directors

#### **Proposal : Audit Committee's review report on the 2024 financial statements**

Explanation:

[1] The Audit Committee completed the review of the Company's 2024 financial statements and prepared the Audit Committee Review Report.

[2] Audit Committee Review Report, attached in [Attachment 2] (page 11) of the Meeting Agenda.

<3>

Proposed by the Board of Directors

#### **Proposal: Compensation Distribution for Employees and Directors of 2024**

Explanation:

[1] On March 11, 2025, the Board of Directors has resolved that the compensation for employees and directors of 2024 will be paid in cash. The compensation for employees and directors is NT\$2,014,769 and NT\$2,014,769, respectively.

[2] There is no difference between the above resolutions and the number of 2024 recognitions.

<4>

Proposed by the Board of Directors

**Proposal : Report on the distribution of cash dividends from 2024 earnings**

Explanation:

- [1] In accordance with Article 18 of the Company's Articles of Incorporation, the Board of Directors is authorized to distribute dividends and bonuses or all or part of the legal reserve and capital surplus as provided in Article 241, Paragraph 1 of the Company Act in cash by the presence of at least two-thirds of the directors and by a resolution of a majority of the directors present, and to report such distribution to the shareholders' meeting.
- [2] Allocated NT\$156,768,022 in cash dividends for shareholders, NT\$1.08 per share.
- [3] The cash dividend distribution less than NTD 1 was transferred to Taiwan Kong King Employees' Welfare Committee.

**(2) Matters for Ratification**

<1>

Proposed by the Board of Directors

**Proposal: Business Report and Financial Statement of 2024**

Explanation:

- [1] The Company's 2024 business report and financial statements have been approved by the board of directors and reviewed by the Audit Committee. The financial statements of 2024 were verified by Ernst & Young accountants Chang, Chih-Ming and Yang, Hung-Bin, and an audit report was issued.
- [2] For the business report and financial statement, please refer to [Attachment 1] (page 7~10), [Attachment 3] (page 12~21) and [Attachment 4] (page 22~31).
- [3] For your adoption.

Resolution:

<2>

Proposed by the Board of Directors

**Proposal: Appropriation of 2024 earnings.**

Explanation:

1. Our 2024 earnings distribution was approved by the board of directors and audited by the Audit Committee. The available earnings for the year is allocated according to The Company Act and TTK Articles of Incorporation as follows:

**2024 annual earnings allocation table**

Unit: NTD

2024 net profit	
2024 after-tax net profit	154,011,820
Less: Legal reserve	(15,913,721)
Plus: Reverse special reserve	14,119,735
Plus: Other consolidated profit or loss (Actuarial profit or loss on the defined benefit) plan)	5,125,389
2024 distributable earnings	157,343,223
Plus: Beginning distributable earnings	102,919,628
Accumulated Distributable Earnings	260,262,851
Distributable items	
Less: Shareholder bonus - cash (NTD 1.08/ share)	(156,768,022)
Unappropriated retained earnings	103,494,829

2. For your adoption.

Resolution:

**(3) Matters for Discussion**

<1>

Proposed by the Board of Directors

**Proposal: Amend some of the provisions of " Articles of Incorporation "**

Explanation:

1. In accordance with Article 14, Paragraph 6 of the Securities and Exchange Act, listed and OTC-listed companies are required to specify in their Articles of Incorporation a fixed percentage of annual earnings to be allocated for salary adjustments or remuneration distribution to grassroots employees. This amendment is made to comply with the revised regulations.
2. In accordance with Article 196, Paragraph 1 of the Company Act, where the Articles

of Incorporation, as resolved by the shareholders' meeting, authorize the Board of Directors to determine directors' remuneration in accordance with industry standards, the Company has amended Article 18 of its Articles of Incorporation accordingly to comply with the regulations.

3. Please refer to [Attachment 5] (page 32) for amendments.

4. Please proceed with resolution

Resolution:

<2>

Proposed by the Board of Directors

**Proposal: Release of the Company's Directors from Restrictions on Non-Competition Clause is hereby submitted for discussion**

Explanation:

1. In accordance with Article 209 of the Company Act, "A director who does anything for himself or on behalf of another person that is within the scope of the company's business, shall explain to the meeting of shareholders the essential contents of such an act and secure its approval."
2. For the reason of meeting current status, approval of the shareholders' meeting is sought for release of the Company's newly elected Directors from restrictions on non-competition clause and of corporate directors when they replace their representatives without prejudice to the Company's interests.
3. Related information of all nominated directors is attached hereto as [Attachment 6] (page 33).

Resolution:

(4) Extempore motion

(5) Adjournment



## 《Attachment 1》 Business Report

Dear shareholders:

Major industry in Taiwan anticipated the prosperity this year as follows: General environmental uncertainties has made a considerable impact on global macroeconomy. In addition to the continued expansion of investment in the semiconductor industry and PCB high-end carrier boards, the sales market for end products in the electronics industry has been significantly reduced and the proportion of investment has slowed down; However, the Company is expected to maintain a stable growth trend this year. To become the staunchest backing of our customers, the Company as a professional agent of high-end products for the electronics industry has maintained existing advanced equipment, materials and general agent of key components and parts and actively crossed to new production field in the electronics industry to grow jointly with customers and suppliers.

The performance in 2024 remained stable and profitable. In the future, we will continue to adhere to the solid operation, and endeavor to maintain profitability by controlling operating costs and improving business performance. The results of the 2024 business are as follows:

The consolidated operating income of the Company as of December 31, 2024 was NTD 1,344,179 thousand, a decrease of 25.41% compared with NTD 1,802,085 thousand in 2023. The net profit attributable to owners of the parent company was NTD 154,012 thousand, which was 47.36% decrease from NTD 292,582 thousand in 2023. The earnings per share was NTD 1.06, an decrease of 47.52% from NTD 2.02 in 2023.

1. 2024 Consolidated Business Results:

A. Operational implementation results

Units: NT\$ in thousands, %

Item	2024	2023	Diff	Diff%
Operating income	1,344,179	1,802,085	(457,906)	(25.41)
Operating gross profit	498,565	689,529	(190,964)	(27.69)
Operating net income	187,279	353,868	(166,589)	(47.08)
Net rofit before tax	200,132	366,941	(166,809)	(45.46)
Net profit	154,012	292,582	(138,570)	(47.36)
Net profit attributable to owners of the parent company	154,012	292,582	(138,570)	(47.36)
Basic earnings per share (NT\$)	1.06	2.02	(0.96)	(47.52)

B. Consolidated Financial income and expenditures

Units: NT\$ in thousands

Item	2024	2023
Cash flow from operating activities	127,618	205,253
Cash flow from investment activities	(92,081)	(8,352)
Cash flow from financing activities	(263,793)	(437,933)
Gains (losses) on cash and cash equivalents	(215,672)	(243,701)
Cash and cash equivalents at the beginning of the period	961,765	1,205,466
Cash and cash equivalents at the end of the period	746,093	961,765

C. Profitability

Item		2024	2023
Return on assets (%)		9.40	15.56
Return on equity (%)		13.82	23.81
Ratio to paid-in capital (%)	Operating profit margin	51.61	97.51
	Income before Tax	55.15	101.12
Net Profit Margin (%)		11.46	16.24
EPS (NT\$)		1.06	2.02

2. 2025 Business Plan

- A. Enhance customer satisfaction and provide instant service.
- B. Develop new product distributorship that respond to customer needs.
- C. Update information architecture and process optimization continuously to improve management performance with computer systems.
- D. Strengthen employee education and training to serve customers with professional employees.
- E. Steady operation and increase shareholders' equity.

3. The Future Development Strategy of The Company

- A. Seeking local and international strategic alliance partners, and distribute products in high-tech fields.
- B. Establish a talent network in the high-tech field and find talented employees to serve customers.
- C. Strict and reasonable implementation of credit control and continuous strengthening of risk control.

4. The influence of external competitive environment, regulatory environment and overall business environment:

Under the global concern about corporate social responsibility and environmental protection issues, Taiwan Kong King will fulfill its corporate social responsibility with a sense of mission to society. In order to protect the earth, we will continue to introduce the most advanced green energy equipment, materials and key technologies from the electronics industry to the Taiwan market to provide products with low energy consumption and high production value.

Finally, I would like to thank all the shareholders of Taiwan Kong King. With the long-term support of the shareholders and the efforts of the company's employees, I believe Taiwan Kong King can continue to grow in stability. I wish you good health and good luck!

Taiwan Kong King Co., Ltd.

