Z-COM Inc.

Minutes of the 2026 Annual Meeting of Shareholders

Meeting time：9:00 a.m. on Wednesday, May 20, 2026.

Place：2F, No. 2, Zhanye 1st Rd., Hsinchu Science Park, Hsinchu City
(The Allied Association for Science Park Industries Room 201)

The total number of shares issued by the company: 71,701,000 shares.

Attendance：The total number of shares represented by attending shareholders and proxy holders is 45,398,149 shares, accounting for 63.31% of the company's total issued shares.

Attending Directors：Chairman: Shieh, Jin-Sheng of Fan En Technology Co., Ltd.
Convener of the Audit Committee, Independent Director Zhou, Yi-Heng;
Independent Director Zheng, Sheng-Qing；Independent Director Chai, Wan-Hui；
Director and General Manager Wu, Chia-Fang；
Director Su, Yuan-Liang.

Attendees：CPA Liu, Rong-Jin from Ernst & Young Certified Public Accountants.

Chairman：Shieh, Jin-Sheng, Chairman of Fan En Technology Co., Ltd.

Recorder：Chiang, Pei-Jung.

Corporate Governance Officer：General Manager Wu, Chia-Fang.

I. Call the Meeting to Order：The total number of shares represented by attending shareholders and proxy holders has exceeded the statutory quorum. The Chairman announces the commencement of the meeting.

II. Chairperson Remarks：Omit.

III. Management Presentation

Report No. 1

2025 Business Report

Explanation: The 2025 Business Report is attached as Annex (Ⅰ)

Report No. 2

Audit Committee’s Review Report on the 2025 Financial Statements.

Explanation: The 2025 Audit Committee’s Review Report is attached as Annex (Ⅱ).

5F, No. 8, Hsin-Ann Road, Hsinchu Science Park,
Hsinchu, Taiwan
Tel.: +886 35777364 Fax: +886 35773359

IV. Proposals

Proposal 1: (Proposed by the Board)

Adoption of the 2025 Business Report and Financial Report

Explanation:

1. Z-COM, Inc. Company's Financial Statements were audited by independent auditors, Liu,Jung-Chin and Chang, Cheng-Tao of Taiwan Ernst & Young Private Limited Firm. Also Business Report and Financial Statements have been approved by the Board and examined by the audit committee of Z-COM, Inc.
2. The 2025 Business Report, independent auditors' audit report, and the above-mentioned Financial Statements are attached in the Meeting Agenda, Annex (I), and Annex(III)-(IV).

Resolution: The voting results for this proposal are as follows:

Voting rights represented by attending shareholders at the time of voting: 45,398,149 votes.

	Voting results (votes).	Voting rights included in electronic voting (votes)	Percentage of voting rights represented by attending shareholders.
Votes in favor.	44,761,666	1,668,209	98.59%
Votes against.	69,643	69,643	0.15%
Invalid votes.	0	0	0.00%
Abstained and uncast votes.	566,840	566,840	1.24%

※ The percentage of voting rights represented by attending shareholders is rounded down to the second decimal place without adjustment. As a result, minor rounding differences may occur, causing the total percentage not to equal exactly 100%.

The proposal was approved as originally presented.

Proposal 2:(Proposed by the Board)

Adoption of the Proposal for 2025 Deficit Compensation

Explanation:

1. In accordance with Article 27 of the company's articles of association, the company shall distribute employee remuneration based on 10% to 15% of the current year's profit status and shall distribute director's remuneration no more than 3% of the current year's profit status. However, if the company still has accumulated losses, it should be made up.
2. The net profit after tax for the year 2025 was NTD 27,726,397, with the subtract of the accumulated deficit at the beginning of the year of NTD 164,610,041, resulting in an accumulated deficit of NTD 136,883,644 at the end of the year. If there is net income in the future fiscal years, the deficit will be compensated first according to Article 28 of the company's articles of association.

3. The Deficit Compensation Statement for 2025 has been approved by the Board of Directors and submitted for audit by the Audit Committee, please refer to Annex (V).

Resolution: The voting results for this proposal are as follows:

Voting rights represented by attending shareholders at the time of voting: 45,398,149 votes.

	Voting results (votes).	Voting rights included in electronic voting (votes)	Percentage of voting rights represented by attending shareholders.
Votes in favor.	44,400,459	1,307,002	97.80%
Votes against.	427,738	427,738	0.94%
Invalid votes.	0	0	0.00%
Abstained and uncast votes.	569,952	569,952	1.25%

※The percentage of voting rights represented by attending shareholders is rounded down to the second decimal place without adjustment. As a result, minor rounding differences may occur, causing the total percentage not to equal exactly 100%.

The proposal was approved as originally presented.

V. Discussion

1. Proposal (Proposed by the Board)

Amendment to the " Article of Incorporation".

Explanation:

1. In response to the Company’s actual operational needs, a proposal is submitted to amend certain provisions of the Articles of Incorporation.
2. The business item codes shall be listed in accordance with the version V8 of the 'Table of Business Item Codes for Companies, Firms, and Limited Partnerships' issued by the Department of Commerce, Ministry of Economic Affairs, on January 7, 2026.
3. For the comparison table before and after the amendments, please refer to Annex (VI) of this handbook.
4. Submitted for approval.

Resolution: The voting results for this proposal are as follows:

Voting rights represented by attending shareholders at the time of voting: 45,398,149 votes.

	Voting results (votes).	Voting rights included in electronic voting (votes)	Percentage of voting rights represented by attending shareholders.
Votes in favor.	44,413,184	1,319,727	97.83%

Votes against.	415,865	415,865	0.91%
Invalid votes.	0	0	0.00%
Abstained and uncast votes.	569,100	569,100	1.25%

※The percentage of voting rights represented by attending shareholders is rounded down to the second decimal place without adjustment. As a result, minor rounding differences may occur, causing the total percentage not to equal exactly 100%.

The proposal was approved as originally presented.

2. Proposal (Proposed by the Board)

Amendment to the "Rules of Procedure for Shareholders' Meeting"

Explanation:

1. In accordance with Letter No. 11500549052 issued on March 16, 2026, by the Taipei Exchange (TPEx), a proposal is submitted to amend certain provisions of the Company's " Rules of Procedure for Shareholders' Meeting."
2. For the comparison table before and after the amendments, please refer to Annex (VII) of this handbook.
3. Submitted for approval.

Resolution: The voting results for this proposal are as follows:

Voting rights represented by attending shareholders at the time of voting: 45,398,149 votes.

	Voting results (votes).	Voting rights included in electronic voting (votes)	Percentage of voting rights represented by attending shareholders.
Votes in favor.	44,413,945	1,320,488	97.83%
Votes against.	415,865	415,865	0.91%
Invalid votes.	0	0	0.00%
Abstained and uncast votes.	568,339	568,339	1.25%

※The percentage of voting rights represented by attending shareholders is rounded down to the second decimal place without adjustment. As a result, minor rounding differences may occur, causing the total percentage not to equal exactly 100%.

The proposal was approved as originally presented.

3. Proposal (Proposed by the Board)

Amendment to the "Regulations Governing the Acquisition and Disposal of Assets"

Explanation:

1. In accordance with the ancillary undertakings attached to the Company's approval for listing on the Taipei Exchange, the Company has applied to the Taipei Exchange for the release of such undertakings, and proposes to amend certain provisions of the Procedures for

Acquisition or Disposal of Assets.

2. Pursuant to Letter No. 1140002307 issued by the Taipei Exchange, except for the original undertaking requiring the inclusion in the Procedures for Acquisition or Disposal of Assets of a provision prohibiting the waiver of future capital increases in Jih Microelectronics Hong Kong Co., Ltd., which was not released, all other requests were approved.
3. In accordance with Letter No. 1140067028 dated July 31, 2025, issued by the Taipei Exchange, a proposal is submitted to amend certain provisions of the "Regulations Governing the Acquisition and Disposal of Assets"
4. For the comparison table before and after the amendments, please refer to Annex (VIII) of this handbook.
5. Submitted for approval.

Resolution: The voting results for this proposal are as follows:

Voting rights represented by attending shareholders at the time of voting: 45,398,149 votes.

	Voting results (votes).	Voting rights included in electronic voting (votes)	Percentage of voting rights represented by attending shareholders.
Votes in favor.	44,413,397	1,319,940	97.83%
Votes against.	416,960	416,960	0.91%
Invalid votes.	0	0	0.00%
Abstained and uncast votes.	567,792	567,792	1.25%

※ The percentage of voting rights represented by attending shareholders is rounded down to the second decimal place without adjustment. As a result, minor rounding differences may occur, causing the total percentage not to equal exactly 100%.

The proposal was approved as originally presented.

