

WIWYNN CORPORATION
2026 ANNUAL GENERAL SHAREHOLDERS' MEETING
MINUTES
(Translation)

The translation is intended for reference only and nothing else. The Chinese text of the minutes of 2026 Annual Shareholders' Meeting shall govern any and all matters related to the interpretation of the subject matter stated herein.

- Meeting Time : 9:00 a.m., Monday, May 25, 2026
- Place : 2F., No. 94, Sec. 1, Xintai 5th Rd., Xizhi Dist., New Taipei City, Taiwan (R.O.C.)
(Conference Room on the 2nd Floor, Building C, Oriental Science Park)
- Total outstanding shares of Wiyynn Corporation : 185,840,791 shares
- Total shares represented by shareholders present in person or by proxy : 156,928,494 shares
- Percentage of shares held by shareholders present in person or by proxy : 84.44%
- Directors present : Emily Hong / Chairperson, William Lin / Director, Frank Lin / Director, Sylvia Chiou / Director, Cathy Han / Independent Director / Convener of Audit Committee, Simon Dzung / Independent Director, Charles Kau / Independent Director, Jaclyn Tsai / Independent Director, Jian-Jang Huang / Independent Director
- In attendance : Harry Chen / CFO, Ya-Ling, Chen / CPA
- Chairperson : Emily Hong, Chairperson of the Board of Directors
- Recorder : Ellie Lin

The aggregate shareholding of the shareholders presents in person or by proxy constituted a quorum.

The Chairperson called the meeting to order.

Chairperson's Address (omitted)

I. Report Items

1. Report the business of 2025. (Please refer to Attachment 1)
2. Audit Committee's review report. (Please refer to Attachment 2)
3. Report the compensation for employees and directors.

Explanation:

- (1) According to Article 21 of the "Articles of Incorporation": If the Company has net profit as a result of the yearly accounting closing, (profit means the profit before tax, excluding the amounts of employees' and directors' compensation) such profit will be distributed in accordance with the following, once the Company's accumulated losses shall have been covered.
 - A. No less than five percent (5%) of profit as employees' compensation, with at least 5% of the aforementioned allocated amount designated specifically for the compensation of non-executive employees. The employees' compensation may be distributed in the form of shares or in cash. The qualification requirements of employees, including the employees from the Company's controlling companies or subsidiaries, which are entitled to receive compensation, shall be determined by the Board of Directors;
 - B. No more than one percent (1%) of profit as the compensation in cash to the directors.
- (2) The compensation for employees and directors is to be distributed in accordance with the Articles of Incorporation.

- A. The total amount of employee compensation (including that for non-executive employees) is NT\$3,500,000,000, representing a contribution rate of 5.18% , to be distributed in cash.
- B. The total amount of directors' compensation is NT\$100,000,000, representing a contribution rate of 0.15%, to be distributed in cash.

4. Report the issuance of unsecured overseas convertible bonds.

Explanation: In order to meet the funding requirements for foreign currency raw material purchases, the Company issued unsecured overseas convertible bonds, with the details of the issuance as follows:

Tranche/Type	The 1st unsecured overseas convertible bonds issuance of 2026
Approval Date	December 22, 2025
Issue Date	April 1, 2026
Maturity Date	April 1, 2031
Aggregate Principal Amount	US\$2,000,000,000
Denomination	US\$200,000
Issue Price	100.00 % of the principal amount of the bonds
Issue Location	Singapore
Initial Conversion Price	NT\$4,286.40 (The conversion price adopts a fixed exchange rate of NT\$31.951 per US\$1.)
Conversion Period	From July 2, 2026 to March 22, 2031
Interest	0%
Redemption	Unless previously redeemed, repurchased and cancelled, or converted, the Company shall redeem the Bonds at their face value (the "Redemption Amount") on the Maturity Date. The Redemption Amount shall be converted into NTD at the Fixed Exchange Rate (USD 1 = NTD 31.951), and then reconverted into USD for repayment based on the Taipei Forex Inc. 11:00 AM fixing rate at the time of redemption.
Trustee	Citicorp International Limited
Principal Agent	Citibank, N.A., London Branch
Use of Proceeds	The total proceeds from this offering amount to US\$2,000,000,000, which will be used to meet the funding requirements for foreign currency raw material purchases. For details regarding the utilization of the proceeds, please refer to "Market Observation Post System/ Single Company/ Changes in Shareholdings/ Fundraising/ Fundraising Plan" section.
Converted Shares	As of March 27, 2026 (the book closure date), no shares have been converted as the overseas unsecured convertible bonds have not yet been issued.

Shareholders' Speech Record:

Shareholder (Shareholder account NO. 18106) Questions:

As the Company continues to drive its ESG development strategy, could you disclose the current percentage of green energy being used? Additionally, is there a medium-to-long-term plan for this ratio? Furthermore, how does the Company balance production efficiency with the risk of rising production costs while promoting sustainability?

Response:

As of 2025, our renewable electricity usage rate stands at 80%. Our medium-term goal is to increase this to 90% by 2028, with the ultimate target of reaching 100% renewable electricity by 2030.

Regarding the sustainability journey, the cost challenges we face ultimately test our competitiveness. In our product design, we prioritize 'energy efficiency' and 'high-efficiency thermal management'. While ensuring power efficiency, we integrate clean, renewable energy to make our product designs more efficient. This enhances our overall product competitiveness, thereby offsetting the risk and impact of rising production costs.

II. Election Item

Proposal : Election of the 6th Term Board of Directors (including Independent Directors).

(Proposed by the Board of Directors)

Explanation :

1. The term of office for the Company's 5th-term Board of Directors is set to expire on May 28, 2026. Accordingly, a comprehensive re-election of all Directors (including Independent Directors) is proposed for the 2026 General Shareholders' Meeting.
2. Under the Company's Articles of Incorporation, the Company should have seven to nine directors and adopt the candidate nomination system. Directors are elected by the shareholders from a roster of director candidate announced by the Company. Each director will serve an office term of three years and may be re-elected.
3. A total of nine Directors (including five Independent Directors) are to be elected for the Company's 6th-term Board of Directors. The newly elected Directors shall take office immediately upon election, serving a three-year term from May 25, 2026, to May 24, 2029. All newly elected Independent Directors shall constitute the Audit Committee.
4. The nomination of candidates for Directors and Independent Directors was conducted in accordance with Article 192-1 of the Company Act, Paragraph 2 of Article 14-2 of the Securities and Exchange Act, Article 5 of the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies. The relevant information of the candidates is shown as follows :

Title	Name	Education/Experience	Current Position	Shareholdings (Note 1)
Director	Emily Hong	Executives Program, Graduate School of Business Administration, National Chengchi University Bachelor of Political Science, National Taiwan University President of Enterprise Products Group and Cloud Business Group of Wistron Corporation Vice President of Acer Inc.	Chairperson and Chief Strategy Officer of Wiwynn Corporation Chairperson of Wiwynn Foundation Independent Director of momo.com Inc. Director of National Institutes of Applied Research	2,418,624
Director	William Lin	Master of Business Administration, Wright State University Bachelor of Science in Electronic Engineering, Feng Chia University	President and CEO of Wiwynn Corporation Chairman of Wiwynn Smart Manufacturing Corporation	20,000

Title	Name	Education/Experience	Current Position	Shareholdings (Note 1)
		<p>Group President of the Enterprise and Networking Business Group of Wistron Corporation</p> <p>Senior Sales Manager of Acer Inc.</p>	<p>Director of Wiwynn International Corporation</p> <p>Director of Wiwynn Technology Service Japan, Inc.</p> <p>Director of Wiwynn Technology Service Hong Kong Limited</p> <p>Director of Wiwynn Korea Ltd.</p> <p>Director of Wiwynn Technology Service Mexico, S.A. de C.V.</p> <p>Director of Wiwynn Technology Corporation</p> <p>Director of Wiwynn Technology Service KunShan Ltd.</p>	
Director	<p>Wistron Corporation Representative:</p> <p>Frank Lin</p>	<p>Bachelor of Accounting, Feng Chia University</p> <p>CFO of Acer Inc.</p>	<p>Director of Wiwynn Corporation</p> <p>Chief of Staff of Wistron Corporation</p> <p>Chairman of Wise Cap Limited Company</p> <p>Chairman of LE BEN Investment Ltd.</p> <p>Chairman of WiSuccess Asset Management Corporation</p> <p>Chairman of WiseCap (Hong Kong) Limited</p> <p>Director of WNC Corporation</p> <p>Director of WITS Corp.</p> <p>Director of Changing Information Technology Inc.</p> <p>Director of IP Fund Six</p> <p>Director of Join-Link International Technology Co., Ltd.</p> <p>Director of MAYAMINER COMPANY LTD.</p> <p>Director of Wistron Medical Tech Holding Company</p> <p>Director of Wistron</p>	65,895,129

Title	Name	Education/Experience	Current Position	Shareholdings (Note 1)
			Digital Technology Holding Company Director of Wistron Medical Technology Corporation Director of PELL Bio-Med Technology Co. Ltd. Director of Wistron Green Energy Holding Company Director of Hartec Asia Pte. Ltd. Director of Hukui Biotechnology Corporation Director of B-Temia Asia Pte. Ltd. Supervisor of aEnrich Technology Corporation	
Director	Wistron Corporation Representative: Sylvia Chiou	Master of Business Administration, University of Pittsburgh Vice President of Strategic Investment and Chief Sustainability Officer of Wistron Corporation	Director of Wiwynn Corporation Vice President of Strategic Investment and Chief Sustainability Officer of Wistron Corporation Director of T-CONN Precision Corporation Director of AiSails Power Inc. Director of InnoSky Apex Inc. Director of Diagnostics For The Real World Limited Director of Mobility Technology Group Inc. Supervisor of Wistron Green Energy Holding Company	65,895,129
Independent Director	Charles Kau	Master of Chemical Engineering, North Carolina State University Bachelor of Chemistry, National Taiwan University Chairman of Inotera Memories, Inc. President of Nanya	Independent Director of Wiwynn Corporation Chairman of Ion Electronic Materials co., Ltd. Chairman of Xtek semiconductor (Huangshi) Co., Ltd. Independent Director of	0

Title	Name	Education/Experience	Current Position	Shareholdings (Note 1)
		Technology Corporation	Hauman Technologies Corporation Independent Director of Rockchip Electronics Co., Ltd. Independent Director of WUS Printed Circuit (Kunshan) Co., Ltd. Independent Director of Aswater Advanced Envirotech Ltd.	
Independent Director	Simon Dzeng (Note 2)	Ph.D. in Accounting and MBA, Drexel University Bachelor of Business Administration, College of Law, National Taiwan University Vice President of Mega Financial Holding Company Ltd. Chairman of Mega Bills Finance Co., Ltd. Senior Vice President of China Development Financial Holding Corp. and President of China Development Industrial Bank	Independent Director of Wiwynn Corporation Chairman of Hopewell Asset Management, Inc. Chairman of Hopewell Investments, Inc. Chairman of Capstone Investments, Inc. Independent Director of Waffer Technology Corporation Independent Director of Ion Electronic Materials co., Ltd. Director of Jinwen University of Science and Technology Supervisor of Phalanx Biotech Group	0
Independent Director	Jaclyn Tsai	Bachelor of Laws, National Taiwan University Judge of Yilan District Court, Changhua District Court, Taoyuan District Court, and Taipei Shilin District Court General Counsel, IBM Greater China Group Minister without Portfolio, Executive Yuan (Cabinet)	Independent Director of Wiwynn Corporation Co-Founder of Lee Tsai & Partners, Attorneys-at-Law Independent Director of DaChan Food (Asia) Limited (Hong Kong) Independent Director of Dachan Great Wall Group Director of Chenbro Micom Co., Ltd. Director of JPC connectivity Inc. Director of UNIC TECHNOLOGY CORP. Director of Aswater Advanced Envirotech	0

Title	Name	Education/Experience	Current Position	Shareholdings (Note 1)
			Ltd. Director of iKala Interactive Media Inc. Director of SimpleInfo Content Co., Ltd. Supervisor of AI Foundation Director of K.T. LEE Foundation of Science and Technology Director of Foundation for Clean Production and Regional Development Honorary Chairwoman of Taiwan Women on Boards Association Honorary Chairwoman of Taiwan FinTech Association Chairwoman of Asia Fintech Alliance Executive Director of Monte Jade Science & Technology Association of Taiwan Executive Supervisor of Taiwan Impact Investing Association	
Independent Director	Jian-Jang Huang	Ph.D. in Electrical Engineering, University of Illinois Master of science in Photonics and Optoelectronics, Graduate Institute of Photonics and Optoelectronics, National Taiwan University Bachelor of Science in Electrical Engineering, National Taiwan University Associate Dean, College of Electrical Engineering, National Taiwan University Chair and Professor, Graduate Institute of Photonics and Optoelectronics, National Taiwan University	Independent Director of Wiyynn Corporation Associate Dean, College of Electrical Engineering, National Taiwan University Professor, Graduate Institute of Photonics and Optoelectronics, National Taiwan University Independent Director of Nien Made Enterprise Co., Ltd.	0

Title	Name	Education/Experience	Current Position	Shareholdings (Note 1)
Independent Director	Ching-Yi Chang	Ph.D. in Business Administration, Shanghai Jiao Tong University Master of Business Administration, National Chengchi University Founder and Chairman of CID Group Ltd. Chairman and Chief Strategy Officer of LandMark Optoelectronics Corporation	Founder and Chairman of CID Group Ltd. Chairman and Chief Strategy Officer of LandMark Optoelectronics Corporation Director of Eurocharm Holdings Co., Ltd. Director of Taiflex Scientific Co., Ltd. Director of Entire Technology Co., Ltd. Director of NANKANG RUBBER TIRE CORP., LTD. Independent Director of JETWAY INFORMATION CO., LTD.	0

Note 1: Shareholdings as of March 26, 2026 (the Last Registration Date)

Note 2: Although Mr. Simon Dzung has served three consecutive terms as an Independent Director of the Company, his extensive experience in accounting, finance, consultancy, and academia enables him to provide professional expertise and invaluable insights. The Company proposes to continue leveraging his expertise to provide strategic recommendations and strengthen oversight functions; therefore, he is nominated as a candidate for Independent Director in this election.