Chairman: Chang, Jui-Shum

General Manager: Liao, Hung-Ying

Accounting Supervisor: Hung, Ching-I

《Attachment 2》 Audit Committee's Review Report

Taiwan Kong King Co., Ltd.

Audit Committee's Review Report

The Board of Directors prepared the Company's 2024 Business Report, financial statements, and proposal for earnings distribution, among which the financial statements have been audited by Accountants, Zhang, Zhi-Ming and Yang, Hung-Bin, from Ernst & Young Global Limited, by whom a Review Report with no qualifications have been issued accordingly. The said Business Report, Financial Statements, and the Proposal for Earnings Distribution have been audited by the Audit Committee and determined to be in compliance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act. Please review.

To

2025 Annual Shareholders' Meeting of Taiwan Kong King Co. ,Ltd.

Convenor of the Audit Committee: Wei Hsing-Hai

March 11,2025

## 《Attachment 3》 Consolidated Financial Statements and Independent Auditor's Report



安永聯合會計師事務所

11012 台北市基隆路一段333號9樓  
9F, No. 333, Sec. 1, Keelung Road  
Taipei City, Taiwan, R.O.C.

Tel: 886 2 2757 8888

Fax: 886 2 2757 6050

www.ey.com/taiwan

### **Independent Auditors' Report Translated from Chinese**

To TAIWAN KONG KING CO., LTD.

### **Opinion**

We have audited the accompanying consolidated balance sheets of TAIWAN KONG KING CO., LTD. (the "Company") and its subsidiaries as of 31 December 2024 and 2023, and the related consolidated statements of comprehensive income, changes in equity and cash flows for the years ended 31 December 2024 and 2023, and notes to the consolidated financial statements, including the summary of material accounting policies (together "the consolidated financial statements").

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of the Company and its subsidiaries as of 31 December 2024 and 2023, and their consolidated financial performance and cash flows for the years ended 31 December 2024 and 2023, in conformity with the requirements of the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards, International Accounting Standards, International Accounting Standards, Interpretations developed by the International Financial Reporting Interpretations Committee or the former Standing Interpretations Committee as endorsed and became effective by Financial Supervisory Commission of the Republic of China.

### **Basis for Opinion**

We conducted our audits in accordance with the Regulations Governing Audit and Attestation of Financial Statement by Certified Public Accountants and the 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 Company and its subsidiaries in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China (the "Norm"), and we have fulfilled our other ethical responsibilities in accordance with the Norm. Based on our audits, we believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

## **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of 2024 consolidated financial statements. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

### Allowance for impairment losses of accounts receivables

Accounts receivables and allowance for impairment losses by the Company and its subsidiaries amounted to NT\$303,582 thousand and NT\$449 thousand as of 31 December 2024, respectively. The net amount of accounts receivables was approximately 19% of total assets and which is significant to the Company. Considering the assessment of allowance for impairment losses is measured by lifetime expected credit loss; the process of measurement must appropriately divide accounts receivables into groups, determine and analyze the use of relevant assumptions in the process of measurement, including appropriate aging intervals, the aging loss rate for each interval and the use of forward-looking information, that reflected the measurement of the expected credit loss involving judgment, analysis and estimates, and the result of measurement affect the net amount of accounts receivables, we determined this as a key audit matter.

Our audit procedures included, but not limited to, understanding and evaluating whether the internal control is appropriate; when performing internal control, randomly selecting sales orders and vouching them to aging schedule to ensure the accuracy of aging intervals of accounts receivables; confirming whether the customer properly grouped by significantly different loss types and evaluating the reasonableness of management's estimates of assumptions; testing provision matrix, including evaluating the appropriateness of aging intervals and the accuracy of raw data by vouching them to supporting evidences, testing statistical information for the credit loss rate computed by roll rate over a one-year period, considering the reasonableness of forward-looking information used on the credit loss rate, and evaluating whether such forward-looking information would affect credit loss rate. In addition, performing the analytical review procedure to identify whether any material unusual fluctuations between the two-period of accounts receivables turnover exist. Also, reviewing the collections of accounts receivables during the subsequent period for customers with material period-end balances.

We also assessed the adequacy of disclosures of accounts receivables. Please refer to Note 5, 6 and 12 to the Company's consolidated financial statements.

### Valuation of inventories

Net inventories by the Company and its subsidiaries amounted to NT\$64,933 thousand, was approximately 4% of total assets as of 31 December 2024. Considering the possibility of impairment of the inventory driven by economic conditions, the industry competition, and the unexpected decrease of total sales, we determined this as a key audit matter.

Our audit procedures included, but not limited to, understanding the internal control of management's inventory valuation process. When performing internal control, sampling purchase orders and vouching them to supporting evidences to ensure the inventory aging and the calculation of write-downs from slow-moving inventories are accurate and reasonable; performing the analytical review procedure to assess whether any material unusual fluctuation of ending balances, inventory turnover and gross margin per product between the year ended 31 December 2024 and the prior year exists; sampling sales orders and purchase orders to verify the calculation of allowance for inventory valuation losses to evaluate whether the valuation of inventories is appropriate.

We also assessed the adequacy of disclosures of inventories. Please refer to Note 4, 5 and 6 to the Company's consolidated financial statement.

### **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 requirements of the Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Financial Reporting Standards, International Accounting Standards, Interpretations developed by the International Financial Reporting Interpretations Committee or the former Standing Interpretations Committee as endorsed by 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 ability to continue as a going concern of the Company and its subsidiaries, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company and its subsidiaries or to cease operations, or has no realistic alternative but to do so.

Those charged with governance, including the audit committee, are responsible for overseeing the financial reporting process of the Company and its subsidiaries.

### **Auditors' Responsibilities for the Audit of the Consolidated Financial Statements**

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



expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with the Standards on Auditing of the Republic of China, we exercise professional 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 internal control of the Company and its subsidiaries.
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 ability to continue as a going concern of the Company and its subsidiaries. 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 Company and its subsidiaries to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the accompanying notes, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company and its subsidiaries 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 2024 consolidated financial statements 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.

## **Other**

We have audited and expressed unqualified opinion on the parent company only financial statements of the Company as of and for the years ended 31 December 2024 and 2023, respectively.

CHANG, CHIH-MING

YANG, HUNG-BIN

Ernst & Young, Taiwan

11 March 2025

## Notice to Readers

The accompanying consolidated financial statements are intended only to present the financial position, results of operations and cash flows in accordance with 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.

Accordingly, the accompanying consolidated financial statements and report of independent accountants are not intended for use by those who are not informed about the accounting principles or Standards on Auditing of the Republic of China, and their applications in practice. As the financial statements are the responsibility of the management, Ernst & Young cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

English Translation of Consolidated Financial Statements Originally Issued in Chinese  
TAIWAN KONG KING CO., LTD. AND SUBSIDIARIES  
CONSOLIDATED BALANCE SHEETS  
31 December 2024 and 2023  
(Expressed in Thousands of New Taiwan Dollars)

	NOTES	As of 31 December	
		2024	2023
<b>ASSETS</b>			
<b>CURRENT ASSETS</b>			
Cash and cash equivalents	4,6&12	\$746,093	\$961,765
Notes receivable, net	4,6&12	39,224	3,724
Accounts receivable, net	4,6&12	303,133	243,201
Other receivables	12	4,408	4,974
Current tax assets	7&12	967	648
Inventories, net	4&6	64,933	83,352
Prepayments		57,954	37,212
Other current assets		3,306	3,972
Total Current Assets		<u>1,220,018</u>	<u>1,338,848</u>
<b>NON-CURRENT ASSETS</b>			
Financial assets at fair value through profit or loss, non-current	4,6&12	2,734	4,906
Financial assets at fair value through other comprehensive income, non-current	4,6&12	19,632	19,787
Property, plant and equipment	4&6	341,535	267,192
Right-of-use asset	4&6	1,590	3,860
Intangible assets	4&6	831	1,913
Deferred tax assets	4&6	19,296	24,784
Other non-current assets	4&12	6,290	6,392
Total Non-Current Assets		<u>391,908</u>	<u>328,834</u>
<b>TOTAL ASSETS</b>		<u><u>\$1,611,926</u></u>	<u><u>\$1,667,682</u></u>

(continued)

English Translation of Consolidated Financial Statements Originally Issued in Chinese  
TAIWAN KONG KING CO., LTD. AND SUBSIDIARIES  
CONSOLIDATED BALANCE SHEETS  
31 December 2024 and 2023  
(Expressed in Thousands of New Taiwan Dollars)