4. Proposal (Proposed by the Board)

Capital Reduction to Offset Losses Proposal

1. After the Company’s 115th Annual General Meeting approves the proposal for offsetting the 114th fiscal year losses, the remaining accumulated losses at year-end will amount to NT$136,883,644.
2. To improve the Company’s financial structure, it is proposed to implement a capital reduction of NT$119,010,000 to offset losses, by canceling 11,901,000 shares, representing a reduction ratio of approximately 16.59809487%.
3. The shares to be reduced shall be cancelled proportionally based on the shareholding ratio of shareholders recorded in the shareholders’ register as of the capital reduction reference date. Approximately 165.9809487 shares will be reduced for every 1,000 shares held, resulting in about 834.0190513 shares being reissued for every 1,000 shares. In total, 11,901,000 shares

will be cancelled.

For fractional shares of less than one share resulting from the capital reduction, shareholders may, from five days prior to the suspension of share transfers until the day before the suspension, apply to the Company's stock affairs agent to consolidate such fractional shares into whole shares. Any fractional shares that are waived or remain insufficient to form one whole share after consolidation shall be used to offset the transfer fees of shareholders' centralized depository accounts, rounded down to the nearest dollar. All remaining fractional shares of less than one share are authorized to be subscribed at par value by a specific person designated by the Chairman.

The new shares issued after the capital reduction shall be in dematerialized form, and their rights and obligations shall be identical to those of the originally issued shares.

4. After this capital reduction, the paid-in capital will amount to NT$598,000,000, with a total of 59,800,000 outstanding shares.
5. Upon approval by the shareholders' meeting and subsequent authorization by the competent authority, it is proposed that the Board of Directors authorize the Chairman to determine the capital reduction reference date, plan the share reissuance operations, set the exchange reference date, and handle other matters related to the capital reduction.
6. Should the competent authority require amendments to the capital reduction plan, or should adjustments be necessary due to objective circumstances, it is proposed that the shareholders' meeting authorize the Chairman to handle all related matters with full authority.
7. Submitted for approval.

Supplementary Explanation:

Shareholder Account No. 3012, under the name "Securities and Futures Investors Protection Center", submitted a letter dated April 23, 2026, with reference number Securities Protection Letter No. 1150001354, requesting that this proposal be reported or resolved at the Annual General Meeting. The supplementary explanation is as follows:

(1) Reason for Capital Reduction:

To strengthen the financial structure, enhance capital utilization efficiency, and meet future operational development needs, the Company intends to implement a capital reduction to offset losses. As of December 31, 2025, the Company's accumulated losses amounted to NT$136,883,644. It is proposed to reduce capital by NT$119,010,000 to offset such losses, canceling 11,901,000 shares, representing a reduction ratio of approximately 16.60%.

(2) Sound Operational Plan and Implementation Control Measures:

The Company's sound operational plan is elaborated in accordance with its business strategies, operational management, and implementation control measures, with conclusions summarized as follows:

1. Business Strategy:

On the basis of the existing OEM/ODM business, the Company will develop new products and explore new market opportunities; furthermore, it will promote vertical applications such as Smart Campus and Smart Energy:

(a) In the past two years, the Company's financial statements have shown profitability. The existing OEM/ODM electronic product business demonstrates solid earning capability. Therefore, based on the OEM/ODM foundation, the Company will continue to develop industrial-grade and next-generation products while seeking new market opportunities.

(b) To promote AIoT vertical applications, the Company will continue to collaborate with government agencies and academic institutions to establish R&D teams, focusing on areas such as Smart City applications and cybersecurity technologies. The Company will actively participate in government projects related to smart infrastructure, leveraging industry–academia resources to advance the development of next-generation wireless communication and energy ICT applications. Through cross-domain cooperation, new businesses will be introduced to strengthen sources of profitability. In addition, in 2025, the Company obtained ISO 27001 Information Security Management System certification, thereby enhancing its cybersecurity governance capabilities and meeting customers' requirements for information security control.

(c) In terms of the export market, in addition to maintaining the existing business in Europe, the United States, and Japan, the Company will expand into new markets and acquire new customers. By participating in domestic and international professional exhibitions, the Company seeks to broaden potential clientele, focusing on smart infrastructure opportunities in Taiwan and Southeast Asia, and evaluating the feasibility of establishing local business relationships. Flexible promotion of integrated smart application solutions will be carried out to provide comprehensive offerings for vertical application scenarios such as Smart Transportation, Smart Energy, and Enterprise Campuses. Through differentiated product positioning, the Company aims to enhance competitiveness in new markets.

2. Operational Management:

(a) To strengthen the effectiveness of existing business and expand into new regions, thereby improving profitability: In addition to deepening engagement with current customers in Europe, the United States, and Japan, the Company will actively participate in construction projects initiated by various government agencies, organizations, and associations to enhance the visibility of its own brand. From the inside out, the Company will promote diversified product brand marketing across the Asia-Pacific region. By integrating application software and enhancing cloud system functionalities, the Company expects to achieve tangible performance in vertical application fields in the future.

(b) Optimization of Production Policy to Create a Win-Win Situation: The Group's Jiujiang production base continues to promote digitalized process control to enhance production efficiency and effectively respond to the impact of material costs and price inflation. Quality control is implemented in accordance with ISO 9001 and ISO 14001 standards, consistently meeting the shipment requirements of European and American customers.

(c) Internal Organizational Adjustment to Enhance Management Performance: To effectively utilize the Company's limited resources, various cost-saving and revenue-generating measures will be actively implemented. Each department is required to carry out goal-oriented management to effectively reduce operating expenses. In addition, the Company will strengthen employee training to improve execution capability.

3. Implementation Control Measures:

(a) The Company will carry out a capital reduction to offset accumulated losses and enhance net asset value per share. In addition, the Company will regularly submit reports to the Board of Directors on the execution status of the sound operational plan, for purposes of tracking and control.

(b) The Company will present, at the next Annual General Meeting, an explanation of the implementation status and execution results of the sound operational plan.

4. Conclusion:

After implementing the capital reduction to offset accumulated losses, the Company will enhance the efficiency of equity capital utilization. The funds will be directed toward executing big data-assisted analytical applications and innovative functional R&D, thereby strengthening the soundness of its operational structure.

Resolution: The voting results for this proposal are as follows:

Voting rights represented by attending shareholders at the time of voting: 45,398,149 votes.

	Voting results (votes).	Voting rights included in electronic voting (votes)	Percentage of voting rights represented by attending shareholders.
Votes in favor.	44,366,645	1,273,188	97.72%
Votes against.	460,675	460,675	1.01%
Invalid votes.	0	0	0.00%
Abstained and uncast votes.	570,829	570,829	1.25%

※ The percentage of voting rights represented by attending shareholders is rounded down to the second decimal place without adjustment. As a result, minor rounding differences may occur, causing the total percentage not to equal exactly 100%.

The proposal was approved as originally presented.

VI. Questions and Motions

After consulting all attending shareholders, the Chairman confirmed that no ad hoc motions were proposed.

No shareholders raised any questions during this shareholders' meeting.

VII. Adjournment: May 20, 2026, at 9:27 AM.

※This shareholders' meeting minutes are recorded in accordance with Article 183, Paragraph 4 of the Company Act, summarizing the key proceedings and resolutions. The actual meeting content, procedures, and shareholder statements shall be based on the audiovisual records of the meeting.*)*

III. Annex

(I) 2025 Business Report

Dear Shareholders, Ladies and Gentlemen:

We sincerely appreciate your continued support and encouragement for Z-Com. Looking back at 2025, although geopolitical tensions have slightly eased, the inauguration of a new U.S. administration and its use of high tariffs as leverage against major trading nations have led to the restructuring of tariff policies and supply chain strategies worldwide. This has introduced significant uncertainties to international trade, pushing the global economic environment into a period of deep adjustment. Due to market uncertainty caused by high tariffs, shipments to major overseas customers declined last year, resulting in a significant decline in revenue. However, through effective cost control, the Company was still able to maintain profitability. Amid these changing conditions, Z-Com has actively deployed next-generation ICT technologies into vertical application scenarios, successfully transforming Wi-Fi 7 high-speed transmission and Edge AI computing into practical applications. The Company aims to achieve stable growth while pursuing strategic breakthroughs, and the Company expects that a recovery in the European economy will help increase shipments this year, while vertical applications will drive business growth and profitability.