5. Please vote.

Shareholders' Speech Record: No shareholder questions or inquiries were raised.

Election Results:

1. List of Elected Directors

Name	Number of Votes Received
Emily Hong	136,590,057
William Lin	129,291,540
Wistron Corporation Representative: Frank Lin	129,280,459
Wistron Corporation Representative: Sylvia Chiou	128,604,010

2. List of Elected Independent Directors

Name	Number of Votes Received
Simon Dzung	130,056,914
Charles Kau	127,875,314
Jaelyn Tsai	127,586,600
Jian-Jang Huang	127,321,682
Ching-Yi Chang	111,755,764

III. Ratification Items and Discussion Items

Item 1

Proposal : Discussion of amendments to the “Articles of Incorporation”.

(Proposed by the Board of Directors)

Explanation :

1. In order to support the needs of future operational development and strengthen the capital structure, it is proposed to increase the authorized capital of the Company. Accordingly, an amendment to certain articles of the “Articles of Incorporation” is proposed. Please refer to Attachment 3, for the before and after revision chart.
2. Submission for discussion.

Shareholders' Speech Record: No shareholder questions or inquiries were raised.

Resolution

Shares represented at the time of voting : 156,928,494 (including 145,075,366 votes cast via e-voting)

Voting Results	% of the total represented share present
Approval votes: 110,767,628 (including 98,963,493 votes cast via e-voting)	70.58%
Disapproval votes: 27,900,144 (including 27,900,144 votes cast via e-voting)	17.77%
Invalid votes: 0 (including 0 vote cast via e-voting)	0.00%
Abstention votes/ No votes: 18,260,722 (including 18,211,729 votes cast via e-voting)	11.65%

RESOLVED, that the above proposal be and hereby was approved as proposed.

Item 2

Proposal : Ratification of the Business Report and Financial Statements of 2025.

(Proposed by the Board of Directors)

Explanation :

1. The Company’s 2025 Business Report and Financial Statements (including Balance Sheets, Statements of Comprehensive Income, Statements of Changes in Equity, and Statements of Cash Flows) have been approved by the Board of Directors and reviewed by the Audit Committee. (Please refer to Attachment 1)
2. Submission for ratification.

Shareholders' Speech Record: No shareholder questions or inquiries were raised.

Resolution

Shares represented at the time of voting : 156,928,494 (including 145,075,366 votes cast via e-voting)

Voting Results	% of the total represented share present
Approval votes: 140,648,378 (including 128,844,243 votes cast via e-voting)	89.62%
Disapproval votes: 21,009 (including 21,009 votes cast via e-voting)	0.01%
Invalid votes: 0 (including 0 vote cast via e-voting)	0.00%
Abstention votes/ No votes: 16,259,107 (including 16,210,114 votes cast via e-voting)	10.37%

RESOLVED, that the above proposal be and hereby was approved as proposed.

Item 3

Proposal : Ratification of the proposal for distribution of 2025 profits.

(Proposed by the Board of Directors)

Explanation :

1. The undistributed retained earnings at the beginning of 2025 amounted to NT\$24,001,882,027. After adding the net income for 2025 of NT\$51,118,163,175, and deducting the legal reserve of NT\$5,109,748,018 and the remeasurements of defined benefit obligations of NT\$20,683,000, the

total retained earnings available for distribution for 2025 are estimated at NT\$69,989,614,184. The dividend distribution is calculated based on 185,840,791 outstanding shares as of the date of the Board of Directors' resolution. It is proposed to distribute shareholder dividends and bonuses totaling NT\$30,663,730,515, consisting of stock dividends of NT\$3,716,815,820 (NT\$20 per share) and cash dividends of NT\$26,946,914,695 (NT\$145 per share).

2. Upon the adoption of the resolution at the Shareholders' Meeting, the Board of Directors shall be authorized to set the ex-rights and ex-dividend record dates, and other relevant matters.
3. Prior to the ex-rights and ex-dividend record dates, should there be any amendment to laws or regulations, or any change in the number of the Company's outstanding common shares (i.e. repurchasing the Company's shares for transfer or cancellation, capital increase by cash, issuance of Restricted Stock Awards, the issuance of new common shares for cash to sponsor the issuance of GDR, the conversion of domestic and overseas unsecured convertible bonds into common shares etc.), resulting in a change in the dividend distribution rates, the Board of Directors is fully authorized to handle such adjustments and all related matters.
4. Profit Appropriation Statement for 2025 is as follows.
5. Submission for ratification.

Wiwynn Corporation
Profit Appropriation Statement for 2025

Unit : NT\$

Undistributed Retained Earnings at the beginning	24,001,882,027
Plus :	
Net Income for 2025	51,118,163,175
Less :	
Legal reserve	(5,109,748,018)
Special reserve	0
Remeasurements of defined benefit obligations	(20,683,000)
Retained Earnings Available for Distribution	69,989,614,184
Distribution Items :	
Stock Dividends to Common Shareholders (Note)	3,716,815,820
Cash Dividends to Common Shareholders (Note)	26,946,914,695
Subtotal	30,663,730,515
Undistributed Retained Earnings at the end of the year	39,325,883,669

Note: The profit appropriation is calculated based on 185,840,791 shares, which represents the number of outstanding shares on the date of the Company's third Board of Directors meeting in 2026(February 26, 2026). Stock dividends will be distributed at NT\$20 per share based on par value, and cash dividends will be distributed at NT\$145 per share based on par value. For fractional stock dividends of less than one full share, cash will be paid instead based on the par value, rounded down to the nearest dollar. Cash dividends will also be distributed to the nearest dollar; amounts less than one dollar will be rounded down, and the total of such fractional amounts will be recognized as other income of the Company.

Chairperson:
Emily Hong

President:
William Lin

Accounting Officer:
Wenifred Wen

Shareholders' Speech Record: No shareholder questions or inquiries were raised.

Resolution

Shares represented at the time of voting : 156,928,494 (including 145,075,366 votes cast via e-voting)

Voting Results	% of the total represented share present
Approval votes: 140,723,679 (including 128,923,544 votes cast via e-voting)	89.67%
Disapproval votes: 19,543 (including 19,543 votes cast via e-voting)	0.01%
Invalid votes: 0 (including 0 vote cast via e-voting)	0.00%
Abstention votes/ No votes: 16,185,272 (including 16,132,279 votes cast via e-voting)	10.32%

RESOLVED, that the above proposal be and hereby was approved as proposed.

Item 4

Proposal : Discussion of Capitalization of Retained Earnings through Issuance of New Shares.
(Proposed by the Board of Directors)

Explanation :

1. In consideration of future business development needs, it is proposed that NT\$3,716,815,820 be appropriated from the 2025 distributable earnings for the distribution of stock dividends. This will involve the issuance of 371,681,582 new shares through the capitalization of earnings, with a par value of NT\$10 per share.
2. The stock dividends shall be distributed to the shareholders recorded in the shareholders' register on the record date in proportion to their respective shareholdings, at a rate of 2,000 bonus shares for every 1,000 shares held. Shareholders whose fractional shares are less than one full share may, within five days from the book closure date, register with the Company's stock transfer agent to consolidate such shares into whole shares. Any remaining fractional shares will be paid in cash at par value (rounded down to the nearest NT dollar). The Shareholders' Meeting is proposed to authorize the Chairperson to arrange for specific persons to subscribe to such fractional shares at par value.
3. The rights and obligations of the new shares to be issued in this capital increase shall be the same as those of the existing issued shares. Upon the approval of the Shareholders' Meeting and the competent authorities, the Board of Directors is authorized to set the record date.
4. Should there be any changes to the number of the Company's outstanding shares due to other factors, resulting in an adjustment to the distribution rate, it is proposed to the Shareholders' Meeting that the Board of Directors be authorized to adjust such rate at its full discretion.
5. If any matters pertaining to this capital increase require amendment due to changes in laws and regulations or instructions from the competent authorities, it is proposed that the Shareholders' Meeting authorize the Board of Directors to handle such matters at its full discretion.
6. Submission for discussion.

Shareholders' Speech Record: No shareholder questions or inquiries were raised.

Resolution

Shares represented at the time of voting : 156,928,494 (including 145,075,366 votes cast via e-voting)

Voting Results	% of the total represented share present
Approval votes: 139,800,805 (including 128,000,670 votes cast via e-voting)	89.08%
Disapproval votes: 820,908 (including 820,908 votes cast via e-voting)	0.52%
Invalid votes: 0 (including 0 vote cast via e-voting)	0.00%
Abstention votes/ No votes: 16,306,781 (including 16,253,788 votes cast via e-voting)	10.40%

RESOLVED, that the above proposal be and hereby was approved as proposed.

Item 5

Proposal : Discussion of the first issuance of 2026 Restricted Stock Awards.
(Proposed by the Board of Directors)

Explanation :

1. To attract and retain professional talent essential to the Company's operations, incentivize employee engagement and performance, enhance employees' sense of identification and cohesion with the Company, and thereby promote the Company's long-term development, the Company proposes to issue Restricted Stock Awards (RSA) in accordance with Paragraph 9 of Article 267 of the Company Act, Article 22 of the Securities and Exchange Act, and the "Regulations Governing the Offering and Issuance of Securities by Securities Issuers" promulgated by the Financial Supervisory Commission.
2. The Restricted Stock Awards proposed for this issuance shall be filed with the competent authorities, in one or multiple installments, within one year from the date of the Shareholders'

Meeting resolution. Within two years from the date the notification of the filing's effectiveness reaches the Company, the shares may be issued in one or multiple installments based on actual needs. The Chairperson is authorized to determine the actual date of issuance.

3. The details of the Restricted Stock Awards to be issued are as follows:

(1) Total amount of issuance: The total amount of the issuance is NT\$12,000,000, with a par value of NT\$10 per share, totaling 1,200,000 shares.

(2) Terms and conditions of issuance:

A. Issuance price: This issuance is made on a gratis basis, with an issue price of NT\$0 per share.

B. Type of shares to be issued: New common shares of the Company.

C. Vesting conditions: Eligible employees are those who meet the comprehensive indicators, including years of service and performance criteria, as prescribed in the Issuance Rules of the Restricted Stock Awards.

D. Measures to be taken when employees fail to meet the vesting conditions or in the event of inheritance: In the event that the vesting conditions are not met, all Restricted Stock Awards shall be recovered by the Company in their entirety and subsequently canceled. All other matters shall be handled in accordance with the Issuance Rules established by the Company.

(3) Eligibility and number of shares allotted to employees:

A. Eligibility is limited to full-time regular employees of the Company and its domestic or overseas controlled companies or subsidiaries who are in service prior to the issuance date of the Restricted Stock Awards.

B. After one year has elapsed from the date on which an employee is granted Restricted Stock Awards (i.e., the capital increase record date), and provided that the employee remains in service on each vesting date, the number of shares to be vested shall be determined within the total number available for grant based on the Company-wide performance indicators for that year, and allocated in accordance with the results of the employee's Individual performance evaluation indicators, as set forth below:

(a) Company-wide performance indicators:

The following weightings are established based on the Company's consolidated financial statements for the most recent fiscal year or the most recent period, as audited or reviewed by certified public accountants, as of the end of the applicable vesting period. However, in the event of significant international or industrial changes that materially affect the Company, the performance indicators or payout ratios may be adjusted upon proposal by the Compensation Committee and approval by the Board of Directors. The performance conditions are as follows:

Operational Performance Indicators	Target Criteria	Weightings
Consolidated Operating Income	The Company's consolidated operating income exceeds that of the immediately preceding year, or exceeds the average consolidated operating income of the preceding three years.	45%
Consolidated Gross Profit	The Company's consolidated gross profit exceeds that of the immediately preceding year, or exceeds the average consolidated gross profit of the preceding three years.	45%
ESG Performance Indicator	The Company's annual sustainability governance rating remains within the top three tiers or the top 35%	10%

(b) Individual performance evaluation indicators:

Employees who, after being granted Restricted Stock Awards, remain in service on each vesting date and meet both the Company-wide performance indicators and Individual performance evaluation indicators established by the Company, shall be eligible to vest in their shares over a three-year period following the issuance date. The maximum number of shares that may vest each year is: 30% after one year has elapsed from the

issuance date, 30% after two years have elapsed, and 40% after three years have elapsed. To satisfy the individual performance evaluation indicators, an employee's rating for the most recent fiscal year prior to each vesting date must be B+ or above (inclusive), or an equivalent rating under the Company's appraisal system, and the employee must have achieved the performance standards agreed upon between the Company and the employee. If an employee's primary position or responsibilities are adjusted, the Company reserves the right to adjust the number of shares granted accordingly.