		As of 31 December	
	NOTES	2024	2023
<b>LIABILITIES AND EQUITY</b>			
<b>CURRENT LIABILITIES</b>			
Contract liabilities, current	6	\$100,372	\$83,222
Notes payable	12	34,992	20
Accounts payable	12	256,656	117,908
Accounts payable-related parties	7&12	27,111	101,328
Other payables	12	105,207	170,516
Other payables-related parties	7	161	-
Current tax liabilities	4	5,997	13,852
Lease liabilities, current	4&6	1,482	2,382
Other current liabilities		767	419
Total Current Liabilities		532,745	489,647
<b>NON-CURRENT LIABILITIES</b>			
Non-current provisions	4&6	8,853	17,954
Deferred tax liabilities	4&6	329	595
Lease liabilities, noncurrent	4&6	-	1,464
Total Non-Current Liabilities		9,182	20,013
TOTAL LIABILITIES		541,927	509,660
<b>EQUITY ATTRIBUTABLE TO THE PARENT COMPANY</b>			
Capital			
Common stock	6	362,888	362,888
Capital surplus	6	44,670	44,670
Retained earnings			
Legal reserve		386,264	356,933
Special reserve		47,399	47,632
Unappropriated earnings		262,057	393,298
Total Retained earnings		695,720	797,863
Other components of equity		(33,279)	(47,399)
TOTAL EQUITY		1,069,999	1,158,022
TOTAL LIABILITIES AND EQUITY		\$1,611,926	\$1,667,682

(The accompanying notes are an integral part of the consolidated financial statements)

English Translation of Consolidated Financial Statements Originally Issued in Chinese  
**TAIWAN KONG KING CO., LTD. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME**  
For the years ended 31 December 2024 and 2023  
(Expressed in Thousands of New Taiwan Dollars, Except for Earnings per Share)

ITEM	NOTES	For the years ended 31 December	
		2024	2023
OPERATING REVENUES	4,6&7	\$1,344,179	\$1,802,085
COST OF GOODS SOLD	4&7	(845,614)	(1,112,556)
GROSS PROFIT		498,565	689,529
OPERATING EXPENSES	4&7		
Sales and marketing expense		(165,887)	(177,213)
General and administrative expense		(141,704)	(155,196)
Research and development expenses		(3,695)	(3,252)
Total Operating Expense		(311,286)	(335,661)
OPERATING INCOME		187,279	353,868
NON-OPERATING INCOME AND EXPENSES			
Interest income	6	8,873	16,986
Other income	6	1,972	1,818
Other gains and losses	6	2,096	(5,564)
Financial cost	6	(88)	(167)
Subtotal		12,853	13,073
INCOME BEFORE INCOME TAX		200,132	366,941
INCOME TAX EXPENSE	4&6	(46,120)	(74,359)
PROFIT FROM CONTINUING OPERATIONS		154,012	292,582
NET INCOME		154,012	292,582
OTHER COMPREHENSIVE (LOSS) INCOME	6		
Items that will not be reclassified subsequently to profit or loss			
Remeasurements of defined benefit pension plans		6,407	913
Unrealized gains (losses) from investments in equity instruments			
measured at fair value through other comprehensive income		(269)	3,966
Income tax related to items that will not be reclassified subsequently		(1,228)	(976)
Items that may be reclassified subsequently to profit or loss			
Exchange differences on translation of foreign operations		14,335	(2,940)
TOTAL OTHER COMPREHENSIVE INCOME		19,245	963
TOTAL COMPREHENSIVE INCOME		\$173,257	\$293,545
NET INCOME ATTRIBUTABLE TO:			
Stockholders of the parent		\$154,012	\$292,582
		\$154,012	\$292,582
COMPREHENSIVE INCOME ATTRIBUTABLE TO:			
Stockholders of the parent		\$173,257	\$293,545
		\$173,257	\$293,545
Earnings per share (NTD)			
Basic earnings per share	6		
Basic earnings per share from continuing operations		\$1.06	\$2.02

(The accompanying notes are an integral part of the consolidated financial statements)

English Translation of Consolidated Financial Statements Originally Issued in Chinese  
TAIWAN KONG KING CO., LTD. AND SUBSIDIARIES  
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY  
For the years ended 31 December 2024 and 2023  
(Expressed in Thousands of New Taiwan Dollars)

	Equity Attributable to the Parent Company								Total	Total Equity
	Retained earnings					Other components of equity				
	Capital	Capital surplus	Legal reserve	Special reserve	Unappropriated earnings	Exchange differences on translation of foreign operations	Unrealized gains or losses on financial assets measured at fair value through other comprehensive income			
Balance as of 1 January 2023	\$362,888	\$44,670	\$308,741	\$52,405	\$578,872	\$(22,808)	\$(24,824)	\$1,299,944	\$1,299,944	
Appropriation and distribution of 2022 retained earnings:										
Legal reserve	-	-	48,192	-	(48,192)	-	-	-	-	
Cash dividends	-	-	-	-	(435,467)	-	-	(435,467)	(435,467)	
Reversal of special reserve	-	-	-	(4,773)	4,773	-	-	-	-	
Net income for the year ended 31 December 2023	-	-	-	-	292,582	-	-	292,582	292,582	
Other comprehensive income (loss) for the year ended 31 December 2023, net of income tax	-	-	-	-	730	(2,940)	3,173	963	963	
Total comprehensive income	-	-	-	-	293,312	(2,940)	3,173	293,545	293,545	
Balance as of 31 December 2023	\$362,888	\$44,670	\$356,933	\$47,632	\$393,298	\$(25,748)	\$(21,651)	\$1,158,022	\$1,158,022	
Balance as of 1 January 2024	\$362,888	\$44,670	\$356,933	\$47,632	\$393,298	\$(25,748)	\$(21,651)	\$1,158,022	\$1,158,022	
Appropriation and distribution of 2023 retained earnings:										
Legal reserve	-	-	29,331	-	(29,331)	-	-	-	-	
Cash dividends	-	-	-	-	(261,280)	-	-	(261,280)	(261,280)	
Reversal of special reserve	-	-	-	(233)	233	-	-	-	-	
Net income for the year ended 31 December 2024	-	-	-	-	154,012	-	-	154,012	154,012	
Other comprehensive income (loss) for the year ended 31 December 2024, net of income tax	-	-	-	-	5,125	14,335	(215)	19,245	19,245	
Total comprehensive income	-	-	-	-	159,137	14,335	(215)	173,257	173,257	
Balance as of 31 December 2024	\$362,888	\$44,670	\$386,264	\$47,399	\$262,057	\$(11,413)	\$(21,866)	\$1,069,999	\$1,069,999	

(The accompanying notes are an integral part of the consolidated financial statements)

English Translation of Consolidated Financial Statements Originally Issued in Chinese  
TAIWAN KONG KING CO., LTD. AND SUBSIDIARIES  
CONSOLIDATED STATEMENTS OF CASH FLOWS  
For the years ended 31 December 2024 and 2023  
(Expressed in Thousands of New Taiwan Dollars)

ITEM	For the years ended 31 December		ITEM	For the years ended 31 December	
	2024	2023		2024	2023
<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>			<b>CASH FLOWS FROM INVESTING ACTIVITIES:</b>		
Net income before tax	\$200,132	\$366,941	Disposal of financial assets at fair value through profit or loss	-	988
Adjustments to reconcile net income before tax to net cash provided by operating activities:			Acquisition of property, plant and equipment	(92,280)	(11,049)
Depreciation expense	20,812	21,299	Disposal of property, plant and equipment	674	623
Amortization expense	1,659	2,439	Decrease in refundable deposits	826	2,706
Net (gain) loss on financial assets or liabilities at fair value through profit or loss	2,172	(842)	Acquisition of intangible assets	(577)	(1,509)
Interest expense	88	167	Increase in other non-current assets	(724)	(111)
Interest income	(8,873)	(16,986)	Net cash used in investing activities	<u>(92,081)</u>	<u>(8,352)</u>
Dividend income	(604)	(604)			
Gain on disposal of property, plant and equipment	(624)	(470)			
Loss on disposal of investments	1,131	-			
Total adjustments to reconcile profit (loss)	<u>15,761</u>	<u>5,003</u>	<b>CASH FLOWS FROM FINANCING ACTIVITIES:</b>		
Changes in operating assets and liabilities:			Repayment of lease principal	(2,513)	(2,466)
Notes receivable	(35,500)	660	Cash dividends	<u>(261,280)</u>	<u>(435,467)</u>
Accounts receivable	(59,932)	69,681	Net cash used in financing activities	<u>(263,793)</u>	<u>(437,933)</u>
Other receivables	(13,731)	2,315	EFFECT OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS	<u>12,584</u>	<u>(2,669)</u>
Inventories	18,419	79,460	NET DECREASE IN CASH AND CASH EQUIVALENTS	<u>(215,672)</u>	<u>(243,701)</u>
Prepayments	(20,742)	19,957	CASH AND CASH EQUIVALENTS, BEGINNING OF PERIOD	<u>961,765</u>	<u>1,205,466</u>
Other current assets	666	(1,490)	CASH AND CASH EQUIVALENTS, END OF PERIOD	<u><u>\$746,093</u></u>	<u><u>\$961,765</u></u>
Contract liabilities	17,150	(117,438)			
Notes payable	34,972	(2,612)			
Accounts payable	138,748	(76,447)			
Accounts payable-related parties	(74,217)	52,900			
Other payables	(65,309)	(54,459)			
Other payables-related parties	161	(473)			
Provisions	(3,976)	(3,631)			
Other current liabilities	348	(1,234)			
Total changes in operating assets and liabilities	<u>(62,943)</u>	<u>(32,811)</u>			
Cash generated from operations	<u>152,950</u>	<u>339,133</u>			
Interest received	23,170	15,472			
Dividends received	604	604			
Interest expense paid	(88)	(167)			
Income taxes paid	<u>(49,018)</u>	<u>(149,789)</u>			
Net cash generated by operating activities	<u>127,618</u>	<u>205,253</u>			