The following is a report on the Company's operating results for 2025 and the business plan for 2026:

I. Review of 2025 Operating Results
Over the past year, the Company has not only continued to strengthen relationships with key customers, but has also actively translated R&D capabilities into real-world applications, achieving tangible results in several key business areas:
Advancing Digital Inclusion and Social Resilience (ESG): Guided by the core principle of "digital inclusion," in 2025 the Company actively collaborated with regional education network centers and academic institutions to support policies aimed at enhancing network resilience in rural areas, thereby fulfilling public-private partnership goals (SDG 17). During the year, wireless network infrastructure was successfully deployed in over 40 schools in Hsinchu County, including those in

remote mountainous areas. This initiative reduced the digital divide between urban and rural regions, ensured equal access to digital learning opportunities (SDG 4 & 10), and strengthened communication resilience in remote areas during emergencies (SDG 9). By assisting the government in improving digital accessibility, the Company has integrated its technological strengths with social responsibility, fulfilling its commitment to safeguarding information equity through technology.

Strengthening Information Security and Compliance Competitiveness：In 2025, the Company officially obtained ISO 27001 certification for its information security management system. Security protection mechanisms have been deeply integrated into both product development and operational processes. With increasing attention to cybersecurity in AIoT devices, this certification not only ensures the security of company and customer data, but also enhances compliance and reliability when bidding for large enterprise supply chains and government projects. This achievement will help establish long-term trust in high-demand markets and support the promotion of vertical network solutions.

2025 Financial Performance：

Operating Results:

Standalone revenue: NT$390 million (decline YoY)

Gross margin: 20%

Operating income: NT$1.531 million

Net income after tax: NT$27.726 million

Consolidated results:

Revenue: NT$373 million

Gross margin: 33%

Operating income: NT$2.53 million

Net income after tax: NT$28.254 million

The Company's earnings per share (EPS) amounted to NT$0.40.

Budget Execution：The Company did not publicly disclose financial forecasts for 2025.

Financial Analysis:

Consolidated revenue decreased by 34% year-over-year to NT$373 million, with a gross margin of 33%. Net income attributable to the parent company was NT$27.726 million, EPS NT$0.40, and accumulated losses continued to decrease.

II. 2026 Business Plan and Development Strategy

Looking ahead, Z-Com will adopt a strategy of “deep convergence of hardware and software, and expansion into global vertical markets” to drive profit growth through technological transformation. Key strategies include:

Scaling zMEC Platform and Ecosystem Development：The Company will accelerate the market penetration of its zMEC Edge AI platform. Built upon a proactive cybersecurity architecture, it promotes validated OT/IT integration solutions. With the continued empowerment of generative AI (GenAI), zMEC will transition from the development stage to scalable commercial deployment, providing enterprise customers with real-time decision-making capabilities. The platform will further integrate industrial control and IT applications in smart rail and energy IoT sectors.

Deployment of Industrial Wi-Fi 7 and Cronus Management System：To meet high-speed transmission demands, the Company will fully promote its Wi-Fi 7 product line. Combined with its proprietary Cronus management system, it will offer a one-stop solution from communication hardware to cloud management platforms. This deep hardware-software integration will enhance product value and strengthen customer stickiness, capturing next-generation wireless communication opportunities.

Strengthening Global SI Partnerships and Brand Expansion：While maintaining OEM customer relationships, the Company will modularize successful cases from Taiwan’s campus networks and critical infrastructure. Through strategic collaboration with domestic and international system integrators (SI), these proven solutions will be exported to high-growth regions, expanding global brand influence and market share.

Expansion of Critical Network Applications：The Company will continue promoting enterprise network marketing while expanding applications of critical networks in areas such as hazardous slopes, smart construction sites, metro stations, railway crossings, and logistics hubs. These indoor and outdoor vertical solutions aim to expand business opportunities and brand visibility, with future expansion into Southeast Asia.

Lean Manufacturing and ESG Integration：In response to rising trade protectionism and raw material volatility, the Company will enhance supply chain flexibility to ensure fast delivery. At the same time, ESG strategies will be integrated into product development, focusing on energy efficiency and carbon reduction to achieve sustainable development across economic, environmental, and social dimensions.

III. Conclusion

In the face of rapid AI advancements and geopolitical changes, Z-Com’s management team will continue striving to drive growth through technological innovation, creating long-term and stable value for shareholders.

Finally, we wish all shareholders good health and success in all endeavors.

Chairman, Fan En Technology Co., Ltd.

Legal representative, John S. Shieh

(II) Audit Committee Report

The Board of Directors has submitted the annual business report, financial statements, and proposal for handling losses for the fiscal year of our company. The financial statements have been audited by Ernst & Young and their audit report has been issued. The aforementioned business report, financial statements, and proposal for handling losses have been reviewed by our Audit Committee, and no issues were found to be in violation. Therefore, we report the above in accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act. Please review the information accordingly.

Sincerely,
2026 Annual General Shareholders Meeting of ZCOM

Z-COM,INC
Chairman of the Audit Committee: CHOU, YIH-HENG

March 2, 2026

INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of Z-Com, Inc.

Opinion

We have audited the accompanying consolidated balance sheets of Z-Com, Inc. (the "Company") and its subsidiaries (collectively, the "Group") as at December 31, 2025 and 2024, and the related consolidated statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the consolidated financial statements, including the summary of material accounting policies (together "the consolidated financial statements").

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of the Group and its subsidiaries as of December 31, 2025 and 2024, and their consolidated financial performance and cash flows for the years then ended December 31, 2025 and 2024, in conformity with the requirements of the Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Financial Reporting Standards, International Accounting Standards, Interpretations developed by the International Financial Reporting Interpretations Committee or the former Standing Interpretations Committee as endorsed and became effective by Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing 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 Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group and its subsidiaries in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China (the "Norm"), and we have fulfilled our other ethical responsibilities in accordance with the Norm. Based on our audits, we believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements for the year ended December 31, 2025. These matters were addressed in the context of our audit of the consolidated financial statements as a whole and, in forming our opinion thereon, we do not provide a separate opinion on these matters.

Key audit matters for the Group's consolidated financial statements for the year ended December 31, 2025 are stated as follows:

Evaluation of inventories

The Group is engaged in the manufacturing and selling of products related to wireless data network systems. Its inventories were measured at the lower of cost and net realizable value. The Group's inventories were significant to the consolidated financial statements and the determination of net realizable value for the inventories involves subjective judgement. Therefore, the evaluation of inventories was identified as a key audit matter.

Our audit procedures including (but are not limited to) assessing the appropriateness of the management's accounting policy for inventory evaluation; evaluating and testing the effectiveness of relevant internal control; sampling and testing the entry timing in the inventory aging report and checking accuracy of inventory aging calculation; assessed the reasonableness of provision on inventory allowance through testing the determination of net realizable values; notice if any obsolete and damaged inventories while stock-taking.

Please refer to Notes 4, 5 and 6(5) of the consolidated financial statements for the accounting policies on inventories, critical accounting estimation uncertainty and the details of inventories, respectively.

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

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

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

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

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

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

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control of the Company and its subsidiaries.

3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability to continue as a going concern of the Company and its subsidiaries. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company and its subsidiaries to cease to continue as a going concern.

5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the accompanying notes, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company and its subsidiaries to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of 2025 consolidated financial statements and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other

We have audited and expressed an unqualified opinion on the parent company only financial statements of the Company as of and for the years ended December 31, 2025 and 2024.

Liu, Jung Chin
Chang, Cheng Tao

Ernst & Young, Taiwan
March 2, 2026

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

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

English Translation of Consolidated Financial Statements Originally Issued in Chinese

Z-COM, INC. AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS

December 31, 2025 and 2024

(Expressed in thousands of New Taiwan Dollars)