C. The number of shares allocated shall be rounded and issued in units of 100 shares.

- (4) The necessary reason for the current issuance of RSA: To attract and retain the professional talent required for the Company's operations, incentivize employee engagement, bolster employees' sense of belonging, and thereby promote the mutual interests of the Company and its shareholders.
 - (5) Calculated expense amount: Based on the closing price of NT\$4,060 per share on the day preceding the third Board of Directors' meeting of 2026, the total estimated expensed amount, assuming all vesting conditions are fully met, is NT\$4,872,000 thousand. The estimated annual expensed amounts for the years 2026 through 2029 are NT\$609,000 thousand, NT\$1,461,600 thousand, NT\$1,664,600 thousand, and NT\$1,136,800 thousand, respectively.
 - (6) Dilution of the Company's earnings per share (EPS) and other matters affecting shareholder's equity: Based on the Company's current 185,840,791 outstanding shares, plus 371,681,582 shares issued through capitalization of retained earnings, bringing the total to 557,522,373 shares, the estimated impact on earnings per share for the years 2026 through 2029 is approximately NT\$1.09, NT\$2.62, NT\$2.99, and NT\$2.04, respectively. In view of the overall assessment above, the dilutive effect on the Company's future earnings per share is considered limited, and there should be no material impact on existing shareholders' equity.
4. For the Issuance Rules of the 2026 first Restricted Stock Awards, please refer to Attachment 4.
 5. If any changes to the current issuance of Restricted Stock Awards are required by the competent authorities, it is proposed that the Shareholders' Meeting authorize the Chairperson with full power to handle all related matters.
 6. The Restricted Stock Awards issued may be deposited in a security trust account.
 7. Regarding the Restricted Stock Awards to be issued, any relevant restrictions, key covenants, or matters not addressed herein shall be governed by applicable laws and regulations, as well as the issuance rules established by the Company.
 8. Submission for discussion.

Shareholders' Speech Record: No shareholder questions or inquiries were raised.

Resolution

Shares represented at the time of voting : 156,928,494 (including 145,075,366 votes cast via e-voting)

Voting Results	% of the total represented share present
Approval votes: 118,446,951 (including 106,646,816 votes cast via e-voting)	75.47%
Disapproval votes: 17,830,570 (including 17,830,570 votes cast via e-voting)	11.36%
Invalid votes: 0 (including 0 vote cast via e-voting)	0.00%
Abstention votes/ No votes: 20,650,973 (including 20,597,980 votes cast via e-voting)	13.17%

RESOLVED, that the above proposal be and hereby was approved as proposed.

Item 6

Proposal : Discussion of the issuance of new common shares for cash to sponsor the issuance of GDR and/or the issuance of new common shares for cash through public offering and/or the issuance of new common shares for cash through private placement and/or the issuance of new common shares for cash to sponsor the issuance of GDR through private placement. (Proposed by the Board of Directors)

Explanation :

1. Fundraising purpose and size:

To meet funding needs for purchasing overseas materials, repaying debt, replenishing working capital, investing abroad, or other needs for future development and to strengthen the Company's competitiveness, it is proposed that the Shareholders' Meeting authorize the Board of Directors—to issue no more than 18,000 thousand shares, depending on market conditions and the Company's needs—to select the appropriate timing and fundraising instruments, and to proceed in accordance with applicable laws and with one or a combination of the methods of the principles of the fundraising methods set forth below.

2. Fundraising methods and handling principles:

(1) Issuance of new common shares for cash to sponsor the issuance of GDR

A. Pursuant to the current provisions of the "Self-Regulatory Rules of Underwriter Members Governing the Counseling of Issuing Companies in Raising and Issuing Securities" (the "Self-Regulatory Rules") of the Taiwan Securities Association, the issuance price of the new common shares issued for cash to sponsor the issuance of GDR shall not be lower than the closing price of the Company's common shares on the Pricing Date, or 90% of the simple arithmetic average of the closing prices for the one, three, or five business days prior to the Pricing Date, after adjustment for any ex-rights (due to stock dividends or capital reduction) and ex-dividend effects. However, should there be any changes in relevant domestic laws or regulations, the pricing method may be adjusted accordingly. In view of the frequent and severe short-term fluctuations in domestic stock prices, the Chairperson is authorized to determine the actual issuance price within the aforementioned range, in accordance with international practices and with reference to international capital markets, domestic market prices, and the results of the book-building process, in consultation with the securities underwriter. This is intended to enhance the receptivity of overseas investors; therefore, the method for determining the issuance price is deemed reasonable.

B. With no more than 18,000 thousand new common shares to be issued for cash to sponsor the issuance of GDR, the maximum dilution to existing shareholders' equity is estimated at 9.69%. However, the benefits of this capital increase are expected to enhance the Company's competitiveness and benefit shareholders in the long run. Furthermore, the determination of the GDR issuance price is based on the fair market value of the common shares on the domestic stock exchange. Existing shareholders may still purchase common shares in the domestic market at a price close to the GDR issuance price without bearing exchange rate or liquidity risks, thereby safeguarding the interests of existing shareholders.

C. In accordance with the law, 10% to 15% of the new common shares shall be reserved for subscription by the Company's employees. As for the remaining 85% to 90%, it is proposed that the Shareholders' Meeting approve the waiver of preemptive rights by existing shareholders, pursuant to Article 28-1 of the Securities and Exchange Act, and that such shares be fully allocated for public issuance in the form of GDR. Any portion of the shares reserved for employees that remains unsubscribed or is not fully taken up shall be authorized to the Chairperson to either place such shares with specific persons for subscription or include them in the underlying securities for the GDR issuance, as required by market conditions.

(2) Issuance of new common shares for cash through public offering

A. The par value of each share in this cash capital increase is NT\$10. The actual issuance price shall be determined by the Chairperson in consultation with the underwriter(s), pursuant to the relevant provisions of the Self-Regulatory Rules and based on the market conditions at the time of issuance. The issuance shall proceed upon reporting to and filing with the competent authorities for record.

B. For the portion of the public offering conducted through the issuance of new common shares via cash capital increase, the Board of Directors is proposed to be authorized to select one of the following two sales methods:

- (a) In accordance with Article 267 of the Company Act, 10% to 15% of the new common shares shall be reserved for subscription by employees. For the remaining 85% to 90%, it is proposed that the Shareholders' Meeting approve the waiver of preemptive rights by existing shareholders, pursuant to Article 28-1 of the Securities and Exchange Act, and that such shares be fully allocated for public offering via bookbuilding. Any portion of shares waived or unsubscribed by employees shall be authorized to the Chairperson to place with specific persons at the issuance price.
 - (b) In accordance with Article 267 of the Company Act, 10% to 15% of the new common shares shall be reserved for subscription by employees, and 10% shall be allocated for public offering pursuant to Article 28-1 of the Securities and Exchange Act. The remaining 75% to 80% shall be subscribed by existing shareholders in proportion to their shareholdings as recorded on the subscription record date. Any portion of shares waived or unsubscribed by employees or existing shareholders shall be authorized to the Chairperson to place with specific persons at the issuance price.
- (3) The issuance of new common shares for cash through private placement or the issuance of new common shares for cash to sponsor the issuance of GDR through private placement
- A. Basis and Reasonableness of the Pricing:
 - (a) The issuance price of the privately placed common shares shall not be lower than 85% of the reference price. The reference price shall be the higher of the prices calculated using the following two methods:
 - i. The simple arithmetic average of the closing prices of the Company's common shares for either the one, three, or five business days preceding the pricing date, after deducting any ex-rights and ex-dividend effects, and adding back any capital reduction ex-rights effects.
 - ii. The simple arithmetic average of the closing prices of the Company's common shares for the thirty business days preceding the pricing date, after deducting any ex-rights and ex-dividend effects, and adding back any capital reduction ex-rights effects.
 - (b) It is proposed that the Shareholders' Meeting authorize the Board of Directors to determine the pricing date, actual reference price, and actual issue price within the percentage range approved by the Shareholders' Meeting, while considering market conditions, objective factors, and the status of negotiations with specific persons in the future. The determination of the private placement price shall comply with the regulations of the competent authorities and reference the aforementioned prices. Given the three-year transfer restriction on private placement securities under the Securities and Exchange Act, the pricing is considered reasonable.
 - B. The method to determine specific persons:

The selection of specific persons shall comply with Article 43-6 of the Securities and Exchange Act and relevant rulings. The primary consideration will be given to strategic investors who can provide direct or indirect benefits to the Company's future operations and share the Company's business philosophy. As the Company has not yet identified any specific persons, it is proposed that the Shareholders' Meeting fully authorize the Board of Directors to handle all matters regarding the determination of such persons.
 - C. The necessity of private placement:
 - (a) The Company plans to introduce strategic investors to enhance its future competitiveness. Given that private placement securities are subject to a three-year transfer restriction, this will ensure a long-term cooperative relationship between the Company and its strategic partners. To improve the timeliness and flexibility of fund-raising, the Company proposes to raise capital through private placement from specific persons.
 - (b) The amount of private placement: The private placement shall be conducted within the limit of no more than 18,000 thousand common shares.
 - (c) Purpose of the Private Placement and Expected Benefits: In order to expand operational scale and introduce strategic investors, the Company will conduct the private placement

in a single or multiple tranches (not exceeding three tranches), depending on market conditions and the status of negotiations with specific persons. The funds raised will be used for purchasing overseas materials, repaying debt, replenishing working capital, investing abroad, or other needs for future development. Each issuance is expected to enhance competitiveness, strengthen the shareholder structure, and expand the scale of operations, which should have a positive impact on shareholders' equity.

3. Purpose of fundraising, schedule for utilization of funds, and expected benefits: The funds raised are expected to be used for purchasing overseas materials, repaying debt, replenishing working capital, investing abroad, or other needs for future development. The execution of this plan is expected to strengthen the Company's competitiveness, enhance operational efficiency, and bolster its financial structure, which will also have a positive impact on shareholders' equity.
4. It is proposed that the Shareholders' Meeting authorize the Board of Directors to determine, adjust, and implement the main contents of the issuance plans—including the issuance of new common shares for cash to sponsor the issuance of GDR, the issuance of new common shares for cash through public offering, the issuance of new common shares for cash through private placement or the issuance of new common shares for cash to sponsor the issuance of GDR through private placement. Such authorization covers the actual issue price, number of shares, terms and conditions, private placement amount, capital increase record date, project items, scheduled progress, anticipated benefits, and all other matters related to the issuance plans based on market conditions. The Board of Directors is also fully authorized to handle any necessary revisions resulting from instructions by the competent authorities, operational evaluations, or changes in objective circumstances.
5. The issuance of new common shares for cash to sponsor the issuance of GDR, the issuance of new common shares for cash through public offering, the issuance of new common shares for cash through private placement or the issuance of new common shares for cash to sponsor the issuance of GDR through private placement shall all be issued or delivered in scripless form. Except for the three-year transfer restrictions on private placement securities pursuant to Article 43-8 of the Securities and Exchange Act, the rights and obligations of the common shares newly issued or privately placed shall be the same as those of the Company's existing issued common shares.
6. In addition to the aforementioned scope of authorization or as required by laws and regulations, it is proposed to authorize the Chairperson or the Chairperson's designee, on behalf of the Company, to handle all matters relating to, and sign all agreements and documents in connection with, the issuance of new common shares for cash to sponsor the issuance of GDR, the issuance of new common shares for cash through public offering, the issuance of new common shares for cash through private placement or the issuance of new common shares for cash to sponsor the issuance of GDR through private placement.
7. For any matters not stipulated herein, it is proposed that the Shareholders' Meeting fully authorize the Board of Directors to handle such matters in accordance with relevant laws and regulations.
8. Submission for discussion.

Shareholders' Speech Record: No shareholder questions or inquiries were raised.

Resolution

Shares represented at the time of voting : 156,928,494 (including 145,075,366 votes cast via e-voting)

Voting Results	% of the total represented share present
Approval votes: 137,760,574 (including 125,960,439 votes cast via e-voting)	87.78%
Disapproval votes: 1,886,995 (including 1,886,995 votes cast via e-voting)	1.20%
Invalid votes: 0 (including 0 vote cast via e-voting)	0.00%
Abstention votes/ No votes: 17,280,925 (including 17,227,932 votes cast via e-voting)	11.02%

RESOLVED, that the above proposal be and hereby was approved as proposed.

Item 7

Proposal : Discussion of amendments to the “Rules and Procedures of Shareholders’ Meeting”.