(The accompanying notes are an integral part of the consolidated financial statements)

## 《Attachment 4》 Stand-alone Financial Statements and Independent Auditor's Report



安永聯合會計師事務所

11012 台北市基隆路一段333號9樓  
9F, No. 333, Sec. 1, Keelung Road  
Taipei City, Taiwan, R.O.C.

Tel: 886 2 2757 8888  
Fax: 886 2 2757 6050  
www.ey.com/taiwan

### **Independent Auditors' Report Translated from Chinese**

To Taiwan Kong King Co., Ltd.

#### **Opinion**

We have audited the accompanying parent company only balance sheets of Taiwan Kong King Co., Ltd. (the “Company”) as of 31 December 2024 and 2023, and the related parent company only statements of comprehensive income, changes in equity and cash flows for the years ended 31 December 2024 and 2023, and notes to the parent company only financial statements, including the summary of material accounting policies (together “the parent company only financial statements”).

In our opinion, the parent company only financial statements referred to above present fairly, in all material respects, the financial position of the Company as of 31 December 2024 and 2023, and its financial performance and cash flows for the years ended 31 December 2024 and 2023, in conformity with the requirements of the Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Financial Reporting Standards, International Accounting Standards, Interpretations developed by the International Financial Reporting Interpretations Committee or the former Standing Interpretations Committee as endorsed and became effective by Financial Supervisory Commission of the Republic of China.

#### **Basis for Opinion**

We conducted our audits in accordance with the Regulations Governing Audit and Attestation of



Financial Statement by Certified Public Accountants and the Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the parent company only Financial Statements section of our report. We are independent of the Company in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China (the "Norm"), and we have fulfilled our other ethical responsibilities in accordance with the Norm. Based on our audits, we believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of 2024 parent company only financial statements. These matters were addressed in the context of our audit of the parent company only financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

#### Allowance for impairment losses of accounts receivables

Accounts receivables and allowance for impairment losses by the Company amounted to NT\$231,103 thousand and NT\$449 thousand as of 31 December 2024, respectively. The net amount of accounts receivables was approximately 16% of total assets and which is significant to the Company. Considering the assessment of allowance for impairment losses is measured by lifetime expected credit loss; the process of measurement must appropriately divide accounts receivables into groups, determine and analyze the use of relevant assumptions in the process of measurement, including appropriate aging intervals, the aging loss rate for each interval and the use of forward-looking information, that reflected the measurement of the expected credit loss involving judgment, analysis and estimates, and the result of measurement affect the net amount of accounts receivables, we determined this as a key audit matter.

Our audit procedures included, but not limited to, understanding and evaluating whether the internal control is appropriate; when performing internal control, randomly selecting sales orders and vouching them to aging schedule to ensure the accuracy of aging intervals of accounts receivables; confirming whether the customer properly grouped by significantly different loss types and evaluating the reasonableness of management's estimates of assumptions; testing provision matrix, including evaluating the appropriateness of aging intervals and the accuracy of raw data by vouching them to supporting evidences, testing statistical information for the credit loss rate computed by roll rate over a one-year period, considering the reasonableness of forward-looking information used on the credit loss rate, and evaluating whether such forward-looking information would affect credit loss rate. In addition, performing the analytical review procedure to identify whether any material unusual fluctuations between the two-period of accounts receivables turnover exist. Also, reviewing the

collections of accounts receivables during the subsequent period for customers with material period-end balances.

We also assessed the adequacy of disclosures of accounts receivables. Please refer to Note 5, 6 and 12 to the parent company only financial statements.

#### Valuation of inventories

Net inventories by the Company amounted to NT\$21,020 thousand, was approximately 2% of total assets as of 31 December 2024. Considering the possibility of impairment of the inventory driven by economic conditions, the industry competition, and the unexpected decrease of total sales, we determined this as a key audit matter.

Our audit procedures included, but not limited to, understanding the internal control of management's inventory valuation process. When performing internal control, sampling purchase orders and vouching them to supporting evidences to ensure the inventory aging and the calculation of write-downs from slow-moving inventories are accurate and reasonable; performing the analytical review procedure to assess whether any material unusual fluctuation of ending balances, inventory turnover and gross margin per product between the year ended 31 December 2024 and the prior year exists; sampling sales orders and purchase orders to verify the calculation of allowance for inventory valuation losses to evaluate whether the valuation of inventories is appropriate.

We also assessed the adequacy of disclosures of inventories. Please refer to Note 4, 5 and 6 to the parent company only financial statement.

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

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

In preparing the parent company only financial statements, management is responsible for assessing the ability to continue as a going concern of the Company, 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 financial reporting process of the Company.

#### **Auditors' Responsibilities for the Audit of the Parent Company Only Financial Statements**

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

As part of an audit in accordance with the Standard 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 parent company only financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control of the Company.
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 ability to continue as a going concern of the Company. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the parent company only financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the parent company only financial statements, including the accompanying notes, and whether the parent company only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision and performance of the 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 2024 parent company only financial statements 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.

CHANG, CHIH-MING

YANG, HUNG-BIN

Ernst & Young, Taiwan  
11 March 2025

Notice to Readers

The accompanying parent company only financial statements are intended only to present the financial position, results of operations and cash flows in accordance with 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.

Accordingly, the accompanying parent company only financial statements and report of independent accountants are not intended for use by those who are not informed about the accounting principles or Standard on Auditing of the Republic of China, and their applications in practice. As the financial statements are the responsibility of the management, Ernst & Young cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

## English Translation of Parent Company Only Financial Statements Originally Issued in Chinese

TAIWAN KONG KING CO., LTD.

## PARENT COMPANY ONLY BALANCE SHEETS

31 December 2024 and 2023

(Expressed in Thousands of New Taiwan Dollars)

(Expressed in Thousands of New Taiwan Dollar)

		As of 31 December	
	NOTES	2024	2023
<b>ASSETS</b>			
<b>CURRENT ASSETS</b>			
Cash and cash equivalents	4,6&12	\$457,670	\$559,422
Notes receivable, net	4,6&12	22	54
Accounts receivable, net	4,6&12	199,428	204,601
Accounts receivable-related parties, net	4,6,7&12	31,226	63
Other receivables	12	2,922	3,718
Other receivables-related parties, net	7&12	1,216	1,065
Inventories, net	4&6	21,020	25,712
Prepayments	7	50,254	21,422
Other current assets		3,306	3,972
Total Current Assets		767,064	820,029
<b>NON-CURRENT ASSETS</b>			
Financial assets at fair value through profit or loss, non-current	4,6&12	2,734	4,906
Financial assets at fair value through other comprehensive income, non-current	4,6&12	17,460	18,524
Investments accounted for using equity method	4&6	423,244	432,255
Property, plant and equipment	4&6	163,701	174,408
Investment property, net	4&6	59,515	59,963
Intangible assets	4&6	752	1,725
Deferred tax assets	4&6	17,495	23,415
Other non-current assets	4&12	4,642	5,469
Total Non-Current Assets		689,543	720,665
<b>TOTAL ASSETS</b>		<b>\$1,456,607</b>	<b>\$1,540,694</b>

(continued)

English Translation of Parent Company Only Financial Statements Originally Issued in Chinese  
TAIWAN KONG KING CO., LTD.  
PARENT COMPANY ONLY BALANCE SHEETS  
31 December 2024 and 2023  
(Expressed in Thousands of New Taiwan Dollars)