		December 31, 2025		December 31, 2024	
ASSETS	Notes	Amount	%	Amount	%
CURRENT ASSETS					
Cash and cash equivalents	6(1)	$375,792	51	$234,637	31
Financial assets measured at amortised cost, current	6(3) and 8	5,300	1	2,732	-
Notes receivable, net	6(4)	1,354	-	8,565	1
Accounts receivable, net	5 and 6(4)	48,947	7	114,144	15
Other receivables		143	-	219	-
Current tax assets		447	-	423	-
Inventories, net	5 and 6(5)	94,456	13	166,934	22
Prepayments and other current assets		24,612	3	29,395	4
Total Current Assets		551,051	75	557,049	73
NON-CURRENT ASSETS					
Financial assets at fair value through other comprehensive income, non-current	6(2)	702	-	702	-
Financial assets measured at amortised cost, non-current	6(3) and 8	4,862	1	11,302	1
Investments accounted for under the equity method	6(6)	5,952	1	-	-
Property, plant and equipment	6(7)	108,078	15	117,290	15
Right-of-use assets	6(9)	48,472	6	50,995	7
Investment property, net	6(8)	3,464	-	4,240	1
Intangible assets		288	-	548	-
Deferred tax assets	6(17)	15,397	2	25,210	3
Refundable deposits		1,100	-	243	-
Total Non-current Assets		188,315	25	210,530	27
TOTAL ASSETS		$739,366	100	$767,579	100
LIABILITIES AND EQUITY					
CURRENT LIABILITIES					
Short-term bank borrowings	6(10)	$60,000	8	$60,000	8
Contract liabilities, current	6(14)	4,734	1	10,582	1
Accounts payable		36,554	5	73,011	10
Other payables	6(11)	20,146	3	28,666	4
Lease liabilities, current	6(9)	1,210	-	1,191	-
Other current liabilities		1,248	-	10,513	1
Total Current Liabilities		123,892	17	183,963	24
NON-CURRENT LIABILITIES					
Lease liabilities, non-current	6(9)	9,516	1	11,116	1
Other non-current liabilities	6(12)	17,107	2	15,557	2
Total Non-current Liabilities		26,623	3	26,673	3
TOTAL LIABILITIES		150,515	20	210,636	27
EQUITY					
Share capital - common stock	6(13)	717,010	97	717,010	93
Capital surplus	6(13)	422	-	489	-
Retained earnings	6(13)				
Special reserve		37,884	5	37,884	5
Accumulated deficit		(136,884)	(18)	(164,610)	(21)
Other equity		(19,779)	(3)	(20,537)	(3)
Treasury stocks	6(13)	(25,106)	(3)	(26,512)	(3)
Equity attributable to owners of the parent		573,547	78	543,724	71
Non-controlling interests		15,304	2	13,219	2
TOTAL EQUITY		588,851	80	556,943	73
TOTAL LIABILITIES AND EQUITY		$739,366	100	$767,579	100

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

English Translation of Consolidated Financial Statements Originally Issued in Chinese

Z-COM, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

For the Years Ended December 31, 2025 and 2024

(In thousands of New Taiwan Dollars, except for earnings per share)

		For the Year Ended December 31, 2025		For the Year Ended December 31, 2024	
	Notes	Amount	%	Amount	%
Operating revenue	6(14) and 7	$373,260	100	$562,311	100
Operating costs	6(5) and 6(15)	(248,577)	(67)	(380,159)	(68)
Operating margin		124,683	33	182,152	32
Operating expenses	6(15)				
Sales and marketing expenses		(14,462)	(4)	(15,335)	(3)
General and administrative expenses		(57,179)	(15)	(60,559)	(11)
Research and development expenses		(51,075)	(13)	(87,011)	(15)
Expected credit reversal gain (impairment losses)	12(4)	1,328	-	(2,350)	-
Total operating expenses		(121,388)	(32)	(165,255)	(29)
Net other (expenses) income	6(8)	(765)	-	(787)	-
Operating income		2,530	1	16,110	3
Non-operating income and expenses					
Share of loss of associates	6(6)	(16)	-	(3,796)	(1)
Interest income	6(16)	2,908	1	1,964	-
Other income	6(16)	37,159	10	22,667	4
Other gains and losses	6(16)	(3,386)	(1)	8,247	2
Finance costs	6(16)	(1,666)	(1)	(2,114)	-
Impairment loss	6(6)	-	-	(5,530)	(1)
Total non-operating income and expenses		34,999	9	21,438	4
Net income before income tax	6(17)	37,529	10	37,548	7
Income tax expense		(9,275)	(2)	(7,622)	(2)
Net income		28,254	8	29,926	5
Other comprehensive income (loss)					
Items that will not be reclassified subsequently to profit or loss:					
Unrealized losses from equity instrument investments measured at fair value through other comprehensive income		-	-	(31)	-
Share of other comprehensive income of associates for using equity method		118	-	-	-
Items that may be reclassified subsequently to profit or loss:					
Exchange differences on translation of foreign operations		1,278	-	12,185	2
Income tax related to items that may be reclassified subsequently	6(17)	(555)	-	(2,360)	-
Total other comprehensive income		841	-	9,794	2
Total comprehensive income		$29,095	8	$39,720	7
Net income attributable to:					
Shareholders of the parent		$27,726	8	$30,806	5
Non-controlling interests		528	-	(880)	-
		$28,254	8	$29,926	5
Total comprehensive income attributable to:					
Shareholders of the parent		$28,484	8	$40,230	7
Non-controlling interests		611	-	(510)	-
		$29,095	8	$39,720	7
Earnings per share (NTD)					
Earnings per share-basic	6(18)	$0.40		$0.45	
Earnings per share-diluted	6(18)	$0.40		$0.45	

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

English Translation of Consolidated Financial Statements Originally Issued in Chinese

Z-COM, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

For the Years Ended December 31, 2025 and 2024

(Expressed in thousands of New Taiwan Dollars)

	Equity attributable to owners of the parent											
			Retained Earnings		Other equity							
Items	Share capital - common stock	Capital surplus	Special reserve	Accumulated deficit	Financial statements translation differences of foreign operations	Unrealized loss on financial assets at fair value through other comprehensive income	Share of other comprehensive income of associates for using equity method	Treasury stocks	Total	Non-controlling interests	Total equity
Balance as of January 1, 2024	$717,010	$489	$37,884	$(195,416)	$(29,392)	$(569)	$-	$(26,512)	$503,494	$13,729	$517,223
Net income for the year ended December 31, 2024	-	-	-	30,806	-	-	-	-	30,806	(880)	29,926
Other comprehensive income (loss) for the year ended December 31, 2024	-	-	-	-	9,455	(31)	-	-	9,424	370	9,794
Total comprehensive income (loss)	-	-	-	30,806	9,455	(31)	-	-	40,230	(510)	39,720
Balance as of December 31, 2024	717,010	489	37,884	(164,610)	(19,937)	(600)	-	(26,512)	543,724	13,219	556,943
Net income for the year ended December 31, 2025	-	-	-	27,726	-	-	-	-	27,726	528	28,254
Other comprehensive income for the year ended December 31, 2025	-	-	-	-	640	-	118	-	758	83	841
Total comprehensive income	-	-	-	27,726	640	-	118	-	28,484	611	29,095
Treasury stocks transaction	-	(67)	-	-	-	-	-	1,406	1,339	1,474	2,813
Balance as of December 31, 2025	$717,010	$422	$37,884	$(136,884)	$(19,297)	$(600)	$118	$(25,106)	$573,547	$15,304	$588,851

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

English Translation of Consolidated Financial Statements Originally Issued in Chinese

Z-COM, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS

For the Years Ended December 31, 2025 and 2024

(Expressed in thousands of New Taiwan Dollars)

	For the Year Ended December 31, 2025	For the Year Ended December 31, 2024
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net income before income tax	$37,529	$37,548
Adjustments to reconcile net income before tax to net cash provided by operating activities:		
Depreciation	14,763	17,891
Amortization	253	384
Expected credit (reversal gain) impairment losses	(1,328)	2,350
Interest expenses	1,666	2,114
Interest income	(2,908)	(1,964)
Share of loss of associates accounting for using the equity method	16	3,796
Loss on disposal of property, plant and equipment	109	287
Impairment loss	-	5,530
Changes in operating assets and liabilities:		
Notes receivable	7,211	17,066
Accounts receivable	66,525	(79,146)
Other receivables	76	(66)
Inventories, net	72,478	(9,561)
Prepayments and other current assets	4,783	9,600
Contract liabilities	(5,848)	(5,012)
Accounts payable	(36,457)	39,419
Other payables	(8,520)	1,386
Other current liabilities	(9,265)	9,268
Other liabilities, noncurrent	1,550	1,616
Cash flows provided by operating activities	142,633	52,506
Interest received	2,908	1,964
Interest paid	(1,666)	(2,114)
Income taxes paid	(47)	(207)
Net cash provided by operating activities	143,828	52,149
CASH FLOWS FROM INVESTING ACTIVITIES:		
Disposal of financial assets measured at amortized cost	3,872	7,394
Acquisitions of investment accounted for under the equity method	(5,850)	-
Acquisitions of property, plant and equipment	(2,654)	(5,883)
(Increase) decrease in refundable deposits	(857)	598
Acquisitions of intangible assets	-	(571)
Disposal of intangible assets	-	128
Net cash (used in) provided by investing activities	(5,489)	1,666
CASH FLOWS FROM FINANCING ACTIVITIES:		
Increase in short-term bank borrowings	150,000	115,000
Decrease in short-term bank borrowings	(150,000)	(155,000)
Cash payments for the principal portion of the lease liabilities	(1,149)	(1,613)
Payments to acquire treasury stock	(1,164)	-
Proceeds from disposal of treasury stock	2,503	-
Change in non-controlling interests	1,474	-
Net cash provided by (used in) financing activities	1,664	(41,613)
EFFECT OF EXCHANGE RATES CHANGES ON CASH AND CASH EQUIVALENT	1,152	7,523
NET INCREASE IN CASH AND CASH EQUIVALENTS	141,155	19,725
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	234,637	214,912
CASH AND CASH EQUIVALENTS AT END OF YEAR	$375,792	$234,637

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

INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of Z-Com, Inc.