(Proposed by the Board of Directors)

Explanation :

1. In response to the amendment of laws and regulations, it is proposed to make amendments to the “Rules and Procedures of Shareholders’ Meeting”. Please refer to Attachment 5, for the before and after revision chart.
2. Submission for discussion.

Shareholders' Speech Record: No shareholder questions or inquiries were raised.

Resolution

Shares represented at the time of voting : 156,928,494 (including 145,075,366 votes cast via e-voting)

Voting Results	% of the total represented share present
Approval votes: 140,656,505 (including 128,816,370 votes cast via e-voting)	89.63%
Disapproval votes: 24,443 (including 24,443 votes cast via e-voting)	0.01%
Invalid votes: 0 (including 0 vote cast via e-voting)	0.00%
Abstention votes/ No votes: 16,247,546 (including 16,234,553 votes cast via e-voting)	10.36%

RESOLVED, that the above proposal be and hereby was approved as proposed.

Item 8

Proposal : Discussion of the release of non-compete restrictions on newly-elected directors and their corporate representatives.

(Proposed by the Board of Directors)

Explanation :

1. Pursuant to Article 209 of the Company Act, “A director who does anything for himself or on behalf of another person that is within the scope of the Company’s business, shall explain to the meeting of shareholders the essential contents of such an act and secure its approval.”
2. To leverage the expertise and relevant experience of the Directors, pursuant to Article 209 of the Company Act, it is proposed to release the newly-elected Directors and their corporate representatives from non-compete restrictions regarding their concurrent positions in other enterprises that operate within a business scope similar to that of the Company as defined in its Articles of Incorporation.
3. For details regarding the concurrent positions held by the candidates for Directors and Independent Directors, please refer to the following.
4. Submission for discussion.

**Wiwynn Corporation
Concurrent Positions Held by the Candidates for Directors and Independent Directors**

Title	Name	Current Position
Director	Emily Hong	Chairperson of Wiwynn Foundation Independent Director of momo.com Inc. Director of National Institutes of Applied Research
Director	William Lin	Chairman of Wiwynn Smart Manufacturing Corporation Director of Wiwynn International Corporation Director of Wiwynn Technology Service Japan, Inc. Director of Wiwynn Technology Service Hong Kong Limited Director of Wiwynn Korea Ltd. Director of Wiwynn Technology Service Mexico, S.A.de C.V. Director of Wiwynn Technology Corporation Director of Wiwynn Technology Service KunShan Ltd.

Title	Name	Current Position
Director	Wistron Corporation Representative: Frank Lin	Chief of Staff of Wistron Corporation Chairman of Wise Cap Limited Company Chairman of LE BEN Investment Ltd. Chairman of WiSuccess Asset Management Corporation Chairman of WiseCap (Hong Kong) Limited Director of WNC Corporation Director of WITS Corp. Director of Changing Information Technology Inc. Director of IP Fund Six Director of Join-Link International Technology Co., Ltd. Director of MAYAMINER COMPANY LTD. Director of Wistron Medical Tech Holding Company Director of Wistron Digital Technology Holding Company Director of Wistron Medical Technology Corporation Director of PELL Bio-Med Technology Co. Ltd. Director of Wistron Green Energy Holding Company Director of Hartec Asia Pte. Ltd. Director of Hukui Biotechnology Corporation Director of B-Temia Asia Pte. Ltd. Supervisor of aEnrich Technology Corporation
Director	Wistron Corporation Representative: Sylvia Chiou	Vice President of Strategic Investment and Chief Sustainability Officer of Wistron Corporation Director of T-CONN Precision Corporation Director of AiSails Power Inc. Director of InnoSky Apex Inc. Director of Diagnostics For The Real World Limited Director of Mobility Technology Group Inc. Supervisor of Wistron Green Energy Holding Company
Independent Director	Charles Kau	Chairman of Ion Electronic Materials co., Ltd. Chairman of Xtek semiconductor (Huangshi) Co., Ltd. Independent Director of Hauman Technologies Corporation Independent Director of Rockchip Electronics Co., Ltd. Independent Director of WUS Printed Circuit (Kunshan) Co., Ltd. Independent Director of Aswater Advanced Envirotech Ltd.
Independent Director	Simon Dzung	Chairman of Hopewell Asset Management, Inc. Chairman of Hopewell Investments, Inc. Chairman of Capstone Investments, Inc. Independent Director of Waffer Technology Corporation Independent Director of Ion Electronic Materials co., Ltd. Director of Jinwen University of Science and Technology Supervisor of Phalanx Biotech Group
Independent Director	Jaclyn Tsai	Co-Founder of Lee Tsai & Partners, Attorneys-at-Law Independent Director of DaChan Food (Asia) Limited (Hong Kong) Independent Director of Dachan Great Wall Group Director of Chenbro Micom Co., Ltd. Director of JPC connectivity Inc. Director of UNIC TECHNOLOGY CORP. Director of Aswater Advanced Envirotech Ltd. Director of iKala Interactive Media Inc. Director of SimpleInfo Content Co., Ltd. Supervisor of AI Foundation Director of K.T. LEE Foundation of Science and Technology Director of Foundation for Clean Production and Regional Development Honorary Chairwoman of Taiwan Women on Boards Association Honorary Chairwoman of Taiwan FinTech Association Chairwoman of Asia Fintech Alliance Executive Director of Monte Jade Science & Technology Association of Taiwan

Title	Name	Current Position
		Executive Supervisor of Taiwan Impact Investing Association
Independent Director	Jian-Jang Huang	Associate Dean, College of Electrical Engineering, National Taiwan University Professor, Graduate Institute of Photonics and Optoelectronics, National Taiwan University Independent Director of Nien Made Enterprise Co., Ltd.
Independent Director	Ching-Yi Chang	Founder and Chairman of CID Group Ltd. Chairman and Chief Strategy Officer of LandMark Optoelectronics Corporation Director of Eurocharm Holdings Co., Ltd. Director of Taiflex Scientific Co., Ltd. Director of Entire Technology Co., Ltd. Director of NANKANG RUBBER TIRE CORP., LTD. Independent Director of JETWAY INFORMATION CO., LTD.

Shareholders' Speech Record: No shareholder questions or inquiries were raised.

Resolution

Shares represented at the time of voting : 156,928,494 (including 145,075,366 votes cast via e-voting)

Voting Results	% of the total represented share present
Approval votes: 135,744,974 (including 123,904,839 votes cast via e-voting)	86.50%
Disapproval votes: 732,882 (including 732,882 votes cast via e-voting)	0.46%
Invalid votes: 0 (including 0 vote cast via e-voting)	0.00%
Abstention votes/ No votes: 20,450,638 (including 20,437,645 votes cast via e-voting)	13.04%

RESOLVED, that the above proposal be and hereby was approved as proposed.

IV. Extemporary Motion :

Shareholder raised Questions:

What is the Company's current client distribution? Media reports indicate that the Q4 operating margin declined due to changes in the product mix—could you explain the specific reasons behind this? Also, what is the current shipment share of AI servers, and what is your outlook for the future?

Response:

Currently, the monthly revenue share among our top four clients varies. The teams dedicated to each client are working incredibly hard to offer more services. We are also continuously expanding our footprint and bringing in new clients. The decline in our operating margin for Q4 2025 was primarily driven by three factors. First, there was a shift in our product mix, as GPU shipments held a higher share in Q4 compared to previous quarters. Second, with the growth in hardware revenue, the profit contribution from our R&D service revenue was relatively diluted. Lastly, we were impacted by the rising prices of components (memory). Although we managed to mitigate the impact compared to our peers through long-term contracts, it still squeezed our Q4 gross margin. This upward trend in component (memory) pricing has continued into the first and second quarters of this year.

Last year, AI accounted for 50% of our revenue. This year, with the rise of Agentic AI, the demand for Compute has surged. In terms of shipment volume, both AI and Compute segments will grow, which means the overall percentage of AI might dip slightly. Looking ahead, we will accelerate our pace, strengthen our capabilities, and hope that Taiwan's industry ecosystem as a whole can achieve even greater success.

V. Adjournment : 10:13 a.m., May 25, 2026

(This meeting minutes only include the essential points discussed during the meeting. The details are subject to on-site audio and video recordings.)

Wiwynn Corporation Business Report

In 2025, benefiting from the global evolution of artificial intelligence (AI) technology, the data center market is rapidly expanding. Meanwhile, the whole world is facing the risk of supply chain changes due to intensified geopolitical shifts, where global industries experience of both challenges and opportunities. For Wiwynn, we uphold the core values of "Excellence, Pioneering, Team Spirit, Agility and Integrity," and this year marks a simultaneous rise in growth and depth of transformation. We have achieved excellence in operational performance, deepening AI and cloud data center computing technologies, and sustainable governance.

The Company's consolidated revenue in 2025 was NT\$ (the same below) 950,663,310 thousand, increased by 163.7% from the previous year. The net profit after tax was 51,118,163 thousand with an increase of 124.4% from the previous year. The gross margin, operating margin, and net profit margin were 8.3%, 6.7%, and 5.4% respectively; earnings per share was NT\$275.06, setting a record high.

The revenue share of AI-related products exceeds 50%, becoming the main driving force for the Company's operational growth. Accompanied by global cloud service providers expanding their AI investments, the Company has a strong growth in 2025, demonstrating the robust market demand for servers.

Wiwynn is deeply engaged in data centers and cloud servers, addressing increased demands brought by the expansion of AI model scale and the rapid iteration of technology. Wiwynn is actively investing in high-performance computing architectures and server design, such as GPU and ASIC, to meet the strong demand for diverse AI accelerator technology platforms from our customers. Wiwynn also collaborates with technology partners in AI accelerators, high-speed signal transmission, thermal management, power, and networking, focusing on strengthening comprehensive upgrades for system-level integration. This ensures Wiwynn's leading position in key technologies from server board-level design and system integration to full rack integration, meeting the high-power, high-density computing demands of hyperscale cloud service providers and maintaining strong competitiveness.

In 2025, the Company also unveiled new-generation AI infrastructure and advanced cooling solutions at the Global Summit of Open Compute Project (OCP). This demonstrated Wiwynn's leading position in high-performance computing, thermal management, data center energy efficiency, and system integration, gradually initiating the deployment of a new generation of server solutions.

Facing changes in global trade policies, geopolitical risks, and growing customer demands, Wiwynn continues to enhance its capacity, maintains close communication with customers, and adjusts supply strategies accordingly to strengthen global supply flexibility. In 2025, Wiwynn initiated an investment to set up a plant in Texas, USA, and successfully launched production capacity by the end of the fourth quarter as scheduled. This complements the plant in Mexico to enhance risk resistance and improve the supply chain responsiveness and resilience in the North America, ensuring stable regional supply. In the Asia Pacific, the Malaysia plant and Tainan, Taiwan facility also continue to expand and allocate capacity according to market demand, providing robust R&D capability and manufacturing capacity to support the needs of global cloud service providers and maintain capacity utilization.

In addition, Wiwynn also makes every effort to enhance production efficiency by utilizing automation and smart manufacturing technology. Through global logistics optimization, Wiwynn reduces operational risks and makes capacity allocation more flexible to meet customers' regional

【 Attachment 1 】

production needs.

Wiwynn actively constructs a transparent, compliant, and resilient supply chain, demonstrating a commitment to sustainability across the entire supply chain through supplier training. Moreover, in terms of environmental protection, Wiwynn has collaborated with the New Taipei City Government to deeply promote marine conservation in Gongliao, implementing marine sustainability based on the integrated concept of "production, living, and ecology." At the same time, Wiwynn deeply believes that employees are the core drivers of innovation. Through a deepened people-oriented culture, Wiwynn has not only been recognized as one of the Best Companies to Work for in Asia by "HR Asia" and received the Brandon Hall Group HCM Excellence Award, but also is committed to creating a diverse, inclusive, and wellness-focused workplace environment.

With outstanding performance, Wiwynn has continued to receive recognitions from authoritative institutions both domestically and internationally. Wiwynn has not only maintained its position in the DJSI World Index Global Top 10% but also received the BSI ESG Excellence Award, TCSA's Taiwan Top 100 Sustainability Exemplary Award and Platinum Award for Sustainability Report, the MOENV (the Ministry of Environment) Circular Economy Excellent Awards- Gold , and PwC's Sustainability Impact Gold Award-Ecological Conservation Award and Social Inclusion Award, fully demonstrating Wiwynn's influence in corporate governance and ecological co-prosperity.

Looking forward, geopolitical and economic tense, US-China competition, and regional conflict risks remain. However, the rapid advancements in AI development and cloud computing growth also bring advantages of enhanced operational efficiencies for global enterprises and diverse personal applications. In an era full of both challenges and opportunities, Wiwynn continues to be driven by innovative technology, steadfast in its commitment to leading and innovating in R&D.

Amid the challenges of the global situation, Wiwynn continues to maintain corporate resilience and agile deployment capabilities. Through technological innovation, capacity layout, and sustainable actions, Wiwynn creates a new digital future that combines efficiency and sustainability. Wiwynn also has the responsibility to work together with our sustainable development partners, customers, supply chains, and all stakeholders to steadily advance toward a more resilient and sustainable future.