		As of 31 December	
	NOTES	2024	2023
<b>LIABILITIES AND EQUITY</b>			
<b>CURRENT LIABILITIES</b>			
Contract liabilities, current	6	\$84,962	\$56,186
Notes payable	12	1,878	20
Accounts payable	12	165,996	61,896
Accounts payable-related parties	7&12	37,326	105,859
Other payables	12	81,377	127,247
Other payables-related parties	6,7&12	209	104
Current tax liabilities	4	5,997	13,088
Other current liabilities		425	93
Total Current Liabilities		378,170	364,493
<b>NON-CURRENT LIABILITIES</b>			
Non-current provisions	4&6	8,405	17,584
Deferred tax liabilities	4&6	33	595
Total Non-Current Liabilities		8,438	18,179
TOTAL LIABILITIES		386,608	382,672
<b>EQUITY</b>			
Capital			
Common stock	6	362,888	362,888
Capital surplus	6	44,670	44,670
Retained earnings			
Legal reserve		386,264	356,933
Special reserve		47,399	47,632
Unappropriated earnings		262,057	393,298
Total Retained earnings		695,720	797,863
Other components of equity		(33,279)	(47,399)
TOTAL EQUITY		1,069,999	1,158,022
TOTAL LIABILITIES AND EQUITY		\$1,456,607	\$1,540,694

(The accompanying notes are an integral part of the parent company only financial statements)

English Translation of Parent Company Only Financial Statements Originally Issued in Chinese  
TAIWAN KONG KING CO., LTD.

PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME

For the years ended 31 December 2024 and 2023

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

ITEM	NOTES	For the years ended 31 December	
		2024	2023
OPERATING REVENUES	4,6&7	\$967,801	\$1,231,777
COST OF GOODS SOLD	4,6&7	(570,301)	(673,131)
GROSS PROFIT		<u>397,500</u>	<u>558,646</u>
OPERATING EXPENSES	4,6&7		
Sales and marketing expense		(165,930)	(177,213)
General and administrative expense		(56,047)	(65,357)
Total Operating Expense		<u>(221,977)</u>	<u>(242,570)</u>
OPERATING INCOME		<u>175,523</u>	<u>316,076</u>
NON-OPERATING INCOME AND EXPENSES			
Interest income	6&7	5,741	11,888
Other income	6&7	4,919	5,043
Other gains and losses	6	6,042	(5,502)
Share of profit of subsidiaries, associates and joint ventures accounted for using equity method, net		<u>5,222</u>	<u>32,308</u>
Subtotal		<u>21,924</u>	<u>43,737</u>
INCOME BEFORE INCOME TAX		197,447	359,813
INCOME TAX EXPENSE	4&6	(43,435)	(67,231)
PROFIT FROM CONTINUING OPERATIONS		<u>154,012</u>	<u>292,582</u>
NET INCOME		<u>154,012</u>	<u>292,582</u>
OTHER COMPREHENSIVE INCOME (LOSS)	6		
Items that will not be reclassified subsequently to profit or loss			
Remeasurements of defined benefit pension plans		5,842	975
Unrealized gains (losses) from investments in equity instruments measured at fair value through other comprehensive income		(1,064)	3,332
Share of other comprehensive income of associates and joint ventures accounted for using equity method		1,244	578
Income tax related to items that will not be reclassified subsequently		(1,112)	(982)
Items that may be reclassified subsequently to profit or loss			
Exchange differences on translation of foreign operations		<u>14,335</u>	<u>(2,940)</u>
TOTAL OTHER COMPREHENSIVE INCOME (LOSS)		<u>19,245</u>	<u>963</u>
TOTAL COMPREHENSIVE INCOME		<u>\$173,257</u>	<u>\$293,545</u>
Earnings per share (NTD)			
Basic earnings per share	6		
Basic earnings per share from continuing operations		<u>\$1.06</u>	<u>\$2.02</u>

(The accompanying notes are an integral part of the parent company only financial statements)

English Translation of Parent Company Only Financial Statements Originally Issued in Chinese  
TAIWAN KONG KING CO., LTD.  
PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY  
For the years ended 31 December 2024 and 2023  
(Expressed in Thousands of New Taiwan Dollars)

	Retained earnings					Other components of equity		
	Capital	Capital surplus	Legal reserve	Special reserve	Unappropriated earnings	Exchange differences on translation of foreign operations	Unrealized gains or losses on financial assets measured at fair value through other comprehensive income	Total equity
Balance as of 1 January 2023	\$362,888	\$44,670	\$308,741	\$52,405	\$578,872	\$(22,808)	\$(24,824)	\$1,299,944
Appropriation and distribution of 2022 retained earnings:								
Legal reserve	-	-	48,192	-	(48,192)	-	-	-
Cash dividends	-	-	-	-	(435,467)	-	-	(435,467)
Reversal of special reserve	-	-	-	(4,773)	4,773	-	-	-
Net income for the year ended 31 December 2023	-	-	-	-	292,582	-	-	292,582
Other comprehensive income (loss) for the year ended 31 December 2023, net of income tax	-	-	-	-	730	(2,940)	3,173	963
Total comprehensive income	-	-	-	-	293,312	(2,940)	3,173	293,545
Difference between consideration given/received and carrying amount interest in subsidiaries acquired/disposed of	-	-	-	-	-	-	-	-
Balance as of 31 December 2023	\$362,888	\$44,670	\$356,933	\$47,632	\$393,298	\$(25,748)	\$(21,651)	\$1,158,022
Balance as of 1 January 2024	\$362,888	\$44,670	\$356,933	\$47,632	\$393,298	\$(25,748)	\$(21,651)	\$1,158,022
Appropriation and distribution of 2023 retained earnings:								
Legal reserve	-	-	29,331	-	(29,331)	-	-	-
Cash dividends	-	-	-	-	(261,280)	-	-	(261,280)
Reversal of special reserve	-	-	-	(233)	233	-	-	-
Other changes in capital surplus:								
Difference between consideration and carrying amount of subsidiaries acquired	-	-	-	-	-	-	-	-
Net income for the year ended 31 December 2024	-	-	-	-	154,012	-	-	154,012
Other comprehensive income (loss) for the year ended 31 December 2024, net of income tax	-	-	-	-	5,125	14,335	(215)	19,245
Total comprehensive income	-	-	-	-	159,137	14,335	(215)	173,257
From difference between the consideration received and the carrying amount of the subsidiaries' net assets during actual acquisition								
Disposal of investments in equity instruments at fair value through other comprehensive income (loss)	-	-	-	-	-	-	-	-
Balance as of 31 December 2024	\$362,888	\$44,670	\$386,264	\$47,399	\$262,057	\$(11,413)	\$(21,866)	\$1,069,999

(The accompanying notes are an integral part of the parent company only financial statements)



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

TAIWAN KONG KING CO., LTD.

PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS

For the years ended 31 December 2024 and 2023

(Expressed in Thousands of New Taiwan Dollars)

ITEM	For the years ended 31 December		ITEM	For the years ended 31 December	
	2024	2023		2024	2023
<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>			<b>CASH FLOWS FROM INVESTING ACTIVITIES:</b>		
Net income before tax	\$197,447	\$359,813	Disposal of financial assets at fair value through profit or loss	-	988
Adjustments to reconcile net income before tax to net cash provided by operating activities:			Acquisition of property, plant and equipment	(1,848)	(6,908)
Depreciation expense	13,003	13,269	Disposal of property, plant and equipment	579	565
Amortization expense	1,288	1,714	Decrease in refundable deposits	826	2,706
Net (gain) loss on financial assets or liabilities at fair value through profit or loss	2,172	(842)	Acquisition of intangible assets	(315)	(1,310)
Interest income	(5,741)	(11,888)	Net cash used in investing activities	(758)	(3,959)
Dividends income	-	(15)			
Share of profit of associates and joint ventures accounted for using equity method	(5,222)	(32,308)	<b>CASH FLOWS FROM FINANCING ACTIVITIES:</b>		
Gain on disposal of property, plant and equipment	(579)	(565)	Cash dividends paid	(261,280)	(435,467)
Total adjustments to reconcile profit (loss)	4,921	(30,635)	Net cash used in financing activities	(261,280)	(435,467)
Changes in operating assets and liabilities:					
Notes receivable	32	1,706	<b>NET (DECREASE) IN CASH AND CASH EQUIVALENTS</b>	(101,752)	(208,792)
Accounts receivable	5,173	72,653	<b>CASH AND CASH EQUIVALENTS, BEGINNING OF PERIOD</b>	559,422	768,214
Accounts receivable-related parties	(31,163)	(23)	<b>CASH AND CASH EQUIVALENTS, END OF PERIOD</b>	\$457,670	\$559,422
Other receivables	(2,090)	(91)			
Other receivable-related parties	(151)	533			
Inventories	4,692	49,732			
Prepayments	(28,832)	13,523			
Other current assets	666	(1,490)			
Contract liabilities	28,776	(82,745)			
Notes payable	1,858	(1,428)			
Accounts payable	104,100	(64,321)			
Accounts payable-related parties	(68,533)	39,162			
Other payables	(45,870)	(44,461)			
Other payables-related parties	105	(493)			
Provisions	(3,337)	(3,756)			
Other current liabilities	332	(1,242)			
Total changes in operating assets and liabilities	(34,242)	(22,741)			
Cash generated from operations	168,126	306,437			
Interest received	8,628	10,406			
Dividends received	29,812	44,381			
Income taxes paid	(46,280)	(130,590)			
Net cash generated by operating activities	160,286	230,634			