Opinion

We have audited the accompanying parent company only balance sheets of Z-Com, Inc. (the "Company") as of December 31, 2025 and 2024, and the related parent company only statements of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the parent company only financial statements, including the summary of material accounting policies (together "the parent company only financial statements").

In our opinion, the accompanying parent company only financial statements referred to above present fairly, in all material respects, the parent company only financial position of the Company as of December 31, 2025 and 2024, and their parent company only financial performance and cash flows for the years then ended, in conformity with the requirements of the Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Financial Reporting Standards, International Accounting Standards, Interpretations developed by the International Financial Reporting Interpretations Committee or the former Standing Interpretations Committee as endorsed and became effective by Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing 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 Auditor's Responsibilities for the Audit of the Parent Company Only Financial Statements section of our report. We are independent of the Company in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China (the "Norm"), and we have fulfilled our other ethical responsibilities in accordance with the Norm. Based on our audits, we believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the parent company only financial statements for the year ended December 31, 2025. These matters were addressed in the context of our audit of the parent company only financial statements as a whole and, in forming our opinion thereon, we do not provide a separate opinion on these matters.

Key audit matters for the Company's parent company only financial statements for the year ended December 31, 2025 are stated as follows:

Evaluation of inventories

The Company is engaged in the manufacturing and selling of products related to wireless data network systems. Its inventories were measured at the lower of cost and net realisable value. The Company's inventories were significant to the parent company only financial statements and the determination of net realizable value for the inventories involves subjective judgement. Therefore, the evaluation of inventories was identified as a key audit matter.

Our audit procedures including (but are not limited to) assessing the appropriateness of the management's accounting policy for inventory evaluation; evaluating and testing the effectiveness of relevant internal control; sampling and testing the entry timing in the inventory aging report and checking accuracy of inventory aging calculation; assessed the reasonableness of provision on inventory allowance through testing the determination of net realisable values; notice if any obsolete and damaged inventories while stock-taking.

Please refer to Notes 4, 5 and 6(4) of the parent company only financial statements for the accounting policies on inventories, critical accounting estimation uncertainty and the details of inventories, respectively.

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

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

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

Those charged with governance, including audit committee or supervisors, are responsible for overseeing the financial reporting process of the Company.

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

Our objectives are to obtain reasonable assurance about whether the parent company only financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the 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 parent company only 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 parent company only financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the 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 parent company only financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

5. Evaluate the overall presentation, structure and content of the parent company only financial statements, including the accompanying notes, and whether the parent company only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of 2025 parent company only financial statements and are therefore the key audit matters. We describe these matters in our Auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Liu, Jung Chin
Chang, Cheng Tao

Ernst & Young, Taiwan
March 2, 2026

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

Z-COM, INC.

BALANCE SHEETS

December 31, 2025 and 2024

(Expressed in thousands of New Taiwan Dollars)

		December 31, 2025		December 31, 2024	
Assets	Notes	Amount	%	Amount	%
CURRENT ASSETS					
Cash and cash equivalents	6(1)	$180,179	24	$138,952	17
Financial assets at measured amortised cost, current	6(2) and 8	5,300	-	2,732	-
Accounts receivable, net	5 and 6(3)	48,901	7	113,818	14
Accounts receivable-related parties	6(3) and 7	2,071	-	-	-
Other receivables		71	-	7	-
Current tax assets		298	-	255	-
Inventories, net	5 and 6(4)	28,387	4	73,686	9
Prepayments and other current assets		21,441	3	21,561	3
Total Current Assets		286,648	38	351,011	43
NON-CURRENT ASSETS					
Financial assets measured at amortised cost, non-current	6(2) and 8	862	-	7,302	1
Investments accounted for under the equity method	6(5)	402,549	54	390,542	47
Property, plant and equipment	6(6)	35,680	5	37,996	5
Right-of-use assets	6(7)	9,234	1	10,281	1
Deferred tax assets	6(15)	15,397	2	25,126	3
Refundable deposits		884	-	186	-
Total Non-current Assets		464,606	62	471,433	57
TOTAL ASSETS		$751,254	100	$822,444	100
Liabilities and Equity					
CURRENT LIABILITIES					
Short-term bank borrowings	6(8)	$60,000	8	$60,000	8
Contract liabilities, current	6(12)	4,734	1	9,998	1
Accounts payable		3,613	-	1,154	-
Accounts payable-related parties	7	65,591	9	152,883	19
Other payables	6(9) and 7	15,653	2	18,036	2
Lease liabilities, current	6(7)	586	-	599	-
Other current liabilities		1,230	-	10,320	1
Total Current Liabilities		151,407	20	252,990	31
NON-CURRENT LIABILITIES					
Lease liabilities, non-current	6(7)	9,193	1	10,173	1
Other non-current liabilities	6(10)	17,107	3	15,557	2
Total Non-current Liabilities		26,300	4	25,730	3
TOTAL LIABILITIES		177,707	24	278,720	34
EQUITY					
Share capital - common stock	6(11)	717,010	95	717,010	87
Capital surplus	6(11)	422	-	489	-
Retained earnings	6(11)				
Special reserve		37,884	5	37,884	5
Accumulated deficit		(136,884)	(18)	(164,610)	(20)
Other equity		(19,779)	(3)	(20,537)	(3)
Treasury stocks	6(11)	(25,106)	(3)	(26,512)	(3)
TOTAL EQUITY		573,547	76	543,724	66
TOTAL LIABILITIES AND EQUITY		$751,254	100	$822,444	100

The accompanying notes are an integral part of the financial statements.

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

Z-COM, INC.

STATEMENTS OF COMPREHENSIVE INCOME

For the Years Ended December 31, 2025 and 2024

(In thousands of New Taiwan Dollars, except for earnings per share)

	Notes	For the Year Ended December 31, 2025 Amount	%	For the Year Ended December 31, 2024 Amount	%
Operating revenue	6(12) and 7	$389,618	100	$556,434	100
Operating costs	6(4) and 7	(312,039)	(80)	(451,000)	(81)
Operating margin		77,579	20	105,434	19
Operating expenses	6(13)				
Sales and marketing expenses		(12,241)	(3)	(10,195)	(2)
General and administrative expenses		(31,014)	(8)	(29,674)	(6)
Research and development expenses	7(4) and 7	(34,295)	(9)	(73,284)	(13)
Expected credit reversal gain (impairment losses)	12(4)	1,502	-	(2,127)	-
Total operating expenses		(76,048)	(20)	(115,280)	(21)
Operating profit (loss)		1,531	-	(9,846)	(2)
Non-operating income and expenses					
Interest income	6(14)	2,283	-	1,447	-
Other income	6(14) and 7	31,485	8	25,473	5
Other gains and losses	6(14)	(296)	-	4,139	1
Finance costs	6(14)	(1,608)	-	(2,044)	-
Share of profit or loss of subsidiaries and associates accounted	6(5)	3,505	1	24,763	4
Impairment loss	6(5)	-	-	(5,530)	(1)
Total non-operating income and expenses		35,369	9	48,248	9
Net income before income tax		36,900	9	38,402	7
Income tax expense	6(15)	(9,174)	(2)	(7,596)	(1)
Net income		27,726	7	30,806	6
Other comprehensive income (loss)					
Items that will not be reclassified subsequently to profit or loss:					
Unrealized losses from equity instrument investments measured at fair value through other comprehensive income		118	-	(15)	-
Items that may be reclassified subsequently to profit or loss:					
Exchange differences on translation of foreign operations		1,195	-	11,799	2
Income tax related to items that may be reclassified subsequently	6(15)	(555)	-	(2,360)	-
Total other comprehensive income		758	-	9,424	2
Total comprehensive income		$28,484	7	$40,230	8
Earnings per share (NTD)					
Earnings per share-basic	6(16)	$0.40		$0.45	
Earnings per share-diluted	6(16)	$0.40		$0.45	

The accompanying notes are an integral part of the financial statements.

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

Z-COM, INC.