Chairperson:
Emily Hong

President:
William Lin

Accounting Officer:
Wenifred Wen



安侯建業聯合會計師事務所
KPMG

台北市110615信義路5段7號68樓(台北101大樓)
68F., TAIPEI 101 TOWER, No. 7, Sec. 5,
Xinyi Road, Taipei City 110615, Taiwan (R.O.C.)

電話 Tel + 886 2 8101 6666
傳真 Fax + 886 2 8101 6667
網址 Web kpmg.com/tw

Independent Auditors' Report

To the Board of Directors of Wiyynn Corporation:

Opinion

We have audited the financial statements of Wiyynn Corporation (“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 financial statements present fairly, in all material respects, the 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 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 Financial Statements section of our report. We are independent of the Company in accordance with the 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 audit 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.

1. The accuracy of the timing of revenue recognition

Refer to note 4(n) "Revenue" and note 6(s) to the financial statements for the disclosure of revenue recognition.

Description of key audit matter

The sales of products from the Company are subject to the terms and conditions agreed upon in sales contracts with customers, wherein it will affect the timing of revenue recognition and transfer of control to the buyer to be in compliance with the accounting standards. If the revenue is recognized prior to the customer having obtained the goods, it will result in an inappropriate timing of revenue recognition the period surrounding the reporting date. Hence, the accuracy of the timing of revenue recognition during these periods is one of our key audit matters.



How the matter was addressed in our audit

Our principle audit procedures included:

- Understanding the types of revenue, contract contents and transaction terms to assess the accuracy of the timing of revenue recognition.
- Conducting the variance analysis on the revenue from major customers.
- As well as testing the design, operation and implantation of the effectiveness of internal control on revenue recognition.
- Furthermore, we also selected some samples of transaction records of sales within the balance sheet date in order to obtain the related transaction documents to evaluate the appropriateness of timing of recognition.

2. Valuation for slow-moving inventories

Please refer to note 4(g) for "Inventories", note 5 for "Significant accounting assumptions and judgments, and major sources of estimation uncertainty", as well as note 6(f) for the disclosure of valuation of inventory.

Description of key audit matter

In order to meet the rapid development of the cloud computing industry and shipping demands, the Company has increased its stock volume, which requires the management to use its subjective judgment in valuating the slow-moving inventories. Therefore, the valuation for slow-moving inventories has been identified as one of our key audit matters.

How the matter was addressed in our audit

Our principal audit procedures included:

- Understanding the policies adopted by the management in valuating the slow-moving inventories.
- Assessing the historical reasonableness of the management's estimates on inventory provisions.
- Selecting samples to verify the accuracy of the inventory aging report.
- Evaluating the appropriateness of management's methodology to determine inventory reserve percentages; as well as recalculating the inventory reserve for the application of the reserve percentages with the inventory aging categories.

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

Management is responsible for the preparation and fair presentation of the financial statements in accordance with 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 financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the 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 Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 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 auditor's 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 equity method to express an opinion on the 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 for the year ended December 31, 2025 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 Chen, Ya-Ling and Huang, Ming-Hung.

KPMG

Taipei, Taiwan (Republic of China)

February 26, 2026

Notes to Readers

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

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

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

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))	\$ 44,368,295	17	41,922,433	28	2100	Short-term borrowings (note 6(l))	\$ 36,279,452	14	-	-
1170	Accounts receivable, net (notes 6(d) and (s))	35,474,351	13	11,373,983	8	2130	Contract liabilities-current (note 6(s))	6,017,080	2	5,667,154	4
1180	Accounts receivable-related parties, net (notes 6(d), (s) and 7)	78,582,242	30	17,384,626	12	2170	Notes payable and accounts payable	3,342,084	1	9,907,468	7
1200	Other receivables (note 6(e))	-	-	22,625	-	2180	Accounts payable-related parties (note 7)	34,040,812	13	4,416,958	3
1210	Other receivables-related parties (notes 6(e) and 7)	3,919,673	2	764,781	-	2200	Other payables (note 6(t))	12,780,985	5	6,571,504	4
130X	Inventories (note 6(f))	11,732,983	4	12,023,768	8	2220	Other payables-related parties (note 7)	1,474,761	1	1,543,489	1
1470	Other current assets (note 6(k))	961,766	-	585,412	-	2230	Current tax liabilities	9,096,524	4	4,150,019	3
	Total current assets	<u>175,039,310</u>	<u>66</u>	<u>84,077,628</u>	<u>56</u>	2280	Lease liabilities-current (notes 6(n) and 7)	230,018	-	350,569	-
Non-current assets:						2321	Current portion of bonds payable (note 6(m))	2,224,105	1	4,725,000	3
1510	Financial assets at fair value through profit or loss-non-current (note 6(b))	207,098	-	388,082	-	2322	Current portion of long-term borrowings (note 6(l))	1,500,000	-	-	-
1517	Financial assets at fair value through other comprehensive income-non-current (note 6(c))	793,642	-	-	-	2399	Other current liabilities	473,192	-	147,082	-
1550	Investments accounted for using equity method (notes 6(g) and 7)	82,779,890	32	59,361,979	39		Total current liabilities	<u>107,459,013</u>	<u>41</u>	<u>37,479,243</u>	<u>25</u>
1600	Property, plant and equipment (notes 6(h), 7 and 9)	550,997	-	2,149,213	2	Non-current liabilities:					
1755	Right-of-use assets (notes 6(i) and 7)	1,919,738	1	2,364,754	2	2500	Financial liabilities at fair value through profit or loss-non-current (notes 6(b) and (m))	-	-	97,728	-
1780	Intangible assets (notes 6(j) and 7)	131,584	-	146,467	-	2530	Bonds payable (note 6(m))	18,553,245	7	20,503,745	14
1840	Deferred tax assets (note 6(p))	2,309,714	1	1,360,096	1	2540	Long-term borrowings (note 6(l))	9,431,400	4	1,500,000	1
1990	Other non-current assets (notes 6(k), (o) and 8)	184,175	-	472,278	-	2570	Deferred tax liabilities (note 6(p))	2,504,495	1	740,713	-
	Total non-current assets	<u>88,876,838</u>	<u>34</u>	<u>66,242,869</u>	<u>44</u>	2580	Lease liabilities-non-current (notes 6(n) and 7)	1,314,953	-	1,782,990	1
						2645	Guarantee deposits received	280	-	13,244	-
							Total non-current liabilities	<u>31,804,373</u>	<u>12</u>	<u>24,638,420</u>	<u>16</u>
							Total liabilities	<u>139,263,386</u>	<u>53</u>	<u>62,117,663</u>	<u>41</u>
						Equity (notes 6(g), (m), (o), (p) and (q)):					
						3110	Common shares	1,858,408	1	1,858,408	1
						3200	Capital surplus	37,006,591	14	37,006,591	25
						3300	Retained earnings	83,090,797	31	45,745,536	31
						3400	Other equity	2,696,966	1	3,592,299	2
							Total equity	<u>124,652,762</u>	<u>47</u>	<u>88,202,834</u>	<u>59</u>
							Total liabilities and equity	<u>\$ 263,916,148</u>	<u>100</u>	<u>150,320,497</u>	<u>100</u>
	Total assets	<u>\$ 263,916,148</u>	<u>100</u>	<u>150,320,497</u>	<u>100</u>						

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

Wiwynn Corporation

Statements of Comprehensive Income

For the years ended December 31, 2025 and 2024

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

		2025		2024	
		Amount	%	Amount	%
4000	Operating revenue (notes 6(s) and 7)	\$ 283,802,370	100	134,847,011	100
5000	Operating costs (notes 6(f), (h), (i), (j), (n), (o), (t), 7 and 12)	<u>214,905,988</u>	<u>76</u>	<u>100,233,660</u>	<u>74</u>
	Gross profit from operations	68,896,382	24	34,613,351	26
5910	Unrealized profit from sales	<u>(1,139,694)</u>	<u>-</u>	<u>(770,657)</u>	<u>-</u>
	Net gross profit	<u>67,756,688</u>	<u>24</u>	<u>33,842,694</u>	<u>26</u>
	Operating expenses (notes 6(d), (h), (i), (j), (n), (o), (t), 7 and 12):				
6100	Selling expenses	499,857	-	410,449	-
6200	Administrative expenses	3,113,452	1	1,717,230	2
6300	Research and development expenses	9,333,017	3	5,945,989	5
6450	Expected credit (gain) loss	<u>(10,500)</u>	<u>-</u>	<u>10,500</u>	<u>-</u>
	Total operating expenses	<u>12,935,826</u>	<u>4</u>	<u>8,084,168</u>	<u>7</u>
	Net operating income	<u>54,820,862</u>	<u>20</u>	<u>25,758,526</u>	<u>19</u>
	Non-operating income and expenses (notes 6(g), (h), (j), (m), (n), (u) and 7):				
7100	Interest income	659,764	-	829,839	1
7020	Other gains and losses	3,888,661	1	819,227	-
7050	Finance costs	<u>(1,531,669)</u>	<u>-</u>	<u>(332,964)</u>	<u>-</u>
7070	Share of profit of subsidiaries, associates and joint ventures accounted for using equity method	<u>6,153,007</u>	<u>2</u>	<u>1,331,129</u>	<u>1</u>
	Total non-operating income and expenses	<u>9,169,763</u>	<u>3</u>	<u>2,647,231</u>	<u>2</u>
7900	Income before tax	63,990,625	23	28,405,757	21
7950	Income tax expense (note 6(p))	<u>12,872,462</u>	<u>5</u>	<u>5,629,589</u>	<u>4</u>
	Net income	<u>51,118,163</u>	<u>18</u>	<u>22,776,168</u>	<u>17</u>
8300	Other comprehensive income (notes 6(c), (g), (o), (p) and (q)):				
8310	Components of other comprehensive income that will not be reclassified to profit or loss:				
8311	Losses on remeasurements of defined benefit plans	(20,588)	-	(19,203)	-
8316	Unrealized gains from investments in equity instruments measured at fair value through other comprehensive income	502,012	-	-	-
8330	Share of other comprehensive income of subsidiaries, associates and joint ventures accounted for using equity method, components of other comprehensive income that will not be reclassified to profit or loss	(95)	-	-	-
8349	Income tax related to components of other comprehensive income that will not be reclassified to profit or loss	<u>(100,402)</u>	<u>-</u>	<u>(3,861)</u>	<u>-</u>
	Total components of other comprehensive income (loss) that will not be reclassified to profit or loss:	<u>380,927</u>	<u>-</u>	<u>(23,064)</u>	<u>-</u>
8360	Components of other comprehensive income that will be reclassified to profit or loss:				
8361	Exchange differences on translation of foreign financial statements	(1,291,225)	-	2,283,814	2
8370	Share of other comprehensive income of subsidiaries, associates and joint ventures accounted for using equity method, components of other comprehensive income that will be reclassified to profit or loss	(5,718)	-	(1,795)	-
8399	Income tax related to components of other comprehensive income that will be reclassified to profit or loss	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
	Total components of other comprehensive income that will be reclassified to profit or loss	<u>(1,296,943)</u>	<u>-</u>	<u>2,282,019</u>	<u>2</u>
8300	Other comprehensive income	<u>(916,016)</u>	<u>-</u>	<u>2,258,955</u>	<u>2</u>
8500	Total comprehensive income	<u>\$ 50,202,147</u>	<u>18</u>	<u>25,035,123</u>	<u>19</u>
	Earnings per share (expressed in New Taiwan dollars) (note 6(r))				
9750	Basic earnings per share	<u>\$ 275.06</u>		<u>126.57</u>	
9850	Diluted earnings per share	<u>\$ 265.54</u>		<u>122.46</u>	

See accompanying notes to financial statements.

(English Translation of Financial Statements Originally Issued in Chinese)
Wiwynn Corporation

Statements of Changes in Equity
For the years ended December 31, 2025 and 2024
(Expressed in Thousands of New Taiwan Dollars)

	Retained earnings					Other equity		Total equity
	Common shares	Capital surplus	Legal reserve	Unappropriated retained earnings	Total	Exchange differences on translation of foreign financial statements	Unrealized gains from financial assets measured at fair value through other comprehensive income	
Balance on January 1, 2024	\$ 1,748,408	8,839,619	4,512,302	25,823,443	30,335,745	1,310,280	-	42,234,052
Appropriation and distribution of retain earnings:								
Legal reserve	-	-	1,203,823	(1,203,823)	-	-	-	-
Cash dividends	-	-	-	(7,343,313)	(7,343,313)	-	-	(7,343,313)
Net income	-	-	-	22,776,168	22,776,168	-	-	22,776,168
Other comprehensive income	-	-	-	(23,064)	(23,064)	2,282,019	-	2,258,955
Total comprehensive income	-	-	-	22,753,104	22,753,104	2,282,019	-	25,035,123
Cash subscription	110,000	26,958,032	-	-	-	-	-	27,068,032
Recognition of equity component of convertible bonds issued	-	1,164,711	-	-	-	-	-	1,164,711
Changes in equity of associates and joint ventures accounted for using equity method	-	44,229	-	-	-	-	-	44,229
Balance on December 31, 2024	1,858,408	37,006,591	5,716,125	40,029,411	45,745,536	3,592,299	-	88,202,834
Appropriation and distribution of retain earnings:								
Legal reserve	-	-	2,275,310	(2,275,310)	-	-	-	-
Cash dividends	-	-	-	(13,752,219)	(13,752,219)	-	-	(13,752,219)
Net income	-	-	-	51,118,163	51,118,163	-	-	51,118,163
Other comprehensive income	-	-	-	(20,683)	(20,683)	(1,296,943)	401,610	(916,016)
Total comprehensive income	-	-	-	51,097,480	51,097,480	(1,296,943)	401,610	50,202,147
Balance on December 31, 2025	\$ 1,858,408	37,006,591	7,991,435	75,099,362	83,090,797	2,295,356	401,610	124,652,762

See accompanying notes to financial statements.