(The accompanying notes are an integral part of the parent company only financial statements)

**《Attachment 5》**    Comparison Table of Amendments to " Articles of Incorporation "

Article	Modified provisions	Current provisions	Change cause
Article 18	<p>If the company is profitable, it should be deducted from the employee's remuneration and the remuneration of the directors and supervisors in advance of the pre-tax profit, and the employee's remuneration shall be 1% to 8% and the director and supervisor's remuneration shall be <u>1% to 3%.</u></p> <p><u>At least 30% of the aforementioned employee compensation amount shall be allocated to grassroots employees; directors' remuneration shall be determined and approved by the Board of Directors based on the industry standard. However, when the company still has accumulated losses, the amount of compensation should be retained in advance.</u></p>	<p>If the company is profitable, it should be deducted from the employee's remuneration and the remuneration of the directors and supervisors in advance of the pre-tax profit, and the employee's remuneration shall be 1% to 8% and the director and supervisor's remuneration shall be less than 1%.</p> <p>However, when the company still has accumulated losses, the amount of compensation should be retained in advance.</p>	<p>1. In accordance with Article 14, Paragraph 6 of the Securities and Exchange Act, listed and OTC-listed companies are required to specify in their Articles of Incorporation a fixed percentage of annual earnings to be allocated for salary adjustments or remuneration distribution to grassroots employees. This amendment is made to comply with the revised regulations.</p> <p>2. In accordance with Article 196, Paragraph 1 of the Company Act, where the Articles of Incorporation, as resolved by the shareholders' meeting, authorize the Board of Directors to determine directors' remuneration in accordance with industry standards, the Company has amended Article 18 of its Articles of Incorporation accordingly to comply with the regulations.</p>
Article 21	<u>The forty-first amendment was made on June 17, 2025.</u>		Add the date of revision

《Attachment 6》 Lifting the Non-competiton Restrictions for Directors

Title/Name	Major Past Positions
Director CHANG JUI-SHUM (Wong's Kong King International (Holdings) Limited Representative)	<ul style="list-style-type: none"> <li>● Chairman of TAIWAN WKK DISTRIBUTION CO., LTD.</li> <li>● Director and President of WKK Distribution Limited</li> <li>● Director of Wong's Kong King International (Holdings) Limited</li> <li>● Director of The Kong King Technology Co., Ltd, (Suzhou)</li> </ul>
Director Ava WONG (Wong's Kong King International (Holdings) Limited Representative)	<ul style="list-style-type: none"> <li>● Executive director of Wong's Kong King International (Holdings) Limited</li> <li>● Deputy Chairman of the Board of Wong's Kong King International (Holdings) Limited</li> <li>● Chief Executive Officer of Wong's Kong King International (Holdings) Limited</li> </ul>
Director CHENG FU-WEN (Wong's Kong King International (Holdings) Limited Representative)	Director and General Manager of The Kong King Technology Co., Ltd, (Suzhou)
Director LIAO DE-HSIANG (Wong's Kong King International (Holdings) Limited Representative)	<ul style="list-style-type: none"> <li>● Director of TKK Precision Co., Ltd.</li> <li>● Director and General Manager of THT Technology Co., Ltd.</li> </ul>

## **《Appendix 1》 TKK Rules and Procedure of Shareholders' Meeting**

Article 1 The shareholders' meeting shall be handled in accordance with these rules, unless otherwise provided by the law.

Article 2 The Company shall prepare an attendance book for shareholders to sign in, or the shareholder present may hand in an attendance card in lieu of signing on the attendance book.

The number of shares in attendance is calculated according to the signature book or the signed card and the shareholding of the voting rights in writing or electronically.

Article 3 Voting and attendance at a shareholders' meeting shall be calculated based the number of shares.

Article 4 The venue for the shareholders' meeting shall be within the premises of the Company, or a place easily accessible to shareholders and suitable for a shareholders' meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m.

Article 5 If a shareholders meeting is called by the board of directors, the board chairman shall preside at the said shareholders meeting. In case the chairman is on leave of absence, or cannot exercise his powers and authority, the vice chairman shall act in lieu of him. there is no vice chairman, or the vice chairman is also on leave of absence, or cannot exercise his powers and authority, the chairman shall designate a managing director to act in lieu of him; if there is no managing director, the chairman shall designate a director to act in lieu of him. the chairman does not designate a director, the managing directors or directors shall elect one from among themselves to act in lieu of the chairman. If a shareholders meeting is called by any other person than the board of directors, who has the right to call the meeting, said person shall preside at that meeting.

Article 6 The Company may designate its lawyer, certified public accountant or other relevant persons to attend the shareholders meeting. Those handling the business of a shareholders meeting shall wear an identification card or a badge.

Article 7 The Company shall record with an audio or video tape the whole proceedings of the shareholders meeting, and said video tape or audio tape shall be kept for at least one year.

Article 8 When it is time to convene a shareholders meeting, the chairman shall immediately convene the meeting, provided, however, that if the shareholders present do not represent a majority of the total amount of issued shares, the chairman may postpone the meeting, provided, however, that the postponement of the said meeting shall be limited to two times, and the total time postponed shall not exceed one hour. If the meeting has been postponed for two times, but the shareholders present still do not represent a majority of the total amount of issued shares, a tentative resolution may be adopted in accordance with Paragraph 1 of Article 175 of the Company Act by shareholders representing one-third of the total amount of issued shares. Before the close of the said meeting if the shareholders present represent a majority of the total amount of issued shares, the chairman may present the tentative resolution so adopted to the meeting for resolution in accordance with the provisions of Article 174 of the Company Act.

Article 9 If a shareholders meeting is called by the board of directors, the proceedings of the meeting shall be formulated by the board of directors, and the meeting shall be proceeded with in accordance with the said proceedings. The proceedings shall not be changed without a resolution made by the shareholders meeting. If a shareholders meeting shall be called by any other person than the board of directors, the preceding provisions shall apply mutatis mutandis to the said meeting. The chairman shall not adjourn a meeting without resolution adopted by shareholders if the motions (including extraordinary motions) covered in the proceedings so arranged in the above two Paragraphs shall not have been resolved. After close of the said meeting, shareholders shall not elect another chairman to hold another meeting at the same place or at any other place. However, if the chairman violated the rules of procedure and adjourn the meeting, it is possible to be adopted by a majority vote of the shareholders' voting rights to elect one person to serve as the chairman to continue the meeting.

Article 10 A shareholder wishing to speak in a shareholders meeting shall first fill out a slip, specifying therein the major points of his speech, his serial number as a shareholder (or number of attendance) and his name, and the chairman shall determine his order of giving a speech. A shareholder who submits his slip for a speech but does not actually speak shall be considered as not having given a speech. If the contents of

his speech shall be different from those specified on the slip, the contents of his speech shall prevail. When a shareholder is giving a speech, the other shareholders shall not interrupt unless they have obtained the prior consent from the chairman and the said shareholder, and the chairman may prevent others from interrupting.

Article 11 A shareholder shall not speak more than two times for one motion, unless he has obtained the prior consent from the chairman, and each speech shall not exceed 5 minutes. If a shareholder violates the above provisions or his speech exceeds the scope of the motion, the chairman may prevent him from doing so.

Article 12 A corporate shareholder being entrusted to attend in a shareholders meeting may designate only one representative to represent it in the meeting. If a corporate shareholder which designates two or more representatives to represent it at the shareholders meeting, only one of the representatives so designated may speak on any one motion.

Article 13 After a shareholder has given a speech, the chairman may personally or designate relevant person to respond.

Article 14 When the chairman considers that the discussion for a motion has reached the extent for making a resolution, he may announce discontinuance of the discussion and submit the motion for resolution.