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			
Items	Share capital - common stock	Capital surplus	Special reserve	Accumulated deficit	Financial statements translation differences of foreign operations	Share of loss of associates and joint ventures accounted for using equity method	Treasury stocks	Total
Balance as of January 1, 2024	$717,010	$489	$37,884	$(195,416)	$(29,392)	$(569)	$(26,512)	$503,494
Net income for the year ended December 31, 2024	-	-	-	30,806	-	-	-	30,806
Other comprehensive income (loss) for the year ended December 31, 2024	-	-	-	-	9,439	(15)	-	9,424
Total comprehensive income (loss)	-	-	-	30,806	9,439	(15)	-	40,230
Balance as of December 31, 2024	717,010	489	37,884	(164,610)	(19,953)	(584)	(26,512)	543,724
Net income for the year ended December 31, 2025	-	-	-	27,726	-	-	-	27,726
Other comprehensive income for the year ended December 31, 2025	-	-	-	-	640	118	-	758
Total comprehensive income	-	-	-	27,726	640	118	-	28,484
Treasury stocks transaction	-	(67)	-	-	-	-	1,406	1,339
Balance as of December 31, 2025	$717,010	$422	$37,884	$(136,884)	$(19,313)	$(466)	$(25,106)	$573,547

The accompanying notes are an integral part of the financial statements.

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

Z-COM, INC.

STATEMENTS OF CASH FLOWS

For the Years Ended December 31, 2025 and 2024

(Expressed in thousands of New Taiwan Dollars)

	For the Year Ended December 31, 2025	For the Year Ended December 31, 2024
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net income before income tax	$36,900	$38,402
Adjustments to reconcile net income before tax to net cash provided by operating activities:		
Depreciation	3,427	4,285
Expected credit (reversal gain) impairment losses	(1,502)	2,127
Interest expense	1,608	2,044
Interest income	(2,283)	(1,447)
Share of profit of subsidiaries and associates accounted for using the equity method	(3,505)	(24,763)
Gain on disposals of investment	-	(163)
Impairment loss	-	5,530
Changes in operating assets and liabilities:		
Accounts receivable	66,419	(84,328)
Accounts receivable-related parties	(2,071)	2,121
Other receivables	(64)	-
Inventories, net	45,299	(58,260)
Prepayments and other current assets	120	(1,803)
Contract liabilities, current	(5,264)	45
Accounts payable	2,459	32
Accounts payable-related parties	(87,292)	152,883
Other payables	(2,383)	2,219
Other current liabilities	(9,090)	9,626
Net defined benefit liabilities	1,550	1,616
Cash flows provided by operating activities	44,328	50,166
Interest received	2,283	1,447
Interest paid	(1,608)	(2,044)
Income taxes paid	(43)	(96)
Net cash flows provided by operating activities	44,960	49,473
CASH FLOWS FROM INVESTING ACTIVITIES:		
Disposal of financial assets measured at amortised cost	3,872	4,635
Acquisitions of investment accounted for under the equity method	(5,850)	-
Acquisitions of property, plant and equipment	(481)	(1,460)
Disposal of property, plant and equipment	-	163
Increase in refundable deposits	(698)	(60)
Net cash flows (used in) provided by investing activities	(3,157)	3,278
CASH FLOWS FROM FINANCING ACTIVITIES:		
Increase in short-term bank borrowings	150,000	110,000
Decrease in short-term bank borrowings	(150,000)	(150,000)
Cash payment for the principal portion of the lease liabilities	(576)	(588)
Net cash flows used in by financing activities	(576)	(40,588)
NET INCREASE IN CASH AND CASH EQUIVALENTS	41,227	12,163
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF YEAR	138,952	126,789
CASH AND CASH EQUIVALENTS AT THE END OF YEAR	$180,179	$138,952

The accompanying notes are an integral part of the financial statements.

(V) Deficit Compensation Statement

Z-COM, Inc.
Deficit Compensation Statement for 2025

Unit: NTD$

Items	Total
Deficit yet to be compensated - at the beginning of 2025	(164,610,041)
+：net profit after tax for 2025	27,726,397
Deficit yet to be compensated - at the end of 2025	(136,883,644)

(Note) According to Article 28 of the Articles of Association, if there is a surplus in the annual financial statements, the deficit should be compensated first.

Chairman：Fan En Technology. Co., Ltd. .
Legal representative, John S. Shieh

CEO：WU CHIA-FANG

Accounting Officer: PENG, ZHI-YONG

(VI) Comparison table before and after the amendments to the " Article of Incorporation"

Amendment article	Existing article	Explanation
"Article 2 The business operations of the Company are as follows: ~~F401021 Import of Telecommunication-Controlled Radio Frequency Equipment~~ CC01100 Controlled Telecommunications Radio-Frequency Devices and Materials Manufacturing CC01060 Wired Communication Mechanical Equipment Manufacturing CC01070 Wireless Communication Mechanical Equipment Manufacturing CC01080 Electronics Components Manufacturing CC01110 Computer and Peripheral Equipment Manufacturing CC01990 Other Electrical Engineering and Electronic Machinery Equipment Manufacturing D101060 Self-usage power generation equipment utilizing renewable energy industry E601010 Electric Appliance Construction E603010 Cable Installation Engineering E603050 Automatic Control Equipment Engineering E603080 Traffic Signs Installation Engineering E603090 Lighting Equipments Construction E605010 Computer Equipment Installation E606010 Power Consuming Equipment Inspecting and Maintenance E607010 Solar Thermal Energy Equipment Installation Engineering E701010 Telecommunications Engineering E701030 Controlled Telecommunications Radio-Frequency Devices Installation Engineering E701040 Simple Telecommunications	Article 2 The business operations of the Company are as follows: F401021 Import of Telecommunication-Controlled Radio Frequency Equipment CC01101 Controlled Telecommunications Radio-Frequency Devices and Materials Manufacturing	In response to the Company's actual operational needs, it is proposed to amend certain provisions of the Articles of Incorporation to add new business items. The business item codes will be listed in accordance with the 'Business Item Code Table for Companies, Sole Proprietorships, and Limited Partnerships (Version V8)' issued by the Department of Commerce, Ministry of Economic Affairs on January 7, 2026.

Amendment article	Existing article	Explanation
Equipment Installation EZ05010 Instrument and Meters Installation Engineering EZ06010 Traffic Marking Engineering F113020 Wholesale of Electrical Appliances (Limited to operations outside designated zones) F113030 Wholesale of Precision Instruments (Limited to operations outside designated zones) F113050 Wholesale of Computers and Clerical Machinery Equipment Limited to operations outside designated zones) F113070 Wholesale of Telecommunication Apparatus (Limited to operations outside designated zones) F113090 Wholesale of Traffic Sign Equipments and Materials (Limited to operations outside designated zones) F114080 Wholesale of Track Vehicle and Component Parts Thereof (Limited to operations outside designated zones) F118010 Wholesale of Computer Software (Limited to operations outside designated zones) F119010 Wholesale of Electronic Materials (Limited to operations outside designated zones) F213010 Retail Sale of Electrical Appliances (Limited to operations outside designated zones) F213030 Retail Sale of Computers and Clerical Machinery Equipment (Limited to operations outside designated zones) F213040 Retail Sale of Precision Instruments (Limited to operations outside designated zones) F213050 Retail Sale of Measuring Instruments (Limited to operations outside designated zones) F213060 Retail Sale of Telecommunication Apparatus (Limited to operations outside designated zones) F213090 Retail Sale of Traffic Sign Equipments and Materials (Limited to operations outside designated zones)		

Amendment article	Existing article	Explanation
F214080 Retail Sale of Track Vehicle and Component Parts Thereof (Limited to operations outside designated zones) F218010 Retail Sale of Computer Software (Limited to operations outside designated zones) F219010 Retail Sale of Electronic Materials (Limited to operations outside designated zones) F401010 International Trade JA02010 Electric Appliance and Electronic Products Repair I301010 Information Software Services I301020 Data Processing Services I301030 Electronic Information Supply Services IG03010 Energy Technical Services ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval. (Limited to operations outside designated zones) 1. Research, development, production, manufacturing, and sales of the following products: (1) Fixed wireless data network systems, including fixed data communication devices, network communication software, and network management software. (2) Mobile data communication devices. (3) Digital cellular mobile communication systems. (4) Spread-spectrum wireless data communication systems. (5) Digital subscriber loop systems. 2. System integration and consulting services related to the above products. 3.Import and export trade business related to the Company’s operations."	1. Research, development, production, manufacturing, and sales of the following products: (1) Fixed wireless data network systems, including fixed data communication devices, network communication software, and network management software. (2) Mobile data communication devices. (3) Digital cellular mobile communication systems. (4) Spread-spectrum wireless data communication systems. (5) Digital subscriber loop systems. 2. System integration and consulting services related to the above products. 3.Import and export trade business related to the Company’s operations."	
Article 27: The company shall distribute employee compensation at a rate of 10% to 15% of	Article 27: The company shall distribute employee compensation at a rate of 10% to 15% of	Textual description adjustment