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

Wiwynn Corporation

Statements of Cash Flows

For the years ended December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollars)

	2025	2024
Cash flows from (used in) operating activities:		
Income before tax	\$ 63,990,625	28,405,757
Adjustments:		
Adjustments to reconcile profit:		
Depreciation expense	425,116	780,746
Amortization expense	209,086	162,972
Expected credit (gain) loss	(10,500)	10,500
Net gains on financial assets or liabilities at fair value through profit or loss	(147,345)	(14,894)
Interest expense	1,531,669	332,964
Interest income	(659,764)	(829,839)
Share of profit of subsidiaries, associates and joint ventures accounted for using equity method	(6,153,007)	(1,331,129)
Losses on disposal of property, plant and equipment	978	4,487
Losses on disposal of intangible assets	1,569	-
Prepayments for equipment reclassified as expenses	21	-
Lease modification gains	(1,504)	-
Gains on disposal of investments	-	(7,886)
Unrealized profit from sales	1,139,694	770,657
Total adjustments to reconcile profit	<u>(3,663,987)</u>	<u>(121,422)</u>
Changes in operating assets and liabilities:		
Changes in operating assets:		
(Increase) decrease in financial assets mandatorily measured at fair value through profit or loss-current	(23,468)	11,830
Increase in accounts receivable, net	(24,089,868)	(4,862,524)
Increase in accounts receivable-related parties, net	(61,197,616)	(11,241,503)
Decrease (increase) in other receivable	22,625	(22,410)
Increase in other receivable-related parties	(3,154,892)	(253,441)
Increase in inventories	(1,138,970)	(5,941,774)
Increase in other current assets	(411,975)	(51,548)
Increase in net defined benefit assets	(23,612)	(31,133)
Total changes in operating assets	<u>(90,017,776)</u>	<u>(22,392,503)</u>
Changes in operating liabilities:		
Increase (decrease) in contract liabilities-current	349,926	(282,872)
(Decrease) increase in notes and accounts payable	(800,344)	5,473,624
Increase (decrease) in accounts payable-related parties	29,623,854	(117,321)
Increase in other payable	6,487,264	1,644,544
(Decrease) increase in other payable-related parties	(68,728)	1,373,062
Increase (decrease) in other current liabilities	326,110	(151,635)
Total changes in operating liabilities	<u>35,918,082</u>	<u>7,939,402</u>
Total changes in operating assets and liabilities	<u>(54,099,694)</u>	<u>(14,453,101)</u>
Total adjustments	<u>(57,763,681)</u>	<u>(14,574,523)</u>
Cash inflow generated from operations	6,226,944	13,831,234
Interest received	665,197	805,062
Interest paid	(1,195,520)	(211,608)
Income taxes paid	(7,212,195)	(2,871,086)
Net cash flows (used in) from operating activities	<u>(1,515,574)</u>	<u>11,553,602</u>
Cash flows from (used in) investing activities:		
Acquisition of financial assets designated at fair value through other comprehensive income	(291,630)	-
Acquisition of financial assets designated at fair value through profit or loss	-	(406,518)
Proceeds from disposal of financial assets designated at fair value through profit or loss	254,069	-
Acquisition of investments accounted for using equity method	(19,701,636)	(19,597,800)
Acquisition of property, plant and equipment	(2,714,566)	(858,370)
Proceeds from disposal of property, plant and equipment	6,589	3,966
Increase in refundable deposits	(13,642)	-
Acquisition of intangible assets	(201,577)	(182,454)
Proceeds from disposal of intangible assets	1,335	-
Decrease (increase) in other non-current assets	60,917	(122,296)
Increase in prepayments for equipment	(400,275)	(457,461)
Other investing activities	(190)	-
Net cash used in investing activities	<u>(23,000,606)</u>	<u>(21,620,933)</u>
Cash flows from (used in) financing activities:		
Increase in short-term borrowings	319,435,485	28,174,926
Decrease in short-term borrowings	(283,156,033)	(28,174,926)
Proceeds from issuing bonds	-	19,444,877
Repayments of bonds	(4,725,000)	(2,500,000)
Increase in long-term borrowings	9,431,400	-
Decrease in guarantee deposits received	-	(756)
Payment of lease liabilities	(271,591)	(414,943)
Cash dividends paid	(13,752,219)	(7,343,313)
Cash subscription	-	27,068,032
Net cash flows from financing activities	<u>26,962,042</u>	<u>36,253,897</u>
Net increase in cash and cash equivalents	<u>2,445,862</u>	<u>26,186,566</u>
Cash and cash equivalents at beginning of period	<u>41,922,433</u>	<u>15,735,867</u>
Cash and cash equivalents at end of period	<u>\$ 44,368,295</u>	<u>41,922,433</u>

See accompanying notes to financial statements.



安侯建業聯合會計師事務所

KPMG

台北市110615信義路5段7號68樓(台北101大樓)
68F., TAIPEI 101 TOWER, No. 7, Sec. 5,
Xinyi Road, Taipei City 110615, Taiwan (R.O.C.)

電話 Tel + 886 2 8101 6666
傳真 Fax + 886 2 8101 6667
網址 Web kpmg.com/tw

Independent Auditors' Report

To the Board of Directors of Wiyynn Corporation:

Opinion

We have audited the consolidated financial statements of Wiyynn Corporation 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 Professional Ethics for Certified Public Account of Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirement. 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 audit 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.

1. The accuracy of the timing of revenue recognition

Refer to note 4(n) "Revenue" and note 6(s) to the consolidated financial statements for the disclosure of revenue recognition.



Description of key audit matter

The sales of products from the Group are subject to the terms and conditions agreed upon in sales contracts with customers, wherein it will affect the timing of revenue recognition and transfer of control to the buyer to be in compliance with the accounting standards. If the revenue is recognized prior to the customer having obtained the goods, it will result in an inappropriate timing of revenue recognition in the period surrounding the reporting date. Hence, the accuracy of the timing of revenue recognition during these periods is one of our key audit matters.

How the matter was addressed in our audit

Our principle audit procedures included:

- Understanding the types of revenue, contract contents and transaction terms to assess the accuracy of the timing of revenue recognition.
- Conducting the variance analysis on the revenue from major customers.
- As well as testing the design, operation and implementation of the effectiveness of internal control on revenue recognition.
- Furthermore, we also selected some samples of transaction records of sales within the balance sheet date in order to obtain the related transaction documents to evaluate the appropriateness of timing of recognition.

2. Valuation for slow-moving inventories

Please refer to note 4(h) for "Inventories", note 5 for "Significant accounting assumptions and judgments, and major sources of estimation uncertainty" as well as note 6(f) for the disclosure of valuation of inventory.

Description of key audit matter

In order to meet the rapid development of the cloud computing industry and shipping demands, the Group has increased its stock volume, which requires the management to use its subjective judgment in valuating the slow-moving inventories. Therefore, the valuation for slow-moving inventories has been identified as one of our key audit matters.

How the matter was addressed in our audit

Our principal audit procedures included:

- Understanding the policies adopted by the management in valuating the slow-moving inventories.
- Assessing the historical reasonableness of the management's estimates on inventory provisions.
- Selecting samples to verify the accuracy of the inventory aging report.
- Evaluating the appropriateness of management's methodology to determine inventory reserve percentages; as well as recalculating the inventory reserve for the application of the reserve percentages with the inventory aging categories

Other Matter

Wiyynn Corporation 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 Regulations Governing the Preparation of Financial Reports by Securities Issuers and 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 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 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 auditor's 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 Chen, Ya-Ling and Huang, Ming-Hung.

KPMG

Taipei, Taiwan (Republic of China)
February 26, 2026

Notes to Readers

The accompanying consolidated financial statements are intended only to present the consolidated statement of 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' review 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 Consolidated Financial Statements Originally Issued in Chinese)

Wiwynn Corporation and Subsidiaries

Consolidated 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))	\$ 89,933,848	27	48,328,503	25	2100	Short-term borrowings (note 6(l))	\$ 68,473,136	20	1,399,750	1
1170	Accounts receivable, net (notes 6(d) and (s))	75,725,957	23	37,619,778	20	2130	Contract liabilities-current (note 6(s))	6,017,080	2	5,667,154	3
1180	Accounts receivable-related parties, net (notes 6(d), (s) and 7)	1,162,537	-	29,014	-	2170	Notes payable and accounts payable	64,946,521	19	48,060,521	26
1200	Other receivables (note 6(e))	1,953	-	16,807	-	2180	Accounts payable-related parties (note 7)	14,419,109	4	5,524,973	3
1210	Other receivables-related parties (notes 6(e) and 7)	611,944	-	38,052	-	2200	Other payables (note 6(t))	10,332,745	3	5,190,316	3
130X	Inventories (notes 6(f) and 8)	136,257,029	40	86,211,320	45	2220	Other payables-related parties (note 7)	151,464	-	149,348	-
1479	Other current assets (note 6(k))	3,283,593	1	1,439,321	1	2230	Current tax liabilities	9,759,450	3	4,223,932	2
	Total current assets	<u>306,976,861</u>	<u>91</u>	<u>173,682,795</u>	<u>91</u>	2280	Lease liabilities-current (notes 6(n) and 7)	834,331	-	752,367	-
Non-current assets:						2321	Current portion of bonds payable (note 6(m))	2,224,105	1	4,725,000	2
1510	Financial assets at fair value through profit or loss-non-current (note 6(b))	499,146	-	567,424	-	2322	Current portion of long-term borrowings (note 6(l))	1,500,000	1	-	-
1517	Financial assets at fair value through other comprehensive income-non-current (note 6(c))	793,642	-	-	-	2399	Other current liabilities	995,657	-	671,053	-
1550	Investments accounted for using equity method (note 6(g))	84,170	-	141,860	-		Total current liabilities	<u>179,653,598</u>	<u>53</u>	<u>76,364,414</u>	<u>40</u>
1600	Property, plant and equipment (notes 6(h), 7 and 9)	20,848,426	6	9,163,225	5	Non-current liabilities:					
1755	Right-of-use assets (notes 6(i) and 7)	4,140,332	1	3,983,374	2	2500	Financial liabilities at fair value through profit or loss-non-current (notes 6(b) and (m))	-	-	97,728	-
1780	Intangible assets (notes 6(j) and 7)	229,159	-	174,348	-	2530	Bonds payable (note 6(m))	18,553,245	5	20,503,745	11
1840	Deferred tax assets (note 6(p))	2,548,432	1	1,487,438	1	2540	Long-term borrowings (note 6(l))	9,431,400	3	1,500,000	1
1990	Other non-current assets (notes 6(k), (o) and 8)	2,069,156	1	1,478,364	1	2570	Deferred tax liabilities (note 6(p))	2,844,923	1	740,814	-
	Total non-current assets	<u>31,212,463</u>	<u>9</u>	<u>16,996,033</u>	<u>9</u>	2580	Lease liabilities-non-current (notes 6(n) and 7)	3,053,116	1	3,256,049	2
						2645	Guarantee deposits received	280	-	13,244	-
							Total non-current liabilities	<u>33,882,964</u>	<u>10</u>	<u>26,111,580</u>	<u>14</u>
							Total liabilities	<u>213,536,562</u>	<u>63</u>	<u>102,475,994</u>	<u>54</u>
						Equity (notes 6(g), (m), (o), (p) and (q)):					
						3110	Common shares	1,858,408	1	1,858,408	1
						3200	Capital surplus	37,006,591	11	37,006,591	19
						3300	Retained earnings	83,090,797	24	45,745,536	24
						3400	Other equity	2,696,966	1	3,592,299	2
							Total equity	<u>124,652,762</u>	<u>37</u>	<u>88,202,834</u>	<u>46</u>
							Total liabilities and equity	<u>\$ 338,189,324</u>	<u>100</u>	<u>190,678,828</u>	<u>100</u>
	Total assets	<u>\$ 338,189,324</u>	<u>100</u>	<u>190,678,828</u>	<u>100</u>						

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

Wiwynn Corporation 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 Common Share)