Article 15 The persons for supervising the casting of votes and the counting thereof for resolutions shall be designated by the chairman, provided, however, that the person supervising the casting of votes shall be a shareholder. The results of resolution shall be announced in the meeting, and recorded in the meeting minutes.

Article 16 During the proceedings of a meeting, the chairman may consider the schedule and announce for a break.

Article 17 Unless otherwise specifically provided for in the Company Act or the Articles of Incorporation of the Company, resolutions shall be adopted by a majority vote at a meeting attended by the shareholders. When voting on the resolution, the chairman or his designee shall announce the voting rights of the shareholders and the shareholders shall vote.

Article 18 If there shall be an amendment or alternative to one motion, the chairman may combine the amendment or alternative into the original motion, and determine their

orders for resolution. any one of the above shall be resolved, the others shall be considered as rejected, upon which no further resolution shall be required.

Article 19 The chairman may direct disciplinary personnel (or security personnel) to maintain the order of the meeting. For doing so they shall wear a badge bearing the words of "disciplinary personnel".

Article 20 These rules shall be implemented after the approval of the shareholders' meeting, and the same shall apply to the amendments.

## 《Appendix 2》 TKK Articles of Incorporation

### Chapter 1 General Provisions

Article 1 The company was organized in accordance with the provisions of the Company Act and was named Taiwan Kong King Co., Ltd.

Article 2 The company's businesses are as follows:

- (1) C802120 Industrial Catalyst Manufacturing
- (2) C802200 Paints, Varnishes, Lacquers, Dyeing Mills and Dyestuff Manufacturing
- (3) CB01010 Machinery and Equipment Manufacturing
- (4) CB01020 Office Machines Manufacturing
- (5) CC01030 Electric Appliance and Audiovisual Electric Products Manufacturing
- (6) CC020170 Wired Communication Equipment and Apparatus Manufacturing
- (7) CC020180 Telecommunication Equipment and Apparatus Manufacturing
- (8) CC020190 Electronic Parts and Components Manufacturing
- (9) CC01110 Computers and Computing Peripheral Equipments Manufacturing
- (10) CC01990 Electrical Machinery, Supplies Manufacturing
- (11) CD01050 Bicycles and Parts Manufacturing
- (12) CE01010 Precision Instruments Manufacturing
- (13) CF01011 Medical Materials and Equipment Manufacturing
- (14) EZ05010 Apparatus Installation Construction
- (15) EZ13010 Nucleus Construction
- (16) F2018200 Wholesale of Chemistry Raw Material
- (17) F2018990 Wholesale of Other Chemical Products
- (18) F2019031 Wholesale of Drugs, Medical Goods
- (19) F113010 Wholesale of Machinery
- (20) F113030 Wholesale of Precision Instruments
- (21) F113050 Wholesale of Computing and Business Machinery Equipment
- (22) F113990 Wholesale of Other Machinery and Equipment
- (23) F119010 Wholesale of Electronic Materials
- (24) F207200 Retail sale of Chemistry Raw Material
- (25) F207990 Retail Sale of Other Chemical Products
- (26) F208031 Retail sale of Medical Equipments
- (27) F213030 Retail sale of Computing and Business Machinery Equipment
- (28) F213040 Retail Sale of Precision Instruments



- (29) F213080 Retail Sale of Machinery and Equipment
- (30) F213990 Retail Sale of Other Machinery and Equipment
- (31) F219010 Retail Sale of Electronic Materials
- (32) H703110 Senior Citizen's Development
- (33) I301010 Software Design Services
- (34) ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.

Article 3 The Company has its head office in Taoyuan County, Taiwan, and the Company may establish branches in and out of this country.

Article 4

- (1) When the company is a limited liability shareholder of other companies, it is not subject to Article 13 of the Company Act and may not exceed the limit of 40% of the company's paid-in capital.
- (2) The company may guarantee the external by the needs of the business.
- (3) The board of directors may invest in the mainland China according to the upper limit set by the competent authority.

## **Chapter 2            Shares**

Article 5 The total amount of the Company's capital is NTD450 million, which is further divided into 180 million Shares, with the value per share NTD2.5, and the Board is authorized to issue shares in installments.

Article 6 The Company shall issue nominal shares under the signature or seal of a director on behalf of the company and with a visa from a bank legally entitled to act as the issuer of the shares. When the Company issues shares, those shares shall not be printed. The shares not printed shall be kept and recorded by the centralized securities depository enterprise.

Article 7 The entries in the shareholders' roster shall not be altered within 60 days prior to the convening date of a regular shareholders' meeting, or within 30 days prior to the convening date of a special shareholders' meeting, or within 5 days prior to the target date fixed by the issuing company for distribution of dividends, bonus or other benefits.

Article 7-1 The company buys back treasury shares, which can be transferred to employees based on the average price of the actual shares bought back. Subject to the

relevant laws and the attendance of more than half of the shareholders of the total number of issued shares of the shareholders' meeting, more than two-thirds of the voting rights of the shareholders shall agree to do so.

### **Chapter 3          Shareholders' Meeting**

- Article 8    There are two types of shareholders' meeting, namely, regular meeting and special meeting. The regular meeting shall be convened within six months after the close of each fiscal year. Whereas, special meetings are held in accordance with the law, when necessary. The shareholders' meeting shall be convened by the Board of Directors in addition to the provisions of the Company Act.
- Article 8-1    The Company's shareholders' meeting may be held by video conferencing or the method announced by the competent authorities.
- Article 9    If a shareholder cannot attend a shareholders' meeting for any reason, he or she may issue a proxy form in accordance with the company, stating the scope of authorization, to authorize an agent by signature and stamp to attend the meeting on his or her behalf.
- Article 10    A shareholder shall be entitled to one vote for each share held, except when the shares are deemed non-voting shares under Article 179 and 197-1 of the Company Act.
- Article 11    Except as otherwise provided in the Company Act, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders.

### **Chapter 4          Board of Directors and Audit Committee**

- Article 12    The Company established seven to eleven directors. The terms of office for the directors shall be three years, and they may be eligible for re-election. The total shares of the Company held by all directors shall not less than the percentage in accordance with the laws and regulations of competent agencies. In accordance with Article 14-2 of Securities and Exchange Act, there shall be at least three seats for independent directors among the seats for directors in the preceding paragraph. The Company adopted a candidates nomination system for election of the directors of the company and the shareholders shall elect the directors from among the nominees listed in the roster of director candidates. Relevant matters, such as the

method of accepting the roster of director candidates nominated in the preceding paragraph and announcements, shall be handled in accordance with the relevant provisions in Company Act, Securities and Exchange Act. The Board of Directors may establish functional committee. The qualifications, authority exertions and relevant matters to its members shall be handled in accordance with relevant laws and regulations and established by the Board of Directors. The Company will establish committee to replace supervisors in accordance with Article 14-4 of Securities and Exchange Act. The audit committee shall be composed of the entire number of independent directors. It shall not be fewer than three persons in number, one of whom shall be committee convenor, and its authority exertions and relevant matters shall be handled in accordance with relevant laws and regulations and established by the Board of Directors. The company may obtain directors liability insurance with respect to liabilities resulting from exercising their duties during their terms of directorship after the Board passed the resolution. The Company granted the Board of Directors to determine the remuneration of all directors by referencing the standards given by companies in the same industry.

Article 13 The board of directors shall be organized by the directors. The board of directors is organized by the directors. More than two-thirds of the directors present and more than half of the attended directors agree to elect the chairman, and the vice-chairman can be elected as the business needs. The chairman of the board of directors shall internally preside the shareholders' meeting, the meeting of the board of directors, and the meeting of the managing directors; and shall externally represent the company. In case the chairman of the board of directors is on leave or absent or can not exercise his power and authority for any cause, the vice chairman shall act on his behalf. In case of the vice chairman is also on leave or absent or unable to exercise his power and authority for any cause, the chairman designate one of the directors to act on his behalf. In the absence of such a designation, the directors shall elect from among themselves an acting chairman of the board of directors. In case a meeting of the board of directors is proceeded via visual communication network, then the directors taking part in such a visual communication meeting shall be deemed to have attended the meeting in person.

Article 13-1 The convening of the board of directors shall be notified to the directors by written,

email or fax by 7 days. The company may call the board of directors at any time in case of emergency and may also do so by written, email or fax.

Article 14 The directors are able to entrust other directors to attend the board of directors on their behalf by executing a power of attorney stating proxy therein the scope of power authorized, and may exercise voting rights on all matters arising from the meeting. However, any director may only act as the agent of one director.