Amendment article	Existing article	Explanation
the profits of the current fiscal year, （Among them, 7% to 12% shall be allocated for salary adjustments or remuneration distribution to grassroots employees）,and shall distribute director compensation at a rate not exceeding 3% of the profits of the current fiscal year. However, if the company has accumulated losses, they shall be compensated first. ~~If the company has profits in a fiscal year, 7% to 12% of the profits shall be allocated for salary adjustments or remuneration distribution to grassroots employees based on the profit status of that year. However, if the company still has accumulated losses, the losses should be covered first.~~ Omitted below	the profits of the current fiscal year, and shall distribute director compensation at a rate not exceeding 3% of the profits of the current fiscal year. However, if the company has accumulated losses, they shall be compensated first. If the company has profits in a fiscal year, 7% to 12% of the profits shall be allocated for salary adjustments or remuneration distribution to grassroots employees based on the profit status of that year. However, if the company still has accumulated losses, the losses should be covered first. Omitted below	
Article 31: This Articles of Incorporation were established by the initiators' meeting and agreed upon by all initiators on February 23, 1995. It shall take effect from the date of approval and registration by the competent authority. Omitted The Articles of Incorporation were eighteenth revised on May 27, 2025. The Articles of Incorporation were nineteenth revised on May 20, 2026.	Article 31: This Articles of Incorporation were established by the initiators' meeting and agreed upon by all initiators on February 23, 1995. It shall take effect from the date of approval and registration by the competent authority. Omitted The Articles of Incorporation were eighteenth revised on May 27, 2025.	Added revision date and number

(VII) Comparison table before and after the amendments to the " Rules of Procedure for Shareholders' Meeting"

Amendment article	Existing article	Explanation
2. Unless otherwise provided by law or regulation, this Corporation's shareholders meetings shall be convened by the board of directors. This Corporation convenes a shareholders' meeting via video conference, unless otherwise stipulated by the standards for handling stock affairs of publicly traded companies, it should be specified in the articles of incorporation and resolved by the Board of Directors. Moreover, the video conference shareholders' meeting should be conducted with a resolution agreed upon by at least two-thirds of the directors present and a majority of the attending directors. Changes to how this Corporation convenes its shareholders meeting shall be resolved by the board of directors, and shall be made no later than mailing of the shareholders meeting notice. This Corporation shall prepare electronic versions of the shareholders meeting notice and proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors or supervisors, <u>or shareholders' meeting handbook or supplemental materials,</u> and upload them to the Market Observation Post System (MOPS) before <u>30</u> days before the date of a regular shareholders meeting or before 15 days before the date of a special shareholders meeting. ~~If, however, this Corporation has the paid-in capital of NT$10 billion or more as of the last day of the most current fiscal year, or total shareholding of foreign shareholders and PRC shareholders reaches 30% or more as~~	2. Unless otherwise provided by law or regulation, this Corporation's shareholders meetings shall be convened by the board of directors. This Corporation convenes a shareholders' meeting via video conference, unless otherwise stipulated by the standards for handling stock affairs of publicly traded companies, it should be specified in the articles of incorporation and resolved by the Board of Directors. Moreover, the video conference shareholders' meeting should be conducted with a resolution agreed upon by at least two-thirds of the directors present and a majority of the attending directors. Changes to how this Corporation convenes its shareholders meeting shall be resolved by the board of directors, and shall be made no later than mailing of the shareholders meeting notice. This Corporation shall prepare electronic versions of the shareholders meeting notice and proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors or supervisors, and upload them to the Market Observation Post System (MOPS) before <u>21</u> days before the date of a regular shareholders meeting or before 15 days before the date of a special shareholders meeting. If, however, this Corporation has the paid-in capital of NT$10 billion or more as of the last day of the most current fiscal year, or total shareholding of foreign shareholders and PRC shareholders reaches 30% or more as recorded in the register of shareholders of the shareholders meeting held in the	In accordance with the letter No. 11500549052 issued by the Taipei Exchange (TPEx) on March 16, 2026, the Company shall proceed accordingly. In line with the amendment to Article 6, Paragraph 4 of the 'Regulations Governing Information to be Published in Annual Reports of Public Companies and Matters to be Complied With in Shareholders' Meetings,' the scope of disclosure requirements has been expanded. Public companies listed on the Taiwan Stock

Amendment article	Existing article	Explanation
~~recorded in the register of shareholders of the shareholders meeting held in the immediately preceding year, transmission of these electronic files shall be made by 30 days before the regular shareholders meeting.~~ ~~In addition~~, Before 15 days before the date of the shareholders meeting, this Corporation shall also have prepared the shareholders meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at this Corporation and the professional shareholder services agent designated thereby. Omitted below	immediately preceding year, transmission of these electronic files shall be made by 30 days before the regular shareholders meeting. In addition, before 15 days before the date of the shareholders meeting, this Corporation shall also have prepared the shareholders meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at this Corporation and the professional shareholder services agent designated thereby. Omitted below	Exchange and TPEx are now required to disclose the shareholders' meeting handbook and related information at least 30 days prior to the annual general meeting.
12. (Items 1 to 6 omitted) Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chair, provided that all monitoring personnel shall be shareholders of this Corporation. If the shareholders' meeting includes proposals for the election of directors with more candidates than seats to be filled, proposals for the dismissal of directors, or proposals stipulated under Articles 185 and 316 of the Company Act, Articles 18, 27, 29, and 35 of the Business Mergers and Acquisitions Act, and Article 24 Paragraph 2 Subparagraph 1 and Article 26 Paragraph 2 Subparagraph 1 of the Financial Holding Company Act, the chairperson shall designate lawyers, accountants, or notaries as ballot supervisors. The persons designated by the	12. (Items 1 to 6 omitted) Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chair, provided that all monitoring personnel shall be shareholders of this Corporation.	If the shareholders' meeting includes proposals for the election of directors with more candidates than the number of seats to be filled, proposals for the dismissal of directors, or proposals stipulated under Article 185 and Article 316 of the Company Act, Articles 18, 27, 29, and 35 of the

Amendment article	Existing article	Explanation
chairperson under the preceding paragraph shall not be responsible for matters related to the voting procedures, nor shall they serve as directors, managers, or employees of the Company or its affiliated enterprises. Ballot supervisors shall oversee the voting and ballot-counting process and shall sign the election result tally sheet. If ballot supervisors are designated pursuant to Paragraph 8, the minutes of the shareholders' meeting shall record the names and titles of the ballot supervisors. Vote counting for shareholders meeting proposals or elections shall be conducted in public at the place of the shareholders meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on-site at the meeting, and a record made of the vote. Omitted below	Vote counting for shareholders meeting proposals or elections shall be conducted in public at the place of the shareholders meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on-site at the meeting, and a record made of the vote. Omitted below	Business Mergers and Acquisitions Act, and Article 24 Paragraph 2 Subparagraph 1 and Article 26 Paragraph 2 Subparagraph 1 of the Financial Holding Company Act, the chairperson shall designate lawyers, accountants, or notaries as ballot supervisors.

(VIII) Comparison table before and after the amendments to the "Regulations Governing the Acquisition and Disposal of Assets "

Amendment article	Existing article	Explanation
Article 7-6 1. The Company shall not waive its future capital increases in ~~Z-WIRELESS INTERNATIONAL, LTD. and~~ Z-WIRELESS HONG KONG LIMITED~~; Z-WIRELESS INTERNATIONAL, LTD. shall not waive its future capital increases in Nanjing Z-Wireless Technology Co., Ltd.; and Nanjing Z-Wireless Technology Co., Ltd. shall not waive its future capital increases in Nanjing Zwaveasia Technology Co., Ltd.~~. 2. In the future, if the Company, due to strategic alliance considerations or with the approval of the Taipei Exchange (TPEx), must waive capital increases in the aforementioned companies or dispose of their shares, such action shall be approved by a special resolution of the Company's Board of Directors. Furthermore, any subsequent amendments to these Procedures shall be disclosed as material information on the Market Observation Post System (MOPS) and reported to the Taipei Exchange (TPEx) for record."	Article 7-6 1. The Company shall not waive its future capital increases in Z-WIRELESS INTERNATIONAL, LTD. and Z-WIRELESS HONG KONG LIMITED; Z-WIRELESS INTERNATIONAL, LTD. shall not waive its future capital increases in Nanjing Z-Wireless Technology Co., Ltd.; and Nanjing Z-Wireless Technology Co., Ltd. shall not waive its future capital increases in Nanjing Zwaveasia Technology Co., Ltd.. 2. In the future, if the Company, due to strategic alliance considerations or with the approval of the Taipei Exchange (TPEx), must waive capital increases in the aforementioned companies or dispose of their shares, such action shall be approved by a special resolution of the Company's Board of Directors. Furthermore, any subsequent amendments to these Procedures shall be disclosed as material information on the Market Observation Post System (MOPS) and reported to the Taipei Exchange (TPEx) for record."	According to Letter No. 1140002307 issued by the Taipei Exchange, except for the original commitment that the procedures for acquisition or disposal of assets must include the stipulation that the Company shall not waive future capital increases of Z-WIRELESS HONG KONG LIMITED in each fiscal year, which remains in effect, the other requested matters were approved.
Article 31 Under any of the following circumstances, the company acquiring or disposing of assets shall publicly announce and report the relevant information on the FSC's designated website in the appropriate format as prescribed by regulations within 2 days counting	Article 31 Under any of the following circumstances, the company acquiring or disposing of assets shall publicly announce and report the relevant information on the FSC's designated website in the appropriate format as prescribed by regulations within 2 days counting	1. Pursuant to Order No. 1140383333 issued by the Financial Supervisory Commission, the 'Procedures for Acquisition or Disposal of Assets'