		2025		2024	
		Amount	%	Amount	%
4000	Operating revenue (notes 6(s) and 7)	\$ 950,663,310	100	360,541,104	100
5000	Operating costs (notes 6(f), (h), (i), (j), (n), (o), (t), 7 and 12)	872,209,287	92	323,140,697	90
	Gross profit from operations	78,454,023	8	37,400,407	10
	Operating expenses (notes 6(d), (h), (i), (j), (n), (o), (t), 7 and 12):				
6100	Selling expenses	1,768,017	-	1,269,542	-
6200	Administrative expenses	3,361,117	-	1,977,553	-
6300	Research and development expenses	9,417,892	1	6,043,881	2
6450	Expected credit (gain) loss	(10,514)	-	10,515	-
	Total operating expenses	14,536,512	1	9,301,491	2
	Net operating income	63,917,511	7	28,098,916	8
	Non-operating income and expenses (notes 6(b), (g), (h), (i), (j), (m), (n), (u) and 7):				
7100	Interest income	1,112,396	-	1,219,251	-
7020	Other gains and losses	4,299,555	-	822,281	-
7050	Finance costs	(3,225,164)	-	(1,242,376)	-
7370	Share of loss of associates and joint ventures accounted for using equity method	(51,972)	-	(67,706)	-
	Total non-operating income and expenses	2,134,815	-	731,450	-
7900	Income before tax	66,052,326	7	28,830,366	8
7950	Income tax expense (note 6(p))	14,934,163	2	6,054,198	2
	Net income	51,118,163	5	22,776,168	6
8300	Other comprehensive income (loss) (notes 6(g), (o), (p) and (q)):				
8310	Components of other comprehensive income that will not be reclassified to profit or loss:				
8311	Losses on remeasurements of defined benefits plans	(20,683)	-	(19,203)	-
8316	Unrealized gains from investments in equity instruments measured at fair value through other comprehensive income	502,012	-	-	-
8349	Income tax related to components of other comprehensive income that will not be reclassified to profit or loss	(100,402)	-	(3,861)	-
	Total components of other comprehensive income that will not be reclassified to profit or loss	380,927	-	(23,064)	-
8360	Components of other comprehensive income (loss) that will be reclassified to profit or loss:				
8361	Exchange differences on translation of foreign financial statements	(1,291,225)	-	2,283,814	1
8370	Share of other comprehensive income of associates and joint ventures accounted for using equity method, components of other comprehensive income that will be reclassified to profit or loss	(5,718)	-	(1,795)	-
8399	Income tax related to items that may be reclassified to profit or loss	-	-	-	-
	Total components of other comprehensive income (loss) that will be reclassified to profit or loss	(1,296,943)	-	2,282,019	1
8300	Other comprehensive income (net of tax)	(916,016)	-	2,258,955	1
8500	Total comprehensive income	\$ 50,202,147	5	25,035,123	7
	Profit attributable to:				
8610	Owners of parent	\$ 51,118,163	5	22,776,168	6
	Comprehensive income attributable to:				
8710	Owners of parent	\$ 50,202,147	5	25,035,123	7
	Earnings per share (expressed in New Taiwan dollars) (note 6(r))				
9750	Basic earnings per share	\$ 275.06		126.57	
9850	Diluted earnings per share	\$ 265.54		122.46	

See accompanying notes to financial statements.

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

Wiwynn Corporation and Subsidiaries
Consolidated Statements of Changes in Equity
For the years ended December 31, 2025 and 2024
(Expressed in Thousands of New Taiwan dollars)

	Retained earnings					Other equity		Total	Total equity
	Common shares	Capital surplus	Legal reserve	Unappropriated retained earnings	Total	Exchange differences on translation of foreign financial statements	Unrealized gains from financial assets measured at fair value through other comprehensive income		
Balance on January 1, 2024	\$ 1,748,408	8,839,619	4,512,302	25,823,443	30,335,745	1,310,280	-	1,310,280	42,234,052
Appropriation and distribution of retain earnings:									
Legal reserve	-	-	1,203,823	(1,203,823)	-	-	-	-	-
Cash dividends	-	-	-	(7,343,313)	(7,343,313)	-	-	-	(7,343,313)
Net income	-	-	-	22,776,168	22,776,168	-	-	-	22,776,168
Other comprehensive income	-	-	-	(23,064)	(23,064)	2,282,019	-	2,282,019	2,258,955
Total comprehensive income	-	-	-	22,753,104	22,753,104	2,282,019	-	2,282,019	25,035,123
Cash subscription	110,000	26,958,032	-	-	-	-	-	-	27,068,032
Recognition of equity component of convertible bonds issued	-	1,164,711	-	-	-	-	-	-	1,164,711
Changes in equity of associates and joint ventures accounted for using equity method	-	44,229	-	-	-	-	-	-	44,229
Balance on December 31, 2024	<u>1,858,408</u>	<u>37,006,591</u>	<u>5,716,125</u>	<u>40,029,411</u>	<u>45,745,536</u>	<u>3,592,299</u>	<u>-</u>	<u>3,592,299</u>	<u>88,202,834</u>
Appropriation and distribution of retain earnings:									
Legal reserve	-	-	2,275,310	(2,275,310)	-	-	-	-	-
Cash dividends	-	-	-	(13,752,219)	(13,752,219)	-	-	-	(13,752,219)
Net income	-	-	-	51,118,163	51,118,163	-	-	-	51,118,163
Other comprehensive income	-	-	-	(20,683)	(20,683)	(1,296,943)	401,610	(895,333)	(916,016)
Total comprehensive income	-	-	-	51,097,480	51,097,480	(1,296,943)	401,610	(895,333)	50,202,147
Balance on December 31, 2025	<u>\$ 1,858,408</u>	<u>37,006,591</u>	<u>7,991,435</u>	<u>75,099,362</u>	<u>83,090,797</u>	<u>2,295,356</u>	<u>401,610</u>	<u>2,696,966</u>	<u>124,652,762</u>

See accompanying notes to consolidated financial statements.

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

Wiwynn Corporation and Subsidiaries
Consolidated Statements of Cash Flows
For the years ended December 31, 2025 and 2024
(Expressed in Thousands of New Taiwan dollars)

	2025	2024
Cash flows from (used in) operating activities:		
Income before tax	\$ 66,052,326	28,830,366
Adjustments:		
Adjustments to reconcile profit:		
Depreciation expense	2,442,138	1,828,188
Amortization expense	248,222	176,334
Expected credit (gain) loss	(10,514)	10,515
Net gain on financial assets or liabilities at fair value through profit or loss	(266,225)	(13,959)
Interest expense	3,225,164	1,242,376
Interest income	(1,112,396)	(1,219,251)
Share of loss of associates and joint ventures accounted for using equity method	51,972	67,706
Losses on disposal of property, plant and equipment	51,491	4,804
Losses on disposal of intangible assets	1,569	-
Gain on disposal of investments	-	(7,886)
Prepayments for equipment reclassified as expenses	34,553	2,019
Lease modification losses	6,186	-
Total adjustments to reconcile profit	<u>4,672,160</u>	<u>2,090,846</u>
Changes in operating assets and liabilities:		
Changes in operating assets:		
(Increase) decrease in financial assets mandatorily measured at fair value through profit or loss-current	(23,468)	11,389
Increase in accounts receivable, net	(39,066,926)	(26,856,530)
(Increase) decrease in accounts receivable-related parties, net	(309,390)	208,146
Decrease in other receivable	14,692	-
(Increase) decrease in other receivable-related parties	(682,349)	19,809
Increase in inventories	(51,997,206)	(53,111,964)
Increase in other current assets	(1,053,357)	(382,228)
Increase in other non-current assets	-	(5,291)
Increase in net defined benefit assets	(27,439)	(31,133)
Total changes in operating assets	<u>(93,145,443)</u>	<u>(80,147,802)</u>
Changes in operating liabilities:		
Increase (decrease) in contract liabilities-current	349,926	(282,872)
Increase in notes and accounts payable	17,727,900	31,632,791
Increase in accounts payable-related parties	9,215,628	321,758
Increase in other payable	5,121,670	1,111,216
Decrease in other payable-related parties	(133,891)	(73,146)
Increase (decrease) in other current liabilities	338,658	(264,199)
Total changes in operating liabilities	<u>32,619,891</u>	<u>32,445,548</u>
Total changes in operating assets and liabilities	<u>(60,525,552)</u>	<u>(47,702,254)</u>
Total adjustments	<u>(55,853,392)</u>	<u>(45,611,408)</u>
Cash inflow (outflow) generated from operations	10,198,934	(16,781,042)
Interest received	1,120,027	1,191,658
Interest paid	(2,773,982)	(1,132,619)
Income taxes paid	(9,169,460)	(3,271,254)
Net cash used in operating activities	<u>(624,481)</u>	<u>(19,993,257)</u>
Cash flows from (used in) investing activities:		
Acquisition of financial assets designated at fair value through other comprehensive income	(291,630)	-
Acquisition of financial assets designated at fair value through profit or loss	-	(580,598)
Proceeds from disposal of financial assets designated at fair value through profit or loss	254,069	-
Acquisition of property, plant and equipment	(11,568,205)	(3,642,489)
Proceeds from disposal of property, plant and equipment	572,682	3,966
Increase in refundable deposits	(431,127)	-
Acquisition of intangible assets	(258,293)	(216,554)
Proceeds from disposal of intangible assets	1,335	-
Decrease in other non-current assets	60,917	29,374
Increase in prepayments for equipment	(2,105,900)	(1,248,350)
Net cash used in investing activities	<u>(13,766,152)</u>	<u>(5,654,651)</u>
Cash flows from (used in) financing activities:		
Increase in short-term borrowings	467,350,310	63,781,326
Decrease in short-term borrowings	(400,876,883)	(62,841,534)
Proceeds from issuing bonds	-	19,444,877
Repayments of bonds	(4,725,000)	(2,500,000)
Increase in long-term borrowings	9,431,400	-
Decrease in guarantee deposits received	(254,476)	(733,884)
Payment of lease liabilities	(985,344)	(559,945)
Cash dividends paid	(13,752,219)	(7,343,313)
Cash subscription	-	27,068,032
Net cash flows from financing activities	<u>56,187,788</u>	<u>36,315,559</u>
Effect of exchange rate changes on cash and cash equivalents	<u>(191,810)</u>	<u>166,004</u>
Net increase in cash and cash equivalents	41,605,345	10,833,655
Cash and cash equivalents at beginning of period	48,328,503	37,494,848
Cash and cash equivalents at end of period	<u>\$ 89,933,848</u>	<u>48,328,503</u>

See accompanying notes to consolidated financial statements.

Audit Committee's Review Report

The Board of Directors has prepared the Company's 2025 Business Report, Financial Statements, and Proposal for Distribution of Profits. The CPAs Ya-Ling, Chen and Ming-Hung, Huang from KPMG were retained to audit the Company's Financial Statements and issued an audit report. The Business Report, Financial Statements, and Proposal of Distribution of Profits have been reviewed and determined to be correct and accurate by the Audit Committee of Wiwynn Corporation. According to Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act, I hereby submit this Report.

Wiwynn Corporation

Convener of the Audit Committee : Cathy Han

February 26, 2026

Wiwynn Corporation
Before and After Revision Chart of Articles of Incorporation

Items	Before Revision	After Revision	Reason
Article 6	The total capital stock of the Company amounts is two billion five hundred million New Taiwan Dollars (NTD 2,500,000,000), which is divided into two hundred fifty million (250,000,000) shares at ten New Taiwan Dollars (NTD10) par value each share. The Board of Directors is authorized to issue common shares in installments. An amount of two hundred fifty million New Taiwan Dollars (NTD 250,000,000) among the above total amount of capital stock divided into twenty-five million (25,000,000) shares at ten New Taiwan Dollars (NTD10) par value per share should be reserved for the issuance of employee stock options.	The total capital stock of the Company amounts is <u>twenty two billion five hundred million</u> New Taiwan Dollars (NTD 20,0 <u>5</u> 00,000,000), which is divided into two <u>billion hundred fifty million</u> (2,00 <u>5</u> 0,000,000) shares at ten New Taiwan Dollars (NTD10) par value each share. The Board of Directors is authorized to issue common shares in installments. An amount of two <u>billion hundred fifty million</u> New Taiwan Dollars (NTD 2,00 <u>5</u> 0,000,000) among the above total amount of capital stock divided into <u>two hundred twenty five</u> million (200 <u>5</u> ,000,000) shares at ten New Taiwan Dollars (NTD10) par value per share should be reserved for the issuance of employee stock options.	To support the needs of future operational development and strengthen the capital structure, it is proposed to increase the authorized capital of the Company.
Article 25	The Procedure was enacted on February 20, 2012. ... The 9th amendment was made on May 29, 2025.	The Procedure was enacted on February 20, 2012. ... The 9th amendment was made on May 29, 2025. <u>The 10th amendment was made on May 25, 2026.</u>	To include the revision date

Wiwynn Corporation

Issuance Rules of the 2026 First Restricted Stock Awards

Article 1 Purpose of Issuance

To attract and retain professional talent essential to the Company's operations, incentivize employee engagement and performance, enhance employees' sense of identification and cohesion with the Company, and thereby promote the Company's long-term development, while aligning employees' interests with those of shareholders and the Company's governance outcomes, the Company hereby adopts the Issuance Rules of the 2026 First Restricted Stock Awards (the "Rules") in accordance with Paragraph 9 of Article 267 of the Company Act, Article 22 of the Securities and Exchange Act, and the "Regulations Governing the Offering and Issuance of Securities by Securities Issuers" promulgated by the Financial Supervisory Commission, as well as other applicable laws and regulations.