Article 15 In case the chairman of the board of directors is on leave or absent or can not exercise his power and authority for any cause, his agent is handled in accordance with the provisions of Article 208 of the Company Act.

## **Chapter 5      Managerial personnel**

Article 16 The company may have one or more managerial personnel. Appointment and discharge and the remuneration of the managerial personnel shall be decided in accordance with Articles 29 of the Company Act.

## **Chapter 6      Accounting**

Article 17 At the close of each fiscal year, the board of directors shall prepare the following statements and records and shall forward the same to audit committee for their auditing not later than the 30th day prior to the meeting date of a general meeting of shareholders, then send to the shareholders' meeting for ratification:

(1)the business report. (2)the financial statements. (3)the surplus earning distribution or loss off-setting proposals.

Article 18

(1) If the company is profitable, it should be deducted from the employee's remuneration and the remuneration of the directors and supervisors in advance of the pre-tax profit, and the employee's remuneration shall be 1% to 8% and the director and supervisor's remuneration shall be less than 1%. However, when the company still has accumulated losses, the amount of compensation should be retained in advance.

(2) For the surplus in the annual final accounts, if any, its allocation shall be prioritized by the following order:

1. Payment of taxes.

2. Making up for loss.
3. The Company shall set aside 10% of the net income for the current period plus the amount of items other than net income for the current period included in the current year's undistributed earnings as legal reserve. Where such legal reserve accumulates to the Company's total paid-in capital, this provision shall not apply.
4. Special reserve should be appropriated or reversed in accordance with laws or regulations, and the same amount of special reserve shall be provided from the current period's net income after tax plus the amount of items other than the current period's net income included in the current period's undistributed earnings, or from the prior period's undistributed earnings if there is still a shortfall.

If a net decrease in other equity was accumulated in prior periods, the same amount of special reserve from prior period's undistributed earnings shall not be distributed. If there is still a shortfall, the amount of undistributed earnings for the period is provided for in the net income for the period plus any items other than net income for the period.

The preceding accumulated distributable earnings is used to measure the necessity of the earnings to support the capital demand. According to the basic principles of the company's dividend policy, the amount of earnings reserve or distribution and the distribution are determined. According to the plan, the earnings distribution is proposed and submitted to the shareholders' meeting for resolution.

- (3) The company's dividend policy is based on the consideration of the best capital budget and the dilution of earnings per share. The amount of dividend from shareholders should be 50%~100% of the distributable earnings for the year. ' And in the dividends for the year, cash dividends are issued at a rate of not less than 30%. The cash dividend distribution rate depends on the profit and capital status of the year. After the board of directors proposes a distribution plan, it will be adjusted after the resolution of the shareholders' meeting.
- (4) In accordance with Article 240(5) of the Company Act, the Board of Directors is authorized to distribute dividends and bonuses or legal reserve and the capital

reserve in accordance with Article 241 (1) in whole or in part may be paid in cash after a resolution has been adopted by a majority vote at a meeting of the board of directors attended by two-thirds of the total number of directors, and report the shareholders meeting.

## **Chapter 7      Supplemental Provisions**

Article 19    The shareholders of the company's directors who supervise the execution of the business are paid wages or traveling expenses according to the level of the industry, and are paid regardless of profits and losses.

Article 20

(1)    Matters not covered in this article shall be handled in accordance with the provisions of the Company Act and other relevant laws and regulations.

(2)    The company's organization procedures and rules of procedure are separately set.

Article 21    The Article was enacted on May 20, 1977:  
The first amendment was on December 24, 1977.  
The second amendment was on November 1, 1978.  
The third amendment was made on May 27, 1982.  
The fourth amendment was on August 28, 1983.  
The fifth amendment was on August 15, 1985.  
The sixth amendment was on December 16, 1985.  
The seventh amendment was made on May 26, 1987.  
The eighth amendment was made on August 10, 1988.  
The ninth amendment was on July 20, 1990.  
The tenth amendment was on December 18, 1990.  
The eleventh amendment was made on March 20, 1991.  
The twelfth amendment was made on July 1, 1991.  
The thirteenth amendment was made on April 27, 1995.  
The fourteenth amendment was made on September 1, 1995.  
The fifteenth amendment was made on October 31, 1995.  
The sixteenth amendment was made on October 1, 1998.  
The seventeenth amendment was made on July 5, 2000.  
The eighteenth amendment was on October 5, 2000.  
The nineteenth amendment was made on November 17, 2000.  
The twentieth amendment was made on February 5, 2001.  
The twenty-first amendment was on June 25, 2002.  
The twenty-second amendment was made on May 30, 2003.  
The twenty-third amendment was made on May 24, 2004.  
The twenty-fourth amendment was made on May 16, 2005.  
The twenty-fifth amendment was made on May 16, 2005.  
The twenty-sixth amendment was made on May 25, 2006.  
The twenty-seventh amendment was made on June 13, 2007.  
The twenty-eighth amendment was made on June 25, 2008.  
The twenty-ninth amendment was made on June 16, 2009.  
The 30th amendment was made on June 18, 2010.

The thirty-first amendment was made on June 22, 2011.  
The thirty-second amendment was made on June 20, 2012.  
The thirty-third amendment was made on June 11, 2015.  
The thirty-fourth amendment was made on June 17, 2016.  
The thirty- fifth amendment was made on June 21, 2017.  
The thirty- sixth amendment was made on June 20, 2018.  
The thirty- seven amendment was made on June 15, 2020.  
The thirty- eight amendment was made on August 10, 2021.  
The thirty- nine amendment was made on June 14, 2022.  
The forty amendment was made on September 28, 2022.

### 《Appendix 3》 Impact of the Proposed Bonus Shares on the Company's Operating

Unit: Except for cash dividends per share and earnings per share are NTD1, the others are NTD 1,000.

Item / Year		2024
Initial paid-in capital		362,888.94
Share allotment of the year	Cash dividends per share	1.08
	Capital increase by earning allotment per share (shares)	0
	Capital increase by capital reserve allotment per share (shares)	0
Changes in operating performance	Operating profit	(Remark 1)
	Operating profit increase compared to the same period last year (%)	
	Net profit after tax	
	Net profit after tax increase compared to the same period last year (%)	
	Earnings per share	
	Earnings per share increase compared to the same period last year (%)	
	Annual average return on investment (reciprocal of annual average P/E ratio) (%)	
Pro forma earnings per share and P/E ratio	If the capital increase by earnings is fully transferred to the cash dividend	Pro forma earnings per share
		Pro forma annual average return
	If the capital increase by capital reserve is not processed	Pro forma earnings per share
		Pro forma annual average return
	If the capital increase by capital reserve is not processed and capital increase by earnings is transferred to the cash dividend	Pro forma earnings per share
		Pro forma annual average return

Remark 1 : The financial forecast for 2024 was not prepared.

#### **Explanation of the shareholders' proposal on the shareholders' meeting:**

According to Article 172-1 and Article 192-1 of the Company Act, the period in which the Company accepts the written proposal of the shareholders is from April 11, 2025 to April 21, 2025 at 5 pm. The acceptance office is the Management Department of Taiwan Kong King Co., Ltd. (1st Floor, No. 6, Section 2, Nantun Road, Luzhu Township, Taoyuan County), and has been publicly announced in the market observatory post system.



# 《Appendix 4》 Shareholdings and The Minimum Shareholdings of All Directors

1. Types of issued shares and total number of shares: 145,155,576 common shares  
The minimum required combined shareholding of all directors by law: 14,400,000 shares.
2. As the company has three independent directors, according to the law, the minimum shareholding of directors should be reduced to 80%.
3. Shareholding roster:

Date: April 19, 2025

Title	Name	The shares held in the shareholder list on book closure date	
		Current shareholding	Shareholding ratio (%)
Chairman (Remark 1)	Chang, Jui-Shum	97,895,344	67.44
Director (Remark 1)	Wong, Senta	97,895,344	67.44
Director (Remark 1)	Wong, Ava	97,895,344	67.44
Director (Remark 1)	Chen, Mei-Fen	97,895,344	67.44
Director (Remark 1)	Liao, De-Hsiang	97,895,344	67.44
Director (Remark 1)	Cheng, Fu-Wen	97,895,344	67.44
Director	Liao, Hung-Ying	733,000	0.50
Independent Director	Chen, Chao-Huang	0	0
Independent Director	Wei, Hsing-Hai	0	0
Independent Director	Shen, Shyue-Ren	0	0
Number of shares held by all directors		98,628,344	67.94

(Remark 1) The corporate representative of “Wong’s Kong King International (Holdings) Ltd. , incorporated in Bermuda” .