Amendment article	Existing article	Explanation
inclusively from the date of occurrence of the event: 1. Acquisition or disposal of real property or right-of-use assets thereof from or to a related party, or acquisition or disposal of assets other than real property or right-of-use assets thereof from or to a related party where the transaction amount reaches 20 percent or more of paid-in capital, 10 percent or more of the company's total assets, or NT$300 million or more; provided, this shall not apply to trading of domestic government bonds or bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises. 2. Merger, demerger, acquisition, or transfer of shares. 3. Losses from derivatives trading reaching the limits on aggregate losses or losses on individual contracts set out in the procedures adopted by the company. 4. Where equipment or right-of-use assets thereof for business use are acquired or disposed of, and furthermore the transaction counterparty is not a related party, and the transaction amount meets any of the following criteria: (1) For the company with paid-in capital is less than NT$10 billion, the transaction amount reaches NT$500 million or	inclusively from the date of occurrence of the event: 1. Acquisition or disposal of real property or right-of-use assets thereof from or to a related party, or acquisition or disposal of assets other than real property or right-of-use assets thereof from or to a related party where the transaction amount reaches 20 percent or more of paid-in capital, 10 percent or more of the company's total assets, or NT$300 million or more; provided, this shall not apply to trading of domestic government bonds or bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises. 2. Merger, demerger, acquisition, or transfer of shares. 3. Losses from derivatives trading reaching the limits on aggregate losses or losses on individual contracts set out in the procedures adopted by the company. 4. Where equipment or right-of-use assets thereof for business use are acquired or disposed of, and furthermore the transaction counterparty is not a related party, and the transaction amount meets any of the following criteria: (1) For the company with paid-in capital is less than NT$10 billion, the transaction amount reaches NT$500 million or	have been amended. 2. Acquisition or disposal of equipment for business use constitutes acts necessary for normal company operations. Considering the materiality of information disclosure, Subparagraph 3 has been added under Item 4 of Paragraph 1, stipulating that for public companies with paid-in capital of NT$50 billion or more, acquisition or disposal of equipment for business use with non-related parties shall be subject to disclosure if the transaction amount reaches 5% or more of the company’s paid-in capital. At the same time, Subparagraph 2 of Item 4 has been amended to provide that for public companies with paid-in capital of NT$10 billion or more but less than NT$50 billion, acquisition or

Amendment article	Existing article	Explanation
more. (2) For the companies with paid-in capital NT$10 billion or more but less than NT$50 billion, when the transaction amount reaches NT$1 billion or more. (3) For the company with paid-in capital is NT$50 billion, the transaction amount reaches 5 percent or more of paid-in capital. 5. Where land is acquired under an arrangement on engaging others to build on the company's own land, engaging others to build on rented land, joint construction and allocation of housing units, joint construction and allocation of ownership percentages, or joint construction and separate sale, and furthermore the transaction counterparty is not a related party, and the amount the company expects to invest in the transaction reaches NT$500 million. 6. In the case of a public company with paid-in capital reaching NT$50 billion or more, transactions in government bonds, ordinary corporate bonds, and general bank debentures without equity characteristics (excluding subordinated debt) traded on securities exchanges or OTC markets, which do not fall under any of the circumstances listed in the proviso of subparagraph 7, and where	more. (2) For the companies with paid-in capital of NT$10 billion or more, when the transaction amount reaches NT$1 billion or more. 5. Where land is acquired under an arrangement on engaging others to build on the company's own land, engaging others to build on rented land, joint construction and allocation of housing units, joint construction and allocation of ownership percentages, or joint construction and separate sale, and furthermore the transaction counterparty is not a related party, and the amount the company expects to invest in the transaction reaches NT$500 million.	disposal of equipment for business use with non-related parties shall be subject to disclosure if the transaction amount reaches NT$1 billion. 3.Considering that companies generally utilize operating funds and may invest in fixed-income products for cash management to enhance yield, the current disclosure threshold of NT$300 million may cause large enterprises to face frequent disclosure obligations. In view of the materiality of information disclosure and the risk attributes of such products, Item 6 has been added under Paragraph 1, stipulating that for public companies with paid-in capital of NT$50 billion or more, transactions involving government bonds, corporate bonds, and general financial

Amendment article	Existing article	Explanation
furthermore the transaction counterparty is not a related party, and the transaction amount reaches 5 percent or more of paid-in capital.. 7. Where an asset transaction other than any of those referred to in the preceding six subparagraphs, a disposal of receivables by a financial institution, or an investment in the mainland China area reaches 20 percent or more of paid-in capital or NT$300 million; provided, this shall not apply to the following circumstances: (1) Omitted (2) Omitted (3) Omitted	6. Where an asset transaction other than any of those referred to in the preceding five subparagraphs, a disposal of receivables by a financial institution, or an investment in the mainland China area reaches 20 percent or more of paid-in capital or NT$300 million; provided, this shall not apply to the following circumstances: (1) Omitted (2) Omitted (3) Omitted	bonds not involving equity (excluding subordinated bonds) traded on the stock exchange or through securities firms, provided they do not fall under the exceptions of Item 7 and the counterparty is not a related party, shall be subject to disclosure if the transaction amount reaches 5% or more of the company's paid-in capital. 4.The current Item 6 of Paragraph 1 has been renumbered as Item 7, with minor textual revisions."
Article 35 The provisions of these Procedures relating to 10 percent of total assets shall be calculated based on the total assets stated in the most recent individual or separate financial reports prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers. For companies whose shares have no par value or a par value other than NT$10 per share, the transaction amount provisions under these Procedures relating to 20 percent of paid-in capital shall be calculated as 10 percent of equity attributable to owners of the parent; for the calculation of transaction amounts of 5 percent of	Article 35 The provisions of these Procedures relating to 10 percent of total assets shall be calculated based on the total assets stated in the most recent individual or separate financial reports prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers. For companies whose shares have no par value or a par value other than NT$10 per share, the transaction amount provisions under these Procedures relating to 20 percent of paid-in capital shall be calculated as 10 percent of equity attributable to owners of the parent.	1. In line with the newly added requirement under Article 31, Paragraph 1 regarding disclosure and reporting standards applicable to public companies with paid-in capital of NT$50 billion or more, Paragraph 2 has been amended to specify the calculation method for 5% of paid-in capital and for paid-in capital of NT$50 billion, in cases where the company's shares have no par

Amendment article	Existing article	Explanation
paid-in capital under these Regulations, 2.5 percent of equity attributable to owners of the parent shall be substituted; the provisions under these Regulations relating to transactions where paid-in capital reaches NT$10 billion shall be calculated as NT$20 billion of equity attributable to owners of the parent; for calculations under the provisions of these Regulations regarding transaction amounts relative to paid-in capital of NT$50 billion, NT$100 billion of equity attributable to owners of the parent shall be substituted.	The provisions under these Regulations relating to transactions where paid-in capital reaches NT$10 billion shall be calculated as NT$20 billion of equity attributable to owners of the parent.	value or a par value other than NT$10 per share. 2. Minor textual revisions have been made.
Article 36 These Procedures were established on May 26, 2000, and subsequently amended as follows: First amendment on March 20, 2003; Omitted Eleventh amendment on May 31, 2019; Twelfth amendment on May 26, 2022. Thirteenth amendment on May 20, 2026.	Article 36 These Procedures were established on May 26, 2000, and subsequently amended as follows: First amendment on March 20, 2003; Omitted Eleventh amendment on May 31, 2019; Twelfth amendment on May 26, 2022.	Add the date of amendment