Article 2 Issuance Period

Within two years from the date the notification of the filing's effectiveness reaches the Company, the shares may be issued in one or multiple installments based on actual needs. The Chairperson is authorized to determine the actual date of issuance.

Article 3 Eligibility and Number of Shares Allotted to Employees

1. Eligibility is limited to full-time regular employees of the Company and its domestic or overseas controlled companies or subsidiaries who are in service prior to the issuance date of the Restricted Stock Awards. The terms "controlled company" and "subsidiary" shall be defined in accordance with Articles 369-2, Articles 369-3, Paragraph 2 of Articles 369-9, and Articles 369-11 of the Company Act.
2. The actual employees to be granted Restricted Stock Awards and the number of shares to be allocated shall be determined in accordance with the allocation standards formulated based on factors including years of service, job position, performance appraisal results, overall contribution, and other relevant factors, while also taking into account the Company's operational needs and business development strategies. Such allocation shall be authorized by the Chairperson and submitted to the Board of Directors for approval. If a proposed recipient is an officer or a director, the allocation shall first be subject to the consent of the Compensation Committee; for employees who are neither officers nor directors, the allocation shall first be subject to the consent of the Audit Committee.
3. Pursuant to Paragraph 1, Article 56-1 of the "Regulations Governing the Offering and Issuance of Securities by Securities Issuers," the cumulative number of shares under employee stock options granted to any single employee, combined with the cumulative number of Restricted Stock Awards acquired by such employee, shall not exceed 0.3% of the Company's total issued shares. Furthermore, the aforementioned total, when combined with the cumulative number of shares under employee stock options granted to the same employee pursuant to Paragraph 1, Article 56 of the same Regulations, shall not exceed 1% of the Company's total issued shares. However, with special approval from the relevant central competent authorities, the total number of shares acquired by a single employee through both employee stock options and Restricted Stock Awards may be exempt from the aforementioned limits.

Article 4 Total Amount of Issuance

The total amount of the issuance is NT\$12,000,000, with a par value of NT\$10 per share, totaling 1,200,000 shares.

Article 5 Terms and Conditions of Issuance

1. Issuance Price: This issuance is made on a gratis basis, with an issue price of NT\$0 per share.
2. Type of Shares to be Issued: New common shares of the Company.
3. Vesting Conditions:
 - (1) After one year has elapsed from the date on which an employee is granted Restricted Stock Awards (i.e., the capital increase record date), and provided that the employee remains in service on each vesting date, the number of shares to be vested shall be determined within the total number available for grant based on the Company-wide performance indicators for that year, and allocated in accordance with the results of the employee's Individual performance evaluation indicators, as set forth below:
 - A. Company-Wide Performance Indicators:

The following weightings are established based on the Company's consolidated financial statements for the most recent fiscal year or the most recent period, as audited or reviewed by certified public accountants, as of the end of the applicable vesting period. However, in the event of significant international or industrial changes that materially affect the Company, the performance indicators or payout ratios may be adjusted upon proposal by the Compensation Committee and approval by the Board of Directors. The performance conditions are as follows:

Operational Performance Indicators	Target Criteria	Weightings
Consolidated Operating Income	The Company's consolidated operating income exceeds that of the immediately preceding year, or	45%

【 Attachment 4 】

	exceeds the average consolidated operating income of the preceding three years.	
Consolidated Gross Profit	The Company's consolidated gross profit exceeds that of the immediately preceding year, or exceeds the average consolidated gross profit of the preceding three years.	45%
ESG Performance Indicator	The Company's annual sustainability governance rating remains within the top three tiers or the top 35%	10%

B. Individual Performance Evaluation Indicators:

Employees who, after being granted Restricted Stock Awards, remain in service on each vesting date and meet both the Company-wide performance indicators and Individual performance evaluation indicators established by the Company, shall be eligible to vest in their shares over a three-year period following the issuance date. The maximum number of shares that may vest each year is: 30% after one year has elapsed from the issuance date, 30% after two years have elapsed, and 40% after three years have elapsed. To satisfy the individual performance evaluation indicators, an employee's rating for the most recent fiscal year prior to each vesting date must be B+ or above (inclusive), or an equivalent rating under the Company's appraisal system, and the employee must have achieved the performance standards agreed upon between the Company and the employee. If an employee's primary position or responsibilities are adjusted, the Company reserves the right to adjust the number of shares granted accordingly.

(2) The number of shares allocated shall be rounded and issued in units of 100 shares.

4. Measures to be Taken when Employees Fail to Meet the Vesting Conditions:

(1) For any employee who voluntarily resigns, is dismissed or laid off, retires, or transfers to an affiliate at their own request within three years from the grant date of the Restricted Stock Awards, the Company shall redeem all unvested shares from such employee without consideration. However, if an employee is transferred to an affiliate at the Company's request and remains employed for one year after the grant date, the number of vested shares shall be determined annually. This determination will be based on the Company-Wide performance indicators for that year, and the actual vesting shall be further adjusted according to the employee's individual performance at the affiliate, in accordance with the principles set forth in Item 1, Paragraph 3 of this Article.

(2) For employees who take a Company-approved leave of absence within three years from the grant date, their rights and obligations regarding unvested Restricted Stock Awards shall remain unaffected. However, the actual number of shares to be vested each year shall, in addition to the vesting conditions set forth in Paragraph 3 of this Article, be adjusted pro rata based on the actual number of days of leave taken during the year preceding each vesting date, in accordance with the table below. If an employee is on leave of absence on a vesting date, the vesting conditions shall be deemed not met, and the Company shall redeem the shares without consideration.

Number of Days of Leave of Absence (Prior Year)	Vesting Percentage
Less than 90 days	75%
91-180 days	50%
More than 181 days	0%

(3) In the event an employee becomes disabled or deceased due to work-related duties, illness, or accident during their employment, any unvested Restricted Stock Awards shall be handled as follows:

A. Where an employee is diagnosed by a physician as being disabled and unable to continue employment, the unvested Restricted Stock Awards for the current year shall be deemed to have fulfilled all vesting conditions as of the effective date of termination, subject to the Company-Wide Performance Indicators and the Individual Performance Evaluation Indicators as set forth in Paragraph 3. All unvested shares for subsequent years shall be redeemed by the Company without consideration.

B. In the event of an employee's death due to work-related duties, illness, or accident, any unvested Restricted Stock Awards scheduled for the current year shall be deemed to have fulfilled all vesting conditions on the date of death, subject to the Company-Wide Performance Indicators and the Individual Performance Evaluation Indicators as set forth in Paragraph 3. Qualified legal heirs may, upon completing necessary legal procedures and providing required supporting documents, apply to receive the inherited shares or the proceeds from the disposal thereof. All unvested shares for subsequent years shall be redeemed by the Company without consideration. The heirs must complete the relevant share distribution procedures within one year from the date of the Company's notice. Any failure to cooperate within this period shall be deemed a rejection of acceptance by the heirs, and the Company reserves the right to redeem such shares without consideration and proceed with cancellation.

【 Attachment 4 】

- C. In either of the two aforementioned circumstances, if the performance appraisal results for the current year are incomplete at the time of an employee's termination or the occurrence of an inheritance event, the Chairperson is authorized to determine the number of shares to be vested, referencing the available performance results to date or the number of shares vested by the employee in the previous year.
- (4) In the event of any violation of laws and regulations, contracts signed with the Company or its subsidiaries, work rules, non-compete agreements, or the Code of Business Conduct and Ethics of the Company or its subsidiaries, the Company may, depending on the severity of the circumstances, redeem any previously granted but unvested shares from the employee without consideration.
- (5) The Company shall cancel all Restricted Stock Awards redeemed without consideration.
- (6) Restrictions on rights prior to meeting vesting conditions:
- A. Prior to fulfilling the vesting conditions, an employee may not sell, pledge, transfer, gift, create an encumbrance on, or otherwise dispose of the granted Restricted Stock Awards. Once the employee fulfills the vesting conditions, the shares shall be transferred from the trust account to the employee's personal securities account in accordance with the Trust Custody Agreement.
- B. The rights to attend, propose, speak, vote, and elect at the Shareholders' Meetings shall be exercised in accordance with the Trust Custody Agreement.
- C. Except for the trust arrangements specified in the preceding paragraph, other rights of the Restricted Stock Awards granted under these Rules—including but not limited to dividends, bonuses, the right to distributions from capital surplus, and subscription rights for cash capital increases—shall be identical to those of the Company's issued common shares prior to the fulfillment of the vesting conditions.
- (7) Other important covenants:
- A. Upon issuance, the Restricted Stock Awards shall be placed immediately under trust custody. The Company or its designee shall represent the employees in executing the trust agreement with the trustee. Employees may not, for any reason or in any manner, request the trustee to return or release the Restricted Stock Awards.
- B. If an employee voluntarily waives the granted Restricted Stock Awards via a written statement, the Company shall redeem the shares without consideration and proceed with cancellation in accordance with the law.
- C. In the event of a non-statutory capital reduction (such as a cash capital reduction) during the vesting period, the Restricted Stock Awards shall be cancelled pro rata to the reduction ratio. In a cash capital reduction, the cash returned shall be placed in trust and only be delivered to the employee upon fulfillment of the vesting conditions; should the conditions not be met, the Company shall recover such cash.
- D. In the event of a merger, acquisition, share exchange, or other similar change of control transaction, the treatment of unvested shares may be modified as stipulated in the relevant transaction agreement or plan.
- E. Prior to the fulfillment of the vesting conditions, the rights to attend, propose, speak, and vote at the Shareholders' Meetings, as well as other shareholder rights, shall be exercised by the trustee or custodial institution on behalf of the employees.
- F. From the book closure dates for stock dividends, cash dividends, or cash capital increases, or the book closure period for the Shareholders' Meeting as specified in Paragraph 3, Article 165 of the Company Act, or any other statutory book closure periods based on the occurrence of facts, until the record date for the distribution of rights, the timing and procedures for lifting the restrictions on vested shares for employees who fulfill the vesting conditions during such periods shall be executed in accordance with the Trust Custody Agreement.

Article 6 Signing and Confidentiality

1. Upon the determination of the total number of units, the issue price, the allocation principles, and the list of grantees for the Restricted Stock Awards, the designated department shall notify the employees to sign the "Restricted Stock Awards Grant Consent".
2. Employees shall be granted the Restricted Stock Awards upon completing the signing process in accordance with the notification. Those who fail to complete the signing as required shall be deemed to have forfeited their rights to the Restricted Stock Awards.
3. After signing the Restricted Stock Awards Grant Consent, grantees shall comply with confidentiality obligations and shall not disclose the details of the Restricted Stock Awards plan or their individual entitlements to any third party.
4. Any holder of Restricted Stock Awards or derivative interests acquired under these Rules shall comply with these Rules and the Restricted Stock Awards Grant Consent. In the event of a violation, the vesting conditions shall be deemed not met, and the Company may redeem such shares without consideration and proceed with their cancellation.

Article 7 Taxation

Taxes arising from the Restricted Stock Awards granted under these Rules shall be handled in accordance with the tax laws and regulations of the Republic of China in effect at the relevant time.

【 Attachment 4 】

Article 8 Other Important Matters

1. These Rules shall be implemented upon the approval of at least two-thirds of the directors present at a Board meeting where more than one-half of all directors are in attendance, and shall become effective after filing with and being cleared by the competent authorities. Should there be any necessity for amendments due to the review requirements of the competent authorities, the Chairperson is authorized to amend these Rules, provided that such amendments shall be submitted to the Board of Directors for subsequent ratification before the issuance.
2. Any matters not covered in these Rules shall be governed by the applicable laws and regulations.

**Wiwynn Corporation
Before and After Revision Chart of Rules and Procedures of
Shareholders’ Meeting**

Before Revision	After Revision	Reason
<p>Article 2 ... The Company shall prepare electronic copies of the shareholders meeting agenda and supplemental meeting materials and post them on the MOPS website not less than twenty-one (21) days before the regular shareholders meeting or not less than fifteen (15) days before the special shareholders meeting. ...</p>	<p>Article 2 ... The Company shall prepare electronic copies of the shareholders meeting agenda and supplemental meeting materials and post them on the MOPS website not less than <u>thirty</u> twenty one (3021) days before the regular shareholders meeting or not less than fifteen (15) days before the special shareholders meeting. ...</p>	<p>In response to the amendment of laws and regulations</p>
<p>Article 26 These Rules and Procedures, and any amendments hereto, shall be effective from the date it is approved by the shareholders meetings. ... The 5th amendment was made on May 31, 2022.</p>	<p>Article 26 These Rules and Procedures, and any amendments hereto, shall be effective from the date it is approved by the shareholders meetings. ... The 5th amendment was made on May 31, 2022. <u>The 6th amendment was made on May 25, 2026.</u></p>	<p>To include the revision date</p>